



**AGRICORE CS HOLDINGS BERHAD**

(202301018008 (1511930-P))

(Incorporated in Malaysia)



# Strengthening Bonds, Sustaining Growth

ANNUAL REPORT 2025

# Table of Contents

## BUSINESS OVERVIEW

- 2 Vision and Mission
- 3 Group Structure
- 4 Profile of Directors
- 7 Profile of Key Senior Management
- 8 Management Discussion and Analysis
- 15 Financial Highlights
- 17 Corporate Directory and Information

## CORPORATE GOVERNANCE AND FINANCIAL REPORT

- 18 Sustainability Statement
- 49 Corporate Governance Overview Statement
- 57 Statement on Risk Management and Internal Control
- 60 Audit and Risk Management Committee Report
- 64 Directors' Responsibility Statement
- 65 Additional Compliance Information
- 66 Financial Statements

## OTHER INFORMATION

- 142 Disclosure of Financial Data for Shariah Screening
- 144 Analysis of Shareholdings
- 146 List of Properties
- 147 Notice of Annual General Meeting
- 151 Statement Accompanying Notice of Annual General Meeting
- 153 Proxy Form

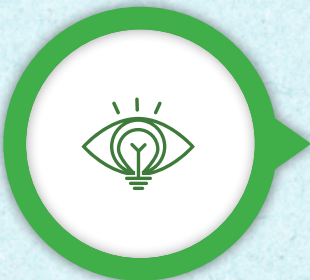


## VISION AND MISSION



### OUR SLOGAN

You Are What You Eat



### OUR VISION

To be a reliable, sustainable and customers' first choice food ingredients supplier



### OUR MISSION

Providing quality products and excellent service is the commitment to our valuable customers



**"YOU ARE WHAT YOU EAT"**

Quality Food Ingredients  
Our commitment to our customers.

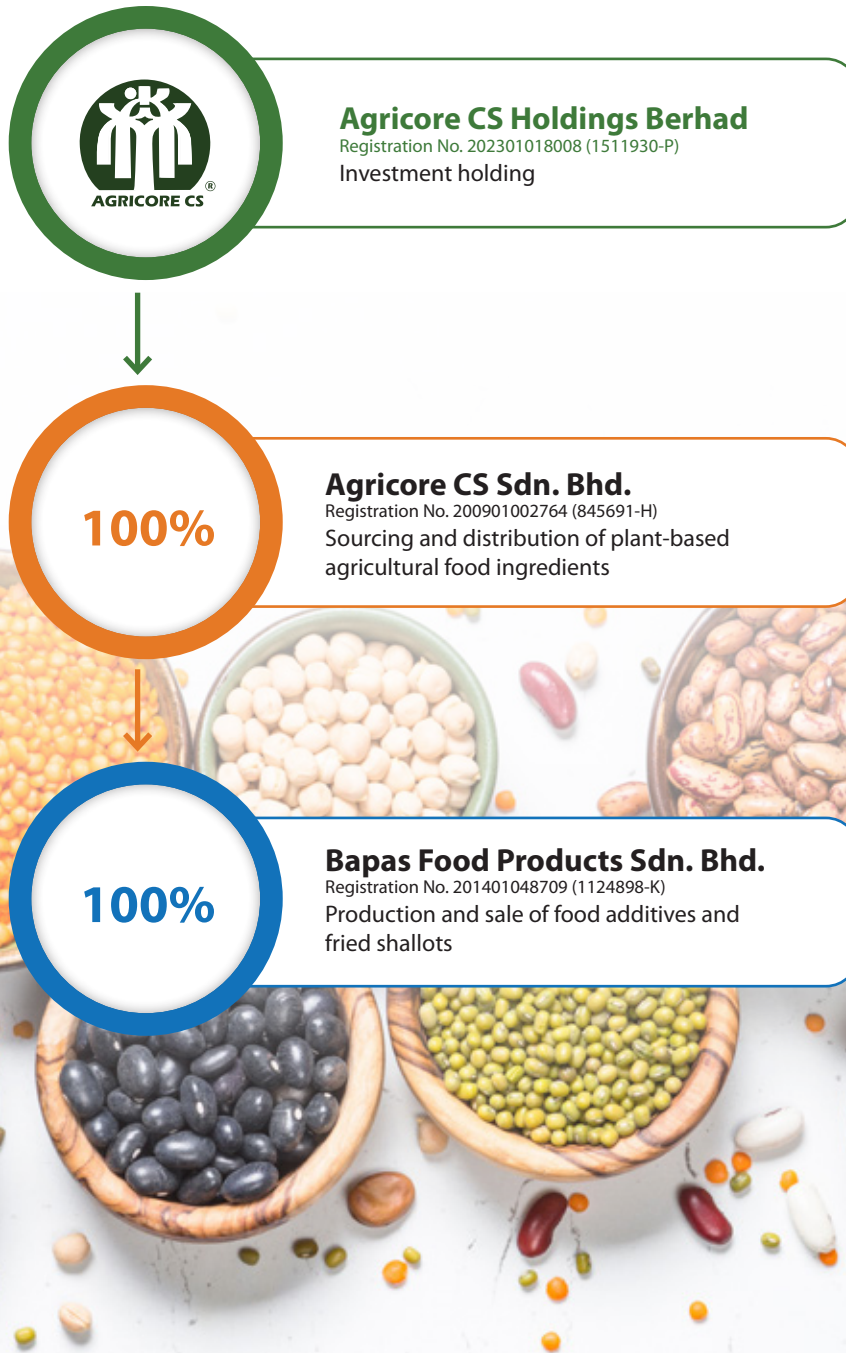
BAPAS

SunRise



## GROUP STRUCTURE

Our Company was incorporated in Malaysia under the Companies Act 2016 on 16 May 2023 as a private limited company under the name of Agricore CS Holdings Sdn Bhd. On 11 September 2023, our Company was converted into a public limited company and adopted our present name.



## PROFILE OF DIRECTORS

### WONG PAK YII

*Independent Non-Executive Chairman*

**Gender**

Male

**Age**

58

**Nationality**

Malaysian

Mr. Wong Pak Yii is our Independent Non-Executive Chairman. He was appointed to our Board on 2 September 2025.

In 1997, Mr. Wong Pak Yii became a Member of the Malaysian Institute of Management. In 2000, he obtained his Master of Business Administration from the Irish University Business School, London. In 2009, he completed his Professional Diploma in Corporate Secretaries & Administrators from the Institute of Chartered Secretaries & Administrators.

In 1992, he joined Pesaka Jardine Shipping Agencies Sdn. Bhd. as Sales Officer, responsible for freight and forwarding services covering Australasia, South America and Asia. In 1993, he joined Insulflex Sdn. Bhd. as Marketing Manager, managing both local and international markets which includes Asian and European countries.

In 1995, he was appointed as General Manager of Duratrend Industries Sdn. Bhd., overseeing the company's full operations including marketing, business development, logistics and production.

In 1999, he joined Amsteel Mills Marketing Sdn. Bhd. (The Lion Group), served as Commercial Director, overseeing strategic marketing and procurement operations as well as the company's risk management framework. He played an active role in the development and approval of group strategies and contributes to executive decision-making.

In 2018, he was appointed as the Honorary Secretary of Malaysia Steel Association (MSA), the association which represents upstream Steel Millers in Malaysia. In 2023, he became a Board Member of Steel Industry Sabah, and in 2025, he was appointed to the Board of the Malaysia Steel Institute, under the Ministry of Investment, Trade and Industry (MITI). In these roles, he provides oversight in governance, risk management, and regulatory compliance, while contributing to strategy development and industry advancement.

In 2026, he was appointed as Executive Director and Chief Executive Officer of K. Seng Seng Corporation Berhad, a company listed on the Main Market of Bursa Malaysia Securities Berhad ("Bursa Securities").

### OON BOON KHONG

*Managing Director cum Chief Executive Officer*

**Gender**

Male

**Age**

52

**Nationality**

Malaysian

Mr. Oon Boon Khong is our Managing Director cum Chief Executive Officer. He was appointed to our Board on 10 August 2023.

He began his career in 1992 after completing his Sijil Am Pelajaran at Jit Sin High School, Pulau Pinang. He started as a freelance sales agent in building materials before joining Johnson Shoes Berhad (now known as Johnson Shoes Sdn. Bhd.) in 1995 as Sales Representative, where he was responsible for the sales and marketing of footwear products to supermarkets, retailers, and factories.

In 1996, he moved to Thye Huat Chan Sdn. Bhd., a trading and supply company for food and agricultural products, as Sales Representative focusing on starch and beans in northern Malaysia. He was promoted to Sales Executive in 1999, expanding his coverage to the east coast of Malaysia, and later to Assistant Sales Manager in 2005, where he managed the sales team and oversaw logistics and transportation.

In 2009, he co-founded Agricore CS Sdn. Bhd. ("ACS") and played a key role in its establishment and development. Initially appointed as General Manager, he led customer and supplier relationships, sales and marketing, branding, and logistics. In May 2009, he was appointed as Director of ACS, overseeing its operations and growth. In 2023, he was re-designated as Managing Director cum Chief Executive Officer, leading the Company's strategic direction.

In 2020, he was appointed as Director of Bapas Food Products Sdn. Bhd. ("Bapas"), a wholly owned subsidiary of ACS, where he oversees operations and drives business growth. Under his leadership, Bapas expanded its portfolio by establishing a new division specialising in food additives alongside its core fried shallots manufacturing business.

He is responsible for overseeing our Group's business operations, planning, and executing strategic directions to drive the business development, growth and expansion. He is also involved in managing our Group's sales and marketing strategies by identifying potential customers to penetrate into new markets and seize business opportunities.

He does not hold any directorships in other public companies or listed corporations.

Mr. Oon Boon Khong is the spouse of Ms. Ng Pei Jin.

## PROFILE OF DIRECTORS (CONT'D)

### NG PEI JIN

*Executive Director cum Chief Administration Officer*

**Gender**

Female

**Age**

52

**Nationality**

Malaysian

Ms. Ng Pei Jin is our Executive Director cum Chief Administration Officer. She was appointed to our Board on 2 September 2025.

In 1999, she graduated with a Bachelor's Degree in Management from Universiti Sains Malaysia. That same year, she began her career with Amazing Technology (M) Sdn. Bhd. as a Marketing Executive, where she managed customer orders, products promotion, customer relationships, and coordinated internal marketing activities to ensure timely shipments.

In 2000, she joined Celestica Sdn. Bhd. at Kulim Hi-Tech Park, Kedah, as a Material Planner, before advancing to Supply Chain Manager. During her tenure until 2008, she was responsible for ensuring the supply of materials for production requirements and optimising material costs while maintaining optimal stock levels. She supervised staff to maintain accurate material planning schedules and worked closely with cross-functional teams to ensure smooth operations. Her responsibilities expanded to supply chain and purchasing management, where she expedited components to meet production requirements, managed purchase requisitions and orders, monitored supplier delivery performance, and coordinated with planners to maintain sufficient material supply while fostering strong vendor relationships.

In 2009, she co-founded ACS and joined ACS as Logistics Manager. Her responsibilities included overseeing supply chain and transport management, ensuring compliance with company policies and regulations, optimising operations to reduce costs, and improving delivery efficiency.

In 2025, she was appointed as Executive Director cum Chief Administration Officer, overseeing our Group's administrative functions, enhancing organisational efficiency, and supporting our Board and senior management in achieving our Group's strategic objectives.

She does not hold any directorships in other public companies or listed corporations.

Ms. Ng Pei Jin is the spouse of Mr. Oon Boon Khong.

### KOAY HOOI LYNN

*Independent Non-Executive Director*

**Gender**

Female

**Age**

56

**Nationality**

Malaysian

Ms. Koay Hooi Lynn is our Independent Non-Executive Director. She was appointed to our Board on 10 August 2023. She is the Chairperson of our Audit and Risk Management Committee and a member of our Nominating Committee and Remuneration Committee.

She graduated with a Bachelor of Commerce from La Trobe University, Melbourne, Australia, in 1994. In 2005, she became a Certified Practising Accountant (CPA) Australia and was also certified as a Chartered Accountant by the Malaysian Institute of Accountants ("MIA"). She has been an Affiliate of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA) and an Associate Member of the Chartered Tax Institute of Malaysia (CTIM) since 2009. In 2018, she was recognised as an ASEAN Chartered Professional Accountant (ASEAN CPA) under the ASEAN Chartered Professional Accountants Coordinating Committee (ACPACC).

In 1994, she began her career at Koay Seng Leong & Co as an Audit Assistant where she was involved with audit assurance work for subsidiaries of public listed companies and small and medium enterprises across various industries such as palm oil plantations, manufacturing, trading and property developers. In 1998, she was promoted to Audit Senior where her responsibilities were extended to tax compliance matters and subsequently in 2009, she was promoted to Manager.

In 2013, she became Audit Partner of the firm, a position she presently assumes, where her responsibilities include overseeing the operation which covers various industries such as manufacturing, trading, information technology, construction, property development, investment holdings companies and other service industries. She was involved in conducting internal audit and risk management of Public Listed Companies in year 2014.

She is an Independent Non-Executive Director of Farlim Group (M) Berhad and SWS Capital Berhad, both companies are listed on the Main Market of Bursa Securities.

## PROFILE OF DIRECTORS (CONT'D)

**LEE SEOW LING***Independent Non-Executive Director***Gender**

Female

**Age**

56

**Nationality**

Malaysian

Ms. Lee Seow Ling is our Independent Non-Executive Director. She was appointed to our Board on 18 September 2023. She is the Chairperson of our Remuneration Committee and a member of our Nominating Committee and Audit and Risk Management Committee.

She graduated with a Bachelor of Business in Accountancy from Charles Sturt University at Riverina, New South Wales, Australia in April 1993. She has been a member of the Australian Society of Accountant (now known as CPA Australia) since 1993, a Certified Practising Accountant since 1996 and a Fellow Certified Practising Accountant since July 2025. She is also a member of the MIA since March 2024.

In 1993, she started her career in the audit firm, Kiat & Associates as an Audit Assistant. Her responsibilities included assisting clients in establishing accounting and financial information systems, including computerised accounting systems, as well as providing accounting and audit advisory services.

In 1995, she joined THB Industries Sdn Bhd (now known as Kobay Technology Berhad) as an Account and Admin Officer where she was responsible for preparing monthly financial reports. Subsequently in January 1997, she was promoted to Accountant, where her role was further expanded to include group consolidation review. She also took part in the listing exercise of Kobay Technology Berhad on the Main Board of Kuala Lumpur Stock Exchange (now known as Main Market of Bursa Securities) in the same year.

In 2004, she was further promoted to Group Accountant, where she was responsible for overseeing the financial reporting of the group. In July 2021, she was transferred to Kobay Management Services Sdn. Bhd. (a wholly owned subsidiary of Kobay Technology Berhad) as Group Accountant, where she assumed the same scope of responsibilities. In February 2023, she was promoted to Senior Group Accountant, a role she presently assumes, with extended managerial responsibilities.

She is currently an Independent Non-Executive Director of Custom Food Holding Berhad and GB Bond Holdings Berhad, both of which are proposed for listing on the Main Market and ACE Market of Bursa Securities, respectively.

**TEH BOON BENG***Independent Non-Executive Director***Gender**

Male

**Age**

65

**Nationality**

Malaysian

Mr. Teh Boon Beng is our Independent Non-Executive Director. He was appointed to our Board on 24 January 2024. He is the Chairman of our Nominating Committee and a member of our Audit and Risk Management Committee and Remuneration Committee.

He graduated with a Bachelor of Economics in Business Administration from University of Malaya in 1984.

He began his career at Malayan Banking Berhad ("Maybank") main branch at Bishop Street, George Town, Pulau Pinang in 1984 as a Trainee Officer before progressing to Credit Officer, managing portfolio and credit analysis. He was later promoted to Assistant Branch Manager in 1992 and Head of Customer Service in 1996.

From 1998 onwards, he held various Branch Manager roles, overseeing operations and performance across multiple branches. In 2001, he transitioned to Maybank's Business Centre, focusing on commercial deposits, loans, and client relationships, before being promoted to Senior Account Manager in 2002.

He went on to lead business centres in Alor Setar and Prai, holding key leadership roles until his retirement in 2021.

He is an Independent Non-Executive Director of Ajiya Berhad and K. Seng Seng Corporation Berhad, both companies are listed on the Main Market of Bursa Securities.

## Additional information:

- Details of the Directors' shareholders in the Company are set out in the Analysis of Shareholdings section of the Annual Report in page 144.
- None of the Directors has:
  - any conflict of interest or potential conflict of interest, including interest in any competing business with the Company and its subsidiaries;
  - been convicted of any offence (other than traffic offences) within the past five (5) years; and
  - been imposed with any public sanction or penalty imposed by any relevant regulatory bodies for the financial year ended 31 December 2025.
- The number of board meetings attended by the Directors in the financial year are disclosed in page 50 of the Annual Report 2025.

## PROFILE OF KEY SENIOR MANAGEMENT

### WONG KAM TONG

*Chief Operating Officer*

Gender	Age	Nationality
Male	51	Malaysian

Mr. Wong Kam Tong is our Chief Operating Officer, is responsible for overseeing the Group's production, logistics, and warehousing operations. He graduated with a Bachelor of Social Science (Honours) in Economics from Universiti Sains Malaysia in 2001.

He began his career in 2001 as a Marketing Executive at Thye Huat Chan Sdn. Bhd., later founding Redsun Worldwide Trading in 2004. In 2014, he co-founded Bapas Food Products Sdn. Bhd., serving as Factory Manager and established the Group's fried shallot manufacturing business. He joined ACS in 2021 as Senior Operations Manager and was promoted to Chief Operating Officer in 2023.

### TAN HONG SHENG

*Marketing Manager*

Gender	Age	Nationality
Male	32	Malaysian

Mr. Tan Hong Sheng is our Marketing Manager, is responsible for sales, marketing, business development, and customer affairs. He graduated with a Bachelor of Science in Food Technology and Nutrition from Royal Melbourne Institute of Technology ("RMIT"), Australia, in 2017.

He began his career at Markaids (Malaysia) Sdn. Bhd., progressing to Senior Business Development Executive, and later worked at ITS Nutriscience as Product Manager. He joined ACS in 2020 as Product Manager, helping to establish the food additive and export division, and was promoted to Marketing Manager in 2024.

### CHENG BOON KAI

*Procurement Manager*

Gender	Age	Nationality
Male	36	Malaysian

Mr. Cheng Boon Kai is our Procurement Manager, is responsible for procurement, quality control ("QC"), supplier relations, pricing, and supervising the procurement team. He holds a Diploma in Business Studies (International Business) from Tunku Abdul Rahman College in 2011.

He started as a Sales Executive at JM Motor Venture before joining ACS in 2011 as Sales Executive and later as Purchasing Executive, managing raw material sourcing, inventory, and logistics. He was promoted to Procurement Manager in 2019, a position he continues to hold.

### WONG YU KAI

*Group Accountant*

Gender	Age	Nationality
Male	39	Malaysian

Mr. Wong Yu Kai is our Group Accountant, is responsible for overseeing the Group's corporate affairs, accounting and finance functions, as well as managing payroll for the manufacturing segment. He graduated with a Bachelor of Accounting (Information Systems) with Honours from Universiti Utara Malaysia in 2011 and became a Chartered Accountant with MIA in 2014.

He started his career in audit at AljeffriDean, and later worked in accounting and finance roles in the property management division of Belleview Group, including managing the financial operations of a bowling business, and at UR Group's skin pigmentation treatment company. He joined ACS in 2021 as Accountant for the manufacturing segment and was redesignated as Group Accountant in 2024.

#### Additional information:

None of the Key Senior Management has:

- (i) any family relationship with any director and/or major shareholder of Company;
- (ii) any conflict of interest or potential conflict of interest, including interest in any competing business with the Company and its subsidiaries;
- (iii) been convicted of any offence (other than traffic offences) within the past five (5) years;
- (iv) been imposed with any public sanction or penalty imposed by any relevant regulatory bodies for the financial year ended 31 December 2025; and
- (v) any directorship in public companies or listed corporations.

## MANAGEMENT DISCUSSION AND ANALYSIS

### OVERVIEW OF THE GROUP'S BUSINESS AND OPERATIONS

#### Company Profile and Principal Activities



Agricore CS Holdings Berhad, through its subsidiaries - Agricore CS Sdn. Bhd. and Bapas Food Products Sdn. Bhd. (collectively referred as "Agricore CS Group" or "Group"), is principally involved in the sourcing, distribution and production of food ingredients. The Group's core business activities are segmented as follows:

- a) **Sourcing and distribution of plant-based agricultural food ingredients** : Our business specialises in sourcing and distributing plant-based agricultural food ingredients, including starch products, beans and pulses, grain products and other related products. These essential ingredients are a source of proteins and carbohydrates, support food manufacturing, preparation, and security. They are used in products like noodles, pastries and snacks, with some beans also supplied to bean sprout farms for crop production.

We source products based on customer demand, store them at our Bukit Minyak and Klang facilities, and ensure quality through cold storage, Certificates of Analysis, and third-party laboratories to conduct testing on our products. We sell products under our house brands 'POKOK AGRICORE', 'SunRise', 'POKOK-POKOK' and 'CAP POKOK' in various packaging sizes, while offering third-party branded food ingredients.

- b) **Production and Sale of Food Additives and Fried Shallots** : We produce and sell food additives and fried shallots under our house brands, 'BAPAS' and 'CAP POKOK' respectively. Our food additives, developed in-house by our Research and Development ("R&D") team using proprietary and industry-standard formulations, serve as functional ingredients to enhance texture, taste, appearance, and preservation in food manufacturing. Made primarily from starch products and phosphate, they are used in processed and frozen foods, sauces and gravies, noodles, bakery products, confectioneries, meat replacements (i.e. vegetarian) products, and beverages.



Additionally, we produce fried shallots using various recipes to cater to different flavour profiles and textures. These are sold to wholesalers and retailers or produced as contract-manufactured products for third-party brands.

In total, we have 5 brands in the market, 'POKOK AGRICORE', 'SunRise', 'CAP POKOK', 'POKOK-POKOK' and 'BAPAS' where each brand has its own unique product line up. The 'POKOK AGRICORE' trademark has been created and been in use since year 2009. The brand has grown to become one of the well-known and trusted brand in the food ingredient and grocery market. The brand has the biggest product line-up ranging from starch products, beans and pulses grain and other related products. 'SunRise' is our brand name for premium selected products to comply stricter requirement and export market. 'CAP POKOK' brand carries products such as rice and antifoam solutions. 'POKOK-POKOK' brand focuses in natural ingredients and green products such as fresh garlis and dried chilies. Established in 2014, Bapas Food Products Sdn. Bhd. is a subsidiary of Agricore CS Sdn. Bhd. Its brands 'CAP POKOK' and 'BAPAS' focus in producing fried shallots and food additives, such as food texturiser, preservative, nutritional and flavoring agent.

## MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

### OVERVIEW OF THE GROUP'S BUSINESS AND OPERATIONS (CONT'D)

#### Business Model

<b>Principal Activities</b>	Sourcing and distribution of plant-based agricultural food ingredients	Production and sale of food additives and fried shallots
<b>Products</b>	<ul style="list-style-type: none"> <li>Starch products</li> <li>Beans and pulses</li> <li>Grain products</li> <li>Other related products</li> </ul>	<ul style="list-style-type: none"> <li>Food additives</li> <li>Fried shallots</li> </ul>
<b>Home Brands</b>		
<b>Customers</b>	<ul style="list-style-type: none"> <li>Business end-users <ul style="list-style-type: none"> <li>Food manufacturers</li> <li>Commercial farmers</li> <li>F&amp;B businesses</li> </ul> </li> <li>Wholesalers</li> <li>Retailers</li> </ul>	<ul style="list-style-type: none"> <li>Business end-users <ul style="list-style-type: none"> <li>Food manufacturers</li> </ul> </li> <li>Wholesalers</li> <li>Retailers</li> </ul>
<b>Locations</b>	<u>Headquarters, storage facility and production sites</u> <ul style="list-style-type: none"> <li>Bukit Minyak, Pulau Pinang</li> <li>Simpang Ampat, Pulau Pinang</li> <li>Klang, Selangor</li> </ul>	

#### Key Achievements

##### Expansion of Product Offerings

Our journey began in 2009 with the sourcing and distribution of plant-based agricultural food ingredients, including starch products, beans and pulses, grains and other related products, marketed under our house brands 'POKOK AGRICORE' and 'SunRise' as well as third-party brands. In 2015, we introduced fried shallots under the house brand 'CAP POKOK'. Recognising the demand for food additives, we initiated R&D in 2020 with 1 executive, expanding to 6 executives and assistants in 2025, led by the department head with PhD doctorate qualification. By 2025, we have successfully developed 79 food additive formulations, of which 69 were commercialised under the brand 'BAPAS'. 43 of these were developed through in-house R&D, and the rest were based on industry-standard formulations, reflecting our continued commitment to innovation and proprietary product development.

##### Expansion of Sourcing Network

Since our sourcing operations began in 2009, we have continuously expanded our network to include suppliers from multiple countries. Over the years, this network has grown significantly, and by 2025, it covers 16 countries, including Argentina as the latest addition to our sourcing network. This ongoing diversification strengthens the resilience and flexibility of our supply chain, ensuring consistent quality and reliable availability of our plant-based ingredients.

##### Expansion of Storage and Production Facilities

Initially operating from rented premises in Pulau Pinang, our Group acquired the Bukit Minyak Premises in 2011. Phase 1 construction in 2014 established office and storage facilities. By 2018, Phase 2 added 39,316 sq ft, including dry storage, cold rooms, and office space. In 2022, Phase 3 introduced additional storage, a third cold room, docking space, an R&D lab, and a food additive production site. In 2023, the production of fried shallots expanded to a larger rented factory, doubling capacity to two lines. Food additive production also scaled up to six mixing machines. In 2024, we expanded our storage facilities with addition of 33,400 sq ft by setting up a new rented warehouse in Klang, Selangor. In 2025, we added a seventh mixing machine to our food additive production and acquired a land measuring approximately 19,662 sq ft with a semi-detached light industrial factory measuring approximately 10,032 sq ft ("property"), located in Tasek, Penang, intended for future production and storage expansion, which will be operational in 2026.

##### Expansion of Customer Base and Markets

Since starting exports in 2013 with Indonesia and Singapore, our customer base has grown steadily, reaching 511 by 2014 and 796 by 2020 as we expanded into Australia and Hong Kong in 2019 and China in 2021. By 2024, we served 1,125 customers across local and international markets, including Vietnam, covering food manufacturers, commercial farmers, F&B businesses, wholesalers, and retailers. In 2025, our customer base increased to 1,426, with Brunei added as a new export market, while maintaining our relationships in existing markets and continuing to strengthen our presence across all key sectors.

## MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

### OVERVIEW OF THE GROUP'S BUSINESS AND OPERATIONS (CONT'D)

#### Our Journey

#### 2009

Agricore CS Sdn. Bhd. was incorporated on 3 February 2009 and commenced its business in the sourcing and distribution of plant-based agricultural food ingredients under our house brands 'POKOK AGRICORE' and 'SunRise' as well as third party brands.

#### 2011

As our business expanded, we acquired our Bukit Minyak Premises, a land measuring 115,852 sq ft to construct our office, storage building and production facilities.

#### 2013

We recorded our first export sale in 2013 when we secured our first sale to a customer in Indonesia, marking the beginning of global expansion. We further expanded our global reach when we secured a customer in Singapore in the same year.

#### 2015

- Agricore CS Sdn. Bhd. was awarded SME100 award as a fast-moving company.
- Establishment of Bapas Food Products Sdn. Bhd. to undertake production and sale of fried shallots under our house brand 'CAP POKOK'.

#### 2017

Bapas Food Products Sdn. Bhd. obtained HALAL and MeSTI certifications for fried shallots.

#### 2018

Agricore CS Sdn. Bhd. is certified with HALAL and MeSTI certifications for all products.

#### 2019

- Agricore CS Sdn. Bhd. is accredited with ISO 9001:2015 certifications.
- Agricore CS Sdn. Bhd. was awarded with Penang Top Achievers for industry excellence in raw food trading.
- We widened into new export markets by securing our first customers in Australia and Hong Kong.

#### 2020

- Bapas Food Products Sdn. Bhd. certified with Buatan Malaysia for fried shallots.
- Bapas Food Products Sdn. Bhd. obtained HALAL certifications for food additives.

#### 2021

- Agricore CS Sdn. Bhd. was awarded Super Golden Bull.
- We began production of food additives under our house brand 'BAPAS', which further expanded our product portfolio.
- We further expanded our export market to China.

#### 2022

- Agricore CS Sdn. Bhd. was awarded Superbrands.
- Bapas Food Products Sdn. Bhd. obtained MeSTI certifications for food additives.

#### 2023

- Incorporation of Agricore CS Holdings Berhad on 16 May 2023.
- Bapas Food Products Sdn. Bhd. obtained GMP and HACCP certifications for food additives.

#### 2024

- Agricore CS Holdings Berhad successfully listed on the ACE Market of Bursa Securities.
- We further expanded our export market to Vietnam.

#### 2025

- As our business expanded, we acquired a new property, a land size measuring approximately 19,622 sq ft with a semi detached light industrial factory measuring approximately 10,032 sq ft for our Group's production and/or storage facilities.
- We further expanded our export market to Brunei.

## MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

### OVERVIEW OF THE GROUP'S BUSINESS AND OPERATIONS (CONT'D)

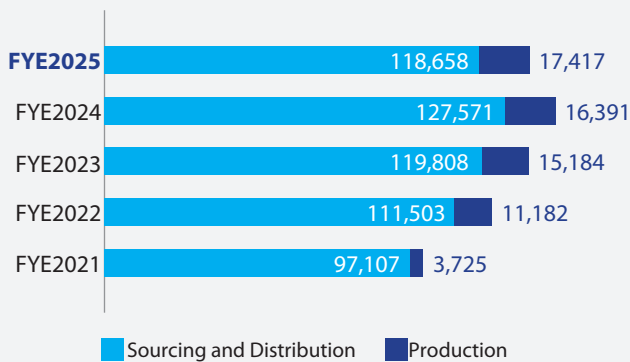
#### Principal Markets

For financial year ended 31 December 2025 ("FYE 2025"), Malaysia remained our Group's principal market, contributing approximately RM134.76 million, or 99.03% of total revenue, compared to RM143.52 million, or 99.69%, in financial year ended 2024 ("FYE 2024"). While overseas markets currently account for a smaller portion of our Group's total revenue, our food additives and fried shallots products continue to gain traction internationally, positioning our Group for stronger overseas expansion in the years ahead.

#### FINANCIAL REVIEW

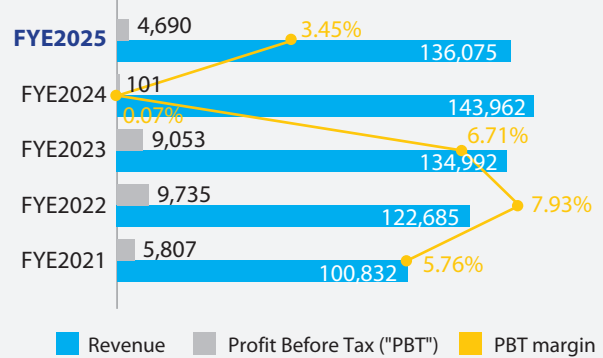
##### Revenue by Product Segment

(RM'000)



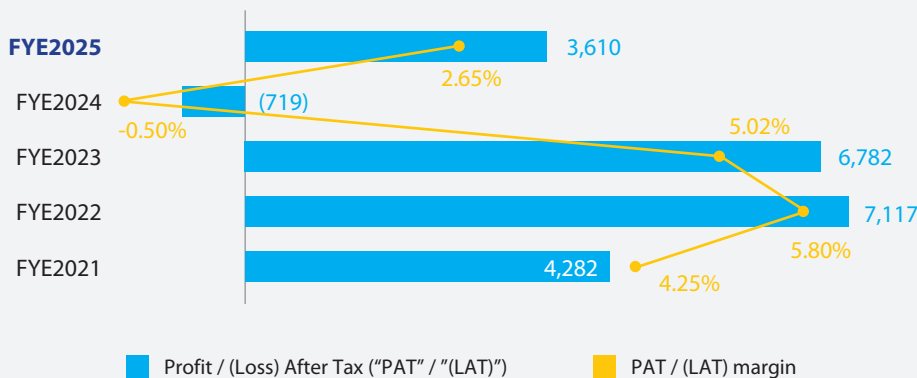
##### Revenue and Profit Before Taxation

(RM'000)



##### Profit / (Loss) After Taxation

(RM'000)



Our Group achieved a revenue of RM136.08 million for FYE 2025 representing a 5.47% decline compared to RM143.96 million in FYE 2024. Despite lower revenue, our profit before taxation ("PBT") grew substantially from a lower base, rising from RM0.10 million in FYE 2024 to RM4.69 million in FYE 2025.

The sourcing and distribution of plant-based agricultural products contributed 87.20% of total revenue in FYE 2025, compared to 88.61% in FYE 2024, representing a decline of 6.98%, from RM127.57 million in the previous year to RM118.66 million. This was due to softer demand attributed to intensified competition, which led to increased pricing pressure and a shift in consumer preferences. Despite the decrease in revenue, the Group managed to maintain market share, with the quantity sold increased compared to last year. Meanwhile, the production of food additives and fried shallots accounted for 12.80% of total revenue, up from 11.39% in FYE 2024, growing by 6.28% from RM16.39 million to RM17.42 million.

## MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

### FINANCIAL REVIEW (CONT'D)

Gross profit grew by 15.69% from RM15.81 million in FYE 2024 to RM18.29 million in FYE 2025. PBT increased to RM4.69 million, with the PBT margin widening to 3.45% compared to 0.07% in the previous financial year. Profit after taxation ("PAT") attributable to owners of the Company improved from a loss after taxation ("LAT") of RM0.72 million in FYE 2024 to PAT of RM3.61 million in FYE 2025.

The Group delivered favourable results for the year, supported by lower material costs and higher product margins following the appreciation of the Ringgit Malaysia ("RM") against the United States Dollar ("USD"), as well as the absence of one-off IPO listing expenses and incidental costs totalling RM3.16 million incurred in the previous year. Sales volumes also increased during the year, reflecting continued demand for the Group's products. These factors contributed to the growth in gross profit, PBT, and PAT, while results may continue to be influenced by fluctuations in foreign currency rates in future periods.

As at FYE 2025, the Group maintained a healthy liquidity position with cash and cash equivalents of RM10.60 million, alongside term deposits of RM5.31 million pledged as security.

The Group's financial position remained solid in FYE 2025. Liquidity strengthened with the current ratio rising to 3.32 times from 3.02 times in FYE 2024, reflecting the Group's ability to meet short-term obligations comfortably. The debt-to-equity ratio rose marginally to 0.40 times from 0.37 times, reflecting additional bank borrowings obtained to fund the acquisition of a property, enhancing the Group's operational capacity.

### OPERATION REVIEW



#### Increasing Storage Capacity

We established a 33,400 sq ft regional facility in Klang, Selangor, which commenced operations in September 2024. Prior to this, all plant-based products were stored at our Bukit Minyak Premises, which historically operated at high utilisation, averaging 91.1% from FYE 2020 to 2024.

The regional warehouse has enhanced our ability to manage inventory regionally, reduced logistics and transportation expenses by allowing products destined for Port Klang to be stored locally instead of being transported from Penang, and provided greater flexibility to respond to customer demand in the central and southern regions. It has also freed up capacity at Bukit Minyak Premises and strengthened our capability to serve an expanding customer base.

This expansion highlights our commitment to optimising operations, controlling costs, and supporting sustainable long-term growth for the Group.

#### Expanding Sourcing and Distribution Business

To support our continued business growth, we plan to expand our sourcing and distribution business by increasing inventory levels, a key strategy to meet rising customers demand and drive revenue growth. From FYE 2020 to 2025, our sourcing and distribution segment achieved a revenue increasing from RM86.61 million to RM118.66 million. By maintaining higher inventory levels, we can fulfil larger orders for existing customers promptly, reduce dependency on alternative suppliers, and attract new customers by ensuring consistent product availability. This approach also helps mitigate supply disruptions during non-harvest seasons for critical products like soybeans and wheat starch, while providing a competitive edge in managing price fluctuations. This strategic move enhances our business resilience and positions us for sustained, long-term growth.

#### Expanding Team to Support Business Growth

As at 31 December 2025, the Group's workforce stood at 119 employees, an increase from 110 in FYE 2024. This growth reflects the Group's ongoing commitment to strengthening its human capital to support expanding operations and evolving business needs. Looking ahead, the Group remains focused on attracting and retaining talent to further enhance its capabilities and sustain business growth.

## MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

### CHALLENGES & RISKS

#### Threat of Competition

The food ingredients industry in Malaysia is highly competitive and fragmented, with a wide range of players, from large private companies to small and medium enterprises, all vying for market share. These players operate across various segments, including sourcing, distribution, production, and manufacturing of diverse food ingredients.

In the sourcing and distribution segment where our Group operates, barriers to entry are relatively low. New entrants can often start with minimal capital expenditure by focusing on sourcing and distributing a limited range of food ingredients. They are generally not required to invest in production or manufacturing facilities, needing only storage space, which further reduces the initial capital outlay. Competition in the industry is primarily based on product range, pricing, quality of products and services, and delivery reliability.

To maintain our competitive edge, we ensure our products consistently meet industry standards and regulatory requirements while actively engaging with customers and stakeholders to gather feedback. This ongoing dialogue enables us to innovate and refine our offerings to better meet the evolving needs of the market.

Our in-house R&D team, equipped with advanced food technology expertise, plays a critical role in developing customised food additive formulations. These formulations are tailored to our customers' specific requirements, enhancing attributes such as texture, taste, appearance, and preservation of their products.

With over 16 years of experience in the food ingredients industry, we have developed a deep understanding of both the technical and practical aspects of food ingredients. This extensive expertise allows us to provide tailored advice and recommendations, ensuring the ingredients we supply align with customers' applications and production goals, whether in terms of desired product characteristics or budget considerations.

#### Human Capital

Our employees are the foundation of our Group's achievements. Their skills, dedication, and values are vital to driving performance across all areas, including manufacturing, sales, operations, and support functions. Collaboration across teams ensures we meet our goals while strengthening the Group's long-term growth, resilience, and competitive position.

As our business expands, attracting and retaining high-calibre employees becomes increasingly important. By creating a motivating and supportive workplace, we enable employees to grow professionally and contribute to the Group's ongoing success. Their commitment and initiative play a central role in shaping our future.

To secure and nurture the right talent, we implement strategic workforce planning, invest in ongoing learning and development, and regularly assess compensation and benefits to remain attractive in the market. Regular employee engagement surveys allow us to understand their experiences, concerns, and satisfaction, guiding improvements that foster a positive work environment and career advancement opportunities.

We also place strong emphasis on safeguarding human and labour rights. We strive to provide a safe, inclusive, and respectful workplace where every employee is valued. A clear and accessible grievance mechanism ensures employees can raise issues with confidence, reinforcing a culture of fairness, well-being, and accountability.

#### Foreign Currency Exchange Fluctuation

Our Group is exposed to fluctuations in foreign exchange rates, which can affect profitability. These fluctuations occur when the value of foreign currencies changes relative to our Group's functional currency. A significant portion of our Group's purchases is denominated in USD, while most of our revenue comes from local sales in RM. For FYE 2025, USD-denominated purchases accounted for approximately 80% of total Group purchases.

In FYE 2025, the RM strengthened against the USD, reducing the cost of imported purchases for our Group and resulting in improved product margins. Despite this favourable trend, currency movements remain unpredictable, and future fluctuations could still increase costs and affect profitability.

To manage this risk, our Group continuously monitors foreign exchange rates and their potential impact. Where necessary, we mitigate exposure by taking appropriate pricing measures, timing payments strategically, and exploring alternative sourcing options. These measures help protect our Group's margins and support stable financial results, even amid fluctuating exchange rates.

## MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

### DIVIDEND

Our Group currently does not have a formal dividend policy, and the dividend declarations are at the discretion of our Board. While the Board aims to recommend dividends to allow shareholders to participate in the Group's profits, our ability to pay dividends depends on factors such as available profits and surplus funds.

As an investment holding company, our income and dividend payments rely on dividends received from subsidiaries, which may require financiers' consent. Apart from compliance with solvency requirements, there are no legal or financial restrictions on our subsidiaries transferring funds to the Group. Future dividend payments by our subsidiaries will depend on their profits, financial condition, capital plans, and other relevant factors.

For FYE 2025, the Board approved an interim dividend of RM0.01 per share, totalling RM2.03 million, on 25 August 2025. This dividend was subsequently paid on 30 September 2025.

### FORWARD-LOOKING STATEMENT

Malaysia's strategic location in Southeast Asia is ideal for food production and processing as the country sits astride vital air and shipping lanes with growing populations around the region, including People's Republic of China and India. The rich natural resources from land and sea are a springboard for research, cultivation, production and processing of foods while Malaysia's diverse population is an added advantage, given the deep cultural roots of food. The Malaysian food production and processing industry accounts for about 10.0% of the manufacturing sector's output and is growing at around 3.0% a year. According to Statista, a German online platform that specialises in data gathering, the food market in Malaysia is projected to grow at compound annual growth rate ("CAGR") of approximately 8.0% from 2023 to 2027, resulting in a market volume of USD69.4 billion by 2027.

The expansion of F&B manufacturing, processing, and food service industries, particularly as the economy recovers post-COVID-19, are expected to continue driving demand for food ingredients. Additionally, the government is promoting Malaysia as an international Halal food manufacturing hub. With the Department of Islamic Development Malaysia ("JAKIM") being a globally recognised Halal certification program, it will encourage companies to invest in Halal-compliant manufacturing services in Malaysia. On top of that, the country has the experience and expertise in the branding, processing and marketing of Halal food products and is recognised as a modern and progressive Muslim nation. There is much growth potential in the processing of Halal food sector, both in the domestic and overseas markets. The global Halal food market reached USD2.2 trillion in 2022 and is forecasted to grow at 11.1%, reaching USD4.1 trillion by 2028.

To capitalise on these industry trends, the Group is strategically leveraging its competitive strengths, including the leadership of its experienced senior management team and an extensive supplier network. These strengths enable the Group to offer a diverse range of products, expand storage capacity, enhance sourcing and distribution capabilities, and invest in workforce development to effectively meet growing demand. Collectively, these initiatives are designed to strengthen operational efficiency, maintain flexibility, and ensure the long-term success and sustainability of the Group.

The Group currently operates its production and warehouse activities from its headquarters, supplemented by an additional rented facility. During FYE 2025, the Group acquired a property to strengthen its operational capacity. The facility is designed to accommodate greater inventory loads, enabling inventory to be stored efficiently and safely once operational. Upon receipt of the Certificate of Completion and Compliance ("CCC"), the Group intends to relocate operations from the rented facility to the newly acquired property, while the headquarters will continue to operate as before. This move will improve inventory management, streamline operations, and provide the capacity to support the Group's future growth.

Subsequent to the financial year, the Group acquired a second property in March 2026 within the same development. This property is intended for production and warehouse purposes, similar to the first property. The CCC for both properties is expected to be obtained in the second quarter of 2026. Once fully operational, these properties are expected to serve as strategic assets that enhance production efficiency, streamline logistics, and optimise operational processes, while ensuring the safe and efficient storage of inventory. These acquisitions represent a strategic shift towards owned facilities, reflecting the Group's commitment to strengthening its operational capabilities, supporting future growth, and ensuring long-term operational sustainability.

As part of its ongoing expansion, the Group is investing in automation for its existing production line. This initiative aims to enhance production efficiency, ensure consistent product quality and increase capacity to meet future demand. With the implementation of the automation system, production capacity is expected to increase significantly, enabling the Group to better respond to growing market needs while mitigating environmental risks.

## FINANCIAL HIGHLIGHTS

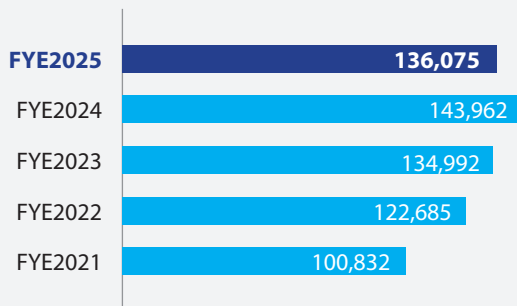
	FYE 2021	FYE 2022	FYE 2023	FYE 2024	FYE 2025
	RM'000	RM'000	RM'000	RM'000	RM'000
<b>Financial Results</b>					
Revenue	100,832	122,685	134,992	143,962	136,075
Gross Profit ("GP")	14,181	19,391	19,259	15,806	18,285
Profit Before Tax	5,807	9,735	9,053	101	4,690
Profit / (Loss) After Tax ("PAT" / "(LAT)")	4,282	7,117	6,782	(719)	3,610
Net Profit / (Loss) attributable to owners of the Company	4,282	7,117	6,782	(719)	3,610
<b>Financial Positions</b>					
Total Assets	52,114	68,863	69,920	86,311	88,079
Total Liabilities	38,755	44,087	39,785	31,863	31,542
Total Equity	13,359	24,776	30,135	54,448	56,537
Cash & Cash Equivalents	5,615	8,109	7,364	16,596	10,595
Current Assets	39,340	53,672	54,459	68,360	61,922
Current Liabilities	33,420	36,787	31,594	22,669	18,672
<b>Financial Ratios</b>					
GP Margin (%) <sup>(1)</sup>	14.06	15.81	14.27	10.98	13.44
PAT / (LAT) Margin (%) <sup>(2)</sup>	4.25	5.80	5.02	(0.50)	2.65
Basic / Diluted Earnings per share (sen) <sup>(3)</sup>	2.11	3.51	3.34	(0.35)	1.78
Current ratio (times)	1.18	1.46	1.72	3.02	3.32
Return on Equity (%)	32.05	28.73	22.51	(1.32)	6.39
Net Gearing ratio (times) <sup>(4)</sup>	1.48	0.69	0.64	0.07	0.21
Net Asset / share (sen) <sup>(5)</sup>	6.59	12.22	14.86	26.85	27.88

**Notes:**

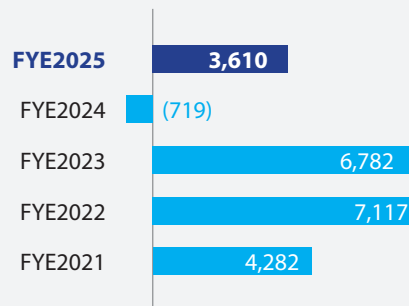
- (1) Calculated based on GP over Revenue.
- (2) Calculated based on PAT / (LAT) divided by Revenue.
- (3) Calculated based on net profit / (loss) attributable to owners of the Company divided by share capital of 202,800,000 ordinary shares.
- (4) Calculated based on net debt divided by total equity where net debt is total borrowing subtract cash & cash equivalents (net of pledged deposits).
- (5) Calculated based on net assets divided by share capital of 202,800,000 ordinary shares.

## FINANCIAL HIGHLIGHTS (CONT'D)

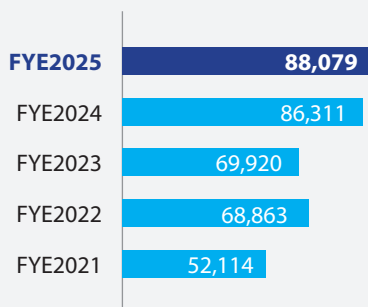
### Revenue (RM'000)



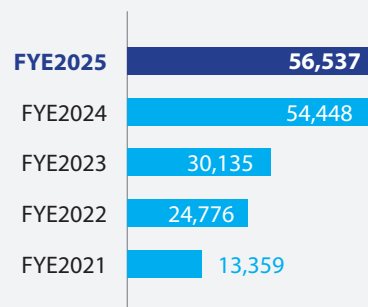
### Profit / (Loss) After Taxation (RM'000)



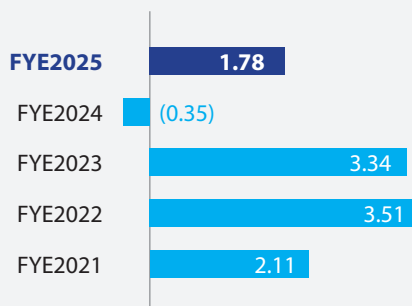
### Total Assets (RM'000)



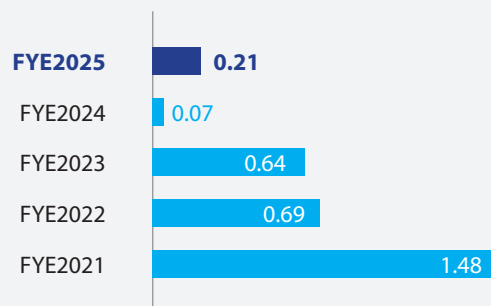
### Total Equity (RM'000)



### Basic / Diluted Earning Per Share (sen)



### Net Gearing Ratio (times)



## CORPORATE DIRECTORY AND INFORMATION

## BOARD OF DIRECTORS

**WONG PAK YII**

*Independent Non-Executive Chairman  
(Appointed on 2 September 2025)*

**OON BOON KHONG**

*Managing Director cum Chief Executive Officer*

**NG PEI JIN**

*Executive Director cum Chief Administration Officer  
(Appointed on 2 September 2025)*

**KOAY HOOI LYNN**

*Independent Non-Executive Director*

**LEE SEOW LING**

*Independent Non-Executive Director*

**TEH BOON BENG**

*Independent Non-Executive Director*

**FU YEW SUN**

*Independent Non-Executive Chairman  
(Resigned on 31 August 2025)*

**DATUK KEH CHUAN SENG**

*Non-Independent Non-Executive Deputy Chairman  
(Resigned on 22 March 2025)*

**AUDIT AND RISK MANAGEMENT COMMITTEE**

Koay Hooi Lynn (Chairman)  
Lee Seow Ling  
Teh Boon Beng

**NOMINATING COMMITTEE**

Teh Boon Beng (Chairman)  
Koay Hooi Lynn  
Lee Seow Ling

**REMUNERATION COMMITTEE**

Lee Seow Ling (Chairman)  
Koay Hooi Lynn  
Teh Boon Beng

**COMPANY SECRETARIES**

Yeow Sze Min  
MAICSA 7065735  
SSM PC No. 201908003120  
Low Seow Wei  
MAICSA 7053500  
SSM PC No. 202008000437

**REGISTERED OFFICE**

Suite 18.05, Plaza MWE  
No. 8, Lebuhr Farquhar  
10200 George Town, Pulau Pinang  
Telephone: +604-263 1966  
Facsimile: +604-262 8544  
Email: info@sshsb.com.my

**HEAD OFFICE**

1173, Jalan Perindustrian Bukit Minyak 2  
Kawasan Perindustrian Bukit Minyak  
14100 Bukit Mertajam  
Pulau Pinang  
Telephone: +604-505 7766  
Facsimile: +604-505 7799  
Email: corporate@agricore.com.my  
Website: www.agricore.com.my

**AUDITORS**

TGS TW PLT  
202106000004 (LLP0026851-LCA) & AF002345  
Chartered Accountants  
Suite 12-01, 12th Floor  
Menara Penang Garden  
No. 42A, Jalan Sultan Ahmad Shah  
10050 George Town, Pulau Pinang  
Telephone: +604-295 6880  
Facsimile: +604-295 6878  
Email: tgsaudit@tgs-tw.com

**SPONSOR**

M & A Securities Sdn. Bhd.  
45 & 47, Levels 3 and 7  
The Boulevard, Mid Valley City  
Lingkaran Syed Putra  
59200 Kuala Lumpur  
Telephone: +603-2284 2911  
Facsimile: +603-2283 1019

**SHARE REGISTRAR**

Tricor Investor and 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  
Telephone: +603-2783 9299  
Facsimile: +603-2783 9222  
Email: is.enquiry@vistra.com

**BANKERS**

Alliance Bank Malaysia Berhad  
Malayan Banking Berhad  
Public Bank Berhad  
RHB Bank Berhad  
CIMB Bank Berhad  
United Overseas Bank (Malaysia) Berhad

**STOCK EXCHANGE LISTING**

ACE Market of Bursa Malaysia Securities Berhad  
Stock Name: AGRICOR  
Stock Code: 0309

## SUSTAINABILITY STATEMENT



This Statement provides a comprehensive overview of the Group’s sustainability governance framework, material sustainability matters, performance indicators and key achievements during the year under review. It reflects our continued commitment to integrating sustainability considerations into our business strategies, operational processes and decision-making practices as well as our efforts to create long-term value for stakeholders while managing Environmental, Social and Governance (“ESG”) risks and opportunities.

This Statement has been prepared in accordance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) with reference to the Bursa Securities Sustainability Reporting Guide 3<sup>rd</sup> Edition and Toolkits.

The Statement should be read in conjunction with other relevant sections of this Annual Report including the Management Discussion and Analysis, Corporate Governance Overview Statement, Statement on Risk Management and Internal Control and Corporate Governance Report, where additional information relating to governance, risk oversight and strategic direction is disclosed to provide further context to the Group’s sustainability initiatives.

### Reporting Period

This Statement covers the reporting period from 1 January 2025 to 31 December 2025. Where relevant and comparative data from previous financial years have been included to facilitate performance tracking and trend analysis.

### Scope and Basis of Scope

This Statement provides information on our sustainability performance of our key operations including Agricare CS Sdn. Bhd. and Bapas Food Products Sdn. Bhd., unless otherwise stated.

### Assurance Statement

All performance data and disclosures relating to the Group’s material sustainability matters have been compiled based on internal records and management reporting systems. The data have been reviewed and validated by the internal auditors and subsequently approved by the Board of Directors (“the Board”) to ensure accuracy, reliability and completeness.

### Availability

This Sustainability Statement is available on the Company’s website at <https://www.agricore.com.my/investor-relations/corporate-governance/>.

### Point of Contact

The Group welcomes feedback from stakeholders regarding this Statement and our sustainability practices. Comments, enquiries or suggestions may be directed to our designated email address at [corporate@agricore.com.my](mailto:corporate@agricore.com.my).

## SUSTAINABILITY STATEMENT (CONT'D)

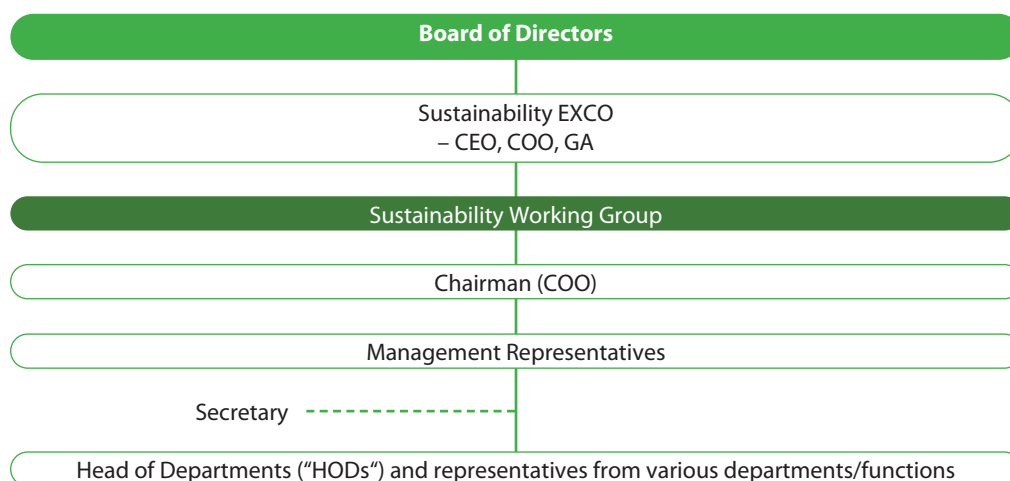
### Sustainability Governance

We remain committed to building a sustainable future for our planet, communities and business. We recognise the importance of responsible and ethical practices that safeguard the environment, promote social well-being and support sustainable economic growth. Sustainability is embedded in our core values, organisational culture and strategic direction. The Board ensures that sound sustainability practices are integrated across the Group’s business processes and operations.

To guide our sustainability journey, the Group has established a Sustainability Policy and Framework that support responsible business practices and the creation of long-term value for our stakeholders. Through the adoption of these principles, we aim to strengthen the Group’s long-term resilience and performance while progressing towards our aspiration of becoming a leading and sustainable food ingredients supplier. Our Sustainability Policy outlines our commitment to advancing positive outcomes across Economic, Environmental, Social and Governance (“EESG”) aspects and reinforces the importance of sustainability within the Group and the broader capital market ecosystem.

The Board has established a structured governance framework to ensure effective implementation of our sustainability initiatives. The Board has delegated oversight of sustainability matters to the Sustainability Executive Committee (“Sustainability EXCO”), which comprises the Chief Executive Officer (“CEO”), Chief Operating Officer (“COO”) and Group Accountant (“GA”), who has assumed the responsibilities of the Chief Financial Officer (“CFO”) following the CFO’s resignation. The Sustainability EXCO is responsible for reviewing and overseeing sustainability-related matters undertaken by the Sustainability Working Group (“SWG”). The SWG is led by the COO and supported by selected Management Representatives. The COO oversees the implementation of the Group’s sustainability strategies and evaluates key sustainability risks and opportunities. Notwithstanding the delegation of oversight to the Sustainability EXCO, the Board retains ultimate responsibility for the Group’s sustainability performance.

The reporting structure of the SWG is illustrated in the diagram below:

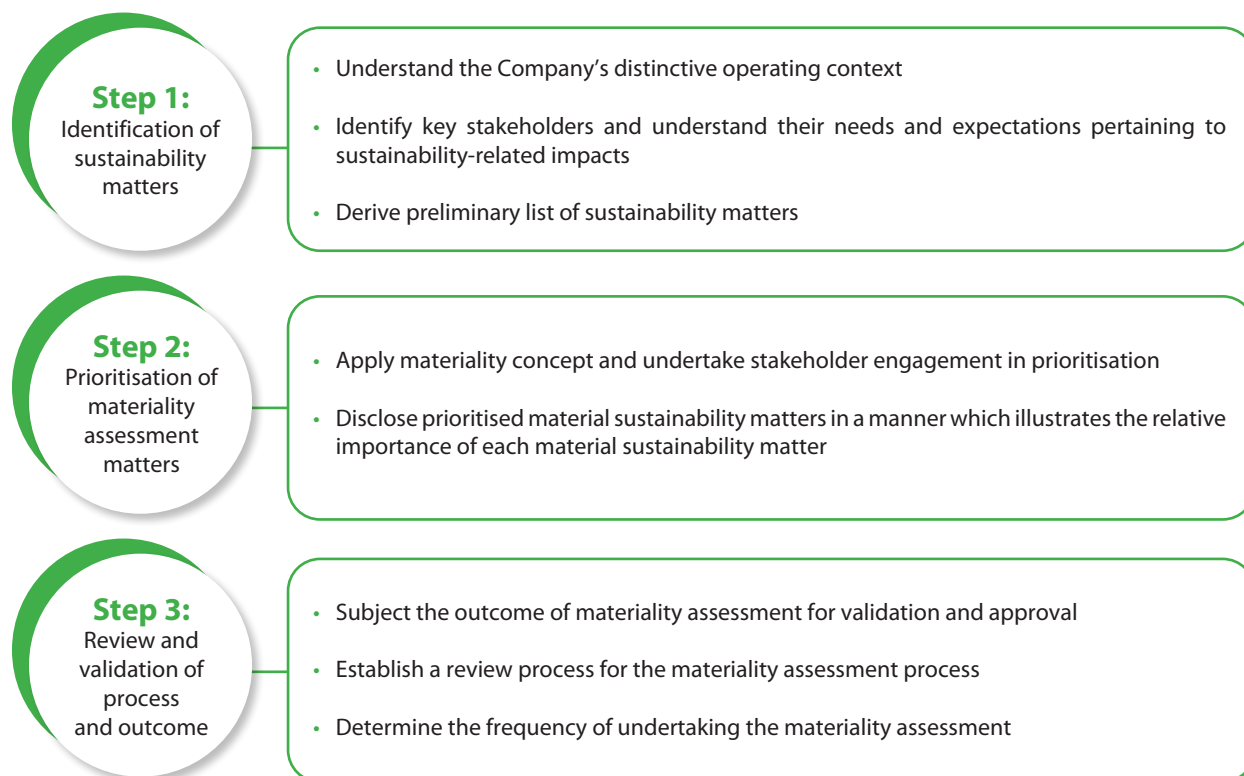


Governance Structure	Roles and Responsibilities
Board of Directors	<ul style="list-style-type: none"> <li>• Holds ultimate responsibility for the Group’s sustainability management. With the support of the Sustainability EXCO, the Board oversees the management of material sustainability matters, including the Group’s sustainability strategies, priorities, and targets.</li> <li>• Reviews and approves the Group’s strategic plans, taking into consideration long-term value creation and incorporating economic, environmental, and social considerations that underpin sustainability.</li> <li>• Sets the Group’s risk appetite within which Management operates and ensures that an appropriate risk management framework is in place to identify, assess, evaluate, manage, and monitor significant financial and non-financial risks, including sustainability-related issues such as climate-related risks and opportunities.</li> </ul>
Sustainability Working Group (Chaired by COO, supported by Management Representatives, HODs and representatives from various departments / functions)	<ul style="list-style-type: none"> <li>• Supports the strategic management of material sustainability matters and assists in the development and implementation of the Group’s sustainability strategies, priorities, and targets.</li> <li>• Assesses sustainability risks and opportunities, with particular focus on climate-related matters, and reviews the Group’s materiality assessment process.</li> <li>• Carries out the day-to-day implementation of sustainability-related plans, initiatives, and activities across the Group.</li> <li>• Collects and consolidates sustainability-related data to monitor the Group’s sustainability performance and prepares the Sustainability Statement for review by the Sustainability EXCO and approval by the Board.</li> </ul>

## SUSTAINABILITY STATEMENT (CONT'D)

### Materiality Assessment

Our materiality assessment encompasses three (3) key steps as outlined below:



As an organisation, we recognise that our material sustainability matters can significantly influence our ability to create and deliver long-term value to our stakeholders, both directly and indirectly. We therefore place strong emphasis on conducting a materiality assessment and engaging with our stakeholders to better understand their expectations and perspectives on sustainability-related impacts.

In line with this commitment, during the financial year ended ("FYE") 2024, we conducted a comprehensive materiality assessment involving both internal and external stakeholders, including employees, management, investors, customers, suppliers and government authorities. Through this process, a total of twelve (12) material sustainability matters were identified. These matters were assessed and prioritised by stakeholders through a structured survey.

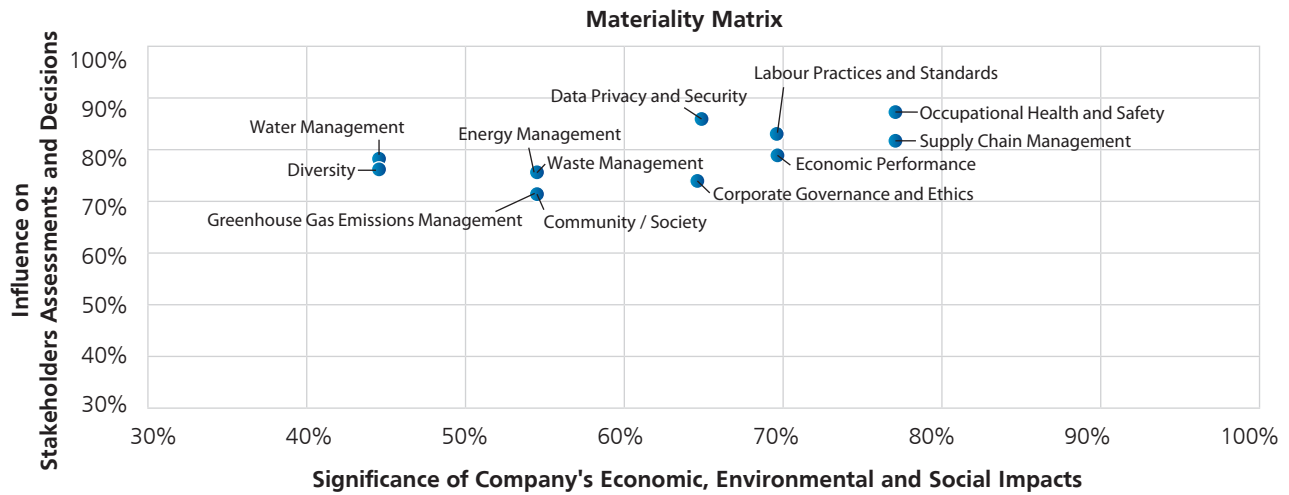
The results were subsequently analysed and mapped onto a materiality matrix to illustrate the relative significance of each material sustainability matter from both the Group's and stakeholders' perspectives. The outcomes of the materiality assessment, including the materiality matrix, were reviewed by Management and subsequently approved by the Board.

In FYE 2025, the Group reviewed the previously identified material sustainability matters to ensure their continued relevance to our business operations and stakeholder expectations. Based on the review conducted, the Group maintained the same material sustainability matters identified in the previous assessment as there were no significant changes to the Group's core business nature, operations or operating environment.

Accordingly, the existing materiality assessment and materiality matrix remain applicable in guiding the Group's sustainability strategies, priorities and disclosures.

## SUSTAINABILITY STATEMENT (CONT'D)

### Materiality Assessment (Cont'd)






Economic	Environmental	Social	Governance
<ul style="list-style-type: none"> <li>Economic Performance</li> <li>Supply Chain Management</li> </ul>	<ul style="list-style-type: none"> <li>Energy Management</li> <li>Greenhouse Gas Emissions Management</li> <li>Water Management</li> <li>Waste Management</li> </ul>	<ul style="list-style-type: none"> <li>Diversity</li> <li>Occupational Health and Safety</li> <li>Labour Practices and Standards</li> <li>Community / Society</li> </ul>	<ul style="list-style-type: none"> <li>Corporate Governance and Ethics</li> <li>Data Privacy and Security</li> </ul>

### Stakeholder Engagement





Stakeholder engagement plays a vital role in helping us understand the expectations and concerns of those who are affected by or have an interest in our business. At Agrifore CS Group, we regard stakeholder engagement as an ongoing and integral part of our operations.

The following section summarises our key stakeholder groups, their key needs and expectations, the methods through which we engage with them and the frequency of these engagements.

Stakeholder Group	Sustainability Concerns	Type of Engagement	Frequency
 Shareholder/ Investor	<ul style="list-style-type: none"> <li>Economic performance</li> <li>Compliance with relevant laws and regulations</li> <li>Good corporate governance</li> </ul>	<ul style="list-style-type: none"> <li>Annual General Meeting</li> <li>Annual Reports</li> <li>Quarterly financial reports</li> <li>Corporate visits</li> <li>Corporate website</li> <li>Press releases</li> </ul>	<ul style="list-style-type: none"> <li>Annually</li> <li>Quarterly</li> <li>As and when needed</li> </ul>
 Customer	<ul style="list-style-type: none"> <li>Customer satisfaction</li> <li>Data privacy and security</li> <li>Product safety and qualities</li> <li>Regulatory compliance</li> </ul>	<ul style="list-style-type: none"> <li>Customer satisfaction surveys</li> <li>Customer audit</li> <li>Customer meetings</li> <li>Site visits</li> <li>Corporate website</li> <li>Social media channels</li> </ul>	<ul style="list-style-type: none"> <li>Annually</li> <li>As and when needed</li> </ul>
 Management	<ul style="list-style-type: none"> <li>Economic performance</li> <li>Corporate governance and ethics</li> <li>Compliance with relevant laws and regulations</li> </ul>	<ul style="list-style-type: none"> <li>Management review</li> <li>Meetings</li> </ul>	<ul style="list-style-type: none"> <li>Annually</li> <li>Quarterly</li> <li>Monthly</li> <li>As and when needed</li> </ul>

## SUSTAINABILITY STATEMENT (CONT'D)

### Stakeholder Engagement (Cont'd)

Stakeholder Group	Sustainability Concerns	Type of Engagement	Frequency
 Employee	<ul style="list-style-type: none"> <li>Diversity and human rights</li> <li>Occupational health and safety</li> <li>Labour practices and standards</li> <li>Job security and supportive welfare</li> <li>Equal opportunity and career development</li> </ul>	<ul style="list-style-type: none"> <li>Annual appraisals</li> <li>Learning and development programs</li> <li>Whistleblowing channel</li> </ul>	<ul style="list-style-type: none"> <li>Annually</li> <li>As and when needed</li> </ul>
 Supplier	<ul style="list-style-type: none"> <li>Supply chain management</li> <li>Corporate governance and ethics</li> <li>Compliance with relevant laws and regulations</li> <li>Business continuity</li> </ul>	<ul style="list-style-type: none"> <li>Supplier performance evaluations</li> <li>Supplier meetings</li> <li>Site visits</li> <li>Corporate website</li> </ul>	<ul style="list-style-type: none"> <li>Annually</li> <li>As and when needed</li> </ul>
 Government	<ul style="list-style-type: none"> <li>Corporate governance and ethics</li> <li>Compliance with relevant laws and regulations</li> <li>Product safety and qualities</li> </ul>	<ul style="list-style-type: none"> <li>Participation in programs organised by regulatory bodies</li> <li>Regular site visits</li> <li>Audits and assessments</li> </ul>	<ul style="list-style-type: none"> <li>Annually</li> <li>As and when needed</li> </ul>
 Local communities	<ul style="list-style-type: none"> <li>Corporate social responsibility ("CSR") programs</li> <li>Responsible environmental management and contribution to society</li> </ul>	<ul style="list-style-type: none"> <li>Volunteering programs and CSR events</li> <li>Corporate website</li> <li>Social media channels</li> </ul>	<ul style="list-style-type: none"> <li>As and when needed</li> </ul>

### Sustainability Targets and Data

Sustainability Pillars and Matters	Targets and Goals	FYE 2025 Performance
<b>Economic</b>		
<ul style="list-style-type: none"> <li>Economic Performance</li> <li>Supply Chain Management</li> </ul>	<ul style="list-style-type: none"> <li>Deliver financial values to shareholders such as growth in revenue and earnings and dividend pay out</li> <li>Promote purchases from local suppliers</li> </ul>	<ul style="list-style-type: none"> <li>Declared dividend of RM0.01 per ordinary share</li> <li>18.09% spending with local suppliers</li> </ul>
<b>Environmental</b>		
<ul style="list-style-type: none"> <li>Energy Management</li> <li>Greenhouse Gas Emissions Management</li> <li>Water Management</li> <li>Waste Management</li> </ul>	<ul style="list-style-type: none"> <li>Effective in energy, climate change, water and waste management</li> </ul>	<ul style="list-style-type: none"> <li>460.77 Megawatt of energy consumed</li> <li>7.55 Megalitres of water consumed</li> </ul>

## SUSTAINABILITY STATEMENT (CONT'D)

### Sustainability Targets and Data (Cont'd)

Sustainability Pillars and Matters	Targets and Goals	FYE 2025 Performance
<b>Social</b>		
<ul style="list-style-type: none"> <li>Diversity</li> <li>Occupational Health and Safety</li> <li>Labour Practices and Standards</li> <li>Community/ Society</li> </ul>	<ul style="list-style-type: none"> <li>Promote diversity and inclusivity at workplace</li> <li>Zero case of work-related fatalities</li> <li>Zero substantiated complaints concerning human rights violations</li> <li>Contribute to the wellbeing and living standard of local community</li> </ul>	<ul style="list-style-type: none"> <li>50% of the Board is represented by female</li> <li>Zero case of work-related fatalities</li> <li>Zero substantiated complaints concerning human rights violations</li> <li>Contributed a total of RM3,310 in CSR program</li> </ul>
<b>Governance</b>		
<ul style="list-style-type: none"> <li>Corporate Governance and Ethics</li> <li>Data Privacy and Security</li> </ul>	<ul style="list-style-type: none"> <li>Zero confirmed incidents of corruption</li> <li>Zero substantiated complaints concerning breaches of customer privacy and losses of customer data</li> </ul>	<ul style="list-style-type: none"> <li>Zero confirmed incidents of corruption</li> <li>Zero substantiated complaints concerning breaches of customer privacy and losses of customer data</li> </ul>

### Economic

#### Economic Performance

##### Economic Sustainability and Market Growth

At Agricare CS Group, our commitment to economic sustainability is centred on fostering long-term financial resilience, supporting sustainable business growth and creating shared value for our stakeholders. By maintaining strong operational performance and responding proactively to market demands, we aim to ensure the long-term viability of our business while contributing to the broader food supply ecosystem.

The Group has recorded a decrease in revenue, decreasing from RM143.96 million in FYE 2024 to RM136.08 million in FYE 2025. Despite the decrease in revenue, the Group's gross profit has increased from RM15.81 million to RM18.29 million, from loss after taxation ("LAT") of RM0.72 million in FYE 2024 turning into profit after taxation ("PAT") of RM3.61 million in FYE 2025. Additionally, the Group also declared an interim dividend during FYE 2025. This performance reflects the continued resilience of our business model and the sustained demand for food ingredients across the market. As the importance of food security continues to gain prominence, our role as a reliable supplier of food ingredients positions the Group to support the stability and sustainability of the food supply chain while capitalising on opportunities for future expansion.

##### Customer Satisfaction and Service Excellence

Customer satisfaction remains a core priority for Agricare CS Group as it reflects the effectiveness of our operations and the quality of the products and services we deliver. By consistently meeting and exceeding customer expectations, we ensure that our offerings remain aligned with industry standards and evolving market needs. This commitment also supports our continuous improvement efforts and strengthens long-term relationships with our customers.

To enhance service efficiency and responsiveness, the Group has implemented a mobile application integrated with our inventory management system. This system provides real-time inventory updates enabling our sales team to respond promptly to customer enquiries and fulfil orders more efficiently. In addition, we provide in-house repacking services to accommodate specific customer requirements, allowing us to offer customised solutions while improving operational efficiency.

The Group expanded its logistics infrastructure with the establishment of a new warehouse in Klang to strengthen its supply chain capabilities and support future business growth. While the Group experienced a temporary decline in revenue during the year, this was primarily attributable to short-term operational adjustments associated with the warehouse expansion including inventory repositioning and the transition period required to optimise logistics operations.

The strategic investment in the new warehouse reflects the Group's long-term commitment to enhancing operational efficiency, strengthening inventory management and improving delivery responsiveness to customers across key regions. By expanding our storage and distribution capacity, the Group is better positioned to support growing market demand, particularly during non-harvest seasons when reliable supply is critical.

In addition, the expanded logistics infrastructure enables the Group to improve service coverage, strengthen relationships with existing customers and support market expansion into new regions. While the financial impact of this investment may not be immediately reflected in short-term revenue performance, it establishes a stronger operational foundation that will support sustainable growth and long-term value creation for our stakeholders.

## SUSTAINABILITY STATEMENT (CONT'D)

### Economic (Cont'd)

#### Economic Performance (Cont'd)

##### Customer Satisfaction and Market Responsiveness

At Agricare CS Group, we recognise that customer satisfaction is not merely a metric but a strategic imperative that drives both economic performance and long-term resilience. Our approach emphasises proactive engagement with our customers to understand their evolving needs, anticipate market trends, and deliver solutions that exceed expectations.

In FYE 2025, the Group achieved an overall Customer Satisfaction Score ("CSS") of 88.52%, measured across key dimensions including product quality, delivery efficiency, service responsiveness, and a newly integrated EESG performance assessment. While this represents a slight decrease from the 93.51% CSS score recorded in FYE 2024, the reduction reflects a deliberate broadening of the evaluation framework to incorporate sustainability and corporate responsibility benchmarks alongside traditional service metrics. This recalibration ensures a more holistic understanding of customer perception and strengthens our long-term competitive positioning.

To deepen insights into customer needs, Agricare CS Group implemented a top-customer sampling strategy in 2025, which focuses on high-value accounts and critical partners. This approach enables the Group to:

- Identify evolving market demands and potential gaps in service delivery;
- Benchmark operational performance against customer expectations; and
- Prioritise and implement targeted process improvements.

##### Customer Feedback and Continuous Improvement

Agricare CS Group places significant importance on customer feedback, recognising it as a valuable source of insight for improving our products, services and overall customer experience. Feedback from customers enables the Group to identify potential areas for improvement, address operational challenges and refine our service delivery.

We believe that actively listening to our customers is essential for sustaining long-term business growth. Every comment, suggestion or concern provides meaningful guidance that helps us enhance our offerings and develop more effective solutions. By responding proactively to customer feedback, we are able to strengthen trust, foster long-term partnerships and reinforce our position as a dependable and innovative partner within the industry.

Customer feedback collected through structured surveys and interviews is systematically reviewed during quarterly management meetings. Key findings are translated into actionable operational initiatives such as process optimisation, product innovation, and enhanced service protocols. Examples of initiatives undertaken in 2025 include the introduction of faster delivery scheduling and enhanced responsiveness to technical queries.

Through this ongoing engagement, the Group aims to continuously improve its service standards and deliver greater value to our customers while supporting sustainable business growth. By integrating customer feedback with strategic planning, the Group not only strengthens existing partnerships but also positions itself as a trusted, proactive supplier capable of anticipating market shifts, fostering loyalty, and driving sustainable growth.

##### Market Expansion and Brand Engagement

In addition to maintaining strong relationships with our existing customers, Agricare CS Group actively pursues opportunities to expand into new markets and reach potential customers. As part of this strategy, the Group regularly participates in trade fairs and industry exhibitions which serve as important platforms for showcasing our products and engaging with a broader audience. These events provide valuable opportunities to strengthen relationships with existing customers, connect with new business partners and engage directly with end-consumers who purchase our products through retail channels. Participation in these events also enhances the visibility of our brand and strengthens our presence within the food ingredients industry.

Through these initiatives, the Group aims to expand market reach, increase brand recognition and support sustainable growth in both domestic and international markets. In FYE 2024, these efforts facilitated a successful expansion into the Vietnam market, followed by further penetration into Brunei in FYE 2025. This progressive geographic diversification is in line with the Group's commitment to sustainable growth by reducing market concentration risks and unlocking new opportunities for long-term value creation.

## SUSTAINABILITY STATEMENT (CONT'D)

### Economic (Cont'd)

#### Economic Performance (Cont'd)

Below are the trade fairs and exhibitions that we have participated:



08-11 April 2025  
FHA Food & Beverage  
Singapore EXPO



17-20 September 2025  
MIHAS 2025  
Malaysia International Trade and Exhibition Centre ("MITEC"), Kuala Lumpur



02-05 September 2025  
WorldFood Istanbul  
Tüyap Fair Convention and Congress Center, Istanbul, Turkey



## SUSTAINABILITY STATEMENT (CONT'D)

### Economic (Cont'd)

#### Food Safety and Quality

##### Commitment to Food Safety and Quality Excellence

Agricore CS Group remains steadfast in its commitment to food safety, quality assurance and regulatory compliance, recognising these as fundamental pillars of business sustainability and customer trust. Our comprehensive quality management system covers every stage of the supply chain from raw material sourcing to production, storage and final delivery, ensuring that every product consistently meets statutory requirements and customer expectations.

##### Regulatory Compliance

We strictly adhere to the Food Act 1983 and Food Regulations 1985, which govern food safety, quality control and labelling to protect public health and prevent fraud in food preparation, sale and use. Non-compliance with prescribed standards or labelling requirements may result in fines or imprisonment, underscoring the importance of full regulatory adherence.

In addition, we comply with the Food Hygiene Regulations 2009, which mandates the registration of all food premises engaged in manufacturing, catering, preparation or sale of food. Non-compliance carries strict penalties, including fines and operational sanctions. Agricore CS Group's Bukit Minyak Premises and Simpang Ampat Factory fully meet these requirements and hold valid certificates of registration, demonstrating our commitment to lawful, safe and hygienic operations.

##### Quality Assurance Practices

To maintain product integrity and traceability, the Group implements rigorous controls, including:

- Certificates of Analysis ("COA") for all batches received from approved suppliers;
- Independent laboratory testing upon request to validate product conformity;
- Certifications and Standards;
- Our commitment to excellence is further reinforced by nationally and internationally recognised certifications;
- Makanan Selamat Tanggungjawab Industri ("MeSTI"): ensures compliance with Malaysian food safety requirements;
- Good Manufacturing Practice ("GMP"): maintains systematic control over manufacturing operations, equipment, and personnel hygiene;
- Hazard Analysis and Critical Control Points ("HACCP"): a preventive approach to identify, assess, and mitigate potential biological, chemical, and physical hazards;
- ISO 9001:2015: demonstrates continual improvement, process efficiency, and customer-centric operations; and
- Halal Certification (JAKIM): certifies compliance with Islamic dietary laws and fully traceable production conditions.



##### Continuous Improvement Initiatives

- Optimisation of production workflows to reduce variability and improve product traceability;
- Regular internal audits, supplier verifications and environmental monitoring; and
- Structured employee training programs focusing on food safety, quality standards and operational best practices.

With regulatory compliance, certification standards and continuous improvement practices in place, Agricore CS Group ensures safe, reliable and high-quality products for our customers. This robust framework reinforces customer confidence, protects public health and provides a competitive advantage in an increasingly regulated and quality-conscious food industry.

## SUSTAINABILITY STATEMENT (CONT'D)

### Economic (Cont'd)

#### Food Safety and Quality (Cont'd)

##### Innovation and Adaptation

In an increasingly dynamic global environment, innovation and adaptability are essential for long-term resilience and sustainable growth. As a participant in the fast-evolving food additive industry, Agricare CS Group recognises that continuous innovation is critical to maintaining competitiveness, responding to market changes and creating long-term value for our stakeholders.

The food industry continues to face challenges such as shifting consumer preferences, evolving regulatory requirements and rapid technological advancements. To remain responsive to these developments, Agricare CS Group adopts a proactive approach to innovation supported by continuous investment in research and development ("R&D"). Our R&D initiatives enable the Group to anticipate market trends, enhance product performance and improve operational efficiency while ensuring business continuity.

Innovation is embedded within our organisational culture, where creativity, experimentation and continuous learning are encouraged. Our R&D activities focus primarily on improving the functionality of our food additives and identifying new applications for existing products. Through these efforts, we aim to deliver differentiated solutions that address the evolving needs of our customers while strengthening our market position.

Agricare CS Group's commitment to innovation is reflected in its historical R&D investments. R&D expenditure began in 2020 from RM14,736 to RM567,162 in 2023, following strategic investments in advanced research equipment and the expansion of the Group's R&D team.

These investments have strengthened the Group's innovation infrastructure and enhanced internal research capabilities. As a result, R&D expenditure moderated to RM366,293 in 2024 as the Group shifted its focus towards optimising the utilisation of existing research infrastructure. Resources were strategically reallocated to support research materials, talent development and external collaboration initiatives aimed at maximising the effectiveness of R&D activities.

Market-driven innovation remains a key component of the Group's strategy. Customer feedback and market insights are continuously incorporated into the product development process to ensure that new innovations address practical industry needs and deliver meaningful value. In addition, collaboration with industry partners and stakeholders enables the Group to leverage external expertise and accelerate the pace of innovation.

Our innovation initiatives focus on several key areas:

- **Development of innovative and sustainable food additives**, including the exploration of new raw materials, improved production technologies and enhanced product functionality;
- **Market expansion**, through the identification of new geographic markets, customer segments and distribution channels; and
- **Customer value enhancement**, by providing technical support and developing value-added services to better address customer needs.

Through sustained investment in innovation and R&D, Agricare CS Group aims to strengthen its competitive advantage while supporting long-term sustainable growth. Our focus on innovation enables the Group to remain responsive to industry developments and continue delivering high-quality products that contribute positively to the food supply chain and the broader economy.

In 2025, the Group recorded R&D expenditure of RM306,658. This level of investment reflects our continued commitment to sustaining innovation momentum while maintaining operational efficiency. The expenditure supports ongoing research projects, targeted product development initiatives, and capability enhancement, ensuring that Agricare CS Group remains well positioned to capture emerging opportunities within the evolving food innovation landscape.

## SUSTAINABILITY STATEMENT (CONT'D)

### Economic (Cont'd)

#### Supply Chain Management

Agricore CS Group is committed to reducing our environmental impact by working closely with our suppliers to encourage the adoption of more sustainable practices. As part of this effort, we promote local procurement where feasible, supporting local economies while reducing transportation-related emissions associated with long-distance sourcing. We also assess our suppliers' sustainability practices and encourage continuous improvements, prioritising products and materials with lower environmental footprints in order to minimise the Group's overall environmental impact.

To guide responsible sourcing practices, the Group has established a Procurement Policy that outlines best practices for the purchase of goods and services. The policy ensures fairness and transparency for all suppliers while enabling the organisation to maximise economic value. It covers both direct and indirect procurement activities, including operational supplies, equipment purchases and renovation-related works. In addition, the Procurement Policy defines the tender and quotation processes to ensure transparency, fairness and competitiveness in supplier selection while securing the best value for the Group.

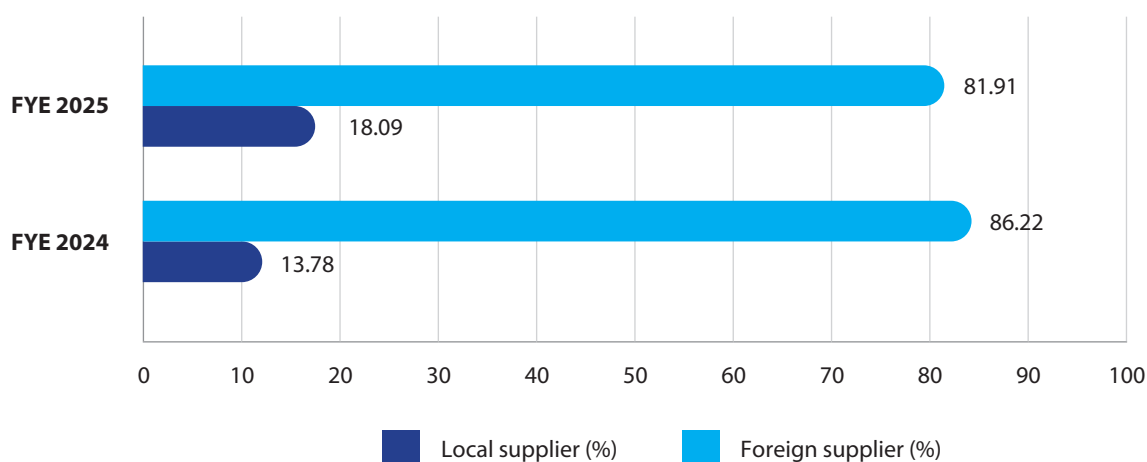
Supplier selection is based on a structured evaluation of objective criteria, including product quality, reliability, pricing and service performance. This approach ensures that procurement decisions are made based on measurable performance indicators and aligned with the Group's operational requirements and sustainability considerations.

To further strengthen supplier performance, the Purchasing Department conducts annual supplier evaluations, assessing key aspects such as product quality, pricing competitiveness, delivery timeliness and supplier reputation. Based on the evaluation results, the Group works closely with suppliers to implement improvement plans where necessary, supporting continuous improvement and strengthening long-term partnerships.

As part of our efforts to support local businesses and reduce environmental impacts associated with logistics, Agricore CS Group continues to monitor the proportion of spending on local and foreign suppliers. In FYE 2025, the proportion of procurement from local suppliers increased 4.31% in FYE 2025, reflecting the Group's ongoing efforts to strengthen local sourcing where feasible.

This shift demonstrates our continued commitment to enhancing supply chain sustainability while supporting local economic development.

The proportion of spending on local suppliers is as below:



## SUSTAINABILITY STATEMENT (CONT'D)

### Environmental

Recognising the significance of global climate challenges, Agricore CS Group remains committed to maintaining strong environmental performance across our operations. We continuously monitor and manage our environmental impacts while ensuring compliance with all applicable environmental laws and regulations at the national and regional levels.

Our sustainability efforts focus on several key environmental areas, including energy efficiency, Greenhouse Gas ("GHG"), emissions reduction, water conservation, and waste management. Through these initiatives, we aim to minimise our ecological footprint while contributing to broader global efforts to address climate change and protect natural ecosystems.

The Group adheres strictly to the requirements of the Environmental Quality Act ("EQA") 1974 and its associated regulations. Compliance with these regulations enables us to prevent, mitigate, and control pollution while promoting responsible environmental stewardship across our operations. These regulatory frameworks guide us in strengthening operational practices, ensuring environmental compliance, and preventing environmental misconduct.

#### Energy Management

Energy consumption is one of the key contributors to operational environmental impact. Agricore CS Group's energy management strategy focuses on improving energy efficiency, adopting renewable energy sources and continuously monitoring energy usage to optimise operational performance while reducing carbon emissions.

As part of our commitment to renewable energy adoption, the Group has installed solar photovoltaic panels at our Bukit Minyak Premises. With a total installed capacity of 268 kilowatts peak (kWp), the solar panels generate clean electricity from sunlight to support our operational energy needs. The electricity produced is utilised within our facilities, while any surplus energy generated is exported to the grid of Tenaga Nasional Berhad contributing to the broader adoption of renewable energy in Malaysia.

In addition, we continue to promote a culture of energy conservation within the organisation by encouraging employees to adopt simple yet effective practices. These include turning off lights and electrical equipment when not in use and ensuring that air conditioning systems operate within an optimal temperature range of 24°C to 26°C to improve energy efficiency.

Other energy-saving initiatives implemented across our facilities include:

- Installation of LED lighting systems to improve energy efficiency;
- Tinting of office windows to reduce indoor heat gain and lower cooling demand;
- Programming photocopiers and office equipment to enter hibernation mode when inactive; and
- Encouraging employees to switch off computers and lighting before leaving the office.

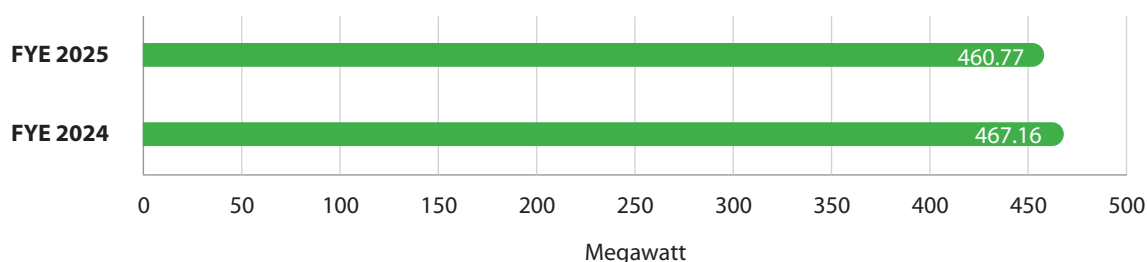
These measures support our broader strategy to reduce electricity consumption, lower carbon emissions and minimise the environmental impact of our operations. By empowering employees to actively participate in these initiatives, we reinforce a culture of sustainability while improving operational efficiency.

#### Energy Consumption Performance

In FYE 2025, total electricity consumption decreased to 460.77 megawatt, compared with 467.16 megawatt in FYE 2024, representing a reduction of approximately 1.37%. This decrease reflects the positive impact of our energy conservation initiatives, improved operational efficiency and the contribution of renewable energy generated through our solar panel system.

Agricore CS Group will continue to enhance its energy management practices and explore additional opportunities to improve energy efficiency and increase the use of renewable energy sources as part of our long-term commitment to environmental sustainability and climate action.

The total energy consumption is summarised as below:



## SUSTAINABILITY STATEMENT (CONT'D)

### Environmental (Cont'd)

#### GHG Emissions Management

Agricore CS Group continues to implement initiatives aimed at reducing operational carbon emissions and improving energy efficiency across our facilities. One of the key initiatives undertaken involves the gradual transition from gas-powered forklifts to electric-powered forklifts within our warehousing operations.

A total of 13 forklifts within our fleet are electric-powered, replacing conventional gas-powered equipment and effectively eliminating direct on-site emissions associated with forklift operations. This transition supports the Group's broader environmental objectives by reducing reliance on fossil fuels while promoting the use of cleaner and more energy-efficient technologies.

The adoption of electric-powered forklifts not only contributes to lower GHG emissions but also enhances operational efficiency through improved energy utilisation and reduced maintenance requirements. This initiative reflects Agricore CS Group's commitment to integrating environmentally responsible practices into our operational processes.

Moving forward, the Group will continue to explore opportunities to procure additional electric-powered forklifts to support operational expansion and strengthen our transition towards lower-emission equipment. By progressively incorporating cleaner technologies into our operations, Agricore CS Group aims to further reduce its environmental footprint while supporting sustainable business growth.

#### Water Management

Water management is increasingly recognised as a critical global sustainability challenge. According to recent global climate and environmental assessments, climate change, population growth and industrial demand continue to place pressure on global freshwater resources, increasing the risk of water scarcity in many regions. Effective water stewardship is therefore essential to ensure the sustainable management of this vital resource.

In recognition of these global challenges, Agricore CS Group remains committed to responsible water management by minimising water consumption, promoting conservation and ensuring that water resources are used efficiently across our operations.



Rainwater harvesting tank

At present, our operational facilities are not located in water-stressed areas. Nevertheless, we recognise the importance of responsible water stewardship regardless of geographical location. As such, we continuously monitor water consumption and seek opportunities to improve water efficiency across our operations. Periodic monitoring enables the Group to identify potential areas for improvement and implement appropriate conservation measures where feasible.

#### Water Consumption Performance

The Group monitors total water usage to track resource efficiency and support responsible water management.

In FYE 2025, total water consumption increased to 7.55 megalitres, compared with 6.25 megalitres in FYE 2024, representing an increase of approximately 20.8%. The increase in water usage was primarily attributable to sanitisation activities to ensure cleanliness and hygiene around the premises, higher consumption during dry season, higher headcount and operational activities during the financial year.

Despite the increase, Agricore CS Group remains committed to improving water efficiency and will continue to monitor water consumption closely while identifying opportunities to implement conservation initiatives as part of our broader environmental management efforts.

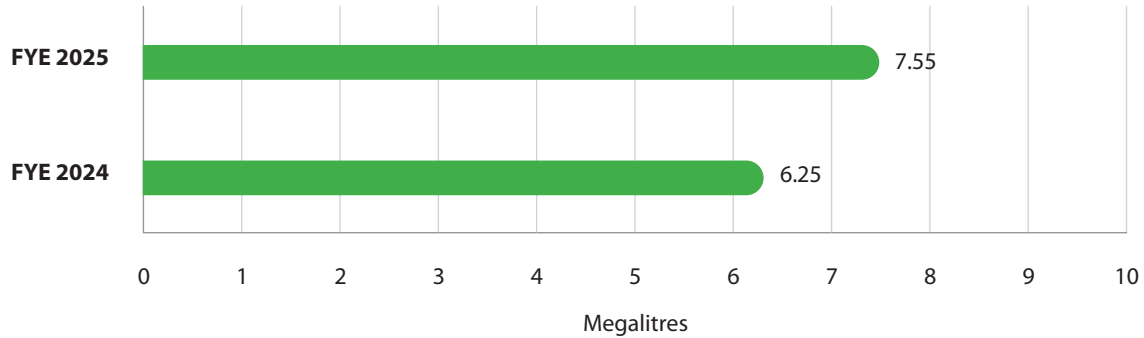
## SUSTAINABILITY STATEMENT (CONT'D)

### Environmental (Cont'd)

#### Water Management (Cont'd)

##### Water Consumption Performance (Cont'd)

The total volume of water used is as below:



#### Waste Management

Agricore CS Group is committed to managing waste responsibly and in full compliance with applicable regulatory requirements while adopting effective practices that minimise environmental impact and safeguard the well-being of surrounding communities. Recognising that waste generation is an inherent part of our production processes, we place strong emphasis on waste minimisation as part of our broader environmental management strategy.

To reduce the environmental footprint of our operations, the Group prioritises initiatives aimed at minimising production waste and improving resource efficiency. These efforts are supported by the implementation of a 3R (Reduce, Reuse, and Recycle) programme which promotes responsible waste management practices across the organisation.

Through this programme, we encourage employees to adopt sustainable practices by reducing unnecessary material consumption, reusing resources where feasible and increasing recycling efforts. This approach not only helps reduce the volume of waste generated but also strengthens awareness of responsible resource use throughout our operations.

By embedding waste reduction and resource efficiency into our operational practices, Agricore CS Group aims to minimise environmental impact while contributing to the broader goal of sustainable environmental stewardship.

### Social

Agricore CS Group is committed to promoting social sustainability by enhancing the well-being and quality of life of our employees, stakeholders and the communities in which we operate. We strive to conduct our business responsibly and ethically, ensuring that our operations contribute positively to our workforce and society while maintaining strong stakeholder relationships.

#### Diversity

The Group is committed to fostering a diverse, inclusive and equitable workplace that respects differences in gender, ethnicity, age, background and perspectives. We recognise that diversity strengthens organisational resilience by encouraging innovation, collaboration, and broader perspectives in decision-making.

Our human resource practices including recruitment, promotion and career development are guided by objective criteria based on merit, capability and experience. This ensures equal opportunities for all employees and prevents discrimination or bias across the organisation.

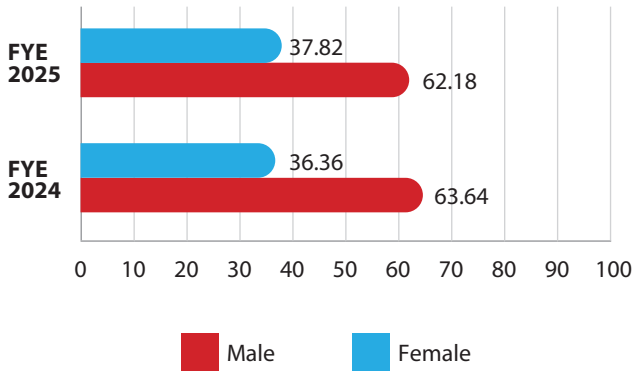
## SUSTAINABILITY STATEMENT (CONT'D)

### Social (Cont'd)

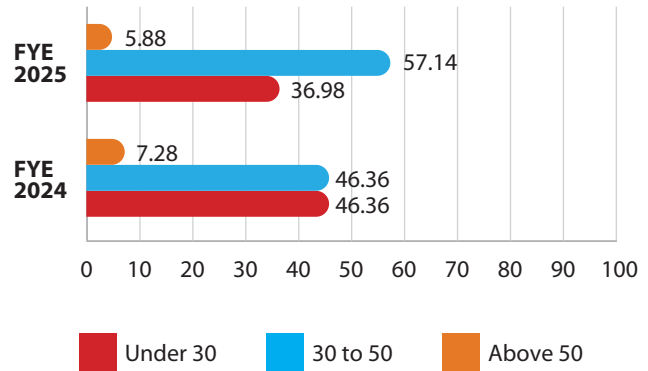
#### Diversity (Cont'd)

The Group monitors workforce demographics to ensure balanced representation and inclusive workforce development. The percentage of employees by gender and age group, for each employee category is tabulated as below:

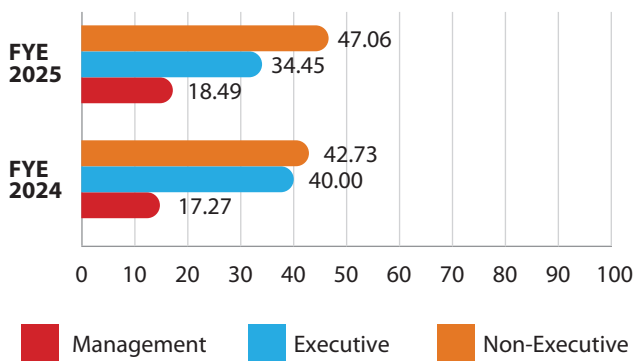
**By Gender (%)**



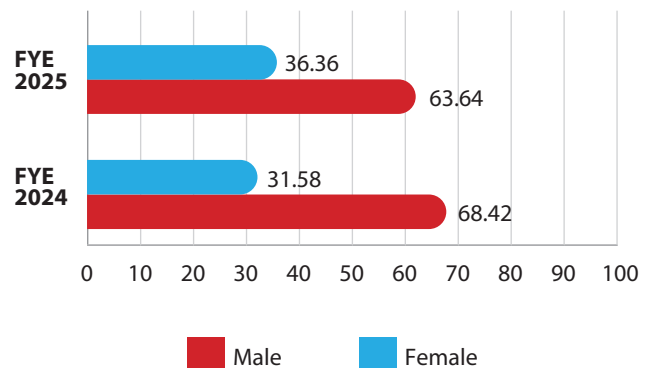
**By Age (%)**



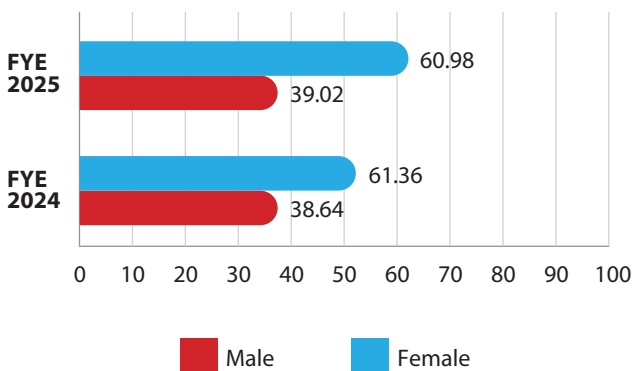
**By Employee Category (%)**



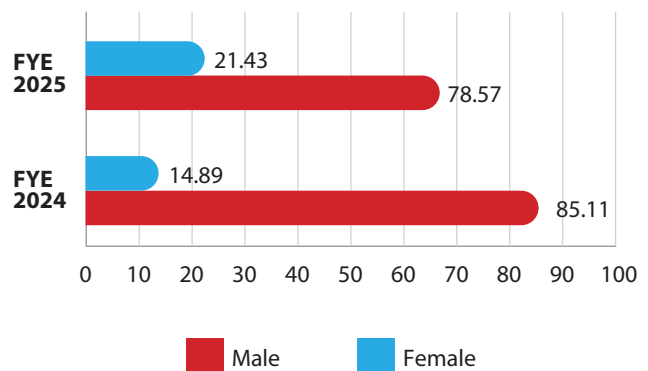
**Gender by Employee Category (Management) (%)**



**Gender by Employee Category (Executive) (%)**



**Gender by Employee Category (Non-Executive) (%)**

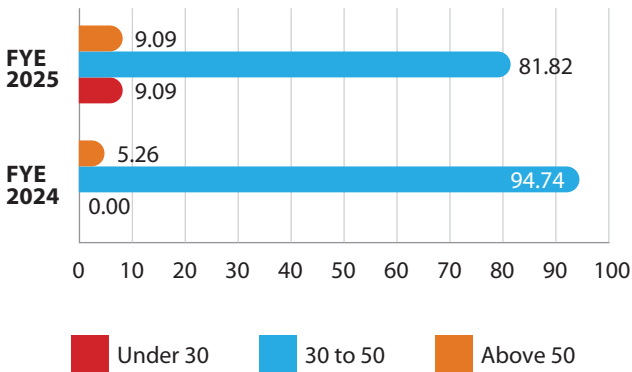


## SUSTAINABILITY STATEMENT (CONT'D)

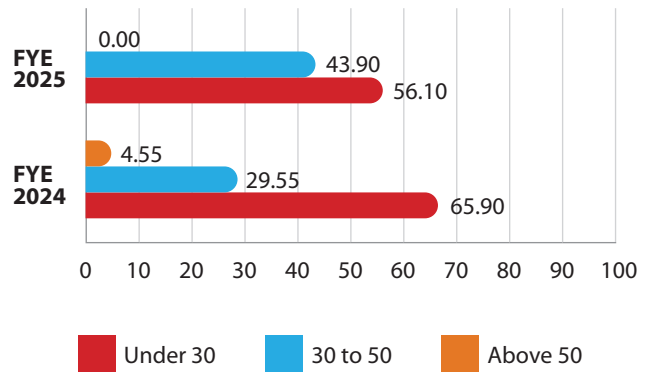
### Social (Cont'd)

#### Diversity (Cont'd)

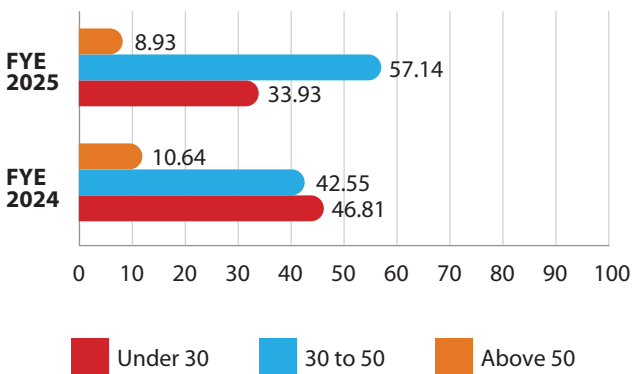
Age by Employee Category (Management) (%)



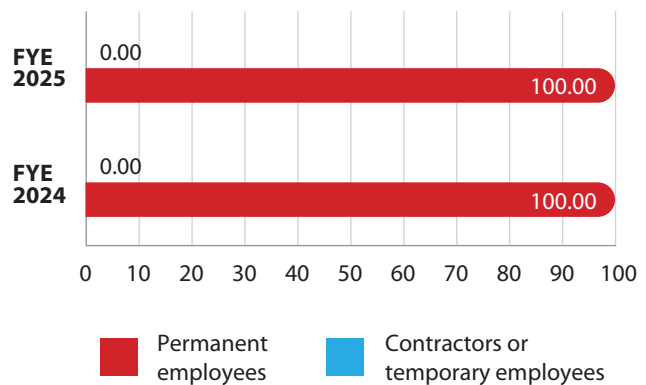
Age by Employee Category (Executive) (%)



Age by Employee Category (Non-Executive) (%)



Employment Type (%)

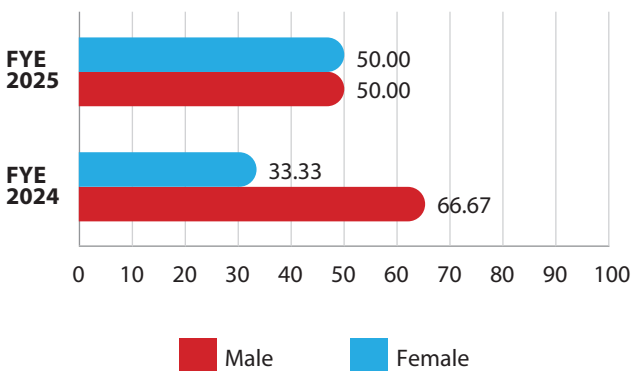


Agricore CS Group recognises the importance of diversity in strengthening governance and decision-making at the leadership level. To support this objective, the Group has established a Board and Senior Management Diversity Policy, which outlines the Group’s commitment to promoting diversity across leadership roles. The Group values diversity in thought, perspective, skills, experience, age, gender and professional background.

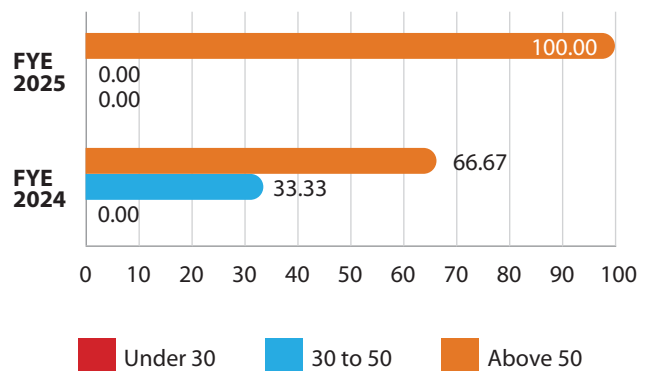
Board appointments are made after considering a broad range of diversity attributes, ensuring that the Board collectively possesses the appropriate mix of expertise and perspectives. In line with the Bursa Securities ACE Market Listing Requirements, the Board maintains at least one female director representation through the appointment of suitably qualified candidates.

The percentage of Directors by gender and age group is summarised as below:

By Gender (%)



By Age (%)



## SUSTAINABILITY STATEMENT (CONT'D)

### Social (Cont'd)

#### Occupational Health and Safety

The health, safety and well-being of our employees, contractors, visitors and surrounding communities remain a key priority for Agricore CS Group. We are committed to providing a safe and healthy working environment by adhering to occupational health and safety standards, implementing preventive measures and promoting a strong culture of workplace safety.

The Group ensures compliance with all applicable Occupational Safety and Health (“OSH”) regulations as prescribed by the Department of Occupational Safety and Health Malaysia.

To reinforce our commitment, the Group has established an OSH Policy which provides guidance on maintaining a safe, healthy, and compliant workplace. To ensure accessibility and understanding across the organisation, the policy is made available in both English and Bahasa Malaysia.

We also conduct regular safety training and awareness programmes to strengthen employee understanding of workplace safety practices. In 2025, 100% of employees completed OSH Awareness Training, equipping them with essential knowledge on workplace safety procedures and emergency preparedness.

Through these initiatives, Agricore CS Group continues to strengthen its safety culture while ensuring the well-being of employees and maintaining a safe working environment.

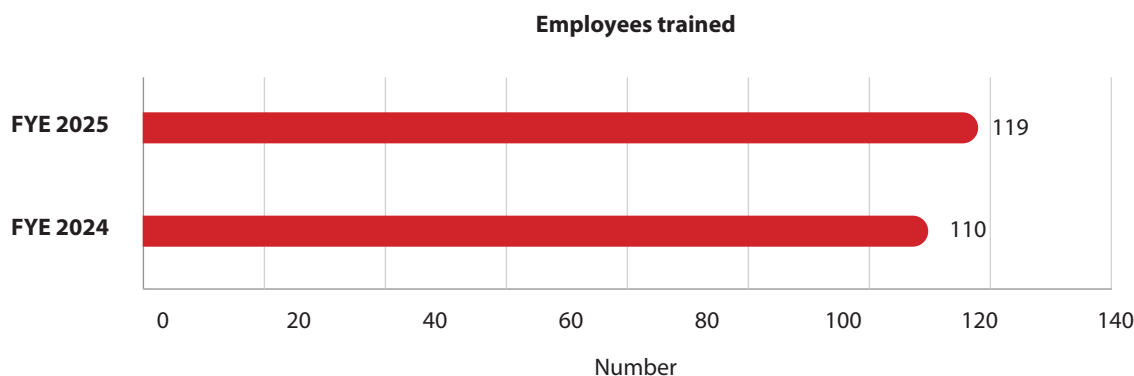


## SUSTAINABILITY STATEMENT (CONT'D)

### Social (Cont'd)

#### Occupational Health and Safety (Cont'd)

The number of employees trained on health and safety standards are as follows:



Agricore CS Group is committed to maintaining high standards of workplace safety across all operations. We ensure that our equipment, facilities and operational processes comply with established safety standards to safeguard the health, safety and welfare of employees, contractors and visitors. Our approach focuses on preventing workplace hazards, mitigating risks and promoting a safe occupational environment.

To further enhance workplace safety, the Group provides personal protective equipment (“PPE”) appropriate to employees’ roles and operational tasks. These measures are designed to minimise workplace risks and ensure that employees are adequately protected while carrying out their responsibilities.

The Group has also established an Emergency Response Team (“ERT”), which is trained to respond promptly and effectively to workplace incidents and emergency situations. The ERT convenes regularly to identify, assess and mitigate potential occupational safety and health risks supporting proactive risk management across our operations.

In the event of an incident or non-compliance issue, the Group ensures that such matters are reported, documented and addressed promptly and transparently. Incident investigations are conducted to identify root causes and appropriate corrective and preventive actions are implemented to prevent recurrence, thereby strengthening our safety management practices and promoting continuous improvement.

The Group recorded zero work-related fatalities in both FYE 2024 and FYE 2025, maintaining a 100% zero-fatality rate year-on-year. Similarly, the Lost Time Incident Rate (“LTIR”) remained at 0 for both reporting years, reflecting no recorded lost-time injuries across our operations.

This consistent performance demonstrates the effectiveness of the Group’s safety management systems, employee training programmes and preventive risk control measures.

The number of work-related fatalities and lost time incident rate are summarised as below:

	Unit	FYE 2024	FYE 2025
Work-related fatalities	Number	0	0
Lost time incident rate	Rate	0	0

## SUSTAINABILITY STATEMENT (CONT'D)

### Social (Cont'd)

#### Labour Practices and Standards

Agricore CS Group recognises that a dedicated and engaged workforce is fundamental to long-term business success. As such, we place strong emphasis on creating a supportive and inclusive workplace that values employee well-being, promotes fair treatment and encourages open communication.

We strive to cultivate a working environment where employees feel empowered to raise concerns without fear of retaliation. The Group also emphasises reasonable working hours, work-life balance and a safe and healthy workplace, in line with OSH regulations.

Our employment practices are guided by the Employment Act 1955 and other applicable labour regulations in Malaysia. These requirements are embedded within our comprehensive Human Resource Policy, which governs employment practices across the organisation.

The policy includes various initiatives aimed at supporting employees, including flexible working arrangements, fair employment practices and gender diversity initiatives, ensuring that all employees are treated equitably and their contributions are recognised.

Through these policies and practices, Agricore CS Group remains committed to upholding responsible labour standards and ensuring that all operations comply with applicable labour laws and regulations.

The Group maintains a zero-tolerance approach towards human rights violations, including forced labour, discrimination and unfair employment practices. Mechanisms are in place to ensure that employees can report grievances or concerns through appropriate internal channels.

During FYE 2024 and FYE 2025, the Group recorded zero substantiated complaints related to human rights violations, reflecting a 100% compliance rate with our human rights and labour standards policies.

The total number of substantiated complaints concerning human rights violations is as follows:

	Unit	FYE 2024	FYE 2025
Substantiated complaints concerning human rights violations	Number	0	0

Beyond statutory requirements, Agricore CS Group is committed to providing a comprehensive range of employee benefits and welfare programmes to support the overall well-being of our workforce.

These initiatives are designed to create a positive and supportive work environment, enhance employee satisfaction and promote a healthy work-life balance. By investing in employee welfare, the Group aims to strengthen employee engagement, improve retention and foster a productive and motivated workforce.

Some of the key employment benefits and welfare initiatives provided by the Group include:

Statutory Benefits	Leave Provision	Employment Benefits & Welfare	Facilities
<ul style="list-style-type: none"> <li>Adhere to Minimum Wages</li> <li>Annual Salary Increment</li> <li>National and State Public Holidays</li> <li>Overtime Payments</li> <li>Salary for Incomplete Month's Work</li> <li>Statutory Contributions (EPF, SOCSO, EIS and Income Tax)</li> </ul>	<ul style="list-style-type: none"> <li>Annual Leave</li> <li>Compassionate Leave</li> <li>Emergency Leave</li> <li>Hospitalisation Leave</li> <li>Marriage Leave</li> <li>Maternity Leave</li> <li>Medical Leave</li> <li>Paternity Leave</li> <li>Unpaid Leave</li> </ul>	<ul style="list-style-type: none"> <li>Car Allowance</li> <li>Childbirth Gift</li> <li>Condolence Payment</li> <li>Dental &amp; Optical Assistance</li> <li>Group Personal Accident Insurance Policy (GPA)</li> <li>Health Card</li> <li>Lodging Expense Reimbursement</li> <li>Mileage Reimbursement</li> <li>Performance Bonus</li> <li>Service Awards</li> </ul>	<ul style="list-style-type: none"> <li>Car Park</li> <li>Meeting Rooms</li> <li>Pantry</li> <li>Prayer Rooms</li> <li>Training Rooms</li> </ul>

## SUSTAINABILITY STATEMENT (CONT'D)

### Social (Cont'd)

#### Labour Practices and Standards (Cont'd)



Annual Dinner 2025



Team Building 2025



National Day Celebration 2025

## SUSTAINABILITY STATEMENT (CONT'D)

### Social (Cont'd)

#### Labour Practices and Standards (Cont'd)



Christmas Celebration 2025

Agricare CS Group recognises that employee engagement is essential to building a positive and productive workplace. We place strong emphasis on actively listening to employee feedback to foster an open, collaborative, and supportive working environment.

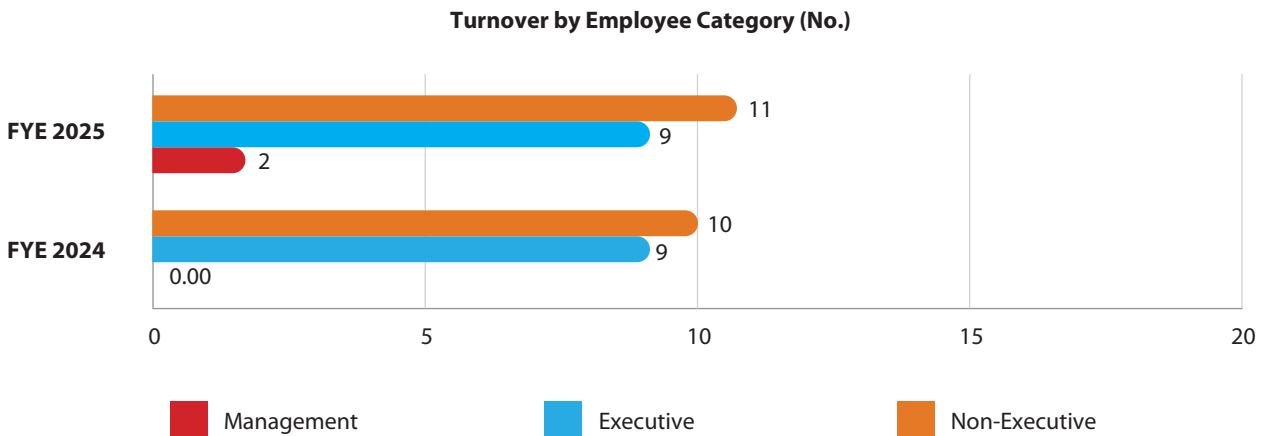
During the year, the Group conducted an Employee Engagement activity to assess employee satisfaction and thoughts to gather valuable insights into their experiences within the organisation. The survey enables the Management to better understand employee needs, identify potential areas for improvement and strengthen workplace culture and employee engagement.

In addition to that, employees are encouraged to provide open-ended feedback and suggestions on how the Group can further enhance their working experience. This approach supports continuous dialogue, collaboration and mutual growth between the Management and employees.

The Group continues to monitor employee turnover as part of its workforce management strategy to maintain organisational stability and talent retention.

In FYE 2025, total employee turnover increased to 22 employees, compared with 19 employees in FYE 2024, representing an increase of approximately 15.79%. The Group continues to implement initiatives aimed at strengthening employee engagement, professional development and workplace satisfaction to support long-term employee retention.

The breakdown of employee turnover by employee category is as follows:



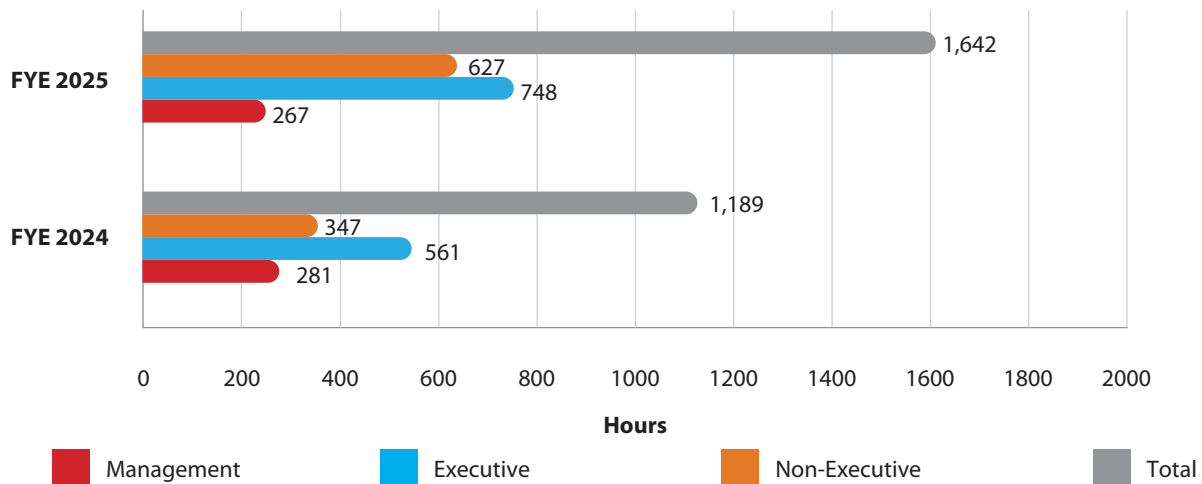
## SUSTAINABILITY STATEMENT (CONT'D)

### Social (Cont'd)

#### Labour Practices and Standards (Cont'd)

Agricore CS Group places strong emphasis on workforce development, recognising that a skilled and knowledgeable workforce is fundamental to long-term organisational success. The Group invests in continuous learning opportunities to equip employees with the necessary skills and competencies to perform effectively and support business growth.

During the year, various training programmes were conducted to support employees across different functional levels. The total hours of training by employee category are outlined below:



#### Community/Society

Agricore CS Group recognises the importance of contributing positively to the communities in which we operate. Through our CSR initiatives, we aim to support local communities by addressing social needs and contributing to community development.

We collaborate with local organisations and stakeholders to support initiatives related to education, community development and social welfare. The total amount as well as the number of individuals who have benefited from these programs, are outlined in the table below:

	Unit	FYE 2024	FYE 2025
Amount invested in CSR program	RM	3,280	3,310
Beneficiaries of the investment in CSR program	Number	501	1,142

## SUSTAINABILITY STATEMENT (CONT'D)

### Social (Cont'd)

#### Community/Society (Cont'd)



- One notable initiative during the year included a RM1,500 contribution to Persatuan AIESEC Malaysia in Kedah-Perlis under Universiti Utara Malaysia (UUM) and Universiti Malaysia Perlis (UniMAP) on 16 January 2025, supporting a Beach Clean Up activity with 150 secondary school students to raise awareness in climate change, combat pollution, save marine animals and restore habitats.

### Governance

#### Corporate Governance and Ethics

At Agricore CS Group, we are committed to conducting our business with the highest standards of ethics, integrity, accountability and transparency. Strong corporate governance practices are fundamental to maintaining stakeholder trust and ensuring the long-term sustainability of our business. In this regard, the Group complies with all applicable laws and regulatory requirements and adopts the principles set out in the Malaysian Code on Corporate Governance ("MCCG").

The Group maintains a zero-tolerance approach towards bribery and corruption and strictly adheres to the provisions of the Malaysian Anti-Corruption Commission Act 2009, including the corporate liability provision introduced under the 2018 amendment, Section 17A ("MACC Act"). This commitment reflects our determination to uphold ethical business practices across all levels of the organisation.

To reinforce ethical conduct and responsible business practices, the Group has implemented a range of governance measures. These include the provision of anti-corruption training to employees, the establishment of mechanisms to support and protect whistleblowers as well as the implementation of a structured risk management framework. In addition, the Group has adopted policies such as the Whistleblowing Policy and Personal Data Protection Policy to further strengthen transparency, accountability and responsible data management.

Beyond regulatory compliance, Agricore CS Group remains committed to embedding sustainability considerations into our governance framework and organisational practices. By integrating sustainability principles into our operations and decision-making processes, we aim to foster a strong ethical culture and promote responsible and sustainable governance throughout the organisation.

#### Anti-Bribery and Corruption Policy

Agricore CS Group is fully committed to upholding the highest standards of integrity and ensuring full compliance with all applicable anti-bribery and corruption laws and regulations. The Group adopts a strict zero-tolerance policy towards any form of bribery, corruption or unethical business conduct.

## SUSTAINABILITY STATEMENT (CONT'D)

### Governance

#### Corporate Governance and Ethics (Cont'd)

##### Anti-Bribery and Corruption Policy (Cont'd)

To reinforce this commitment, the Board has established an ABC Policy. This policy aims to ensure that all employees and associated persons are aware of their responsibilities in preventing, identifying and addressing bribery, corruption, conflicts of interest and other unethical practices. The policy requires employees and associated persons to adhere to the highest standards of ethical conduct in all business dealings and interactions.

The ABC Policy outlines clear responsibilities, procedures and control measures designed to prevent, detect and respond to bribery and corruption risks. It is aligned with the requirements of the MACC Act of which holds commercial organisations accountable for acts of bribery and corruption committed by individuals associated with the organisation for the purpose of obtaining or retaining business advantages.

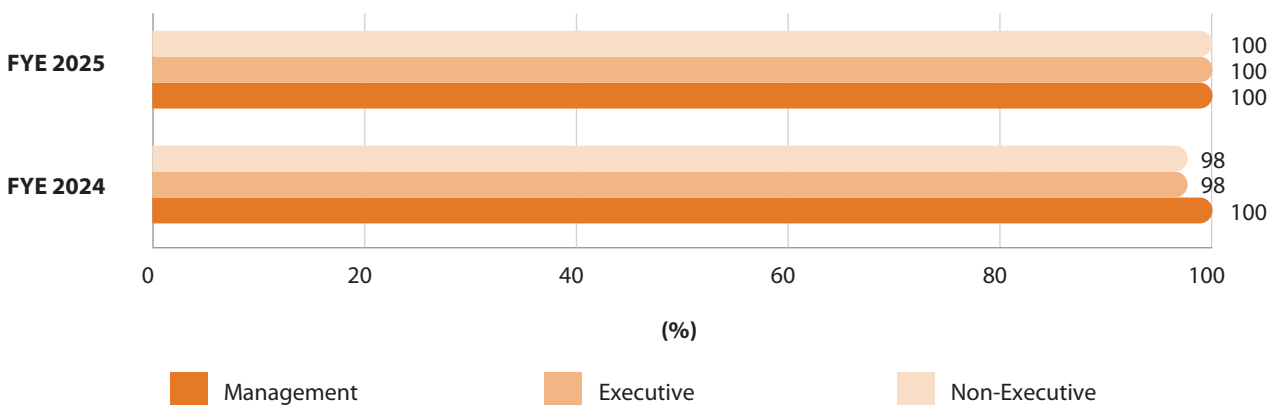
In addition, the policy incorporates the Adequate Procedures Guidelines issued by the Prime Minister’s Department pursuant to subsection (5) of Section 17A of the MACC Act. These guidelines provide organisations with a structured framework to implement effective anti-corruption measures through the application of the TRUST principles, which include:

- Top Level Commitment - Demonstrating leadership commitment in preventing corruption;
- Risk Assessment - Conducting periodic assessments to identify corruption risks;
- Undertake Control Measures - Implementing appropriate policies and procedures to mitigate risks;
- Systematic Review, Monitoring and Enforcement - Continuously reviewing and enforcing anti-corruption measures; and
- Training and Communication - Providing regular training and communicating anti-corruption expectations

Through the implementation of this comprehensive framework, Agricore CS Group aims to strengthen its internal governance controls and ensure that all business activities are conducted with integrity, transparency, and accountability.

To support the effective implementation of the ABC Policy, anti-corruption training is provided to all new employees as part of their onboarding process, while periodic awareness programmes are conducted to reinforce the Group’s zero-tolerance stance towards bribery and corruption. The ABC Policy is also publicly accessible on the Company’s website at <https://www.agricore.com.my/investor-relations/corporate-governance/> to promote transparency and accountability to stakeholders.

The percentage of employees who received anti-corruption training during the financial year is summarised as follows:



## SUSTAINABILITY STATEMENT (CONT'D)

### Governance (Cont'd)

#### Corporate Governance and Ethics (Cont'd)

##### Anti-Bribery and Corruption Policy (Cont'd)

All operations were assessed for corruption-related risks in both reporting years. The percentage of operations assessed for corruption-related risks is summarised as follows:

	Unit	FYE 2024	FYE 2025
Operations assessed for corruption-related risks	%	100	100

Agricore CS Group encourages all employees and stakeholders to report any suspected or actual incidents of bribery, corruption or unethical conduct through established reporting channels. Prompt reporting enables the Group to address potential misconduct effectively and maintain the highest standards of corporate integrity.

Any suspicious bribery or corruption activity may be reported to the Human Resource Manager, Senior Management or the Managing Director of the Group. In addition, reports may be submitted directly to the Chairperson of the Audit and Risk Management Committee ("ARMC") via the dedicated whistleblowing channel at [whistleblower@agricore.com.my](mailto:whistleblower@agricore.com.my). These reporting mechanisms ensure that concerns can be raised in a confidential and secure manner.

The Group monitors reported incidents closely and ensures that all allegations are reviewed and investigated appropriately in accordance with internal policies and procedures.

During FYE 2024 & FYE 2025, no confirmed incidents of corruption were reported within the Group as summarised below:

	Unit	FYE 2024	FYE 2025
Confirmed incidents of corruption	Number	0	0

This reflects the effectiveness of our governance framework, internal controls, and ongoing awareness initiatives in promoting ethical conduct across the organisation.

##### Whistleblowing Policy

Agricore CS Group is committed to upholding the highest standards of integrity, transparency, probity and accountability in all aspects of its business operations. To support this commitment, the Board has established a comprehensive Whistleblowing Policy that provides a secure and transparent channel for employees, as well as external stakeholders to report concerns relating to unethical behaviour, malpractice, illegal activities or non-compliance with laws and regulations.

The Whistleblowing Policy is designed to encourage individuals to raise concerns internally in a responsible and timely manner. All reports received are subject to appropriate review and investigation procedures, ensuring that issues are addressed fairly and effectively while safeguarding the interests of all parties involved.

Reports may be submitted confidentially to the Chairperson of the ARMC via email at [whistleblower@agricore.com.my](mailto:whistleblower@agricore.com.my) or through written correspondence addressed to the Company's registered office.

Improper conduct that may be reported under the Whistleblowing Policy includes, but is not limited to the following:

- Fraud;
- Bribery or corruption;
- Abuse of power;
- Conflict of interest;
- Theft or embezzlement;
- Misuse of the Group's assets or property;
- Breach or non-compliance with the Group's policies and procedures;
- Breach of disciplinary standards within the Group;
- Any conduct that constitutes a breach of legal or regulatory obligations, including negligence, criminal activity, breach of contract, or breach of law, as well as actions that may pose risks to health, safety, or the environment; and
- Any attempt to conceal or cover up such misconduct

## SUSTAINABILITY STATEMENT (CONT'D)

### Governance (Cont'd)

#### Corporate Governance and Ethics (Cont'd)

##### Whistleblowing Policy (Cont'd)

The Group is committed to protecting whistleblowers who report concerns in good faith. All reports are treated with the highest level of confidentiality and sensitivity, any information will only be disclosed on a need-to-know basis for the purpose of investigation, consultation with legal advisors or where required by law or regulatory authorities.

Agricore CS Group maintains a strict non-retaliation policy ensuring that no individual who raises a genuine concern will be subjected to any form of retaliation, discrimination or detrimental treatment. This approach fosters a safe and supportive environment that encourages transparency and accountability across the organisation.

##### Code of Conduct and Ethics

The Group's Code of Conduct and Ethics ("Code") establishes the ethical standards and professional principles that guide the behaviour and decision-making of our Directors and employees. The Code is built upon the core principles of transparency, integrity, accountability, corporate responsibility and sustainability.

Through the implementation of this Code, Agricore CS Group reinforces its commitment to responsible business practices and sustainable performance while continuing to deliver long-term value to customers, shareholders and other stakeholders. The Code sets clear expectations regarding ethical behaviour and promotes a culture of fairness, honesty and professionalism throughout the organisation.

The key objectives of the Code include:

- Establishing ethical standards aligned with the Group's core values;
- Promoting accountability and transparency in compliance with applicable laws and regulations;
- Strengthening responsible business practices and governance; and
- Supporting long-term sustainability through ESG principles

The Code outlines specific standards and guidance in the following areas:

- Conflict of Interest;
- Abuse of Power;
- Confidentiality and Protection of the Group's Assets and Intellectual Property;
- Business Gifts and Hospitality;
- Insider Trading; and
- Anti-Money Laundering

To promote transparency and accessibility, the Group's key governance policies, including the Code ABC Policy, and Whistleblowing Policy, are publicly available on the Company's website at <https://www.agricore.com.my/investor-relations/corporate-governance/>.

#### Data Privacy and Security

Agricore CS Group is committed to providing clear, transparent information on how data is collected, used, and shared, while adhering to data protection laws to safeguard personal information. To protect confidential data and maintain our reputation, we have implemented several policies, including the Acceptable Usage Policy, Bring Your Own Device ("BYOD") Policy, and Corporate Email Usage Policy, covering both software and hardware, as well as employees' "dos" and "don'ts". Employees are responsible for safeguarding the confidentiality of company information and assets. This policy applies to all individuals associated with the Group, including employees, contractors, and agents; covering all business-related information globally, as well as IT equipment used within the Group. These guidelines ensure the security and proper use of IT resources throughout the organisation.

The IT Department has set up automated virus scanning and software updates across the Group. All PCs are equipped with antivirus software that automatically detects and removes any viruses. Additionally, all software on Group computers must be approved and installed by the IT department.

During FYE 2024 and FYE 2025, the Group recorded zero substantiated complaints related to breaches of customer privacy or losses of customer data, demonstrating the effectiveness of the Group's data protection measures and information security practices. The total number of substantiated complaints concerning breaches of customer privacy and losses of customer data is as follows:

	Unit	FYE 2024	FYE 2025
Substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	0

## SUSTAINABILITY STATEMENT (CONT'D)

Date & Time: 2026-04-16\_11:51:42  
FYE 31/12/2025Agricore CS Holdings Berhad  
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Anti-Corruption	Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category - Management	Percentage	100.00%	-	Internal
Anti-Corruption	Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category - Executive	Percentage	100.00%	-	Internal
Anti-Corruption	Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category - Non-Executive	Percentage	100.00%	-	Internal
Anti-Corruption	Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	100.00%	-	Internal
Anti-Corruption	Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0	-	Internal
Community/Society	Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	Amount	RM3,310.00	-	Internal
Community/Society	Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	1142	-	Internal
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category: Management (Male)	Percentage	63.64%	-	Internal
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category: Management (Female)	Percentage	36.36%	-	Internal

## SUSTAINABILITY STATEMENT (CONT'D)

Agricore CS Holdings Berhad  
BMLR Transition PeriodDate & Time: 2026-04-16\_11:51:42  
FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category: Executive (Male)	Percentage	39.02%	-	Internal
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category: Executive (Female)	Percentage	60.98%	-	Internal
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category: Non-Executive (Male)	Percentage	78.57%	-	Internal
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category: Non-Executive (Female)	Percentage	21.43%	-	Internal
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	9.09%	-	Internal
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category: Management between 30 to 50	Percentage	81.82%	-	Internal
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category: Management above 50	Percentage	9.09%	-	Internal

## SUSTAINABILITY STATEMENT (CONT'D)

Date & Time: 2026-04-16\_11:51:42  
FYE 31/12/2025Agricore CS Holdings Berhad  
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category: Executive under 30	Percentage	56.10%	-	Internal
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category: Executive between 30 to 50	Percentage	43.90%	-	Internal
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category: Executive above 50	Percentage	0.00%	-	Internal
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category: Non-Executive under 30	Percentage	33.93%	-	Internal
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category: Non-Executive between 30 to 50	Percentage	57.4%	-	Internal
Diversity	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category: Non-Executive above 50	Percentage	8.93%	-	Internal
Diversity	Bursa C3(b) Percentage of directors by gender and age group - Male	Percentage	50.00%	-	Internal
Diversity	Bursa C3(b) Percentage of directors by gender and age group - Female	Percentage	50.00%	-	Internal

This report was generated on the Bursa Malaysia CSI Platform on 2026-04-16\_11:51:42

Page 3 of 5

## SUSTAINABILITY STATEMENT (CONT'D)

Agricore CS Holdings Berhad  
BMLR Transition PeriodDate & Time: 2026-04-16\_11:51:42  
FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Diversity	Bursa C3(b) Percentage of directors by gender and age group - Under 30	Percentage	0.00%	-	Internal
Diversity	Bursa C3(b) Percentage of directors by gender and age group - Between 30 to 50	Percentage	0.00%	-	Internal
Diversity	Bursa C3(b) Percentage of directors by gender and age group - Above 50	Percentage	100.00%	-	Internal
Energy Management	Bursa C4(a) Total energy consumption	Megawatt	460.77	-	Internal
Health and Safety	Bursa C5(a) Number of work-related fatalities	Number	0	-	Internal
Health and Safety	Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0	-	Internal
Health and Safety	Bursa C5(c) Number of employees trained on health and safety standards	Number	119	-	Internal
Labour Practices and Standards	Bursa C6(a) Total hours of training by employee category - Management	Hours	267	-	Internal
Labour Practices and Standards	Bursa C6(a) Total hours of training by employee category - Executive	Hours	748	-	Internal
Labour Practices and Standards	Bursa C6(a) Total hours of training by employee category - Non-Executive	Hours	627	-	Internal
Labour Practices and Standards	Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	0.00%	-	Internal
Labour Practices and Standards	Bursa C6(c) Total number of employee turnover by employee category - Management	Number	2	-	Internal

This report was generated on the Bursa Malaysia CSI Platform on 2026-04-16\_11:51:42

Page 4 of 5

## SUSTAINABILITY STATEMENT (CONT'D)

Date & Time: 2026-04-16\_11:51:42  
FYE 31/12/2025

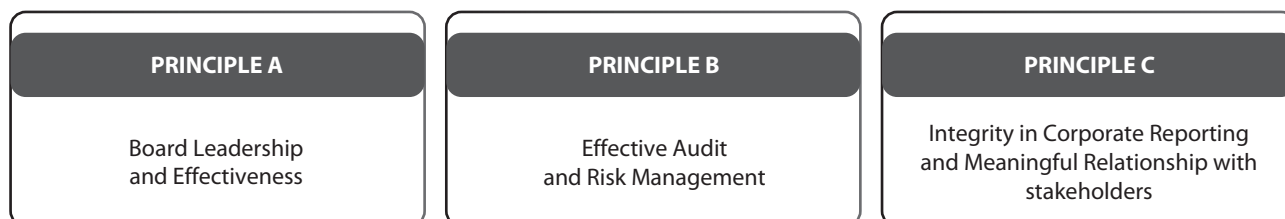
**Agricore CS Holdings Berhad**  
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Labour Practices and Standards	Bursa C6(c) Total number of employee turnover by employee category - Executive	Number	9	-	Internal
Labour Practices and Standards	Bursa C6(c) Total number of employee turnover by employee category - Non-Executive	Number	11	-	Internal
Labour Practices and Standards	Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0	-	Internal
Supply Chain Management	Bursa C7(a) Proportion of spending on local suppliers	Percentage	18.09%	-	Internal
Data Privacy and Security	Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	-	Internal
Water	Bursa C9(a) Total volume of water used	Megalitres	755	-	Internal

## CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors (the “Board”) of Agricore CS Holdings Berhad (“Agricore” or the “Company”) is committed to implementing and maintaining high standards of corporate governance practices that are premised on the notions of transparency, accountability and integrity with a view to create long-term stakeholders’ value and enhance performance of the Company and its subsidiaries (collectively referred to as the “Group”). In the adoption of corporate governance best practices, the Board focuses on the substance of corporate governance principles and not merely the form.

The Board is pleased to present the Corporate Governance Overview Statement (“Statement”) to provide an overview of the corporate governance practices adopted by the Company, with reference to the three (3) key principles set out in Malaysian Code on Corporate Governance (“MCCG”), for the financial year ended 31 December 2025 (“FYE 2025”):



This Statement is prepared pursuant to Paragraph 15.25(1), including Practice Note 9, of the ACE Market Listing Requirements (“AMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”), and has considered practices of the Corporate Governance Guide (4<sup>th</sup> Edition) of Bursa Securities.

This Statement is supplemented with the Corporate Governance Report for FYE 2025 (“CG Report”) which provides detailed articulation on the application of each corporate governance practice as prescribed in the MCCG. The CG Report is available on the Company’s website at <https://www.agricore.com.my/investor-relations/corporate-governance/> as well as via an announcement made on Bursa Securities’ website.

To achieve a granular understanding of the Group’s governance framework and practices, this Statement should also be read in conjunction with the other statements in the Annual Report, namely Statement on Risk Management and Internal Control, Audit and Risk Management Committee Report, Sustainability Statement and Management Discussion and Analysis as the depth or relevance of applying certain corporate governance promulgations may be better explained in the context of the respective statements.

### PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

#### 1. Board Responsibilities

The Board is collectively responsible for the long-term success of the Group and the delivery of sustainable value to its stakeholders. In discharging its fiduciary duties and leadership functions, the Board governs and sets the strategic direction of the Group and exercising oversight on the management. The Board plays a critical role in setting the appropriate tone at the top, providing thought leadership and championing good governance and ethical practices throughout the Group.

The Board has full control of and is responsible to the Group’s strategic aims, ensure the necessary resources are in place for the Group to meet its objectives and review management performance. The Board has set the Group’s values and standards and ensure that its obligations to its shareholders and other stakeholders are understood and met.

#### Governance Structure

The Board is guided by a Board Charter, which clearly defines the roles and responsibilities of the Board, Board Committees, individual Directors and Management as well as matters reserved for the Board.

To facilitate the discharging of its duties and responsibilities, the Board has established and delegated specific responsibilities to the following Board Committees with each committee having its own set of Terms of Reference (“TOR”):

- Audit and Risk Management Committee (“ARMC”);
- Nominating Committee (“NC”); and
- Remuneration Committee (“RC”).

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

## 1. Board Responsibilities (Cont'd)

Governance Structure (Cont'd)

The Board recognises the importance of clear separation of authority between the Board Chairman and Chief Executive Officer ("CEO") / Managing Director ("MD") to promote accountability and ensure a balanced division of responsibilities. Furthermore, the Board Chairman is not a member of the ARMC, NC and RC, ensuring the objectivity and independence of these Board Committees.

This separation helps prevent potential bias in decision-making and ensures that the Board can objectively review the Board Committees' recommendations. The Board Chairman's absence from these Board Committees prevents the concentration of power in a single individual, thereby promoting a robust system of checks and balances within the Board.

Currently, Mr. Wong Pak Yii serves as the Board Chairman, while Mr. Oon Boon Khong holds the position of MD and CEO. The Board is further strengthened by a majority of Independent Non-Executive Directors ("INEDs"), ensuring greater objectivity in boardroom deliberations.

The Board Charter and TOR of respective Board Committees are available on the Company's website at <https://www.agricore.com.my/investor-relations/corporate-governance/>.

Board meetings and Company Secretaries

The Board and Board Committees meet regularly to carry out their responsibilities. Details of the meetings and Directors' attendances are summarised below:

Director	Board	ARMC	RC	NC
Mr. Wong Pak Yii <i>Independent Non-Executive Chairman</i> <i>(Appointed on 2 September 2025)</i>	1/1	-	-	-
Mr. Fu Yew Sun <i>Independent Non-Executive Chairman</i> <i>(Resigned on 31 August 2025)</i>	4/4	-	-	-
Datuk Keh Chuan Seng <i>Non-Independent Non-Executive Deputy Chairman</i> <i>(Resigned on 22 March 2025)</i>	2/2	-	-	-
Mr. Oon Boon Khong <i>Managing Director and CEO</i>	5/5	-	-	-
Ms. Ng Pei Jin <i>Executive Director and CAO</i> <i>(Appointed on 2 September 2025)</i>	1/1	-	-	-
Ms. Koay Hooi Lynn <i>Independent Non-Executive Director</i>	5/5	5/5	2/2	2/2
Mr. Teh Boon Beng <i>Independent Non-Executive Director</i>	5/5	5/5	2/2	2/2
Ms. Lee Seow Ling <i>Independent Non-Executive Director</i>	5/5	5/5	2/2	2/2

 Chairman  Member

The minutes of the meetings accurately document key discussions, deliberations, and conclusions. The Company Secretaries are responsible for maintaining proper records of Board and Board Committees meetings, including documentation of key decisions. Following the conclusion of each meeting, draft minutes are promptly circulated to the Board and Board Committee members for review and feedback before finalisation.

The Board is supported and assisted by two (2) suitably qualified and competent Company Secretaries, who are qualified Secretaries as per Section 235(2) of the Companies Act 2016 registered with the Companies Commission of Malaysia ("CCM"). The Company Secretaries provide advice to the Board on corporate disclosures and compliance with company and securities law and regulations including Listing Requirements and to notify the Chairman of the Board and Board Committees of any possible violations pertaining to regulatory requirements. The Company Secretaries also monitor and update the Board on corporate governance developments and assist the Board in applying governance practices.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

#### 1. Board Responsibilities (Cont'd)

##### Tone from the top

The Board has formalised a Code of Conduct and Ethics, which forms part of its responsibility to setting the tone and ethical standards that guide the behaviour of Directors, Management, and employees. It serves as a framework for acceptable practices, ensuring integrity, accountability, and professionalism across all levels of the organisation.

The Board has also established and implemented the Anti-Bribery and Corruption Policy, which provides clear guidelines and procedures for Directors and employees on identifying, preventing, and reporting bribery and corrupt practices. The Group takes a zero-tolerance approach against all forms of bribery and corruption, reinforcing its commitment to conducting business in a fair, honest, and transparent manner.

To further uphold these principles, the Board has formalised a Whistleblowing Policy to provide a confidential and secure mechanism for stakeholders and the general public to raise genuine concerns, lodge complaints or to disclose any wrongdoings and improper conduct that may adversely impact the Group.

Beyond these key policies, the Board also maintains a comprehensive set of policies that guide ethical conduct and ensures best practices are followed at all levels of the Group. These policies include:

- Board Charter;
- Directors' Fit and Proper Policy;
- Board and Senior Management Diversity Policy;
- Policy on Independence of Directors;
- Policy for the Assessment of the Suitability and Independence of External Auditors;
- Directors' Remuneration Policy;
- Senior Management Remuneration Policy; and
- Policy on Share Dealing and Insider Trading

The key corporate governance policies are available on the Company's website at <https://www.agricore.com.my/investor-relations/corporate-governance/>.

##### Sustainability

The Board holds the ultimate responsibility for the Group's sustainability management. With support from the Sustainability Executive Committee ("Sustainability EXCO"), it oversees the management of material sustainability matters, including but not limited to sustainability strategies, priorities, and targets. The Board also reviews and adopts the Group's strategic plans with a focus on long-term value creation, incorporating economic, environmental, and social considerations that underpin sustainability. Additionally, it sets the risk appetite within which Management operates, ensuring the implementation of an effective risk management framework to identify, analyse, evaluate, manage, and monitor significant financial and non-financial risks, including climate-related risks and opportunities relevant to the Group and its business.

To support this oversight function, the Board has delegated the administration of sustainability matters to the Sustainability EXCO, which comprises the CEO, Chief Operating Officer ("COO") and Group Accountant ("GA"), who has assumed the responsibilities of the Chief Financial Officer ("CFO") following the CFO's resignation. The EXCO is responsible for reviewing and overseeing sustainability initiatives carried out by the Sustainability Working Group ("SWG"), which is chaired by the COO and supported by Management Representatives, Head of Departments and representatives from various departments.

The Board, via the NC, has integrated Environmental, Social and Governance ("ESG") considerations into its annual Board evaluation process through a structured questionnaire. This approach enables the Board to assess its understanding, oversight, and decision-making capabilities on sustainability matters, including material sustainability risks and opportunities.

The details pertaining to the sustainability strategies, priorities, stakeholder groups, engagement methods and performance are communicated to both internal and external stakeholders through the Sustainability Statement within this Annual Report.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

#### 2. Board Composition

The Board and NC remain mindful of ensuring that the Board comprises individuals with the right mix of skills, knowledge, experience and independence in order to achieve the Group's strategic goals. Recognising the value of diversity and inclusivity, the Board believes that integrating varied perspectives into boardroom discussions enhances strategy formulation and risk management.

However, Director appointments are based solely on merit, considering factors such as skills and experience, without discrimination based on gender, age, cultural or educational background, ethnicity, or physical ability.

The NC, comprising solely of INEDs, is responsible for identifying, evaluating, and recommending suitable candidates for appointment as Directors of the Company. The selection criteria and appointment procedures are outlined in the TOR of the NC. To identify the most suitable candidates, the NC is empowered to utilise various sourcing methods, including Directors' registries, independent search firms, as well as recommendations from Directors, Senior Management, or shareholders.

In addition, the Board has established a Directors' Fit and Proper Policy, which serves as a guiding framework for the NC and the Board in objectively assessing the suitability of new candidates as well as Directors seeking re-election. This policy provides clear and structured parameters for the selection process of Directors and Senior Management, reinforcing Board independence, quality, and diversity.

The Directors' Fit and Proper Policy is available on the Company's website at <https://www.agricore.com.my/investor-relations/corporate-governance/>.

Currently, the Board comprises of six (6) Directors, of whom:

- Four (4) are INEDs, representing 67% of the Board;
- Three (3) are female Directors, achieving a 50% female representation, which exceeds the prevailing requirement of at least 30% women Directors.

This composition reflects the Group's strong commitment to Board diversity.

As described in the Board Charter, the tenure of an Independent Director shall not exceed a cumulative term of nine (9) years and shall not be further extended. As it is not contemplated that any Independent Director will continue to serve on the Board as a Non-Independent Director, the Board, through the NC, shall commence a search for replacement of an outgoing Independent Director prior to the end of the anticipated nine (9)-year term.

On 26 March 2026, the Board, through the NC, undertook its annual evaluation of the Board and Board Committees. The assessment, facilitated by the Company Secretaries, utilised structured questionnaires with quantitative measures covering key areas such as Board composition and effectiveness, directors' fit and proper assessments based on self-declarations, Board Committees' performance, and the independence of Independent Directors.

The NC is satisfied with the composition and performance of the current Board and Board Committees and each individual Director. The expertise, diligence, commitment and diverse skills of the Board members enable the Board to effectively discharge its duties and responsibilities in the best interest of the Company. The outcome of the assessment was subsequently presented to the Board.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

## 2. Board Composition

During the financial year under review, the current Board members participated in various professional development programmes to enhance their competencies. The details of these programmes are as follows:

Directors	Training Programme / Topics
Mr. Wong Pak Yii	• Bursa Malaysia Mandatory Accreditation Programme Part I
Mr. Oon Boon Khong	• Bursa Malaysia Mandatory Accreditation Programme Part II
Ms. Ng Pei Jin	• Bursa Malaysia Mandatory Accreditation Programme Part I
Ms. Koay Hooi Lynn	• Bursa Malaysia Mandatory Accreditation Programme Part II • SSM National Conference – Leading Governance for Sustainable Growth • Audit Oversight Board
Mr. Teh Boon Beng	• Strategic Oversight in Strategy Implementation: Getting Execution Right • Boardroom Blind spots: How Our Perception of Risk Influence Our Board Effectiveness • Driving Sustainable Organization: Empowering Boards for Lasting Impact • Essential Fundamentals of Anti-Bribery and Corruption
Ms. Lee Seow Ling	• Bursa Malaysia Mandatory Accreditation Programme Part II • BDO Update on Malaysia Service Tax • Beyond Compliance: Leading with AI & Sustainability • BDO Tax Seminar on Budget 2026

## 3. Remuneration

The Board, via the RC, has established and adopted the Directors' Remuneration Policy and Senior Management Remuneration Policy to facilitate a fair and transparent remuneration framework for the Directors and Key Senior Management. These policies are designed with due consideration of the demands, complexities and performance of the Company as well as skills and experience required of Directors and Key Senior Management.

- For Executive Directors and Key Senior Management, the remuneration packages comprise both fixed and variable components, structured to align rewards with individual and Group performance.
- For Non-Executive Directors, the remuneration packages are designed to preserve their independence and objectivity. Their remuneration is determined based on experience, level of responsibilities assumed in the Board Committees, their attendance, performance and expertise they bring to the Board.

The Directors' Remuneration Policy and Senior Management Remuneration Policy are periodically reviewed and available on the Company's website at <https://www.agricore.com.my/investor-relations/corporate-governance/>.

Details of the remuneration of Directors comprising remuneration received/receivable from the Company and the Group for FYE 2025 are as follows:

	Company (RM '000)							Group (RM '000)						
	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments*	Total	Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments*	Total
<b>Executive Director</b>														
Oon Boon Khong	-	-	-	-	-	-	-	-	3.0	440.2	74.6	-	58.4	576.2
Ng Pei Jin (Appointed on 2 September 2025)	-	-	-	-	-	-	-	-	12.4	80.0	40.0	-	11.5	143.9
<b>Non-Executive Directors</b>														
Wong Pak Yii (Appointed on 2 September 2025)	10.0	1.8	-	-	-	-	11.8	10.0	1.8	-	-	-	-	11.8
Fu Yew Sun (Resigned on 31 August 2025)	20.0	5.7	-	-	-	-	25.7	20.0	5.7	-	-	-	-	25.7
Datuk Keh Chuan Seng (Resigned on 22 March 2025)	-	0.5	-	-	-	-	0.5	42.0	0.5	-	-	-	-	42.5
Koay Hooi Lynn	30.0	1.0	-	-	-	-	31.0	30.0	1.0	-	-	-	-	31.0
Teh Boon Beng	30.0	1.0	-	-	-	-	31.0	30.0	1.0	-	-	-	-	31.0
Lee Seow Ling	30.0	1.0	-	-	-	-	31.0	30.0	1.0	-	-	-	-	31.0

\* Other emoluments include defined contribution plan.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

**PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)****3. Remuneration**

The Company is committed to transparency in reporting the remuneration of its senior management. At the same time, the disclosure of specific remuneration amounts is sensitive due to commercial considerations and the competitive market for personnel with the required expertise and experience. Full disclosure could potentially affect the Company's ability to attract and retain key talent.

In line with best practices and to maintain transparency while safeguarding business interests, the remuneration of senior management for FYE 2025 is presented in bands of RM50,000, as detailed below. The total number of senior management personnel is five, an increase compared to FYE 2024, reflecting that some individuals served for only part of the year.

Total Remuneration Per Annum	No. of Senior Management
RM50,001 – RM100,000	1
RM100,001 – RM150,000	1
RM150,001 – RM200,000	1
RM200,001 – RM250,000	1
RM250,001 – RM300,000	1

Note: The total number of senior management personnel includes individuals who joined or left during FYE 2025.

**PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT****1. Audit and Risk Management Committee**

The ARMC comprises entirely of INEDs, with none of its members having previously served as an audit partner of the Company. In addition, none of the ARMC members is an Alternate Director.

Two (2) out of the three (3) members of the ARMC, namely Ms. Koay Hooi Lynn and Ms. Lee Seow Ling are Chartered Accountants by profession, while Mr. Teh Boon Beng possesses extensive experience in the banking industry. All members of the ARMC are financially literate, competent and well-equipped to oversee matters under the purview of the ARMC, including the financial reporting process. They are able to review the Company's financial reporting process and information to ascertain whether the financial reporting reflects the Company's actual performance.

The ARMC is chaired by Ms. Koay Hooi Lynn who is not the Chairman of the Board. This deliberate arrangement ensures that the Board can objectively review the ARMC's findings and recommendations. Additionally, this separation allows the Board to maintain a comprehensive and impartial evaluation of the ARMC's work, thereby enhancing effective oversight and governance of the Company's audit and risk management functions

The Board, via the ARMC, has established policy and procedures to assess and determine the suitability, objectivity and independence of external auditor. The "Policy for the Assessment of the Suitability and Independence of External Auditors" is made available on the Company's website at <https://www.agricore.com.my/investor-relations/corporate-governance/>.

During the financial year under review, the ARMC assessed the performance and independence of the external auditors, namely Messrs. TGS TW PLT ("TGS"), and satisfied itself that the external auditors have been independent throughout the conduct of their audit engagement. The evaluation criteria include, amongst others, the quality of service, communication, adequacy of resources as well as the exercise of independence and objectivity.

The ARMC has also received confirmation from the external auditors that they were independent in accordance with TGS's requirements and the independence criteria promulgated by the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (including International Independence Standards) and the By-Laws (on Professional Ethics, Conduct and Practice) of Malaysian Institute of Accountants throughout their audit engagement.

In addition, the ARMC is regularly updated by the Management, Company Secretaries, External and Internal Auditors on changes to accounting and auditing standards, practices and rules.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

#### 2. Risk Management and Internal Control Framework

The Board recognises the importance of maintaining a sound risk management and internal control system to safeguard shareholders' investments and the Group's assets. In discharging its stewardship responsibilities, the Board is fully committed to maintaining an appropriate risk management and internal control system, as well as reviewing its adequacy and effectiveness to provide assurance on the achievement of the Group's objectives.

The Board has delegated the oversight of the risk management and the internal control functions to the ARMC, which comprises entirely of INEDs, in line with the recommendation of Step Up Practice 10.3 of the MCCG.

The ARMC is tasked with ensuring that a robust process is in place for identifying, managing and monitoring critical risks, overseeing the execution of that process, and ensuring continuous improvement as the business environment evolves.

On a periodic basis, the Board, via the ARMC, evaluates the adequacy and operating effectiveness of the risk management and internal control system and, where appropriate, requires the Management to implement pertinent controls to address emerging issues or areas of control deficiencies.

The Group has outsourced its internal audit function to an independent professional firm, namely Messrs. Tan Yen Yeow & Company ("TYY"), to assist the ARMC and the Board in discharging its responsibilities. The outsourced internal auditor reports directly to the ARMC and provides the Board with independent, objective and reasonable assurance on the effectiveness of the Group's internal control system. All the personnel deployed by TYY do not have any family relationship or conflicts of interest with the Group that could impair their objectivity and independence during the course of their work.

Detailed disclosure on the Group's risk management and internal control framework, including a summary of internal audit function's work, is narrated in the Statement on Risk Management and Internal Control within this Annual Report.

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

#### 1. Engagement with Stakeholders

The Board recognises that effective, transparent and continuous communication with its stakeholders is essential in managing expectations and driving long-term value creation.

To foster stronger engagement with its stakeholders, the Group maintains an updated website ([www.agricore.com.my](http://www.agricore.com.my)) featuring latest developments related to the Group. This includes financial performance, business strategies and objectives, investor relation activities, corporate governance policies and procedures and press releases. The website also serves as a repository for key reports, such as the Company's annual and quarterly reports and corporate governance report.

Additionally, the Company's website also provides an investor relations contact email ([corporate@agricore.com.my](mailto:corporate@agricore.com.my)) to facilitate dialogue and address queries from shareholders, stakeholders, investors and the general public.

The Board reviews the Group's overall engagement with stakeholders on an annual basis. A summary of the Group's engagement with stakeholders during the financial year under review is discussed in the Company's Sustainability Statement, which is available in this Annual Report.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

#### 2. Conduct of General Meetings

The Board regards shareholders' general meetings as valuable platforms for communication and engagement with shareholders. These meetings allow shareholders to receive updates, ask questions, share views, and provide suggestions directly to the Board, fostering transparency and mutual understanding.

Notices of the AGM are provided to shareholders at least 28 days in advance, in compliance with regulatory requirements and Practice 13.1 of the MCCG. This allows shareholders sufficient time to review the resolutions and, if unable to attend, to appoint a proxy who may participate, speak, and vote on their behalf.

All Directors, including Chairman of respective Board Committees, will attend the AGM to provide meaningful responses to questions addressed to them. They are fully aware of their respective scope of responsibilities and will come well-prepared to address any issues raised.

To ensure accuracy and transparency, the Company will adopt electronic voting, with all resolutions voted by poll. An independent scrutineer will be appointed to validate the votes cast, and the results of each resolution will be announced during the meeting. Additionally, a detailed announcement, including the total number of votes cast for and against each resolution along with their respective percentages, will be announced via Bursa Securities' website after conclusion of the AGM.

The Board is committed to ensuring the timely circulation of complete and accurate AGM minutes. As these minutes capture the mutual understanding and resolutions reached between shareholders and Directors, they serve as a valuable resource for shareholders, particularly those who were unable to attend the AGM.

The minutes of the 2<sup>nd</sup> AGM held on 22 May 2025 were made available on the Company's website at <https://www.agricore.com.my/investor-relations/agm/> within 30 business days from the conclusion of the 2<sup>nd</sup> AGM.

The Board will continually review the Group's governance practices to ensure our Group meets the expectations of regulators and stakeholders.

This Statement is made in accordance with the resolution of the Board dated 26 March 2026.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## Introduction

The Board of Directors (the “Board”) of Agricore CS Holdings Berhad (“Agricore” or the “Company”) acknowledges the importance of maintaining a robust risk management and internal control system within the Company and its subsidiaries (collectively referred to as the Group). The Board is pleased to present the following Statement on Risk Management and Internal Control (“the Statement”), which outlines the nature and scope of risk management and internal controls implemented by the Group during the financial year ended 31 December 2025.

This Statement has been prepared pursuant to Rule 15.26(b) of the ACE Market Listing Requirements (“AMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and Principle B of the Malaysian Code on Corporate Governance 2021 (“MCCG”), with guidance from the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers.

## Board’s Responsibility

The Board acknowledges its overall responsibility for maintaining a sound risk management and internal control system and for reviewing its adequacy and effectiveness, to safeguard shareholders’ investments and the Group’s assets. In discharging its stewardship responsibilities, the Board is fully committed to maintaining an appropriate risk management and internal control system, as well as reviewing its adequacy and effectiveness to provide assurance on the achievement of the Group’s objectives.

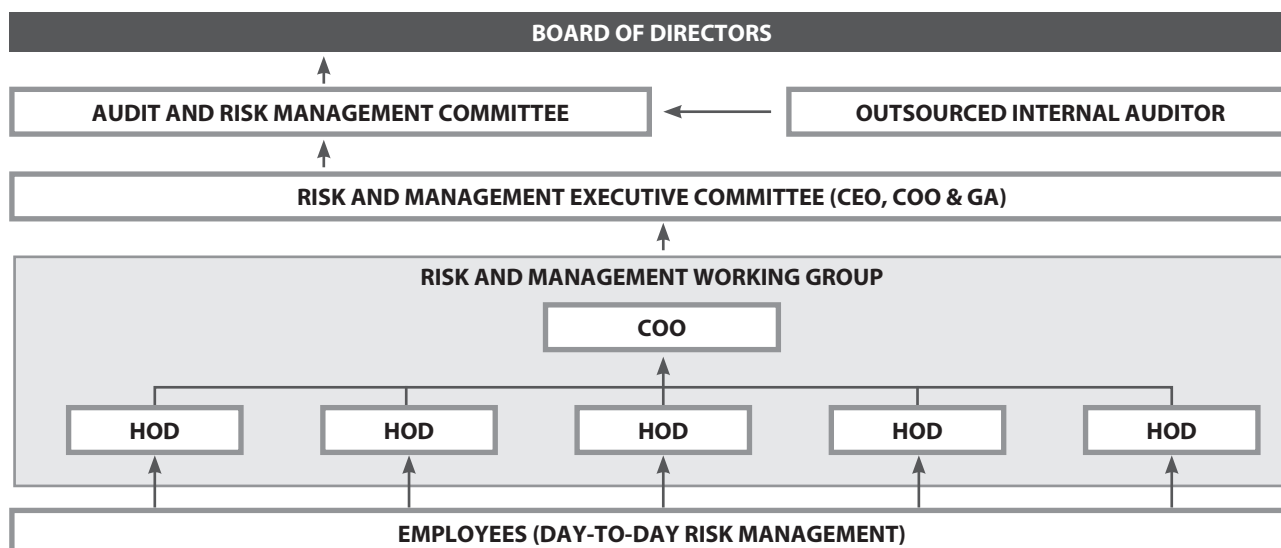
Given the inherent limitations in any risk management and internal control system, the system in place is designed to manage risks within tolerable, acceptable and knowledgeable limits in an efficient manner, rather than completely eliminate risks that could prevent the Group from realising its business objectives. Therefore, the system only provides reasonable, but not absolute, assurance against material misstatement, losses or fraudulent activities.

The Board has delegated the oversight of the risk management and the internal control functions to the Audit and Risk Management Committee (“ARMC”), which is comprised solely of Independent Non-Executive Directors. The ARMC is tasked with ensuring that a robust process is in place for identifying, evaluate critical risks' to identifying, evaluating and managing significant risks, overseeing the execution of that process, and ensuring continuous improvement as the business environment evolves.

On a periodic basis, the Board, via the ARMC, evaluates the adequacy and operating effectiveness of the risk management and internal control system and, where appropriate, requires the Management to implement pertinent controls to address emerging issues or areas of control deficiencies. This process has been in place throughout the financial year under review and up to the date of approval of this Statement for inclusion in this Annual Report.

## Risk Management Framework

The Group has established and adopted a Risk Management Framework to ensure a structured, consistent, and effective approach for identification, reporting and management of principal business risks as well as in ensuring the implementation, tracking and review of the effectiveness of mitigation actions for the risks identified. It sets out the risk management governance, guidelines, processes and control responsibilities in association with the Group’s business and operational requirements in order to maintain a sound control environment. The risk reporting structure is outlined as below:



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

### Risk Management Framework (Cont'd)

Summary of risk management activities during the financial year under review:

- Risk review meetings by the Risk Management Working Group to identify, assess and develop risk profile for the Group's key business risks across four key areas: strategic risks, operational risks, financial and reporting risks, and regulatory compliance risks. The risk assessment process considers the potential impact and likelihood of risk occurrence, the effectiveness of existing controls and the action plans implemented to manage risks at the desired level.
- Risk review meetings by the Risk Management Executive Committee to review the risk profiles developed by the Risk Management Working Group, deliberate on the action plans and formulate mitigation strategies.
- Annual Strategic Planning Exercise conducted with the participation of the Chief Executive Officer ("CEO"), Chief Operating Officer ("COO"), Chief Administration Officer ("CAO") and all Head of Departments to establish the Group's strategic direction and goals. This strategy planning process includes brainstorming session, Key Result Area ("KRA") and Key Performance Indicator ("KPI") setting, SWOT analysis and the development of mitigation strategies for key strategic and operational risks.
- Quarterly management meetings held to review the progress of strategic plans, assess business performance and provide updates on key risk issues.
- The assessment on financial and regulatory risk conducted by the Group Accountant ("GA") and COO to evaluate risks related to financial reporting, misappropriation of assets, credit risks, foreign currency risks, and corruption risks.
- The risk profiles developed by Risk Management Working Group are updated periodically and reported to the ARMC and Board to provide oversight of the Group's risk profile.

### Internal Control Framework

The salient elements of the Group's internal control framework are described below:

#### a. Organisation Structure and Limit of Authority

The Group has a well-defined organisational structure that outlines lines of responsibility, delegation of authority, segregation of duties and the flow of information. This structure aligns with the operational requirements of the business and establishes clear levels of accountability and responsibility for management functions.

The Group has also implemented authorisation limits and approval levels, including those requiring Board approval, ensuring that no single individual is granted unfettered authority.

#### b. Policies and Procedures

The Group has formalised and documented internal policies, standards and procedures to ensure compliance with internal controls, as well as relevant laws and regulations. These policies and procedures are periodically reviewed and enhanced to ensure their relevance and effectiveness.

#### c. Strategic Business Planning Process

The Group establishes business plans that articulate its objectives, strategies and targets. Business planning and budgeting are conducted annually to establish plans and targets against which performance is monitored on an ongoing basis.

#### d. Financial Performance Review

The preparation of periodic and annual financial results is monitored and reviewed by the ARMC, before being tabled for approval by the Board prior to being released to regulators and stakeholders whilst the full-year financial statements are audited by the external auditors and approved by the Board before their issuance to regulators and stakeholders.

#### e. Integrity and Ethical Value

The Board acknowledges that "tone from the top" is a key driver for healthy corporate culture and serves to form the bedrock of value creation. In respect to this, the Board adopts the Anti-Bribery and Corruption Policy and Code of Conduct and Ethics. The Whistle Blowing Policy is also established to provide avenue for the stakeholders to raise genuine concerns about possible improprieties in matters of financial reporting, compliance, malpractices and unethical business conduct such as bribery and corruption within the Group at the earliest opportunity and in an appropriate way.

#### f. Approval of The Annual Internal Audit Plan

Internal audit will be carried out based on the annual internal audit plan approved by the ARMC and takes into consideration feedback from the Management. During the financial year under review, the risk based internal audit plan covering identified areas was reviewed and approved by the ARMC.

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

### Internal Audit Function

The Group has outsourced its internal audit function to an independent professional firm, namely Messrs. Tan Yen Yeow & Company ("TYY"), to independently assess the adequacy, effectiveness and integrity of the Group's risk management and internal control system. The internal audit function reports directly and provides assurance to the ARMC through the execution of internal audit work based on a risk-based internal audit plan approved by the ARMC before the commencement of work. In fulfilling their duty, the internal audit function adopts a risk-based approach and adheres to a methodology in accordance to the International Professional Practices Framework ("IPPF") of The Institute of Internal Auditors. In carrying out its activities, the internal audit function has unrestricted access to the relevant records, personnel and physical properties of the Group.

The internal audit engagement by TYY is led by the director, Mr. Tan Yen Yeow, who is an approved company auditor and a Certified Internal Auditor ("CIA"). He provides overall direction for the internal audit engagement and is responsible for all stages of the internal audit work. He also maintains contact with the Management to ensure open communication is practised and all internal audit works are carried out effectively and in a timely manner. All the personnel deployed by TYY do not have any family relationship or conflicts of interest with the Group that could impair their objectivity and independence during the course of their work.

For the financial year ended 31 December 2025, the outsourced internal auditors conducted an internal audit focusing on purchasing, payables, payments, and sustainability reporting (common sustainability indicators). The observations noted during the internal audit, together with the recommendations, were reported to Management and subsequently presented to the ARMC. The total cost incurred for the internal audit function during the financial year under review was approximately RM30,000.

### Review by External Auditors

The external auditors, Messrs. TGS TW PLT, have reviewed this Statement pursuant to Rule 15.23 of the AMLR of Bursa Securities, for inclusion in this Annual Report for the financial year ended 31 December 2025.

The review of this Statement by the external auditors was performed in accordance with the scope set out in the Audit and Assurance Practice Guide 3 ("AAPG 3"), Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report, issued by the Malaysian Institute of Accountants ("MIA").

The external auditors have reported to the Board that nothing has come to their attention that caused them to believe that this Statement is not prepared, in all material aspects, in accordance with the disclosures required by Section 7 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers, nor is the Statement factually inaccurate.

AAPG 3 does not require the external auditors to consider whether this Statement covers all risk and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk and control procedures.

### Conclusion

For the financial year under review and up to the date of this Statement, the Board is of the view that the Group's overall risk management and internal control system is adequate and effective, in all material aspects, providing reasonable assurance to safeguard the interests of stakeholders and assets of the Group. There were no material weaknesses or deficiencies in the system of risk management and internal control that have directly resulted in any material loss to the Group.

The CEO and GA have, to the best of their knowledge and based on a review undertaken on the state of risk management and internal control, provided written assurance to the Board that the Group's risk management and internal control system, in all material aspects, is operating adequately and effectively based on the framework adopted by the Group.

The Board remains committed to continuously enhancing the Group's risk management and internal control framework in line with the evolving business environment.

This Statement is made in accordance with the resolution of the Board dated 26 March 2026.

## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

The Board of Directors (the "Board") of Agricore CS Holdings Berhad ("Agricore" or the "Company") is pleased to present the Audit and Risk Management Committee ("ARMC") Report for the financial year ended 31 December 2025 ("FYE 2025") in compliance with Paragraph 15.15 of the ACE Market Listing Requirements ("AMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities").

### Composition

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

Name	Designation	Directorate
Koay Hooi Lynn	Chairperson	Independent Non-Executive Director
Teh Boon Beng	Member	Independent Non-Executive Director
Lee Seow Ling	Member	Independent Non-Executive Director

The current composition of ARMC aligns with Step Up Practice 9.4 of the Malaysian Code on Corporate Governance ("MCCG"), which emphasises that the Audit Committee should comprise solely of Independent Directors. Furthermore, the current composition of ARMC also adheres to Practice 1.4 of the MCCG, which stipulates that the Chairman of the board should not be a member of the Audit Committee, Nomination Committee or Remuneration Committee.

The ARMC is chaired by Ms. Koay Hooi Lynn, who is distinct from the Chairman of the Board, effectively aligns with the provisions outlined in Practice 9.1 of the MCCG. In addition, Ms. Koay Hooi Lynn's membership in the Malaysian Institute of Accountants ("MIA") ensures compliance with the requirements of Paragraph 15.09(1)(c)(i) of the AMLR, which mandates that at least one member of the ARMC must be a MIA member.

All members of the ARMC possess financial literacy and competence, enabling them to understand matters falling within the purview of the ARMC, including the financial reporting process. They have the necessary expertise to review the Group's financial reporting process and information, ensuring that the financial reports accurately reflect the Group's actual performance.

By adhering to these guidelines and assembling a qualified and independent ARMC, the Group reinforces its commitment to good corporate governance and robust oversight of the financial reporting process.

### Meetings and Attendance

The ARMC held five (5) meeting during the FYE 2025. The attendance of the ARMC members is as follow:

Name	Attendance
Koay Hooi Lynn	5/5
Teh Boon Beng	5/5
Lee Seow Ling	5/5

During the FYE 2025, the Chief Financial Officer ("CFO") attended the meetings together with the Group Accountant ("GA"), along with other key personnel whom are invited to participate in the meetings, fostering direct communication channels that facilitate the clarification on audit issues, financial reports and operational matters of the Group. Representatives of the Internal Auditors and External Auditors are also invited to attend these meetings to present their respective reports.

The Company Secretary acts as secretary to the ARMC and attends all the ARMC meetings. Notice of meetings, together with most supporting documents were circulated to the ARMC members at least seven (7) days prior to the meeting, providing the ARMC with relevant and timely information for effective discussions during the meeting. The minutes of each ARMC meeting are accurately recorded reflecting the deliberations and decisions of the ARMC and are tabled for confirmation at the next ARMC meeting and subsequently presented to the Board for notation.

Through an annual evaluation, the Nominating Committee is satisfied that the ARMC and its members had discharged their functions, duties and responsibilities in accordance with its Terms of Reference during the financial year.

## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

### Terms of Reference

The Terms of Reference of the ARMC are published on the Company's website at <https://www.agricore.com.my/investor-relations/corporate-governance/>.

### Authority

The ARMC in the performance of its duties, is authorised by the Board, in accordance with a procedure determined by the Board and at the expense of the Company:

- a) have authority to investigate any matter within its terms of reference;
- b) have the resources which are required to perform its duties;
- c) have full and unrestricted access to any information pertaining to our Company;
- d) have direct communication channels with the External Auditors and person(s) carrying out the internal audit function or activity (if any);
- e) be able to obtain independent professional or other advice; and
- f) be able to convene meetings with the External Auditors, the Internal Auditors or both, excluding the attendance of other Directors and employees of the Company, whenever deemed necessary.

### Summary of Activities and Work of Audit and Risk Management Committee

#### 1. Financial Reporting

- Reviewed the Group's quarterly financial reports including the announcements in relation thereof, prior to recommending to the Board for its approval and release of the Group's financial results to Bursa Securities;

The review is to ensure that the Group's quarterly financial reporting and disclosures present a true and fair view of the Group's financial position and performance and in compliance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards as well as applicable disclosure enumerations of the AMLR and any other legal and regulatory requirements;

- Reviewed the audited financial statements of the Group prior to recommending the said statements for consideration and approval by the Board, to ensure that they presented a true and fair view of the Group's financial position and performance for the year and complied with regulatory requirements; and
- Discussed and reviewed the integrity of information, regulatory and accounting standards compliance in the audited financial statements and quarterly financial reports, considered and focused particularly on the following areas:
  - i) Changes in or implementation of major accounting policy or accounting standards;
  - ii) Significant matters or unusual events or transactions highlighted by the Management or the External Auditors including financial reporting issues and how these matters were addressed; and
  - iii) Management judgements and estimations made on the recognition, measurement and presentation of the financial statements.

#### 2. External Audit

- Discussed and reviewed with the External Auditors, Messrs. TGS TW PLT ("TGS"), the Audit Plan which covered the followings:-
  - a. Audit approach;
  - b. Key audit areas;
  - c. Accounting Standards Update;
  - d. Engagement Team; and
  - e. Proposed reporting schedules.
- Discussed and reviewed the External Auditors' audit report, key audit matters and the significant audit findings underlying their report. Noted that TGS has determined that there are no key audit matters to communicate in their report to the members of Agricore;

## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

### 2. External Audit (Cont'd)

- Noted that the External Auditors did not report any actual, suspected or alleged fraud or fraud or illegal act affecting the Group and there were no instances of non-compliance with laws and regulations;
- Held private discussion with the External Auditors without the presence of the Management to provide the External Auditors and the ARMC members an opportunity to discuss area of concern or additional matters;
- Reviewed and assessed the performance, suitability and independence of the External Auditors in carrying out statutory audit for the Group. The evaluation criteria include, amongst others, the quality of service, communication, adequacy of resources as well as the exercise of independence and objectivity;
- Received confirmation from the External Auditors that they were independent in accordance with TGS's requirements and the independence criteria promulgated by the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants (including International Independence Standards) and the By-Laws (on Professional Ethics, Conduct and Practice) of Malaysian Institute of Accountants throughout their audit engagement;
- Reviewed and approved the provision of non-audit services rendered by the External Auditors and their affiliates to ensure it was permissible for them to accept in line with the Group's policy on non-audit services and did not compromise the objectivity and independence of the External Auditors; and
- Undertaken an assessment of the suitability and independence of the External Auditors. It was concluded that based on the assessment, amongst others as set out below, the performance of TGS for the FYE 2025 was found satisfactory.

### 3. Risk Management and Internal Audit

- Reviewed and adopted a Risk Management Framework;
- Reviewed and approved the risk profiles developed by the Risk Management Working Group;
- Reviewed and approved the annual Internal Audit Plan as proposed by the Internal Auditors to ensure a reasonable scope of auditable areas was covered over the Group's activities and ensured that controls over key risk areas were audited;
- Reviewed the internal audit reports presented by the Internal Auditors which encompass the results of the internal audit assessments, recommendations and proposed enhancements suggested by the Internal Auditors, the respective Management personnel's responses and corrective actions taken by Management in addressing and resolving issues and ensuring that all issues were adequately addressed in a timely manner;
- Reviewed the implementation status of recommendations for outstanding audit findings to ensure all key risks and controls issues were addressed;
- Reviewed the adequacy, function, competency and performance of the Internal Auditors and ensured that they had the necessary authority to perform their work;
- Reviewed adequacy and effectiveness of the Group's internal controls system and provide reasonable assurance on the Group's system of internal control with the objective to minimise potential occurrence of fraud and material misstatement or error;
- Reviewed whistleblowing cases, if any, and Management's responses and resolutions thereon. During the FYE 2025, there were no unethical or corrupt practices reported to the designated officers via the reporting channel for whistleblowing established by the Company; and
- Reviewed and approved the appointment and the fees of the outsourced Internal Auditors.

### 4. Recurrent Related Party Transactions

- The ARMC took note that there is no recurrent related party transactions ("RRPT") of a revenue or trading nature entered into by the Group in FYE 2025;

## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

### Summary of Activities and Work of Audit and Risk Management Committee (Cont'd)

#### 5. Conflict of Interest

- Reviewed conflict of interest ("COI") situations that arose or persist (in addition to those that may arise) and the measures taken to resolve, eliminate, or mitigate the COI; and
- The ARMC is pleased to report that, following a diligent review, no significant conflicts of interest were identified that could compromise the integrity of our decision-making processes or impact the Group's financial well-being during FYE 2025.

#### 6. Other Activities

- Reviewed the ARMC Report and Statement on Risk Management and Internal Control, and recommended the same for Board's approval prior to inclusion in the Annual Report.

### Summary of Work of Internal Auditors

The ARMC obtains reasonable assurance on the effectiveness of the Group's system of internal controls via the internal audit function which is responsible for the regular review and appraisal of the effectiveness of the risk management, system of internal controls and governance processes of the Group.

The Group's internal audit function has been outsourced to a reputable professional service provider firm which assists the ARMC and the Board in evaluating the Group's risk management and internal control system so as to provide independent assurance on the adequacy and effectiveness of risk management, internal controls and governance processes of the Group.

The Internal Auditors performed its audit assignments based on the annual internal audit plan approved by the ARMC. The internal audit reports presented by the Internal Auditors for the FYE 2025 covered the scope of purchasing, payables, payments, and sustainability reporting (common sustainability indicators).

The total fee paid for the outsourcing of the internal audit function for the financial year ended 31 December 2025 was approximately RM30,000.

Further details on the internal audit function are reported in the Statement on Risk Management and Internal Control of this Annual Report.

This Statement is made in accordance with a Board resolution dated 26 March 2026.

## DIRECTORS' RESPONSIBILITY STATEMENT

Pursuant to Chapter 15 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, the Board of Directors ("Board") wishes to issue a statement explaining the Board's responsibility for preparing the annual audited financial statements.

Directors are required by the Companies Act 2016 ("the Act") and the relevant regulations to prepare the financial statements for each financial year which have been made out in accordance with applicable Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Act.

In preparing the financial statements, the Board has:

- adopted appropriate accounting policies and applied them consistently;
- made judgements and estimates that are reasonable and prudent;
- prepared the financial statements on a going concern basis; and
- ensure compliance with all applicable accounting standards in Malaysia.

It is the responsibility of the Board to ensure that the financial statements give a true and fair view of the state of affairs of the Group and of the Company at the end of the financial year, and of the results and cash flows of the Group and of the Company for the financial year.

The Board is responsible to ensure that the Group and the Company keep accounting records which disclose the financial position of the Group and of the Company with reasonable accuracy to ensure that the financial statements comply with the Act.

The Board is also responsible for taking such steps to safeguard the assets of the Group and of the Company and to detect and prevent fraud and other irregularities.

## ADDITIONAL COMPLIANCE INFORMATION

### 1. Utilisation of proceeds from Initial Public Offering (“IPO”)

The Company was listed on the ACE Market of Bursa Malaysia Securities Berhad on 21 June 2024 (“Listing”). In conjunction with the Listing, the Company undertook a public issue of 51,714,000 new ordinary shares at an issue price of RM0.50 per share, raising total gross proceeds of approximately RM25.86 million (“IPO Proceeds”).

As at 31 December 2025, the utilisation of the IPO Proceeds is as follows:

Details of utilisation of IPO Proceeds	Proposed utilisation	Percentage of utilisation	Actual utilisation	Balance to be utilised	Estimated timeframe for utilisation from the date of listing <sup>(1)</sup>
	RM'000	%	RM'000	RM'000	
Setup of a regional storage facility	2,650	10.3	2,650	-	Within 12 months
Purchase of inventories	18,929	73.2	18,929	-	Within 12 months
Recruitment of staff	578	2.2	578	-	Within 12 months
Estimated listing expenses	3,700	14.3	3,700	-	Within 1 month
	<b>25,857</b>	<b>100.0</b>	<b>25,857</b>	<b>-</b>	

(1) The utilisation of IPO Proceeds as disclosed above should be read in conjunction with the Prospectus of the Company dated 30 May 2024.

### 2. Audit and Non-Audit Fees

The amount of audit and non-audit fees paid or payable to the External Auditors and its affiliated firms for the services rendered by them to the Company and Group respectively for the financial year ended 31 December 2025, were as follows:

Type of fees	Group (RM'000)	Company (RM'000)
Audit fees – statutory audit	87.5	30
Non – Audit fees	5	5

### 3. Material Contracts

There was no material contracts entered into by the Company and its subsidiaries involving the interest of the directors, chief executive who is not a director or major shareholders, either still subsisting at the end of the financial year end or entered into since the end of the previous year.

### 4. Recurrent Related Party Transaction

There were no recurrent related party transactions undertaken by the Group during the financial year ended 31 December 2025.

# Financial Statements

<b>67</b>	Directors' Report
<b>73</b>	Statement by Directors
<b>74</b>	Statutory Declaration
<b>75</b>	Independent Auditors' Report
<b>81</b>	Statements of Financial Position
<b>83</b>	Statements of Profit or Loss and Other Comprehensive Income
<b>85</b>	Statements of Changes In Equity
<b>89</b>	Statements of Cash Flows
<b>93</b>	Notes to the Financial Statements



## DIRECTORS' REPORT

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

### Principal Activities

The principal activity of the Company is investment holding. The principal activities of its subsidiary companies are disclosed in Note 5 to the financial statements.

### Financial Results

	<b>Group RM</b>	<b>Company RM</b>
Profit for the financial year, attributable to owners of the Company	<u>3,610,079</u>	<u>2,043,690</u>

### Reserves and Provisions

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

### Dividends

Since the end of the last financial year, the Company paid:

	<b>RM</b>
An interim single-tier dividend of RM0.01 per ordinary share in respect of the financial year ended 31 December 2025 was paid on 30 September 2025	<u>2,028,000</u>

The Board of Directors does not recommend any final dividend in respect of the current financial year.

## DIRECTORS' REPORT (CONT'D)

### Issue of Shares and Debentures

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

### Options Granted Over Unissued Shares

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

### Directors

The Directors in office during the financial year until the date of this report are:

Oon Boon Khong *	
Koay Hooi Lynn	
Lee Seow Ling	
Teh Boon Beng	
Ng Pei Jin *	(Appointed on 2 September 2025)
Wong Pak Yii	(Appointed on 2 September 2025)
Fu Yew Sun	(Resigned on 31 August 2025)
Datuk Keh Chuan Seng *	(Resigned on 22 March 2025)

The Directors who held office in the subsidiary companies (excluding Directors who are also the Directors of the Company) during the financial year up to the date of this report:

Datin Cheong Kai Meng	(Resigned on 29 August 2025)
-----------------------	------------------------------

\* *Director of the Company and its subsidiary companies*

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

## DIRECTORS' REPORT (CONT'D)

**Directors' Interests in Shares**

The interests in the shares of the Company and of its related corporations (other than wholly-owned subsidiary companies) of those who were Directors at financial year end according to the Register of Directors' Shareholdings are as follows:

	Number of ordinary shares			
	At 1.1.2025/ At date of appointment	Bought	Sold	At 31.12.2025
<b>Interests in the Company</b>				
<i>Direct interests</i>				
Oon Boon Khong	60,707,400	5,151,000	(2,020,000)	63,838,400
Koay Hooi Lynn	50,000	-	(600)	49,400
Ng Pei Jin	2,520,000	-	-	2,520,000
Wong Pak Yii	-	311,500	-	311,500
<i>Deemed interests</i>				
Oon Boon Khong *	470,000	2,050,000	(2,520,000)	-

\* *Cessation of deemed interests in shares held by spouse, pursuant to her appointment as Executive Director of the Company.*

By virtue of their interest in the shares of the Company, Oon Boon Khong is also deemed interested in the shares of all the subsidiary companies during the financial year to the extent that the Company has an interest under Section 8 of the Companies Act 2016.

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

**Directors' Benefits**

Since the end of the previous financial year, no Director of the Company has received or become entitled to receive a benefit (other than a benefit included in the aggregate amount of remuneration received or due and receivable by Directors as 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.

## DIRECTORS' REPORT (CONT'D)

### Directors' Benefits (Cont'd)

The details of the Directors' remuneration for the financial year ended 31 December 2025 are set out below:

	<b>Group RM</b>	<b>Company RM</b>
Short-term employee benefits	823,163	131,000
Defined contribution plans	68,064	-
Social security contributions	1,857	-
	<u>893,084</u>	<u>131,000</u>

Neither during nor at the end of the financial year, was the Company a party to any arrangement whose object was to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

### Indemnity and Insurance Costs

During the financial year, the total amount of indemnity coverage and insurance premium paid for the Directors and certain officers of the Company were RM3,000,000 and RM9,300 respectively. No indemnity was given to or insurance effected for auditors of the Group during the financial year.

### Other Statutory Information

- (a) Before the financial statements of the Group and of the Company were prepared, the Directors took reasonable steps:
- (i) to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and satisfied themselves that adequate allowance had been made for doubtful debts and there were no bad debts to be written off; and
  - (ii) to ensure that any current assets which were unlikely to be realised in the ordinary course of the business including the value of current assets as shown in the accounting records of the Group and of the Company have been written down to an amount which the current assets might be expected so to realise.

## DIRECTORS' REPORT (CONT'D)

### Other Statutory Information (Cont'd)

- (b) At the date of this report, the Directors are not aware of any circumstances:
- (i) which would render it necessary to write off any bad debts or the amount of the allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or
  - (ii) which would render the values attributed to current assets in the financial statements of the Group and of the Company misleading; or
  - (iii) not otherwise dealt with in this report or the financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading; or
  - (iv) which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (c) At the date of this report, there does not exist:
- (i) any charge on the assets of the Group and of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or
  - (ii) any contingent liability of the Group or of the Company which has arisen since the end of the financial year.
- (d) In the opinion of Directors:
- (i) no contingent liability or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due;
  - (ii) the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and
  - (iii) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made.

## DIRECTORS' REPORT (CONT'D)

**Subsidiary Companies**

The details of the subsidiary companies are disclosed in Note 5 to the financial statements.

**Auditors**

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

The details of auditors' remuneration for the financial year are as follows:

	<b>Group RM</b>	<b>Company RM</b>
Audit fees	87,500	30,000
Non-audit fees	5,000	5,000
	<u>92,500</u>	<u>35,000</u>

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 26 March 2026.

---

TEH BOON BENG

---

OON BOON KHONG

PENANG

## STATEMENT BY DIRECTORS

Pursuant to Section 251 (2) of the Companies Act 2016

We, the undersigned, being two of the Directors of the Company, do hereby state that, in the opinion of the Directors, the financial statements set out on pages 81 to 141 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025 and of their financial performance and cash flows for the financial year then ended.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 26 March 2026.

---

TEH BOON BENG

---

OON BOON KHONG

PENANG

## STATUTORY DECLARATION

Pursuant to Section 251(1)(b) of the Companies Act 2016

I, OON BOON KHONG (NRIC NO.: 740822-07-5137), being the Director primarily responsible for the financial management of Agricore CS Holdings Berhad, do solemnly and sincerely declare that to the best of my knowledge and belief, the financial statements set out on pages 81 to 141 are correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by the )  
abovenamed at George Town in the State )  
of Penang on 26 March 2026 )

\_\_\_\_\_  
OON BOON KHONG

Before me,

\_\_\_\_\_  
KEVIN A/L M ANTHONY DASS (P210)

Commissioner for Oaths

# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AGRICORE CS HOLDINGS BERHAD

202301018008 (1511930-P) (Incorporated in Malaysia)

## Report on the Audit of the Financial Statements

### Opinion

We have audited the financial statements of Agricore CS Holdings Berhad, which comprise the statements of financial position as at 31 December 2025 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 81 to 141.

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 December 2025, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

### Basis for Opinion

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

# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AGRICORE CS HOLDINGS BERHAD (CONT'D)

202301018008 (1511930-P) (Incorporated in Malaysia)

## **Basis for Opinion (Cont'd)**

### *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”), as applicable to audits of financial statements of public interest entities and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

## **Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current financial year. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate in our 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 other information and we do not express any form of assurance conclusion thereon.

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

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

# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AGRICORE CS HOLDINGS BERHAD (CONT'D)

202301018008 (1511930-P) (Incorporated in Malaysia)

## **Responsibilities of the Directors for the Financial Statements**

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

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

## **Auditors' Responsibilities for the Audit of the Financial Statements**

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

# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AGRICORE CS HOLDINGS BERHAD (CONT'D)

202301018008 (1511930-P) (Incorporated in Malaysia)

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

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

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

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AGRICORE CS HOLDINGS BERHAD (CONT'D)

202301018008 (1511930-P) (Incorporated in Malaysia)

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

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

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

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

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

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

# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF AGRICORE CS HOLDINGS BERHAD (CONT'D)

202301018008 (1511930-P) (Incorporated in Malaysia)

## Other Matters

1. The financial statements of the Group and of the Company for the financial year ended 31 December 2024 were audited by another firm of Chartered Accountants who expressed an unmodified opinion on those statements on 27 March 2025.
2. This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

TGS TW PLT  
202106000004 (LLP0026851-LCA) & AF002345  
Chartered Accountants

TEOH CHEY YEAT  
03447/08/2027 J  
Chartered Accountant

PENANG  
26 March 2026

## STATEMENTS OF FINANCIAL POSITION

### AS AT 31 DECEMBER 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>ASSETS</b>					
<b>Non-current assets</b>					
Property, plant and equipment	3	18,259,163	13,137,637	4,590	5,141
Right-of-use assets	4	4,907,637	4,813,180	-	-
Investment in subsidiary companies	5	-	-	43,357,895	43,357,895
Other investments	6	2,990,860	-	2,990,860	-
		<u>26,157,660</u>	<u>17,950,817</u>	<u>46,353,345</u>	<u>43,363,036</u>
<b>Current assets</b>					
Inventories	7	22,991,276	24,746,577	-	-
Trade receivables	8	20,122,771	20,273,626	-	-
Other receivables	9	1,587,641	585,110	1,000	1,000
Tax recoverable		1,315,250	1,222,960	-	-
Deposits, cash and bank balances	10	15,904,693	21,531,577	3,385,378	5,793,316
		<u>61,921,631</u>	<u>68,359,850</u>	<u>3,386,378</u>	<u>5,794,316</u>
<b>Total assets</b>		<u>88,079,291</u>	<u>86,310,667</u>	<u>49,739,723</u>	<u>49,157,352</u>

## STATEMENTS OF FINANCIAL POSITION (CONT'D)

### AS AT 31 DECEMBER 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>EQUITY</b>					
Share capital	11	48,390,146	48,390,146	48,390,146	48,390,146
Reserves	12	8,146,913	6,057,434	1,254,938	731,848
<b>Total equity</b>		<b>56,537,059</b>	<b>54,447,580</b>	<b>49,645,084</b>	<b>49,121,994</b>
<b>LIABILITIES</b>					
<b>Non-current liabilities</b>					
Loans and borrowings	13	10,048,609	6,185,172	-	-
Lease liabilities	14	1,897,849	1,966,433	-	-
Deferred tax liabilities	15	596,736	667,445	309	-
Deferred income on government grants	16	327,040	375,098	-	-
		<b>12,870,234</b>	<b>9,194,148</b>	<b>309</b>	<b>-</b>
<b>Current liabilities</b>					
Loans and borrowings	13	9,454,367	11,103,055	-	-
Lease liabilities	14	979,386	897,668	-	-
Trade payables	17	5,007,243	8,868,228	-	-
Other payables	18	2,823,034	1,413,665	86,668	35,358
Contract liabilities	19	390,294	232,750	-	-
Tax payable		17,674	153,573	7,662	-
		<b>18,671,998</b>	<b>22,668,939</b>	<b>94,330</b>	<b>35,358</b>
<b>Total liabilities</b>		<b>31,542,232</b>	<b>31,863,087</b>	<b>94,639</b>	<b>35,358</b>
<b>Total equity and liabilities</b>		<b>88,079,291</b>	<b>86,310,667</b>	<b>49,739,723</b>	<b>49,157,352</b>

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

## STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
Revenue	20	136,074,548	143,962,115	2,500,000	4,000,000
Cost of sales		<u>(117,789,500)</u>	<u>(128,156,566)</u>	<u>-</u>	<u>-</u>
<b>Gross profit</b>		18,285,048	15,805,549	2,500,000	4,000,000
Other income		798,381	682,035	111,097	176,128
Administrative and general expenses		(8,564,738)	(10,609,666)	(504,533)	(3,432,160)
Selling and distribution expenses		(4,672,765)	(4,506,875)	-	-
Net loss on impairment on financial instruments		<u>(156,908)</u>	<u>-</u>	<u>-</u>	<u>-</u>
<b>Profit from operations</b>		5,689,018	1,371,043	2,106,564	743,968
Finance costs	21	<u>(998,674)</u>	<u>(1,269,983)</u>	<u>-</u>	<u>-</u>
<b>Profit before tax</b>	22	4,690,344	101,060	2,106,564	743,968
Taxation	23	<u>(1,080,265)</u>	<u>(820,319)</u>	<u>(62,874)</u>	<u>-</u>
<b>Profit/(Loss) for the financial year</b>		<u>3,610,079</u>	<u>(719,259)</u>	<u>2,043,690</u>	<u>743,968</u>

## STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME (CONT'D)

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>Other comprehensive income</b>					
<i>Items that will not be reclassified to profit or loss</i>					
Net change in fair value of equity instruments designated at fair value through other comprehensive income ("FVTOCI")		507,400	-	507,400	-
		<u>507,400</u>	<u>-</u>	<u>507,400</u>	<u>-</u>
<b>Total comprehensive income/(loss) for the financial year</b>		<u>4,117,479</u>	<u>(719,259)</u>	<u>2,551,090</u>	<u>743,968</u>
<b>Profit/(Loss) for the financial year attributable to:</b>					
Owners of the Company		<u>3,610,079</u>	<u>(719,259)</u>	<u>2,043,690</u>	<u>743,968</u>
<b>Total comprehensive income/(loss) for the financial year attributable to:</b>					
Owners of the Company		<u>4,117,479</u>	<u>(719,259)</u>	<u>2,551,090</u>	<u>743,968</u>
<b>Earnings per share (sen)</b>					
Basic earnings/(loss) per share	24(a)	<u>1.78</u>	<u>(0.40)</u>		
Diluted earnings/(loss) per share	24(b)	<u>1.78</u>	<u>(0.40)</u>		

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

## STATEMENTS OF CHANGES IN EQUITY

### FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

Group	Note	Attributable to owners of the Company					Total equity RM
		Share capital RM	Non-distributable Invested capital RM	Reorganisation reserve RM	Fair value reserve RM	Distributable Retained earnings RM	
<b>At 1 January 2025</b>		48,390,146	-	(13,357,895)	-	19,415,329	54,447,580
Profit for the financial year		-	-	-	-	3,610,079	3,610,079
Net changes in fair value of equity investments designated at FVTOCI		-	-	-	507,400	-	507,400
Total comprehensive income for the financial year		-	-	-	507,400	3,610,079	4,117,479
<b>Transactions with owners:</b>							
Dividends to owners of the Company	27	-	-	-	-	(2,028,000)	(2,028,000)
<b>At 31 December 2025</b>		48,390,146	-	(13,357,895)	507,400	20,997,408	56,537,059

## STATEMENTS OF CHANGES IN EQUITY (CONT'D)

### FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

Group	Note	Attributable to owners of the Company				
		Non-distributable		Distributable		Total equity RM
		Share capital RM	Invested capital RM	Reorganisation reserve RM	Retained earnings RM	
<b>At 1 January 2024</b>		2	10,000,000	-	20,134,588	30,134,590
Loss for the financial year, representing total comprehensive loss for the financial year		-	-	-	(719,259)	(719,259)
<b>Transactions with owners:</b>						
Issuance of shares for the acquisition of the subsidiaries	11	23,357,895	-	-	-	23,357,895
Adjustment on the acquisition of subsidiaries	11	-	(10,000,000)	(13,357,895)	-	(23,357,895)
Issuance of shares for the public issue	11	25,857,000	-	-	-	25,857,000
Share issuance expenses	11	(824,751)	-	-	-	(824,751)
<b>At 31 December 2024</b>		48,390,144	(10,000,000)	(13,357,895)	-	25,032,249
		48,390,146	-	(13,357,895)	19,415,329	54,447,580

**STATEMENTS OF CHANGES IN EQUITY (CONT'D)**  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	Non-distributable		Distributable	Total equity RM
		Share capital RM	Fair value reserve RM	Retained earnings RM	
<b>Company</b>					
<b>At 1 January 2025</b>		48,390,146	-	731,848	49,121,994
Profit for the financial year		-	-	2,043,690	2,043,690
Net changes in fair value of equity investments designated at FVTOCI		-	507,400	-	507,400
Total comprehensive income for the financial year		-	507,400	2,043,690	2,551,090
<b>Transactions with owners:</b>					
Dividends to the owners of the Company	27	-	-	(2,028,000)	(2,028,000)
<b>At 31 December 2025</b>		<b>48,390,146</b>	<b>507,400</b>	<b>747,538</b>	<b>49,645,084</b>

**STATEMENTS OF CHANGES IN EQUITY (CONT'D)**  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

		<u>Non- distributable</u>	<u>Distributable</u> (Accumulated losses)/	
	Note	Share capital RM	Retained earnings RM	Total equity RM
<b>Company</b>				
<b>At 1 January 2024</b>		2	(12,120)	(12,118)
Profit for the financial year, representing total comprehensive income for the financial year		-	743,968	743,968
<b>Transactions with owners:</b>				
Issuance of shares for acquisitions of subsidiaries	11	23,357,895	-	23,357,895
Issuance of shares for the public issue	11	25,857,000	-	25,857,000
Share issuance expenses	11	(824,751)	-	(824,751)
		48,390,144	-	48,390,144
<b>At 31 December 2024</b>		<u>48,390,146</u>	<u>731,848</u>	<u>49,121,994</u>

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

## STATEMENT OF CASH FLOWS

### FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Cash flows from operating activities</b>				
Profit before tax	4,690,344	101,060	2,106,564	743,968
Adjustments for:				
Amortisation of deferred income	(48,058)	(30,970)	-	-
Depreciation of:				
- property, plant and equipment	1,291,990	1,188,299	551	367
- right-of-use assets	947,368	548,087	-	-
Impairment losses on trade receivables	156,908	-	-	-
Loss on disposal of property, plant and equipment	-	765	-	-
Property, plant and equipment written off	574	639	-	-
Interest income	(280,611)	(324,395)	(111,097)	(176,128)
Finance costs	998,674	1,269,983	-	-
Inventories written off	93,916	64,628	-	-
Unrealised gain on foreign exchange	(46,103)	(1,903)	-	-
Operating profit before working capital changes	7,805,002	2,816,193	1,996,018	568,207
Changes in working capital:				
Inventories	1,661,385	(2,110,474)	-	-
Receivables	(1,030,798)	(609,925)	-	(1,000)
Payables	(2,594,054)	(1,798,667)	51,310	23,238
Contract liabilities	157,544	232,750	-	-
Cash generated from/(used in) from operations	5,999,079	(1,470,123)	2,047,328	590,445

**STATEMENT OF CASH FLOWS (CONT'D)**  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>Cash flows from operating activities (Cont'd)</b>					
Cash generated from/(used in) from operations (Cont'd)		5,999,079	(1,470,123)	2,047,328	590,445
Interest received		150,232	324,395	111,097	176,128
Tax paid		(1,379,163)	(2,141,521)	(54,903)	-
Net cash from/(used in) operating activities		<u>4,770,148</u>	<u>(3,287,249)</u>	<u>2,103,522</u>	<u>766,573</u>
<b>Cash flows from investing activities</b>					
Acquisition of property, plant and equipment	3(a)	(1,442,018)	(1,502,088)	-	(5,508)
Acquisition of right-of-use assets	4(a)	(311,297)	(28,812)	-	-
Acquisition of other investments		(2,483,460)	-	(2,483,460)	-
Grant received		-	200,000	-	-
Proceeds from disposal of property, plant and equipment		-	19,000	-	-
Subscription for preference shares in a subsidiary company		-	-	-	(20,000,000)
Net cash used in investing activities		<u>(4,236,775)</u>	<u>(1,311,900)</u>	<u>(2,483,460)</u>	<u>(20,005,508)</u>

**STATEMENT OF CASH FLOWS (CONT'D)**  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>Cash flows from financing activities</b>					
Changes in term deposits pledged as security		(244,000)	(790,222)	-	-
Dividends paid	27	(2,028,000)	-	(2,028,000)	-
Repayment of:	26				
- bankers' acceptances		(1,392,000)	(7,806,000)	-	-
- term loans		(855,751)	(830,247)	-	-
Payment of lease liabilities	A	(964,466)	(506,666)	-	-
Interest paid		(998,674)	(1,269,983)	-	-
Issuance of shares	11(a)	-	25,857,000	-	25,857,000
Share issuance expenses	11(a)	-	(824,751)	-	(824,751)
Net cash (used in)/from financing activities		<u>(6,482,891)</u>	<u>13,829,131</u>	<u>(2,028,000)</u>	<u>25,032,249</u>
<b>Net (decrease)/increase in cash and cash equivalents</b>		<b>(5,949,518)</b>	<b>9,229,982</b>	<b>(2,407,938)</b>	<b>5,793,314</b>
Effect of exchange translation differences on cash and cash equivalents		(51,745)	1,903	-	-
<b>Cash and cash equivalents at the beginning of the financial year</b>		<u>16,595,857</u>	<u>7,363,972</u>	<u>5,793,316</u>	<u>2</u>
<b>Cash and cash equivalents at the end of the financial year</b>	10	<u>10,594,594</u>	<u>16,595,857</u>	<u>3,385,378</u>	<u>5,793,316</u>

STATEMENT OF CASH FLOWS (CONT'D)  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

**A. Cash outflows for leases as a lessee**

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>Included in net cash from/(used in) operating activities</b>					
Payment relating to low-value assets		(9,900)	(7,895)	-	-
Payment relating to short-term leases		(77,625)	(369,672)	-	-
<b>Included in net cash (used in)/from financing activities</b>					
Interest paid in relation to lease liabilities	21	(121,581)	(71,480)	-	-
Payment of lease liabilities	26	(964,466)	(506,666)	-	-
<b>Total cash outflows for leases</b>		<b>(1,173,572)</b>	<b>(955,713)</b>	<b>-</b>	<b>-</b>

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

# NOTES TO THE FINANCIAL STATEMENTS

31 DECEMBER 2025

## 1. Corporate Information

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

The principal place of business of the Company is located at 1173, Jalan Perindustrian Bukit Minyak 2, Kawasan Perindustrian Bukit Minyak, 14100 Bukit Mertajam, Penang.

The registered office of the Company was located at 57-G, Persiaran Bayan Indah, Bayan Bay, Sungai Nibong, 11900 Bayan Lepas, Penang. With effect from 4 July 2025, the Company's registered office has been relocated to Suite 18.05, MWE Plaza, No. 8, Lebuhraya Farquhar, 10200 George Town, Penang.

The principal activity of the Company is investment holding. The principal activities of its subsidiary companies are disclosed in Note 5 to the financial statements. There have been no significant changes in the nature of these activities of the Company and its subsidiary companies during the financial year.

## 2. Basis of Preparation

### (a) Statement of compliance

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

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

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

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**2. Basis of Preparation (Cont'd)****(a) Statement of compliance (Cont'd)****(i) Adoption of amended standards**

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

Amendments to MFRS 121 Lack of Exchangeability

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

**(ii) Standards issued but not yet effective**

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

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

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**2. Basis of Preparation (Cont'd)****(a) Statement of compliance (Cont'd)****(ii) Standards issued but not yet effective (Cont'd)**

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

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

**(b) Functional and presentation currency**

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

**(c) Significant accounting judgements, estimates and assumptions**

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

**Judgements**

The following are the judgements made by management in the process of applying the Group's and the Company's accounting policies that have the most significant effect on the amounts recognised in the financial statements:

**Determining the lease term of contracts with renewal option - Group as lessee**

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised.

The Group has several lease contracts that include extension option. The Group applies judgement in evaluating whether it is reasonably certain or not to exercise the option to renew the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew.

The Group includes the renewal period as part of the lease term for leases of building. The Group typically exercises its option to renew for these leases with renewal option.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**2. Basis of Preparation (Cont'd)****(c) Significant accounting judgements, estimates and assumptions (Cont'd)****Key sources of estimation uncertainty**

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

Useful lives of property, plant and equipment and right-of-use (“ROU”) assets

The Group and the Company regularly review the estimated useful lives of property, plant and equipment and ROU assets based on factors such as business plan and strategies, expected level of usage and future technological developments. Future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned above. A reduction in the estimated useful lives of property, plant and equipment and ROU assets would increase the recorded depreciation and decrease the value of property, plant and equipment and ROU assets. The carrying amount at the reporting date for property, plant and equipment and ROU assets are disclosed in Notes 3 and 4 respectively.

Inventories valuation

Inventories are measured at the lower of cost and net realisable value. The Group estimates the net realisable value of inventories based on an assessment of expected selling prices. Demand levels and pricing competition could change from time to time. If such factors result in an adverse effect on the Group's products, the Group might be required to reduce the value of its inventories. Details of the inventories are disclosed in Note 7.

Deferred tax assets

Deferred tax assets are recognised for all unutilised tax losses, unutilised capital allowances and other deductible temporary differences to the extent that it is probable that taxable profit will be available against which the unused tax losses, unutilised capital allowances and other deductible temporary differences can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies. The carrying amount of unrecognised deferred tax assets are disclosed in Note 15.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**2. Basis of Preparation (Cont'd)****(c) Significant accounting judgements, estimates and assumptions (Cont'd)****Key sources of estimation uncertainty (Cont'd)**Determination of transaction prices

The Group and the Company are required to determine the transaction price in respect of each of its contracts with customers. In making such judgement the Group and the Company assess the impact of any variable consideration in the contract due to discounts or penalties in the contract.

There is no estimation required in determining the transaction price, as revenue from sale of goods are based on invoiced values. Discounts are not considered as they are only given in rare circumstances.

Provision for expected credit losses of financial assets at amortised cost

The Group reviews the recoverability of its receivables, including trade and other receivables at each reporting date to assess whether an impairment loss should be recognised. The impairment provisions for receivables are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions at the end of each reporting period.

The Group uses a provision matrix to calculate expected credit loss for trade and other receivables. The provision rates are based on number of days past due.

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and expected credit loss is a significant estimate. The Group's historical credit loss experience and forecast of economic conditions may not be representative of customer's actual default in the future. Information about the expected credit loss on the Group's receivables is disclosed in Notes 8 and 9.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 31 DECEMBER 2025

#### 2. Basis of Preparation (Cont'd)

##### (c) Significant accounting judgements, estimates and assumptions (Cont'd)

###### Key sources of estimation uncertainty (Cont'd)

###### Discount rate used in leases

Where the interest rate implicit in the lease cannot be readily determined, the Group uses the incremental borrowing rate to measure the lease liabilities. The incremental borrowing rate is the interest rate that the Group would have to pay to borrow over a similar term, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. Therefore, the incremental borrowing rate requires estimation, particularly when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Group estimates the incremental borrowing rate using observable inputs when available and is required to make certain entity-specific estimates.

###### Income taxes

Judgement is involved in determining the provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business.

The Group and the Company recognise liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these tax matters is different from the amounts that were initially recognised, such differences will impact the income tax and/or deferred tax provisions in the period in which such determination is made. As at 31 December 2025, the Group and the Company have tax payable of RM17,674 (2024: RM153,573) and RM7,662 (2024: RMNil) respectively and tax recoverable of the Group amounting to RM1,315,250 (2024: RM1,222,960).

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

## 3. Property, Plant and Equipment

Group Cost	Freehold	Buildings	Cold room	Furniture, fittings and equipment	Motor vehicles	Plant and machinery	Total
	land RM	RM	RM	RM	RM	RM	RM
At 1 January 2024	-	8,793,407	744,688	1,440,414	1,659,842	5,613,569	18,251,920
Additions	-	-	-	259,961	544,207	697,920	1,502,088
Disposals	-	-	-	-	(69,760)	-	(69,760)
Written off	-	-	-	(890)	-	(190)	(1,080)
At 31 December 2024	-	8,793,407	744,688	1,699,485	2,134,289	6,311,299	19,683,168
Additions	3,469,195	2,251,227	-	53,248	280,898	112,450	6,167,018
Written off	-	-	-	(841)	-	-	(841)
Transfer from right-of-use assets (Note 4)	-	-	-	-	356,000	-	356,000
At 31 December 2025	3,469,195	11,044,634	744,688	1,751,892	2,771,187	6,423,749	26,205,345

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

## 3. Property, Plant and Equipment (Cont'd)

	Freehold land RM	Buildings RM	Cold room RM	Furniture, fittings and equipment RM	Motor vehicles RM	Plant and machinery RM	Total RM
<b>Accumulated depreciation</b>							
At 1 January 2024	-	1,011,023	446,813	940,873	877,267	2,131,692	5,407,668
Charge for the financial year	-	171,554	74,469	165,724	170,259	606,293	1,188,299
Disposals	-	-	-	-	(49,995)	-	(49,995)
Written off	-	-	-	(252)	-	(189)	(441)
At 31 December 2024	-	1,182,577	521,282	1,106,345	997,531	2,737,796	6,545,531
Charge for the financial year	-	171,554	74,469	162,542	200,506	682,919	1,291,990
Written off	-	-	-	(267)	-	-	(267)
Transfer from right-of-use assets (Note 4)	-	-	-	-	108,928	-	108,928
At 31 December 2025	-	1,354,131	595,751	1,268,620	1,306,965	3,420,715	7,946,182
<b>Carrying amount</b>							
At 31 December 2025	3,469,195	9,690,503	148,937	483,272	1,464,222	3,003,034	18,259,163
At 31 December 2024	-	7,610,830	223,406	593,140	1,136,758	3,573,503	13,137,637

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 31 DECEMBER 2025

### 3. Property, Plant and Equipment (Cont'd)

	<b>Furniture, fittings and equipment RM</b>
<b>Company</b>	
<b>Cost</b>	
At 1 January 2024	-
Additions	5,508
At 31 December 2024/At 31 December 2025	<u>5,508</u>
<b>Accumulated depreciation</b>	
At 1 January 2024	-
Charge for the financial year	367
At 31 December 2024	<u>367</u>
Charge for the financial year	551
At 31 December 2024/At 31 December 2025	<u>918</u>
<b>Carrying amount</b>	
At 31 December 2025	<u>4,590</u>
At 31 December 2024	<u>5,141</u>

(a) Acquisition of property, plant and equipment

The aggregate costs of the property, plant and equipment of the Group and of the Company during the financial year under loan financing and cash payments are as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>
Aggregate costs	6,167,018	1,502,088	-	5,508
Less: Loan financing	(4,462,500)	-	-	-
Less: Other payables	(262,500)	-	-	-
Cash payments	<u>1,442,018</u>	<u>1,502,088</u>	<u>-</u>	<u>5,508</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**3. Property, Plant and Equipment (Cont'd)**

## (b) Assets pledged as securities to licensed banks

The carrying amount of property, plant and equipment of the Group pledged as securities for credit facilities as disclosed in Note 13 to the financial statements are:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Freehold land	3,469,195	-
Buildings	9,690,503	7,610,830
Cold room	148,937	223,406
Plant and machinery	96,602	217,212
	<u>13,405,237</u>	<u>8,051,448</u>

## (c) Material accounting policy information

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses, except for freehold land is stated at cost less impairment losses and not depreciated.

Depreciation is recognised in the profit or loss on straight-line basis to write off the cost of each asset to its residual value over its estimated useful life. Freehold land is not depreciated.

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

Buildings	2% - 2.5%
Cold room	10%
Furniture, fittings and equipment	10% - 30%
Motor vehicles	10%
Plant and machinery	10% - 20%

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

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

## 4. Right-of-use Assets

	Leasehold land RM	Buildings RM	Motor vehicles RM	Plant and machinery RM	Total RM
<b>Group</b>					
At 1 January 2024	2,183,061	443,044	685,983	-	3,312,088
Additions	-	2,606,188	138,812	-	2,745,000
At 31 December 2024	2,183,061	3,049,232	824,795	-	6,057,088
Additions	-	-	1,011,897	277,000	1,288,897
Transfer to property, plant and equipment	-	-	(356,000)	-	(356,000)
At 31 December 2025	2,183,061	3,049,232	1,480,692	277,000	6,989,985
<b>Accumulated depreciation</b>					
At 1 January 2024	472,995	122,499	100,327	-	695,821
Charge for the financial year	36,385	432,693	79,009	-	548,087
At 31 December 2024	509,380	555,192	179,336	-	1,243,908
Charge for the financial year	36,384	768,070	131,372	11,542	947,368
Transfer to property, plant and equipment	-	-	(108,928)	-	(108,928)
At 31 December 2025	545,764	1,323,262	201,780	11,542	2,082,348
<b>Carrying amount</b>					
At 31 December 2025	1,637,297	1,725,970	1,278,912	265,458	4,907,637
At 31 December 2024	1,673,681	2,494,040	645,459	-	4,813,180

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 31 DECEMBER 2025

#### 4. Right-of-use Assets (Cont'd)

##### (a) Acquisition of right-of-use ("ROU") assets

The aggregate costs of the right-of-use assets of the Group during the financial year under lease arrangements and cash payments are as follows:

	Group	
	2025 RM	2024 RM
Aggregate costs	1,288,897	2,745,000
Less: Lease arrangements	(977,600)	(2,716,188)
Cash payments	<u>311,297</u>	<u>28,812</u>

##### (b) Assets pledged as securities to licensed banks

The net carrying amount of the leasehold land of the Group amounting to RM1,637,297 (2024: RM1,673,681) are pledged as securities for credit facilities granted to the Group as disclosed in Note 13 to the financial statements.

##### (c) The remaining lease term of the leasehold land is 47 years (2024: 48 years).

##### (d) Assets held under hire purchase arrangements

The motor vehicles and plant and machinery of the Group are pledged as securities for the related lease liabilities as disclosed in Note 14 to the financial statements.

##### (e) Material accounting policy information

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

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

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

Leasehold land	Over the remaining lease period
Buildings	Over the lease term
Motor vehicles	10%
Plant and machinery	10%

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)  
31 DECEMBER 2025

5. Investment in Subsidiary Companies

	Company	
	2025 RM	2024 RM
<b>In Malaysia</b>		
Unquoted shares, at cost	43,357,895	43,357,895

Details of the subsidiary companies are as follows:

Name of company	Place of business/ Country of incorporation	Effective interest		Principal activities
		2025 %	2024 %	
<b>Direct holding:</b>				
Agricore CS Sdn. Bhd. ("ACS")	Malaysia	100	100	Sourcing and distribution of plant-based agricultural food ingredients
<b>Held under ACS</b>				
Bapas Food Products Sdn. Bhd.	Malaysia	100	100	Production and sale of food additives and fried shallots

**Material accounting policy information**

Investment in subsidiary companies are measured in the Company's statement of financial position at cost less accumulated impairment losses.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**6. Other Investments**

	<b>Group and Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
<b>Non-current</b>		
<b>Financial assets measured at fair value through other comprehensive income (“FVTOCI”)</b>		
Quoted shares, in Malaysia	2,990,860	-

The Group and the Company have designated the quoted equity investments measured at FVTOCI because the Group and the Company intend to hold for long-term strategic purposes.

The fair value of the listed equity securities was determined by reference to the quoted price in an active market.

**Material accounting policy information**

Investment in equity investment are not held for trading.

At initial recognition, the Group and the Company have irrevocably elect to present subsequent changes in the fair value of the investments in other comprehensive income. This election is made on an investment-by-investment basis. On derecognition, gains and losses accumulated in other comprehensive income are not reclassified to profit or loss.

**7. Inventories**

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Raw materials	2,125,332	1,643,121
Work-in-progress	63,048	267,041
Finished goods	727,504	799,037
Trading goods	10,765,905	12,362,063
Goods-in-transit	9,309,487	9,675,315
	22,991,276	24,746,577
<b>Recognised in profit or loss</b>		
Inventories recognised as cost of sales	117,695,584	128,091,938
Inventories written off	93,916	64,628
	117,789,500	128,156,566

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**7. Inventories (Cont'd)****Material accounting policy information**

Inventories are measured at the lower of cost and net realisable value.

The cost of inventories is determined based on a first-in-first-out basis.

**8. Trade Receivables**

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Trade receivables	20,281,199	20,275,146
Less: Accumulated impairment losses	(158,428)	(1,520)
	<u>20,122,771</u>	<u>20,273,626</u>

Trade receivables are non-interest bearing and are generally ranged from 7 to 90 days (2024: 30 to 90 days) term. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

Movements in the allowance for impairment losses of trade receivables are as follows:

	<b>Lifetime allowance RM</b>	<b>Credit impaired RM</b>	<b>Loss allowance RM</b>
<b>Group</b>			
At 1 January 2024/			
At 31 December 2024	-	1,520	1,520
Charge for the financial year	156,908	-	156,908
At 31 December 2025	<u>156,908</u>	<u>1,520</u>	<u>158,428</u>

The loss allowance account in respect of trade receivables is used to record loss allowance. Unless the Group is satisfied that recovery of the amount is possible, the amount considered irrecoverable is written off against the receivable directly.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**8. Trade Receivables (Cont'd)**

The following table provide information about the exposure to credit risk and ECLs for trade receivables:

	<b>Gross amount RM</b>	<b>Loss allowance RM</b>	<b>Net amount RM</b>
<b>Group</b>			
<b>2025</b>			
Not past due	12,032,203	(33,392)	11,998,811
Past due:			
Less than 30 days	5,080,109	(21,324)	5,058,785
31 to 60 days	2,060,873	(29,549)	2,031,324
61 to 90 days	604,073	(26,421)	577,652
More than 90 days	502,421	(46,222)	456,199
	8,247,476	(123,516)	8,123,960
Credit impaired:			
Individually impaired	1,520	(1,520)	-
	<u>20,281,199</u>	<u>(158,428)</u>	<u>20,122,771</u>
<b>2024</b>			
Not past due	14,050,424	-	14,050,424
Past due:			
Less than 30 days	4,822,295	-	4,822,295
31 to 60 days	1,045,390	-	1,045,390
61 to 90 days	157,115	-	157,115
More than 90 days	198,402	-	198,402
	6,223,202	-	6,223,202
Credit impaired:			
Individually impaired	1,520	(1,520)	-
	<u>20,275,146</u>	<u>(1,520)</u>	<u>20,273,626</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**9. Other Receivables**

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Other receivables	243,900	13,318	-	-
Deposits paid	960,096	404,204	1,000	1,000
Prepayments	383,645	167,588	-	-
	<u>1,587,641</u>	<u>585,110</u>	<u>1,000</u>	<u>1,000</u>

Included in deposits paid of the Group is RM612,000 (2024: RMNil), being a deposit paid for the acquisition of a property.

Included in the prepayments of the Group is RM290,113 (2024: RM87,969) relating to advance payments to suppliers.

**10. Deposits, Cash and Bank Balances**

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Cash and bank balances	10,593,502	9,093,380	3,385,378	5,793,316
Term deposits	5,311,191	12,438,197	-	-
Total deposits, cash and bank balances	15,904,693	21,531,577	3,385,378	5,793,316
Less: Term deposits pledged with licensed banks	(5,310,099)	(4,935,720)	-	-
Total cash and cash equivalents	<u>10,594,594</u>	<u>16,595,857</u>	<u>3,385,378</u>	<u>5,793,316</u>

- (a) Term deposits of the Group amounting to RM5,310,099 (2024: RM4,935,720) have been pledged as security for credit facilities granted to the Group as disclosed in Note 13 to the financial statements.
- (b) The average effective interest rate and maturities of term deposits of the Group at the end of the reporting period range from 1.80% to 2.50% (2024: 2.00% to 2.90%) per annum and 1 to 12 months (2024: 2 days to 12 months) respectively.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**11. Share Capital**

## (a) Share capital

	<b>Group and Company</b>			
	<b>Number of shares</b>		<b>Amount</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>Units</b>	<b>Units</b>	<b>RM</b>	<b>RM</b>
<b>Issued and fully paid ordinary shares</b>				
At 1 January	202,800,000	2	48,390,146	2
Issuance of share pursuant to acquisition of subsidiary companies	-	151,085,998	-	23,357,895
Issuance of share pursuant to public issue	-	51,714,000	-	25,857,000
Share issuance expenses	-	-	-	(824,751)
At 31 December	<u>202,800,000</u>	<u>202,800,000</u>	<u>48,390,146</u>	<u>48,390,146</u>

In the previous financial year, the Company increased its issued and fully paid-up share capital from RM2 to RM49,214,895 (before deducting share issuance expenses of RM824,751) by issuance of 202,799,998 new ordinary shares pursuant to the following:

- (i) 151,085,998 ordinary shares for total consideration of approximately RM23,357,895 as full payment for the acquisition of the entire issued and fully paid-up share capital of Agricore CS Sdn. Bhd.; and
- (ii) 51,714,000 ordinary shares at an issue price of RM0.50 per ordinary share, as part of the listing scheme of the Company on ACE Market of Bursa Malaysia Securities Berhad.

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

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

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 31 DECEMBER 2025

#### 11. Share Capital (Cont'd)

##### (b) Invested capital

	Group			
	Number of shares		Amount	
	2025 Units	2024 Units	2025 RM	2024 RM
<b>Issued and fully paid ordinary shares</b>				
At 1 January	-	10,000,000	-	10,000,000
Adjustment on the acquisition of subsidiaries	-	(10,000,000)	-	(10,000,000)
At 31 December	-	-	-	-

#### 12. Reserves

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>Non-distributable</b>					
Fair value reserve	(a)	507,400	-	507,400	-
Reorganisation reserve	(b)	(13,357,895)	(13,357,895)	-	-
<b>Distributable</b>					
Retained earnings		20,997,408	19,415,329	747,538	731,848
		8,146,913	6,057,434	1,254,938	731,848

##### (a) Fair value reserve

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

##### (b) Reorganisation reserve

Reorganisation reserve represents the difference between the cost of the merger and the share capital and capital reserves of the merger entities.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**13. Loans and Borrowings**

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
<b>Secured</b>		
Bankers' acceptances	8,839,000	10,231,000
Term loans	10,663,976	7,057,227
	<u>19,502,976</u>	<u>17,288,227</u>
<b>Non-current</b>		
Term loans	<u>10,048,609</u>	<u>6,185,172</u>
<b>Current</b>		
Bankers' acceptances	8,839,000	10,231,000
Term loans	615,367	872,055
	<u>9,454,367</u>	<u>11,103,055</u>

The bankers' acceptances and term loans are secured by the following:

- (i) Legal charges over assets of the Group as disclosed in Notes 3 and 4 to the financial statements;
- (ii) Term deposits of the Group as disclosed in Note 10 to the financial statements;
- (iii) Individual guarantee by a Director of the Company;
- (iv) Assignment of an insurance policy of a Director of the Company;
- (v) Corporate guarantees by a subsidiary company;
- (vi) Corporate guarantees by the Company; and
- (vii) Corporate guarantees by Syarikat Jaminan Pembiayaan Perniagaan Berhad and Credit Guarantee Corporation Malaysia Berhad.

The effective interest rates per annum are as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>%</b>	<b>%</b>
Bankers' acceptances	4.21 - 4.78	4.41 - 4.95
Term loans	<u>3.05 - 7.00</u>	<u>3.50 - 7.00</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**14. Lease Liabilities**

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Non-current	1,897,849	1,966,433
Current	979,386	897,668
	<u>2,877,235</u>	<u>2,864,101</u>

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

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Within one year	1,133,685	997,852
Later than one year and not later than two years	989,214	908,373
Later than two years and not later than five years	972,310	1,158,944
	<u>3,095,209</u>	<u>3,065,169</u>
Less: Future finance charges	(217,974)	(201,068)
Present value of lease liabilities	<u>2,877,235</u>	<u>2,864,101</u>

The Group leases buildings, plant and machinery and motor vehicles. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

The Group incremental borrowing rates applied to lease liabilities at the reporting date ranged from 4.00% to 8.50% (2024: 4.00% to 8.50%).

**15. Deferred Tax Liabilities**

	<b>Group</b>		<b>Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>
At 1 January	667,445	510,021	-	-
Recognised in profit or loss	(18,120)	149,558	-	-
(Over)/Under provision in prior years	(52,589)	7,866	309	-
At 31 December	<u>596,736</u>	<u>667,445</u>	<u>309</u>	<u>-</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**15. Deferred Tax Liabilities (Cont'd)**

The net deferred tax assets and liabilities shown on the statements of financial position after appropriate offsetting are as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>
Deferred tax liabilities	1,062,457	1,357,623	309	-
Deferred tax assets	(465,721)	(690,178)	-	-
	<u>596,736</u>	<u>667,445</u>	<u>309</u>	<u>-</u>

The components and movements of deferred tax liabilities/(assets) are follows:

	<b>Group</b>		<b>Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>
Property, plant and equipment	635,258	660,098	309	-
Right-of-use assets	427,199	697,525	-	-
Lease liabilities	(439,220)	(690,178)	-	-
Others	(26,501)	-	-	-
	<u>596,736</u>	<u>667,445</u>	<u>309</u>	<u>-</u>

Deferred tax assets have not been recognised in respect of the following items:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Unutilised capital allowances	<u>657,332</u>	<u>659,495</u>

Deferred tax assets have not been recognised in respect of these items as they may not have sufficient taxable profits to be used to offset or they have arisen in subsidiary companies that have a recent history of losses.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**16. Deferred Income on Government Grants**

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
At 1 January	375,098	206,068
Grants received during the financial year	-	200,000
Amortisation during the financial year	(48,058)	(30,970)
At 31 December	<u>327,040</u>	<u>375,098</u>

**Government grants related to assets**

In previous financial year, the Group received grants from the local government for productivity and automation project and modernisation and upgrading of its manufacturing facilities. The grants covered 50% and 80% of the project costs subject to the limits approved by the local government.

**17. Trade Payables**

The normal trade credit term granted to the Group ranged from 30 to 180 days (2024: 30 to 180 days) depending on the terms of the contracts.

**18. Other Payables**

	<b>Group</b>		<b>Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>
Other payables	1,312,628	757,645	39,668	4,358
Accruals	1,082,412	632,737	47,000	31,000
Deposits received	295,763	-	-	-
Service tax payables	132,231	23,283	-	-
	<u>2,823,034</u>	<u>1,413,665</u>	<u>86,668</u>	<u>35,358</u>

Included in deposits of the Group is an amount of RM295,763 (2024: RMNil), being deposits received from customers for sales of goods.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 31 DECEMBER 2025

#### 19. Contract Liabilities

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
At 1 January	232,750	-
Revenue recognised from opening contract liabilities	(232,750)	-
Excess of consideration over revenue recognised	390,294	232,750
At 31 December	<u>390,294</u>	<u>232,750</u>

The Group generally satisfies its performance obligations at a point in time upon delivery of goods. Any consideration received or due in advance before a performance obligation is satisfied is presented as contract liability.

As a practical expedient, information about remaining performance obligations for contracts with original duration of one year or less has not been disclosed.

#### 20. Revenue

	<b>Group</b>		<b>Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>
<b>Revenue from contracts with customers:</b>				
Sales of goods	<u>136,074,548</u>	<u>143,962,115</u>	<u>-</u>	<u>-</u>
<b>Other revenue:</b>				
Dividend income	<u>-</u>	<u>-</u>	<u>2,500,000</u>	<u>4,000,000</u>
	<u>136,074,548</u>	<u>143,962,115</u>	<u>2,500,000</u>	<u>4,000,000</u>
<b>Timing of revenue recognition:</b>				
At a point in time	<u>136,074,548</u>	<u>143,962,115</u>	<u>-</u>	<u>-</u>

Breakdown of the Group's revenue from contracts with customers:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
<b>Major products:</b>		
Sourcing and distribution of plant-based agricultural products	118,657,568	127,570,711
Production of food additives and fried shallots	17,416,980	16,391,404
	<u>136,074,548</u>	<u>143,962,115</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**20. Revenue (Cont'd)**

Breakdown of the Group's revenue from contracts with customers: (Cont'd)

<b>Geographical market</b>	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Malaysia	134,755,952	143,519,177
Singapore	1,101,649	288,322
Others	216,947	154,616
Total revenue from contracts with customers	<u>136,074,548</u>	<u>143,962,115</u>

The Group and the Company recognise revenue from the following major sources:

**(a) Sales of goods**

The Group distributes plant-based agricultural products and manufactures and sells food additives and fried shallots to both local and oversea customers. Revenue from distribution of plant-based agricultural products and sale of manufactured goods are recognised at a point in time when control of the products has been transferred, being when the customer accepts the delivery of goods.

Revenue is recognised based on the price specified in the contract, net of any discounts. Sales are made with a credit term of 7 to 90 days, which is consistent with market practice, therefore, no element of financing is deemed present. A receivable is recognised when the customer accepts delivery of the goods.

There is no right of return and warranty provided to the customer on the sale of goods.

**(b) Dividend income**

Dividend income is recognised when the Company's right to receive payment is established.

**21. Finance Costs**

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Interest expenses for financial liabilities not measured at fair value through profit or loss		
- Bank overdraft	-	6,157
- Bankers' acceptances	526,907	838,685
- Term loans	350,186	353,661
	877,093	1,198,503
Interest expenses on lease liabilities	121,581	71,480
	<u>998,674</u>	<u>1,269,983</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**22. Profit before Tax**

Profit before tax is determined after charging/(crediting) amongst other, the following items:

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Auditors' remuneration				
- current year	87,500	70,000	30,000	20,000
- prior years	-	13,000	-	-
- non-statutory audit	5,000	3,000	5,000	3,000
Depreciation of:				
- property, plant and equipment	1,291,990	1,188,299	551	367
- right-of-use assets	947,368	548,087	-	-
Impairment losses on				
trade receivables	156,908	-	-	-
Inventories written off	93,916	64,628	-	-
Lease expenses relating to:				
- short-term leases (a)	77,625	369,672	-	-
- low value assets (a)	9,900	7,895	-	-
Listing expenses	140,673	3,161,559	140,673	3,161,559
Loss on disposal of property, plant and equipment	-	765	-	-
Gain on foreign exchange				
- realised	(261,786)	(279,761)	-	-
- unrealised	(46,103)	(1,903)	-	-
Non-executive Directors:				
- fee	162,000	180,180	120,000	167,500
- Other short-term employee benefits	11,000	12,650	11,000	12,650
Property, plant and equipment written off	574	639	-	-
Amortisation of deferred income	(48,058)	(30,970)	-	-
Interest income for financial assets measured at amortised cost	(280,611)	(324,395)	(111,097)	(176,128)
Operating lease income	-	1,200	-	-

- (a) The Group leases cold room, equipment and warehouse with contract terms of not more than one year. These leases are short-term and leases of low value items. The Group has elected to apply the recognition exemption under MFRS 16 *Leases*.

NOTES TO THE FINANCIAL STATEMENTS (CONT'D)  
31 DECEMBER 2025

23. Taxation

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Tax expenses recognised in profit or loss</b>				
<b>Current tax</b>				
- Current year	1,080,355	670,028	22,662	-
- Under/(Over) provision in prior years	70,619	(7,133)	39,903	-
	<u>1,150,974</u>	<u>662,895</u>	<u>62,565</u>	<u>-</u>
<b>Deferred tax</b>				
- Origination and reversal of temporary differences	(18,120)	149,558	-	-
- (Over)/Under provision in prior years	(52,589)	7,866	309	-
	<u>1,080,265</u>	<u>820,319</u>	<u>62,874</u>	<u>-</u>

Malaysian income tax is calculated at the statutory tax rate of 24% (2024: 24%) of the estimated assessable profits for the financial year.

The Group has been granted pioneer status of 70% tax exemption on food additives for a period of five years with effect from 1 January 2022. Under this incentive, the statutory business income derived from the promoted activities is exempted from income tax during the tax relief period.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**23. Taxation (Cont'd)**

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

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Profit before tax	4,690,344	101,060	2,106,564	743,968
At Malaysian statutory tax rate of 24% (2024: 24%)	1,125,683	24,254	505,575	178,552
Expenses not deductible for tax purposes	222,270	912,707	117,087	781,448
Income not subject to tax	(12,231)	(117,375)	(600,000)	(960,000)
Deferred tax assets not recognised	(519)	-	-	-
Income exempted from income tax	(272,968)	-	-	-
Under/(Over) provision of income tax in prior years	70,619	(7,133)	39,903	-
(Over)/Under provision of deferred tax in prior years	(52,589)	7,866	309	-
	<u>1,080,265</u>	<u>820,319</u>	<u>62,874</u>	<u>-</u>

The Group has the estimated unutilised capital allowances amounting to RM657,332 (2024: RM659,495), to carry forward, available to offset against future taxable profits. The said amounts are subject to approval by the tax authorities.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 31 DECEMBER 2025

#### 24. Earnings/(Loss) Per Share

##### (a) Basic earnings/(loss) per share

The basic earnings/(loss) per share are calculated based on the consolidated profit/(loss) for the financial year attributable to owners of the Company and the weighted average number of ordinary shares in issue during the financial year as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
Profit/(Loss) attributable to owners of the Company (RM)	<u>3,610,079</u>	<u>(719,259)</u>
Weighted average number of ordinary shares in issue (units)	<u>202,800,000</u>	<u>181,405,989</u>
Basic earnings/(loss) per ordinary share (in sen)	<u>1.78</u>	<u>(0.40)</u>

##### (b) Diluted earnings/(loss) per share

The Group has no dilution in their earnings/(loss) per ordinary shares as there are no dilutive potential ordinary shares. There have been no other transactions involving ordinary shares or potential ordinary shares since the end of the financial year and before the authorisation of these financial statements.

#### 25. Staff Costs

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Short-term employee benefits	7,561,734	6,577,540
Defined contribution plans	720,531	605,281
Social security contributions	88,727	68,796
	<u>8,370,992</u>	<u>7,251,617</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**25. Staff Costs (Cont'd)**

Included in staff costs is aggregate amount of remuneration received and receivable by the Executive Directors of the Group and of the Company during the financial year as below:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
<b>Executive Directors of the Company</b>		
Short-term employee benefits	650,163	505,035
Defined contribution plans	68,064	62,351
Social security contributions	1,857	1,217
	<u>720,084</u>	<u>568,603</u>

**26. Reconciliation of Liabilities Arising from Financing Activities**

The table below show the details changes in the liabilities of the Group arising from financing activities, including both cash and non-cash changes:

	<b>At</b>	<b>New leases</b>	<b>Financing</b>		<b>Other</b>	<b>At</b>
	<b>1 January</b>		<b>(Note 4)</b>	<b>cash</b>		<b>changes (ii)</b>
	<b>RM</b>	<b>RM</b>	<b>flows (i)</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>
<b>Group</b>						
<b>2025</b>						
Bankers' acceptances	10,231,000	-	(1,392,000)	-	-	8,839,000
Term loans	7,057,227	-	(855,751)	4,462,500	-	10,663,976
Lease liabilities	2,864,101	977,600	(964,466)	-	-	2,877,235
	<u>20,152,328</u>	<u>977,600</u>	<u>(3,212,217)</u>	<u>4,462,500</u>	<u>-</u>	<u>22,380,211</u>
<b>2024</b>						
Bankers' acceptances	18,037,000	-	(7,806,000)	-	-	10,231,000
Term loans	7,887,474	-	(830,247)	-	-	7,057,227
Lease liabilities	654,579	2,716,188	(506,666)	-	-	2,864,101
	<u>26,579,053</u>	<u>2,716,188</u>	<u>(9,142,913)</u>	<u>-</u>	<u>-</u>	<u>20,152,328</u>

- (i) The cash flows from bankers' acceptances, term loans and lease liabilities make up the net amount of proceeds from or repayment of borrowings in the statements of cash flows.
- (ii) Other changes include acquisition of property, plant and equipment under loan financing.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**27. Dividends**

	<b>Group and Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Dividends recognised as distribution to ordinary shareholders of the Company:		
An interim single-tier dividend of RM0.01 per ordinary share in respect of the financial year ended 31 December 2025 was paid on 30 September 2025	2,028,000	-

The Directors do not recommend any final dividend for the current financial year.

**28. Capital Commitment**

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Acquisition of property, plant and equipment	-	228,000

**29. Financial Guarantee**

	<b>Group</b>		<b>Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>
<b>Unsecured</b>				
Corporate guarantee given to financial institutions for credit facilities granted to subsidiary companies (utilised amount)	-	-	14,994,000	16,736,000
<b>Secured</b>				
Bank guarantee given to third party	174,240	174,240	-	-
	174,240	174,240	14,994,000	16,736,000

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**30. Related Party Disclosures****(a) Identifying related parties**

For the purposes of these financial statements, parties are considered to be related to the Group if the Group or the Company has the ability, directly or indirectly, to control or joint control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group or the Company and the party are subject to common control. Related parties may be individuals or other entities.

Related parties also included key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group and of the Company either directly or indirectly. The key management personnel comprise the Directors and management personnel of the Company, having authority and responsibility for planning, directing and controlling the activities of the Group and of the Company directly or indirectly.

**(b) Significant related party transactions**

Related party transactions have been entered into in the normal course of business under negotiated terms. In addition to the related party balances disclosed elsewhere in the financial statements, the significant related party transactions of the Group and of the Company are as follows:

	<b>Company</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
<b>Transactions with subsidiary companies</b>		
Dividend income	2,500,000	4,000,000
Subscription for preference shares in a subsidiary company	-	20,000,000
	<hr/>	<hr/>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**30. Related Party Disclosures (Cont'd)**

## (c) Compensation of key management personnel

Information regarding compensation of Directors and other key management personnel are as follows:

	<b>Group</b>		<b>Company</b>	
	<b>2025</b>	<b>2024</b>	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>
Fees	162,000	347,680	120,000	167,500
Short-term employee benefits	1,418,681	1,382,724	11,000	12,650
Defined contribution plans	154,683	162,980	-	-
Social security contributions	7,427	6,085	-	-
	<b>1,742,791</b>	<b>1,899,469</b>	<b>131,000</b>	<b>180,150</b>

**31. Segment Information**Operating segments

Information about operating segment has not been reported separately as the Group's revenue, profit or loss, assets and liabilities are mainly confined to a single operating segment, namely the sourcing, distribution and production of food ingredients.

Geographical information

Geographical segment information for revenue is disclosed in Note 20 to the financial statements.

Major customers

The Group did not have any major customer that contributed 10% or more of its total revenue.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**32. Financial Instruments**

## (a) Classification of financial instruments

Financial assets and financial liabilities are measured on an ongoing basis either at fair value or at amortised cost.

The following table analyses the financial assets and liabilities in the statements of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis:

	<b>At amortised cost RM</b>	<b>At FVTOCI RM</b>	<b>Total RM</b>
<b>Group</b>			
<b>2025</b>			
<b>Financial assets</b>			
Other investments	-	2,990,860	2,990,860
Trade receivables	20,122,771	-	20,122,771
Other receivables	1,203,996	-	1,203,996
Deposits, cash and bank balances	15,904,693	-	15,904,693
	<u>37,231,460</u>	<u>2,990,860</u>	<u>40,222,320</u>
<b>Financial liabilities</b>			
Trade payables	5,007,243	-	5,007,243
Other payables	2,395,040	-	2,395,040
Loans and borrowings	19,502,976	-	19,502,976
	<u>26,905,259</u>	<u>-</u>	<u>26,905,259</u>
<b>2024</b>			
<b>Financial assets</b>			
Trade receivables	20,273,626	-	20,273,626
Other receivables	417,522	-	417,522
Deposits, cash and bank balances	21,531,577	-	21,531,577
	<u>42,222,725</u>	<u>-</u>	<u>42,222,725</u>
<b>Financial liabilities</b>			
Trade payables	8,868,228	-	8,868,228
Other payables	1,390,382	-	1,390,382
Loans and borrowings	17,288,227	-	17,288,227
	<u>27,546,837</u>	<u>-</u>	<u>27,546,837</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**32. Financial Instruments (Cont'd)****(a) Classification of financial instruments (Cont'd)**

The following table analyses the financial assets and liabilities in the statements of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis: (Cont'd)

	<b>At amortised cost RM</b>	<b>At FVTOCI RM</b>	<b>Total RM</b>
<b>Company</b>			
<b>2025</b>			
<b>Financial assets</b>			
Other investments	-	2,990,860	2,990,860
Other receivables	1,000	-	1,000
Deposits, cash and bank balances	3,385,378	-	3,385,378
	<u>3,386,378</u>	<u>2,990,860</u>	<u>6,377,238</u>
<b>Financial liabilities</b>			
Other payables	86,668	-	86,668
	<u>86,668</u>	<u>-</u>	<u>86,668</u>
<b>2024</b>			
<b>Financial assets</b>			
Other receivables	1,000	-	1,000
Deposits, cash and bank balances	5,793,316	-	5,793,316
	<u>5,794,316</u>	<u>-</u>	<u>5,794,316</u>
<b>Financial liabilities</b>			
Other payables	35,358	-	35,358
	<u>35,358</u>	<u>-</u>	<u>35,358</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**32. Financial Instruments (Cont'd)**

## (b) Net gains and losses arising from financial instruments

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
<b>Net gains/ (losses) on:</b>				
Financial assets measured at amortised cost	123,703	324,395	111,097	176,128
Financial liabilities measured at amortised cost	(877,093)	(1,198,503)	-	-
Equity instruments at FVTOCI				
- Recognised in other comprehensive income	507,400	-	507,400	-
	<u>(245,990)</u>	<u>(874,108)</u>	<u>618,497</u>	<u>176,128</u>

## (c) Financial risk management objectives and policies

The Group's financial risk management policy is to ensure that adequate financial resources are available for the development of the Group's operations whilst managing its credit, liquidity, interest rate and foreign currency risks. The Group operates within clearly defined guidelines that are approved by the Board and the Group's policy is not to engage in speculative transactions.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**32. Financial Instruments (Cont'd)****(c) Financial risk management objectives and policies (Cont'd)**

The following sections provide details regarding the Group's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

**(i) 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 and the Company's exposure to credit risk arises principally from its receivables from customers and deposits with banks. There are no significant changes as compared to prior years.

The Group and the Company have adopted a policy of only dealing with creditworthy counterparties. Management has a credit policy in place to control credit risk by dealing with creditworthy counterparties and deposits with banks with good credit rating. The exposure to credit risk is monitored on an ongoing basis and action will be taken for long outstanding debts.

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

The gross carrying amounts of credit impaired trade receivables are written off (either partial or full) when there is no realistic prospect of recovery. This is generally the case when the Group or the Company 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 enforcement activities.

The carrying amounts of the financial assets recorded on the statements of financial position as at the reporting date represents the Group's and the Company's maximum exposure to credit risk except for financial guarantees provided to banks for banking facilities granted to subsidiary companies.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**32. Financial Instruments (Cont'd)**

## (c) Financial risk management objectives and policies (Cont'd)

## (i) Credit risk (Cont'd)

The Group's and the Company's maximum exposure in this respect is RM174,240 and RM14,994,000 (2024: RM174,240 and RM16,736,000) respectively, representing the outstanding banking facilities to the subsidiary companies and bank guarantee given to third parties as at the end of the reporting period. There was no indication that any subsidiary companies would default on repayment as at the end of the reporting period.

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

The Group has no significant concentration of credit risk as its exposure spread over a large number of customers.

## (ii) Liquidity risk

Liquidity risk refers to the risk that the Group or the Company will encounter difficulty in meeting its financial obligations as they fall due. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities.

The Group's and the Company's funding requirements and liquidity risk are managed with the objective of meeting business obligations on a timely basis. The Group finances its liquidity through internally generated cash flows and minimises liquidity risk by keeping committed credit lines available.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 31 DECEMBER 2025

#### 32. Financial Instruments (Cont'd)

##### (c) Financial risk management objectives and policies (Cont'd)

##### (ii) Liquidity risk (Cont'd)

The following table analyses the remaining contractual maturity for financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group and the Company can be required to pay.

Group 2025	On demand or within		After 5 years	Total contractual cash flows	Total carrying amount
	1 year	2 to 5 years			
	RM	RM	RM	RM	RM
<b>Non-derivative financial liabilities</b>					
Trade payables	5,007,243	-	-	5,007,243	5,007,243
Other payables	2,395,040	-	-	2,395,040	2,395,040
Bankers' acceptances	8,839,000	-	-	8,839,000	8,839,000
Term loans	1,055,109	4,596,768	8,888,205	14,540,082	10,663,976
Lease liabilities	1,133,685	1,961,524	-	3,095,209	2,877,235
Financial guarantees*	174,240	-	-	174,240	-
	18,604,317	6,558,292	8,888,205	34,050,814	29,782,494

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 31 DECEMBER 2025

#### 32. Financial Instruments (Cont'd)

(c) Financial risk management objectives and policies (Cont'd)

(ii) Liquidity risk (Cont'd)

The following table analyses the remaining contractual maturity for financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group and the Company can be required to pay. (Cont'd)

	On demand or within		After 5 years	Total contractual cash flows	Total carrying amount
	1 year	2 to 5 years			
	RM	RM	RM	RM	RM
<b>Group</b>					
<b>2024</b>					
<b>Non-derivative financial liabilities</b>					
Trade payables	8,868,228	-	-	8,868,228	8,868,228
Other payables	1,390,382	-	-	1,390,382	1,390,382
Bankers' acceptances	10,231,000	-	-	10,231,000	10,231,000
Term loans	1,183,908	3,755,987	5,293,006	10,232,901	7,057,227
Lease liabilities	997,852	2,067,317	-	3,065,169	2,864,101
Financial guarantees*	174,240	-	-	174,240	-
	<b>22,845,610</b>	<b>5,823,304</b>	<b>5,293,006</b>	<b>33,961,920</b>	<b>30,410,938</b>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**32. Financial Instruments (Cont'd)**

## (c) Financial risk management objectives and policies (Cont'd)

## (ii) Liquidity risk (Cont'd)

The following table analyses the remaining contractual maturity for financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group and the Company can be required to pay. (Cont'd)

	<b>On demand or within 1 year RM</b>	<b>Total contractual cash flows RM</b>	<b>Total carrying amount RM</b>
<b>Company</b>			
<b>2025</b>			
<b>Non-derivative financial liabilities</b>			
Other payables	86,668	86,668	86,668
Financial guarantees*	14,994,000	14,994,000	-
	<u>15,080,668</u>	<u>15,080,668</u>	<u>86,668</u>
<b>2024</b>			
<b>Non-derivative financial liabilities</b>			
Other payables	35,358	35,358	35,358
Financial guarantees*	16,736,000	16,736,000	-
	<u>16,771,358</u>	<u>16,771,358</u>	<u>35,358</u>

\* Based on the maximum amount that could be called for under the financial guarantee contract.

The Group provides bank guarantee to third parties and the Company provides financial guarantee to banks in respect of credit facilities granted to certain subsidiary companies and monitors on an ongoing basis the performance of the subsidiary companies. At end of the financial year, there was no indication that the subsidiary companies would default on repayment.

Financial guarantee has not been recognised since the fair value on initial recognition was deemed not material and the probability of the subsidiary companies defaulting on their credit facilities is remote.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**32. Financial Instruments (Cont'd)**

## (c) Financial risk management objectives and policies (Cont'd)

## (iii) Market risks

## (a) Interest rate risk

The Group's fixed rate deposits placed with licensed banks and lease liabilities are exposed to a risk of change in their fair value due to changes in interest rates. The Group's variable rate borrowings are exposed to a risk of change in cash flows due to changes in interest rates.

The Group manages the interest rate risk of its deposits with licensed banks by placing them at the most competitive interest rates obtainable, which yield better returns than cash at bank and maintaining a prudent mix of short and long-term deposits.

The Group manages its interest rate risk exposure from interest bearing borrowings by obtaining financing with the most favourable interest rates in the market. The Group constantly monitors its interest rate risk by reviewing its debts portfolio to ensure favourable rates are obtained. The Group does not utilise interest swap contracts or other derivative instruments for trading or speculative purposes.

The interest rate profile of the Group's significant interest-bearing financial instruments, based on carrying amount at the end of the reporting period are as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
<b>Fixed rate instruments</b>		
Financial assets	5,311,191	12,438,197
Financial liabilities	<u>(12,653,921)</u>	<u>(14,469,730)</u>
	<u>(7,342,730)</u>	<u>(2,031,533)</u>
<b>Floating rate instruments</b>		
Financial liabilities	<u>(9,726,290)</u>	<u>(5,682,598)</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**32. Financial Instruments (Cont'd)**

## (c) Financial risk management objectives and policies (Cont'd)

## (iii) Market risks (Cont'd)

## (a) Interest rate risk (Cont'd)

**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.

Cash flow sensitivity analysis for floating rate instruments

A change in 1% interest rate at the end of the reporting period would have increased/(decreased) the Group's profit before tax by RM97,263 (2024: RM56,826), arising mainly as a result of higher/lower interest expense on floating rate instruments. This analysis assumes that all other variables remain constant. The assumed movement in basis points for interest rate sensitivity analysis is based on the currently observable market environment.

## (b) Foreign currency risk

The Group is exposed to foreign currency risk on transactions that are denominated in currencies other than the respective functional currencies of Group entities. The currencies giving rise to this risk are primarily United States Dollar (USD) and Singapore Dollar (SGD).

The Group has not entered into any derivative instruments for hedging or trading purposes. Where possible, the Group will apply natural hedging by selling and purchasing in the same currency. However, the exposure to foreign currency risk is monitored from time to time by management to ensure that the net exposure is at an acceptable level.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**32. Financial Instruments (Cont'd)**

(c) Financial risk management objectives and policies (Cont'd)

(iii) Market risks (Cont'd)

(b) Foreign currency risk (Cont'd)

The carrying amounts of the Group's foreign currency denominated financial assets and financial liabilities at the end of the reporting period are as follows:

	<b>Denominated in</b>	
	<b>USD RM</b>	<b>SGD RM</b>
<b>Group</b>		
<b>2025</b>		
Trade receivables	200,009	-
Other receivables	224,893	-
Deposits, cash and bank balances	277,553	517,447
Trade payables	<u>(3,342,343)</u>	<u>(5,150)</u>
	<u>(2,639,888)</u>	<u>512,297</u>
<b>2024</b>		
Deposits, cash and bank balances	669,130	-
Trade payables	<u>(8,099,218)</u>	<u>-</u>
	<u>(7,430,088)</u>	<u>-</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 31 DECEMBER 2025

#### 32. Financial Instruments (Cont'd)

- (c) Financial risk management objectives and policies (Cont'd)
  - (iii) Market risks (Cont'd)
    - (b) Foreign currency risk (Cont'd)

##### Foreign currency sensitivity analysis

The following table demonstrates the sensitivity of the Group's profit before tax for the financial year to a reasonably possible change in the USD and SGD exchange rates against the functional currencies of the Group, with all other variables held constant.

	Change in currency rate	Group Effect on profit before tax	
		2025	2024
		RM	RM
USD	Strengthened 5%	(131,994)	(371,504)
	Weakened 5%	131,994	371,504
SGD	Strengthened 5%	25,615	-
	Weakened 5%	(25,615)	-

##### **Material accounting policy information**

Transactions in foreign currencies are translated to the respective functional currencies of the Group at exchange rates at the dates of the transactions.

Monetary assets and liabilities denominated in foreign currencies at financial year end are retranslated to the functional currency at the exchange rate at that date.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**32. Financial Instruments (Cont'd)**

(c) Financial risk management objectives and policies (Cont'd)

(iii) Market risks (Cont'd)

(b) Foreign currency risk (Cont'd)

**Material accounting policy information (Cont'd)**

Non-monetary assets and liabilities denominated in foreign currencies are not retranslated at the end of the reporting date, except for those that are measured at fair value are retranslated to the functional currency at the exchange rate at the date that the fair value was determined.

Foreign currency differences arising on retranslation are recognised in the profit or loss.

(c) Market price risk

Market price risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market prices (other than interest or exchange rates).

The Group and the Company are exposed to equity price risk arising from its investment in quoted instruments. These investments are listed on Bursa Malaysia and are classified as financial assets at FVTOCI.

Management of the Group and the Company monitor investments in quoted instruments on a portfolio basis. Material investments within the portfolio are managed on an individual basis and all buy and sell decisions are approved by Board of Directors of the Group and the Company.

Market price risk sensitivity analysis

At the reporting date, if the various stock indices had been 1% higher/lower, with all other variables held constant, the Group's other reserve in equity would have been RM29,909 (2024: RMNil) higher/lower, arising as a result of an increase/(decrease) in the fair value of equity instruments classified as financial asset at FVTOCI.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**32. Financial Instruments (Cont'd)****(d) Fair value of financial instruments**

The carrying amounts of short-term receivables and payables, cash and cash equivalents and short-term borrowings approximate their fair value due to the relatively short-term nature of these financial instruments and insignificant impact of discounting.

It was not practicable to estimate the fair value of investment in unquoted equity due to the lack of comparable quoted prices in an active market and the fair value cannot be reliably measured.

The fair values of term loans and lease liabilities are estimated by discounting the expected future cash flows using the market incremental borrowing rate for similar types of borrowings or leasing arrangements at the reporting date. These fair value measurements are classified within Level 2 of the fair value hierarchy.

The table below analyses financial instruments carried at fair value, together with their fair values and carrying amounts shown in the statements of financial position.

	Fair value of financial instruments			Total fair value RM	Carrying amount RM
	carried at fair value				
	Level 1 RM	Level 2 RM	Level 3 RM		
<b>Group</b>					
<b>2025</b>					
<b>Financial</b>					
<b>assets</b>					
Quoted					
shares	2,990,860	-	-	2,990,860	2,990,860
<b>Company</b>					
<b>2025</b>					
<b>Financial</b>					
<b>assets</b>					
Quoted					
shares	2,990,860	-	-	2,990,860	2,990,860

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 31 DECEMBER 2025

#### 32. Financial Instruments (Cont'd)

##### (d) Fair value of financial instruments (Cont'd)

###### (i) Policy on transfer between levels

The fair value of an asset to be transferred between levels is determined as of the date of the event or change in circumstances that caused the transfer.

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

###### (ii) Level 1 fair value

Level 1 fair value is derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.

###### (iii) Level 2 fair value

Level 2 fair value is estimated using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

###### (iv) Level 3 fair value

Level 3 fair value for the financial assets and liabilities are estimated using unobservable inputs.

#### 33. Capital Management

The overall capital management objective of the Group is to safeguard its ability to continue as going concern so as to provide fair returns to owners and benefits to other stakeholders. In order to meet this objective, the Group always strives to maintain an optimal capital structure to reduce the cost of capital and sustain its business development.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

31 DECEMBER 2025

**33. Capital Management (Cont'd)**

The Group considers its total equity and total interest-bearing debts to be the key components of its capital structure and may, from time to time, adjust the dividend payouts, issue new shares, sell assets, raise or redeem debts, where necessary, to maintain an optimal capital structure. The Group monitors capital using a debt-to-equity ratio, which is calculated as total interest-bearing debts divided by total equity as follows:

	<b>Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Lease liabilities	2,877,235	2,864,101
Loans and borrowings	19,502,976	17,288,227
Total interest-bearing debts	<u>22,380,211</u>	<u>20,152,328</u>
Total equity	<u>56,537,059</u>	<u>54,447,580</u>
Debt-to-equity ratio (times)	<u>0.40</u>	<u>0.37</u>

There were no changes in the Group's approach to capital management during the financial year.

**34. Comparative Information**

The financial statements of the Group and of the Company for the financial year ended 31 December 2024 were audited by another firm of Chartered Accountants.

**35. Subsequent Event**

On 6 March 2026, the Group has entered into a sale and purchase agreement for the acquisition of a unit of freehold semi-detached light industrial factory with total purchase consideration of RM6,120,000. The purchase consideration will be satisfied via a combination of internally generated fund and bank borrowings.

**36. Date of Authorisation for Issue of Financial Statements**

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 26 March 2026.

## DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

Persuant to Rule 9.25A of the ACE Market Listing Requirements, below are the relevant financial data that are relevant for purpose of Shariah screening by the Syariah Advisory Council of the Securities Commission Malaysia. These include financial data on Shariah non-permissible income arising from the Group's business activities and interest-based financial position.

## (a) Group Total Income and Total Assets

	Group	
	2025 RM'000	2024 RM'000
<b>Total Income</b>		
Revenue	136,075	143,962
Other Income	518	358
Interest income	281	324
<b>Total</b>	<b>136,874</b>	<b>144,644</b>
<b>Total Assets</b>	<b>88,079</b>	<b>86,311</b>

## b) Business Activities

	Group	
	2025 RM'000	2024 RM'000
<b>Shariah Non-Compliant Activities</b>		
Shariah Non-Compliant Activities	N/A	N/A
<b>Total</b>	<b>N/A</b>	<b>N/A</b>

## c) Component of Financial Position

## (i) Cash Component

	Group	
	2025 RM'000	2024 RM'000
<b>Islamic Account / Instruments</b>		
Cash at bank (exclude cash in hand)	3,411	5,793
<b>Total</b>	<b>3,411</b>	<b>5,793</b>
<b>Conventional Account / Instruments</b>		
Cash at bank (exclude cash in hand)	7,107	3,226
Deposit with license bank	5,311	12,438
Cash in hand	76	74
<b>Total</b>	<b>12,494</b>	<b>15,738</b>

## DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING (CONT'D)

## c) Component of Financial Position (Cont'd)

## (ii) Debt Component

	Group	
	2025 RM'000	2024 RM'000
<b><u>Islamic Borrowings</u></b>		
<b>Current</b>		
Lease Liability	57	-
	<b>57</b>	-
<b>Non-Current</b>		
Lease Liability	255	-
	<b>255</b>	-
<b>Total</b>	<b>312</b>	-
<b><u>Conventional Borrowings</u></b>		
<b>Current</b>		
Term Loans	615	863
Bankers' acceptances	8,839	10,231
Lease Liability	-	127
	<b>9,454</b>	<b>11,221</b>
<b>Non-Current</b>		
Term Loans	10,049	6,194
Lease Liability	599	158
	<b>10,648</b>	<b>6,352</b>
<b>Total</b>	<b>20,102</b>	<b>17,573</b>

## ANALYSIS OF SHAREHOLDINGS AS AT 24 MARCH 2026

### SHARE CAPITAL

Number of shares in issued	:	202,800,000
Class of Shares	:	Ordinary share
Voting Rights	:	One vote per share
Number of Shareholders	:	1,122

### DISTRIBUTION OF SHAREHOLDERS

Size of Shareholdings	No. of Holders	No. of Shares	% of Shares
1 to 99	1	99	0.00
100 to 1,000	158	83,400	0.04
1,001 to 10,000	496	2,512,200	1.24
10,001 to 100,000	340	11,805,101	5.82
100,001 - 10,139,999	124	112,490,800	55.47
10,140,000 and above	3	75,908,400	37.43
<b>Total</b>	<b>1,122</b>	<b>202,800,000</b>	<b>100.00</b>

### SUBSTANTIAL SHAREHOLDERS

No	Name of Shareholder	Direct		Indirect	
		No. of shares held	%	No. of shares held	%
1.	Oon Boon Khong	63,848,400	31.48	-	-
2.	Frazel Group Sdn. Bhd. ("Frazel")	46,716,100	23.04	-	-
3.	Datuk Keh Chuan Seng	-	-	46,716,100 <sup>(a)</sup>	23.04
4.	Datin Cheong Kai Meng	86,100	0.04	46,716,100 <sup>(a)</sup>	23.04

(a) Deemed interested by virtue of his/her shareholdings in Frazel pursuant to Section 8(4) of the Companies Act 2016.

### DIRECTORS' SHAREHOLDING

No	Name of Director	Direct		Indirect	
		No. of shares held	%	No. of shares held	%
1.	Oon Boon Khong	63,848,400	31.48	-	-
2.	Ng Pei Jin (Appointed w.e.f. 2 September 2025)	2,520,000	1.24	-	-
3.	Wong Pak Yii (Appointed w.e.f. 2 September 2025)	311,500	0.15	-	-
4.	Koay Hooi Lynn	49,400	0.02	-	-
5.	Teh Boon Beng	-	-	-	-
6.	Lee Seow Ling	-	-	-	-
7.	Fu Yew Sun (resigned w.e.f. 31 August 2025)	110,000	0.05	-	-
8.	Datuk Keh Chuan Seng (resigned w.e.f. 22 March 2025)	-	-	46,716,100 <sup>(a)</sup>	23.04

(a) Deemed interested by virtue of his/her shareholdings in Frazel pursuant to Section 8(4) of the Companies Act 2016.

## ANALYSIS OF SHAREHOLDINGS

### AS AT 24 MARCH 2026 (CONT'D)

#### THIRTY LARGEST SECURITIES ACCOUNT HOLDERS

NO	NAME	SHAREHOLDINGS	%
1	Frazel Group Sdn. Bhd.	40,560,000	20.00
2	Oon Boon Khong	20,348,400	10.03
3	RHB Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for Oon Boon Khong	15,000,000	7.40
4	Maybank Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for Ooi Chen Seng	9,492,300	4.68
5	Amanah Raya Berhad Kumpulan Wang Bersama Syariah	8,600,000	4.24
6	Amsec Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account - Ambank (M) Berhad for Frazel Group Sdn Bhd	6,156,100	3.04
7	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Qualifier: Pledged securities account for Oon Boon Khong (MY4742)	6,000,000	2.96
8	TA Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for Oon Boon Khong	5,000,000	2.46
9	Affin Hwang Nominees (Tempatan) Sdn. Bhd. Qualifier: Pledged securities account for Oon Boon Khong (M04)	4,500,000	2.22
10	Alliancegroup Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for Oon Boon Khong (7013023)	4,500,000	2.22
11	Amsec Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for Oon Boon Khong	4,500,000	2.22
12	Maybank Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for Chiau Beng Teik	4,327,000	2.13
13	Maybank Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for Oon Boon Khong	4,000,000	1.97
14	Maybank Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for Chiau Haw Choon	3,991,400	1.97
15	Bimsec Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for Enrich Signature Sdn. Bhd. (MGNM88888)	3,597,700	1.77
16	Maybank Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for Ong Hang Ping	2,691,000	1.33
17	Maybank Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for Ng Pei Jin	2,000,000	0.99
18	Alliancegroup Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for Law Book Ching (7014572)	1,755,900	0.86
19	Bimsec Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for YBG Yap Consolidated Sdn. Bhd. (MGNM88088)	1,360,000	0.67
20	Maybank Nominees (Tempatan) Sdn Bhd Qualifier: Pledged securities account for Lee Kean Leng	1,165,000	0.57
21	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Qualifier: Pledged securities account for Ching Teong Seng (MF00614)	1,144,900	0.56
22	Voon Kooi Wong	1,100,000	0.54
23	Ng Ching Kong	1,067,700	0.53
24	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Qualifier: Pledged securities account for Low Kum Moon (MY4159)	1,063,000	0.52
25	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Qualifier: Pledged securities account for Tan Hwa Sing (MP0486)	1,013,900	0.50
26	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Qualifier: Pledged securities account for Cha Weay Chia (MY2307)	1,000,000	0.49
27	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Qualifier: Pledged securities account for Poh Chu Tan (Penang-CI)	1,000,000	0.49
28	Chia Y Liang	976,000	0.48
29	Lim Hock Yean	969,700	0.48
30	Leong Yuet May	894,400	0.44
	<b>Total:</b>	<b>159,774,400</b>	<b>78.76</b>

## LIST OF PROPERTIES

No.	Property Address / Title Details	Description of Property / Existing use	Tenure / Expiry of Lease	Approx. Land Area / Built-up Area (sq ft)	Date of Acquisition	Approx. Age (years)	Audited Net Book Value as at 31 December 2025 (RM'000)
1	1173, Jalan Perindustrian Bukit Minyak 2, Kawasan Perindustrian Bukit Minyak, 14100 Bukit Mertajam, Pulau Pinang  PN 10910, Lot 20172, Mukim 13, Seberang Perai Tengah, Pulau Pinang	Double storey office, 3 units of single storey factory and one double storey factory / Office, warehouse and factory	Leasehold for 60 years / Expiring on 5 July 2072	115,852 / 77,514	10 August 2011	14	9,077
2	Hakmilik Sementara No. H.S. (M) 499, Lot 10456, Tempat Tasek, Mukim 01, Daerah Seberang Perai Selatan, Negeri Pulau Pinang	Semi-Detached Light Industrial Factory	Freehold	19,622 / 10,032	25 April 2025	N/A	5,720

## NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Third (“3<sup>rd</sup>”) Annual General Meeting (“AGM”) of Agricore CS Holdings Berhad (“Agricore” or “the Company”) will be held at **Bendera 3, Level 3, Holiday Inn & Suites Penang Prai, 1919, Jalan Juru Sentral, 14000 Bukit Mertajam, Pulau Pinang** on **Tuesday, 19 May 2026** at **11:00 a.m.** for the following purposes: -

### AGENDA

#### As Ordinary Business: -

- |    |   |   |
|----|---|---|
| 1. | To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon.  | <i>(Please refer to Explanatory Note 1)</i> |
| 2. | To approve the payment of Directors’ fees to Non-Executive Directors of up to RM180,000.00 for the period from 1 June 2026 until the next AGM of the Company.   | <b>Ordinary Resolution 1</b>                |
| 3. | To approve the payment of benefits (excluding Directors’ fees) payable to the Non-Executive Directors up to an amount of RM20,000.00 for the period from 20 May 2026 until the next AGM of the Company. | <b>Ordinary Resolution 2</b>                |
| 4. | To re-elect Ms. Lee Seow Ling who is retiring pursuant to Paragraph 102(2) of the Constitution of the Company and being eligible, has offered herself for re-election.                                  | <b>Ordinary Resolution 3</b>                |
| 5. | To re-elect the following Directors who are retiring pursuant to Paragraph 107(2) of the Constitution of the Company and being eligible, have offered themselves for re-election:                       |   |
|    | (i) Mr. Wong Pak Yii  | <b>Ordinary Resolution 4</b>                |
|    | (ii) Ms. Ng Pei Jin   | <b>Ordinary Resolution 5</b>                |
| 6. | To re-appoint Messrs. TGS TW PLT as the Company’s Auditors for the ensuing year and to authorise the Directors to fix their remuneration.   | <b>Ordinary Resolution 6</b>                |

#### As Special Business: -

To consider and, if thought fit, with or without any modification, to pass the following resolution which will be proposed as Ordinary Resolution:

- |    |  |                              |
|----|--|------------------------------|
| 7. | <b>Ordinary Resolution: -<br/>Authority to issue shares pursuant to the Companies Act 2016 and waiver of pre-emptive rights</b>  | <b>Ordinary Resolution 7</b> |
|    | <p>“<b>THAT</b> subject always to the Companies Act 2016 (the “Act”), the Constitution of the Company, ACE Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“AMLR”) and any relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to the Act, to issue and allot shares in the Company, at any time to such persons and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued pursuant to this Resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being;</p> <p><b>THAT</b> in connection with the above, pursuant to Section 85 of the Act to be read together with Paragraph 62(1) of the Constitution of the Company, that approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to the Act;</p> <p><b>AND THAT</b> the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities;</p> <p><b>AND FURTHER THAT</b> such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company.”</p> |                              |
| 8. | To transact any other business of which due notice shall have been given.  |                              |

## NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

By Order of the Board,

**YEOW SZE MIN** (SSM PC No. 201908003120, MAICSA 7065735)  
**LOW SEOW WEI** (SSM PC No. 202008000437, MAICSA 7053500)  
 Company Secretaries

Date: 17 April 2026

### (A) Notes:

1. For the purpose of determining who shall be entitled to attend the 3<sup>rd</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a Record of Depositors as at **12 May 2026**. Only a depositor whose name appears on this Record of Depositors shall be entitled to attend the 3<sup>rd</sup> AGM or appoint proxy/proxies to attend, speak and vote on his/her/their behalf.
2. A member of the Company (except an exempt authorised nominee) entitled to participate, speak and vote at the 3<sup>rd</sup> AGM of the Company may appoint not more than two (2) proxies or the Chairman as his/her proxy to participate, speak and vote in his/her stead, by indicating the voting instruction in the Form of Proxy:
  - i. A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.
  - ii. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholdings to be represented by each proxy.
  - iii. A proxy appointed by the member shall have the same rights as the member to participate, speak, and vote at the Meeting.
3. In the case of a corporate member, the instrument appointing a proxy shall be in writing and must be either under its common seal or under the hand of its officer or attorney duly authorised.
4. Where a member is an authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account which is credited with ordinary shares of the Company.
5. Where a member is an exempt authorised nominee ("EAN") as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the EAN may appoint in respect of each omnibus account it holds.
6. Where an authorised nominee or EAN appoints more than one (1) proxy, the appointment shall be invalid unless the proportion of shareholdings to be represented by each proxy is specified in the instrument appointing the proxies.
7. The instrument appointing a proxy or representative and the duly registered power of attorney or other authority, if any, shall be in writing under the hand of the appointer or his/her attorney duly appointed under a Power of Attorney or, if such appointer is a corporation, either under its common seal or under the hand of two (2) authorised officers, one of whom shall be a Director or its attorney duly appointed under a Power of Attorney.
8. The appointment of proxy(ies) may be made in hardcopy form or by electronic means as follow: -
  - i. In hardcopy form  
 The proxy form shall be deposited at the office of the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - ii. By electronic means  
 The proxy form may also be lodged electronically via Vistra Share Registry and IPO (MY) portal ("The Portal") at <https://srmy.vistra.com>.

## NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

### (A) Notes: (Cont'd)

9. All instrument appointing a proxy or representative and the duly registered power of attorney or other authority (if any), must be received by the Share Registrar of the Company not less than forty-eight (48) hours before the time set for holding the 3<sup>rd</sup> AGM or any adjournments thereof.
10. A member is not precluded from attending the Meeting in person after lodging the instrument of proxy. If you have submitted your instrument appointing a proxy prior to the Meeting and subsequently wish to revoke your proxy appointment(s), you may deposit a written notice of termination of proxy authority in the following manner:
  - i. In hardcopy form  
The written notice shall be deposited at the office of the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn. Bhd., at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia, or via the drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - ii. By electronic means  
The written notice may also be lodged electronically via The Portal at <https://smy.vistra.com>.

Such notice must be received by the Share Registrar not less than forty-eight (48) hours before the time appointed for holding the 3<sup>rd</sup> AGM or any adjournment thereof. In such an event, you should advise your proxy(ies) accordingly. Alternatively, you may proceed to the Help Desk on the day of the Meeting to revoke the appointment of your proxy.

- 11 Any alteration to the instrument appointing a proxy must be initialed. The Company shall be entitled to reject an instrument of proxy that is incomplete, improperly completed, illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the instrument of proxy.

### Poll Voting

Pursuant to Rule 8.31A of the ACE Market Listing Requirements ("AMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"), all resolutions set out in the Notice of 3<sup>rd</sup> AGM will be put to vote by way of a poll.

### (B) Explanatory Notes:

1. Item 1 of the Agenda: Audited Financial Statements for the financial year ended 31 December 2025

The first agenda of this Meeting is meant for discussion only, as Section 340(1) of the Companies Act 2016 ("Act") does not require a formal approval for the Audited Financial Statements from the shareholders. Therefore, this Agenda is not put forward to shareholders for voting.

2. Ordinary Resolutions 1 and 2: Payment of Directors' fee and benefits made payable to the Non-Executive Directors

Paragraph 108 of the Constitution of the Company provides that any fees and benefits payable to Directors shall be subject to shareholders' annual approval at a general meeting. Pursuant thereto, shareholders' approval is sought for the payment of fees to Directors (Ordinary Resolutions 1) and benefits payable to Directors (Ordinary Resolution 2).

Ordinary Resolution 1 - The proposed ordinary resolution 1 is to facilitate the payment of Directors' fees for the period from 1 June 2026 until the next AGM of the Company, to be payable on monthly basis in arrears.

Ordinary Resolution 2 - The benefits payable to the Directors pursuant to Section 230(1)(b) of the Act have been reviewed by the Remuneration Committee and the Board of Directors ("the Board") of the Company, which recognised that the benefits payable is in the best interest of the Company for the applicable period from 20 May 2026 up to the conclusion of next AGM. The benefits are reimbursed for appropriate expenses incurred in the performance of their duties such as travelling expenses, accommodation, etc.

3. Ordinary Resolutions 3-5: Re-election of Directors

Paragraph 102(2) of the Constitution of the Company states that one-third (1/3) of the Directors shall retire from office and shall be eligible for re-election at each AGM. All Directors shall retire from office at least once in each three (3) years but shall be eligible for re-election.

Paragraph 107(2) of the Constitution of the Company further states that any Director so appointed shall hold office until the next AGM but shall be eligible for re-election.

## NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

### (B) Explanatory Notes: (Cont'd)

#### 3. Ordinary Resolutions 3-5: Re-election of Directors (Cont'd)

Ms. Lee Seow Ling who is due for retirement in accordance with Paragraph 102(2) of the the Constitution of the Company has offered herself for re-election at the 3<sup>rd</sup> AGM.

Mr. Wong Pak Yii and Ms. Ng Pei Jin who are due for retirement in accordance with Paragraph 107(2) of the Constitution of the Company have offered themselves for re-election at the 3<sup>rd</sup> AGM.

The profiles of the Directors who are standing for re-election are provided in the Annual Report of the Company.

In determining the eligibility of the Directors to stand for re-election at the 3<sup>rd</sup> AGM, the Nomination Committee ("NC") has considered the following: -

- (i) satisfactory performance and have met the criteria of Directors' Fit and Proper Policy of the Company in terms of character, experience, integrity, competence and time in discharging their duties and responsibilities;
- (ii) for Independent and Non-Executive Director ("INED") only, the level of independence demonstrated by the INED and her ability to act in the best interest of the Company; and
- (iii) their ability to act in the best interest of the Company in decision-making.

The Board endorsed the NC's recommendation for the retiring Directors pursuant to Paragraphs 102(2) and 107(2) of the Constitution of the Company to seek shareholders' approval for re-election. All the retiring Directors have abstained from deliberations and decisions on their own eligibility to stand for re-election at the relevant NC and Board meetings.

#### 4. Ordinary Resolution 6: Re-appointment of Auditors

The Audit and Risk Management Committee and the Board having considered the re-appointment of Messrs. TGS TW PLT as auditors of the Company, are satisfied with the performance, competency, audit approach and independence of Messrs. TGS TW PLT and viewed that the Auditors have met the relevant criteria prescribed by Rule 15.21 of AMLR of Bursa Securities.

#### 5. Ordinary Resolution 7: Authority to issue shares pursuant to the Companies Act 2016 and waiver of pre-emptive rights

The Ordinary Resolution proposed under Ordinary Resolution 7 is primarily to seek for renewal of a Previous Mandate (as defined herein) to give flexibility to the Board to issue and allot shares up to 10% of the total number of issued shares of the Company for the time being, at any time in its absolute discretion without convening a general meeting (hereinafter referred to as the "General Mandate").

The Company has been granted a general mandate by its shareholders at the last AGM held on 22 May 2025 (hereinafter referred to as the "Previous Mandate"). The Previous Mandate was not utilised and accordingly, no proceeds were raised.

The General Mandate, upon renewal, will provide flexibility to the Company to undertake any possible fund raising activities, including but not limited to placement of shares, for the purpose of funding Company's future investment projects, working capital, acquisitions and/or such other purposes as the Directors may deem fit, without having to convene a general meeting, provided that the aggregate number of the shares issued pursuant to the General Mandate does not exceed 10% of the total number of issued shares of the Company. This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company.

The waiver of pre-emptive rights will allow the Board to issue new Ordinary Shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under the General Mandate.

### Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the 3<sup>rd</sup> AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

## STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING (Pursuant to Rule 8.29(2) of the AMLR of Bursa Securities)

- As at date of this notice, there are no individuals who are standing for election as Directors (excluding the above Directors who are standing for re-election) at this forthcoming 3<sup>rd</sup> AGM.
- General Mandate for the issue of securities in accordance with Rule 6.04(3) of the AMLR of Bursa Securities.

Details of the General Mandate to issue securities in the Company pursuant to Sections 75 and 76 of the Act are set out in Note 5 of the Explanatory Notes of the Notice of the 3<sup>rd</sup> AGM.

This page is intentionally left blank.



## PROXY FORM

No. of Ordinary Shares held		CDS Account No.	
Contact No.		Email Address	

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

of \_\_\_\_\_  
 being member(s) of Agricore CS Holdings Berhad, hereby appoint:

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

and / or\* (\*delete as appropriate)

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
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 Third (3<sup>rd</sup>) Annual General Meeting ("AGM") of the Company to be held at at **Bendera 3, Level 3, Holiday Inn & Suites Penang Prai, 1919, Jalan Juru Sentral, 14000 Bukit Mertajam, Pulau Pinang** on **Tuesday, 19 May 2026** at **11:00 a.m.** or any adjournment thereof, and to vote as indicated below:

Ordinary Business		Ordinary Resolution	For	Against
1.	To approve the payment of Directors' fees to Non-Independent Directors for the period from 1 June 2026 until the next AGM of the Company.	1		
2.	To approve the payment of benefits (excluding Directors' fees) payable to Non-Executive Directors for the period commencing from 20 May 2026 until the next AGM of the Company.	2		
3.	To re-elect Ms. Lee Seow Ling as Director of the Company.	3		
4.	To re-elect Mr. Wong Pak Yii as Director of the Company.	4		
5.	To re-elect Ms. Ng Pei Jin as Director of the Company.	5		
6.	To re-appoint Messrs. TGS TW PLT as auditors of the Company.	6		
Special Business				
7.	Authority for Directors to issue and allot shares pursuant to the Companies Act 2016 and waiver of pre-emptive rights.	7		

**Note:**

\_\_\_\_\_  
 Signature of Shareholder(s)/Common Seal

\* Manner of execution:

- If you are an individual member, please sign where indicated.
- If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the constitution of your corporation.
- If you are a corporate member which does not have a common seal, this proxy form should be affixed with the rubber stamp of your company (if any) and executed by:
  - at least two (2) authorised officers, of whom one shall be a director; or
  - any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.



Fold this flap for sealing

Notes:

1. For the purpose of determining who shall be entitled to attend the 3<sup>rd</sup> AGM, the Company shall be requesting Bursa Malaysia Depository Sdn. Bhd. to make available to the Company, a Record of Depositors as at **12 May 2026**. Only a depositor whose name appears on this Record of Depositors shall be entitled to attend the 3<sup>rd</sup> AGM or appoint a proxy to attend, speak and vote on his/her/their behalf.
2. A member entitled to attend and vote at this General Meeting is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his/her place. A proxy may but need not be a member of the Company.
3. A member of the Company (except an exempt authorised nominee) who is entitled to attend and vote at the 3<sup>rd</sup> AGM of the Company may appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the 3<sup>rd</sup> AGM.
4. Where a member is an authorised nominee, as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each securities account which is credited with ordinary shares of the Company.
5. Where a member is an exempt authorised nominee ("EAN") as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the EAN may appoint in respect of each omnibus account it holds.
6. Where an authorised nominee or EAN appoints more than one (1) proxy, the appointment shall be invalid unless the proportion of shareholdings to be represented by each proxy is specified in the instrument appointing the proxies.
7. The instrument appointing a proxy must be deposited in hardcopy form or by electronic means as follow:
  - i. In hardcopy form  
The proxy form shall be deposited at the office of the Share Registrar of the Company, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or drop box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.
  - ii. By electronic means  
The proxy form may also be lodged electronically via Vistra Share Registry and IPO (MY) portal ("The Portal") at <https://srmy.vistra.com>.
8. All instrument appointing a proxy or representative and the duly registered power of attorney or other authority (if any), must be received by the Share Registrar of the Company not less than forty-eight (48) hours before the time set for holding the 3<sup>rd</sup> AGM or any adjournments thereof.
9. Pursuant to Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of 3<sup>rd</sup> AGM will be put to vote by way of a poll.
10. Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.
11. Any alteration in this form must be initialled.

Then fold here

AFFIX  
STAMP

THE SHARE REGISTRAR  
**TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN. BHD.**  
Registration No.: 197101000970 (11324-H)  
Unit 32-01, Level 32, Tower A,  
Vertical Business Suite Avenue 3,  
Bangsar South No. 8, Jalan Kerinchi,  
59200 Kuala Lumpur, Malaysia

1<sup>st</sup> fold here

**Personal data privacy:-**

By submitting the duly executed proxy form, the member and his/her/their proxy consent to the Company and/or its agents/service providers to collect, use and disclose the personal data therein in accordance with the Personal Data Protection Act 2010, for the purpose of the 3<sup>rd</sup> AGM of the Company and any adjournment thereof.



## **AGRICORE CS HOLDINGS BERHAD**

(202301018008 (1511930-P))  
(Incorporated in Malaysia)

1173, Jalan Perindustrian Bukit Minyak 2,  
Kawasan Perindustrian Bukit Minyak,  
14100 Bukit Mertajam, Pulau Pinang.

Tel : +604 - 505 7766

Fax : +604 - 505 7799

Email : [corporate@agricore.com.my](mailto:corporate@agricore.com.my)

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

