

**WMG HOLDINGS BHD.**

201501041664(1166985-X)

(Incorporated in Malaysia)

**Unaudited Interim Financial Statements**

**For The Fourth Quarter Report Ended 31 December 2024 (“Other”)**

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

<b>Index</b>	<b>Page</b>
Condensed Consolidated Statement of Comprehensive Income	3
Condensed Consolidated Statement of Financial Position	4-5
Condensed Consolidated Statement of Changes in Equity	6
Condensed Consolidated Statement of Cash flows	7- 8
Notes to the interim financial statements	9-14
Additional information required by the Bursa Malaysia Securities Berhad	15-22
Authorisation for issue of the interim financial statements	22

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**Condensed Consolidated Statement of Comprehensive Income**

	Note	Individual Quarter		Financial Year-to-date	
		3 months ended		12 months ended	
		31/12/2024	31/12/2023	31/12/2024	31/12/2023
		RM'000	RM'000	RM'000	RM'000
Revenue	A11	24,914	-	162,236	-
Cost of sales		(16,625)	-	(101,196)	-
Gross profit		8,289	-	61,040	-
Other income	A12	1,220	-	3,956	-
Other expenses		(268)	-	(2,663)	-
Selling and marketing expenses		(483)	-	(1,948)	-
Finance costs		(2,187)	-	(9,931)	-
Administrative expenses		(4,380)	-	(14,458)	-
Profit from operations		2,191	-	35,996	-
Interest income		317	-	1,189	-
Profit before tax	A13	2,508	-	37,185	-
Income tax expense	A14	(1,372)	-	(11,693)	-
Profit for the period		1,136	-	25,492	-
Other comprehensive income, net of tax:		-	-	-	-
Total comprehensive profit for the period		1,136	-	25,492	-
Profit attributable to owners of the Company		1,136	-	25,492	-
Total comprehensive profit attributable to owners of the Company		1,136	-	25,492	-
Earnings / (loss) per share attributable to owners of the Company:	A15	Sen	Sen	Sen	Sen
- Basic		(0.18)	-	1.69	-
- Diluted		0.10	-	2.17	-

Note:

- The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2023 and the accompanying explanatory notes attached to the interim financial statements.
- The Company's fiscal year-end has been changed from 31 December 2024 to 31 March 2025. Consequently, there are no comparable figures available for the corresponding period in the preceding year

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**Condensed Consolidated Statement of Financial Position**

		AS AT 31/12/2024 RM'000	AS AT 31/12/2023 RM'000
<b>ASSETS</b>	<b>Note</b>		
<b>Non-current Assets</b>			
Property, plant and equipment		22,365	23,380
Investment properties	A16	88,016	93,029
Deferred tax assets		1,639	9,783
Inventory properties	A17	116,359	110,417
		<u>228,379</u>	<u>236,609</u>
<b>Current Assets</b>			
Inventory properties	A17	57,715	93,400
Trading inventories		272	539
Trade and other receivables		28,220	33,396
Prepayment		70	313
Contract cost assets		925	2,125
Contract assets		20,256	20,569
Income tax refundable		148	74
Cash and bank balances	A18	46,795	24,540
		<u>154,401</u>	<u>174,956</u>
<b>Total Assets</b>		<u>382,780</u>	<u>411,565</u>
<b>EQUITY AND LIABILITIES</b>			
<b>Current Liabilities</b>			
Loans and borrowings	A19	96,864	120,410
Lease liabilities		357	255
Trade and other payables		31,400	34,895
Tax payable		627	4,606
		<u>129,248</u>	<u>160,166</u>
<b>Net current assets</b>		<u>25,153</u>	<u>14,790</u>
<b>Non-current Liabilities</b>			
Loan and borrowings	A19	56,383	79,281
Lease liabilities		68	437
Deferred tax liabilities		4,065	4,157
		<u>60,516</u>	<u>83,875</u>
<b>Total Liabilities</b>		<u>189,764</u>	<u>244,041</u>
<b>Net Assets</b>		<u>193,016</u>	<u>167,524</u>

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**Condensed Consolidated Statement of Financial Position (cont’d)****EQUITY AND LIABILITIES (cont’d)**

		AS AT 31/12/2024 RM'000	AS AT 31/12/2023 RM'000
	Note		
<b>Equity attributable to owners of the Company</b>			
Share capital	A20	434,682	231,343
Redeemable convertible preference shares	A20	149,173	149,173
Irredeemable convertible preference shares	A20	-	203,339
Merger deficit		(312,039)	(312,039)
Accumulated losses		(78,800)	(104,292)
<b>Total Equity</b>		<u>193,016</u>	<u>167,524</u>
<b>Total Equity and Liabilities</b>		<u>382,780</u>	<u>411,565</u>
 <b>Net assets per share attributable to owners of the Company (RM)</b>			
		0.22	0.38

The condensed consolidated statement of financial position should be read in conjunction with the audited financial statements for the year ended 31 December 2023 and the accompanying explanatory notes attached to the interim financial statements.

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**Condensed Consolidated Statement of Changes in Equity**

	Note	Share capital	RCPS	ICPS	Merger deficit	Accumulated losses	Total Equity
		RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
<b>At 1 Jan 2024</b>		231,343	149,173	203,339	(312,039)	(104,292)	167,524
Total comprehensive income for the period		-	-	-	-	25,492	25,492
Conversion of shares		203,339	-	(203,339)	-	-	-
<b>At 31 December 2024</b>		434,682	149,173	-	(312,039)	(78,800)	193,016

Note:

1. The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2023 and the accompanying explanatory notes attached to the interim financial statements.
2. The Company's fiscal year-end has been changed from 31 December 2024 to 31 March 2025. Consequently, there are no comparable figures available for the corresponding period in the preceding year

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**Condensed Consolidated Statement of Cash Flows**

		12 months ended	
		31/12/2024	31/12/2023
	Note	RM'000	RM'0000
<b>Cash flows from operating activities</b>			
Profit before tax		37,185	-
<b>Adjustments for:</b>			
Depreciation		4,909	-
Finance costs		9,931	-
Interest income		(1,189)	-
Impairment of an investment property		1,773	-
Gain on disposal of property, plant and equipment		(95)	-
Equipment written off		3	-
Total adjustments		<u>15,332</u>	<u>-</u>
Operating cash flows before changes in working capital		52,517	-
<b>Changes in working capital :</b>			
Decrease in inventory properties		29,743	-
Decrease in trading inventories		267	-
Decrease in receivables and other current assets		5,419	-
Decrease in contract assets		1,513	-
Decrease in payables and other current liabilities		(3,495)	-
Total changes in working capital		<u>33,447</u>	<u>-</u>
Cash flows from operations		85,964	-
Interest paid		(78)	-
Interest received		740	-
Income tax refunded		14	-
Income tax paid		(7,707)	-
Net cash flows from operating activities		<u>78,933</u>	<u>-</u>
<b>Cash flows from investing activities</b>			
Interest income received		449	-
Increase of deposits		(33)	-
Proceeds from disposal of plant and equipment		95	-
Purchase of office furniture and equipment		(658)	-
Net cash flows used in investing activities		<u>(147)</u>	<u>-</u>

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**Condensed Consolidated Statement of Cash Flows (cont’d)**

	Note	12 months ended	
		31/12/2024 RM’000	31/12/2023 RM’0000
<b>Cash flows from financing activities</b>			
Drawdown of bankers’ acceptances		9,025	-
Drawdown of revolving credits		21,000	-
Drawdown of bridging loan		4,181	-
Repayment of bankers’ acceptances		(10,700)	-
Repayment of bridging loan		(15,894)	-
Repayment of term loan		(17,620)	-
Repayment of revolving credits		(35,900)	-
Payment of principal portion of lease liabilities		(267)	-
Finance costs paid		(9,853)	-
Withdrawal of deposit with licensed bank pursuant to banking facilities settled		500	-
Net cash flows used in financing activities		(55,528)	-
<b>Net increase in cash and cash equivalents</b>		23,258	-
<b>Cash and cash equivalents at beginning of financial period</b>		19,888	-
<b>Cash and cash equivalents at end of financial period</b>	A18	43,146	-

Note:

1. The condensed consolidated statement of comprehensive income should be read in conjunction with the audited financial statements for the year ended 31 December 2023 and the accompanying explanatory notes attached to the interim financial statements.
2. The Company's fiscal year-end has been changed from 31 December 2024 to 31 March 2025. Consequently, there are no comparable figures available for the corresponding period in the preceding year



**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**Part A : Notes to the interim financial statements****A1 Basis of preparation**

WMG Holdings Bhd. is a public limited liability company incorporated and domiciled in Malaysia, and is listed on Bursa Malaysia Securities Berhad.

The unaudited condensed consolidated interim financial statements for the period ended 31 December 2024 have been prepared in accordance with MFRS 134 Interim Financial Reporting issued by the Malaysian Accounting Standards Board and paragraph 9.22 of the Listing Requirements of Bursa Malaysia Securities Berhad. These unaudited condensed consolidated interim financial statements also comply with IAS 34 Interim Financial Reporting issued by the International Accounting Standards Board.

As announced on 13 November 2024, the financial year end of the Group has been changed from 31 December 2024 to 31 March 2025. As such, there will be no comparative financial information available for the preceding year corresponding periods.

The interim financial statements should be read in conjunction with the audited financial statements for the year ended 31 December 2023. The explanatory notes to the interim financial statements provide an understanding of the changes in the financial position and performance of the Group since the financial year ended 31 December 2023.

**A2 Accounting Policies**

The accounting policies and presentation adopted for the interim financial statements are consistent with those adopted for the audited financial statements for year ended 31 December 2023.

**A3 Seasonality of operations**

The Group’s operations are not seasonal and cyclical in nature.

**A4 Unusual items**

There were no unusual items affecting assets, liabilities, equity, net income or cash flows during the interim period under review.

**A5 Changes in estimates**

There were no changes in estimates of amounts reported in prior interim periods of the current financial year or the prior financial year that have a material effect in the interim period under review.

**A6 Changes in the composition of the Group**

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

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**A7 Share capital and treasury shares**

There were no issuances, cancellations, repurchases, resale and repayments of debt and equity securities during the interim period under review other than the conversion of the ICPS to ordinary shares on 24 September 2024 as disclosed in Note A20 to the interim financial statements.

**A8 Contingencies**

There were no changes in contingent assets and liabilities for the period under review.

**A9 Dividends**

For the period ended 31 December 2024, the Directors do not recommend payment of dividend. (2023: Nil).

The total dividend for the current financial period is Nil (2023: Nil).

**A10 Events after the reporting period**

There were no material events subsequent to the end of the interim period, 31 December 2024 to 20 February 2025, the latest practicable date other than the material litigation as announced on 18 February 2025 and 20 February 2025 and stated in part B note B8 of this report.

**A11 Segment information***Business Segments*

	12 months ended 31 December 2024				
	Property	Building materials	Others	Adjustment/ Elimination	Consolidated
	RM'000	RM'000	RM'000	RM'000	RM'000
<b>Revenue</b>					
External	145,373	16,863	-	-	162,236
Inter-segment	-	-	-	-	-
Total	145,373	16,863	-	-	162,236
<b>Results</b>					
Depreciation	4,838	71	-	-	4,909
Interest income	581	608	-	-	1,189
Other non-cash expenses	-	-	-	-	-
Segment profit/(loss)	38,639	488	(1,942)	-	37,185

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**A12 Other income**

Included in other income for the period are miscellaneous receipts of RM 3.47 million (2023: RM2.74 million) pertaining to rental activities.

**A13 Profit before tax**

Included in the profit before tax are the following items:

	<b>Individual Quarter</b>		<b>Financial Year-to-date</b>	
	<b>3 months ended</b>		<b>12 months ended</b>	
	<b>31/12/2024</b>	<b>31/12/2023</b>	<b>31/12/2024</b>	<b>31/12/2023</b>
	<b>RM'000</b>	<b>RM'000</b>		<b>RM'000</b>
(a) Interest income	317	-	1,189	-
(b) Other income including investment	1,220	-	3,956	-
(c) Interest expenses	2,187	-	9,931	-
(d) Depreciation and amortization	1,166	-	4,909	-
(e) Impairment of assets	-	-	1,773	-

Save as disclosed above, the other items as required under Appendix 9B, Part A(16) of the Main Market Listing Requirements are not applicable.

**A14 Income tax expense**

	<b>Individual Quarter</b>		<b>Financial Year-to-date</b>	
	<b>3 months ended</b>		<b>12 months ended</b>	
	<b>31.12.2024</b>	<b>31.12.2023</b>	<b>31.12.2024</b>	<b>31.12.2023</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Current income tax	871	-	3,641	-
Deferred tax	501	-	8,052	-
	<u>1,372</u>	<u>-</u>	<u>11,693</u>	<u>-</u>

The Group's income tax expense for the current quarter and period is mainly due to losses of certain subsidiaries which cannot be set off against taxable profits of other subsidiaries within the Group and deferred taxation.

The effective tax rate for the current quarter and financial period were higher than the statutory income tax rate mainly due to non-deductible expenses for tax purposes in certain subsidiaries .

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**A15 Earnings/(loss) per share**

	<b>Individual Quarter 3 months ended</b>		<b>Financial Year-to-date 12 months ended</b>	
	<b>31.12.2024</b>	<b>31.12.2023</b>	<b>31.12.2024</b>	<b>31.12.2023</b>
	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>	<b>RM'000</b>
Earnings net of tax attributable to owners of the Company (RM'000)	1,136	-	25,492	-
Less: cumulative dividend on RCPS	(2,727)	-	(10,850)	-
(Loss)/Earnings net of tax attributable to owners of the Company used in the computation of basic (loss)/earnings per share (RM'000)	(1,591)	-	14,642	-
Add back: cumulative dividend on RCPS	2,727	-	10,850	-
Earnings net of tax attributable to owners of the Company used in the computation of diluted earnings per share (RM'000)	1,136	-	25,492	-
Weighted average number of ordinary shares for basic earnings per share computation ('000)	867,149	-	867,149	-
Effect of dilution – RCPS ('000)	310,000	-	310,000	-
Weighted average number of ordinary shares for diluted earnings per share computation ('000)	1,177,149	-	1,177,149	-
<b>Basic (loss)/earnings per share (sen)</b>	(0.18)	-	1.69	-
<b>Diluted earnings per share (sen)</b>	0.10	-	2.17	-

**A16 Investment properties**

Included is Mydin Hypermarket with a net carrying amount as at 31 December 2024 of RM59.80 million. (2023: RM62.44 million)

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**A17 Inventory properties**

	<b>As at 31.12.2024 RM’000</b>	<b>As at 31.12.2023 RM’000</b>
<b>Non-current</b>		
Land held for property development	116,359	110,417
<b>Current</b>		
Land held for property development	-	25,667
Properties under development	29,432	30,997
Completed properties	28,283	36,736
	<u>57,715</u>	<u>93,400</u>
	<u>174,074</u>	<u>203,817</u>

As at 31.12.2024, the Group has a total land bank for development of approximately 637 acres (2023: 651 acres), comprising 475 acres (2023: 475 acres) in Sandakan and 162 acres (2023: 176 acres) in Kota Kinabalu.

**Land held for property development (Current)**

	<b>As at 31.12.2024 RM’000</b>	<b>As at 31.12.2023 RM’000</b>
At the beginning of period/year	25,667	25,667
Sold during period/year	(25,667)	-
At the end of period/year	<u>-</u>	<u>25,667</u>

This represented the book value of the land of about 10.20 acres, the disposal of which was completed on 9 May 2024.

**A18 Cash and Cash Equivalents**

	<b>As at 31.12.2024 RM’000</b>	<b>As at 31.12.2023 RM’000</b>
Fixed deposits	18,492	1,528
Cash on hand and at banks	28,303	23,012
Cash and bank balances	46,795	24,540
Less: deposits pledged for banking facilities	(1,061)	(1,528)
Less: bank overdrafts	(2,588)	(3,124)
	<u>43,146</u>	<u>19,888</u>

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**A19 Loan and borrowings**

The Group’s borrowings and debt securities are as follows:

	As at fourth quarter ended 31.12.2024			As at fourth quarter ended 31.12.2023		
	Long Term	Short Term	Total borrowings	Long Term	Short Term	Total borrowings
<b>Secured</b>	RM’000	RM’000	RM’000	RM’000	RM’000	RM’000
Bankers’ acceptances (BA)	-	2,366	2,366	-	4,041	4,041
Revolving credits (RC)	-	83,600	83,600	-	98,500	98,500
Overdraft (OD)	-	2,588	2,588	-	3,124	3,124
Bridging loan (BL)	299	-	299	7,062	4,950	12,012
Term loans (TL)	56,084	8,310	64,394	72,219	9,795	82,014
	56,383	96,864	153,247	79,281	120,410	199,691

The interest rates for BA, RC, TL, BL and OD generally range from 1% to 2% above the cost of fund and the lending rate of the respective banks.

There are no borrowings denominated in foreign currency.

**A20 Share Capital, RCPS and ICPS**

	<b>No. of Ordinary Shares</b>	<b>Amount RM</b>
<b>Share Capital</b>		
As at 01.01.2024	444,585,469	231,343,259
Converted from ICPS (see note below)	422,563,584	203,338,864
As at 31.12.2024	<u>867,149,053</u>	<u>434,682,123</u>
	<b>No. of Preference Shares</b>	<b>Amount RM</b>
<b>Redeemable Convertible Preference Shares (RCPS)</b>		
As at 01.01.2024 and 31.12.2024	<u>155,000,000</u>	<u>149,172,930</u>
<b>Irredeemable Convertible Preference Shares (ICPS)</b>		
As at 01.01.2024	211,281,792	203,338,864
* Converted to ordinary shares	(211,281,792)	(203,338,864)
As at 31.12.2024	<u>-</u>	<u>-</u>

\* The ICPS were converted at the ratio of 1 ICPS to 2 ordinary shares on 24.09.2024 in accordance with the Company’s constitution.

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**Part B : Additional information required by Bursa Malaysia Securities Berhad’s Listing Requirements****B1 Performance review**

The Group’s performance is as tabulated below:

	Individual Quarter				Financial Year to date			
	3 months ended				12 months ended			
	31.12.2024	31.12.2023	Changes		31.12.2024	31.12.2023	Changes	
	RM’000	RM’000	RM’000	%	RM’000	RM’000	RM’000	%
Revenue	24,914	28,606	(3,692)	(3)	162,236	122,752	39,484	32
Gross profit	8,289	7,602	687	9	61,040	28,455	32,585	115
Profit before interest and tax	4,695	1,464	3,231	221	47,116	13,153	33,963	258
Profit/(loss) before tax	2,508	(1,871)	4,379	234	37,185	96	37,089	38,634
Profit/(loss) after tax	1,136	(1,938)	3,074	159	25,492	(2,088)	27,580	1,321
Profit/(loss) attributable to ordinary equity holders of the Company	1,136	(1,938)	3,074	159	25,492	(2,088)	27,580	1,321

For the current quarter ended 31 December 2024, the Group recorded revenue of RM24.91 million and profit after tax of RM1.14 million as compared to the corresponding quarter’s revenue of RM28.61 million and loss after tax of RM1.94 million.

For current period ended 31 December 2024, the Group recorded revenue of RM162.24 million and profit after tax of RM25.49 million as compared to the corresponding period’s revenue of RM122.75 million and loss after tax of RM2.09 million.

The revenue generated for the current quarter under review was lower than the previous corresponding quarter due to lower sales of building materials in the 4th quarter of 2024 vis-à-vis the sale of land held for development in 4th quarter of 2023. However, overall revenue for the current period under review achieved better results as compared to the previous corresponding period arising from the contribution from the sale of land held for development in May 2024.

The Group generated a total revenue of RM24.91 million and RM162.24 million for the current quarter and period under review. RM21.41 million (86%) and RM145.37 million (90%) were from property segment and RM3.50 million (14%) and RM16.87 million (10%) were from building materials segment respectively.

Sales of properties were at RM19.38 million and RM137.33 million, property letting at RM2.03 million and RM8.04 million for the current quarter and period under review respectively.

Sales of building materials to contractors engaged by the Group for its property development projects amounted to RM2.30 million and RM12.97 million representing 66% and 77% of the total sales of building materials of RM3.50 million and RM16.87 million for the current quarter and period under review respectively.

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**B1 Performance review (cont’d)**

The Group recorded a gross profit of RM61.04 million for the current period under review. After taking into account interest income and other income totaling RM5.14 million and deducting expenses of RM29.00 million (which include finance cost of RM9.93 million, other expenses of RM2.66 million, selling and marketing expenses of RM1.95 million, administrative expenses of RM14.46 million) and income tax expense of RM11.69 million, the Group incurred a profit after tax of RM25.49 million.

Administrative expenses of RM14.46 million comprised mainly fixed and semi-fixed costs namely staff costs, directors’ remuneration, overheads and office expenses (which include depreciation RM0.97 million) of approximately RM4.27 million, RM4.30 million and RM5.89 million respectively.

**B2 Current quarter compared with immediate preceding quarter**

The Group recorded a profit after tax of RM1.14 million for the current quarter under review compared to profit after tax of RM 1.86 million for the immediate preceding quarter as follows:-.

	Current quarter	Immediate preceding quarter	Changes	
	31.12.2024	30.09.2024		
	RM’000	RM’000	RM’000	%
Revenue	24,914	30,572	(5,658)	(18)
Gross profit	8,289	9,743	(1,454)	(14)
Profit before interest and tax	4,695	5,348	(653)	(12)
Profit before tax	2,508	3,120	(612)	(19)
Profit after tax	1,136	1,859	(723)	(38)
Profit attributable to ordinary equity holders of the Company	1,136	1,859	(723)	(38)

Revenue for the current quarter is lower than the immediate preceding quarter by RM5.66 million or 18% mainly due to lower sales of properties and building materials in current quarter.

For the current quarter under review, revenue from the property segment and building materials segment amounted to RM21.41 million and RM3.50 million respectively as compared to preceding quarter of RM26.94 million and RM3.63 million respectively.

**B3 Commentary on Prospects**

As at 31 December 2024, the Group has two ongoing residential projects namely the remaining 145 units of Parklane 2 terrace house in Kota Kinabalu with percentage of completion of 68% and the 60 units of Parklane Garden terrace house in Sandakan with percentage of completion of 46%. The unbilled sales and gross development value of unsold units of these two ongoing projects amounted to approximately RM19.54 million and RM54.21 million respectively.

For the 12 months ended 31 December 2024, the Group made a profit after tax of RM25.49 million and barring any unforeseen circumstances, the Directors expect the Group to remain profitable in the current financial period for the 15 months ending 31 March 2025 following the change in the financial year end based on the measures being undertaken by the Group to sell its properties.

To strengthen its financial position going forward, the Group will continue to explore to monetize certain of its properties and /or land bank not identified for development in the near term.



**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**B4 Profits forecast and profit guarantee**

The above is not applicable as no profit forecast and profit guarantee were provided.

**B5 Income tax expense**

This is stated in note A14 to the interim financial statements.

**B6 Corporate proposals**

There were no corporate proposals announced but not completed as at 18 February 2025, the latest practicable date which is not earlier than 7 days from the date of issue of this interim financial statements.

**B7 Group borrowings and debt securities**

This is stated in note A19 to the interim financial statements.

**B8 Changes in material litigation**

The Group did not have any material litigation as at 20 February 2025, the latest practicable date other than:-

- a. The announcement on 18 February 2025.

Wah Mie Trading Sdn. Bhd. (WMTSB or “Plaintiff”), a subsidiary of the Company, has served a copy of the sealed Writ and Statement of Claim both dated 1 October 2024 to the following defendants, through Messrs. Ting & Jublee, the solicitor acting on behalf of the Plaintiff: -

1. Pemborong Asas Sdn. Bhd. as the first defendant (“**1st Defendant**”);
2. Lu Kin Yip as the second defendant (“**2nd Defendant**”);
3. Chow Man Fui as the third defendant (“**3rd Defendant**”); and
4. Ang Chun Hock as the fourth defendant (“**4th Defendant**”).

(hereinafter collectively referred to as “**the Defendants**”)

**Particulars of Claim of the Writ and Statement of Claim**

According to the Statement of Claim, the 1st Defendant applied for credit facilities from the Plaintiff for the purpose of purchasing building materials and goods from the Plaintiff on credit terms, whereby the 2nd, 3rd and 4th Defendants agreed to be the guarantors, responsible for paying on demand all sums due and owing by the 1st Defendant to the Plaintiff. The 1st Defendant stopped making payments for the principal outstanding sum and interest since their last payment on 1 December 2022. As of 31 July 2024, the 1st Defendant is still owed to the Plaintiff the principal outstanding sum of RM496,291.86 being the outstanding invoices for building materials and goods sold to the 1st Defendant on credit terms, along with RM42,856.90 being the interests on overdue outstanding sum as at 30 September 2022. The total outstanding due and owing by the 1st Defendant to the Plaintiff amounts to the sum of RM539,148.76.

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

The Plaintiff seeks the following from the 1st, 2nd, 3rd, and 4th Defendants jointly and severally the followings:

1. The principal outstanding sum of RM496,291.86 as at 31 July 2024;
2. A further sum of RM42,856.90 being the interest on overdue outstanding sum as at 30 September 2022;
3. Statutory interest at the rate of 5% per annum on the outstanding sum of RM496,291.86 calculated from 1 August 2024 to the date of Judgment pursuant to Section 11 of the Civil Law Act 1956;
4. Statutory Interest as at the rate of 5% per annum on the outstanding sum of RM496,291.86 calculated from the date of judgment to the date of full and final settlement
5. Plaintiff’s costs on a full solicitor and client indemnity basis; and
6. Such further and/or other relief this Honourable Court deems fit and proper.

(hereinafter collectively referred to as “**the Claim of the Plaintiff**”)

On 13 November 2024 and 23 December 2024, the 1st, 2nd, 3rd and 4th Defendants, via their solicitor, Messrs Lam & Co, filed the Statement of Defence and Counterclaim of the 1st, 2nd, 3rd and 4th Defendants and the amended Statement of Defence and Counterclaim of the 1st, 2nd, 3rd, and 4th Defendants (“**Amended Defence and Amended Counterclaim of the Defendants**”) respectively. The Amended Defence and Amended Counterclaim of the Defendants alleged the followings:

1. The Defendants claim that due to the delay caused by the Plaintiff in wrong supply and failure to supply ordered goods, the 1st Defendant has suffered major delays in the progress on their project, which resulted the 1st Defendant’s progress claims being disputed by the developer for the said project.
2. The Defendants claim that due to the Plaintiff’s delay in supplying the correct goods, the Plaintiff shall be liable for the liquidated agreed damages imposed by the developer of their project for late delivery of the vacant possession.
3. The Defendants jointly and severally counterclaims:
  - i) Specific losses of Rm8,337,600.00 and/or reimbursement for liquidated agreed damages claimed by the developer of their project.
  - ii) Compensation for defective goods supplied;
  - iii) Damages to be assessed;
  - iv) Interest on the damages after assessment at 5% per annum or at such other rate as the Court directs calculated from the date as the Court directs until the date of judgment pursuant to Section 11 of the Civil Law Act 1955;
  - v) Interest on the damages after assessment at such rate as the Court directs calculated from the date of judgment until the judgment is satisfied;
  - vi) Costs to be taxed and paid forthwith unless agreed;
  - vii) Any other just relief that the Court deems fit.

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

(hereinafter collectively referred to as “the **Counterclaim of the Defendants**”)

On 13 January 2025, Messrs. Ting & Jublee acting on behalf the Plaintiff, filed with the Session Court in Sabah and Sarawak the Plaintiff’s statement in reply to the 1st, 2nd, 3rd and 4th Defendants’ Amended Statement of Defence and Defence to the Defendants’ Amended Counterclaim.

During the mention (*via e-review*) in the Sessions Court on 4 February 2025, the 1st to 4th Defendants informed the Session Court of their intention to apply to transfer this suit to the High Court as the amount counterclaim against the Plaintiff for RM8,337,600.00 exceeds the Session Court’s jurisdiction. As the claim exceeds the jurisdiction of the Sessions Court, it is therefore only valid against the Plaintiff when ordered by the Court to be transferred to the High Court. The matter is fixed for case management on 5 March 2025.

**Financial and Operational Impact**

The suit is initiated by the Plaintiff and the Claim of the Plaintiff is not material to the Company and its subsidiaries (“the “**Group**”). The Plaintiff has denied each and every assertion and allegation in the Defendants’ Amended Defence and Amended Counterclaim. The purported liquidated agreed damages for late delivery of vacant possession were substantially and/or wholly attributed to the 1st Defendant’s own actions, fault, and non-performance. The Board believes that the Counterclaim of the Defendants is not expected to have any operational impact on the Group.

**Expected losses to the Group, if any**

The Plaintiff is exposed to the claims as stated above and may incur legal expenses. However, the Plaintiff believes it has a good defence against the counterclaims, and any potential losses are not expected to be significant to the Group.

**Steps taken by the Company**

The Company has sought legal advice and the Plaintiff is being legally represented in the suit.

Further announcement(s) are to be made by the Company regarding any material developments, including upon conclusion and final resolution of the above matter.

b) The announcement on 20 February 2025.

The Board of Directors (“**Board**”) of WMG Holdings Bhd wishes to inform that Pemborong Asas Sdn. Bhd. (Registration No. 200101027978 (563736-U) (“**Claimant**”) has on 24 June 2024 initiated adjudication proceedings against Wah Mie Realty Sdn.Bhd. (Registration No. 197901003389 (47669-A), (“**WMRSB**” or “**Respondent**”), a subsidiary of the Company under the Construction Industry Payment and Adjudication Act 2012 (“**CIPAA**”). The Claimant is claiming a sum of RM579,885.84, which represents liquidated damages deducted by the Respondent from interim payments. WMRSB, as the

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

Respondent, has raised a defence of set-off, amounting to RM3,784,899.43, being the outstanding liquidated damages owed by the Claimant.

**Particulars of Claim of the Writ and Statement of Claim**

The Respondent appointed the Claimant as the main contractor for the Project (as defined below). A dispute has arisen between the Claimant and the Respondent under the following construction contract:

Date Contract was made	:	14 July 2017
Project/Work Description	:	Proposed 480 units 4 Blocks, 10 storey condominium (Sri Indah Kondominium) (with subsidiary titles to be applied for) on L.9474, L.9617, PL.16447, L.12595, & L.12596 at Taman Indah Jaya, Mile 4, Jalan Lintas Selantan, Sandakan (“ <b>Project</b> ”)  The execution and completion of building works, infrastructure, and external works. (Package 1) (“ <b>Works</b> ”)
Project Site Location	:	Sandakan, Sabah
Contract Sum	:	RM67,032,362.95
Date of Notice of Adjudication	:	29 July 2024
Date of service of the Notice of Adjudication by the Claimant	:	29 July 2024

Below is the payment claim:

Payment claims amount	:	RM579,885.85 and interests
Payment response reference (if any)	:	The Respondent did not serve a Payment Response but issued a Notice of Jurisdictional Objection dated 3 July 2024
Payment claims amount admitted and paid (if any)	:	N/A
Total abatement/set off/cross claim sum (if any)	:	N/A
Amount in dispute	:	RM579,885.85 and interests

## **WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

The Claimant had duly and diligently executed and completed the Works. The Claimant strongly disputes the liquidated agreed damages imposed by the Respondent and contends that the Respondent is not entitled to impose liquidated damages against the unpaid party.

According to the Notice of Adjudication served by the Claimant, the Claimant seeks the following reliefs or remedied:

- a) That the Respondent shall pay the Claimant the outstanding sum of RM579,885.84 or such sums to be determined by the Learned Adjudicator;
- b) Cost of adjudication, including but not limited to:
- c) Claimant’s representative fee;
- d) Adjudicator’s fees;
  - (i) Asian International Arbitration Centre’s (“**AIAC**”) Administrative Fees;
  - (ii) AIAC’s Registration Fees
- e) Interest; and
- f) Any other remedies and/or reliefs that the Adjudicator deems fit and proper.

The Adjudicator was appointed on 16 January 2025. The Claimant served the Adjudication Claim on 3 February 2025.

### **Financial and Operational Impact**

The Board believes that the CIPA proceedings are not expected to have any financial and operational impact on the Company and its subsidiaries (“**Group**”), as the Respondent has a good defense strategy regarding the claims and the amount in dispute is not material in relation to the overall financial position of the Group.

### **Expected losses to the Group, if any**

The Respondent is exposed to the claims as stated above and may incur legal expenses. However, the Respondent believes it has a good defence against the claim under the CIPA, and any potential losses are not expected to be significant to the Group.

### **Steps taken by the Company**

The Company has sought legal advice and the Respondent is being legally represented in the CIPA. The Respondent will serve its Adjudication Response by 25 February 2025, in accordance with the timeline set by the Adjudicator.

Further announcement(s) are to be made by the Company regarding any material developments, including upon conclusion and final resolution of the above matter.

## **B9 Earnings/(loss) per share**

This is stated in note A15 to the interim financial statements.

## **B10 Auditors’ report on preceding annual financial statements**

The auditors’ report on the financial statements of the Company for the preceding financial year ended 31 December 2023 was not subject to any qualification.

**WMG HOLDINGS BHD.**

201501041664 (1166985-X)

Interim financial statements for the fourth quarter report ended 31 December 2024 (“other”)

**B11 Profit before tax**

Disclosure of items as required under Appendix 9B, Part A (16) of Bursa Malaysia Securities Berhad listing requirements is stated in note A13 to the interim financial statements.

**B12 Disclosure of derivatives**

The Group did not enter into any derivatives during the period ended 31 December 2024 or the previous financial year ended 31 December 2023.

**B13 Disclosure of gains/losses arising from fair value changes of financial liabilities**

The Group did not have any financial liabilities measured at fair value through profit or loss as at 31 December 2024 and 31 December 2023.

**B14 Breakdown of realised and unrealized profits or losses**

The above disclosure in the format prescribed by Bursa Malaysia Securities Bhd is as follows:

	<b>As at 31.12.2024 RM'000</b>	<b>As at 31.12.2023 RM'000</b>
Total accumulated losses of the Company and its subsidiaries:		
-Realised	(78,800)	(104,292)
- Unrealised	-	-
	(78,800)	(104,292)
Less: Consolidation adjustments	-	-
Total Group accumulated losses as per consolidated accounts	(78,800)	(104,292)

**Part C : Authorisation for issue of interim financial statements**

The Board of Directors of the Company had authorised this unaudited interim financial statements for issue on 26 February 2025.