EA Holdings Berhad
Registration No. 200901034925 (878041-A)

CREATING SUSTAINABILITY VIA DIGITAL TECHNOLOGY

ANNUAL REPORT 2023

CONTENTS

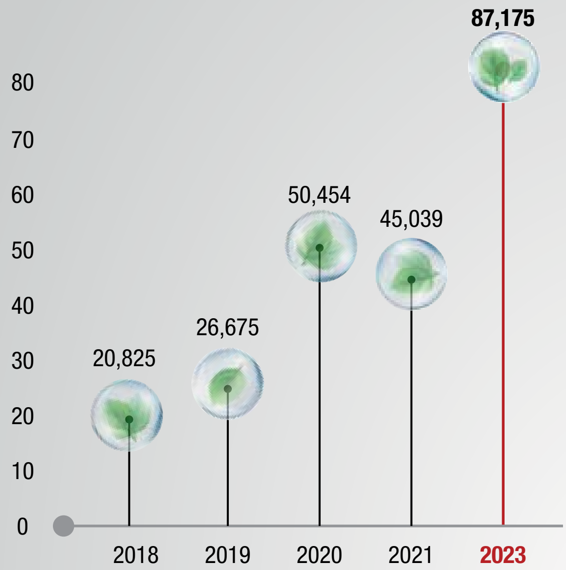
The digital version of
EA HOLDINGS BERHAD
Annual Report 2023 is
available at our website.
Go to **www.eah.com.my** or
scan the QR code with your smartphone.

FINANCIAL HIGHLIGHTS

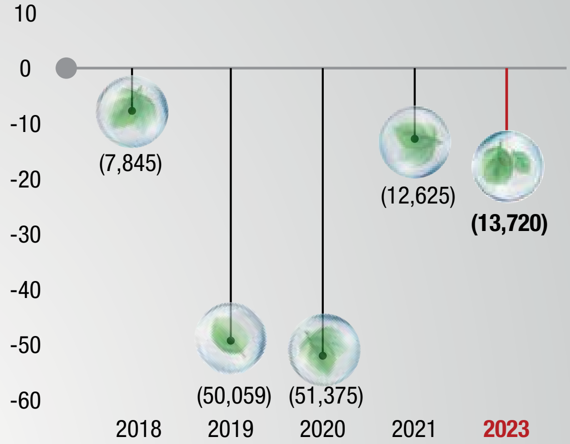
(RM'000)	FYE 31/03/2018	FYE 31/03/2019	FPE 30/09/2020	FYE 30/09/2021	FPE 31/03/2023
FINANCIAL RESULTS					
Revenue	20,825	26,675	50,454	45,039	**87,175**
Loss before tax	(7,845)	(50,059)	(51,375)	(12,625)	**(13,720)**
Loss attributable to equlty holders	(7,902)	(50,530)	(53,879)	(14,567)	**(17,285)**
KEY BALANCE SHEET DATA					
Total Assets	170,940	185,050	135,130	123,207	**131,370**
Total Liabilities	7,815	8,966	12,404	14,587	**16,478**
Net assets attributable to equity holders	163,075	175,499	121,621	107,055	**115,594**
No. of shares in issue at year end ('000)	3,478,598	5,072,352	5,072,361	5,072,361	**6,451,720**
SHARES INFORMATION					
Basic loss per share (sen)	(0.34)	(1.02)	(1.06)	(0.29)	**(0.27)**
Net assets per share attributable to equity holders (RM)	0.05	0.04	0.02	0.02	**0.02**

FINANCIAL HIGHLIGHTS

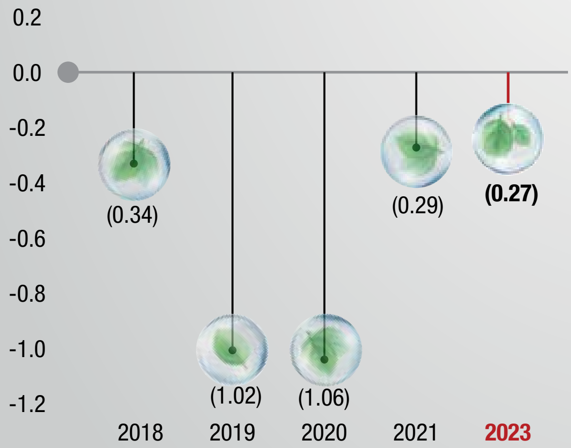
REVENUE
(RM'000)



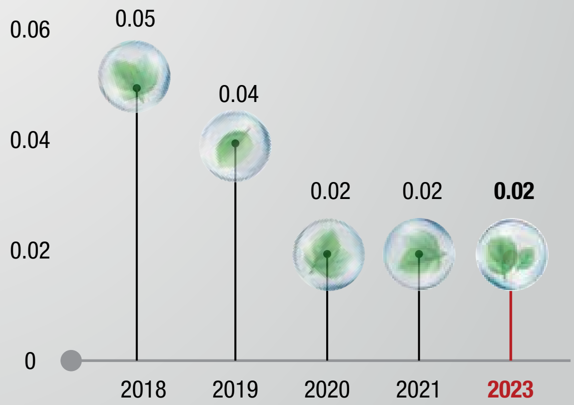
LOSS BEFORE TAX
(RM'000)



BASIC LOSS PER SHARE
(sen)



NET ASSETS PER SHARE ATTRIBUTABLE TO EQUITY HOLDERS
(RM)



CHAIRMAN'S STATEMENT

"Dear Shareholders,

On behalf of the Board of Directors of EA Holdings Berhad ("EAH"), I present to you the Annual Report and Audited Financial Statements of the Group for the financial period ended 31 March 2023 ("FPE 2023"). As announced on 23 September 2022, our financial year end was changed from 30 September to 31 March. The financial period under review covered 18 months period from 1 October 2021 to 31 March 2023."

After a two-years long battle with the Covid-19 pandemic, businesses and the market are picking up again and gaining good momentum, with business and social activities almost reverting to pre-pandemic levels.

During the financial period in review, the Group had acquired the remaining 10% of Sunland Volonte Agency Sdn Bhd ("Sunland"), making it a wholly owned subsidiary of the Group, thus enabling the Group to recognize the full share of Sunland's profits. The F&B distribution segment has continuously given the Group a strong and stable source of revenue with good cash flows and strong recurring revenue, which in turn mitigated the Group's dependence on ICT segment. Further details of our performance and results are outlined in the next section of this annual report.

Continuing our diversification strategy, the Group had completed a share swap exercise with Vinvest Capital Holdings Berhad in November 2021. In this exercise, EAH issued 1,100,000,000 new EAH ordinary shares (representing approximately 21.7% equity interest in EAH) to Vinvest Capital Holdings Berhad ("Vinvest") at an issue price of RM0.0211 per Subscription Share for a total consideration of RM23,210,000, which was fully satisfied via the issuance of 62,645,075 new ordinary shares of Vinvest at an issue price of RM0.3705 per shares. The exercise is expected to create more opportunities for both group of companies to collaborate and leverage on each other's strengths as the Group can benefit by securing the new projects tendered from property development and construction projects in Vinvest by providing mechanical and electrical work services in order to enhance the future earnings of the Group.

We are continuing to rationalise and streamline our operations to achieve optimum cost efficiency while maintaining sustainable growth. The past few years were undoubtedly a challenging period for the Group as our financial performance was impacted by the adverse economic conditions. Notwithstanding this, we hope to emerge from this period stronger and better positioned for our next phase of growth.

On behalf of the Board, I wish to express our gratitude to our staff for their dedication, diligence, professionalism and commitment to the Group. My deep gratitude also goes to my colleagues and the management team for their dedicated efforts and support through these years. I would also like to take this opportunity to convey our appreciation to our clients, business associates, shareholders and various stakeholders for their continued support and confidence in EAH.

Thank you.

Dato' Azahar bin Rasul
Chairman

MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW OF THE GROUP'S BUSINESS AND OPERATIONS

The Company was incorporated in Malaysia on 6 November 2009 under the name EA Holdings Sdn Bhd and subsequently converted into a public limited company on 19 February 2010 and assumed its present name.

Since the Group's successful listing on the ACE Market of Bursa Malaysia Securities Berhad on 20 July 2010, the Group had expanded its structure and core business activities, which now comprises ICT Services, Software Solutions, Automation Systems and F&B Distribution. The Group is also involved in M&E engineering services for water supply and treatment plant via its associate company, Cekap Air Sdn Bhd.

FINANCIAL OVERVIEW

The Group had changed its financial year end from 30 September to 31 March. Accordingly, the financial period under review covered 18 months period from 1 October 2021 to 31 March 2023.

For the financial period under review, the Group recorded revenue of RM87.2 million. This was mainly driven by the contribution from the F&B distribution segment amounting to RM39.2 million, which was equivalent to 45% of the Group's total revenue. The F&B distribution segment remained as the main contributor to the Group's revenue. There was also improvement from Automation Systems and ICT Services segment, which contributed RM22.8 million and RM16.1 million respectively (collectively representing 45% of the Group's total revenue). The Group recorded loss before tax of RM13.7 million, which was mainly attributable to the share of loss in an associate of RM11.5 million, fair value loss on other investment of RM10.7 million and provision for impairment losses amounting to RM4.2 million, in compliance with approved accounting standards.

Cash reserves stood at RM27.1 million as at the end of the FPE 2023 compared to RM20.1 million as at the end of the FYE 2021.

SEGMENTAL OVERVIEW

	FYE 2023 (18 months)		FPE 2023 (Pro-rated 12 months)		FYE 2021 (12 months)		Changes	
	RM'000	%	RM'000	%	RM'000	%	RM'000	%
ICT Services	16,054	18.4	10,703	18.4	9,432	20.9	1,271	13.5
Software Solutions	9,075	10.4	6,050	10.4	2,666	6.0	3,384	126.9
Automation Systems	22,814	26.2	15,209	26.2	12,428	27.6	2,781	22.4
F&B Distribution	39,232	45.0	26,155	45.0	20,513	45.5	5,642	27.5
Total	**87,175**	**100.0**	**58,117**	**100.0**	**45,039**	**100.0**	**13,078**	**29.0**

MANAGEMENT DISCUSSION AND ANALYSIS

ICT Services

ICT Services comprised system integration, application development, maintenance services and supply of ICT software and equipment. During the financial period, ICT services contributed RM16.1 million, which was 18.4% of the total revenue for the FPE 2023. The higher revenue was due to ramping up on the project progress which was completed in the current financial period.

Software Solutions

Software Solutions segment comprised provision and maintenance of software applications such as, amongst others, e-Solutions, ICT consultancy services and Enterprise Resource Planning (ERP) solutions. The software solutions contributed RM9.1 million, which is 10.4% of the total revenue for the FPE 2023. The higher revenue was due to the roll-out of new projects during the FPE 2023.

Automation Systems

The Automation Systems segment comprised of RFID Access Control Systems ("RFID"), Building Management Systems ("BMS"), Integrated Security Division ("ISD") and Mechanical and Electrical engineering services ("M&E"). The automation systems contributed RM22.8 million, which was 26.2% of the total revenue for the FPE 2023. The strong improvement was mainly due to the M&E project with the contract value amounting to RM 34.7 million for a mixed development project in Kuala Lumpur, which expected to be completed by end of 2023.

F&B Distribution Segment

The F&B Distribution segment comprised selling and distribution of imported food items such as fruit juice, premium biscuits, canned fruits, jams and spreads, olive oil and vinegar as well as pasta, with approximately 150 products which major brands include Basso, Baronia, SICA or SICA Tomatoes, Loreto, Trucillo, Bonomi, Kronos, D' Amico and etc. This segment contributed RM39.2 million, which was 45.0% of the total revenue for the FPE 2023 and continued to remain as the main contributor to the Group's revenue.

REVIEW OF OPERATING ACTIVITIES

During the financial period under review, the Group had acquired the remaining 10% of Sunland, making it a wholly owned subsidiary of the Group, thus enabling the Group to recognize the full share of Sunland's profits. The F&B distribution segment has continuously given the Group a strong and stable source of revenue with good cash flows and strong recurring revenue, which in turn had mitigated the Group's dependence on ICT segment, which was in line with its diversification strategy into non-ICT segment.

The F&B distribution segment contributed RM39.2 million or 45.0% of the Group's revenue, which continued to remain as the main contributor to the Group's revenue. The losses for the period are mostly due to share of losses in our associate company, fair value loss on other investment and provision for impairment losses in compliance with the applicable accounting standards, all of which had no impact on our operations and cashflow.

The Group continues to rationalise and streamline our operations to achieve optimum cost efficiency. Amongst the measures taken during the year are the hiring of staff on contractual basis based on project needs, initiating hybrid working arrangement, and discontinuing under-performing divisions. The Group will continue to monitor our cost structure and compositions to ensure that our overheads are at manageable levels to improve the business performance and profitability.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS RISKS

The ICT segment has always been dependent on the spending budget of government linked companies ("GLC") and statutory bodies, which are our main customers. Consequently, any marked changes in spending by them will impact the Group's performance. In addition, the outlook and prospects for ICT industry continues to be challenging given the intense market competition. This is especially true in relation to tenders for government contracts. To reduce the impact of escalating competition, the Group has placed more focus on software development projects, which yield higher margins. The Group's previous focus was mainly on system integration projects. However, these projects have become more challenging with more competitors, resulting in lower margins.

Nonetheless, the Group strives to maintain our competitive edge by always delivering quality services to our customers and to keep growing our customer base. A competent, knowledgeable and talented pool of employees will continue to be the key driver for the Group's business moving forward. Our strategy of diversifying into non-ICT industry have proven to be successful with the acquisition of Sunland, and we will continue to look for opportunities to expand our business, for both ICT and non-ICT related businesses.

The Group is exposed to fluctuation in foreign exchange rate as a proportion of our purchases are transacted in foreign currencies, namely in United States Dollar ("USD") and Europe Dollar ("Euro"). Any adverse movement in the foreign exchange markets may have adverse impact on our business performance, financial position and operating results. However, we do not take any hedging operations to mitigate our foreign exchange risks as we do not expect significant future foreign transactions flow in the current financial period. If our foreign currency exposure becomes substantial, we may consider hedging our foreign exchange position.

FUTURE PROSPECT

The financial period under review has been challenging for the Group and for many other businesses and corporations. However, as we entered the endemic stage for Covid-19, businesses and social activities are slowly recovering to pre-pandemic levels. This would augur well for most, if not for all the sectors of the economy.

During the tabling of the 2023 Budget, the Government has proposed the implementation of e-invoicing in Malaysia. The implementation will be done in stages from June 2024, with the first being made mandatory for businesses with a yearly turnover of over RM100 million. Subsequently, 2025 will be mandatory for businesses with turnover of more than RM50 million; 2026 for businesses with over RM25 million turnover and 2027 is targeted to be mandatory for all businesses.

The 'e-invoice' is an aspiration of the Government towards a digital Malaysia, strengthening the digital tax service administration and collection. This initiative will accelerate the shift to digitalization in Malaysia and will create many new business opportunities for the ICT sector. In addition, the recent explosive growth in the usage of Artificial Intelligence ("AI") will also create more opportunities for adoption in businesses.

While the local industries gear and equip themselves with the necessary knowledge and skillsets to tackle these new developments, it will take some time before these opportunities can be translated to revenue. Hence, barring any unforeseen circumstances, we are cautiously optimistic and will continue to look for areas and opportunities of revenue and income growth.

COMPANY PROFILE

ABOUT US

The Company was incorporated on 6 November 2009 under the name of EA Holdings Sdn Bhd and subsequently converted into a public limited company on 19 February 2010 and assumed its present name.

Since the Group's successful listing on the ACE Market of Bursa Malaysia Securities Berhad on 20 July 2010, EA Holdings Group structure has expanded as follows :-

CORPORATE STRUCTURE

EA Holdings Berhad
Registration No. 200901034925 (878041-A)

- 100% **MURASAKI TECHNOLOGY SDN BHD**
  Registration No. 201301031936 (1061765-T)
- 100% **CSS MSC SDN BHD**
  Registration No. 200501033965 (716106-M)
- 100% **COLWYN BAY TECHNOLOGIES SDN BHD**
  Registration No. 201201040538 (1025016-V)
  - 100% **EASS SDN BHD**
    Registration No. 200601028579 (748335-K)
    - 100% **EA MSC SDN BHD**
      Registration No. 200801011256 (812544-M)
- 86% **DDSB (M) SDN BHD**
  Registration No. 199901012899 (487799-X)
- 100% **SUNLAND VOLONTE AGENCY SDN BHD**
  Registration No. 198501011316 (143768-A)
- (Associate company) 20% **CEKAP AIR SDN BHD**
  Registration No. 200101029520 (565278-A)

OUR PRODUCTS

- M&E Engineering Services
- System & Infrastructure Integrations
- ICT Consultancy Services
- E-business Software Applications
- Distribution of F&B Products
- RFID Systems, Security & Building Automation
- Enterprise Resource Planning & Human Capital Management Solutions Technology

CORPORATE INFORMATION

BOARD OF DIRECTORS

Dato' Azahar bin Rasul
Chairman,
Independent Non-Executive Director

Mohammad Sobri bin Saad
Chief Executive Officer/
Executive Director

Basir bin Bachik
Executive Director

Wong Wan Rou
Executive Director

Choo Seng Choon
Independent Non-Executive Director

Abdul Fattah bin Mohamed Yatim
Senior Independent
Non-Executive Director

AUDIT AND RISK MANAGEMENT COMMITTEE

Choo Seng Choon *(Chairman)*

Dato' Azahar bin Rasul
Abdul Fattah bin Mohamed Yatim

NOMINATION COMMITTEE

Abdul Fattah bin Mohamed Yatim
(Chairman)

Dato' Azahar bin Rasul
Choo Seng Choon

REMUNERATION COMMITTEE

Abdul Fattah bin Mohamed Yatim
(Chairman)

Dato' Azahar bin Rasul
Choo Seng Choon

AUDITORS

Moore Stephens Associates PLT
(LLP0000963-LCA & AF002096)
Chartered Accountants
Unit 3.3A, 3rd Floor, Surian Tower,
No.1, Jalan PJU 7/3,
Mutiara Damansara,
47810 Petaling Jaya, Selangor

COMPANY SECRETARY

Tan Kah Koon
SSM PC NO. 201908001500
(MAICSA 7066666)

STOCK EXCHANGE LISTING

Bursa Malaysia Securities Berhad
(ACE Market)

PRINCIPAL BANKER

Hong Leong Bank Berhad
United Overseas Bank (Malaysia) Berhad

REGISTERED OFFICE

29-2, Level 29, Oval Damansara,
685, Jalan Damansara,
Taman Tun Dr Ismail
60000 Kuala Lumpur
Tel : 03-2770 8163
Fax : 03-2770 8166
Email : bizvibeconsultancy@gmail.com

REGISTRAR

Insurban Corporate Services Sdn. Bhd.
149, Jalan Aminuddin Baki,
Taman Tun Dr Ismail,
60000 Kuala Lumpur
Tel: 03-7729 5529
Fax: 03-7728 5948
Email : insurban@gmail.com

PRINCIPAL PLACE OF BUSINESS

Unit 25-5, Level 25,
Oval Damansara,
685, Jalan Damansara,
60000 Kuala Lumpur
Tel : 03-7733 9762
Email : corporate@eah.com.my

DIRECTORS' PROFILE

DATO' AZAHAR BIN RASUL

Chairman, Independent Non-Executive Director
(Malaysian, aged 61, Male)

Dato' Azahar was appointed as the Independent Non-Executive Director on 22 February 2010. He was appointed as the Chairman of the Company on 15 April 2013. He is also a member of the Audit and Risk Management Committee, Nomination Committee and Remuneration Committee of the Company.

He obtained his Bachelor of Science Degree in Business Administration from Central Michigan University in 1988 and a Master of Science Degree in Accounting from the University of New Haven, Connecticut, USA in 1990. He has over 26 years of experience in the field of corporate accounting, finance, banking and administration. His last employment was with Land & General Berhad as its Senior Manager for Administration and Finance until 1995, when he left to set up set up his own business. Dato' Azahar also sits on the board of directors of VinVest Capital Holdings Berhad.

Dato' Azahar attended all Board meetings held during his tenure in office for the financial period ended 31 March 2023. He has no family relationship with any director or substantial shareholder of the Company.

Dato' Azahar has no conflict of interest with the Group and has no conviction for offences within the past 10 years other than traffic offences.

MOHAMMAD SOBRI BIN SAAD

Chief Executive Officer/Executive Director
(Malaysian, aged 63, Male)

Mohammad Sobri is the Group founder and was appointed as the Chief Executive Officer/ Executive Director on 6 November 2009. He is responsible for the operations, strategic planning and direction of our Group. He obtained his Bachelor of Science (Hons) Degree in Mathematics and Computing from The Polytechnic of Wales, Pontypridd, Wales, United Kingdom in 1984.

He started his career in various local corporations as well as multinational companies such as Harrisons Malaysian Plantation Berhad, Bank Simpanan Nasional and ESSO Malaysia Berhad who were users of ICT technologies like IBM, SAP and Oracle. He started a new phase of career to become a supplier of ICT technology by working and consulting in Infotech Consultants Pte Ltd, Singapore, Platinum Technology Inc, an US-based software company, Teliti Computers Sdn. Bhd., Swift Applications Sdn. Bhd. and EASS Sdn. Bhd. His experiences encompassed the usage of advance ICT technology supplied by IBM, Computer Network Technology Corporation, LANdesk Software Inc, ReadSoft and his clients comprised of large corporations in the banking industries, oil and gas, and utilities companies in Malaysia and the ASEAN region. He also sits on the Board of Directors of the subsidiary companies of the Group, namely EASS Sdn. Bhd., EA MSC Sdn. Bhd., CSS MSC Sdn. Bhd. and Colwyn Bay Technologies Sdn. Bhd.

Mohammad Sobri attended all Board meetings held during his tenure in office for the financial period ended 31 March 2023. He has no family relationship with any director or substantial shareholder of the Company.

Mohammad Sobri has no conflict of interest with the Group and has no conviction for offences within the past 10 years other than traffic offences.

DIRECTORS' PROFILE

BASIR BIN BACHIK

Executive Director
(Malaysian, aged 65, Male)

BASIR was appointed as the Executive Director of EA Holdings Berhad on 22 February 2010. He is also the Chief Operating Officer for ICT Services of the Group. He obtained his Bachelor of Science Degree in Computer Science from Edinburgh University, United Kingdom in 1982.

Basir has over 30 years of experience in the IT industry, serving both local and multinational companies such as Malaysian Airline System Berhad, ESSO Malaysia Berhad, IBM Singapore Pte Ltd, SHELL Refining Company (Federation of Malaya) Berhad, IBM Malaysia Sdn. Bhd., Petronas Group of companies and iPerintis Sdn. Bhd. He has also consulted for various financial institutions in Malaysia including Bank Simpanan Nasional and Permodalan Nasional Berhad. He started as a systems programmer, moving on to IT systems management to become a consultant specialising in ITIL. He has also managed large IT infrastructure projects for a petrochemical complex and a government agency. He is an accomplished system architect specialising in IT infrastructure. He is also a Director of DDSB (M) Sdn. Bhd. and CSS MSC Sdn. Bhd., which are subsidiary companies of the Group.

Basir attended all Board meetings held during his tenure in office for the financial period ended 31 March 2023. He has no family relationship with any director or substantial shareholder of the Company.

Basir has no conflict of interest with the Group and has no conviction for offences within the past 10 years other than traffic offences.

CHOO SENG CHOON

Independent Non-Executive Director
(Malaysian, aged 49, Male)

CHOO SENG CHOON was appointed as the Independent Non-Executive Director of EA Holdings Berhad and Chairman of the Audit and Risk Management Committee on 15 November 2019. He is also a member of the Nomination Committee and Remuneration Committee of the Company.

Choo Seng Choon is a Chartered Accountant of the Malaysian Institute of Accountants, Fellow member of the Chartered Association of Certified Accountants (UK), a Chartered member of the Institute of Internal Auditors Malaysia and a Certified Internal Auditor. He also holds a Diploma in Financial Accounting from Tunku Abdul Rahman College, Kuala Lumpur.

Choo has over 25 year of professional and commercial experience in multi discipline that includes internal audit, risk management, performance and business management, IPOs, taxation, due diligence, corporate finance, business process re-engineering, investigations, corporate governance and financial audits. He has previously served as an adviser in the office of public listed conglomerate. He currently owns and manages his own corporate advisory firm that provides business advisory services to public, multi-national and private companies. Choo also sits on the board of directors of VinVest Capital Holdings Berhad and LTKM Berhad.

Choo attended all Board meetings held during his tenure in office for the financial period ended 31 March 2023. He has no family relationship with any director or substantial shareholder of the Company.

Choo has no conflict of interest with the Group and has no conviction for offences within the past 10 years other than traffic offences.

DIRECTORS' PROFILE

ABDUL FATTAH BIN MOHAMED YATIM

Senior Independent Non-Executive Director
(Malaysian, aged 67, Male)

ABDUL FATTAH was appointed as the Senior Independent Non-Executive Director of EA Holdings Berhad on 22 February 2010. He was subsequently appointed as a Chairman of the Nomination Committee and Remuneration Committee on 31 May 2023. He is also a member of the Audit and Risk Management Committee of the Company.

Abdul Fattah obtained his Bachelor of Science Degree in Electronic and Electrical Engineering from Loughborough University of Technology, United Kingdom in 1978. He practised engineering with the National Electricity Board (now known as Tenaga Nasional Berhad) where he specialised in engineering software development and simulation and long range transmission planning. From 1983, he served in professional and senior management positions in Esso Production Malaysia Incorporated, including a two year foreign assignment in Exxon companies in USA and UK. He then worked in System Consultancy Services Sdn. Bhd. from 1996 where he was a consultant to the Malaysian Armed Forces.

From 2003 to present, Abdul Fattah has been a consultant in several consulting companies providing ICT consulting services on various aspects of ICT such as strategic planning, project management, application delivery, security, business continuity planning, personal data protection and block chain to clients in the public and private sectors. He is presently an independent consultant. He was a council member in the Institutions of Engineers Malaysia. He is also a Professional Member of the Organisation of Islamic Countries – Computer Emergency Response Team (OIC-CERT).

Abdul Fattah attended all Board meetings held during his tenure in office for the financial period ended 31 March 2023. He has no family relationship with any director or substantial shareholder of the Company.

Abdul Fattah has no conflict of interest with the Group and has no conviction for offences within the past 10 years other than traffic offences.

WONG WAN ROU

Executive Director
(Malaysian, aged 34, Female)

WONG WAN ROU was appointed as the Executive Director of EA Holdings Berhad on 9 June 2023.

Wong Wan Rou obtained her Bachelor Degree of Accountancy from University Putra Malaysia (UPM) in 2012. She is a Chartered Accountant of the Malaysian Institute of Accountants and member of the Certified Practicing Accountant (Australia).

Wong Wan Rou has more than 10 years of professional and commercial experience in various industries which includes audit, telecommunications and IT industries, retail & trading, property investment and property development. After obtaining her degree in accountancy in 2012, she joined Crowe Malaysia PLT as an audit assistant. During her tenure in the audit firm, she was involved in the auditing process of clients in various industries. She subsequently joined Knusford Berhad, a company listed on the Bursa Malaysia for a short period of time as an accountant before joining the Asian International Arbitration Centre (AIAC), a not-for-profit organization, as its Deputy Head of Finance in 2018. She left AIAC to join EA Holdings Berhad in 2019.

Wong has no family relationship with any director or substantial shareholder of the Company.

Wong has no conflict of interest with the Group and has no conviction for offences within the past 10 years other than traffic offences.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors of EA Holdings Berhad is committed to ensure that high standards of corporate governance are maintained throughout the Company and its subsidiaries ("the Group"). The Board is fully dedicated in ensuring that good corporate governance and practices are implemented as a fundamental part of discharging its duties to enhance shareholders' values consistent with the principles and best practices set out in the Malaysian Code on Corporate Governance ("MCCG") and the ACE Market Listing Requirements ("AMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities").

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS

1. Board Responsibilities

I. Board of Directors' Duties and Responsibilities

The Board has overall responsibility for the corporate governance, proper conduct and strategic direction of the Group. The Board delegates authority and vests accountability for the Group's day to day operations with a management team led by the Group's CEO, En. Mohammad Sobri bin Saad. The Board, however, assume responsibility for the following areas :-

a. Reviewing and adopting a strategic plan for the Group;

b. Overseeing the conduct of the Group of the Group's business to evaluate whether the business is being properly managed;

c. Identifying principal risks and ensuring the implementation of appropriate systems to manage these risks;

d. Succession planning;

e. Developing and implementing an investor relations programme and shareholder communications policy for the Group; and

f. Reviewing the adequacy and the integrity of the Group's internal controls systems and management information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines.

II. Chairman

The Chairman of the Board, Dato' Azahar bin Rasul is an Independent Non-Executive Director. The Chairman is responsible for the leadership, effectiveness, conduct and governance of the Board, which is fully defined in the Board Charter.

III. Separation in the role of Chairman and CEO

The roles and responsibilities of the Chairman of the Board and the CEO are exercised by different individuals, and are clear and distinct. The Chairman's primary role is to lead and manage the Board, which would include, amongst others, leading the Board in the oversight of the management, ensuring the integrity of the corporate governance process and issues, guiding and mediating Board actions with respect to organisational priorities and governance concerns.

The CEO is responsible for the development and implementation of strategy, overseeing and managing the day to day operations of the Group, directing and controlling all aspects of business operations, overseeing the human resources need of the Group and ensuring compliance with all governmental procedures and regulations.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (cont'd)

1. Board Responsibilities (cont'd)

IV. Qualified and Competent Company Secretary

The Board is satisfied with the performance and support rendered by the Company Secretary to the Board in the discharge of functions. The Company Secretary ensure that all Board meetings are properly convened, and accurate and proper records of the proceedings and resolutions passed are recorded and maintained in the statutory register of the Company. The Company Secretary also ensure that the Board policies and procedures are followed and rules and regulations, codes or guidance and legislations are complied with.

V. Access to Information and Advice

All Board members have full and unrestricted access to information on the Group's business and affairs. All scheduled meetings held during the year were preceded by a formal notice issued by the Company Secretary in consultation with the Chairman. The Board papers contain all relevant information and reports on financial, operational, corporate, regulatory and minutes of meetings. These documents are comprehensive and include qualitative and quantitative information to enable the Board members to make informative decisions. Where required, senior management and external advisors are invited to attend these meetings to explain and clarify on matters tabled.

The Board is regularly updated and advised by the Company Secretary on new statutory as well as regulatory requirements. The Board has full and unrestricted access to the advice and services of the Company Secretary as well as the senior management. Where necessary, the Board may obtain independent professional advice at the Company's expenses on the specific issues to enable the Board to make well-informed decisions in discharging their duties on the matters tabled.

VI. Board Charter

The Board had approved and adopted a Board Charter setting out the duties, responsibilities and functions of the Board in accordance with the principles of good corporate governance as set out in the policy documents and guidelines issued by the regulatory authorities. The charter is regularly reviewed and updated to ensure its consistency with the Code. The Board Charter is available on EAH's corporate website at www.eah.com.my.

VII. Code of Conduct and Ethics

The Board has been guided by the Code of Conduct for Directors, Management and Officers of the Group, to promote the corporate culture which engenders ethical conduct that permeates throughout the Group to be in line with the Code. The Code of Ethics will require all Directors to observe high ethical business standards, and to apply these values to all aspects of the Group's business and professional practice and act in good faith in the best interests of the Group and its shareholders.

VIII. Whistle Blowing Policy

The Board has established a Whistle-blowing Policy, available for viewing on the Company's website at www.eah.com.my. The Board is committed to promote and maintain a high standard of integrity, openness and accountability in the conduct of its businesses and operations. The Company provides avenue for employees and stakeholders to report and disclose any wrongdoing or improper conduct relating to unlawful conduct, inappropriate behaviour, malpractices, any violation of the procedures as provided under this policy or any action that is or could be harmful to the reputation of the Group or compromise the interests of the shareholders, clients and the public, to the Company. This is also to provide protection for the whistle-blower from reprisal as a direct consequence of making a disclosure and to safeguard such person's confidentiality. Employees and stakeholders are encouraged to submit their reports and concerns to the Company via the Company's website and it will be attended to by the Board or the Senior Management, as the case may be.

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (cont'd)

1. **Board Responsibilities** (cont'd)

IX. Anti-Bribery and Anti-Corruption Policy

In compliance with the requirement of S17A of the Malaysian Anti-Corruption Commission Act 2018 which took effect on 1 June 2020, the Company has adopted the Anti-Bribery and Anti-Corruption Policy including corporate liability for corruption. The Group has established and implemented policies and procedures to prevent corruption practices and safeguard the integrity of the Company. The Anti-Bribery and Anti-Corruption Policy is available on the Company's website at www.eah.com.my.

2. **Board Composition**

I. Composition and Board Balance

The Group is led and managed by a well-balanced Board which consists of members with wide range of business, technical and financial background in ensuring that the Group achieves the highest standard of performance, accountability and ethical behaviour as expected by the stakeholders.

The Board is made up of six (6) members, consisting of three (3) Executive Directors and three (3) Independent Non-Executive Directors as follows :-

Name of Members	Designation
Dato' Azahar bin Rasul	Chairman, Independent Non-Executive Director
Mohammad Sobri bin Saad	Chief Executive Officer/Executive Director
Basir bin Bachik	Executive Director
Choo Seng Choon	Independent Non-Executive Director
Abdul Fattah bin Mohamed Yatim	Senior Independent Non-Executive Director
Wong Wan Rou *(Appointed to the Board on 9 June 2023)*	Executive Director

The Board has a balanced composition of Executive and Non-Executive Independent Directors such that no individual or group of individuals can dominate the Board's decision making powers and processes. All Board members carry an independent judgement to bear on issues of strategy, performance, resources and standards of products. All the Directors have also complied with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad on the limit of five (5) directorship in public listed companies.

The profiles of the Directors are presented on page 10 to 12 of this annual report.

II. Tenure of Independent Non-Executive Director

According to the Code, if the board intends to retain an independent director beyond nine years, it should justify and seek annual shareholders' approval. Dato' Azahar bin Rasul, Chairman, Independent Non-Executive Director and Abdul Fattah bin Mohamed Yatim, Senior Independent Non-Executive Director have served the Board of EAH for more than nine (9) years. Their tenure of service is set out in the Profile of Board of Directors of this Annual Report.

The Board has via the NC conducted an annual performance evaluation and assessment on the Independent Directors and is of the opinion that Dato' Azahar bin Rasul and Abdul Fattah bin Mohamed Yatim remains objective and independent in expressing their views.

Based on the recommendation of the NC, the Board will be seeking the shareholders' approval in the 12th Annual General Meeting ("AGM") for Dato' Azahar bin Rasul and Abdul Fattah bin Mohamed Yatim to continue as Independent Directors of the Company by way of ordinary resolutions. The justifications for their continuation as Independent Directors are disclosed in the Notice of the AGM.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (cont'd)

2. Board Composition (cont'd)

III. Board Gender Diversity

The Board had appointed Ms Wong Wan Rou on 9 June 2023 as an executive director of the Company in accordance with the amendments to the Ace Market Listing Requirements, which required listed corporations to have at least one (1) woman director on their board. The Board is always committed to ensuring that the directors of the Company possess a broad balance of knowledge, merits, capability, experience, skillsets, integrity and diversity, including gender diversity. The Company always provide a fair opportunities and higher female representation will be considered when vacancies arise with the primary aim of selecting the best candidate to support the achievement of the Groups' objectives.

IV. Board Meeting

The Board will meet at least four (4) times a year with additional meetings being held as and when required. For the financial period ended 31 March 2023, six (6) Board meetings were held. The Board is satisfied with the level of time committed by its members in discharging their duties and roles.

The attendance of the Directors at Board meetings during the financial period ended 31 March 2023 are :-

No.	Name of Members	Designation	Attendance	% of Attendance
1	Dato' Azahar bin Rasul	Chairman, Independent Non-Executive Director	6/6	100
2	Mohammad Sobri bin Saad	CEO/Executive Director	6/6	100
3	Basir bin Bachik	Executive Director	6/6	100
4	Abdul Fattah bin Mohamed Yatim	Senior Independent Non-Executive Director	6/6	100
5	Choo Seng Choon	Independent Non-Executive Director	6/6	100

V. Board Committees

To assist the Board in discharge of their duties effectively, the Board has delegated specific functions to certain committees. Each committee will operate within its clearly defined terms of reference.

(a) Audit and Risk Management Committee

The terms of reference of the Audit and Risk Management Committee are set out on page 22 to 24 of the annual report.

(b) Nomination Committee

The Nomination Committee comprises exclusively of independent Non-Executive Directors as follows :-

Chairman	Abdul Fattah bin Mohamed Yatim
Members	Dato' Azahar bin Rasul
	Choo Seng Choon

The Nomination Committee considers and recommends to the Board suitable candidates whom the Committee feel would be of good value and a complementing addition to the Board. The appointment of the Directors remains the responsibility of the Board after taking into consideration the recommendations of the Nomination Committee. The assessment of the effectiveness of the Board collectively and individually is an on-going continuous process undertaken by the Nomination Committee.

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (cont'd)

2. Board Composition (cont'd)

V. Board Committees (cont'd)

(b) Nomination Committee (cont'd)

Whenever deemed necessary, the Committee would forward the relevant recommendations for the Board consideration. In carrying out its duties and responsibilities, the Nomination Committee have full, free and unrestricted access to any information, record, properties and personnel of the Group. The Committee may seek the external professional services to source for the right candidate for directorship or seek independent professional advice whenever necessary. The Nomination Committee is of the opinion that the current Board composition has the necessary knowledge, experience, professionalism, integrity, requisite range of skills and competence to enable them to discharge their duties and responsibilities.

En. Abdul Fattah bin Mohamed Yatim was appointed as the Senior Independent Non-Executive Director, to whom the concerns by the public and external stakeholders can be addressed.

Nomination Committee attendance were as follows :-

No.	Name of Members	Attendance	Percentage
1	Abdul Fattah bin Mohamed Yatim	1/1	100%
2	Dato' Azahar bin Rasul	1/1	100%
3	Choo Seng Choon	1/1	100%

VI. Directors' Training

The Board is mindful of the importance for its members to undergo continuous training to be apprised on changes to regulatory requirements and the impact such regulatory requirements have on the Group. All Directors have attended the Mandatory Accreditation Programme ("MAP") as required by Bursa Malaysia Securities Berhad. The Directors will continue to undergo other relevant training programmes to keep themselves abreast with the relevant changes in laws, regulations and business development and the Board would also continually assess the training needs of the Directors as part of their obligation to update and enhance their skills and knowledge in order to effectively carry out their duties and responsibilities.

During the financial period ended 31 March 2023, the Directors had attended the following training programmes :-

Directors	Title
Dato' Azahar bin Rasul	- Directors & Officers Liability Insurance Seminar by AGIC Group on 17 March 2022
Mohammad Sobri bin Saad	- OutSystems User Group Conference on 28 September 2022
Basir bin Bachik	- Launching of MiQadya System Seminar by Institut Jantung Negara on 3 January 2023
Abdul Fattah bin Mohamed Yatim	- Audit Oversight Board Conversation with Audit Committees by Securities Commission on 17 November 2022
Choo Seng Choon	- Comprehensive Risk Application Techniques Webinar on 26 & 27 October 2022 - Drive Faster Action on Emerging Risks Aligned risk management with implementation of COSO Framework Webinar on 7 & 8 November 2022 - Fundamentals of Corporate Finance Webinar on 15 December 2022

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (cont'd)

2. Board Composition (cont'd)

VII. Appointment and Re-election of Directors

One third (1/3) of the Board shall retire from office and are eligible for re-election at each AGM and all directors shall retire from office once in every three (3) years but shall be eligible for re-election. The Company's Constitution also provides that a Director who is appointed by the Board in the course of the year shall be subject to re-election at the next AGM to be held following his appointment.

In assessing the candidates' eligibility for re-election, the Nomination Committee considers their competencies, commitment, contribution, and performance based on their respective performance evaluation to the Board and their ability to act in the best interest of the Company. The Board makes recommendations concerning the re-election, re-appointment and the continuation in office of any Director for shareholders' approval at the AGM.

3. Remuneration

I. Remuneration Policy

The Remuneration Committee reviews, assesses and recommends to the Board the remuneration packages of the executive directors in all forms. None of the executive directors participated in any way in determining their individual remuneration. The Board as a whole determines the remuneration of the non-executive Chairman and non-executive directors with individual directors abstaining from decisions in respect of their individual remuneration.

In carrying out its duties and responsibilities, the Remuneration Committee have full, free and unrestricted access to any information, record, properties and personnel of the Company. The Remuneration Committee may obtain the advice of external consultants on the appropriateness of remuneration package and other employment conditions if required.

The remuneration package is designed to support the Company's strategy and to provide an appropriate incentive to maximise individual and corporate performance, whilst ensuring that overall rewards are market competitive. The Executive Directors' package consists of basic salary, contribution to the national pension fund and benefits-in-kind such as medical care, car allowance and fuel whilst the Non-Executive Directors' package primarily consists of fees only.

II. Remuneration Committee

The Remuneration Committee comprises exclusively of Independent Non-Executive Directors as follows :-

Chairman	Abdul Fattah bin Mohamed Yatim
Members	Dato' Azahar bin Rasul
	Choo Seng Choon

Remuneration Committee attendance were as follows :-

No.	Name of Members	Attendance	Percentage
1	Abdul Fattah bin Mohamed Yatim	1/1	100%
2	Dato' Azahar bin Rasul	1/1	100%
3	Choo Seng Choon	1/1	100%

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (cont'd)

3. Remuneration (cont'd)

II. Remuneration Committee (cont'd)

The details of the Directors' remuneration for the financial period ended 31 March 2023 are as follows :-

	Executive Directors (RM'000)	Non-Executive Directors (RM'000)
Salaries and other emoluments	682	-
Fees	-	196

The number of Directors whose remuneration falls into each band of RM50,000 are set as follows :-

	Number of Directors	
	Executive Directors	Non-Executive Directors
50,000 – 100,000	-	3
250,001 - 300,000	1	-
450,001 - 500,000	1	-

III. Remuneration of Senior Managements

The aggregate remuneration of the top 5 Key Senior Management of the Group for the financial period ended 31 March 2023 are as follows :-

Remuneration	Number of Key Senior Management
250,001 – 300,000	1
350,001 – 400,000	1
400,001 – 450,000	1
550,001 – 600,000	1
1,100,000 – 1,150,000	1

4. Board's Performance Evaluation

The Nomination Committee has a formal assessment processes to review and evaluate the individual Director's performance and assess the effectiveness of the Board and Board's Committees. The Assessment were based on the criteria as recommended by the MCCG, which includes the Board structure and operations, roles and responsibilities, overall quality input to Board effectiveness, succession planning and Board Governance. The Board evaluation comprises Performance Evaluation of the Board and Board Committee, Directors' Self and Peer Evaluation and Assessment of the independence of the Independent Director. The Independent Non-Executive Directors provide a broader view and independent assessment to the decision-making process of the Board taking into account of the interest of the Group and all its stakeholders. During the financial period, the Board has assessed the independence of the Independent Non-executive Directors and is generally satisfied with their ability to act independently and objectively in the best interest of the Group. In conclusion, the Board was satisfied with the overall performance of individual Director, Board and Board Committees for the period under review.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE B : EFFECTIVE AUDIT AND RISK MANAGEMENT

1. Audit and Risk Management Committee

The Audit and Risk Management Committee ("ARMC") assists the Board to oversee the Group's financial reporting process. ARMC of the Board comprises exclusively of independent Non-Executive Directors and the Chairman of the ARMC is distinct from the Chairman of the Board. It is a practice for ARMC to require former key audit partner who was part of the engagement team to observe a cooling-off period of at least 2 years before being appointed as a member of the ARMC. For the financial period ended 31 March 2023, no former key audit partner has been appointed or is a Director of the Company. There are 6 meetings held for ARMC during the current financial period. The role, activities, authority, duties and responsibilities of the ARMC during the financial period are described in the Audit and Risk Management Committee Report found on page 22 to 24 of this annual report.

The Group and ARMC have always maintained a close and transparent relationship with the both internal and external auditors in seeking professional advice and ensuring compliance with the relevant accounting standards. The internal and external auditors are invited to attend Audit and Risk Management Committee meetings and present their audit findings without the Executive Directors. The Committee is responsible for reviewing audit and non-audit services provided by the auditors. The independence, effectiveness and performance of the external auditors is reviewed annually by the Committee. External auditors will be recommended for re-appointment on the Board and seek approval from the shareholders at the forthcoming AGM. During the financial period under review, the ACMC had private meetings with the External Auditors without the presence of the Executive Board members and management.

The internal audit function has outsourced to an independent professional firm which reports directly to ARMC. The Committee works together with internal auditor on the scope of the audit and plan internal audit activities annually. All audit findings arising will then report directly to the Committee.

2. Risk Management and Internal Control Framework

The Statement on Risk Management and Internal Control is set out on page 25 to 26 of this annual report detailing the features of the risk management and internal control frameworks of the Group.

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

1. Communication with Stakeholders

The Board values the importance of effective communication and timely flow of information of all material business matters to the stakeholders. Hence, the Board has established corporate disclosure policies and procedures to enable comprehensive, accurate and timely disclosure information to the shareholders and stakeholders. In line with this commitment and in order to enhance the transparency and accountability, the Board has adopted an internal corporate disclosure policies and procedures to facilitate the handling and disclosure of material information in a timely and accurate manner. The information is communicated through the annual reports, circulars, quarterly results announcement, and the various disclosures and announcements made to Bursa Securities from time to time, in order to keep the stakeholders properly informed of the Group's performance and operations. The Group maintains a website at www.eah.com.my that allows all shareholders and investors access to information about the Group.

2. Annual General Meeting

The Annual General Meeting is the principal forum dialogue with all shareholders. Shareholders are encouraged to participate in the questions and answers session and all the Directors are available to respond to questions during the meeting. It provides the opportunity for the shareholders to meet and discuss for the Group's strategies, performance, major developments, corporate governance, future prospects and direction. The Board will also ensure that general meetings are served as an effective platform for the shareholders' communication by supplying timely and accurate information. Notice of Annual General Meeting and the annual report are sent to shareholders at least 21 days before the date of the meeting, allow sufficient time for the shareholders to review and seek clarification, if any. The notice included details of resolutions to be passed in the general meeting.

PRINCIPLE C : INTEGRITY IN CORPORATE REPORTING AND MAINTAINING RELATIONSHIP WITH STAKEHOLDERS (cont'd)

Statement of Compliance wiith the Code

The Board believes that the Group has complied with majority practices of the Principles and Recommendation of the Code, the relevant chapters of the Listing Requirement of ACE Market of Bursa Malaysia Securities Berhad on corporate governance and all applicable laws and regulations throughout the financial period ended 31 March 2023. The Board has reviewed and approved this Statement and is satisfied that the Group has fulfilled its obligation. The Corporate Governance Report is available on the Group's website, www.eah.com.my, as well as on Bursa Malaysia Berhad's website, www.bursamalaysia.com.

Director Responsibility Statement

This statement is prepared pursuant to the Listing Requirement of Bursa Malaysia Securities Berhad for the ACE Market.

The Board is fully accountable to ensure that the financial statements are prepared in accordance with the applicable approved accounting standards prescribed by Malaysian Accounting Standards Board and give a true and fair view of the state of affairs of the Group, including cash flow and results as at the end of each period/year.

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

The Directors have general responsibility for taking such steps as are reasonable available to them to safeguard the assets of the Group and the Company and to detect and prevent fraud and other irregularities.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

AUDIT AND RISK MANAGEMENT COMMITTEE MEMBERS

Chairman	Choo Seng Choon *(Independent Non-Executive Director)*
Members	Abdul Fattah bin Mohamed Yatim *(Senior Independent Non-Executive Director)*
	Dato' Azahar bin Rasul *(Independent Non-Executive Director)*
Secretary	Tan Kah Koon *(Company Secretary)*

TERMS OF REFERENCE OF AUDIT AND RISK MANAGEMENT COMMITTEE

1. Composition

(a) The Audit and Risk Management Committee shall be appointed by the Board from amongst themselves comprising not less than three (3) members where the majority of them shall be composed of independent non-executive directors and the CEO shall not be a member of the Audit and Risk Management Committee.

(b) The Committee shall include at least one (1) person who is a member of the Malaysian Institute of Accountants or possessing such financial related qualification or experience as may be required by Bursa Malaysia Securities Berhad.

(c) The term of office of the Audit and Risk Management Committee is two (2) years and may be re-nominated and appointed by the Board.

(d) The members of the Audit and Risk Management Committee shall elect a Chairman from amongst themselves who shall be an independent director.

(e) All members of the Audit and Risk Management Committee, including the Chairman, will hold office only so long as they serve as Directors of the Company. Should any member of the Audit and Risk Management Committee cease to be a Director of the Company, his membership in the Audit and Risk Management Committee would cease forthwith.

(f) No Alternate Director of the Board shall be appointed as a member of the Audit and Risk Management Committee.

(g) If the number of members of the Audit and Risk Management Committee for any reason be reduced to below three (3), the Board of Directors shall within three (3) months of the event, appoint such number of new members as may be required to make up the minimum number of three (3) members.

(h) The Board must review the term of office and performance of the Committee and each of its members at least once every three (3) years to determine whether such Committee and members have carried out their duties in accordance with their terms of reference.

2. Duties and Responsibilities

The duties and responsibilities of the Committee shall include the followings :-

Matters relating to External Audit

(a) To review the nomination of external auditors and their audit fees;

(b) To review the nature, scope and quality of external audit plan/arrangements;

(c) To review quarterly and annual financial statements of the Company, before submission to the Board, focusing in particular on the going concern assumption, compliance with accounting standards and regulatory requirements, any changes in accounting policies and practices, significant issues arising from the audit and major judgmental issues;

TERMS OF REFERENCE OF AUDIT AND RISK MANAGEMENT COMMITTEE (cont'd)

2. Duties and Responsibilities (cont'd)

Matters relating to External Audit (cont'd)

(d) To review the external auditors' audit report;

(e) To review with the external auditors, their evaluation of the system of internal accounting controls;

(f) To review the Company's policies and procedures with Management and external auditors to ensure the adequacy of internal accounting and financial reporting controls;

(g) To review any letter of resignation from the external auditors;

(h) To consider and review whether there is reason (supported by grounds) to believe that the Company's external auditors are not suitable for re-appointment; and

(i) To review the assistance given by the Company's officers to the external auditors.

Matters relating to Internal Audit function

(a) To review the effectiveness of the internal audit function;

(b) To review the internal audit programme and results of the internal audit process;

(c) To review the follow up actions by the Management on the weakness of internal accounting procedures and controls;

(d) To review on all areas of significant financial risk and the arrangements in place to contain those risks to acceptable levels; and

(e) To review the assistance and co-operation given by the Group and its officers to the internal auditors.

Risk Management and Internal Control

(a) To review the adequacy of risk management framework and to provide independent assurance to the Board of Directors on the effectiveness of the Company's risk management processes;

(b) To evaluate the quality and effectiveness of the Company's internal controls and management information systems, including compliance with applicable laws, rules and guidelines; and

(c) To recommend to the Board of Directors the Statement of Internal Control and any changes to the said statement.

3. Authority

The Committee shall in accordance with a procedure to be determined by the Board and at the expense of the Company :-

(a) have explicit authority to investigate any matter within its terms of reference;

(b) have the resources which the Committee needs to perform the duties;

(c) have full access to any information which the Committee requires in the course of performing its duties;

(d) have unrestricted access to all employees of the Group;

(e) have direct communication channels with the external auditors;

(f) be able to obtain outside legal or independent professional advice in the performance of its duties at the cost of the Company; and

(g) be able to invite outsiders with relevant experience to attend its meetings, if necessary.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

TERMS OF REFERENCE OF AUDIT AND RISK MANAGEMENT COMMITTEE (cont'd)

4. Meetings and Minutes

The Committee shall hold not less than four (4) meetings a year to review the quarterly results and year end financial statements. In order to form the quorum for each meeting, a minimum of two (2) members present shall be Independent Directors.

In addition to the Committee members, the internal auditors shall attend the meetings. Representatives of the external auditors shall attend meetings where matters relating to the audit of the statutory accounts and/or the external auditors are to be discussed.

Minutes of each meeting shall be kept and distributed to each member of the Committee and also to the other members of the Board. The Committee Chairman shall report on each meeting to the Board.

The Secretary to the Committee shall be the Company Secretary.

5. Internal Audit Function

The Company's internal audit function is outsourced to an independent professional internal audit service provider, which reports directly to the Audit and Risk Management Committee. The Internal Auditors adopt a risk-based approach when preparing its annual audit plan and strategy. The principal role of the internal audit is to conduct independent and regular reviews of the various operations of the Company and to provide objective reports on the state of the internal controls to the Audit and Risk Management Committee. All internal audit reports will be presented to the Audit and Risk Management Committee for deliberation. The Audit and Risk Management Committee would then make the relevant recommendations for the management's further action. The total costs incurred for the outsourced internal audit function during the financial period ended 31 March 2023 was RM24,983.

SUMMARY OF ACTIVITIES

During the financial period ended 31 March 2023, in line with the terms of reference, the Committee carried out the following activities in the discharge of its functions and duties :-

1. Meeting with the external auditors to review the audited financial statements for the financial period ended 31 March 2023;
2. Reviewed the audit reports of the Group prepared by the external auditors and considered the major findings by the auditors and management's responses thereto;
3. Reviewed the quarterly and year-end financial results of the Group prior to submission to the Board for consideration and approval;
4. Reviewed the disclosure of related party transactions entered into by the Group in the annual report of the Group;
5. Reviewed the audit plan, nature and scope of the external auditors and considering their audit fee;
6. Reviewed the audit plan, nature and scope as proposed by the internal auditors; and
7. Reviewed the audit reports presented by the internal auditors on the findings and recommendations and ensure that they are duly acted upon by the management.

Meeting Attendance

The Committee held six (6) meetings during the financial period ended 31 March 2023. The details of the attendance are as follows :-

Directors	No. of meetings attended
Choo Seng Choon	6/6
Abdul Fattah bin Mohamed Yatim	6/6
Dato' Azahar bin Rasul	6/6

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

The Malaysian Code of Corporate Governance requires listed companies to establish and maintain a sound risk management framework and internal controls to safeguard shareholders' investment and the Group's assets. This Statement on Risk Management and Internal Control is prepared in accordance with Paragraph 15.26(b) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad.

BOARD RESPONSIBILITIES

The Board of Directors ("the Board") recognises the importance of maintaining a good system of risk management and internal controls and risk management to safeguard shareholders' investment and the Group's assets. The Board acknowledges its overall responsibility for reviewing the adequacy and integrity of the Company's system of risk management and internal control, identifying principal risks and establishing an appropriate control environment and framework to manage risks and evaluating the Group's operational effectiveness and efficiency.

The Board has reviewed the adequacy and effectiveness of the system of risk management and internal controls of the Group. It recognises that due to inherent limitations, such systems are designed to manage rather than to eliminate the risk of business failure. As such, these systems could only provide reasonable but not absolute assurance against material misstatements or losses and the effectiveness of an internal control system may vary over time.

SYSTEM OF RISK MANAGEMENT

The Board acknowledged that all areas of the Group's activities involve some degree of risks and recognises that effective risk management is part of good business management practice for the successful achievement of the Group's business objectives. Operationally, the respective directors of the subsidiary companies and key management staff are responsible for managing the risks of their departments and periodic management meetings are held to address significant issues faced by the Group so as to ensure significant risks are closely monitored and appropriately addressed. Significant risks are highlighted to the Board on an exception basis. The abovementioned practices/initiatives serves as the on-going process used to identify, evaluate and manage significant risks that affect the achievement of the Group's business objectives.

SYSTEM OF INTERNAL CONTROL

The key measures implemented in the Group are as follows :-

(i) A well-defined organisation structure with distinct lines of accountability that sets out the authority delegated to the board and management committees;

(ii) A management reporting system to facilitate the collection, processing, monitoring and dissemination of critical information for management review and decision;

(iii) Performance reports such as quarterly financial review, business development and other corporate matters are regularly provided to the Directors for discussion and deliberations at Board of Directors meeting;

(iv) Review of quarterly and annual financial results by the Audit and Risk Management Committee;

(v) Regular meetings by the management team to discuss and review reports and business developments and to resolve key operations and managements issues;

(vi) Review the adequacy and effectiveness of the system of internal control, with the assistance of the internal audit function; and

(vii) Direct involvement of the executive directors in running the business and operations of the Group and is responsible to report to the Board on significant changes which may affect the operations of the Group.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTERNAL AUDIT FUNCTION

The Group has outsourced its internal audit function to an independent professional firm to review the adequacy and integrity of the internal control systems of the Group.

The functions of the internal audit are as follows :-

1. Perform audit work in accordance with the pre-approved internal audit plan.
2. Carry out review on the system of internal controls of the Group.
3. Review and comment on the effectiveness and adequacy of the existing control policies and procedures.
4. Provide recommendations, if any, for the improvement of the control policies and procedures.
5. Review and comment on the implementation status of the recommendation by the internal audit function.

The internal audit function reports directly to the Audit and Risk Management Committee and is independent to the management. The internal audit reports are submitted to the Audit and Risk Management Committee who would review and deliberate on the findings before making the necessary recommendations to the Board to strengthen its system internal control and policies.

CONCLUSION

The Board have received assurance from the Executive Directors that the Group's risk management and internal control system is operating adequately and effectively, in all material aspects based on the risk management and internal control system of the Group.

The Board is committed towards operating a sound system of internal control and effective risk management practices throughout the Group and is of the view that they are adequate to safeguard shareholders' investments and the Group's assets. There were no material losses incurred during the financial period as a result of weaknesses in internal control that would require a separate disclosure in the annual report. The Board will, when necessary, take the necessary steps to further enhance the Company's system of risk management and internal control to adapt to the ever changing and challenging business environment.

REVIEW OF THE STATEMENT BY THE EXTERNAL AUDITORS

Pursuant to Paragraph 15.23 of the ACE Market Listing Requirements of Bursa Malaysia, the External Auditors have reviewed this Statement on Risk Management and Internal Control for inclusion in this annual report. Their review was performed in accordance with Audit and Assurance Practice Guide ("AAPG3"), Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control issued by the Malaysian Institute of Accountants. Based on their review, the external auditors have reported to the Board that nothing has come to their attention which causes them to believe that this Statement is inconsistent with their understanding of the processes adopted by the Board in the review of the adequacy, integrity and effectiveness of the Group's risk management and internal control system.

The external auditors are not required to consider whether the Statement on Risk Management and Internal Control covers all risk and control, or to form an opinion on the adequacy and effectiveness of the Company's risk management and internal control system including the assessment and opinion by the Board of Directors and Management thereon in accordance with AAPG3. The external auditors are also not required to consider the processes described to deal with material internal control aspects of any significant problems disclosed in the annual report will, in fact, remedy the problems.

This Statement was made in accordance with a resolution of the Board dated 31 July 2023.

SUSTAINABILITY STATEMENT

The Board acknowledges the importance of sustainable and responsible business practices in developing the corporate strategy of the Group. As a responsible corporate entity, The Group have been embracing a culture of incorporating Economic, Environmental, and Social ("EES") risks and opportunities into our decision making, business practices and processes. The business will be conducted in a responsible, trustworthy and ethical manner while attention will be given to the environmental, social and governance aspects of the business which underpin sustainability as well as balancing the interest of stakeholders to enhance investors' perception and public trust.

The Group upholds our responsibility to commit for inculcating EES principles and guidelines as well as a sound corporate culture and ethical practices and extend it further by implementing various measures of which are consistent with our stakeholder's best interest. We also aim to leverage transformation strategies to drive our growth in a sustainable manner and to provide some assurance for long-term success.

We have adopted EES principles and guidelines which could be applied into our operational activities and our employees' day-to-day work activities.

(a) The Economic

Stakeholders play a crucial role for the growth and sustainability of the organisation. The Group is committed to maintain high standards of Corporate Governance and integrity within the company to promote confidence in stakeholders besides meeting shareholder expectations and to benefit the stake of the shareholders.

To ensure good business conduct and governance, the Group has implement various policies such as Code of Conduct, Whistle-blower & Anti Bribery. The Group is also adopting a zero-tolerance approach against discriminatory conducts, sexual harassment, and any practices that seek to obtain business through improper means. The Group appointed an outsourced firm of internal auditor to identify the risk profile in order to assist the Board in developing a sound risk management framework for managing risks which may have a major impact on the Group.

The investors or shareholders can access to the Bursa announcement and Group's corporate website at www.eah.com.my for financial position and performance of the Group, including quarterly financial statement, annual reports, circulars/ statements to shareholders and other pertinent information which uploaded on a timely basis when available.

(b) The Environment

The Group understands the importance, impact and implications of our businesses to the environment and we implement environmental practices in our operations to conserve and minimize the impact to the environment.

(i) Paperless environment

Staffs and clients are encouraged to fully maximize the benefits of ICT (eg email, instant messaging, etc.) for communication and only print hard copy when necessary. Moreover, in line with our aim to lower carbon footprints, the company will make its annual report available in softcopy on Bursa Securities and the company's websites.

(ii) Recycling

Staffs are encouraged to print on both sides of the papers to minimize paper usage while unwanted papers and recyclable items are collected and sent to be recycled. This initiative is in place to support the government's Go Green effort.

(iii) Energy saving

In order to better manage resources consumption, employees are advised to switch off the lights and air conditioners when they are not in use to help to conserve energy and waste reduction.

SUSTAINABILITY STATEMENT

(c) The Social

(i) Workforce diversity

The Group aims for the diversification in the workforce through encouraging the staff to share knowledge, skills and experience among themselves and learn from each other. All employees are treated equally and being evaluated based on their contribution, performance and capability. The Group respect the human rights and there is no discrimination on the basis of gender, race or religion which are not relevant to the employment.

(ii) Occupational Safety and Health

The Group believes in protecting the health and safety of our employees and provides employees a quality work environment which complies with the health and safety standards as a good working environment would help to increase the employees' efficiency and productivity besides improving the quality of life of our employees.

Besides, The Group provides medical insurance with hospitalisation coverage for employees and also fire insurance with adequate coverage for the office.

(iii) Training and Development

We encourage employees for continuous improvement by providing training to employees from time to time to enhance their skills and abilities which would offer excellent opportunities for personal and career development. We are committed in keeping their knowledge and relevant skills which in turn would contribute to the sustainability of the Group. In addition, we also organize gathering activities to foster and cultivate closer ties within the Group. It also helps to produce dynamic workforce with a strong sense belonging.

ADDITIONAL COMPLIANCE INFORMATION

(a) Utilisation of Proceeds

There were no proceeds raised from corporate proposals during the financial period.

(b) Audit and Non-Audit Fees

The amount of audit and non-audit fees paid to the external auditors and their affiliates by the Group and the Company respectively for the financial period are as follows :-

	Company (RM)	Group (RM)
Audit services rendered	95,000	273,000
Non-audit services rendered	5,000	5,000
Total	100,000	278,000

(c) Material Contracts Involving Directors and Major Shareholders

There were no material contracts entered into by the Company and its subsidiaries involving the Company's Directors' and/or major shareholders' interest.

(d) Recurrent Related Party Transactions of Revenue Nature ("RRPT")

During the financial period, the Company did not enter into any RRPT.

FINANCIAL STATEMENTS

DIRECTORS' REPORT

The Directors hereby submit their report and the audited financial statements of the Group and of the Company for the financial period from 1 October 2021 to 31 March 2023.

CHANGE OF FINANCIAL YEAR END

The financial year end of the Company was changed from 30 September to 31 March. Accordingly, comparative amounts for the statements of comprehensive income, statements of changes in equity, statements of cash flows and the related notes are not entirely comparable.

PRINCIPAL ACTIVITIES

The Company is principally engaged in investment holding, management and consultancy services. The principal activities and other information of its subsidiaries are set out in Note 11 to the financial statements. There have been no significant changes in the nature of these activities of the Group and of the Company during the financial period.

RESULTS

	Group RM	Company RM
Loss for the financial period, net of tax	16,939,562	19,336,157
Attributable to:		
- Owners of the Company	17,284,538	19,336,157
- Non-controlling interests	(344,976)	-
	16,939,562	19,336,157

DIVIDEND

No dividend has been paid or declared by the Company since the end of the previous financial year. The Company is not in a position to pay or declare dividends for the current financial period.

RESERVES AND PROVISIONS

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

ISSUANCE OF SHARES OR DEBENTURES

During the financial period, the Company has recorded a net decrease in its issued and paid-up capital from RM198,035,371 to RM136,685,725 arising from the following transactions:

(a) issuance of 1,100,000,000 new ordinary shares on 30 November 2021 at RM0.0211 per share totalling RM23,210,000 pursuant to subscription of other investment as disclosed in Note 13 to the financial statements;

(b) issuance of 279,329,600 new ordinary shares on 6 January 2022 at RM0.0179 per share totalling RM5,000,000 pursuant to acquisition of the remaining 10% equity interest in subsidiary, Sunland Volonte Agency Sdn. Bhd. as disclosed in Note 11 to the financial statements; and

(c) completion of capital reduction exercise via the reduction and cancellation of the share capital of the Company amounted to RM99,500,000 pursuant to Section 116 of the Companies Act 2016 on 23 February 2022; and

(d) conversion of 30,066 units of Warrants D 2017/2022 to ordinary shares on 21 October 2022 at an exercise price of RM0.05 per warrant totalling RM1,503.

DIRECTORS' REPORT

WARRANTS

On 20 October 2022, 30,066 units of Warrants D 2017/2022 ("Warrants D") were exercised at an exercise price of RM0.05 per warrant. The total number of Warrants D that remained unexercised amounted to 993,854,950 units expired on 25 October 2022.

Subsequent to the financial period end:

(a) 42,066 units of Warrants E 2018/2023 ("Warrants E") were exercised on 5 April 2023 at an exercise price of RM0.035 per warrant; and

(b) 1,125 units of Warrants E were exercised on 19 April 2023 at an exercise price of RM0.035 per warrant.

The total number of Warrants E that remained unexercised amounted to 1,087,018,003 units expired on 22 April 2023.

OPTIONS GRANTED OVER UNISSUED SHARES

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

DIRECTORS OF THE COMPANY

The Directors in office since the beginning of the financial period to the date of this report are:

Dato' Azahar Bin Rasul *	
Mohammad Sobri Bin Saad *	
Basir Bin Bachik *	
Abdul Fattah Bin Mohamed Yatim	
Choo Seng Choon	
Wong Wan Rou	(Appointed on 9 June 2023)

* *Being a Director of one or more subsidiaries*

DIRECTORS OF SUBSIDIARIES OF THE COMPANY

Pursuant to Section 253(2) of the Companies Act 2016 ("Act"), the Directors who served in the subsidiaries (excluding Directors who are also Directors of the Company) in office since the beginning of the financial period to the date of this report are as follows:

Dato' Cheong Soo Han	
Chia Kok Chin	
Chong Chee Loong	
Chong Nyet Fan	
Law Kum Wah	
Low Tee Chow	
Norma Niza Binti Isa	(Appointed on 7 December 2022)
Norazian Binti Abdul Kudus	(Resigned on 7 December 2022)

DIRECTORS' INTERESTS

According to the register of Directors' shareholdings kept by the Company under Section 59 of the Act, the interests of Directors in office at the end of the financial period in shares and warrants of the Company and its related corporations during the financial period were as follows:

	Number of Ordinary Shares			
	At 01.10.2021 Unit	Acquired Unit	Sold Unit	At 31.03.2023 Unit
Name of Directors:				
Ordinary shares in the Company				
Direct interest:				
- Mohammad Sobri Bin Saad	1,133,424,300	-	-	1,133,424,300
- Basir Bin Bachik	492,000	-	-	492,000
- Abdul Fattah Bin Mohamed Yatim	18	-	-	18

	Number of Warrants D 2017/2022			
	At 01.10.2021 Unit	Acquired Unit	Expired Unit	At 31.03.2023 Unit
Warrants D 2017/2022				
Direct interest:				
- Mohammad Sobri Bin Saad	125,931,575	-	(125,931,575)	-

	Number of Warrants E 2018/2023			
	At 01.10.2021 Unit	Acquired Unit	Exercised/ Sold Unit	At 31.03.2023 Unit
Warrants E 2018/2023				
Direct interest:				
- Mohammad Sobri Bin Saad	133,411,281	-	-	133,411,281
- Basir Bin Bachik	153,750	-	-	153,750
- Abdul Fattah Bin Mohamed Yatim	5	-	-	5

The other Directors in office at the end of the financial period had no interest in the shares and warrants of the Company or its related corporations during the financial period.

DIRECTORS' REMUNERATION AND BENEFITS

The amount of fees and other benefits paid to or receivable by the Directors or past Directors of the Company and the estimated money value of any other benefits received or receivable by them otherwise than in cash from the Company and its subsidiaries for their services to the Company and its subsidiaries were as follows:

	Company RM	Subsidiaries RM
Fees	196,380	37,500
Salaries, bonuses and allowances	390,120	157,500
Contributions to defined contribution plan	68,393	28,500
Social security contributions	207	-
Total remuneration	655,100	223,500

DIRECTORS' REPORT

DIRECTORS' REMUNERATION AND BENEFITS (cont'd)

Since the end of the previous financial year, no Director of the Company has received nor become entitled to receive any benefit (other than Directors' emoluments received or due and receivable as disclosed in the financial statements or the fixed salary of a full-time employee of the Company) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

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

OTHER STATUTORY INFORMATION

(a) Before the statements of comprehensive income and statements of financial position of the Group and of the Company were made out, the Directors took reasonable steps:

(i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that there were no known bad debts to be written off and that adequate provision had been made for doubtful debts; and

(ii) to ensure that any current assets which were unlikely to be realised in the ordinary course of business including their value as shown in the accounting records of the Group and of the Company have been written down to an amount which they might be expected so to realise.

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

(i) which would necessitate the writing off of bad debts or render the amount of the provision for doubtful debts inadequate to any substantial extent;

(ii) which would render the values attributed to current assets in the financial statements of the Group and of the Company misleading;

(iii) which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate; or

(iv) not otherwise dealt with in this report or financial statements which would render any amount stated in the financial statements misleading.

(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 period which secures the liabilities of any other person; or

(ii) any contingent liability of the Group and of the Company which has arisen since the end of the financial period.

(d) In the opinion of the Directors:

(i) no contingent or other liability has become enforceable, or is likely to become enforceable, within the period of twelve months after the end of the financial period, 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 period have not been substantially affected by any item, transaction or event of a material and unusual nature; and

(iii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial period and the date of this report which is likely to affect substantially the results of the operations of the Group and of the Company for the financial period in which this report is made.

OTHER STATUTORY INFORMATION (cont'd)

(e) The total amount paid to or receivable by the auditors as remuneration for their services as auditors for the financial period from the Company and its subsidiaries are disclosed in Note 5 to the financial statements.

(f) There was no amount paid to or receivable by any third party in respect of the services provided to the Company or any of its subsidiaries by any Director or past Director of the Company.

(g) There was no indemnity given to or insurance effected for any Director, officer or auditor of the Company and its subsidiaries.

SIGNIFICANT EVENTS DURING THE FINANCIAL PERIOD

Details of significant events during the financial period are disclosed in Note 36 to the financial statements.

EVENT SUBSEQUENT TO THE END OF FINANCIAL PERIOD

Details of significant event subsequent to the end of financial period are disclosed in Note 37 to the financial statements.

AUDITORS

The auditors, Messrs. Moore Stephens Associates PLT, have expressed their willingness to continue in office.

Approved and signed on behalf of the Board in accordance with a resolution of the Directors dated 31 July 2023.

MOHAMMAD SOBRI BIN SAAD **BASIR BIN BACHIK**

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 accompanying financial statements as set out on pages 41 to 115 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 March 2023 and of their financial performance and cash flows for the financial period then ended.

Approved and signed on behalf of the Board in accordance with a resolution of the Directors dated 31 July 2023.

MOHAMMAD SOBRI BIN SAAD

BASIR BIN BACHIK

STATUTORY DECLARATION
PURSUANT TO SECTION 251(1) OF THE COMPANIES ACT 2016

I, WONG WAN ROU (MIA No.: 39989), being the Director primarily responsible for the financial management of the Company, do solemnly and sincerely declare that the financial statements as set out on pages 41 to 115 are to the best of my knowledge and belief, 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 Kuala Lumpur in the Federal Territory
on 31 July 2023

WONG WAN ROU

Before me,

Mohamad Zuliswandi Bin Mohamed

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF EA HOLDINGS BERHAD
REGISTRATION NO.: 200901034925 (878041-A) (INCORPORATED IN MALAYSIA)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of EA Holdings Berhad, which comprise the statements of financial position as at 31 March 2023 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial period then ended and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 41 to 115.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 March 2023, and of their financial performance and their cash flows for the financial period then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

Impairment review of goodwill and investment in subsidiaries

Goodwill

As at 31 March 2023, as shown in Note 10 to the financial statements, included in the carrying amount of intangible assets of the Group is goodwill amounted to RM34,987,337. The goodwill carrying amount is solely derived from Sunland Volonte Agency Sdn. Bhd. ("Sunland") within the food and beverage distribution segment. The Group is required to perform an annual impairment review on the goodwill regardless of whether there is any indication of impairment.

The Group estimated the recoverable amount of the cash generating unit ("CGU") based on value-in-use ("VIU") by using a discounted cash flows covering a 5-year period of Sunland. Estimating the VIU of the CGU involved estimates made by the management relating to the future cash inflows and outflows that will be derived from the CGU and discounting them at appropriate rate. The discounted cash flows included a number of significant judgements and estimates such as revenue growth rate, gross profit margin, expected operating costs and discount rate.

We consider this to be an area of focus for our audit as the amount involved is significant, involved significant judgements about the future market and economic conditions and changes in assumptions may lead to a significant change in the recoverable amount of the goodwill.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF EA HOLDINGS BERHAD
REGISTRATION NO.: 200901034925 (878041-A) (INCORPORATED IN MALAYSIA)

Key Audit Matters (cont'd)

Impairment review of goodwill and investment in subsidiaries (cont'd)

Investment in subsidiaries

As at 31 March 2023, as shown in Note 11 to the financial statements, the carrying amount of the Company's investment in subsidiaries stood at RM82,488,072, of which RM66,599,995 is derived from Sunland within the food and beverage distribution segment.

During the financial period ended 31 March 2023, the Company reversed an impairment loss of amounting to RM9,205,851 within other items of income in the statements of comprehensive income, of which an amount of RM5,707,995 was the reversal of impairment loss relating to Sunland.

The Company estimated the recoverable amount of Sunland based on VIU. Estimating the VIU involved estimates made by the management relating to the future cash inflows and outflows that will be derived from the subsidiaries and discounting them at appropriate rate. The discounted cash flows included a number of significant judgements and estimates such as revenue growth rate, gross profit margin, expected operating costs and discount rate. The Company estimated the recoverable amounts of other subsidiaries based on net assets of the respective subsidiaries.

We consider this to be an area of focus for our audit as the amount involved is significant, involved significant judgements about the future market and economic conditions and changes in assumptions may lead to a significant change in the recoverable amounts of the investment in subsidiaries.

Our procedures to address the area of focus included, among others, the following:

- We have evaluated the basis of calculating the discounted cash flows by taking into consideration the assessment of management's historical budgeting accuracy;
- We have evaluated whether key assumptions which comprised revenue growth rate, gross profit margin, expected operating costs and discount rate were reasonable, taking into consideration the current and expected outlook of the economic growth;
- We have tested the mathematical accuracy of the cash flows calculation; and
- We have analysed the sensitivity of the key assumptions by assessing the impact of changes to the key assumptions on the recoverable amounts.

Investment in an associate

As disclosed in Note 12 to the financial statements, the Group's and the Company's investment in an associate represents the 20% equity interest in Cekap Air Sdn. Bhd. with net carrying amount of RM9,499,000.

During the financial period ended 31 March 2023, the Group has shared a loss net of tax amounting to RM11,544,532, which represents approximately 68% to the Group's loss after tax and the Company recognised an impairment loss of cost of investment in an associate amounting to RM11,510,800, which represents approximately 60% of the Company's loss after tax.

In view of the significance of the share of loss to the Group and the amount of impairment loss recognised by the Company, we consider the investment in an associate as a key audit matter.

Our procedures to address the area of focus included, among others, the following:

- We have issued the group audit instruction and communicated the audit procedures to be performed by the component auditors on areas with significant risks in order to ensure the procedures were appropriate for the purpose of equity accounting in the Group's Consolidated Financial Statements;
- We have assessed the adequacy of the work performed by the component auditors by reviewing their audit documentation;
- We have assessed whether the financial statements of the associate which is equity accounted in the Group's Consolidated Financial Statements is prepared in accordance with the Group's accounting policies; and
- We have assessed whether the net assets of the associate represent its estimated fair value for the purpose of impairment assessment on investment in an associate.

Key Audit Matters (cont'd)

Information Other than the Financial Statements and Auditors' Report Thereon

The Directors of the Company are responsible for the other information. The other information comprises the information included in the Annual Report but does not include the financial statements of the Group and of the Company and our auditors' report thereon.

Our opinion on the financial statements of the Group and of the Company does not cover the Annual Report and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements of the Group and of the Company, our responsibility is to read the Annual Report and, in doing so, consider whether the 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 the Annual Report, we are required to report that fact. We have nothing to report in this regard.

Responsibilities of the Directors for the Financial Statements

The Directors of the Company are responsible for the preparation of the 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.

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:

(a) 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.

(b) 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.

(c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF EA HOLDINGS BERHAD
REGISTRATION NO.: 200901034925 (878041-A) (INCORPORATED IN MALAYSIA)

Key Audit Matters (cont'd)

Auditors' Responsibilities for the Audit of the Financial Statements (cont'd)

(d) 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 or the Company to cease to continue as a going concern.

(e) 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.

(f) Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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, related safeguards.

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 period 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.

Other Matter

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

MOORE STEPHENS ASSOCIATES PLT
201304000972 (LLP0000963-LCA)
Chartered Accountants (AF002096)

STEPHEN WAN YENG LEONG
02963/07/2025 J
Chartered Accountant

Petaling Jaya, Selangor
Date: 31 July 2023

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2023

	Note	Group 01.10.2021 to 31.03.2023 RM	Group Restated 01.10.2020 to 30.09.2021 RM	Company 01.10.2021 to 31.03.2023 RM	Company 01.10.2020 to 30.09.2021 RM
Revenue	4	87,174,694	45,038,986	-	-
Other items of income					
Accretion of interest income on:					
- deferred trade receivable		-	301,445	-	-
- amount due from shareholders of a subsidiary		284,228	350,226	284,228	350,226
Other income		330,594	308,678	217,414	151,555
Reversal of impairment loss on:					
- investment in an associate	12	33,732	358,470	-	3,140,000
- investment in subsidiaries	11	-	-	9,205,851	-
- trade receivables	32	311,164	200,289	-	-
		959,718	1,519,108	9,707,493	3,641,781
Items of expense					
Changes in inventories of trading merchandise		90,209	(58,535)	-	-
Purchases and other direct costs		(56,716,451)	(30,029,828)	-	-
Employee benefit expenses	5(a)	(9,460,138)	(6,028,813)	(389,429)	(469,495)
Directors' remuneration	5(b)	(3,251,717)	(1,823,139)	(655,100)	(376,468)
Depreciation of property, plant and equipment	8	(546,256)	(444,406)	(349,756)	(238,421)
Depreciation of right-of-use assets	9	(235,952)	(205,694)	-	-
Fair value loss on other investment	13	(10,680,985)	-	(10,680,985)	-
Impairment loss on:					
- goodwill	10	-	(12,057,000)	-	-
- investment in subsidiaries	11	-	-	-	(12,476,000)
- investment in an associate	12	-	-	(11,510,800)	-
- trade receivables	32	(587,401)	(4,236,460)	-	-
- other receivables	32	-	(3,617,772)	-	(3,617,772)
- amount due from an associate	32	(3,566,025)	-	(3,566,025)	-
- property, plant and equipment	8	-	(126,316)	-	-
Other expenses		(4,596,342)	(2,753,738)	(1,478,200)	(1,040,709)
Loss from operations		(1,416,646)	(14,823,607)	(18,922,802)	(14,577,084)
Finance costs		(758,762)	(582,633)	(410,157)	(215,343)
Share of results of associate, net of tax	12	(11,544,532)	2,781,530	-	-
Loss before tax	5	(13,719,940)	(12,624,710)	(19,332,959)	(14,792,427)
Tax expense	6	(3,219,622)	(1,480,980)	(3,198)	-
Loss net of tax, representing total comprehensive income for the financial period/year		(16,939,562)	(14,105,690)	(19,336,157)	(14,792,427)
Loss attributable to:					
- Owners of the Company		(17,284,538)	(14,566,583)	(19,336,157)	(14,792,427)
- Non-controlling interests	11(c)	344,976	460,893	-	-
		(16,939,562)	(14,105,690)	(19,336,157)	(14,792,427)
Loss per ordinary share attributable to Owners of the Company:					
Basic and diluted (sen):	7	(0.28)	(0.29)		

The annexed notes form an integral part of, and should be read in conjunction with, these financial statements.

STATEMENTS OF FINANCIAL POSITION
AS AT 31 MARCH 2023

	Note	Group 31.03.2023 RM	Group Restated 30.09.2021 RM	Company 31.03.2023 RM	Company Restated 30.09.2021 RM
ASSETS					
Non-current Assets					
Property, plant and equipment	8	5,209,678	5,670,151	2,778,374	3,125,511
Right-of-use assets	9	318,470	113,626	-	-
Intangible assets	10	34,987,337	34,987,337	-	-
Investment in subsidiaries	11	-	-	82,488,072	68,282,221
Investment in an associate	12	9,499,000	21,009,800	9,499,000	21,009,800
Other investment	13	12,529,015	-	12,529,015	-
Amounts due from shareholders of a subsidiary	14	1,293,993	2,082,468	1,293,993	2,082,468
Deferred tax asset	15	69,847	71,590	-	-
		63,907,340	63,934,972	108,588,454	94,500,000
Current Assets					
Inventories	16	7,084,565	6,119,353	-	-
Trade receivables	17	15,120,241	12,856,951	-	-
Other receivables	18	10,674,519	13,208,148	5,113,091	6,541,701
Contract assets	19	6,603,241	2,179,916	-	-
Amounts due from subsidiaries	20	-	-	3,060,964	150,968
Amount due from an associate	21	-	4,066,025	-	4,653,251
Amounts due from shareholders of a subsidiary	14	788,476	715,773	788,476	715,773
Tax recoverable		55,194	51,196	-	-
Fixed deposits placed with licensed banks	22(a)	4,131,019	4,058,942	2,199,004	2,162,943
Short-term money market deposit	22(b)	3,500,000	500,000	-	-
Cash and bank balances		19,505,684	15,587,176	14,130,461	12,092,689
		67,462,939	59,343,480	25,291,996	26,317,325
TOTAL ASSETS		131,370,279	123,278,452	133,880,450	120,817,325
EQUITY AND LIABILITIES					
Equity					
Share capital	23	136,685,725	198,035,371	136,685,725	198,035,371
Reserves	24	(21,092,215)	(90,980,649)	(23,128,617)	(93,353,609)
Total equity attributable to Owners of the Company		115,593,510	107,054,722	113,557,108	104,681,762
Non-controlling interests	11(c)	(701,304)	1,565,543	-	-
Total Equity		114,892,206	108,620,265	113,557,108	104,681,762

STATEMENTS OF FINANCIAL POSITION
AS AT 31 MARCH 2023

	Note	Group 31.03.2023 RM	Group Restated 30.09.2021 RM	Company 31.03.2023 RM	Company Restated 30.09.2021 RM
Liabilities					
Non-current Liabilities					
Borrowings	25	1,275,166	1,454,761	1,275,166	1,454,761
Lease liabilities	26	156,663	46,540	-	-
Deferred tax liabilities	15	392,945	411,958	-	-
		1,824,774	1,913,259	1,275,166	1,454,761
Current Liabilities					
Trade payables	27	6,385,183	4,196,593	-	-
Other payables	28	1,548,747	2,245,226	361,717	545,555
Contract liabilities	19	1,960,808	1,096,649	-	-
Amounts due to subsidiaries	20	-	-	18,048,837	13,560,351
Amounts due to Directors	29	88,030	15,650	-	-
Borrowings	25	3,511,316	4,471,414	631,818	572,290
Lease liabilities	26	158,358	151,826	-	-
Tax payable		1,000,857	567,570	5,804	2,606
		14,653,299	12,744,928	19,048,176	14,680,802
Total Liabilities		16,478,073	14,658,187	20,323,342	16,135,563
TOTAL EQUITY AND LIABILITIES		131,370,279	123,278,452	133,880,450	120,817,325

The annexed notes form an integral part of, and should be read in conjunction with, these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2023

		<-----Attributable to Owners of the Company----->						
			<---Non-Distributable--->					
	Note	Share Capital RM	Warrants Reserve RM	Other Reserve RM	Accumulated Losses RM	Total RM	Non-Controlling Interests RM	Total Equity RM
Group								
At 1 October 2020		198,035,371	9,938,851	(13,737,745)	(72,615,172)	121,621,305	1,104,650	122,725,955
Loss net of tax, representing total comprehensive income for the financial year		-	-	-	(14,566,583)	(14,566,583)	460,893	(14,105,690)
At 30 September 2021		198,035,371	9,938,851	(13,737,745)	(87,181,755)	107,054,722	1,565,543	108,620,265
At 1 October 2021		198,035,371	9,938,851	(13,737,745)	(87,181,755)	107,054,722	1,565,543	108,620,265
Loss net of tax, representing total comprehensive income for the financial period		-	-	-	(17,284,538)	(17,284,538)	344,976	(16,939,562)
Transactions with Owners of the Company:								
Issuance of ordinary shares pursuant to:								
- Increase in stake in a subsidiary	23(a)	5,000,000	-	-	(2,388,177)	2,611,823	(2,611,823)	-
- Acquisition of other investment	23(a)	23,210,000	-	-	-	23,210,000	-	23,210,000
- Capital reduction	23(b)	(99,500,000)	-	-	99,500,000	-	-	-
- Exercise of Warrants D	23(c)(i)	1,804	(301)	-	-	1,503	-	1,503
- Expiration of Warrants D	23(c)(i)	9,938,550	(9,938,550)	-	-	-	-	-
Total transactions with Owners of the Company		(61,349,646)	(9,938,851)	-	97,111,823	25,823,326	(2,611,823)	23,211,503
At 31 March 2023		136,685,725	-	(13,737,745)	(7,354,470)	115,593,510	(701,304)	114,892,206

The annexed notes form an integral part of, and should be read in conjunction with, these financial statements.

STATEMENT OF CHANGES IN EQUITY
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2023

	Note	Share Capital RM	Non-Distributable Warrants Reserve RM	Accumulated Losses RM	Total Equity RM
Company					
At 1 October 2020		198,035,371	9,938,851	(88,500,033)	119,474,189
Loss net of tax, representing total comprehensive income for the financial year		-	-	(14,792,427)	(14,792,427)
At 30 September 2021		198,035,371	9,938,851	(103,292,460)	104,681,762
At 1 October 2021		198,035,371	9,938,851	(103,292,460)	104,681,762
Loss net of tax, representing total comprehensive income for the financial period		-	-	(19,336,157)	(19,336,157)
Transactions with Owners of the Company:					
Issuance of ordinary shares pursuant to:					
- Increase in stake in a subsidiary	23(a)	5,000,000	-	-	5,000,000
- Acquisition of other investment	23(a)	23,210,000	-	-	23,210,000
- Capital reduction	23(b)	(99,500,000)	-	99,500,000	-
- Exercise of Warrants D	23(c)(i)	1,804	(301)	-	1,503
- Expiration of Warrants D	23(c)(i)	9,938,550	(9,938,550)	-	-
Total transactions with Owners of the Company		(61,349,646)	(9,938,851)	99,500,000	28,211,503
At 31 March 2023		136,685,725	-	(23,128,617)	113,557,108

The annexed notes form an integral part of, and should be read in conjunction with, these financial statements.

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2023

	Note	Group		Company	
		01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM
Cash Flows from Operating Activities					
Loss before tax		(13,719,940)	(12,624,710)	(19,332,959)	(14,792,427)
Adjustments for:					
Depreciation of property, plant and equipment		546,256	444,406	349,756	238,421
Depreciation of right-of-use assets		235,952	205,694	-	-
Impairment loss on:					
- goodwill		-	12,057,000	-	-
- investment in subsidiaries		-	-	-	12,476,000
- investment in an associate		-	-	11,510,800	-
- trade receivables		587,401	4,236,460	-	-
- other receivables		-	3,617,772	-	3,617,772
- amount due from an associate		3,566,025	-	3,566,025	-
- property, plant and equipment		-	126,316	-	-
Interest expense		758,762	582,633	410,157	215,343
Unrealised gain on foreign exchange		-	(32)	-	-
Accretion of interest income on:					
- deferred trade receivable		-	(301,445)	-	-
- amount due from shareholders of a subsidiary		(284,228)	(350,226)	(284,228)	(350,226)
Interest income		(153,950)	(173,291)	(42,484)	(37,104)
Fair value loss on other investment		10,680,985	-	10,680,985	-
Reversal of impairment loss on:					
- investment in an associate		(33,732)	(358,470)	-	(3,140,000)
- investment in subsidiaries		-	-	(9,205,851)	-
- trade receivables		(311,164)	(200,289)	-	-
Share of results of associate, net of tax		11,544,532	(2,781,530)	-	-
Operating profit/(loss) before changes in working capital		13,416,899	4,480,288	(2,347,799)	(1,772,221)
Changes in working capital:					
Inventories		(965,212)	(2,482,266)	-	-
Trade and other receivables		(5,898)	(12,765,135)	1,428,610	(4,587,589)
Trade and other payables		1,492,111	1,610,530	(183,838)	106,677
Contract assets		(4,423,325)	(210,238)	-	-
Contract liabilities		864,159	222,972	-	-
Cash generated from/(used in) operations		10,378,734	(9,143,849)	(1,103,027)	(6,253,133)
Tax paid		(2,807,603)	(1,856,394)	-	(592)
Interest paid		(758,762)	(582,633)	(410,157)	(215,343)
Interest received		153,950	173,291	42,484	37,104
Net cash from/(used in) operating activities		6,966,319	(11,409,585)	(1,470,700)	(6,431,964)
Cash Flows from Investing Activities					
Advances to subsidiaries		-	-	(2,909,996)	(150,968)
Repayment from/(advances to) an associate		500,000	(752,173)	500,000	(752,173)
Addition of right-of-use asset	(i)	(16,061)	-	-	-
Purchase of property, plant and equipment		(85,783)	(98,100)	(2,619)	(7,631)
Repayment from shareholders of a subsidiary		1,000,000	1,000,000	1,000,000	1,000,000
Net cash from/(used in) investing activities		1,398,156	149,727	(1,412,615)	89,228

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2023

	Note	Group 01.10.2021 to 31.03.2023 RM	Group Restated 01.10.2020 to 30.09.2021 RM	Company 01.10.2021 to 31.03.2023 RM	Company 01.10.2020 to 30.09.2021 RM
Cash Flows from Financing Activities					
Advances from subsidiaries	(iv)	-	-	5,075,712	3,088,234
Payment for the principal portion of lease liabilities	(iii),(iv)	(308,080)	(233,144)	-	-
Proceeds from exercise of warrants to subsidiaries		1,503	-	1,503	-
Advances from a Director		72,380	-	-	-
Increase in fixed deposits pledged to licensed banks		(72,077)	(185,886)	(36,061)	(32,838)
Repayment of borrowings	(iv)	(120,067)	(107,676)	(120,067)	(107,676)
Net cash (used in)/from financing activities		(426,341)	(526,706)	4,921,087	2,947,720
Net increase/(decrease) in cash and cash equivalents		7,938,134	(11,786,564)	2,037,772	(3,395,016)
Effect of exchange rate changes on cash and cash equivalents		-	32	-	-
Cash and cash equivalents at beginning of the financial period/year		11,695,547	23,482,079	11,600,184	14,995,200
Cash and cash equivalents at end of the financial period/year	(ii)	19,633,681	11,695,547	13,637,956	11,600,184

Note:

(i) Addition to right-of-use assets satisfied by way of:

	Group 31.03.2023 RM	Group 30.09.2021 RM
Aggregate costs	440,796	-
Less: lease arrangement	(424,735)	-
Cash payment on addition to right-of-use assets	16,061	-

(ii) Cash and cash equivalents comprise:

	Note	Group 31.03.2023 RM	Group 30.09.2021 RM	Company 31.03.2023 RM	Company 30.09.2021 RM
Fixed deposits placed with licensed banks	22(a)	4,131,019	4,058,942	2,199,004	2,162,943
Short-term money market deposit	22(b)	3,500,000	500,000	-	-
Cash and bank balances		19,505,684	15,587,176	14,130,461	12,092,689
		27,136,703	20,146,118	16,329,465	14,255,632
Less: Fixed deposits pledged as collaterals		(4,131,019)	(4,058,942)	(2,199,004)	(2,162,943)
Less: Bank overdrafts	25(b)	(3,372,003)	(4,391,629)	(492,505)	(492,505)
		19,633,681	11,695,547	13,637,956	11,600,184

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL PERIOD ENDED 31 MARCH 2023

Note: (Cont'd)

(iii) Cash outflows for leases as a lessee are as follows:

	Group	
	01.10.2021 to 30.09.2022 RM	**01.10.2020 to 30.09.2021 RM**
Included in net cash from/(used in) operating activities:		
- Interest paid in relation to lease liabilities	(22,043)	(15,174)
- Payment relating to short-term leases	(27,200)	(16,200)
- Payment relating to low value assets	(20,062)	(17,262)
Included in net cash (used in)/from financing activities:		
- Payment for the principal portion of lease liabilities	(308,080)	(233,144)
	(377,385)	(281,780)

(iv) The reconciliation of the movements of liabilities to cash flows arising from financing activities:

	Term Loan RM	**Lease Liabilities RM**
Group		
31.03.2023		
At 1 October 2021	1,534,546	198,366
Acquisition of new leases	-	424,735
Repayment	(120,067)	(308,080)
At 31 March 2023	1,414,479	315,021
30.09.2021		
At 1 October 2020	1,642,222	431,510
Repayment	(107,676)	(233,144)
At 30 September 2021	1,534,546	198,366

	Term Loan RM	**Amounts Due to Subsidiaries RM**
Company		
31.03.2023		
At 1 October 2021	1,534,546	13,560,351
Advances from	-	5,075,712
Repayment to	(120,067)	-
Assignment of debts	-	(587,226)
At 31 March 2023	1,414,479	18,048,837
30.09.2021		
At 1 October 2020	1,642,222	10,472,117
Advances from	-	3,088,234
Repayment to	(107,676)	-
At 30 September 2021	1,534,546	13,560,351

* *For reconciliation of liabilities arising from financing activities purpose, the bank overdrafts have been excluded from the borrowings as it is part of the cash and cash equivalents.*

The annexed notes form an integral part of, and should be read in conjunction with, these financial statements.

NOTES TO THE FINANCIAL STATEMENTS
- 31 MARCH 2023

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 registered office of the Company is located at 29-2, Level 29, Oval Damansara, 685, Jalan Damansara, Taman Tun Dr Ismail, 60000 Kuala Lumpur.

The principal place of business of the Company is located at Unit 25-5, Level 25, Oval Damansara, 685, Jalan Damansara, 60000 Kuala Lumpur.

The Company is principally engaged in investment holding, management and consultancy services. The principal activities and other information of its subsidiaries are set out in Note 11. There have been no significant changes in the nature of these activities of the Group and of the Company during the financial period.

The financial year end of the Company was changed from 30 September to 31 March. Accordingly, comparative amounts for the statements of comprehensive income, statements of changes in equity, statements of cash flows and the related notes are not entirely comparable.

The financial statements were authorised for issue in accordance with a Board of Directors' resolution dated 31 July 2023.

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 ("MFRSs"), International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

The Group and the Company have also considered the new accounting pronouncements in the preparation of the financial statements.

(i) Accounting pronouncements that are effective and adopted during the financial period

Amendments to MFRS 9, MFRS 7, MFRS 4 and MFRS 16	Interest Rate Benchmark Reform – Phase 2
Amendments to MFRS 16	Covid-19 – Related Rent Concessions beyond 30 June 2021
Amendments to MFRS 4	Insurance Contracts – Extension of the Temporary Exemption from Applying MFRS 9

The adoption of the above accounting pronouncements did not have any significant effect on the financial statements of the Group and of the Company.

(ii) Accounting pronouncements that are issued but not yet effective and have not been early adopted

The Group and the Company have not adopted the following new accounting pronouncements that have been issued as at the date of authorisation of these financial statements but are not yet effective for the Group and the Company:-

Effective for financial periods beginning on or after 1 January 2022

Amendments to MFRS 3	Reference to the Conceptual Framework
Amendments to MFRS 116	Property, Plant and Equipment – Proceeds before Intended Use
Amendments to MFRS 137	Onerous Contracts – Cost of Fulfilling a Contract
Annual Improvements to MFRSs 2018 – 2020 Cycle	

2. BASIS OF PREPARATION (cont'd)

(a) Statement of compliance (cont'd)

(ii) Accounting pronouncements that are issued but not yet effective and have not been early adopted (cont'd)

Effective for financial periods beginning on or after 1 January 2023

MFRS 17	Insurance Contracts
Amendments to MFRS 17	Insurance Contracts
Amendments to MFRS 17	Initial Application of MFRS 17 and MFRS 9 – Comparative Information
Amendments to MFRS 101 and MFRS Practice Statement 2	Disclosure of Accounting Policies
Amendments to MFRS 108	Definition of Accounting Estimates
Amendments to MFRS 112	Deferred Tax related to Assets and Liabilities arising from a Single Transaction
Amendments to MFRS 112	International Tax Reform – Pillar Two Model Rules

Effective for financial periods beginning on or after 1 January 2024

Amendments to MFRS 16	Lease Liability in a Sale and Leaseback
Amendments to MFRS 101	Non-current Liabilities with Covenants
Amendments to MFRS 107 and MFRS 7	Supplier Finance Arrangements

Effective date to be announced

Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The Group and the Company will adopt the above accounting pronouncements when they become effective in the respective financial periods. These accounting pronouncements are not expected to have any effect to financial statements of the Group and of the Company upon their initial applications.

(b) Basis of measurement

The financial statements of the Group and of the Company have been prepared on the historical cost convention except for those as disclosed in the accounting policy notes.

(c) Functional and presentation currency

The financial statements are presented in Ringgit Malaysia ("RM"), which is the Group's and the Company's functional currency.

(d) Significant accounting estimates and judgements

The summary of accounting policies as described in Note 3 are essential to understand the Group's and the Company's results of operations, financial position, cash flows and other disclosures. Certain of these accounting policies require critical accounting estimates that involve complex and subjective judgements and the use of assumptions, some of which may be for matters that are inherently uncertain and susceptible to change. Directors exercise their judgement in the process of applying the Group's and the Company's accounting policies.

Estimates, assumptions concerning the future and judgements are made in the preparation of the financial statements. They affect the application of the Group's and of the Company's accounting policies and reported amounts of assets, liabilities, income and expenses, and disclosures made. Estimates and underlying assumptions are assessed on an on-going basis and are based on experience and relevant factors, including expectations of future events that are believed to be reasonable under the circumstances. The actual results may differ from the judgements, estimates and assumptions made by management, and will seldom equal the estimated results.

2. BASIS OF PREPARATION (cont'd)

(d) Significant accounting estimates and judgements (cont'd)

The key assumptions concerning the future and other key sources of estimation or 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 financial period are set out below.

(i) Impairment of goodwill

The Group is required to perform an annual impairment test and at other times when such indicators exist of the cash-generating units ("CGUs") or groups of CGUs to which goodwill has been allocated. The Group estimates the recoverable amounts of its CGUs or group of CGUs to which goodwill is allocated based on the higher of an asset's fair value less costs to sell and value-in-use.

This requires management to estimate the expected future cash flows of the CGUs and to apply a suitable discount rate in order to determine the present value of those cash flows. The future cash flows are most sensitive to budgeted gross margins, growth rates estimated, expected operating costs and discount rate used. If the expectation is different from the estimation, such difference will impact the carrying value of goodwill.

(ii) Impairment of financial assets, receivables and contract assets

The Group and the Company assess on a forward-looking basis the expected credit loss associated with its debt instruments carried at amortised cost. The impairment methodology applied as disclosed in Note 3(o)(i) depends on whether there has been a significant increase in credit risk.

For trade receivables and contract assets, the Group applies the simplified approach permitted by MFRS 9, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

For other receivables and amount due from an associate, the Group and the Company apply the approach permitted by MFRS 9, which requires the Group and the Company to measure the allowance for impairment loss for that financial asset at an amount based on the probability of default occurring within the next 12 months considering the loss given default of that financial asset.

For amounts due from subsidiaries, the Company applies the approach permitted by MFRS 9, which requires the Company to measure the allowance for impairment loss for that financial asset at an amount based on the probability of default occurring within the next 12 months considering the loss given default of that financial asset.

(iii) Carrying value of investment in subsidiaries

Investment in subsidiaries are reviewed for impairment whenever events or changes in circumstances indicate that the carrying value may not be recoverable or an impairment loss recognised in prior periods no longer exist or may be decreased.

Significant judgement is required in the estimation of the present value of future cash flows generated by the subsidiaries, which involves uncertainties and are significantly affected by assumptions and judgements made regarding estimates of future cash flows and discount rates. Changes in assumptions could significantly affect the carrying value of investment in subsidiaries.

NOTES TO THE FINANCIAL STATEMENTS
- 31 MARCH 2023

3. SIGNIFICANT ACCOUNTING POLICIES

The accounting policies set out below have been applied consistently to the periods presented in these financial statements, unless otherwise stated.

(a) Basis of consolidation

Consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at the reporting date. The financial statements of the subsidiaries used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied for like transactions and events in similar circumstances. The Company controls an investee if and only if the Company has all the following:

(i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant power activities of the investee);
(ii) Exposure, or rights, to variable returns from its investment with the investee; and
(iii) The ability to use its power over the investee to affect its returns.

When the Company has less than a majority of the voting rights of an investee, the Company considers the following in assessing whether or not the Company's voting rights in an investee are sufficient to give it power over the investee:

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

Subsidiaries are consolidated when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary.

When control ceases, the disposal proceeds and the fair value of any retained investment are compared to the Group's share of the net assets disposed. The difference together with the carrying amount of allocated goodwill and the exchange reserve that relate to the subsidiary is recognised as gain or loss on disposal.

Business combination

Acquisitions of subsidiaries are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interest in the acquiree. The Group elects on a transaction-by-transaction basis whether to measure the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Transaction cost incurred are expensed and included in the profit or loss.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Subsequent changes in the fair value of the contingent consideration which is deemed to be an asset or liability, will be recognised in accordance with MFRS 9 either in the profit or loss or a change to other comprehensive income. If the contingent consideration is classified as equity, it will not be remeasured. Subsequent settlement is accounted for within equity. In instances where the contingent consideration does not fall within the scope of MFRS 9, it is measured in accordance with the appropriate MFRS.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(a) Basis of consolidation (cont'd)

Business combination (cont'd)

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the acquisition date fair value of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through profit or loss.

Goodwill is initially measured at cost, being excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than fair value of the net assets of the subsidiary acquired, the difference is recognised in the profit or loss.

After initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash-generating unit retained.

Non-controlling interests

Non-controlling interests represent the equity in subsidiaries not attributable directly or indirectly, to Owners of the Company, and is presented separately in the consolidated profit or loss and within equity in the consolidated of financial position, separately from equity attributable to Owners of the Company. Non-controlling interest is initially measured at acquisition-date share of net assets other than goodwill as of the acquisition date and is subsequently adjusted for the changes in the net assets of the subsidiary after the acquisition date.

Changes in the Company's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. In such circumstances, the carrying amounts of the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests is adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to Owners of the Company.

Losses within a subsidiary are attributed to the non-controlling interests even if that results in a deficit balance.

Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intra-group transactions between subsidiaries in the Group, are eliminated in preparing the consolidated financial statements.

Unrealised gains arising from transactions with equity-accounted associates are eliminated against the investment to the extent of the Group's interest in the investees. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

Subsidiaries

In the Company's separate financial statements, investment in subsidiaries are accounted for at cost less impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts is included in the profit or loss.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(a) Basis of consolidation (cont'd)

Associates

Associates are entities, in which the Group has significant influence, but not control, over the financial and operating policies.

Investments in associates are accounted for in the consolidated financial statements using the equity method less any impairment losses. The cost of the investment includes transaction costs. The consolidated financial statements include the Group's share of the profit or loss and other comprehensive income of the associates, after adjustments if any, to align the accounting policies with those of the Group, from the date that significant influence commences until the date that significant influence ceases.

When the Group's share of losses exceeds its interest in an associate, the carrying amount of that interest including any long-term investments is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation to fund the associate's operations or has made payments on behalf of the associate.

When the Group ceases to have significant influence over an associate, any retained interest in the former associate at the date when significant influence is lost is measured at fair value and this amount is regarded as the initial carrying amount of a financial asset. The difference between the fair value of any retained interest plus proceeds from the interest disposed of and the carrying amount of the investment at the date when equity method is discontinued is recognised in the profit or loss.

When the Group's interest in an associate decrease but does not result in a loss of significant influence, any retained interest is not re-measured. Any gain or loss arising from the decrease in interest is recognised in the profit or loss. Any gains or losses previously recognised in other comprehensive income are also reclassified proportionately to profit or loss.

Investments in associates are measured in the Company's statement of financial position at cost less any impairment losses. The cost of investment includes transaction costs.

(b) Foreign currency transactions

In preparing the financial statements of the Group, transactions in currencies other than the Group's functional currency (foreign currencies) are recorded in Ringgit Malaysia using the exchange rates prevailing at the dates of the transactions. Monetary items denominated in foreign currencies at the reporting date are translated to the functional currencies at the exchange rates on the reporting date. Non-monetary items denominated in foreign currencies are not retranslated at 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.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in the profit or loss for the period except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operation.

(c) Revenue and other income recognition

Revenue is recognised when or as a performance obligation in the contract with customer is satisfied, i.e. when the "control" of the goods or services underlying the particular performance obligation is transferred to the customer.

A performance obligation is a promise to transfer a distinct good or services (or a series of distinct goods or services that are substantially the same and that have the same pattern of transfer) to the customer that is explicitly stated in the contract and implied in the Group's customary business practices.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(c) Revenue and other income recognition (cont'd)

Revenue is measured at the amount of consideration to which the Group expects to be entitled in exchange for transferring the promised goods or services to the customers, excluding amounts collected on behalf of third parties such as sales taxes or goods and services taxes. If the amount of consideration varies due to discounts, rebates, refunds, credits, incentives, penalties or other similar items, the Group estimates the amount of consideration to which it will be entitled based on the expected value or the most likely outcome. If the contract with customer contains more than one performance obligation, the amount of consideration is allocated to each performance obligation based on the relative stand-alone selling prices of the goods or services promised in the contract.

The revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

The control of the promised goods or services may be transferred over time or at a point in time. The control over the goods or services is transferred over time and revenue is recognised over time if:

- The customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- The Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- The Group does not create an asset with an alternative use and the Group has an enforceable right to payment for performance completed to date.

Revenue for performance obligation that is not satisfied over time is recognised at the point in time at which the customer obtains control of the promised goods or services.

Sales of goods

Revenue from the sales of goods is recognised upon delivery of goods where the control of the goods has been passed to the customers, or performance of services, net of sales and services taxes and discounts.

Service contracts

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

Other income earned by the Group and the Company are recognised on the following basis:

Rental income

Rental income from property is recognised on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income over the term of the lease.

Interest income

Interest income is recognised on an accrual basis using the effective interest method.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(d) Employee benefits

Short-term employee benefits

Wages, salaries, overtime, allowances, social security contributions and bonuses are recognised as an expense in the period/year in which the associated services are rendered by employees of the Group and of the Company. Short-term accumulating compensated absences such as paid annual leaves are recognised when services are rendered by employees that increase their entitlement to future compensated absences, and short-term non-accumulating compensated absences such as sick leave are recognised when absences occur.

The expected cost of accumulating compensated absences is measured as additional amount expected to be paid as a result of the unused entitlement that has accumulated at the end of the reporting period.

Defined contribution plan

As required by law, companies in Malaysia make contributions to the state pension scheme, the Employees Provident Fund ("EPF"). Such contributions are recognised as an expense as incurred. Once the contributions have been paid, the Group and the Company have no further payment obligations.

(e) Borrowing costs

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in the profit or loss using the effective interest method.

(f) Income tax

Current tax

Tax expense represents the aggregate amount of current and deferred tax. Current tax is the expected amount payable in respect of taxable income for the financial period/year, using tax rates enacted or substantively enacted by the reporting date, and any adjustments recognised for prior years' tax. When an item is recognised outside profit or loss, the related tax effect is recognised either in other comprehensive income or directly in equity.

Deferred tax

Deferred tax is recognised using the liability method, on all temporary differences between the tax base of assets and liabilities and their carrying amounts in the financial statements. Deferred tax is not recognised if the temporary difference arises from the initial recognition of an asset or liability in a transaction, which is not a business combination and at the time of the transaction, affects neither accounting nor taxable profit or loss. Deferred tax is measured at the tax rates that are expected to apply in the period in which the assets are realised or the liabilities are settled, based on tax rates and tax laws that have been enacted or substantively enacted by the reporting date.

Deferred tax assets are recognised only to the extent that there are sufficient taxable temporary differences relating to the same taxable entity and the same taxation authority to offset or when it is probable that future taxable profits will be available against which the assets can be utilised.

Deferred tax assets are reviewed at each reporting date and are reduced to the extent that it is no longer probable that the related tax benefits will be realised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will be available for the assets to be utilised.

Deferred tax assets relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transactions either in other comprehensive income or directly in equity and deferred tax arising from business combination is adjusted against goodwill on acquisition or the amount of any excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the acquisition cost.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(g) Leases

As a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date. The right-of-use asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to dismantle and remove the underlying asset or to restore the underlying asset or site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of the right-of-use assets are as follows:

Lease of premises	Over the lease period of 3 years
Motor vehicles	5 years

If right-of-use asset relates to a class of property, plant and equipment to which the lessee applies the revaluation model in MFRS 116, a lessee may elect to apply that revaluation model to all of the right-of-use assets that relate to that class of property, plant and equipment.

The right-of-use assets and lease liabilities are presented as a separate line in the statements of financial position.

In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability. The Group applies MFRS 136 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in Note 3(o)(ii).

The lease liability is initially measured at the present value of future lease payments at the commencement date, discounted using the Group's incremental borrowing rates. Lease payments included in the measurement of the lease liability include fixed payments, any variable lease payments, amount expected to be payable under a residual value guarantee, and exercise price under an extension option that the Group is reasonably certain to exercise.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in rate, or if the Group changes its assessment of whether it will exercise an extension or termination option.

Lease payments associated with short-term leases and leases of low value assets are recognised on a straight-line basis as an expense in the profit or loss. Short-term leases are leases with a lease term of 12 months or less.

As a lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

To classify each lease, the Group makes an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease.

The Group recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of "other income".

(h) Earnings per share

Basic earnings per share ("EPS") is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period/year.

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding during the financial period/year, adjusted for the effects of all dilutive potential ordinary shares, which comprise free warrants granted to shareholders.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(i) Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses.

(i) Recognition and measurement

Cost includes expenditures that are directly attributable to the acquisition of the assets and any other costs directly attributable to bringing the asset to working condition for its intended use, cost of replacing component parts of the assets, and the present value of the expected cost for the decommissioning of the assets after their use. The cost of self-constructed assets also includes the cost of materials and direct labour. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs. All other repair and maintenance costs are recognised in the profit or loss as incurred.

When significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Property, plant and equipment are derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in the profit or loss.

(ii) Subsequent costs

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group or the Company and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in the profit or loss as incurred.

(iii) Depreciation

Depreciation is based on the cost of an asset less its residual value. Significant components of individual assets are assessed, and if a component has a useful life that is different from the remainder of that asset, then that component is depreciated separately.

Depreciation is recognised in the profit or loss on straight line basis over its estimated useful lives of each component of an item of property, plant and equipment at the following annual rates:

Freehold building	2%
Freehold office units	5%
Office equipment, furniture and fittings, computers and renovation	10% – 20%
Motor vehicles	20%
Machinery and equipment	10%

Freehold land has an indefinite useful life and therefore is not depreciated.

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

Fully depreciated property, plant and equipment are retained in the financial statements until they are no longer in use and no further charge for depreciation is made in respect of these property, plant and equipment.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(j) Intangible assets

Goodwill

Goodwill acquired in a business combination represents the difference between the purchase consideration and the Group's interest in the net fair value of the identifiable assets, liabilities and contingent liabilities in the subsidiaries at the date of acquisition.

Goodwill is allocated to cash-generating units and is measured at cost less accumulated impairment losses, if any. Impairment test is performed annually. Goodwill is also tested for impairment when indication of impairment exists. Impairment losses recognised are not reversed in subsequent periods.

Upon the disposal of investment in the subsidiary, the related goodwill will be included in the computation of gain or loss on disposal of investment in subsidiary in the profit or loss.

Development costs

Expenditure on research activities is recognised as an expense in the period in which it is incurred.

Expenditure on the development activities is also recognised as an expense in the period incurred except when the expenditure meets the following criteria where it will be capitalised as intangible assets:

(i) the product or process is clearly defined and costs are separately identified and can be measured reliably;
(ii) the technical feasibility of the product is demonstrated;
(iii) the product or process will be sold or used in-house;
(iv) the assets will generate future economic benefits (e.g. potential market exists for the product or its usefulness, in case of internal use, is demonstrated); and
(v) adequate technical, financial and other resources required for completion of the project are available.

Development costs initially recognised as an expense are not recognised as an asset in subsequent period.

Capitalised development expenditure is measured at cost less accumulated amortisation and accumulated impairment losses.

Intellectual property rights

Intellectual property rights are recognised as intangible asset if it is probable that the future economic benefits that are attributable to such asset will flow to the Group and the costs of such asset can be measured reliably.

Intellectual property rights acquired for the use of certain brand names and trademarks are stated at cost less accumulated amortisation and impairment losses, if any.

The intellectual property rights are assessed for impairment whenever there is an indication that the intangible asset may be impaired.

Subsequent expenditure

Subsequent expenditure is capitalised only when it increases the future economic benefits embodied in the specific asset to which it relates. All other expenditure is recognised in the profit or loss as incurred.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(j) Intangible assets (cont'd)

Amortisation

Amortisation is calculated based on the cost of an asset less its residual value.

Amortisation is recognised in the profit or loss on a straight-line basis over the estimated useful lives of intangible assets from the date that they are available for use.

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

Development costs	5 – 15 years
Intellectual property	20 years

Amortisation methods, useful lives and residual values are reviewed at the end of each reporting period and adjusted, if appropriate.

Intangible assets with indefinite useful lives and intangible assets not yet available for use are not amortised but are tested for impairment annually and whenever there is an indication that they may be impaired.

(k) Inventories

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

The cost of inventories is measured based on first-in, first-out ("FIFO") cost formula, and includes expenditure incurred in acquiring the inventories and others costs incurred in bringing them to their existing location and condition.

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

(l) Contract assets and liabilities

Contract assets and liabilities in services contract represent the timing differences in revenue recognition and the milestone billings. The milestone billings are structured and/or negotiated with customers to reflect physical completion of the contracts.

Contract assets are transferred to receivables when the rights to economic benefits become unconditional. This usually occurs when the Group issues billing to the customer. Contract assets are recognised as revenue when performance obligations are satisfied.

When there is objective evidence of impairment, the amount of impairment losses is determined by comparing the contract asset's carrying amount and the present value of estimated future cash flows to be generated by the contract asset.

Contract liabilities are the obligation to transfer goods or services to customers for which the Group has received the consideration or has billed the customer. In the case of services contract, contract liabilities are the excess of the billings to-date over the cumulative revenue earned. Contract liabilities include down payments received from customers and other deferred income where the Group has billed or has collected the payment before the goods are delivered or services are provided to the customers.

(m) Cash and cash equivalents

Cash and cash equivalents consist of cash on hand and bank balances, fixed deposits placed with licensed banks and short-term money market deposits that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value. For the purpose of the statements of cash flows, cash and cash equivalents are presented net of bank overdrafts and pledged deposits, if any.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(n) Financial instruments

(i) Initial recognition and measurement

A financial asset or a financial liability is recognised in the statements of financial position when, and only when, the Group or the Company becomes a party to the contractual provisions of the instrument.

A financial asset (unless it is a trade receivable without significant financing component) or a financial liability is initially measured at fair value plus or minus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issuance. A trade receivable without a significant financing component is initially measured at the transaction price.

An embedded derivative is recognised separately from the host contract where the host contract is not a financial asset, and accounted for separately if, and only if, the derivative is not closely related to the economic characteristics and risks of the host contract and the host contract is not measured at fair value through profit or loss. The host contract, in the event an embedded derivative is recognised separately, is accounted for in accordance with policy applicable to the nature of the host contract.

(ii) Financial instrument categories and subsequent measurement

The Group and the Company categorise financial instruments as follows:

Financial assets

Categories of financial assets are determined on initial recognition and are not reclassified subsequent to their initial recognition unless the Group or the Company changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change of the business model.

(a) Amortised cost

Amortised cost category comprises financial assets that are held within a business model whose objective is to hold assets to collect contractual cash flows and its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The financial assets are not designated as fair value through profit or loss. Subsequent to initial recognition, these financial assets are measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses.

Interest income, foreign exchange gains and losses and impairment are recognised in the profit or loss. Any gain or loss on derecognition is recognised in the profit or loss.

Interest income is recognised by applying effective interest rate to the gross carrying amount except for credit impaired financial assets (see note 3(o)(i)) where the effective interest rate is applied to the amortised cost.

(b) Financial assets at fair value through profit or loss ("FVTPL")

All the financial assets not measured at amortised cost or fair value through other comprehensive income as described above are measured at FVTPL. This includes derivative financial assets (except for a derivative that is designated and effective hedging instrument). On initial recognition, the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at fair value through other comprehensive income as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets categorised at FVTPL are subsequently measured at their fair value. Net gains or losses, including any interest or dividend income, are recognised in the profit or loss.

All the financial assets, except for those measured at FVTPL are subject to impairment assessment under Note 3(o)(i).

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(n) Financial instruments (cont'd)

(ii) Financial instrument categories and subsequent measurement (cont'd)

Financial liabilities

Amortised cost

Other financial liabilities not categorised as fair value through profit or loss are subsequently measured at amortised cost using the effective interest method.

Interest expense and foreign exchange gains and losses are recognised in the profit or loss. Any gains or losses on derecognition are also recognised in the profit or loss.

(iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount presented in the statements of financial position when, and only when, the Group or the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and liability simultaneously.

(iv) Regular way purchase or sale of financial assets

A regular way purchase or sale is a purchase or sale of a financial asset under a contract whose terms require delivery of the asset within the time frame established generally by regulation or convention in the market place concerned.

A regular way purchase or sale of financial assets is recognised and derecognised, as applicable, using trade date accounting. Trade date accounting refers to:

(a) the recognition of an asset to be received and the liability to pay for it on the trade date; and

(b) derecognition of an asset that is sold, recognition of any gain or loss on disposal and the recognition of a receivable from the buyer for payment on the trade date.

(v) Derecognition

A financial asset or part of it is derecognised when, and only when the contractual rights to the cash flows from the financial asset expire or control of the asset is not retained or substantially all of the risk and rewards of ownership of the financial assets are transferred to another party. On derecognition of a financial asset, the difference between the carrying amount and the sum of the consideration received (including any new asset obtained less any new liability assumed) and any cumulative gain or loss that had been recognised in equity is recognised in the profit or loss.

A financial liability or a part of it is derecognised when, and only when, the obligation specified in the contract is discharged or cancelled or expires. On derecognition of a financial liability, the difference between the carrying amount of the financial liability extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in the profit or loss.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(o) Impairment

(i) Financial assets

The Group and the Company recognise loss allowances for expected credit losses ("ECLs") on financial assets measured at amortised cost and contract assets. Expected credit losses are a probability-weighted estimate of credit losses.

Loss allowances of the Group and of the Company are measured on either of the following basis:

(i) 12-month ECLs – represents the ECLs that result from default events that are possible within the 12 months after the reporting date (or for a shorter period if the expected life of the instrument is less than 12 months); or

(ii) Lifetime ECLs – represents the ECLs that will result from all possible default events over the expected life of a financial instrument or contract assets.

The impairment methodology applied depends on whether there has been a significant increase in credit risk.

Simplified approach - trade receivables and contract assets

The Group applies the simplified approach to provide ECLs for all trade receivables and contract assets as permitted by MFRS 9. The simplified approach required expected lifetime losses to be recognised from initial recognition of the receivables. The expected credit losses on these financial assets are estimated using a provision matrix based on the Group's historical credit loss experience, adjusted for factors that are specific to the debtors, general economic conditions and an assessment of both the current as well as the forecast direction of conditions at the reporting date, including time value of money where applicable.

General approach - other financial instruments

The Group and the Company apply the general approach to provide for ECLs on all other financial instruments, which requires the loss allowance to be measured at an amount equal to 12-month ECLs at initial recognition.

At each reporting date, the Group and the Company assess whether the credit risk of a financial instrument has increased significantly since initial recognition. When credit risk has increased significantly since initial recognition, loss allowance is measured at an amount equal to lifetime ECLs. In assessing whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECLs, the Group and the Company consider reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's and the Company's historical experience and informed credit assessment and including forward looking information, where available.

If credit risk has not increased significantly since initial recognition or if the credit quality of the financial instruments improves such that there is no longer a significant increase in credit risk since initial recognition, loss allowance is measured at an amount equal to 12-month ECLs.

The Group and the Company consider the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that a financial asset to be in default when:

- The borrower is unlikely to pay its credit obligations to the Group and the Company in full, without recourse by the Group and the Company to actions such as realising security (if any is held); or
- The financial asset is aged more than 365 days, depending on customer profiles.

The maximum period considered when estimating ECLs is the maximum contractual period over which the Group and the Company are exposed to credit risk.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(o) Impairment (cont'd)

(i) Financial assets (cont'd)

Credit impaired financial assets

At each reporting date, the Group and the Company assess whether financial assets carried at amortised cost is credit impaired. A financial asset is credit impaired when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

Evidence that a financial asset is credit impaired includes the observable data about the following events:

- Significant financial difficulty of the borrower or issuer;
- A breach of contract such as a default or significant past due event;
- The lender of the borrower, for economic or contractual reasons relating to the borrower's financial difficulty, having granted to the borrower a concession that the lender would not otherwise consider (e.g. the restructuring of a loan or advance by the Group and the Company on terms that the Group and the Company would not consider otherwise);
- It is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; or
- The disappearance of an active market for security because of financial difficulties.

Write-off policy

The gross carrying amount of a financial asset is written off (either partially or full) to the extent that 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. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's or the Company's procedures for recovery of amounts due. Any recoveries made are recognised in the profit or loss.

(ii) Non-financial assets

The carrying amounts of non-financial assets (except for inventories and deferred tax assets) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists then the asset's recoverable amount is estimated.

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount. Impairment losses are recognised immediately in the profit or loss, unless the asset is carried at a revalued amount, in which such impairment loss is recognised directly against any revaluation surplus for the asset to the extent that the impairment loss does not exceed the amount in the revaluation surplus for that same asset. A cash-generating unit is the smallest identifiable asset group that generates cash flows that largely are independent from other assets and groups.

The recoverable amount of an asset or cash-generating units is the greater of its value-in-use and its fair value less costs to sell. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Except for goodwill, assets that were previously impaired are reviewed for possible reversal of the impairment at the end of each reporting period. Any subsequent increase in recoverable amount is recognised in the profit or loss unless it reverses an impairment loss on a revalued asset in which case it is taken to revaluation reserve. Reversal of impairment loss is restricted by the carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years.

An impairment loss recognised for goodwill is not reversed.

An impairment loss is recognised for the amount by which the carrying amount of the subsidiary or associate exceeds its recoverable amount. The recoverable amount is the higher of an asset's fair value less costs to sell and present value of the estimated future cash flows expected to be derived from the investment including the proceeds from its disposal. Any subsequent increase in recoverable amount is recognised in the profit or loss.

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(p) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group and of the Company after deducting all of their liabilities. Ordinary shares are equity instruments.

Ordinary shares

Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transaction costs. Dividends on ordinary shares are recognised in equity in the period/year in which they are declared.

Issuance expenses

Costs directly attributable to the issuance of instruments classified as equity are recognised as a deduction from equity.

(q) Warrants reserves

Amount allocated in relation to the issuance of free warrants are credited to a warrants reserve which is non-distributable. Warrants reserve is transferred to the share capital account upon the exercise of warrants and the warrants reserve in relation to the unexercised warrants at the expiry of the warrants period will be transferred to retained earnings.

(r) Provisions

A provision is recognised if, as a result of a past event, the Group or the Company has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as finance cost.

Provisions are reviewed at each end of the reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Any reimbursement that the Group or the Company can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision. The expense relating to any provision is presented in the statements of comprehensive income net of any reimbursement.

(s) Operating segments

Operating segments are defined as components of the Group that:

(a) engage in business activities from which it could earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the Group);

(b) whose operating results are regularly reviewed by the chief operating decision maker of the Group in making decisions about resources to be allocated to the segment and assessing its performance; and

(c) for which discrete financial information is available.

The Group reports separately information about each operating segment that meets any of the following quantitative thresholds:

(a) its reported revenue, including both sales to external customers and intersegment sales or transfers, is 10% or more of the combined revenue, internal and external, of all operating segments.

NOTES TO THE FINANCIAL STATEMENTS
- 31 MARCH 2023

3. SIGNIFICANT ACCOUNTING POLICIES (cont'd)

(s) Operating segments (cont'd)

The Group reports separately information about each operating segment that meets any of the following quantitative thresholds: (cont'd)

(b) the absolute amount of its reported profit or loss is 10% or more of the greater, in absolute amount of:

(i) the combined reported profit of all operating segments that did not report a loss; and
(ii) the combined reported loss of all operating segments that reported a loss.

(c) Its assets are 10% or more of the combined segments that reported a loss.

Operating segments that do not meet any of the quantitative thresholds may be considered reportable, and separately disclosed, if the management believes that information about the segment would be useful to users of the financial statements.

Total external revenue reported by operating segments shall constitute at least 75% of the revenue of the Group. Operating segments identified as reportable segments in the current financial period/year in accordance with the quantitative thresholds would result in a restatement of prior period segment date for comparative purposes.

(t) Contingencies

(i) Contingent liabilities

Where it is not probable that an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the obligation is not recognised in the statements of financial position and is disclosed as a contingent liability, unless the probability of outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent liabilities unless the probability of outflow of economic benefits is remote.

(ii) Contingent assets

Where it is not probable that there is an inflow of economic benefits, or the amount cannot be estimated reliably, the asset is not recognised in the statements of financial position and is disclosed as a contingent asset, unless the probability of inflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent assets unless the probability of inflow of economic benefits is remote.

(u) Fair value measurements

Fair value of an asset or a liability, except for share-based payment and lease transactions, is determined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market or in the absence of a principal market, in the most advantageous market.

For non-financial asset, the fair value measurement takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

When measuring the fair value of an asset or a liability, the Group and the Company use observable market data as far as possible. Fair values are categorised into different levels in a fair value hierarchy based on the input used in the valuation technique as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group and the Company can access at the measurement date.

Level 2: Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: Unobservable inputs for the asset or liability.

The Group and the Company recognise transfers between levels of the fair value hierarchy as of the date of the event or change in circumstances that caused the transfers.

4. REVENUE

	Note	Group 01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM
Information and communications technologies ("ICT") services	(i)	16,054,014	9,431,793
Software solutions	(i)	9,074,522	2,666,211
Radio frequency identification ("RFID"), surveillance solutions and building automation system	(ii)	22,813,883	12,427,620
Food and beverage (''F&B") distribution	(iii)	39,232,275	20,513,362
		87,174,694	45,038,986
Timing of revenue recognition:			
- Point in time		46,897,797	24,717,786
- Over time		40,276,897	20,321,200
		87,174,694	45,038,986

(i) ICT services and software solutions

Software installation, commissioning, post-contract support and maintenance services

(a) Software installation and commissioning

Software solutions offered by the Group to its customers generally involve two phases which are installation and commissioning respectively. These integrated services include implementation, data conversion, software design or development, testing and go-live process. Such integrated services are explicitly stated in the contract with customers. The billing method by the Group is in the form of milestone billing which represents the work completed with reference to stages which are stipulated in the contract.

(b) Post-contract support and maintenance services ("PCSM")

The Group offers PCSM which is an after-sales element included in the contract with customers on the software solutions. This represents the right of customers to receive services or unspecified product upgrades/ enhancements, or both. Generally, these services include upgrade support and correction of errors (i.e. bug fixes or debugging), as well as unspecified upgrades or enhancements towards software previously installed. The period and duration of PCSM provided is dependent on the terms stipulated in the respective contract.

Performance obligation ("PO")

The Group entered into separate fixed-price contracts with respective customers and such obligations are distinct and are able to be performed separately and tailored to respective needs of different customers. Based on individual contracts with customers which comprised of two POs, software installation, commissioning and PCSM are capable of being distinct and separately identifiable.

Software installation and commission will be considered as a single PO as these two services are integrated and interdependent with the stages agreed in the contract and the customers are unable to use the software if one of the mentioned nature of work is incomplete. The reason of PCSM being distinct is due to software installed remain functional without the needs of PCSM. Accordingly, the Group allocates the transaction price based on relative stand-alone selling price of each PO.

4. REVENUE (cont'd)

(i) ICT services and software solutions (cont'd)

Timing of recognition

For the software installation and commission, the PO is satisfied over time upon completion of services based on the milestone achievement. The completion of installation and commision of software has generally no alternative use for the Group as the software is customised according to the customer's needs and specifications. The Group has an enforceable right to payment for the stages of services performed by reference to the milestone of the contract agreed mutually. Therefore, revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that agreed performance obligation mentioned in the contract.

For PCSM, customers simultaneously consumed and received the benefits provided by the Group on the service rendered and revenue is recognised over time. The Group has an enforceable right to payment for the services provided completed over the contract period.

(ii) RFID, surveillance solutions and building automation system

	Note	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM
RFID integrated products	(a)	1,002,627	576,019
Surveillance solutions	(b)	21,098,018	11,182,694
Building automation system	(c)	713,238	668,907
		22,813,883	12,427,620

(a) RFID integrated products

The Group carried out the business of assembly and distribution of RFID readers and entered into contracts with customers in respect of mechanical and electrical ("M&E") work which covers scope of works such as supply, on-site installation, termination of cable, testing, commissioning of the proximity card access security system.

Performance obligation ("PO")

Assembly and distribution of RFID readers and M&E construction works are considered as a single PO respectively.

Timing of recognition

Point in time

Revenue is recognised at point in time upon delivery.

Revenue from the assembly and distribution of RFID readers is recognised at point in time upon completion of delivery, installation and obtain customer acceptance of the RFID units.

Over time

Revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. M&E works is satisfied over time upon the customer simultaneously receives and consumes the benefits provided by the Company's performance.

The stage of completion method is determined by the proportion of costs incurred for work performed to-date in relation to the estimated total budget costs. The duration of the M&E works generally takes 12 months to complete.

4. REVENUE (cont'd)

(ii) RFID, surveillance solutions and building automation system (cont'd)

(b) Surveillance solutions

The Group provides security system services which includes the installation of closed-circuit television ("CCTV") system, security alarm system and access control system. In addition, the Group also entered into contracts with customer in respect of mechanical and electrical ("M&E") work which covers scope of works such as extra-low voltage ("ELV") services, mechanical ventilation services, fire protection services and etc.

Performance obligation ("PO")

Installation of security systems and M&E works relating to security system are considered as a single PO respectively.

Timing of recognition

Point in time

Revenue from the installation of security system is recognised at point in time upon installation process completed in customer site.

Over time

Revenue recognition for the M&E work is based on stage of completion method. M&E works is satisfied over time upon the customer simultaneously receives and consumes the benefits provided by the Company's performance.

The stage of completion method is determined by the proportion that costs incurred for work performed to-date in relation to the estimated total budget costs. The duration of the M&E works generally takes 50 months to complete.

(c) Building automation system

The Group entered into short-term contract with customer to provide services in respect of supply, installing, testing and commissioning the space temperature sensor, outdoor humidity sensor and etc. Revenue is recognised at point in time when service has been performed and customer acceptance has been obtained.

(iii) Food and beverage ("F&B") distribution

The Group also engaged in the business of selling and distributing canned foods, packet drinks, snacks and other food related products.

Performance obligation ("PO")

The contracts with customers are bundled and consist of obligations for the sale of goods and the delivery of the said goods. Contracts for bundled services are comprised of multiple POs and are capable of being distinct and separately identifiable. However, the management has assessed that the delivery obligation is primarily a value-added fulfilment service and is not considered to be a significant distinct PO. Accordingly, the contracts with the respective customers are considered as a single PO and is satisfied on point in time basis.

Timing of recognition

Revenue is recognised at a point in time when control over the goods have been transferred to the customer and obtain customer acceptance of the said goods. Revenue is recognised based on the price specified in the invoices, net of discounts, rebates and incentives where applicable.

4. REVENUE (cont'd)

Unsatisfied long-term contracts

The following table shows unsatisfied performance obligations resulting from software installation, commissioning, PCSM services, RFID, surveillance solutions and building automation system.

(i) Software installation, commissioning, post-contract support and maintenance services

	Group	
	01.10.2021 to 31.03.2023 RM	**01.10.2020 to 30.09.2021 RM**
Total contract revenue	49,167,953	53,243,041
Less: Cumulative revenue recognised		
- on-going projects	(31,060,377)	(11,682,067)
- completed projects	(11,393,690)	(23,128,529)
Aggregate amount of the transaction price allocated to software installation, commissioning, PCSM services revenue that are partially or fully unsatisfied as at reporting date	6,713,886	18,432,445

The remaining unsatisfied performance obligations are expected to be recognised as revenue within the next 12 to 24 months (30.09.2021: 12 to 24 months).

(ii) RFID, surveillance solutions and building automation system

	Group	
	01.10.2021 to 31.03.2023 RM	**01.10.2020 to 30.09.2021 RM**
Total contract revenue	34,666,300	66,768,661
Less: Terminated project	-	(31,587,680)
	34,666,300	35,180,981
Less: Cumulative revenue recognised		
- on-going projects	(23,024,433)	(8,336,075)
- completed projects	-	(514,680)
- terminated project	-	(1,365,068)
Aggregate amount of the transaction price allocated to RFID, surveillance solutions and building automation system services revenue that are partially or fully unsatisfied as at reporting date	11,641,867	24,965,158

The remaining unsatisfied performance obligations are expected to be recognised as revenue within the next 12 to 36 months (30.09.2021: 12 to 36 months).

The contract assets and liabilities related to contracts with customers are disclosed in Note 19.

5. LOSS BEFORE TAX

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

		Group		Company	
	Note	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM
Auditors' remuneration					
- statutory audit		273,000	187,000	95,000	65,000
- underprovision in prior year		500	-	-	-
- other services		5,000	5,000	5,000	5,000
Depreciation of property, plant and equipment	8	546,256	444,406	349,756	238,421
Depreciation of right-of-use assets	9	235,952	205,694	-	-
Employee benefit expenses	(a)	9,460,138	6,028,813	389,429	469,495
Directors' remuneration	(b)	3,251,717	1,823,139	655,100	376,468
Accretion of interest income on:					
- deferred trade receivable		-	(301,445)	-	-
- amount due from shareholders of a subsidiary		(284,228)	(350,226)	(284,228)	(350,226)
Impairment loss on:					
- goodwill	10	-	12,057,000	-	-
- investment in subsidiaries	11	-	-	-	12,476,000
- investment in an associate	12	-	-	11,510,800	-
- trade receivables	32	587,401	4,236,460	-	-
- other receivables	32	-	3,617,772	-	3,617,772
- property, plant and equipment	8	-	126,316	-	-
- amount due from an associate	32	3,566,025	-	3,566,025	-
Interest income		(153,950)	(173,291)	(42,484)	(37,104)
Interest expense on:					
- bank overdrafts		670,995	506,240	344,433	154,124
- term loans		65,724	61,219	65,724	61,219
- lease liabilities		22,043	15,174	-	-
Fair value loss on other investment	13	10,680,985	-	10,680,985	-
Loss/(gain) on foreign exchange:					
- realised		129,879	3,464	-	-
- unrealised		-	(32)	-	-
Reversal of impairment loss on:					
- investment in an associate	12	(33,732)	(358,470)	-	(3,140,000)
- investment in subsidiaries	11	-	-	(9,205,851)	-
- trade receivables	32	(311,164)	(200,289)	-	-
Lease of:					
- short-term leases		27,200	16,200	-	-
- low value assets		20,062	17,262	-	-
Rental income		(153,330)	(78,451)	(174,930)	(114,451)

5. LOSS BEFORE TAX (cont'd)

(a) The employee benefit expenses comprise:

	Group		Company	
	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM
Salaries, overtime, wages, allowances and bonus	7,207,160	4,880,479	277,154	401,717
Contributions to defined contribution plan	1,480,403	863,293	36,414	47,426
Social security contributions	134,093	84,560	1,705	2,767
Other benefits	638,482	200,481	74,156	17,585
	9,460,138	6,028,813	389,429	469,495

(b) The Directors' remuneration comprises:

	Group		Company	
	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM
Directors of the Company:				
Executive:				
Directors' fee	37,500	-	-	-
Salaries, bonuses and allowances	547,620	457,000	390,120	218,500
Contributions to defined contribution plan	96,893	54,840	68,393	26,220
Social security contributions	207	828	207	828
	682,220	512,668	458,720	245,548
Non-Executive:				
Directors' fee	196,380	130,920	196,380	130,920
	878,600	643,588	655,100	376,468
Directors of the subsidiaries:				
Executive:				
Salaries, bonuses and allowances	2,123,490	1,050,150	-	-
Contributions to defined contribution plan	243,918	126,018	-	-
Social security contributions	5,238	3,383	-	-
Other emolument	471	-	-	-
	2,373,117	1,179,551	-	-
Total	3,251,717	1,823,139	655,100	376,468
Analysis excluding benefits-in-kind:				
Total executive Directors' remuneration	3,055,337	1,692,219	458,720	245,548
Total non-executive Directors' remuneration	196,380	130,920	196,380	130,920
	3,251,717	1,823,139	655,100	376,468

5. LOSS BEFORE TAX (cont'd)

(b) The Directors' remuneration comprises: (cont'd)

The number of Directors of the Company whose total remuneration during the financial period/year fell within the following bands is analysed below:

	Number of Directors	
	01.10.2021 to 31.03.2023	01.10.2020 to 30.09.2021
Executive Directors:		
RM200,001 - RM250,000	-	1
RM250,001 - RM300,000	1	1
RM450,001 - RM500,000	1	-
Non-Executive Directors:		
Below RM50,000	-	3
RM50,000 - RM100,000	3	-

6. TAX EXPENSE

	Group		Company	
	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM
Income tax:				
- Current period/year	3,159,242	1,432,544	-	-
- Underprovision in prior year	77,650	132,702	3,198	-
	3,236,892	1,565,246	3,198	-
Deferred tax (Note 15):				
- (Reversal)/Origination of temporary differences	(8,851)	2,304	-	-
- Overprovision in prior year	(8,419)	(86,570)	-	-
	(17,270)	(84,266)	-	-
Tax expense for the financial period/year	3,219,622	1,480,980	3,198	-

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (30.09.2021: 24%) of the estimated assessable results for the financial period/year.

6. TAX EXPENSE (cont'd)

The reconciliation of the tax amount at statutory income tax rate to the Group's and to the Company's tax expense is as follows:

	Group		Company	
	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM
Loss before tax	(13,719,940)	(12,624,710)	(19,332,959)	(14,792,427)
Tax at the Malaysian statutory income tax rate of 24% (30.09.2021: 24%)	(3,292,786)	(3,029,930)	(4,639,910)	(3,550,182)
Tax effect on share of results of associate	2,770,688	(667,567)	-	-
Income not subject to tax	(68,215)	(307,305)	(2,277,619)	(837,654)
Expenses not deductible for tax purposes	4,275,449	4,504,133	6,917,529	4,387,836
Utilisation of previously unrecognised deferred tax assets	(534,745)	-	-	-
Deferred tax assets not recognised	-	935,517	-	-
Under/(Over) provision in prior year:				
- income tax	77,650	132,702	3,198	-
- deferred tax	(8,419)	(86,570)	-	-
Tax expense for the financial period/year	3,219,622	1,480,980	3,198	-

The Group has the following estimated unutilised tax losses and unabsorbed capital allowances respectively, available for set-off against future taxable profit as follows:

	Group	
	31.03.2023 RM	Restated 30.09.2021 RM
Unutilised tax losses	24,005,711	26,403,380
Unabsorbed capital allowances	523,368	590,651
	24,529,079	26,994,031

The comparative figures have been restated to reflect the actual unutilised tax losses and unabsorbed capital allowances carried forward.

The availability of the unutilised tax losses will be subject to Inland Revenue Board discretion and approval to offset against future taxable profit. The unutilised tax losses will be allowed to be carried forward for 10 consecutive years of assessment ("YA") deemed to be effective from YA 2019.

7. LOSS PER ORDINARY SHARE

(a) Basic

Basic loss per ordinary share for the financial period/year is calculated by dividing loss after tax attributable to Owners of the Company by the weighted average number of ordinary shares in issue during the financial period/year.

	Group	
	01.10.2021 to 31.03.2023	01.10.2020 to 30.09.2021
Basic loss per share:		
Loss after tax attributable to Owners of the Company (RM)	(17,284,538)	(14,566,583)
Weighted average number of ordinary shares:		
Number of ordinary shares at beginning of the period/year (unit)	5,072,360,564	5,072,360,564
Effect of new ordinary shares issued (unit)	1,209,137,697	-
Effect of exercise of warrants (unit)	8,959	-
Weighted average number of ordinary shares	6,281,507,220	5,072,360,564
Basic loss per share (sen)	(0.28)	(0.29)

(b) Diluted

Diluted loss per share is not presented as there were no potential dilutive ordinary shares outstanding during the financial period as the average market price of the ordinary share was lower than the exercise price of the unexpired warrants as disclosed in Note 23(c).

8. PROPERTY, PLANT AND EQUIPMENT

	Freehold land and building RM	Freehold office units RM	Office equipment RM	Furniture and fittings RM	Computers RM	Renovation RM	Motor vehicles RM	Machinery and equipment RM	Total RM
Group									
31.03.2023									
Cost									
At 1 October 2021	2,876,437	4,608,783	341,401	247,054	2,401,415	546,349	2,213,199	172,389	13,407,027
Additions	-	-	8,596	195	72,348	-	-	4,644	85,783
At 31 March 2023	2,876,437	4,608,783	349,997	247,249	2,473,763	546,349	2,213,199	177,033	13,492,810
Accumulated Depreciation									
At 1 October 2021	507,933	1,491,089	298,268	179,841	2,247,408	532,585	2,204,273	149,163	7,610,560
Charge for the financial period	99,701	345,658	4,690	7,449	67,190	5,139	8,926	7,503	546,256
At 31 March 2023	607,634	1,836,747	302,958	187,290	2,314,598	537,724	2,213,199	156,666	8,156,816
Accumulated Impairment Loss									
At 1 October 2021/ 31 March 2023	-	-	25,430	59,934	35,181	5,771	-	-	126,316
Net Carrying Amount									
At 31 March 2023	2,268,803	2,772,036	21,609	25	123,984	2,854	-	20,367	5,209,678

8. PROPERTY, PLANT AND EQUIPMENT (cont'd)

	Freehold land and building RM	Freehold office units RM	Office equipment RM	Furniture and fittings RM	Computers RM	Renovation RM	Motor vehicles RM	Machinery and equipment RM	Total RM
Group									
30.09.2021									
Cost									
At 1 October 2020	2,876,437	4,608,783	336,343	247,054	2,309,271	546,349	2,213,199	171,491	13,308,927
Additions	-	-	5,058	-	92,144	-	-	898	98,100
At 30 September 2021	2,876,437	4,608,783	341,401	247,054	2,401,415	546,349	2,213,199	172,389	13,407,027
Accumulated Depreciation									
At 1 October 2020	441,467	1,260,649	281,983	160,912	2,198,159	514,131	2,164,501	144,352	7,166,154
Charge for the financial year	66,466	230,440	16,285	18,929	49,249	18,454	39,772	4,811	444,406
At 30 September 2021	507,933	1,491,089	298,268	179,841	2,247,408	532,585	2,204,273	149,163	7,610,560
Accumulated Impairment Loss									
At 1 October 2020	-	-	-	-	-	-	-	-	-
Impairment loss for the financial year	-	-	25,430	59,934	35,181	5,771	-	-	126,316
At 30 September 2021	-	-	25,430	59,934	35,181	5,771	-	-	126,316
Net Carrying Amount									
At 30 September 2021	2,368,504	3,117,694	17,703	7,279	118,826	7,993	8,926	23,226	5,670,151

	Freehold office units RM	Office equipment RM	Furniture and fittings RM	Computers RM	Renovation RM	Motor vehicles RM	Total RM
Company							
31.03.2023							
Cost							
At 1 October 2021	4,608,783	21,384	23,306	40,401	153,572	392,180	5,239,626
Additions	-	-	-	2,619	-	-	2,619
At 31 March 2023	4,608,783	21,384	23,306	43,020	153,572	392,180	5,242,245
Accumulated Depreciation							
At 1 October 2021	1,491,089	21,383	23,305	32,587	153,572	392,179	2,114,115
Charge for the financial period	345,658	-	-	4,098	-	-	349,756
At 31 March 2023	1,836,747	21,383	23,305	36,685	153,572	392,179	2,463,871
Net Carrying Amount							
At 31 March 2023	2,772,036	1	1	6,335	-	1	2,778,374

8. PROPERTY, PLANT AND EQUIPMENT (cont'd)

	Freehold office units RM	Office equipment RM	Furniture and fittings RM	Computers RM	Renovation RM	Motor vehicles RM	Total RM
Company							
30.09.2021							
Cost							
At 1 October 2020	4,608,783	21,384	23,306	32,770	153,572	392,180	5,231,995
Additions	-	-	-	7,631	-	-	7,631
At 30 September 2021	4,608,783	21,384	23,306	40,401	153,572	392,180	5,239,626
Accumulated Depreciation							
At 1 October 2020	1,260,649	21,383	23,305	29,906	148,272	392,179	1,875,694
Charge for the financial year	230,440	-	-	2,681	5,300	-	238,421
At 30 September 2021	1,491,089	21,383	23,305	32,587	153,572	392,179	2,114,115
Net Carrying Amount							
At 30 September 2021	3,117,694	1	1	7,814	-	1	3,125,511

(i) Net carrying amount of freehold office units of the Group and of the Company pledged to financial institutions as securities for term loans and bank overdrafts (Note 25) granted to the Group and the Company as at reporting date is as follows:

	Group and Company 31.03.2023 RM	30.09.2021 RM
Freehold office units	1,790,587	2,014,407

(ii) In the previous financial year ended 30 September 2021, the Directors performed impairment assessment due to the Group continuously loss-making and the Directors determined the recoverable amount based on fair value less cost to sell method, as a result the carrying amount exceeding its recoverable amount. Thus, the Group recognised an impairment loss of RM126,316 as presented in the line item of statements of comprehensive income.

9. RIGHT-OF-USE ASSETS

	Lease of premises RM	Motor vehicles RM	Total RM
Group			
31.03.2023			
Cost			
At 1 October 2021	435,003	639,716	1,074,719
Additions	301,734	139,062	440,796
Expiry of leases	(435,003)	-	(435,003)
At 31 March 2023	301,734	778,778	1,080,512
Accumulated Depreciation			
At 1 October 2021	345,074	616,019	961,093
Charge for the financial period	182,125	53,827	235,952
Expiry of leases	(435,003)	-	(435,003)
At 31 March 2023	92,196	669,846	762,042
Net Carrying Amount			
At 31 March 2023	209,538	108,932	318,470

9. RIGHT-OF-USE ASSETS (cont'd)

	Lease of premises RM	Motor vehicles RM	Total RM
Group			
30.10.2021			
Cost			
At 1 October 2020/ 30 September 2021	435,003	639,716	1,074,719
Accumulated Depreciation			
At 1 October 2020	207,045	548,354	755,399
Charge for the financial year	138,029	67,665	205,694
At 30 September 2021	345,074	616,019	961,093
Net Carrying Amount			
At 30 September 2020	89,929	23,697	113,626

The Group leases office properties for a lease term of 2 years (30.09.2021: 2 year) with option to renew for another 1 year (30.09.2021: 1 year) as stipulated in the lease agreement.

The expenses charged to the profit and loss during the financial period/year are as follows:

	Group	
	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM
Depreciation of right-of-use assets	235,952	205,694
Interest expense on lease liabilities	22,043	15,174
Short-term leases	27,200	16,200
Lease of low value assets	20,062	17,262

10. INTANGIBLE ASSETS

	Goodwill on consolidation RM	Intellectual property rights RM	Development costs RM	Total RM
Group				
31.03.2023				
Cost				
At 1 October 2021	99,555,619	3,500,000	15,460,180	118,515,799
Written off	-	(3,500,000)	(15,460,180)	(18,960,180)
At 31 March 2023	99,555,619	-	-	99,555,619
Accumulated Amortisation				
At 1 October 2021	-	831,250	7,483,982	8,315,232
Written off	-	(831,250)	(7,483,982)	(8,315,232)
At 31 March 2023	-	-	-	-

10. INTANGIBLE ASSETS (cont'd)

	Goodwill on consolidation RM	Intellectual property rights RM	Development costs RM	Total RM
Group (cont'd)				
31.03.2023				
Accumulated Impairment Loss				
At 1 October 2021	64,568,282	2,668,750	7,976,198	75,213,230
Written off	-	(2,668,750)	(7,976,198)	(10,644,948)
At 31 March 2023	64,568,282	-	-	64,568,282
Net Carrying Amount				
At 31 March 2023	34,987,337	-	-	34,987,337
30.09.2021				
Cost				
At 1 October 2020/30 September 2021	99,555,619	3,500,000	15,460,180	118,515,799
Accumulated Amortisation				
At 1 October 2020/30 September 2021	-	831,250	7,483,982	8,315,232
Accumulated Impairment Loss				
At 1 October 2020	52,511,282	2,668,750	7,976,198	63,156,230
Impairment loss for the financial year	12,057,000	-	-	12,057,000
At 30 September 2021	64,568,282	2,668,750	7,976,198	75,213,230
Net Carrying Amount				
At 30 September 2021	34,987,337	-	-	34,987,337

(a) Intellectual property rights

The intellectual property rights relate to e-Enterprise Resources Planning Application that was assigned by one of the subsidiaries' Director on 18 June 2014. The intellectual property rights are amortised over a period 20 years.

In prior years, the intellectual property rights allocated to MTSB have been fully impaired.

The intellectual property rights were fully impaired in prior years as there is no indication from past records to show the improvement trend of results and the future economic benefit likely not be materialised due to the recent downturn of IT segment.

(b) Development costs

Development costs are related to costs incurred in developing software products and are capitalised until the products are available for general release to customers. The development costs are amortised over an average period of 5 to 15 years.

In prior years, the development costs allocated to CSS MSC, DDSB and EA MSC respectively have been fully impaired.

10. INTANGIBLE ASSETS (cont'd)

Impairment testing for goodwill

Goodwill arising from business combinations, intellectual property rights and development costs have been allocated to six individual cash-generating units ("CGUs") for impairment testing as follows:

- Murasaki Technology Sdn. Bhd. ("MTSB")
- CSS MSC Sdn. Bhd. ("CSS MSC")
- DDSB (M) Sdn. Bhd. ("DDSB")
- EA MSC Sdn. Bhd. ("EA MSC")
- Sunland Volonte Agency Sdn. Bhd. ("Sunland")
- EASS Sdn. Bhd. ("EASS")

Goodwill

As at 31 March 2023, the carrying amount of goodwill allocated to Sunland is RM34,987,337 (30.09.2021: RM34,987,337). In prior years, the goodwill allocated to MTSB, CSS MSC, DDSB, EA MSC and EASS respectively has been fully impaired.

The recoverable amount of Sunland has been determined based on value-in-use calculation using cash flows projections from financial budgets approved by Board of Directors covering a five-year period.

The calculations of value-in-use for the CGU are most sensitive to the following assumptions:

(i) Revenue

Revenue is projected based on forecasted growth rates of 4% (30.09.2021: 4%) based on past performance of the segment as well as future demand outlook. Terminal value is based on the fifth-year cash flows without incorporating any growth rate.

(ii) Gross margin

Gross margins are based on the average value achieved in the five years preceding to the start of the budget period. Gross margins are assumed to be maintained over the budgeted period.

(iii) Pre-tax discount rate

Pre-tax discount rate of 11.26% (30.09.2021: 9.23%) per annum applied to the cash flows was used in determining the recoverable amount of the CGU. The discount rate used is based on the weighted average cost of capital of Sunland.

Sensitivity to change in assumption

The sensitivity analysis below indicates the approximate change in the recoverable amount of the goodwill that would arise if the following key estimate and assumption adopted in the value-in-use method had changed at the reporting date, assuming all other estimates, assumptions and other variables remained constant.

	Change in assumption, holding other inputs constant	**Decrease in recoverable amount of goodwill RM**
Revenue	Decrease by 1%	2,221,900
Gross margin	Decrease by 1%	2,705,390

Management believes that any reasonably possible change in key assumptions would not cause the carrying amount of the goodwill exceed its recoverable amount.

Impairment of goodwill

In the previous financial year, a total impairment loss amounted to RM12,057,000 was recognised to write-down the carrying amount of goodwill attributable to Sunland. The impairment loss has been recognised in the statements of comprehensive income under the line item "impairment loss on goodwill".

11. INVESTMENT IN SUBSIDIARIES

	Company 31.03.2023 RM	30.09.2021 RM
Unquoted Shares, at cost		
At beginning of the financial period/year	150,131,000	150,131,000
Addition	5,000,000	-
At end of the financial period/year	155,131,000	150,131,000
Capital Contribution to Subsidiaries		
At beginning/end of the financial period/year	39,654,006	39,654,006
Accumulated Impairment Losses		
At beginning of the financial period/year	121,502,785	109,026,785
Addition	-	12,476,000
Reversal	(9,205,851)	-
At end of the financial period/year	112,296,934	121,502,785
Net Carrying Amount		
At end of the financial period/year	82,488,072	68,282,221

Capital contribution to subsidiaries represents amounts due from subsidiaries which are non-trade in nature, unsecured and interest-free and the settlement of the amount is neither planned nor likely to occur in the foreseeable future. As this amount is in substance, a part of the Company's net investments in the subsidiaries, it is stated at cost less accumulated impairment losses.

The details of the subsidiaries are as follows:

Name of Subsidiaries	Country of Incorporation	Principal Activities	Effective Equity Interest 31.03.2023 %	30.09.2021 %
CSS MSC Sdn. Bhd.	Malaysia	Provision of business intelligence software and development, IT service management consultancy and system integration	100	100
DDSB (M) Sdn. Bhd.	Malaysia	Information technology, consultancy services and software development	86	86
Colwyn Bay Technologies Sdn. Bhd.	Malaysia	Investment holding	100	100
Murasaki Technology Sdn. Bhd.	Malaysia	E-business consultancy and system integration	100	100
Sunland Volonte Agency Sdn. Bhd.	Malaysia	Food and beverage distribution	100	90
Subsidiary of Colwyn Bay Technologies Sdn. Bhd.				
EASS Sdn. Bhd.	Malaysia	E-business consultancy and system integration	100	100
Subsidiary of EASS Sdn. Bhd.				
EA MSC Sdn. Bhd.	Malaysia	Hardware system integration, mechanical and engineering services	100	100

NOTES TO THE FINANCIAL STATEMENTS
- 31 MARCH 2023

11. INVESTMENT IN SUBSIDIARIES (cont'd)

(a) Impairment loss on investment in subsidiaries

At each reporting date, the Company carried out a review of the recoverable amounts of its investment in subsidiaries arising from subsidiaries which have been loss-making, with significant accumulated losses position, shortfall of net assets and accumulated impairment loss on investment in subsidiaries recognised in prior periods.

The Company reversed an impairment loss amounting to RM9,205,851 within other items of income in the statements of comprehensive income arising from five subsidiaries as the net assets have exceeded the net carrying amount of investment in subsidiaries. This is due to increase in net assets as at 31 March 2023 and profit generated during the financial period. In the previous financial year, an impairment loss amounting to RM12,476,000 was recognised within items of expense in the statements of comprehensive income for the financial year ended 30 September 2021.

The recoverable amounts were derived based on higher of VIU which was measured based on cash flows projections and fair value less costs of disposal which was measured based on net assets of the respective subsidiaries. The key assumptions used in VIU are disclosed in Note 10.

(b) Change in group composition

On 6 January 2022, the Company acquired the remaining 10% of equity interest from the non-controlling interest by way of allotment of 279,329,600 new ordinary shares at RM0.0179 per ordinary share, thereupon Sunland Volonte Agency Sdn. Bhd. became a wholly owned subsidiary of the Company.

The effect of acquisition of shares from NCI is presented as follows:-

	Company 31.03.2023 RM
Carrying amount of non-controlling interest acquired	2,611,823
Consideration paid to non-controlling interest	(5,000,000)
Decrease in parent's equity	(2,388,177)

(c) Non-controlling interests in subsidiaries

The subsidiaries of the Group that have non-controlling interests ("NCI") are as follows:

	Sunland RM	**DDSB RM**	**Total RM**
31.03.2023			
NCI percentage of ownership and voting interest	*	14%	
Carrying amount to NCI (RM)	-	(701,304)	(701,304)
Profit allocated to NCI (RM)	116,479	228,497	344,976
30.09.2021			
NCI percentage of ownership and voting interest	10%	14%	
Carrying amount to NCI (RM)	2,495,344	(929,801)	1,565,543
Profit allocated to NCI (RM)	451,471	9,422	460,893

** Being acquisition of all the remaining equity interest from NCI as disclosed in Note 11(b).*

11. INVESTMENT IN SUBSIDIARIES (cont'd)

(c) Non-controlling interests in subsidiaries (cont'd)

The summarised financial information before intra-group elimination of the subsidiaries that have NCI as at the end of each reporting period are as follows:

	Sunland		DDSB	
	31.03.2023 RM	30.09.2021 RM	31.03.2023 RM	30.09.2021 RM
Assets and liabilities:				
Non-current assets	-	820,862	89,620	35,841
Current assets	-	24,384,811	3,472,097	1,282,845
Non-current liabilities	-	(10,477)	(54,850)	(2,988)
Current liabilities	-	(1,686,786)	(1,589,894)	(1,030,843)
Net assets	-	23,508,410	1,916,973	284,855
Less: Capital contribution	-	-	(6,926,278)	(6,926,278)
Add: Fair value adjustment arising from Purchase Price Allocation exercise	-	1,344,673	-	-
Adjusted net assets/(liabilities)	-	24,853,083	(5,009,305)	(6,641,423)

	Sunland		DDSB	
	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM
Results:				
Revenue	6,255,155	20,513,362	7,767,259	1,773,710
Profit for the financial financial period/year	1,164,788	4,514,714	1,632,118	67,300
Total comprehensive income	1,164,788	4,514,714	1,632,118	67,300
Cash flows:				
Cash flows from/(used in) operating activities	-	1,261,954	(46,427)	(241,133)
Cash flows (used in)/from investing activities	-	(7,790,861)	240,043	89,878
Cash flows (used in)/from financing activities	-	(14,274)	28,279	130,193
	-	(6,543,181)	221,895	(21,062)

12. INVESTMENT IN AN ASSOCIATE

	Group		Company	
	31.03.2023 RM	30.09.2021 RM	31.03.2023 RM	30.09.2021 RM
Unquoted shares, at cost				
At beginning/end of the financial period/year	47,040,000	47,040,000	47,040,000	47,040,000
Add: Share of post-acquisition results				
At beginning of the financial period/year	17,578,055	14,796,525	-	-
Share of results	(11,544,532)	2,781,530	-	-
At end of the financial period/year	6,033,523	17,578,055	-	-
Less: Accumulated impairment loss				
At beginning of the financial period/year	43,608,255	43,966,725	26,030,200	29,170,200
Addition	-	-	11,510,800	-
Reversal	(33,732)	(358,470)	-	(3,140,000)
At end of the financial period/year	43,574,523	43,608,255	37,541,000	26,030,200
	9,499,000	21,009,800	9,499,000	21,009,800

12. INVESTMENT IN AN ASSOCIATE (cont'd)

(a) There is no quoted market price available for the shares as the associate is a private company.

(b) The details of the associate are as follows:

Name of Associate	Country of Incorporation	Principal Activities	Proportion of Ownership Interest 31.03.2023	Proportion of Ownership Interest 30.09.2021
Cekap Air Sdn. Bhd. (“”Cekap”) #	Malaysia	Provision of hydraulic mechanical and electrical engineering services for water supply and treatment plant	20%	20%

Not audited by Moore Stephens Associates PLT.

(c) The summarised financial information of the associate, not adjusted for the proportion of the ownership interest held by the Group, is as follows:

	31.03.2023 RM	30.09.2021 RM
Assets and liabilities:		
Non-current assets	10,646,645	1,188,271
Current assets	131,935,790	129,869,084
Non-current liabilities	(290,687)	(417,215)
Current liabilities	(94,649,258)	(25,275,079)
Net assets	47,642,490	105,365,061

	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM
Results:		
Revenue	35,145,849	59,468,946
(Loss)/profit for the financial period/year	(57,722,661)	13,907,651
Total comprehensive income	(57,722,661)	13,907,651
Cash flows:		
Cash flows from/(used in) operating activities	52,976,868	(856,514)
Cash flows used in investing activities	(28,573,357)	(343,429)
Cash flows used in financing activities	(1,060,933)	(164,460)
	23,342,578	(1,364,403)

(d) Impairment loss

As at 31 March 2023, the Group and the Company performed impairment assessment on the recoverable amount of its investment in Cekap. The recoverable amount of RM9,499,000 was derived based on fair value less costs of disposal which was measured based on net assets of Cekap less disposal cost of RM29,000.

During the financial period, the Group reversed impairment loss of RM33,732 (30.09.2021: RM358,470) due to the net assets of the associate exceeding the net carrying amount and the reversal is stated as a separate line item in the statements of comprehensive income for financial period ended 31 March 2023.

During the financial period, the Company recognised an impairment loss of RM11,510,800 due to net carrying amount exceeding the net assets of the associate. In the previous financial year, the Company reversed an impairment loss of RM3,140,000 due to the net assets of the associate exceeding the net carrying amount and the reversal is stated as a separate line item in the statements of comprehensive income for financial year ended 30 September 2021.

13. OTHER INVESTMENT

	Group and Company 31.03.2023 RM
At fair value through profit or loss	
Quoted shares	
At beginning of the financial period	-
Addition	23,210,000
Fair value loss on other investment	(10,680,985)
At end of the financial period	12,529,015
At market value	12,529,015

On 30 November 2021, the Company has subscribed 62,645,075 new ordinary shares in VinVest Capital Holdings Berhad ("VinVest") at an issue price of RM0.3705 per VinVest Share.

14. AMOUNTS DUE FROM SHAREHOLDERS OF A SUBSIDIARY

	Group and Company	
	31.03.2023 RM	30.09.2021 RM
Non-current	1,293,993	2,082,468
Current	788,476	715,773
	2,082,469	2,798,241

The amounts due from shareholders of a subsidiary can be analysed as follows:

	Group and Company	
	31.03.2023 RM	30.09.2021 RM
Present value of amounts due from shareholders of a subsidiary		
- Repayable within one year	788,476	715,773
- Repayable more than 1 year but not more than 5 years	1,293,993	2,082,468
	2,082,469	2,798,241
Future minimum payments:		
- Repayable within one year	1,000,000	1,000,000
- Repayable more than 1 year but not more than 5 years	1,468,640	2,468,640
	2,468,640	3,468,640
Less: Unamortised interest	(386,171)	(670,399)
	2,082,469	2,798,241

The effective interest rate is the weighted average cost of capital of the Company of 10.15% per annum.

14. AMOUNTS DUE FROM SHAREHOLDERS OF A SUBSIDIARY (cont'd)

Income from shortfall in profit guarantee arising from acquisition of Sunland

Pursuant to the acquisition of Sunland that was completed on 27 April 2018, the shareholders (hereby also referred as the vendors) of Sunland have jointly and severally agreed to undertake and guarantee a minimum profit guarantee for a period of two years. Consequent thereon, the vendors would compensate any shortfall arising from the profit guarantee period to the Company.

During the financial year ended 30 September 2020, the Board of Directors of the Company had jointly agreed with the vendors on the shortfall in profit of RM4,468,640, which will be repaid over 9 instalments. A fair value adjustment of RM1,020,625 was recognised in the "income from shortfall in profit guarantee" in the previous financial year.

During the financial period, an amount of RM284,228 (30.09.2021: RM350,226) has been added back being the accretion of interest on the instalment received in current financial period in which was recognised as "accretion of interest income on amount due from shareholders of a subsidiary" line item in the statements of comprehensive income for the financial period ended 31 March 2023.

15. DEFERRED TAX ASSETS/(LIABILITIES)

	Group	
	31.03.2023 RM	**30.09.2021 RM**
At beginning of the financial period/year	(340,368)	(424,634)
Recognised in profit or loss (Note 6)	17,270	84,266
At end of the financial period/year	(323,098)	(340,368)
Presented after appropriate offsetting:		
- Deferred tax assets	116,989	104,127
- Deferred tax liabilities	(440,087)	(444,495)
	(323,098)	(340,368)
Represented by:		
- Deferred tax assets	69,847	71,590
- Deferred tax liabilities	(392,945)	(411,958)
	(323,098)	(340,368)

The recognised deferred tax assets/(liabilities) before offsetting are as follows:

	Unutilised tax losses RM	**Right-of-use assets RM**	**Other deductible temporary differences RM**	**Total RM**
Group				
Deferred tax assets:				
31.03.2023				
At 1 October 2021	817	19,566	83,744	104,127
Recognised in profit or loss	3,425	(26,442)	35,879	12,862
At 31 March 2023	4,242	(6,876)	119,623	116,989
30.09.2021				
At 1 October 2020	1,920	26,560	(5,644)	22,836
Recognised in profit or loss	(1,103)	(6,994)	89,388	81,291
At 30 September 2021	817	19,566	83,744	104,127

15. DEFERRED TAX ASSETS/(LIABILITIES) (cont'd)

	Property, plant and equipment RM	Fair value adjustment in respect of acquisition of a subsidiary RM	Total RM
Group			
Deferred tax liabilities:			
31.03.2023			
At 1 October 2021	(19,861)	(424,634)	(444,495)
Recognised in profit or loss	(14,605)	-	(14,605)
Crystalisation of fair value adjustment	-	19,013	19,013
At 31 March 2023	(34,466)	(405,621)	(440,087)
30.09.2021			
At 1 October 2020	(10,160)	(437,310)	(447,470)
Recognised in profit or loss	(9,701)	-	(9,701)
Crystalisation of fair value adjustment	-	12,676	12,676
At 30 September 2021	(19,861)	(424,634)	(444,495)

The estimated temporary differences for which no deferred tax assets have been recognised in the financial statements are as follows:

	Group	
	31.03.2023 RM	30.09.2021 RM
Unutilised tax losses	23,988,036	26,395,516
Unabsorbed capital allowances	523,368	590,651
Other deductible temporary differences	7,345,783	7,099,123
	31,857,187	34,085,290

16. INVENTORIES

	Group	
	31.03.2023 RM	30.09.2021 RM
At cost:		
- RFID integrated products	249,807	159,598
- Food and beverages	6,834,758	5,959,755
	7,084,565	6,119,353

The Group recognised inventories as cost of sales amounted to RM 31,958,056 (30.09.2021: RM15,624,983).

NOTES TO THE FINANCIAL STATEMENTS
- 31 MARCH 2023

17. TRADE RECEIVABLES

	Group	
	31.03.2023 RM	30.09.2021 RM
Third parties	20,203,319	18,610,150
Retention sum	2,113,923	1,167,565
	22,317,242	19,777,715
Less: Allowance for impairment loss		
- Third parties	(6,923,084)	(6,901,764)
- Retention sum	(273,917)	(19,000)
	(7,197,001)	(6,920,764)
	15,120,241	12,856,951

The normal credit terms of the trade receivables of the Group range from 30 to 60 days (30.09.2021: 30 to 60 days). Other credit terms are assessed and approved on a case-by-case basis.

18. OTHER RECEIVABLES

		Group		Company	
	Note	31.03.2023 RM	30.09.2021 RM	31.03.2023 RM	30.09.2021 RM
Other receivables, gross	(a)	9,287,466	10,701,283	9,194,363	10,622,973
Less: Allowance for impairment loss		(4,164,242)	(4,164,242)	(4,099,672)	(4,099,672)
Other receivables, net		5,123,224	6,537,041	5,094,691	6,523,301
Deposits	(b)	5,374,782	5,811,024	18,400	18,400
Prepayments		176,513	860,083	-	-
		10,674,519	13,208,148	5,113,091	6,541,701

(a) Included in other receivables of the Group and the Company is an advance of RM5,075,759 (30.09.2021: RM6,505,966) to a customer of a subsidiary for purchase of materials.

(b) Included in deposits of the Group is a security deposit of RM5,233,045 (30.09.2021: RM5,233,045) paid for two surveillance solutions projects ("the Project") secured, which is refundable upon the completion of the project.

19. CONTRACT ASSETS/(LIABILITIES)

		Group	
	Note	31.03.2023 RM	30.09.2021 RM
Contract assets:			
- Long-term service contract	(a)	4,857,341	1,853,173
- Other contract	(a)	1,745,900	326,743
		6,603,241	2,179,916
Contract liabilities:			
- Long-term service contract	(a)	(1,746,829)	(901,630)
- Other contract	(a)	(213,979)	(195,019)
		(1,960,808)	(1,096,649)

19. CONTRACT ASSETS/(LIABILITIES) (cont'd)

(a) Long-term service contract and other contract

	Group	
	31.03.2023 RM	30.09.2021 RM
At beginning of the period/year	1,083,267	1,264,001
Revenue recognised during the period/year (Note 4)	40,276,897	20,321,200
Progress billing during the period/year	(36,717,731)	(20,501,934)
At end of the period/year	4,642,433	1,083,267

Set out below is the amount of revenue recognised from:

	Group	
	31.03.2023 RM	30.09.2021 RM
Amount included in contract liabilities at the beginning of the financial period/year	1,096,649	873,677

20. AMOUNTS DUE FROM/(TO) SUBSIDIARIES

These non-trade amounts represent unsecured, interest-free advance which are collectible/(repayable) on demand.

21. AMOUNT DUE FROM AN ASSOCIATE

	Group		Company	
	31.03.2023 RM	30.09.2021 RM	31.03.2023 RM	30.09.2021 RM
Amount due from an associate	3,566,025	4,066,025	3,566,025	4,653,251
Less: Allowance for impairment loss	(3,566,025)	-	(3,566,025)	-
	-	4,066,025	-	4,653,251

This non-trade amount represents unsecured, interest-free advance which is collectible on demand.

22. CASH AND CASH EQUIVALENTS

(a) Fixed deposits placed with licensed banks

The effective interest rates of the fixed deposits placed with licensed banks range from 1.30% to 2.45% (30.09.2021: 1.30% to 3.00%) per annum. The fixed deposits have maturity periods ranging from 1 to 12 months (30.09.2021: 1 to 12 months).

The fixed deposits with licensed banks of the Group and of the Company have been pledged to licensed banks as security for banking facilities granted to the Group and to the Company as disclosed in Note 25.

(b) Short-term money market deposit

The effective interest rate of the short-term money market deposit placed with a licensed bank of the Group is 1.85% (30.09.2021: 1.0%) per annum. The short-term money market deposit has maturity periods ranging from 1 to 3 days (30.09.2021: 1 to 3 days).

23. SHARE CAPITAL

	Group and Company			
	Number of shares		Amount	
	31.03.2023 Units	30.09.2021 Units	31.03.2023 RM	30.09.2021 RM
Ordinary shares				
Issued and fully paid:				
At beginning of the financial period/year	5,072,360,564	5,072,360,564	198,035,371	198,035,371
Issued during the period/year	1,379,329,600	-	28,210,000	-
Capital Reduction	-	-	(99,500,000)	-
Exercise of Warrants D [Note 23(c)(i)]	30,066	-	1,804	-
Expiration of Warrants D [Note 23(c)(i)]	-	-	9,938,550	-
At end of the financial period/year	6,451,720,230	5,072,360,564	136,685,725	198,035,371

(a) Ordinary Shares

During the financial period, the Company recorded a net decrease in its issued and paid-up capital from RM198,035,371 to RM136,685,725 arising from the following transactions:

(i) issuance of 1,100,000,000 new ordinary shares on 30 November 2021 at RM0.0211 per share totalling RM23,210,000 pursuant to subscription of other investment as disclosed in Note 13;

(ii) issuance of 279,329,600 new ordinary shares on 6 January 2022 at RM0.0179 per share totalling RM5,000,000 pursuant to acquisition of the remaining 10% equity interest in subsidiary, Sunland as disclosed in Note 11;

(iii) completion of capital reduction exercise via the reduction and cancellation of the share capital of the Company amounted to RM99,500,000 pursuant to Section 116 of the Companies Act 2016 on 23 February 2022; and

(iv) conversion of 30,066 units of Warrants D 2017/2022 to ordinary shares on 20 October 2022 at an exercise price of RM0.05 per warrant totalling RM1,503.

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

The holder of ordinary shares is entitled to receive dividends as declared by the Company. All ordinary shares carry one vote per share without restrictions and rank equally with regard to the Company's residual assets.

(b) Capital Reduction

On 23 February 2022, the Company announced that the sealed copy of the order obtained from the High Court of Malaya at Kuala Lumpur confirming the capital reduction has been lodged with the Registrar, marking the effective date and completion of the capital reduction. Accordingly, the issued and paid-up share capital of the Company was reduced from RM226,245,371 to RM126,745,371 via the reduction and cancellation of the share capital of the Company which is lost or unrepresented by available assets to the extent of RM99,500,000 pursuant to Section 115(a) and Section 116 of the Companies Act 2016.

As such, the amount equal to RM99,500,000, being the credit arising from the cancellation of the share capital of the Company, was applied towards writing-off of the accumulated losses. The capital reduction did not result in any adjustment in the number of ordinary shares.

23. SHARE CAPITAL (cont'd)

(c) Detachable Warrants

(i) Warrants D 2017/2022 ("Warrant D")

In 2017, the Company issued 993,885,016 free detachable warrants pursuant to the rights issue with warrants on the basis of two (2) free warrants for every four (4) rights shares subscribed for. The fair value of the Warrants D was determined as RM0.01.

The movement in this warrant is as follows:

	Group and Company	
	31.03.2023	30.09.2021
	Units	Units
Balance as at beginning of the financial period/year	993,885,016	993,885,016
Exercised	(30,066)	-
Lapsed	(993,854,950)	-
Balance as at end of the financial period/year	-	993,885,016

On 20 October 2022, 30,066 units of Warrants D were exercised at an exercise price of RM0.05 per warrant. The total number of Warrants D that remained unexercised of 993,854,950 units had expired on 25 October 2022. The total warrants reserve of RM9,938,550 was transferred to share capital as disclosed in Note 24(a).

The salient features of the warrants are as follows:

(1) The issue date of the warrants is 1 November 2017 and the expiry date is 25 October 2022. Any warrants not exercised at the expiry date will lapse and cease to be valid for any purpose;

(2) Each warrant entitles the registered holder to subscribe for one (1) new ordinary share in the Company at an exercise price of RM0.05 per ordinary share;

(3) The warrants may be exercisable at any time within five (5) years commencing from and including the date of issuance of warrants and ending 5pm on the expiry date. The expiry date is a day falling immediately before the 5th anniversary of the date of issuance of the warrants and if such date is not a market day, then on the preceding market day;

(4) The exercise price and the number of warrants is subject to adjustments in the event of alteration to the share capital of the Company in accordance with the provisions of Deed Poll. However, no adjustment shall be made in any event whereby the exercise price would be reduced to below the par value of ordinary share in the Company; and

(5) The new ordinary shares to be issued upon exercise of warrants shall, upon allotment and issue, rank pari passu with the then existing ordinary shares, including the entitlement to dividend, rights, allotments or other distributions, except that they will not entitled to the rights, allotments or other distributions declared by the Company which entitlement thereof precedes the allotment date of the new ordinary shares allotted pursuant to the exercise of the warrants.

(ii) Warrants E 2018/2023 ("Warrants E")

In 2018, the Company issued 1,087,061,194 free detachable warrants pursuant to the bonus issue on the basis of five (5) free warrants for every sixteen (16) existing ordinary shares of the Company held at an exercise price of RM0.035 per warrant.

23. SHARE CAPITAL (cont'd)

(c) Detachable Warrants (cont'd)

(ii) Warrants E 2018/2023 ("Warrants E") (cont'd)

The movement in this warrant is as follows:

	Group and Company	
	31.03.2023 Units	30.09.2021 Units
Balance as at beginning/end of the financial period/year	1,087,061,194	1,087,061,194

Subsequent to the financial period end:

(1) 42,066 units of Warrants E were exercised on 5 April 2023 at an exercise price of RM0.035 per warrant; and

(2) 1,125 units of Warrants E were exercised on 19 April 2023 at an exercise price of RM0.035 per warrant.

The total number of Warrants E that remained unexercised of 1,087,018,003 units had expired on 22 April 2023.

The salient features of the warrants are as follows:

(1) The issue date of the warrants is 23 April 2018 and the expiry date is 22 April 2023. Any warrants not exercised at the expiry date will lapse and cease to be valid for any purpose;

(2) Each warrant entitles the registered holder to subscribe for one (1) new ordinary share in the Company at an exercise price of RM0.035 per ordinary share;

(3) The warrants may be exercisable at any time within five (5) years commencing from and including the date of issuance of warrants and ending 5pm on the expiry date. The expiry date is a day falling immediately before the 5th anniversary of the date of issuance of the warrants and if such date is not a market day, then on the preceding market day;

(4) The exercise price and the number of warrants is subject to adjustments in the event of alteration to the share capital of the Company in accordance with the provisions of Deed Poll. However, no adjustment shall be made in any event whereby the exercise price would be reduced to below the par value of ordinary share in the Company; and

(5) The new ordinary shares to be issued upon exercise of warrants shall, upon allotment and issue, rank pari passu with the then existing ordinary shares, including the entitlement to dividend, rights, allotments or other distributions, except that they will not entitled to the rights, allotments or other distributions declared by the Company which entitlement thereof precedes the allotment date of the new ordinary shares allotted pursuant to the exercise of the warrants.

24. RESERVES

		Group		Company	
	Note	31.03.2023 RM	30.09.2021 RM	31.03.2023 RM	30.09.2021 RM
Non-distributable reserve:					
Warrants reserve	(a)	-	9,938,851	-	9,938,851
Other reserve	(b)	(13,737,745)	(13,737,745)	-	-
		(13,737,745)	(3,798,894)	-	9,938,851
Accumulated losses		(7,354,470)	(87,181,755)	(23,128,617)	(103,292,460)
		(21,092,215)	(90,980,649)	(23,128,617)	(93,353,609)

24. RESERVES (cont'd)

(a) Warrants reserve

	Group and Company	
	31.03.2023 RM	30.09.2021 RM
At beginning of the financial period/year	9,938,851	9,938,851
Exercise of Warrants D	(301)	-
Transfer to share capital	(9,938,550)	-
At end of the financial period/year	-	9,938,851

This reserve comprises the recognition of fair value of the Company's warrants arising from the additional shares issuance attached with warrants.

(b) Other reserve

The other reserve represents the excess of consideration over net assets acquired arising from step acquisition which is recognised as movement in equity of the Group.

25. BORROWINGS

		Group		Company	
	Note	31.03.2023 RM	30.09.2021 RM	31.03.2023 RM	30.09.2021 RM
Non-current:					
Term loans	(a)	1,275,166	1,454,761	1,275,166	1,454,761
Current:					
Term loans	(a)	139,313	79,785	139,313	79,785
Bank overdrafts	(b)	3,372,003	4,391,629	492,505	492,505
		3,511,316	4,471,414	631,818	572,290
Total		4,786,482	5,926,175	1,906,984	2,027,051

The remaining maturities of the borrowings as at the reporting are as follows:

	Group		Company	
	31.03.2023 RM	30.09.2021 RM	31.03.2023 RM	30.09.2021 RM
On demand or within 1 year	3,511,316	4,471,414	631,818	572,290
More than 1 year but not more than 2 years	145,905	124,325	145,905	124,325
More than 2 years but not more than 5 years	480,461	409,399	480,461	409,399
More than 5 years	648,800	921,037	648,800	921,037
	4,786,482	5,926,175	1,906,984	2,027,051

The range of interest rates per annum at the reporting date for the borrowings are as follows:

	Group		Company	
	31.03.2023 %	30.09.2021 %	31.03.2023 %	30.09.2021 %
Bank overdrafts	6.14 - 8.07	6.14 - 7.07	6.14 - 8.07	6.14 - 7.07
Term loans	4.65	4.65	4.65	4.65

25. BORROWINGS (cont'd)

(a) Term loans

	Group and Company	
	31.03.2023 RM	30.09.2021 RM
Current:		
Payable within one year	139,313	79,785
Non-current:		
Payable more than 1 year but not more than 2 years	145,905	124,325
Payable more than 2 years but not more than 5 years	480,461	409,399
Payable more than 5 years	648,800	921,037
	1,275,166	1,454,761
	1,414,479	1,534,546

Term loans are secured by the following:

(i) Freehold office units as disclosed in Note 8(i); and

(ii) A legal assignment over the rights and interest to the rental income under the Tenancy Agreement between the Company and the tenants.

(b) Bank overdrafts

Bank overdrafts are secured by the following:

(i) Freehold office units disclosed in Note 8(i);

(ii) A legal assignment over the rights and interest to the rental income under the Tenancy Agreement between the Company and the tenants;

(iii) A charge by the Group and the Company on fixed deposits as disclosed in Note 22(a); and

(iv) A fresh guarantee of RM8,500,000 by a Director of the Company.

26. LEASE LIABILITIES

	Motor vehicles RM	Lease of premises RM	Total RM
Group			
31.03.2023			
Minimum lease payments:			
Payable within one year	61,191	108,000	169,191
Payable more than 1 year but not more than 2 years	43,776	117,000	160,776
	104,967	225,000	329,967
Less: Future finance charges	(3,927)	(11,019)	(14,946)
Present value of future minimum lease payments	101,040	213,981	315,021
Present value of lease liabilities:			
Payable within one year	58,244	100,114	158,358
Payable more than 1 year but not more than 2 years	42,796	113,867	156,663
	101,040	213,981	315,021
Analysed as:			
Current	58,244	100,114	158,358
Non-current	42,796	113,867	156,663
	101,040	213,981	315,021

26. LEASE LIABILITIES (cont'd)

	Motor vehicles RM	Lease of premises RM	Total RM
Group			
30.09.2021			
Minimum lease payments:			
Payable within one year	60,216	97,000	157,216
Payable more than 1 year but not more than 2 years	47,499	-	47,499
	107,715	97,000	204,715
Less: Future finance charges	(4,660)	(1,689)	(6,349)
Present value of future minimum lease payments	103,055	95,311	198,366
Present value of lease liabilities:			
Payable within one year	56,515	95,311	151,826
Payable more than 1 year but not more than 2 years	46,540	-	46,540
	103,055	95,311	198,366
Analysed as:			
Current	56,515	95,311	151,826
Non-current	46,540	-	46,540
	103,055	95,311	198,366

The range of interest rates per annum at the reporting date for the lease liabilities are as follows:

	31.03.2023 %	30.09.2021 %
Motor vehicles	4.66 - 5.53	5.04 - 6.54
Lease of premises	4.68	4.68

27. TRADE PAYABLES

	Group	
	31.03.2023 RM	30.09.2021 RM
Trade payables	5,179,136	3,712,055
Retention sum	1,206,047	484,538
	6,385,183	4,196,593

The normal credit terms granted by the trade creditors to the Group range from 30 to 90 days (30.09.2021: 30 to 90 days).

28. OTHER PAYABLES

	Group		Company	
	31.03.2023 RM	30.09.2021 RM	31.03.2023 RM	30.09.2021 RM
Other payables	748,126	942,661	188,238	275,440
Accruals	796,521	1,298,465	173,479	270,115
Deposits received	4,100	4,100	-	-
	1,548,747	2,245,226	361,717	545,555

29. AMOUNTS DUE TO DIRECTORS

These non-trade amounts represent unsecured, interest-free advances which are repayable on demand.

30. RELATED PARTIES DISCLOSURES

(a) Identity of related parties

For the purposes of these financial statements, parties are considered to be related to the Group and to the Company if the Group and the Company have the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decision, or vice versa, or where the Group and the Company and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

The Group and the Company have a related party relationship with its subsidiaries, associate, shareholders of a subsidiary and key management personnel.

(b) Related party transactions

The related party balances are shown in Notes 14, 20, 21 and 29 respectively. The related party transactions of the Group and of the Company are shown below.

	Group		Company	
	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM	01.10.2021 to 31.03.2023 RM	01.10.2020 to 30.09.2021 RM
Transactions with subsidiaries:				
- Advances to	-	-	(2,909,996)	(114,968)
- Advances from	-	-	5,075,712	3,088,234
- Assignment of debts	-	-	587,226	-
- Rental income	-	-	-	(36,000)
Transactions with an associate:				
- Repayment from/(Advances to)	500,000	(752,173)	500,000	(752,173)
- Assignment of debts	(587,226)	-	(587,226)	-
Transaction with Directors:				
- Advances from	72,380	-	-	-
Transaction with Shareholders of a subsidiary:				
- Repayment from	1,000,000	1,000,000	1,000,000	1,000,000

(c) Compensation of key management personnel

Key management personnel are 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, including any Directors of the Company and its subsidiaries.

The remunerations paid by the Group and the Company to the Directors during the financial period/year has been disclosed in Note 5(b).

31. SEGMENT INFORMATION

(a) Reporting format

Segment information is presented in respect of the Group's business segments. Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis.

i.	ICT consultancy	E-business software application
ii.	Software solution	Provision of business intelligence software and development, IT service management consultancy and system integration
iii.	RFID system	Hardware system integration, mechanical and engineering services, access control system and building automation system
iv.	F&B distribution	Sales and distribution of food and beverages products
v.	Investment holding	Investment in subsidiaries

Except as indicated above, no operating segments have been aggregated to form the above reportable operating segments.

Segment revenue and results

The accounting policies of the reportable segments are the same as the Group's accounting policies described in Note 3(s). Segment results represent profit or loss before finance costs and tax of the segment. Inter-segment transactions are entered in the ordinary course of business based on terms mutually agreed upon by the parties concerned.

Segment assets

Segment assets are measured based on all assets of the segment, excluding deferred tax assets and tax assets.

Segment liabilities

Segment liabilities are measured based on all liabilities of the segment, excluding deferred tax liabilities and tax liabilities.

(b) Allocation basis and transfers

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets, liabilities and expenses.

Segment revenue, expenses and results include transfers between business segments. These transfers are eliminated on consolidation.

31. SEGMENT INFORMATION (cont'd)

	Note	ICT Consultancy RM	Software Solution RM	RFID System RM	F&B Distribution RM	Investment Holding RM	Total RM	Elimination RM	Total RM
31.03.2023									
Revenue:									
Total revenue		16,054,014	9,074,522	22,813,883	39,232,275	-	87,174,694	-	87,174,694
Results:									
Depreciation of property, plant and equipment		49,416	10,980	1,163	55,718	349,756	467,033	79,223	546,256
Depreciation of right-of-use assets		61,499	50,451	150,756	23,697	-	286,403	(50,451)	235,952
Impairment loss on:									
- investment in an associate		-	-	-	-	11,510,800	11,510,800	(11,510,800)	-
- trade receivables		-	-	567,822	19,579	-	587,401	-	587,401
- amount due from an associate		-	-	-	-	3,566,025	3,566,025	-	3,566,025
Fair value loss on other investment		-	-	-	-	10,680,985	10,680,985	-	10,680,985
Realised loss on foreign exchange		121,739	7,580	560	-	-	129,879	-	129,879
Lease of:									
- short-term leases		27,200	-	-	-	-	27,200	-	27,200
- low value assets		4,762	-	15,300	-	-	20,062	-	20,062
Accretion of interest income on amount due from shareholders of a subsidiary		-	-	-	-	(284,228)	(284,228)	-	(284,228)
Interest income		(37,585)	(4)	(17,235)	(56,642)	(42,484)	(153,950)	-	(153,950)
Income from corporate support services		(228,558)	(1,266,564)	-	-	-	(1,495,122)	1,495,122	-
Interest expenses on:									
- Bank overdraft		-	-	326,562	-	344,433	670,995	-	670,995
- Term loans		-	-	-	-	65,724	65,724	-	65,724
- Lease liabilities		8,665	2,893	12,218	1,160	-	24,936	(2,893)	22,043
Rental income		-	-	(32,400)	-	(174,930)	(207,330)	54,000	(153,330)
Reversal of impairment loss on:									
- investment in an associate		-	-	-	-	-	-	(33,732)	(33,732)
- investment in subsidiaries		-	-	-	-	(9,205,851)	(9,205,851)	9,205,851	-
- trade receivables		-	(304,958)	(6,206)	-	-	(311,164)	-	(311,164)
Segment results		2,805,592	2,400,246	(537,457)	10,595,534	(18,936,470)	(3,672,555)	2,255,909	(1,416,646)
Interest expense		(8,665)	(2,893)	(338,780)	(1,160)	(410,157)	(761,655)	2,893	(758,762)
Share of results of associate, net of tax		-	-	-	-	-	-	(11,544,532)	(11,544,532)
Profit/(loss) before tax		2,796,927	2,397,353	(876,237)	10,594,374	(19,346,627)	(4,434,210)		(13,719,940)
Tax expense		(586,540)	-	-	(2,648,897)	(3,198)	(3,238,635)	19,013	(3,219,622)
Profit/(loss) for the financial period		2,210,387	2,397,353	(876,237)	7,945,477	(19,349,825)	(7,672,845)		(16,939,562)

31. SEGMENT INFORMATION (cont'd)

	Note	ICT Consultancy RM	Software Solution RM	RFID System RM	F&B Distribution RM	Investment Holding RM	Total RM	Elimination RM	Total RM
31.03.2023 (cont'd)									
Segment assets:									
Investment in an associate		-	-	-	-	9,499,000	9,499,000	-	9,499,000
Other segment assets		13,517,513	7,109,311	20,092,646	33,735,225	124,382,451	198,837,146	(77,090,908)	121,746,238
Total assets	B	13,517,513	7,109,311	20,092,646	33,735,225	133,881,451	208,336,146		131,245,238
Segment liabilities	C	2,295,487	1,891,475	19,842,548	1,929,950	20,353,710	46,313,170	(31,228,899)	15,084,271
Other information:									
Additions to non-current assets excluding deferred tax assets and financial assets		5,183,886	109,911	317,943	12,844	2,619	5,627,203	(5,100,624)	526,579
30.09.2021									
Revenue:									
External sales		9,431,793	2,666,211	12,427,620	20,513,362	-	45,038,986	-	45,038,986
Inter-segment sales	A	-	80,000	-	-	-	80,000	(80,000)	-
Total revenue		9,431,793	2,746,211	12,427,620	20,513,362	-	45,118,986		45,038,986
Results:									
Depreciation of property, plant and equipment		26,493	15,914	38,621	72,142	238,421	391,591	52,815	444,406
Depreciation of right-of-use assets		87,535	33,084	100,387	17,772	-	238,778	(33,084)	205,694
Impairment loss on:									
- goodwill		-	-	-	-	-	-	12,057,000	12,057,000
- investment in subsidiaries		-	-	-	-	12,476,000	12,476,000	(12,476,000)	-
- trade receivables		3,578,025	-	658,435	-	-	4,236,460	-	4,236,460
- other receivables		-	-	-	-	3,617,772	3,617,772	-	3,617,772
- property, plant and equipment		-	22,003	104,313	-	-	126,316	-	126,316
Accretion of interest income on:		(93,200)	(59)	(11,315)	(31,613)	(37,104)	(173,291)	-	(173,291)
- deferred trade receivable		(301,445)	-	-	-	-	(301,445)	-	(301,445)
- amount due from shareholders of a subsidiary		-	-	-	-	(350,226)	(350,226)	-	(350,226)
Loss/(gain) on foreign exchange:									
- realised		-	3,464	-	-	-	3,464	-	3,464
- unrealised		-	(32)	-	-	-	(32)	-	(32)

31. SEGMENT INFORMATION (cont'd)

	Note	ICT Consultancy RM	Software Solution RM	RFID System RM	F&B Distribution RM	Investment Holding RM	Total RM	Elimination RM	Total RM
30.09.2021 (cont'd)									
Results: (cont'd)									
Lease of:									
- short-term leases		-	-	16,200	-	-	16,200	-	16,200
- low value assets		7,062	-	10,200	-	-	17,262	-	17,262
Rental income		-	-	-	-	(114,451)	(114,451)	36,000	(78,451)
Reversal of impairment loss on:									
- investment in an associate		-	-	-	-	(3,140,000)	(3,140,000)	2,781,530	(358,470)
- trade receivables		-	(27,723)	(41,268)	(131,298)	-	(200,289)	-	(200,289)
Segment results		(2,692,847)	575,271	(1,574,063)	5,874,657	(14,588,364)	(12,405,346)	(2,418,261)	(14,823,607)
Interest expense		(7,872)	(2,629)	(357,606)	(1,812)	(215,343)	(585,262)	2,629	(582,633)
Share of results of associate, net of tax		-	-	-	-	-	-	2,781,530	2,781,530
(Loss)/profit before tax		(2,700,719)	572,642	(1,931,669)	5,872,845	(14,803,707)	(12,990,608)		(12,624,710)
Tax expense		(133,802)	(1,723)	-	(1,358,131)	-	(1,493,656)	12,676	(1,480,980)
(Loss)/profit for the financial year		(2,834,521)	570,919	(1,931,669)	4,514,714	(14,803,707)	(14,484,264)		(14,105,690)
Segment assets:									
Investment in an associate		-	-	-	-	21,009,800	21,009,800	-	21,009,800
Other segment assets		12,605,150	4,086,898	11,891,542	25,073,710	99,808,526	153,465,826	(51,319,960)	102,145,866
Total assets	B	12,605,150	4,086,898	11,891,542	25,073,710	120,818,326	174,475,626		123,155,666
Segment liabilities	C	4,101,218	1,222,623	10,761,209	1,181,829	16,155,461	33,422,340	(19,743,681)	13,678,659
Other information:									
Additions to non-current assets excluding deferred tax assets and financial assets		58,495	4,399	24,474	3,101	7,631	98,100	-	98,100

31. SEGMENT INFORMATION (cont'd)

Operating segments

A Inter-segment revenues are eliminated on consolidation.

B Reconciliation of segment assets

	Group	
	31.03.2023	**30.09.2021**
	RM	**RM**
Segment assets	208,336,146	174,475,626
Adjustment on consolidation	(47,500,737)	(33,294,886)
Fair value adjustment on property, plant and equipment	1,716,492	1,716,492
Elimination of inter-segment balances and transactions	(31,306,663)	(19,741,566)
Segment total assets	131,245,238	123,155,666

The following items are added to segment assets to arrive at total assets reported in the consolidated statement of financial position:

	Group	
	31.03.2023	**30.09.2021**
	RM	**RM**
Segment total assets	131,245,238	123,155,666
Deferred tax assets	69,847	71,590
Tax recoverable	55,194	51,196
Total assets	131,370,279	123,278,452

C Reconciliation of segment liabilities

	Group	
	31.03.2023	**30.09.2021**
	RM	**RM**
Segment liabilities	46,313,170	33,422,340
Adjustment on consolidation	77,764	(2,115)
Elimination of inter-segment balances and transactions	(31,306,663)	(19,741,566)
Segment total liabilities	15,084,271	13,678,659

The following items are added to segment liabilities to arrive at total liabilities reported in the consolidated statement of financial position:

	Group	
	31.03.2023	**30.09.2021**
	RM	**RM**
Segment total liabilities	15,084,271	13,678,659
Deferred tax liabilities	392,945	411,958
Tax payable	1,000,857	567,570
Total liabilities	16,478,073	14,658,187

31. SEGMENT INFORMATION (cont'd)

Geographical information

All of the segments are operated within Malaysia.

Major customer information

The Group has 2 customers which contributed approximately RM25.2 million or 29% (30.09.2021: 3 customers, RM15.7 million or 35%) of the Group's revenue during the financial period/year.

32. FINANCIAL INSTRUMENTS

Categories of financial instruments

The Group's and the Company's financial assets and financial liabilities are all categorised as amortised costs except for other investment categorised as fair value through profit or loss.

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 their financial risks, including credit risk, interest risk, foreign currency risk, liquidity risk and equity price risk. 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. The Group does not apply hedge accounting.

The following sections provide details regarding the Group's and the Company'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 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 primarily from their receivables (which consist of trade and other receivables), contract assets, amounts due from subsidiaries, amount due from an associate and shareholders of a subsidiary. There are no significant changes as compared to prior years. For other financial assets (including cash and cash equivalents), the Group and the Company minimises credit risk by dealing exclusively with high credit rating counterparties. There are no significant changes as compared to prior years.

Trade receivables and contract assets

Risk management objectives, policies and processes for managing the risk

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis. Credit risk is minimised and monitored via strictly limiting the Group's association to business partners with good credit rating. Credit evaluations are performed on all customers requiring credit over a certain amount.

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

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

32. FINANCIAL INSTRUMENTS (cont'd)

Financial Risk Management Objectives and Policies (cont'd)

(i) Credit risk (cont'd)

Trade receivables and contract assets (cont'd)

Exposure to credit risk, credit quality and collateral

As the Group does not hold any collateral, the maximum exposure to credit risk from receivables and contract assets is represented by the carrying amounts in the statements of financial position as at the end of the reporting period.

Concentration of credit risk

The Group determines concentration of credit risk by monitoring the segment profile of their receivables on an ongoing basis.

As at 31 March 2023, the Group has significant concentration of credit risk arising from the amounts owing from 5 customers (30.09.2021: 2 customers) constituting 45% (30.09.2021: 36%) of net trade receivables of the Group.

Recognition and measurement of impairment loss

The Group has applied the simplified approach in MFRS 9 to measure the loss allowance at lifetime expected credit losses as disclosed in Note 3(o)(i). The Group assesses impairment of trade receivables on individual and collective basis.

Trade receivables from F&B distribution (collective basis)

In managing credit risk of trade receivables, the Group manages its debtors and takes appropriate actions (including but not limited to legal actions) to recover long overdue balances and to ensure that receivables that are neither past due nor impaired are stated at their realisable values. The Group has recognised a loss allowance of 100% for any receivables aged more than 90 days (30.09.2021: 90 days) with loss given default rate of 10% (30.09.2021: 10%) from different customer profiles because historical experience has indicated that these receivables are generally not recoverable.

The Group determines the expected credit losses by using a provision matrix for collective assessed receivables which are grouped together based on shared credit risk characteristics, the number of days past due and similar types of contracts which have similar risk characteristics.

Loss rates are calculated using a "roll rate" method based on the probability of a receivable progressing through successive stages of delinquency.

Loss rates are based on actual credit loss experienced over the prior years and are adjusted to reflect the forward-looking information on macroeconomic factors. The Group also considers differences between (a) economic conditions during the period over which the historical data has been collected, (b) current economic conditions and (c) the Group's view of economic conditions over the expected lives of the receivables.

Trade receivables from other segments (individual basis)

In managing credit risk of trade receivables, the Group manages its debtors and takes appropriate actions (including but not limited to legal actions) to recover long overdue balances and to ensure that receivables that are neither past due nor impaired are stated at their realisable values. The Group has recognised a loss allowance of 100% for any receivables aged more than 180 or 365 days from different customer profiles because historical experience has indicated that these receivables are generally not recoverable.

For individual assessment, it is due to the number of debtors is minimal and these debtors can be individually managed by the Group in an effective and efficient manner. The Group has reasonable and supportable information available to assess the impairment individually.

32. FINANCIAL INSTRUMENTS (cont'd)

Financial Risk Management Objectives and Policies (cont'd)

(i) Credit risk (cont'd)

Trade receivables and contract assets (cont'd)

Impairment losses

The following table provides information about the exposure to credit risk and ECLs for trade receivables and contract assets as at 31 March 2023 and 30 September 2021:

F&B distribution segment

	Gross RM	Loss Allowance RM	Net RM
Group			
31.03.2023			
Trade receivables			
Not past due	1,816,802	(17,426)	1,799,376
Past due:			
- 1 to 30 days	1,486,674	(18,316)	1,468,358
- 31 to 60 days	883,918	(22,964)	860,954
- 61 to 90 days	411,795	(43,404)	368,391
	2,782,387	(84,684)	2,697,703
	4,599,189	(102,110)	4,497,079
Credit impaired			
- More than 90 days	323,453	(34,093)	289,360
Trade receivables, net	4,922,642	(136,203)	4,786,439
30.09.2021			
Trade receivables			
Not past due	1,783,168	(21,423)	1,761,745
Past due:			
- 1 to 30 days	1,491,357	(20,808)	1,470,549
- 31 to 60 days	749,426	(19,210)	730,216
- 61 to 90 days	147,207	(14,720)	132,487
	2,387,990	(54,738)	2,333,252
	4,171,158	(76,161)	4,094,997
Credit impaired			
- More than 90 days	404,662	(40,463)	364,199
Trade receivables, net	4,575,820	(116,624)	4,459,196

32. FINANCIAL INSTRUMENTS (cont'd)

Financial Risk Management Objectives and Policies (cont'd)

(i) Credit risk (cont'd)

Trade receivables and contract assets (cont'd)

Impairment losses (cont'd)

Other segments

	Gross RM	Loss Allowance RM	Net RM
Group			
31.03.2023			
Trade receivables			
Not past due	5,639,310	-	5,639,310
Past due:			
- 1 to 30 days	1,124,929	-	1,124,929
- 31 to 60 days	748,720	-	748,720
- 61 to 90 days	890,855	-	890,855
- 90 to 180 days	89,982	-	89,982
	2,854,486	-	2,854,486
	8,493,796	-	8,493,796
Credit impaired			
- More than 180 or 365 days	6,786,881	(6,786,881)	-
Retention sum	2,113,923	(273,917)	1,840,006
Trade receivables, net	17,394,600	(7,060,798)	10,333,802
Contract assets	6,603,241	-	6,603,241
	23,997,841	(7,060,798)	16,937,043
30.09.2021			
Non-current:			
Trade receivables			
Not past due	6,113,143	-	6,113,143
Past due:			
- 1 to 30 days	872,482	-	872,482
- 31 to 60 days	94,667	-	94,667
- 61 to 90 days	42,090	-	42,090
- 90 to 180 days	126,808	-	126,808
	1,136,047	-	1,136,047
	7,249,190	-	7,249,190
Credit impaired			
- More than 180 or 365 days	6,785,140	(6,785,140)	-
Retention sum	1,167,565	(19,000)	1,148,565
Trade receivables, net	15,201,895	(6,804,140)	8,397,755
Contract assets	2,179,916	-	2,179,916
	17,381,811	(6,804,140)	10,577,671

32. FINANCIAL INSTRUMENTS (cont'd)

Financial Risk Management Objectives and Policies (cont'd)

(i) Credit risk (cont'd)

<u>Trade receivables and contract assets</u> (cont'd)

Impairment losses (cont'd)

<u>Receivables that are neither past due nor impaired</u>

F&B distribution and other segments

Trade receivables that are neither past due nor impaired are creditworthy debtors with good payment records and mostly are regular customers that have been transacting with the Group.

<u>Receivables that are past due but not impaired</u>

F&B distribution segment

The Group has not provided for these trade receivables as there has been no significant changes in their credit quality and the amounts are still considered recoverable which are not past due for more than 90 days.

Other segments

The Group has not provided for these trade receivables as there has been no significant changes in their credit quality and the amounts are still considered recoverable which are not past due for more than 180 or 365 days.

<u>Credit impaired</u>

F&B distribution segment

Trade receivables that are individually determined to be impaired at the reporting date relate to debtors that are in significant financial difficulties and have defaulted on payments which aged more than 90 days from different customer profiles. These receivables are not secured by any collateral or credit enhancements.

Other segments

Trade receivables that are individually determined to be impaired at the reporting date relate to debtors that are in significant financial difficulties and have defaulted on payments which aged more than 180 or 365 days from different customer profiles. These receivables are not secured by any collateral or credit enhancements.

The movement in the allowance for impairment loss on trade receivables are as follows:

	31.03.2023 RM	30.09.2021 RM
Group		
At beginning of the financial period/year	6,920,764	2,884,593
Charge for the financial period/year	587,401	4,236,460
Reversal during the period/year	(311,164)	(200,289)
At end of the financial period/year	7,197,001	6,920,764

32. FINANCIAL INSTRUMENTS (cont'd)

Financial Risk Management Objectives and Policies (cont'd)

(i) Credit risk (cont'd)

Cash and cash equivalents

The cash and cash equivalents are held with banks and financial institutions. As at the reporting date, the maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position. These banks and financial institutions have low credit risks. Hence, a loss allowance is not necessary.

Other receivables

Expected credit loss of other receivables is determined individually after considering the financial strength of the other receivables. As at the end of the reporting period, the maximum exposure to credit risks is represented by their carrying amounts in the statements of financial position.

The amounts due from shareholders of a subsidiary relates to the refund pertaining to the shortfall of profit guarantee net of fair value adjustment as disclosed in Note 14.

The Group and the Company consider the amounts due from shareholders of a subsidiary have low credit risk. As at the reporting date, there were no indications of impairment loss in respect of amounts due from shareholders of a subsidiary.

As at the end of the reporting period, the Group and the Company have assessed other receivables which are past due more than 1 year as credit impaired. As such, the Group and the Company have provided allowances for expected credit losses on these other receivables as disclosed in Note 18.

Credit risk on deposits is mainly arising from deposits paid for the security deposits (performance bond) which are refundable upon the satisfactory completion of the contract. In prior financial year, the Group and the Company have provided impairment loss of RM3,617,772 which was included as "impairment loss on other receivables" in the statements of comprehensive income due to project termination and uncertainty over the recoverability.

As at the end of the reporting period, the deposits as disclosed in Note 18 are considered to have low credit risk as they are not due for payment at the end of the reporting period and there has been no significant increase in the risk of default on the deposits since initial recognition.

The movement in the allowance for impairment loss on other receivables are as follows:

	Group		Company	
	31.03.2023 RM	30.09.2021 RM	31.03.2023 RM	30.09.2021 RM
At beginning of the financial period/year	4,164,242	546,470	4,099,672	481,900
Charge for the financial period/year	-	3,617,772	-	3,617,772
At end of the financial period/year	4,164,242	4,164,242	4,099,672	4,099,672

Inter-company loans and advances

Risk management objectives, policies and processes for managing the risk

Associate

The Group and the Company provide unsecured loans and advances to its associate. The Group and the Company monitor the ability of the associate to repay the loans and advances on an individual basis.

32. FINANCIAL INSTRUMENTS (cont'd)

Financial Risk Management Objectives and Policies (cont'd)

(i) Credit risk (cont'd)

<u>**Inter-company loans and advances**</u> (cont'd)

Risk management objectives, policies and processes for managing the risk (cont'd)

<u>Subsidiaries</u>

The Company provides unsecured loans and advances to its subsidiaries. The Company monitors the ability of the subsidiaries to repay the loans and advances on an individual basis.

Exposure to credit risk, credit quality and collateral

As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position. Loans and advances provided are not secured by any collateral.

Recognition and measurement of impairment loss

<u>Associate</u>

Generally, the Group and the Company consider loans and advances to an associate have moderate credit risk. The Group and the Company assume that there is a significant increase in credit risk when the associate's financial position deteriorates significantly. The Group and the Company consider an associate's loans or advances to be credit impaired when the associate is unlikely to repay its loan or advances to the Group and the Company in full given insufficient highly liquid resources when the loan is demanded.

As at the end of the reporting period, the Group and the Company have assessed amount due from an associate as credit impaired. As such, the Group and the Company have provided allowances for expected credit losses on these amount due from an associate as disclosed in Note 21.

The movement in the allowance for impairment loss on amount due from an associate is as follows:

	31.03.2023 RM	30.09.2021 RM
Group		
At beginning of the financial period/year	-	-
Charge for the financial period/year	3,566,025	-
At end of the financial period/year	3,566,025	-

<u>Subsidiaries</u>

Generally, the Company considers loans and advances to subsidiaries have low credit risk. The Company assumes that there is a significant increase in credit risk when subsidiaries' financial position deteriorates significantly. As the Company is able to determine the timing of payments of the subsidiaries' loans and advances when they are payable, the Company considers subsidiaries' loans or advances to be credit impaired when the subsidiaries are unlikely to repay the loans or advances to the Company in full given insufficient highly liquid resources when the loans are demanded.

The Company determines the probability of default for these loans and advances individually using internal information available.

As at the reporting date, there were no indication of impairment loss in respect of amounts due from subsidiaries.

32. FINANCIAL INSTRUMENTS (cont'd)

Financial Risk Management Objectives and Policies (cont'd)

(ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group's and the Company's exposure to interest rate risk arises mainly from interest-bearing financial assets and liabilities.

In respect of interest-earning financial assets and interest-bearing financial liabilities, the effective interest rates at the reporting date, in which they reprice or mature, whichever is earlier are disclosed in Notes 22 and 25 respectively.

Exposure in interest rate risk

The interest rate profile of the Group's and of the Company's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period was:

	Group		Company	
	31.03.2023 RM	30.09.2021 RM	31.03.2023 RM	30.09.2021 RM
Floating rate instruments:				
Financial assets:				
- Fixed deposit placed with licensed banks	4,131,019	4,058,942	2,199,004	2,162,943
- Short-term money market deposit	3,500,000	500,000	-	-
	7,631,019	4,558,942	2,199,004	2,162,943
Financial liabilities:				
- Bank overdrafts	(3,372,003)	(4,391,629)	(492,505)	(492,505)
- Term loans	(1,414,479)	(1,534,546)	(1,414,479)	(1,534,546)
	(4,786,482)	(5,926,175)	(1,906,984)	(2,027,051)
Net financial assets/(liabilities)	2,844,537	(1,367,233)	292,020	135,892

Interest rate risk sensitivity analysis

The following table details the sensitivity analysis on the floating rate instruments to a reasonably possible change in the interest rate as at the end of the reporting period, with all other variables held constant:

	Group		Company	
	31.03.2023 RM	30.09.2021 RM	31.03.2023 RM	30.09.2021 RM
Effect on results after tax/equity:				
Increase of 50 basis points (30.09.2021: 50 basis points)	10,809	(5,195)	1,110	516
Decrease of 50 basis points (30.09.2021: 50 basis points)	(10,809)	5,195	(1,110)	(516)

32. FINANCIAL INSTRUMENTS (cont'd)

Financial Risk Management Objectives and Policies (cont'd)

(iii) Foreign currency risk

Foreign currency risk is the risk that the fair value of cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates.

The Group is exposed to foreign currency risk on purchases that are denominated in a currency other than the functional currency of the Group. The currencies giving rise to this risk are primarily in Euro ("EUR") and United States Dollar (''USD").

Foreign exchange exposures in transactional currencies other than functional currency of the Group are kept to an acceptable level.

Exposure to foreign currency risk

The Group's significant exposure to foreign currency (a currency which is other than functional currency of the Group) risk, based on carrying amounts as at end of the reporting period was:

	Group	
	31.03.2023	**30.09.2021**
	RM	**RM**
Payables		
Euro (''EUR")	(1,532,522)	(655,219)
United States Dollar (''USD")	(121,739)	(898,587)
	(1,654,261)	(1,553,806)

A 5% strengthening/weakening of the RM against the EUR and USD at the end of the reporting period would have immaterial impact on the Group's loss after tax. This assumes that all other variables remain constant.

(iv) Liquidity risk

Liquidity risk is the risk that the Group and the Company will encounter difficulty in meeting financial obligations associated with financial liabilities. 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 objective is to maintain a balance between continuity of funding and flexibility through use of stand-by credit facilities.

The Group's and the Company's liquidity risk management policy is to manage their debt maturity profile, operating cash flows and the availability of funding so as to ensure that refinancing, repayment and funding needs are met. In addition, the Group and the Company maintain sufficient levels of cash and available banking facilities at a reasonable level to their overall debt position to meet their working capital requirement.

32. FINANCIAL INSTRUMENTS (cont'd)

Financial Risk Management Objectives and Policies (cont'd)

(iv) Liquidity risk (cont'd)

The following table sets out the maturity profile of the Group's and of the Company's financial liabilities as at the end of the reporting period based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period):

		<---------- Contractual Cash Flows				---------->
	Carrying Amount RM	On Demand/ Within 1 year RM	1 to 2 years RM	2 to 5 years RM	Over 5 years RM	Total RM
31.03.2023						
Group						
Financial liabilities:						
- Trade payables	6,385,183	6,385,183	-	-	-	6,385,183
- Other payables	1,548,747	1,548,747	-	-	-	1,548,747
- Amounts due to Directors	88,030	88,030	-	-	-	88,030
- Term loans	1,414,479	202,680	202,680	608,040	719,723	1,733,123
- Bank overdrafts	3,372,003	3,372,003	-	-	-	3,372,003
- Lease liabilities	315,021	169,191	160,776	-	-	329,967
	13,123,463	11,765,834	363,456	608,040	719,723	13,457,053
Company						
Financial liabilities:						
- Financial guarantee *	-	2,879,498	-	-	-	2,879,498
- Other payables	361,717	361,717	-	-	-	361,717
- Amounts due to subsidiaries	18,048,837	18,048,837	-	-	-	18,048,837
- Term loans	1,414,479	202,680	202,680	608,040	719,723	1,733,123
- Bank overdrafts	492,505	492,505	-	-	-	492,505
	20,317,538	21,985,237	202,680	608,040	719,723	23,515,680
30.09.2021						
Group						
Financial liabilities:						
- Trade payables	4,196,593	4,196,593	-	-	-	4,196,593
- Other payables	2,245,226	2,245,226	-	-	-	2,245,226
- Amounts due to Directors	15,650	15,650	-	-	-	15,650
- Term loans	1,534,546	126,360	189,540	568,620	940,085	1,824,605
- Bank overdrafts	4,391,629	4,391,629	-	-	-	4,391,629
- Lease liabilities	198,366	157,216	47,499	-	-	204,715
	12,582,010	11,132,674	237,039	568,620	940,085	12,878,418
Company						
Financial liabilities:						
- Financial guarantee *	-	3,899,124	-	-	-	3,899,124
- Other payables	545,555	545,555	-	-	-	545,555
- Amounts due to subsidiaries	13,560,351	13,560,351	-	-	-	13,560,351
- Term loans	1,534,546	126,360	189,540	568,620	940,085	1,824,605
- Bank overdrafts	492,505	492,505	-	-	-	492,505
	16,132,957	18,623,895	189,540	568,620	940,085	20,322,140

* *This liquidity risk exposure is included for illustration purpose only as the financial guarantee has not crystallised.*

32. FINANCIAL INSTRUMENTS (cont'd)

Financial Risk Management Objectives and Policies (cont'd)

(v) Equity price risk

Equity price risk arises from the Group's and the Company's equity investment.

Risk management objectives, policies and processes for managing the risk

The management of the Group and of the Company monitors the equity investment on an individual basis. All buy and sell decisions are approved by the Board of Directors of the Company.

Equity price risk sensitivity analysis

The following table details the sensitivity analysis on the equity investment to a reasonably possible change in the equity price as at the end of the reporting period:

	Group and Company	
	31.03.2023	**30.09.2021**
	RM	**RM**
Effect on results after tax/equity:		
50% strengthening in market price	4,761,026	-
50% weakening in market price	(4,761,026)	-

33. FAIR VALUES INFORMATION

Financial instrument carried at fair value

The fair value measurement hierarchy used to measure the fair value of quoted shares investment is disclosed below.

Level 1:

The fair value of other investment at fair value through profit or loss is determined by reference to the quoted closing bid price at the end of the financial period.

Financial instruments other than those carried at fair value

Financial instruments that are not carried at fair values and whose carrying amounts are reasonable approximation of fair values

The carrying amounts of short-term receivables and payables, cash and cash equivalents and short-term borrowings approximate their fair values due to the relatively short-term nature of these financial instruments and insignificant impact of discounting.

The carrying amount of long-term floating rate term loans approximates their fair value as the loans will be re-priced to market interest rate on or near reporting date.

There were no material transfer between Level 1, Level 2 and Level 3 during the financial period/year.

34. CAPITAL MANAGEMENT

The primary objective of the Group's capital management is to ensure that it maintains a healthy capital ratio in order to support its business and maximise shareholders' value.

The Group manages its capital structure and make adjustments to it, in light of changes in economic and business conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares.

No changes were made in the objectives, policies and processes during the financial period/year ended 31 March 2023 and 30 September 2021.

The Group and the Company are required to maintain a gearing ratio of not more than 1.00 time. The Group and the Company are in compliance with all the externally imposed capital requirements.

The Group and the Company monitor capital using a gearing ratio, which is net debt divided by total capital plus net debt. Net debt includes borrowings and lease liabilities, less fixed deposits placed with licensed bank, short-term money market deposit and cash and bank balances whilst total capital is the equity attributable to the Owners of the Company.

There were no changes in the Group's approach to capital management during the financial period/year.

The gearing ratio as at 31 March 2023 and 30 September 2021, which are within the Group's and the Company's objective of capital management are as follows:

	Group		Company	
	31.03.2023	**30.09.2021**	**31.03.2023**	**30.09.2021**
	RM	**RM**	**RM**	**RM**
Borrowings	4,786,482	5,926,175	1,906,984	2,027,051
Lease liabilities	315,021	198,366	-	-
	5,101,503	6,124,541	1,906,984	2,027,051
Less:				
- Fixed deposits placed with licensed banks	4,131,019	4,058,942	2,199,004	2,162,943
- Short-term money market deposit	3,500,000	500,000	-	-
- Cash and bank balances	19,505,684	15,587,176	14,130,461	12,092,689
	27,136,703	20,146,118	16,329,465	14,255,632
Net cash	(22,035,200)	(14,021,577)	(14,422,481)	(12,228,581)
Equity attributable to the Owners of the Company, representing total capital	115,593,510	107,054,722	113,557,108	104,681,762
Capital and net cash	93,558,310	93,033,145	99,134,627	92,453,181
Gearing ratio	*	*	*	*

* *Not meaningful*

35. OPERATING LEASES

Leases as lessor

The Group and the Company have entered into leases on the properties. The Group classified these leases as operating leases, because they do not transfer substantially all of the risks and rewards incidental to the ownership of the assets.

The following table sets out the maturity analysis of lease receivables, showing the undiscounted lease receivables after the reporting date.

	Group		Company	
	31.03.2023 RM	**30.09.2021 RM**	**31.03.2023 RM**	**30.09.2021 RM**
Within one year	90,003	62,550	126,003	98,550
More than 1 year but not more than 2 years	90,950	-	111,950	3,000
More than 2 years but not more than 5 years	22,738	-	22,738	-
	203,691	62,550	260,691	101,550

36. SIGNIFICANT EVENTS DURING THE FINANCIAL PERIOD

(a) On 11 November 2021, the Company via extraordinary general meeting obtained approval from shareholders for the following proposals:

(i) Proposed capital reduction

The proposed capital reduction entails a reduction of RM99,500,000 of the issued share capital of the Company pursuant to Section 115(a) read together with Section 116 of the Companies Act 2016. On 23 February 2022, the Company announced that the sealed copy of the order obtained from the High Court of Malaya at Kuala Lumpur confirming the capital reduction has been lodged with the Registrar, marking the effective date and completion of the capital reduction.

(ii) Proposed issuance of share capital

During the year, the Company entered into a subscription agreement with VinVest to issue 1,100,000,000 new ordinary shares at an issue price of RM0.0211 per ordinary share, to be fully satisfied via the issuance of 62,645,075 new ordinary shares of VinVest at an issue price of RM0.3705 per ordinary share. On 30 November 2021, the Company had increased its paid up share capital by RM23,210,000 via issuance of ordinary shares.

(b) On 6 January 2022, the Company had increased its paid up share capital by RM5,000,000 via issuance of ordinary shares pursuant to acquisition of remaining 10% equity interest in Sunland as disclosed in Note 11.

37. EVENT SUBSEQUENT TO THE END OF FINANCIAL PERIOD

On 18 July 2023, the Director cum major shareholder of the Company, Mohammad Sobri bin Saad, had lodged a police report against his agent who disposed off his 1,052,000,000 shares in the Company on 23 June 2023 and 26 June 2023 through Affin- Hwang Nominees (Tempatan) Sdn. Bhd. and Kenanga Nominees (Tempatan) Sdn. Bhd. respectively via open market without his knowledge and consent. In addition, his shares was transferred to another account based on false misrepresentation and forgery of his signature.

38. COMPARATIVE FIGURES

(i) The comparatives relating to the statements of comprehensive income, statements of changes in equity, statements of cash flows and related notes are made up of financial period from 1 October 2020 to 30 September 2021 and therefore are not comparable with the current financial period from 1 October 2021 to 31 March 2023.

(ii) Certain comparative figures have been reclassified to conform with current year's presentation as follows:

	Group		Company	
	As previously disclosed RM	As restated RM	As previously disclosed RM	As restated RM
30.09.2021				
Statements of Financial Position:				
Non-current Assets				
Deferred tax asset	-	71,590	-	-
Non-Current Liabilities				
Deferred tax liabilities	340,368	411,958	-	-
Statements of Comprehensive Income:				
Purchases and other direct costs	(29,239,882)	(30,029,828)	-	-
Employee benefit expenses	(6,818,759)	(6,028,813)	(469,495)	(469,495)

LIST OF PROPERTIES

TITLE / LOCATION	DESCRIPTION / EXISTING USE	REGISTERED OWNER	AGE OF BUILDINGS (Years)	BUILT-UP AREA (Sq feet)	TENURE	CARRYING AMOUNT @ 31.03.23 (RM)	ORIGINAL COST (RM)
No. 25-5 & 25-6, Oval Damansara No. 685, Jalan Damansara 60000 Kuala Lumpur	Office Unit/ Head Office	EA Holdings Bhd	9 years	3,148	Freehold	981,450	1,624,472
No. 22-3A Oval Damansara No. 685, Jalan Damansara 60000 Kuala Lumpur	Office Unit/ Tenanted	EA Holdings Bhd	9 years	1,579	Freehold	455,047	758,412
No. 22-5 Oval Damansara No. 685, Jalan Damansara 60000 Kuala Lumpur	Office Unit/ Tenanted	EA Holdings Bhd	9 years	1,579	Freehold	459,833	766,389
No. 28-2 Oval Damansara No. 685, Jalan Damansara 60000 Kuala Lumpur	Office Unit/ Office Use	EA Holdings Bhd	9 years	1,504	Freehold	437,853	729,755
No. 29-2 Oval Damansara No. 685, Jalan Damansara 60000 Kuala Lumpur	Office Unit/ Tenanted	EA Holdings Bhd	9 years	1,504	Freehold	437,853	729,755
No.4, Jalan Sungai Beting 2 Batu 3 3/4, Jalan Kapar Rantau Panjang 41200 Klang, Selangor	Office Unit/ Warehouse	Sunland Volonte Agency Sdn Bhd	26 years	11,141	Freehold	2,268,803	2,876,437
					Total	**5,040,839**	**7,485,220**

ANALYSIS OF SHAREHOLDINGS
AS AT 21 JUNE 2023

Total Number of Issued Shares	:	6,451,763,421
Class of Shares	:	Ordinary Shares
Voting Rights	:	One vote per share

DISTRIBUTION OF SHAREHOLDINGS

	No. of holders	%	No. of Shares	%
Less Than 100	242	2.6	11,779	0.0
101 - 1,000	222	2.4	98,943	0.0
1,001 - 10,000	693	7.5	4,630,313	0.1
10,001 - 100,000	3,765	40.8	211,597,309	3.3
100,001 and below 5%	4,311	46.7	4,135,425,077	64.2
5% and above	3	0.0	2,100,000,000	32.4
Total	**9,236**	**100.0**	**6,451,763,421**	**100.0**

SUBSTANTIAL SHAREHOLDINGS

	Direct Interest		Deemed Interest	
Name	**No. of holders**	**%**	**No. of Shares**	**%**
Mohammad Sobri bin Saad	1,133,424,300	17.6	-	-
Vinvest Capital Holdings Berhad	1,100,000,000	17.1	-	-

DIRECTORS' SHAREHOLDINGS

	Direct Interest		Deemed Interest	
Name	**No. of holders**	**%**	**No. of Shares**	**%**
Mohammad Sobri bin Saad	1,133,424,300	17.6	-	-
Basir bin Bachik	492,000	0.0	-	-
Choo Seng Choon	-	-	-	-
Abdul Fattah bin Mohamed Yatim	18	0.0	-	-
Dato' Azahar bin Rasul	-	-	-	-

ANALYSIS OF SHAREHOLDINGS
AS AT 21 JUNE 2023

LIST OF 30 LARGEST SHAREHOLDERS

No.	Name	No. of Shares	%
1	VINVEST CAPITAL HOLDINGS BERHAD	1,100,000,000	17.1
2	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD (KEJAYA KAYA SDN BHD FOR MOHAMMAD SOBRI BIN SAAD)	500,000,000	7.8
3	MOHAMMAD SOBRI BIN SAAD	500,000,000	7.8
4	KENANGA NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR MOHAMMAD SOBRI BIN SAAD)	133,424,300	2.0
5	PUBLIC NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR CHAN CHEE WAI (E-BPJ))	40,000,000	0.6
6	FOO CHEE KOON	36,100,000	0.6
7	ANDREW TEOH JIT SENG	35,500,000	0.6
8	FOO FOOK MIN	31,633,000	0.5
9	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR LEONG KIM FONG)	28,500,000	0.4
10	CGS-CIMB NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR TAY HOCK SOON (MY1055))	27,511,000	0.4
11	SIM MUI KHEE	26,495,100	0.4
12	MAYBANK NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR THONG KOK WAN)	24,000,000	0.4
13	LIM YUEN SING	22,500,000	0.4
14	KENANGA NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR MICHAEL HENG CHUN HONG)	22,000,000	0.3
15	MAH SIEW HOE	22,000,000	0.3
16	PUBLIC NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR KWAH WOI LEONG (E-BPJ/JKA))	22,000,000	0.3
17	YAP YOUNG SIONG	20,000,033	0.3
18	KIAN SIEW SIN	20,000,000	0.3
19	KOH CHEE MENG	20,000,000	0.3
20	MAYBANK NOMINEES (TEMPATAN) SDN BHD (LING KHENG)	19,805,400	0.3
21	HO LAI KUAN	19,742,666	0.3
22	WONG SAU LAI	19,630,000	0.3
23	HIEW HOCK NGAN	17,500,000	0.3
24	TAN TIAM YEE	17,363,800	0.3
25	KIAN SIEW SIN	17,000,000	0.3
26	CHEONG CHEE YIP	15,500,000	0.2
27	LIAW HOCK CHOON	15,000,000	0.2
28	WONG CHANG HENG	14,910,000	0.2
29	LOW JU-LIEN	14,730,000	0.2
30	LAI SIEW MIN	14,000,000	0.2

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT that the 12th Annual General Meeting of the **EA HOLDINGS BERHAD** ("EAH" or the "Company") which will be held as a fully virtual meeting conducted through live streaming and remote voting using the remote participation and voting facilities at the online meeting platform of Vote2U Online provided by Agmo Digital Solutions Sdn Bhd ("AGMO") in Malaysia via its website at https://web.vote2u.my on Wednesday, 27 September 2023 at 11.00 a.m. to transact the following business :

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial period ended 31 March 2023 and the Reports of Directors and Auditors thereon. **Please refer to Explanatory Note (a)**

2. To approve the payment of Directors' fees amounting to RM196,380 from 1 October 2021 to 31 March 2023. **Resolution 1**

3. To approve the payment of Directors' fees amounting to RM155,920 for the financial year ending 31 March 2024. **Resolution 2**

4. To re-elect the Director, Ms. Wong Wan Rou who retires in accordance with Article 123 of the Company's Constitution. **Resolution 3**

5. To re-elect the Director, Mr. Choo Seng Choon who retires in accordance with Article 126 of the Company's Constitution. **Resolution 4**

6. To re-elect the Director, En. Mohammad Sobri bin Saad, who retires in accordance with Article 126 of the Company's Constitution. **Resolution 5**

7. To re-appoint Messrs. Moore Stephens Associates PLT as auditor of the Company and to authorize the Directors to fix their remuneration. **Resolution 6**

AS SPECIAL BUSINESS

To consider and, if deemed fit, to pass the following resolution :

8. **Authority to issue shares** **Resolution 7**
"THAT, subject always to the Companies Act 2016, the Company's Constitution and the approvals of the relevant governmental/regulatory authorities, if applicable, the Directors be and are hereby empowered, pursuant to Section 75 and Section 76 of the Companies Act 2016, to issue shares in the Company from time to time 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 issued pursuant to this Resolution does not exceed 10% of the total number of issue shares of the Company for the time being and that 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 Malaysia Securities Berhad and that such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company."

9. **Ordinary Resolutions**

- **Retention of En. Abdul Fattah Bin Mohamed Yatim as an Senior Independent Non-Executive Director** **Resolution 8**
  (i) "THAT authority be and is hereby given to En. Abdul Fattah Bin Mohamed Yatim, who has served as an Senior Independent Non-Executive Director of the Company for a cumulative term of more than 9 years, to continue to act as an Senior Independent Non-Executive Director of the Company."

- **Retention of Dato' Azahar Bin Rasul as an Independent Non-Executive Director** **Resolution 9**
  (ii) "THAT authority be and is hereby given to Dato' Azahar Bin Rasul, who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than 9 years, to continue to act as an Independent Non-Executive Director of the Company."

NOTICE OF ANNUAL GENERAL MEETING

10. To transact any other business for which due notice shall have been given.

By Order of the Board

TAN KAH KOON (MAICSA 7066666) (SSM PC No. 201908001500)
Company Secretary

Kuala Lumpur
31 July 2023

IMPORTANT NOTICE

1. *With reference to the revised `Guidance Note and Frequently Asked Questions ("**FAQs**") on the Conduct of General Meetings for Listed Issuers' ("**Guidance Note**") issued by the Securities Commission Malaysia ("**SC**") on 7 April 2022, EA Holdings Berhad ("**EAH**" or the "**Company**") will continue to leverage on technology to facilitate communication and engagement with shareholders by conducting its 12th AGM on a fully virtual basis through live streaming and online remote voting using Remote Participation and Voting ("**RPV**") facilities via Vote2U online meeting platform at https://web.vote2u.my.*

2. *Shareholders of the Company are to attend, participate, speak (including posing questions to the Board via real time submission of typed texts) and vote remotely at the meeting via the Remote Participation and Voting Facilities ("**RPV**") provided by Agmo Digital Solutions Sdn Bhd ("**AGMO**") via its Vote2U Online website at https://web.vote2u.my. Please follow the Procedures for RPV provided in the Administrative Details for the meeting and read the notes below in order to participate remotely via RPV.*

3. *A shareholder of the Company who is entitled to attend, participate, speak and vote at the meeting via RPV is entitled to appoint one (1) or more proxies to attend, participate, speak and vote in his/ her stead. Where a shareholder appoints more than one (1) proxy in relation to the meeting, the appointments shall be invalid unless he/ she specifies the proportions of his/ her holding to be represented by each proxy. The proxy may but need not be a shareholder of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend, participate, speak and vote at the meeting shall have the same rights as the shareholder to speak at the meeting.*

4. *Where a shareholder of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**") which holds ordinary shares in the Company for multiple beneficial owners in one securities account (omnibus account), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*

5. *A shareholder of the Company who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this meeting via RPV must request his/ her proxy to register himself/ herself for RPV at Vote2U Online website at https://web.vote2u.my. Please follow the Procedures for RPV in the Administrative Details for the meeting.*

6. *The appointment of a proxy may be made by electronic means or in a hard copy form in the following manner and must be received by the Company not less than twenty-four (24) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the appointment proposes to vote:*

   i. *By electronic form*
   The proxy form can be submitted via fax at 03-2770 8166 or email to eah.meeting@gmail.com or by electronically lodged.

   ii. *Online via Vote2U Online*
   Register via Vote2U Online website at https://web.vote2u.my (applicable to individual shareholders only). Kindly refer to the Administrative Details on the procedures for electronic lodgment of proxy form via Vote2U Online.

   iii. *In hard copy form*
   In the case of an appointment made in hard copy form, the Proxy Form must be deposited with the Registered Office of the Company at 29-2, Level 29, Oval Damansara, 685, Jalan Damansara, Taman Tun Dr. Ismail, 60000 Kuala Lumpur.

7. *Please ensure ALL the particulars as required in the Proxy Form are completed, signed and dated accordingly.*

8. *Last date and time for lodging the Proxy Form is Tuesday, 26 September 2023, 11:00 a.m.*

9. *Any authority pursuant to which such an appointment is made by a power of attorney or appointment of corporate representative must be deposited with the Registered Office of the Company at 29-2, Level 29, Oval Damansara, 685, Jalan Damansara, Taman Tun Dr. Ismail, 60000 Kuala Lumpur not less than twenty-four (24) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/ or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.*

10. *For the purpose of determining a shareholder who shall be entitled to attend the meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Clause 89 of the Company's Constitution and Section 34(1) of the SICDA to issue a General Meeting Record of Depositors as at Monday, 18 September 2023. Only a depositor whose name appears therein shall be be entitled to participate the said meeting or appoint a proxy to attend, participate, speak and/ or vote on his/ her stead.*

PERSONAL DATA PRIVACY:-

*By submitting an instrument appointing a proxy(ies) and/ or representative(s) to attend, participate, speak and vote at the meeting 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 meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the meeting (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.*

Explanatory notes :

a) Item 1 - Audited Financial Statement for the financial period ended 31 March 2023

The item is meant for discussion only, as the provision of Section 340(1) of the Companies Act 2016 does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this item is not put forward for voting.

b) Ordinary Resolution 7 - Proposed authority to issue shares

The Company wishes to renew the mandate on the authority to issue shares pursuant to Section 75 of the Companies Act 2016 at the 11th AGM of the Company (hereinafter referred to as the "General Mandate").

The Company had been granted a general mandate by its shareholders at the 11th AGM of the Company held on 22 March 2022 (hereinafter referred to as the "Previous Mandate").

As at the date of this notice, 279,329,600 new ordinary shares of the Company were issued pursuant to the Previous Mandate in connection with the acquisition by the Company of the remaining 10% equity interest in Sunland Volonte Agency Sdn Bhd for a purchase consideration of RM5.0 million. The new ordinary shares were listed on 6 January 2022 on the ACE Market of Bursa Malaysia Securities Berhad.

The General Mandate will enable the Directors of the Company to issue shares any time to such persons in their absolute discretion without convening a general meeting as it would be both time and cost-consuming to organise a general meeting. This authority, unless revoked or varied by the Company in a general meeting, will expire at the next Annual General Meeting. The proceeds raised from the General Mandate will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding future investment project(s), working capital and/ or acquisitions.

c) **Ordinary Resolutions 8 - Retention of En. Abdul Fattah Bin Mohamed Yatim as an Senior Independent Non-Executive Director**

Ordinary Resolutions 9 - Retention of Dato' Azahar Bin Rasul as an Independent Non-Executive Director

The Nomination Committee and the Board of Directors have assessed the independence of En. Abdul Fattah bin Mohamed Yatim and Dato' Azahar Bin Rasul who have served as the Senior Independent Non-Executive Director and Independent Non-Executive Director of the Company for a cumulative term of 9 years or more, and recommended them to continue acting as the Independent Non-Executive Directors of the Company based on the following justifications:-

a) they fulfilled the criteria under the definition of Independent Director as stated in the Ace Market Listing Requirements of Bursa Malaysia Securities Berhad, and thus, they would able to provide a check and balance and bring an element of objectivity to the Board;

b) they are familiar with the Company's business operations and are able to advise the Board diligently;

c) they have devoted sufficient time and attention to their professional obligations for informed and balanced decision making by actively participated in Board discussion and provided an independent voice to the Board; and

d) they have exercised their due care during their tenure as Independent Non-Executive Directors of the Company and carried out their professional duties in the best interest of the Company and shareholders.

STATEMENT ACCOMPANYING THE NOTICE OF ANNUAL GENERAL MEETING

Pursuant to Paragraph 8.29(2) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad :-

1. **Details of individuals who are standing for election as Directors**

   The profile of the Directors who are standing for re-election is stated on page 10 to 12 of this Annual Report.

2. **Statement relating to the general mandate for issue of securities in accordance with Rule 6.04(3) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad**

   Detail of the General Mandate for the Authority to issue shares pursuant to Section 75 of the Companies Act 2016 are set out in Explanatory Notes (b) of the Notice of AGM.

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

EA HOLDINGS BERHAD

General Meeting	:	Annual General Meeting
Day, Date, and Time of Meeting	:	Wednesday, 27 September 2023 at 11:00 a.m.
Remote Participation and Voting Facilities	:	https://web.vote2u.my
Meeting Venue	:	Online Meeting Platform of Vote2U at https://web.vote2u.my
Domain Registration Numbers with MYNIC	:	D6A471702

With reference to the revised `Guidance Note and Frequently Asked Questions ("**FAQs**") on the Conduct of General Meetings for Listed Issuers' ("**Guidance Note**") issued by the Securities Commission Malaysia ("**SC**") on 7 April 2022, EA Holdings Berhad ("**EAH**" or the "**Company**") will continue to leverage on technology to facilitate communication and engagement with shareholders by conducting its 12th AGM on a fully virtual basis through live streaming and online remote voting using Remote Participation and Voting ("**RPV**") facilities via Vote2U online meeting platform at https://web.vote2u.my.

Kindly note that the quality of the live streaming is highly dependent on the bandwidth and stability of the internet connection of shareholders and proxies. Hence, you are to ensure that internet connectivity throughout the duration of the meeting is maintained.

Entitlement to Participate and Vote Remotely

Shareholders whose names appear on the Record of Depositors ("**ROD**") as at **Monday, 18 September 2023** shall be eligible to attend, participate and vote remotely in the meeting, or appoint proxy(ies)/ the Chairman of the general meeting to attend, participate and/or vote on his/her behalf.

PROCEDURES TO PARTICIPATE IN RPV FACILITIES

Please follow the procedures to participate in RPV facilities as summarised below:

BEFORE MEETING DAY

A:	**REGISTRATION**	
	Description	**Procedure**
i.	Shareholders to Register with Vote2U ☑ Individual Shareholders	a. Access website at https://web.vote2u.my b. Select "***Sign Up***" to sign up as user. c. Read and indicate your acceptance of the 'Privacy Policy' and 'Terms & Conditions' by clicking on a small box ☐. Then select "***Next***". d. Fill-in your details – (i) ensure your email address is valid & (ii) create your own password. Then select "***Continue***". e. Upload a clear copy of your MyKAD for Malaysian (front only) or passport for non-Malaysian (page with photo). f. Registration as user completed. g. An email notification will be sent to you. *Note:* *If you have already signed up/ registered as a user with Vote2U previously, you are not required to register again.*

ADMINISTRATIVE GUIDE FOR SHAREHOLDERS

B:	REGISTRATION OF PROXY	
	Description	**Procedure**
i.	Submit Proxy Form (hard copy) ☑ Individual Shareholders ☑ Corporate Shareholders ☑ Authorised Nominee ☑ Exempt Authorised Nominee	a. Fill-in the details on the hard copy Proxy Form by providing the following information: o Proxy(ies) & Corporate Representative • Name • Number of MyKAD for Malaysian or passport for non-Malaysian • Address and email address – ensure email address is valid b. Corporate Representative only – deposit the hard copy of Proxy Form together with the following document to the address as stated on the Proxy Form: • A copy of Certificate of Appointment as corporate representative c. Individual shareholders, authorised nominee and exempt authorised nominee - deposit the hard copy Proxy Form to the address as stated on the Proxy Form. d. Submitted Proxy Form will be verified. e. After verification, proxy(ies) and corporate representative will receive email notification with temporary credentials, i.e. email address & password, to log in to Vote2U.

REVOCATION OF PROXY

	Description	Procedure
i.	Revoke a Proxy ☑ Individual Shareholders ☑ Corporate Shareholders ☑ Authorised Nominee ☑ Exempt Authorised Nominee	a. Email to Company Secretary at bizvibeconsultancy@gmail.com to revoke the appointment of your proxy(ies). *Note:* *Applicable to individual shareholders/ corporate shareholders/ authorised nominee/ exempt authorised nominee who have appointed proxy(ies)/ corporate representative using hard copy Proxy Form.*

ON GENERAL MEETING DAY

1.	Log in to *https://web.vote2u.my* with your registered email address and password.
	For proxy(ies) and corporate representative, log in with the temporary credentials in the email which you have received from Vote2U.
2.	Vote2U will be opened for log in **one (1) hour** before the commencement of the general meeting you are attending.
3.	When you are logged in, select the general meeting event you are attending. On the main page, you are able to access the following:

	Description	Procedures
i.	Live Streaming	a. Select "***Watch Live***" button to view the live streaming.
ii.	Ask Question (real-time)	a. Select "Ask Question" button to pose a question. b. Type in your question and select "***Submit***". *Note:* *The Chairman of the general meeting/ Board of Directors will endeavour to respond to questions submitted by remote shareholders and proxies and corporate representatives during the meeting.*

ON GENERAL MEETING DAY

	Description	Procedures
iii.	Remote Voting	a. On the main page, scroll down and select "***Confirm Details & Start Voting***". b. To vote, select your voting choice from the options provided. A confirmation screen will appear to show your selected vote. Select "***Next***" to continue voting for all resolutions. c. After you have completed voting, a Voting Summary page appears to show all the resolutions with you voting choices. Select "***Confirm***" to submit your vote. *Note:* *Once you have confirmed and submitted your votes, you are not able to change your voting choices.*
iv.	View Voting Results	a. On the main page, scroll down and select "***View Voting Results***".
v.	End of RPV	a. Upon the announcement by the Chairman of the general meeting on the closure of the said meeting, the live streaming will end. b. You may log out from Vote2U.

ADDITIONAL INFORMATION

Voting Procedure

Pursuant to paragraph 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, voting at a general meeting will be conducted by poll. The Company has appointed Agmo Digital Solutions Sdn. Bhd. as the poll administrator to conduct the polling process and Aegis Communication Sdn. Bhd. as the independent scrutineers to verify the results of the poll.

No e-Voucher, Gift, and Food Voucher

There will be no e-Voucher, gift, and food voucher for shareholders, proxies and corporate representatives who participate in the meeting.

Enquiry

a. For enquiries relating to the general meeting, please contact our Share Registrar during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:

Telephone No. : 03-7729 5529
Email : insurban@gmail.com

b. For enquiries relating to RPV facilities or issues encountered during registration, log in, connecting to the live streaming and online voting facilities, please contact Vote2U helpdesk during office hours (9:00 a.m. to 5:00 p.m.) on Mondays to Fridays (except public holidays) as follows:

Telephone No. : 03-7664 8520 / 03-7664 8521
Email : vote2u@agmostudio.com

This page is intentionally left blank.

EA Holdings Berhad
Registration No. 200901034925 (878041-A)

CDS Account No.:	
No. of Shares Held:	

PROXY FORM

*I/We ______________________________ *NRIC/Company No ______________
(FULL NAME IN BLOCK CAPITAL)

of ____
(FULL ADDRESS)

telephone no. ______________ email address ______________ being a member/members of EA HOLDINGS BERHAD.

Name of proxy & NRIC No.		No. of shares	%
1.			
2.			

or failing him/her

Name of proxy & NRIC No.		No. of shares	%
1.			
2.			

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 Twelfth Annual General Meeting ("12th AGM") of the Company to be held on Wednesday, 27 September 2023 at 11.00 a.m. and at any adjournment thereof in the manner indicated below in respect of the following Resolutions :

	RESOLUTIONS	**For**	**Against**
1.	To approve the payment of Directors' fees amounting to RM196,380 from 1 October 2021 to 31 March 2023.		
2.	To approve the payment of Directors' fees amounting to RM 155,920 for the financial year ending 31 March 2024.		
3.	To re-elect the Director, Ms. Wong Wan Rou, who retires in accordance with Article 123 of the Company's Constitution.		
4.	To re-elect the Director, Mr. Choo Seng Choon who retires in accordance with Article 126 of the Company's Constitution.		
5.	To re-elect the Director, En. Mohammad Sobri bin Saad, who retires in accordance with Article 126 of the Company's Constitution.		
6.	To re-appoint Messrs. Moore Stephens Associates PLT as auditors of the Company and to authorize the Directors to fix their remuneration.		
	AS SPECIAL BUSINESS		
7.	Authority to issue shares.		
8.	Retention of En. Abdul Fattah bin Mohamed Yatim as Senior Independent Non-Executive Director.		
9.	Retention of Dato' Azahar Bin Rasul as Independent Non-Executive Director.		

Please mark with " X " in either box if you wish to direct the proxy how to vote. If no mark is made the proxy may vote on the resolutions or abstain from voting as the proxy thinks fit.

** Strike out whichever is not desired*

Signed this ____________ day of ________________________ 2023

____
Signature(s) of Member(s)

____
Affix Company's Seal (if applicable)

IMPORTANT NOTICE

1. *With reference to the revised `Guidance Note and Frequently Asked Questions ("**FAQs**") on the Conduct of General Meetings for Listed Issuers' ("**Guidance Note**") issued by the Securities Commission Malaysia ("**SC**") on 7 April 2022, EA Holdings Berhad ("**EAH**" or the "**Company**") will continue to leverage on technology to facilitate communication and engagement with shareholders by conducting its 12th AGM on a fully virtual basis through live streaming and online remote voting using Remote Participation and Voting ("**RPV**") facilities via Vote2U online meeting platform at https://web.vote2u.my.*
2. *Shareholders of the Company are to attend, participate, speak (including posing questions to the Board via real time submission of typed texts) and vote remotely at the meeting via the Remote Participation and Voting Facilities ("**RPV**") provided by Agmo Digital Solutions Sdn Bhd ("**AGMO**") via its Vote2U Online website at https://web.vote2u.my. Please follow the Procedures for RPV provided in the Administrative Details for the meeting and read the notes below in order to participate remotely via RPV.*
3. *A shareholder of the Company who is entitled to attend, participate, speak and vote at the meeting via RPV is entitled to appoint one (1) or more proxies to attend, participate, speak and vote in his/ her stead. Where a shareholder appoints more than one (1) proxy in relation to the meeting, the appointments shall be invalid unless he/ she specifies the proportions of his/ her holding to be represented by each proxy. The proxy may but need not be a shareholder of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend, participate, speak and vote at the meeting shall have the same rights as the shareholder to speak at the meeting.*
4. *Where a shareholder of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("**SICDA**") which holds ordinary shares in the Company for multiple beneficial owners in one securities account (omnibus account), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*
5. *A shareholder of the Company who has appointed a proxy or attorney or authorised representative to attend, participate, speak and vote at this meeting via RPV must request his/ her proxy to register himself/ herself for RPV at Vote2U Online website at https://web.vote2u.my. Please follow the Procedures for RPV in the Administrative Details for the meeting.*
6. *The appointment of a proxy may be made by electronic means or in a hard copy form in the following manner and must be received by the Company not less than twenty-four (24) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the appointment proposes to vote:*
   - *i. By electronic form*

     The proxy form can be submitted via fax at 03-2770 8166 or email to eah.meeting@gmail.com or by electronically lodged.
   - *ii. Online via Vote2U Online*

     Register via Vote2U Online website at https://web.vote2u.my (applicable to individual shareholders only). Kindly refer to the Administrative Details on the procedures for electronic lodgment of proxy form via Vote2U Online.
   - *iii. In hard copy form*

     In the case of an appointment made in hard copy form, the Proxy Form must be deposited with the Registered Office of the Company at 29-2, Level 29, Oval Damansara, 685, Jalan Damansara, Taman Tun Dr. Ismail, 60000 Kuala Lumpur.
7. *Please ensure ALL the particulars as required in the Proxy Form are completed, signed and dated accordingly.*
8. *Last date and time for lodging the Proxy Form is Tuesday, 26 September 2023, 11:00 a.m.*
9. *Any authority pursuant to which such an appointment is made by a power of attorney or appointment of corporate representative must be deposited with the Registered Office of the Company at 29-2, Level 29, Oval Damansara, 685, Jalan Damansara, Taman Tun Dr. Ismail, 60000 Kuala Lumpur not less than twenty-four (24) hours before the time appointed for holding the meeting or adjourned meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/ or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.*
10. *For the purpose of determining a shareholder who shall be entitled to attend the meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd, in accordance with Clause 89 of the Company's Constitution and Section 34(1) of the SICDA to issue a General Meeting Record of Depositors as at Monday, 18 September 2023. Only a depositor whose name appears therein shall be be entitled to participate the said meeting or appoint a proxy to attend, participate, speak and/ or vote on his/ her stead.*

PERSONAL DATA PRIVACY:-

*By submitting an instrument appointing a proxy(ies) and/ or representative(s) to attend, participate, speak and vote at the meeting 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 meeting (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the meeting (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.*

Fold Here

Affix
stamp

The Company Secretaries

EA HOLDINGS BERHAD

Registration No. 200901034925 (878041-A)

29-2, Level 29, Oval Damansara,
685, Jalan Damansara,
Taman Tun Dr Ismail
60000 Kuala Lumpur

Fold Here

Holdings Berhad
Registration No. 200901034925 (878041-A)

EA HOLDINGS BERHAD

Unit 25-5, Level 25, Oval Damansara,
685,Jalan Damansara, 60000 Kuala Lumpur.
T +603 7733 9762 **F** 603 7733 9765
W www.eah.com.my