FOCUS DYNAMICS

GROUP BERHAD

[Registration No. 200201015261 (582924-P)]

ANNUAL REPORT

2026

Shaping Lifestyle Experiences

ENHANCED BY AI
DRIVEN BY PEOPLE

Building a Smarter,
More Connected Future
for Lifestyle and Beyond

CORPORATE INFORMATION

CORPORATE INFORMATION

BOARD OF DIRECTORS

Tan Sri Dato' Seri Tan King Tai @ Tan Khoon Hai
Independent Non-Executive Chairman

Tay Ben Seng, Benson
Executive Director

Leow Wey Seng
Independent Non-Executive Director

Tang Yee Ling
Independent Non-Executive Director

Ng Chee Kin
Independent Non-Executive Director






Company Secretary

Wong Yuet Chyn
(MAICSA 7047163)
(SSM PC No. 202008002451)

Registered Office

DF2-09-02, Level 9, Persoft Tower
6B, Persiaran Tropicana
Tropicana Golf & Country Resort
47410 Petaling Jaya
Selangor Darul Ehsan
Malaysia

Tel No. : 03-3008 1123
Fax No. : 03-3008 1124

Share Registrar

Prosec Share Registration Sdn. Bhd.
DF2-09-02, Level 9, Persoft Tower
6B, Persiaran Tropicana
Tropicana Golf & Country Resort
47410 Petaling Jaya
Selangor Darul Ehsan
Malaysia

Tel No. : 03-3008 1123
Fax No. : 03-3008 1124

CORPORATE INFORMATION
(cont'd)

Auditors

UHY Malaysia PLT
(202406000040)
(LLP0041391-LCA) & AF1411
Suite 11.05, Level 11, The Gardens
South Tower, Mid Valley City
Lingkaran Syed Putra
59200 Kuala Lumpur
W.P. Kuala Lumpur
Malaysia

Tel No. : 03-2279 3088
Fax No. : 03-2279 3099

Solicitors

Loh Poh Seng & Co.
Advocates & Solicitors

Principal Place of Business

Lot 12.1, 12th Floor, Menara Lien Hoe
No. 8, Persiaran Tropicana
Tropicana Golf & Country Resort
47410 Petaling Jaya
Selangor Darul Ehsan, Malaysia

Tel No. : 03-7803 7333
Fax No. : 03-7803 7338
Email : info@focusdynamics.com.my
Website : www.focusdynamics.com.my

Stock Exchange Listing

Bursa Malaysia Securities Berhad
(ACE Market)
Sector :
Consumer Products & Services
Stock Number : 0116
Stock Short Name : Focus

Audit and Risk Management Committee

Leow Wey Seng – Chairman
Tang Yee Ling – Member
Ng Chee Kin – Member

Nomination and Remuneration Committee

Tang Yee Ling – Chairman
Leow Wey Seng – Member
Ng Chee Kin – Member

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twenty-Second ("**22nd**") Annual General Meeting ("**AGM**") of **FOCUS DYNAMICS GROUP BERHAD** ("**the Company**") will be held at Lot 4.1, 4th Floor, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan, Malaysia, on **Thursday, 27 August 2026** at **10.30 a.m.** to transact the following businesses:

AGENDA

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 March 2026 ("**FYE 31 March 2026**") and together with the Reports of the Directors and Auditors thereon. **(See Explanatory Note 10)**

2. To approve the payment of Directors' fees of RM324,000 from the 22nd AGM until the next AGM of the Company. **(Ordinary Resolution 1)** **(See Explanatory Note 11)**

3. To approve the payment of Directors' benefits amounting to RM20,700 from the 22nd AGM until the next AGM of the Company. **(Ordinary Resolution 2)** **(See Explanatory Note 11)**

4. To re-elect the following Directors who are retiring under Clause 135 of the Company's Constitution:

   (i) Mr. Tay Ben Seng, Benson; and **(Ordinary Resolution 3)**

   (ii) Mr. Leow Wey Seng **(Ordinary Resolution 4)**

   (See Explanatory Note 12)

5. To re-appoint UHY Malaysia PLT as Auditors of the Company for the financial year ending 31 March 2027 and to authorise the Board of Directors to fix their remuneration. **(Ordinary Resolution 5)**

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions:

6. **Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016 ("CA 2016") ("Proposed General Mandate")** **(Ordinary Resolution 6)** **(See Explanatory Note 13)**

"**THAT** subject always to Sections 75 and 76 of the CA 2016, the Constitution, the ACE Market Listing Requirements ("**AMLR**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and the approval of any governmental and/or regulatory authorities, the Directors be and are hereby authorised to allot and issue shares in the Company at any 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 to be issued pursuant to this resolution does not exceed 10% of the total number of issued shares (excluding treasury shares) of the Company at the time of issuance and such authority under this resolution shall continue in force until the conclusion of the 23rd AGM or when it is required by law to be held, whichever is earlier, **AND THAT** the Directors be and are empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities.

THAT the existing shareholders of the Company hereby waive their pre-emptive rights to be offered new shares ranking equally to the existing issued shares in the Company pursuant to Section 85 of the CA 2016 read together with Clause 66 of the Constitution of the Company arising from any issuance of new shares of the Company pursuant to Sections 75 and 76 of the CA 2016.

AND THAT the Directors of the Company be and are hereby authorised to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation to the Proposed General Mandate."

NOTICE OF ANNUAL GENERAL MEETING

(cont'd)

7. **Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue and/or Trading Nature ("Proposed Renewal of Existing Shareholders' Mandate")** **(Ordinary Resolution 7) (See Explanatory Note 14)**

"**THAT**, authority be and is hereby given in line with Rule 10.09 of the AMLR of Bursa Securities, for the Company and/or its subsidiaries to enter into any of the recurrent related party transactions with the related party as set out in Section 2.4 of the Circular to Shareholders in relation to the Proposed Renewal Shareholders' Mandate dated 31 July 2026 which are necessary for the day-to-day operations of the Company and/or its subsidiaries within the ordinary course of business of the Company and/or its subsidiaries, made on an arm's length basis and on normal commercial terms which are those generally available to the public and are not detrimental to the minority shareholders of the Company;

AND THAT such authority shall commence immediately upon the passing of this resolution until:

(i) the conclusion of the next AGM of the Company following the general meeting at which the ordinary resolution for the Proposed Renewal of Existing Shareholders' Mandate was passed, at which time it shall lapse, unless the authority is renewed by a resolution passed at the next AGM; or
(ii) the expiration of the period within which the next AGM after that date it is required by law to be held pursuant to Section 340(2) of the CA 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the CA 2016); or
(iii) revoked or varied by an ordinary resolution passed by the shareholders of the Company at a general meeting,

whichever is earlier.

AND FURTHER THAT the Directors of the Company be and are hereby authorised to do all acts, deeds and things as they may be deemed fit, necessary, expedient and/or appropriate in order to implement the Proposed Renewal of Existing Shareholders' Mandate with full power to assent to all or any conditions, variations, modifications and/or amendments in any manner as may be required by any relevant authorities or otherwise and to deal with all matters relating thereto and to take all such steps and to execute, sign and deliver for and on behalf of the Company all such documents, agreements, arrangements and/or undertakings, with any party or parties and to carry out any other matters as may be required to implement, finalise and complete, and give full effect to the Proposed Renewal of Existing Shareholders' Mandate in the best interest of the Company."

8. To transact any other business of the Company for which due notice shall have been received in accordance with the CA 2016.

By Order of the Board
FOCUS DYNAMICS GROUP BERHAD

WONG YUET CHYN
(MAICSA 7047163) (SSM PC NO. 202008002451)
Company Secretary
Selangor Darul Ehsan

Date: 31 July 2026

Notes:

1. A member of the Company entitled to attend and vote is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote in his stead.

2. A member of the Company may appoint not more than two (2) proxies to attend the meeting, provided that the member specifies the proportion of the members shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.

3. A proxy may but need not be a member and there shall be no restriction as to the qualification of the proxy.

4. Where a member is an Authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one proxy in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (omnibus account) there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.

5. The instrument appointing a proxy shall be in writing, and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the registered office of the Company at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan or e-mail to *sharereg@prosec.com.my* or fax to 03-3008 1124 not later than Tuesday, 25 August 2026 at 10.30 a.m., and in default the instrument of proxy shall not be treated as valid.

6. An instrument appointing a proxy shall in the case of an individual, be signed by the appointor or by his attorney duly authorised in writing and in the case of a corporation, be either under its common seal or signed by its attorney or in accordance with the provision of its constitution or by an officer duly authorised on behalf of the corporation.

7. In respect of deposited securities, only members whose names appear on the Record of Depositors on 18 August 2026, shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.

8. Pursuant to Rule 8.31A(1) of the AMLR of Bursa Securities, all resolutions set out in this Notice will be put to vote by way of poll.

9. The members are encouraged to refer the Administrative Guide on registration and voting process for the meeting.

NOTICE OF ANNUAL GENERAL MEETING

(cont'd)

Explanatory Notes on Ordinary Business:

10. **Audited Financial Statements for FYE 31 March 2026**

The audited financial statements are laid in accordance with Section 340(1)(a) of the CA 2016 for discussion only under Agenda 1. They do not require shareholders' approval and hence, will not be put for voting.

11. **Proposed Directors' Fees and Benefits**

Section 230(1) of the CA 2016 provides that the Company shall determine Directors' Fees and Benefits in general meeting.

The Ordinary Resolutions 1 and 2 to propose the Directors' Fees and Benefits up to RM324,000 and RM20,700 respectively with effect from 22nd AGM until the next AGM of the Company.

12. **Re-election of Directors**

Mr. Tay Ben Seng, Benson and Mr. Leow Wey Seng ("**Mr. Leow**") eligible, have offered themselves for re-election at this AGM pursuant to the Clause 135 of the Constitution of the Company.

The Board (with exception of the retiring Directors who abstained) recommended the retiring directors be re-elected as the Directors of the Company as they have character, experience, integrity, competence and time to effectively discharge their roles as Directors of the Company.

The Board was further satisfied that Mr. Leow has complied with the criteria of independence based on the Listing Requirements and remain independent in exercising his judgement and carrying out his roles as independent non-executive director.

Explanatory Notes on Special Business:

13. **Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the CA 2016**

The proposed Ordinary Resolution 6 is proposed for the purpose of renewing the general mandate for issuance of shares by the Company under Sections 75 and 76 of the CA 2016. The Ordinary Resolution 6, if passed, will give the Directors of the Company authority to allot and issue shares at any time to such persons in their absolute discretion without convening a general meeting provided that the aggregate number of the shares issued does not exceed 10% of the total number of issued shares of the Company.

The Proposed General Mandate will provide flexibility to the Company to raise additional funds expeditiously and efficiently during this challenging time, to meet its funding requirements including but not limited to funding future investment project(s), working capital and/or acquisitions.

By approving the allotment and issue of the Company's shares pursuant to the Proposed General Mandate which will rank the equally with the existing issued shares in the Company, the shareholders of the Company are deemed to have waived their pre-emptive rights pursuant to Section 85 of the CA 2016 and Clause 66 of the Constitution of the Company to be first offered the Company's Shares which will result in a dilution to their shareholdings percentage in the Company.

As at the date of this notice, no shares had been allotted and issued since the general mandate granted to the Directors at the last AGM held on 27 August 2025 and this authority will lapse as the conclusion of the 22nd AGM of the Company.

The Board, having considered the current and prospective financial position, needs and capacity of the Group, is of the opinion that the Proposed General Mandate is in the best interests of the Company and its shareholders.

14. **Proposed Renewal of Existing Shareholders' Mandate**

The proposed Ordinary Resolution 7, if passed, will allow the Company and/or its subsidiary companies to enter into a new recurrent related party transaction of a revenue or trading nature. This authority will, unless revoked or varied by the Company in general meeting, expire at the next AGM of the Company. Please refer to the Section 2.4 of the Circular to Shareholders dated 31 July 2026 for more information.

15. **Personal Data Privacy**

By registering for the meeting and/or submitting an instrument appointing proxy(ies) and/or representatives to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company: (i) consents to the processing of the member's personal data by the Company (or its agents): (a) for processing and administration of proxies and representatives appointed for the AGM; (b) for preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (which includes any adjournments thereof); and (c) for the Company's (or its agents") compliance with any applicable laws, listing rules, regulations and/or guidelines (collectively "the Purpose"); (ii) warrants that he/she has obtained such proxy(ies)' and/or representative(s)' prior consent for the Company's (or its agents') processing of such proxy(ies)' and/or representative(s)' personal data for the Purposes; and (iii) agrees that the member will indemnify the Company for any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

Note: The term "processing" and "personal data" shall have the meaning as defined in the Personal Data Protection Act, 2010.

CORPORATE PROFILE

Focus Dynamics Group Berhad ("**FOCUS**" or "**the Company**") was incorporated in Malaysia under the Companies Act, 1965 on 14 June 2002. On 17 November 2015, the Company changed and assumed its name Focus Dynamics Group Berhad.

FOCUS's shares were offered to the public on 10 February 2006 in conjunction with its listing on the MESDAQ Market of Bursa Malaysia Securities Berhad. FOCUS is currently listed on the ACE Market of Bursa Malaysia Securities Berhad.

FOCUS is principally an investment holding company whilst the principal activities of its subsidiaries are as follow:

Company	Date and Country of Incorporation	Equity Interest (%)	Principal Activities
Bounce Entertainment Sdn. Bhd. [Registration No. 201801003936 (1265950-M)]	26 January 2018 Malaysia	100	Other food service activities. Investment advisory services. Creative, arts and entertainment activities.
Centurion International Sdn. Bhd. [Registration No. 201901025934 (1335263-V)]	23 July 2019 Malaysia	100	Investment holding company. To carry on the business of real estate activities involving the ownership, management, leasing and operation of non-residential buildings, whether owned or leased by the Company.
Ferria Sdn. Bhd. [Registration No. 202301037831 (1531753-V)]	26 September 2023 Malaysia	100	To engage in business of operating and managing food and beverage ("**F&B**") outlets. Importer, distributor and wholesaler of wines, champagnes and spirits. To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements and arrangements of any and all kinds with any person, corporation, partnership, firm or association.
Focus Capital Sdn. Bhd. [Registration No. 202101002525 (1402823-M)]	21 January 2021 Malaysia	100	Money lending services.
Focus Concepts Sdn. Bhd. [Registration No. 202101001597 (1401895-P)]	13 January 2021 Malaysia	100	Engaged in business of operating and managing F&B outlets. To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements and arrangements of any and all kinds with any person, corporation, partnership, firm or association.

Company	Date and Country of Incorporation	Equity Interest (%)	Principal Activities
Focus Dynamics Centre Sdn. Bhd. [Registration No. 199901003144 (478044-A)]	2 March 1999 Malaysia	100	Investment holding.
Focus International Holding Sdn. Bhd. [Registration No. 201201030500 (1014987-A)]	28 August 2012 Malaysia	100	Investment holding.
Focus Jumbo Sdn. Bhd. [Registration No. 202101041240 (1441540-A)]	6 December 2021 Malaysia	100	Operating and managing F&B outlets. To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements and arrangements of any and all kinds with any person, corporation, partnership, firm or association. Investment holding.
Focus Medicare Sdn. Bhd. [Registration No. 202101001609 (1401907-U)]	13 January 2021 Malaysia	100	Trading, supplying, wholesaling, manufacturing of medical & healthcare equipment, products and services.
Focus Sky Sdn. Bhd. [Registration No. 202201001582 (1447279W)]	12 January 2022 Malaysia	100	Operating and managing F&B outlets. To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements and arrangements of any and all kinds with any person, corporation, partnership, firm or association. Importer, distributor and wholesaler of wine, champagnes and spirits.
Focus Supernova Sdn. Bhd. [Registration No. 202101020924 (1421224A)]	9 June 2021 Malaysia	100	Operating and managing F&B outlets. Importer, distributor and wholesaler of wine, champagnes and spirits. Other business support service activities.
Focus Volume Sdn. Bhd. [Registration No. 202101004352 (1404651-A)]	4 February 2021 Malaysia	100	Engaged in business of operating and managing F&B outlets. To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements and arrangements of any and all kinds with any person, corporation, partnership, firm or association.

CORPORATE PROFILE

(cont'd)

Company	Date and Country of Incorporation	Equity Interest (%)	Principal Activities
Gaga Sdn. Bhd. [Registration No. 202401034947 (1580794-P)]	21 August 2024 Malaysia	100%	Engaged in the business of operating and managing F&B outlets. Importer, distributer and wholesaler of wine, champagnes and spirits. To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements and arrangements of any and all kinds with any person, corporation, partnership, firm or association.
Kurasu Sdn. Bhd. (fka Focus Deli Sdn. Bhd.) [Registration No. 201601033474 (1204415-V)]	7 October 2016 Malaysia	100	Restaurant, F&B business, entertainment, trading and investment. Other business support service activities.
Lavo Gallery Sdn. Bhd. [Registration No. 200101019492 (555249-D)]	3 August 2001 Malaysia	100	Wholesale and retail of sale of beer, wine and spirits.
Lavo Kuala Lumpur Sdn. Bhd. [Registration No. 202301044875 (1538791-H)]	14 November 2023 Malaysia	100	Engage in business of operating and managing F&B outlets. Importer, distributor and wholesaler of wines, champagnes and spirits. To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements and arrangements of any and all kinds with any person, corporation, partnership, firm or association.
Lavo Selangor Sdn. Bhd. [Registration No. 201501019900 (1145236-V)]	21 May 2015 Malaysia	100	Engaged in businesses of restaurant, F&B as well as investment holding and general trading.
Mingle Club Sdn. Bhd. [Registration No. 202401050705 (1596548-W)]	2 December 2024 Malaysia	100	Operating and managing food & beverage outlets, import, distributor and wholesales of wines, champagnes and spirits. To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description. To carry on general manufacturing, trading and commercial business and to enter into contracts, agreements, and arrangement of any and all kind with any person, corporation, partnership, firm or association.

CORPORATE PROFILE
(cont'd)

Company	Date and Country of Incorporation	Equity Interest (%)	Principal Activities
Spark Lifestyle Sdn. Bhd. [Registration No. 201601014210 (1185141-D)]	25 April 2016 Malaysia	100	Operating and managing club and bar, and engage in the business as an entertainment centre in a F&B outlet.
The Arch Galeries Sdn. Bhd. [Registration No 202401002930 (1548780-V)]	18 January 2024 Malaysia	100	Property management and retail services. Engaged in businesses of restaurant and F&B.
Volume Concept Sdn. Bhd (fka Rise Concept Sdn. Bhd.) [Registration No. 202501000890 (1602305-V)]	7 January 2025 Malaysia	100	Investment Holding. Operating and managing F&B outlets. To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and descripion, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements of any all kinds with any person, corporation, partnership, firm or association.
W Club Sdn. Bhd. [Registration No. 201601036026 (1206967-W)]	27 October 2016 Malaysia	100	Proprietor of entertainment centre.
Bounce Entertainment Limited (Company No. 2725189)	23 July 2018 Hong Kong	100	Engage in food and beverage business, entertainment, general trading and investment holding.
DPC Industrial Systems Sdn. Bhd. [Registration No. 199401038705 (324390-H)]	23 November 1994 Malaysia	100	Engage in businesses of trading of industrial equipment, designing, installation and implementation of automation system for the energy resource-based industry and providing other related products and services.
Focus Dynamic Limited (Company No. 172718)	23 September 2015 Republic of Seychelles	100	Investment holding.
Focus Dynamic Group Limited (Company No. 2299174)	23 October 2015 Hong Kong	100	Trading of wine.
The Arch Properties Sdn. Bhd. [Registration No. 201301001386 (1031223-D)]	11 January 2013 Malaysia	75	Letting of property. Supermarket operations. Parking facilities.

CORPORATE PROFILE
(cont'd)

Company	Date and Country of Incorporation	Equity Interest (%)	Principal Activities
Bell Venture Sdn. Bhd. [Registration No. 202301037228 (1531151-W)]	21 September 2023 Malaysia	75	Engaged in business of operating and managing F&B outlets. Importer, distributor and wholesaler of wines, champagnes and spirits. To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements and arrangements of any and all kinds with any person, corporation, partnership, firm or association.
Focus Carelife Sdn. Bhd. [Registration No. 202101019340 (1419640-M)]	25 May 2021 Malaysia	60	Trading, supplying, wholesaling, manufacturing of medical and healthcare equipment, products and services. To carry on the business of wholesale, retail, importers and exporters of and dealers in all kind of drugs, chemicals, alkalis, manure antibodies and pharmaceutical medicinal.
Goldhill Eagle Sdn. Bhd. [Registration No. 201701043579 (1257752-M)]	28 November 2017 Malaysia	55	Operating and managing F&B outlets.
Miss J Lifestyle Sdn. Bhd. [Registration No. 202401023668 (1569517-D]	13 June 2024 Malaysia	42	Operating and managing F&B outlets.
Sushi Qubey Sdn. Bhd. [Registration No. 202301032604 (1526527-H)]	21 August 2023 Malaysia	37	Operating and managing F&B outlets.
Sushi Mew Sdn. Bhd. [Registration No. 202301001202 (1495121-T)]	11 January 2023 Malaysia	38	Operating and managing F&B outlets.
Everest Scenery Sdn. Bhd. [Registration No. 202301037407 (1531330-W)]	22 September 2023 Malaysia	20	Operating and managing F&B outlets.

Vision

To be the region's leading lifestyle and experiential hospitality group, recognised for creating iconic brands, delivering exceptional experiences, and generating sustainable value that enriches lives and shapes the future of hospitality.

Mission

We create and grow distinctive lifestyle brands and destinations that inspire meaningful connections through exceptional dining, entertainment and hospitality experiences. Guided by innovation, operational excellence, digital transformation and responsible governance, we pursue sustainable growth, cultivate exceptional talent, build enduring partnerships, and create lasting value for the communities we serve.

PROFILE OF DIRECTORS

TAN SRI DATO' SERI TAN KING TAI @ TAN KHOON HAI

Aged 70 / Male / Malaysian

Independent
Non-Executive Chairman

Qualification:

Tan Sri Dato' Seri Tan King Tai @ Tan Khoon Hai ("**Tan Sri Tan King Tai**") holds the following qualifications:

(i) Member of the Institute of Certified Public Accountants, Ireland
(ii) Fellow Member of Chartered Accountants, Ireland
(iii) Fellow Member of Malaysian Association of Company Secretaries
(iv) Honorary Doctorate of Industry, University Sains Malaysia
(v) Degree in Business Management majoring in Accounting, Bolton University; and
(vi) Professor in Practice of Kuala Lumpur University of Science and Technology.

Working Experience:

Tan Sri Tan King Tai has over 44 years of working experience in the fields of auditing, accounting, and corporate finance. His experience and contribution in other directorship are as follows:

- Executive Chairman of Muar Ban Lee Group Berhad (appointed as the Executive Director on 30 June 2009 and redesignated as Executive Chairman on 5 October 2023);
- Non-Executive Chairman of SWS Capital Berhad (appointed as Executive Director on 30 November 2003 and resigned on 26 October 2010; subsequently appointed as Deputy Executive Chairman on 23 December 2015; redesignated as Executive Chairman on 16 November 2016; and redesignated as Non-Executive Chairman on 2 February 2021);
- Non-Executive Chairman of Symphony Life Berhad (appointed as a Non-Executive Director on 2 September 2021; redesignated as Executive Chairman on 15 November 2021; subsequently redesignated as Non-Executive Chairman on 1 October 2023 and resigned on 30 April 2024);
- Non-Executive Chairman of Oversea Enterprise Berhad (appointed on 22 March 2024);
- Non-Executive Chairman of Eka Noodles Berhad (appointed on 8 May 2017 and retired on 21 August 2020);
- Executive Director of Pensonic Holdings Berhad (appointed on 13 September 1995 and resigned on 1 October 2017);
- Senior Independent Non-Executive Director of Unimech Group Berhad (appointed on 6 March 2000 and resigned on 5 July 2016); and
- Independent Non-Executive Director of Denko Industrial Corporation Berhad (appointed on 27 December 2010 and resigned on 21 March 2017).

Apart from his directorship in the Company and other listed companies as mentioned above, he also sits on the board of several other private limited companies.

Other Directorships of Public Companies:

(i) Muar Ban Lee Group Berhad
(ii) SWS Capital Berhad
(iii) Oversea Enterprise Berhad

Details of Any Other Board Committee:

Nil

No. of Board Meetings attended in the financial period:

5/5

TAY BEN SENG, BENSON

Aged 42 / Male / Malaysian

Executive Director

Qualification:

Mr. Tay Ben Seng, Benson ("**Mr. Benson**") holds a Bachelor of Commerce with a double major in Marketing and Management from Curtin University, Perth, Australia.

Working Experience:

Mr. Benson was appointed as an Executive Director of Focus Dynamics Group Berhad ("**FOCUS**" or "**the Company**") on 8 February 2017. He has accumulated extensive experience across a broad range of industries, including food and beverage ("**F&B**"), event management, e-commerce, technology, property-related ventures, manufacturing, and investment holdings. Over the course of his career, he has played an active role in conceptualizing new business ventures and driving strategic business initiatives across diverse sectors.

Throughout his tenure with the Group, Mr. Benson has contributed to the Company's business expansion and the development of lifestyle-focused business concepts. His key responsibilities include business development, corporate planning, and evaluating strategic investment and business opportunities to support the Group's sustainable, long-term growth.

Other Directorships of Public Companies:

(i) SaudiGold Group Berhad
(ii) Oversea Enterprise Berhad
(iii) Green Ocean Corporation Berhad

Details of Any Other Board Committee:

Nil

No. of Board Meetings attended in the financial period:

5/5

LEOW WEY SENG

Aged 44 / Male / Malaysian

Independent
Non-Executive Director

Qualification:

Mr. Leow Wey Seng ("**Mr. Leow**") holds the following qualifications:

(i) Bachelor of Business (Accounting), Monash University Australia;
(ii) Fellow of CPA Australia;
(iii) Member of Malaysia Institute of Accountants (MIA); and
(iv) Member of ASEAN CPA.

Working Experience:

Mr. Leow was appointed as an Independent Non-Executive Director of the Company on 30 March 2021. Mr. Leow possesses extensive professional expertise in both assurance and advisory sectors, further enhanced by his substantial background in financial advisory services acquired during his tenure with Deloitte, a Big Four accounting firm.

Currently, Mr. Leow is a director of a consulting firm providing strategic advice and financial solutions for businesses and entrepreneurs. Mr. Leow is also managing a rubber conveyor belt trading business, which is family owned, serving multiple local and international clients in quarry, cement, port and various manufacturing plants.

Other Directorships of Public Companies:

(i) Vizione Holdings Berhad
(ii) Jadi Imaging Holdings Berhad
(iii) Parlo Berhad
(iv) Sarawak Consolidated Industries Berhad

Details of Any Other Board Committee:

(i) Chairman of Audit and Risk Management Committee
(ii) Member of Nomination and Remuneration Committee

No. of Board Meetings attended in the financial period:

5/5

PROFILE OF DIRECTORS

(cont'd)

TANG YEE LING

Aged 31 / Female / Malaysian

Independent
Non-Executive Director

Qualification:

Ms. Tang Yee Ling ("**Ms. Tang**") holds the following qualifications:

(i) Bachelor of Science (Hons) Accounting and Finance, Sunway University; and

(ii) Foundation in Arts (FIA), Sunway College

Working Experience:

Ms. Tang was appointed as an Independent Non-Executive Director of the Company on 1 December 2021. Ms. Tang started her career as a Vacation Trainee at Pricewaterhousecoopers (PwC) from January 2017 to March 2017. Ms. Tang then joined an e-commerce tech company as Business Development Executive in October 2017 and held the position of Business Development Senior Manager before she resigned from the company in December 2019.

In January 2020, Ms. Tang joined a fintech company as Business Development Manager for Asia Pacific (APAC) which she still holds to-date.

Other Directorships of Public Companies:

Oversea Enterprise Berhad

Details of Any Other Board Committee:

(i) Member of Audit and Risk Management Committee

(ii) Chairman of Nomination and Remuneration Committee

No. of Board Meetings attended in the financial period:

5/5

NG CHEE KIN

Aged 56 / Male / Malaysian

Independent
Non-Executive Director

Qualification:

Mr. Ng Chee Kin ("**Mr. Ng**") holds the following qualifications:

(i) Chartered Institute of Management Accountants (CIMA)

(ii) Diploma in London Chamber of Commerce & Industry (LCCI)

Working Experience:

Mr. Ng is currently working as a financial consultant providing services for private entities and companies. Mr. Ng also holds directorship in Screenasia Network Sdn. Bhd. and E-Face Sdn. Bhd. (advertising industry) since 2010.

Mr. Ng started his career as an Accounts Executive at Asagi Corporation Sdn. Bhd. from July 1991 to May 1994 and from July 1994 to May 1995. Mr. Ng also worked as an Accounts Executive at Federal Furniture (M) Sdn. Bhd. from June 1995 to June 1997. Mr. Ng worked as an Assistant Accountant/Accountant at Lovely Phoenix Sdn. Bhd. from July 1997 to December 1998. Mr. Ng subsequently became Account Manager at Surebest Superstore (M) Sdn. Bhd. from January 1999 to June 2000. Mr. Ng later joined NAC Corporation Sdn. Bhd. as an Accounts Manager and, in July 2000, moved to Yuen Chun Industries Sdn. Bhd. where he worked as Assistant Finance & Admin Manager from July 2000 to December 2002. Mr Ng was then promoted to Finance & Admin Manager from January 2003 to June 2004. From July 2004 to March 2007, Mr. Ng worked as an Accounts Manager at Everchem Corporation (M) Sdn. Bhd.

Other Directorships of Public Companies:

Lambo Group Berhad

Details of Any Other Board Committee:

(i) Member of Audit and Risk Management Committee

(ii) Member of Nomination and Remuneration Committee

No. of Board Meetings attended in the financial period:

5/5

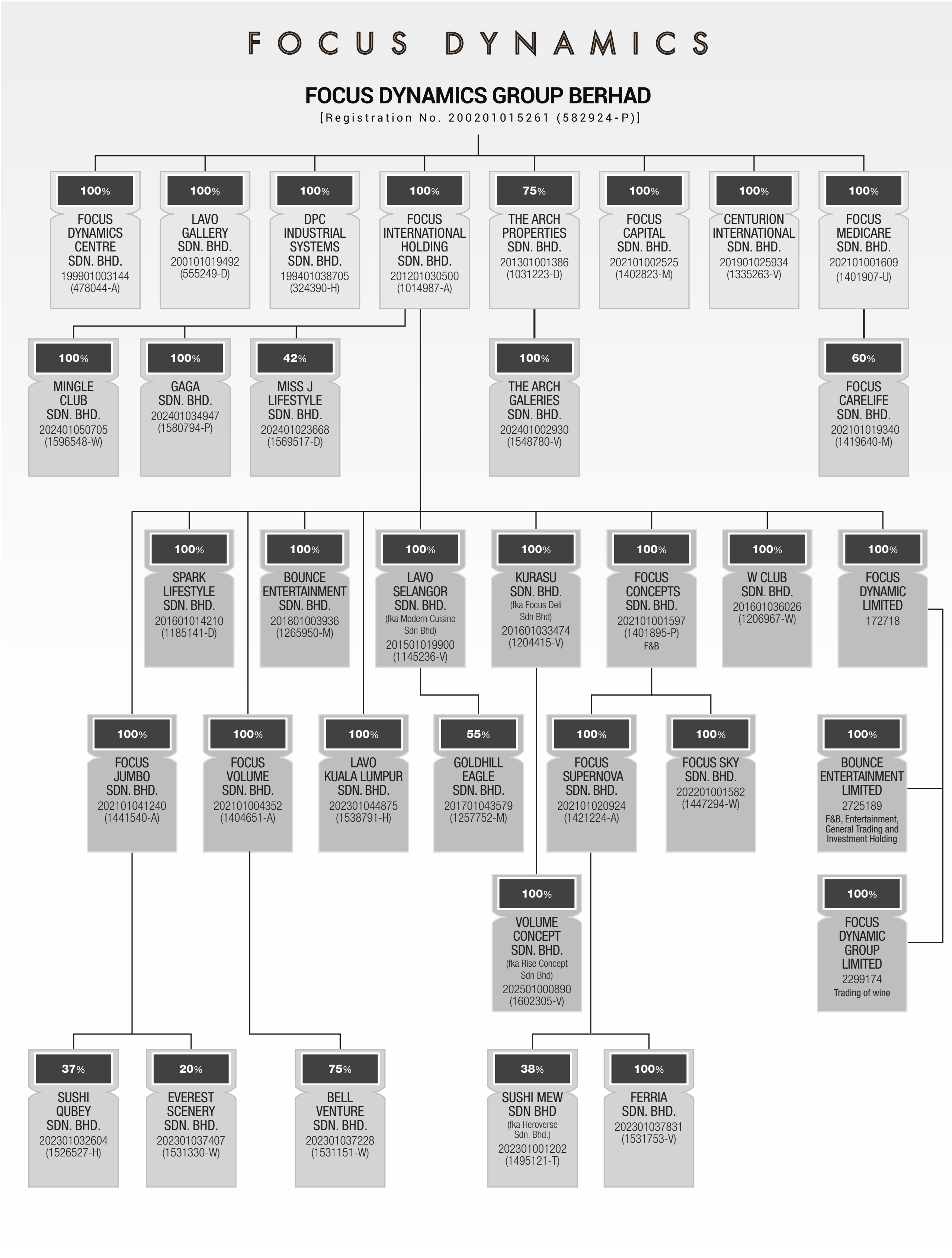
Other Information

1. **Family Relationship**
   None of the Directors have any family relationship with any Director and/or major shareholder of the Company.

2. **Conflict of Interest**
   None of the Directors have any conflict of interest or potential conflict of interests; including any interest in any competing business with the Company and its subsidiaries.

3. **Conviction of Offences**
   None of the Directors have been convicted for any offences within past 5 years other than traffic offences, if any.

CORPORATE STRUCTURE



FINANCIAL HIGHLIGHTS

FIVE YEARS GROUP FINANCIAL SUMMARY

	GROUP				
YEAR ENDED 30 JUNE/ 31 DECEMBER/ 30 SEPTEMBER/ 31 MARCH	01/04/2025 TO 31/03/2026	01/10/2023 TO 31/03/2025	01/07/2022 TO 30/09/2023	01/01/2021 TO 30/06/2022	01/01/2020 TO 31/12/2020
KEY COMPREHENSIVE INCOME STATEMENT DATA (RM'000)					
Revenue	60,136	121,222	94,225	60,237	66,259
Operating profit/(loss)	(20,572)	(1,787)	(19,225)	(69,721)	22,745
EBITDA	1,770	14,306	(5,192)	(60.869)	29,209
Profit/(loss) before taxation	(25,296)	(5,716)	(22,505)	(71,829)	21,984
Net profit attributable to equity holders	(21,073)	(8,899)	(24,165)	(74,423)	16,611
KEY FINANCIAL POSITION STATEMENT DATA (RM'000)					
Total assets	330,056	259,871	226,635	233,895	222,517
Total borrowings	124,221	34,283	28,952	21,585	6,651
Shareholders equity	108,011	128,281	138,761	163,180	177,488
SHARE INFORMATION per share (sen)					
Basic earnings	(0.33)	(0.14)	(0.38)	(1.17)	0.27
Gross dividend	–	–	–	–	–
Net assets per share (RM)	0.02	0.02	0.02	0.03	0.03
Share price as at 30 June/ 31 December/30 September/ 31 March (RM)	0.01	0.02	0.02	0.025	0.65
FINANCIAL RATIOS (%)					
Gross profit margin	58.41	59.24	58,81	50.51	50.61
Net (loss)/profit margin	(43.55)	(7.55)	(27.65)	(122.82)	24.42
Return on equity	(19.51)	(6.94)	(17.41)	(45.61)	9.36
Gearing ratio	120.52	26.68	20.93	13,11	3.73

MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW

The financial year ended 31 March 2026 ("**FYE 31 March 2026**") was another year of resilience and strategic progress for Focus Dynamics Group Berhad ("**Focus Dynamics**" or "**the Group**"). Against a backdrop of evolving consumer lifestyles, rising operating costs and an increasingly competitive market, the Group remained steadfast in executing its long-term vision of building one of Malaysia's leading lifestyle focused food and beverage companies.

Today's consumers seek more than exceptional dining as they value memorable experiences, distinctive concepts and meaningful social connections. Guided by these changing preferences, the Group continues to strengthen its portfolio through innovation, operational excellence, digital transformation (AI) and customer centric strategies that elevate every touchpoint across its businesses.

As consumer confidence and tourism continue to grow, Focus Dynamics is well positioned to capture new opportunities across the lifestyle, hospitality and entertainment ecosystem. Its being supported by a passionate team and an entrepreneurial culture, the Group remains committed to delivering sustainable growth while creating long term value for shareholders, customers, business partners and all stakeholders.

GROUP BUSINESS OVERVIEW

Focus Dynamics is a diversified lifestyle food and beverage group that creates vibrant destinations where dining, entertainment and social experiences come together. The Group has established a strong reputation for developing distinctive concepts that resonate with today's modern consumers while continuously adapting to changing market trends and lifestyle preferences.

Beyond operating restaurants and hospitality concepts, the Group focuses on building sustainable brands that foster customer loyalty, enrich communities and deliver memorable experiences. Through innovation, strategic partnerships and continuous enhancement of operational capabilities, Focus Dynamics remains committed to strengthening its market position and expanding its presence within Malaysia's dynamic lifestyle economy.

During the financial year, the Group expanded into property investment and management as part of its strategy to diversify its revenue streams and strengthen its integrated lifestyle business model. This strategic expansion complements the Group's core food and beverage ("**F&B**") operations by creating an integrated commercial lifestyle destination that brings together restaurants, entertainment venues and event spaces within the ecosystem. The expansion is expected to generate recurring rental income while strengthening the Group's overall lifestyle ecosystem and creating sustainable long-term value for shareholders.

Looking ahead, the Group will continue to pursue sustainable expansion, enhance operational efficiencies, embrace technology driven solutions (AI) and explore new growth opportunities that complement its lifestyle ecosystem. By maintaining its focus on quality, creativity and customer experience, Focus Dynamics is confident in its ability to create enduring value and generate sustainable returns for its shareholders.

FINANCIAL REVIEW

Financial Performance

The following analysis covers the financial performance of the Group for the FYE 31 March 2026 compared with the preceding financial period from 1 October 2023 to 31 March 2025 ("**18-Month FPE 31 March 2025**"). The comparative period covers 18 months following the change in the Group's financial year end.

Financial Results	18-Months FPE 31 March 2025 RM'000	18-Months FPE 31 March 2025 RM'000
Revenue	60,136	121,222
Gross profit ("**GP**")	35,123	71,808
Loss before taxation	(25,296)	(5,716)
Loss for the period	(26,189)	(9,155)
GP margin (%)	**58.41**	**59.24**

The Group is organised into four principal business segments based on the nature of its products and services, namely Investment Holding, Property Investment and Management, F&B, and Others. The revenue contribution by each business segment for FYE 31 March 2026 and the 18-Month FPE 31 March 2025 is set out below:

Revenue by segment	FYE 31 March 2026 RM'000	% of contribution	18-Months FPE 31 March 2025 RM'000	% of contribution
Investment holding	–	–	–	–
Property investment and management	1,957	3.25%	72	0.06%
F&B	58,116	96.64%	121,107	99.91%
Others	63	0.11%	43	0.03%
Total revenue	**60,136**	**100.00%**	**121,222**	**100.00%**

The F&B segment remained the Group's principal source of revenue, contributing 96.64% of total revenue for FYE 31 March 2026 (18-Month FPE 31 March 2025: 99.91%).

The Group recorded revenue of RM60.14 million for FYE 31 March 2026 compared with RM121.22 million for the 18-Month FPE 31 March 2025. As the comparative period covered 18 months, the annualised revenue for the preceding financial period was approximately RM80.81 million. On an annualised basis, the Group's revenue declined by approximately 25.58%.

The lower revenue was primarily attributable to reduced sales generated from the Group's existing restaurants and bars. The decline in sales was mainly driven by lower customer traffic and reduced spending per customer amid a challenging operating environment, weaker consumer sentiment and intensified competition within the food and beverage industry.

Despite the decline in revenue, the Group maintained a relatively stable gross profit margin of 58.41% compared with 59.24% for the 18-Month FPE 31 March 2025, reflecting the Group's continued focus on cost management, product mix optimisation and pricing discipline.

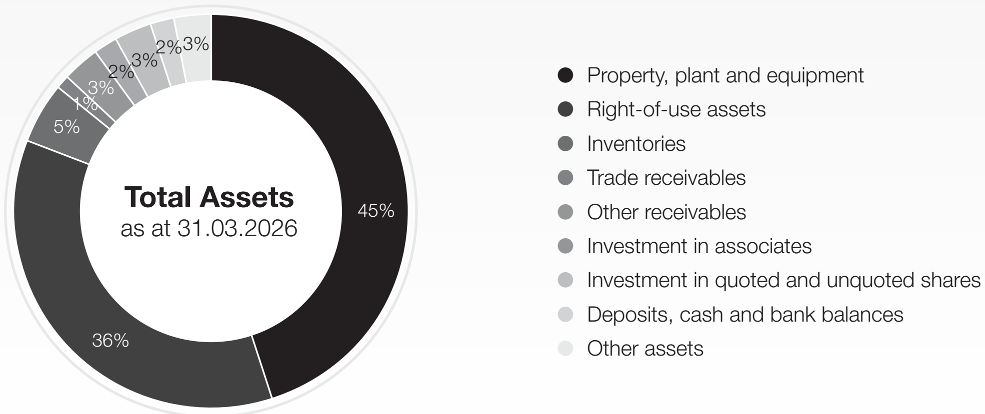
FINANCIAL REVIEW (CONT'D)

Financial Performance (cont'd)

For FYE 31 March 2026, the Group recorded a loss before taxation of RM25.30 million compared with a loss before taxation of RM5.72 million for the 18-Month FPE 31 March 2025. The higher loss before taxation was mainly attributable to the following:

- the recognition of a net impairment loss on non-financial assets of RM9.21 million during the financial year;
- a share of loss on investment in associates of RM3.34 million arising from the Group's equity-accounted investments in associates; and
- lower revenue generated from the Group's existing restaurants and bars due to reduced customer traffic and lower spending per customer amid challenging market conditions and increased competition within the F&B industry.

Financial Position



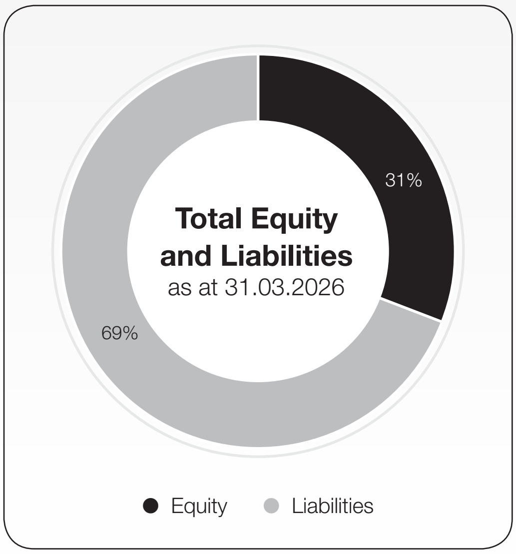
The Group's total assets increased by RM70.19 million or 27.01% to RM330.06 million as at 31 March 2026 (31 March 2025: RM259.87 million), mainly attributable to the following:

Assets	As at 31.3.2026 RM'000	As at 31.3.2025 RM'000	Variance RM'000	Variance %
Non-current				
Property, plant & equipment ("**PPE**")	148,445	16,286	132,159	811.49
Right-of-use assets ("**ROU assets**")	119,268	21,023	98,245	467.32
Prepaid expenses	–	134,560	(134,560)	(100.00)
Investment in associates	6,999	15,430	(8,431)	(54.64)
Current				
Other receivables	10,176	15,414	(5,238)	(33.98)
Deposits, cash and bank balances	7,433	18,194	(10,761)	(59.15)

As at 31 March 2025, the Group's prepaid expenses primarily related to the construction of a commercial lifestyle destination comprising retail lots, food and beverage outlets, restaurants, an event hall and car parks. Upon the completion of construction and commencement of operations during FYE 31 March 2026, the related prepaid expenses were reclassified to PPE.

Accordingly, the Group's PPE increased by RM132.16 million, or 811.30%, to RM148.45 million as at 31 March 2026 (31 March 2025: RM16.29 million). The increase was mainly attributable to the reclassification of prepaid expenses to PPE following the completion of construction.

The Group's right-of-use ("**ROU**") assets increased by RM98.25 million, or 467.41%, to RM119.27 million as at 31 March 2026 (31 March 2025: RM21.02 million). The increase was mainly attributable to the recognition of ROU assets arising from the lease of land for the construction and operation of the commercial lifestyle destination. Following the completion of construction and commencement of operations during FYE 31 March 2026, the related land lease arrangement was recognised as ROU assets and lease liabilities in accordance with MFRS 16 Leases.



The Group's total equity decreased by RM25.39 million, or 19.76%, to RM103.07 million as at 31 March 2026 (31 March 2025: RM128.46 million). The decrease was mainly due to the loss incurred for FYE 31 March 2026 amounting to RM26.19 million.

The Group's total liabilities increased by RM95.57 million, or 72.73%, to RM226.98 million as at 31 March 2026 (31 March 2025: RM131.41 million). The increase was mainly attributable to the increase in lease liabilities by RM100.13 million, or 433.65%, to RM123.22 million as at 31 March 2026 (31 March 2025: RM23.09 million), arising from the recognition of lease liabilities in relation to the land lease arrangement during the financial year.

The increase in total liabilities was partially offset by a decrease in trade payables of RM6.85 million, or 12.54%, to RM47.79 million as at 31 March 2026 (31 March 2025: RM54.64 million), mainly due to the settlement of outstanding trade obligations during the financial year.

Cash Flows Management

The Group recorded net cash generated from operating activities of RM23.68 million for FYE 31 March 2026 compared with RM38.21 million for the 18-Month FPE 31 March 2025. The net cash generated from operating activities was mainly attributable to movements in working capital, particularly payables, partially offset by interest paid amounting to RM4.72 million during the financial year.

The Group recorded net cash used in investing activities of RM3.02 million for FYE 31 March 2026 compared with RM47.99 million for the 18-Month FPE 31 March 2025. The decrease in cash used in investing activities was mainly due to the absence of significant additions to prepaid expenses, which amounted to RM45.56 million during the 18-Month FPE 31 March 2025, in relation to the construction activities and the increase in pledged fixed deposits with licensed banks amounting to RM10.77 million during FYE 31 March 2026.

The Group recorded net cash used in financing activities of RM20.91 million for FYE 31 March 2026 compared with RM9.39 million for the 18-Month FPE 31 March 2025. The net cash outflow from financing activities was mainly attributable to the net movement of revolving credit facilities amounting to RM10.00 million during the financial year.

FINANCIAL REVIEW (CONT'D)

Dividend

No dividend was recommended for the FYE 31 March 2026.

ANTICIPATED RISK AND MITIGATING FACTOR

The Group's business activities are subject to various risks that may affect its business operations, financial performance and future growth prospects. The Group recognises the importance of having a robust risk management and internal control framework to systematically identify, assess and mitigate risks that may have a material impact on its operations, financial position and liquidity.

The Group is exposed to several key risks, including but not limited to the following:

Competitive risk

The Group operates in the food and beverage ("F&B") industry, which is highly competitive, dynamic and constantly evolving. The Group faces competition from existing industry players as well as new market entrants, which may affect customer preferences, market share and profitability.

To mitigate this risk, the Group continuously monitors consumer behaviour, market trends and industry developments to enhance its product offerings, improve customer experience and remain competitive. The Group will continue to focus on strengthening its brand presence, operational efficiency and service quality to sustain customer loyalty and long-term growth.

Investment risk

Following the Group's investments in quoted shares, the Group is exposed to risks arising from fluctuations in equity markets, economic conditions and other external factors beyond the Group's control. Changes in market conditions may adversely affect the fair value and returns of the Group's investment portfolio.

To manage investment risk, the Group adopts a prudent investment approach through proper portfolio management, continuous monitoring of market conditions and periodic evaluation of investment performance. The Group will remain cautious in making investment decisions and ensure that investments are aligned with its overall business objectives and risk appetite.

Notwithstanding the above risks, the Group remains committed to maintaining a prudent and resilient approach in managing its business operations. The Management will continue to explore new revenue opportunities, enhance operational capabilities and implement appropriate strategies to create sustainable long-term value for stakeholders.

FUTURE PROSPECTS

The Group remains optimistic about its long-term growth trajectory as it continues to strengthen its position as an integrated lifestyle and experiential hospitality group. Supported by resilient consumer spending, the incoming of tourism, and increasing demand for experiential dining and entertainment, the Group is well-positioned to capitalise on emerging opportunities within Malaysia's evolving lifestyle economy.

The Group's strategy is centred on the continued development of two business pillars, its lifestyle food and beverage operations and its property investment and management segment. Together, these businesses create a unique ecosystem where dining, entertainment, hospitality and community experiences converge, generating diversified and sustainable income streams while enhancing long-term business resilience.

A key growth driver for the Group is the continuous enhancement of its integrated lifestyle destination, designed to be more than a commercial property. By curating a dynamic mix of food and beverage concepts, lifestyle offerings, entertainment experiences and event-driven activities, the Group aims to create a vibrant destination that attracts visitors, supports tenant success and strengthens customer engagement. This integrated approach not only reinforces recurring rental income but also creates operational synergies across the Group's businesses, contributing to sustainable long-term growth.

Innovation remains at the core of the Group's growth strategy. As digitalisation and Artificial Intelligence ("AI") continue to reshape the hospitality and lifestyle industries, the Group will progressively adopt technology driven solutions to enhance operational efficiency, improve customer engagement, optimise resource utilisation and strengthen data driven decision making. These initiatives are expected to further enhance operational excellence while delivering greater value across the Group's ecosystem.

Looking ahead, the Group will continue to invest in strengthening its portfolio of lifestyle brands while exploring opportunities to expand through new concepts, strategic collaborations, asset enhancement initiatives and carefully selected growth opportunities. The Group remains committed to creating differentiated lifestyle experiences that resonate with evolving consumer preferences while maintaining sustainable business practices.

Guided by a clear long-term vision, experienced leadership and a disciplined growth strategy, the Board is confident that The Group is well positioned to strengthen its market presence, enhance recurring income streams and deliver sustainable long-term growth. Barring any unforeseen circumstances, the Board remains optimistic about the Group's future prospects and its ability to create enduring value through responsible and innovative business expansion.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors ("**Board**") of Focus Dynamics Group Berhad ("**the Company**") presents this Statement to provide shareholders and investors with an overview of the corporate governance ("**CG**") practices of the Group under the leadership of the Board during the financial year ended 31 March 2026 ("**FYE 31 March 2026**"). This overview takes guidance from the key CG principles set out in the Malaysian Code on Corporate Governance ("**MCCG**").

This Statement is prepared in compliance with the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("**AMLR**") and is to be read in conjunction with the CG Report which is available on the Group's website at www.focusdynamics.com.my.

The CG Report provides the explanations on how the Group applied each Practice set out in the Code during FYE 31 March 2026.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

Board Responsibilities

The Board acknowledges and fully supports the importance of corporate governance in directing and managing the businesses and affairs of the Group, and to safeguard and enhance shareholders' value and performance of the Group on a sustainable and long-term basis.

The Board determines the Group's strategic objectives and ensures that required resources are in place for the Group to meet its objectives and to guide the Group on its short and long-term goals, providing advice, stewardship and directions on management and business development of the Group. The Board also set the Group's values and standards and ensure that its obligations to the shareholders and other stakeholders are understood and fulfilled.

In furtherance of the above and to ensure orderly and effective discharge of its functions and responsibilities, the Board has established the following Board committees:

- Audit and Risk Management Committee ("**ARMC**")
- Nomination and Remuneration Committee ("**NRC**")

In order to foster a strong governance culture in the Group and to ensure a balance of power and authority, the roles of the Chairman and Executive Director ("**ED**") are strictly separated. This is also to maintain effective supervision and accountability of the Board and Executive Management. The Chairman is responsible for Board effectiveness and to ensure that the conduct and working of the Board is in an orderly and effective manner while the ED takes on the primary responsibility of managing the Group's businesses and resources as well as overseeing and managing the day-to-day operations of the Group.

The Board is led by Independent Non-Executive Chairman and he ensures the effective functioning of the Board. The roles of the Chairman are defined and set out in the Board Charter.

The Chairman facilitates the effective contributions of all Directors and promotes constructive and respectful relations between Board members and between Board and Management. The Board has well-defined descriptions for responsibilities of the Board Chairman, Executive Director and the individual Board Members.

The Group adopted a Code of Business Conduct and Ethics to govern the standards of ethics and conduct expected of Directors and employees. This code manages:

- Honest, Good Faith and Ethical Conduct
- Corporate Opportunities
- Avoidance of Conflicts of Interest
- Confidentiality

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

Board Responsibilities (Cont'd)

To maintain the highest standards of ethical conduct, the Group also has a formal Whistle-Blowing Policy and Anti-Bribery and Anti-Corruption Policy. As prescribed in Whistle-Blowing Policy, the Board gave its assurance that employees' and third parties' identities will be kept confidential and whistle-blowers would not be at risk to any form of victimisation or retaliation from their superiors or any member of Executive Management provided that the reporting is in good faith. All concerns raised will be investigated and whistle-blowers can report directly through the whistleblowing hotline or the supporting reporting channels manned by Polaris, an external vendor with expertise in fraud and whistleblowing management.

The Code of Business Conduct and Ethics and Whistle-Blowing Policy can be viewed on the Group's website.

The Board members have full and unrestricted access to the Company Secretary who is a member of the Malaysian Institute of Chartered Secretaries and Administrators. In addition to her corporate secretarial administrative responsibilities, she also advises the Board on its roles and responsibilities, corporate disclosures and compliance, corporate governance developments and practices.

The Board is aware that continuous training for the Directors is vital for them in discharging their duties effectively. All Directors are encouraged to attend appropriate external training programmes to supplement their knowledge in the latest developments and issues relevant to the Group, especially in the areas of corporate governance and regulatory requirements.

The external training programmes, seminars and/or conferences attended by the Directors in office at the end of FYE 31 March 2026 were as follows:

	Training Programmes/Seminars/Conferences
Tan Sri Dato' Seri Tan King Tai @ Tan Khoon Hai	• Resolving Boardroom and Shareholders Disputes • Handling Boardroom Tussle & Tension: A Workshop for Company Secretaries
Tay Ben Seng, Benson	• Sustainability & ESG Masterclass
Leow Wey Seng	• Environmental Management Ethics • Essentials of Companies Act • Malaysian Corporate Tax Practices and Principles - An Overview • Upskilling for Changes in IFRS Presentation and Disclosure • Professional Ethics in Focus 2025
Tang Yee Ling	• Singapore FinTech Festival
Ng Chee Kin	• Anti-Bribery and Anti-Corruption Course

The Board via the NRC and with assistance of the Company Secretary, shall continue to evaluate and determine the training needs of the Directors to build their knowledge so that they can be up-to-date with the development of the Group's business and industry that may affect their roles and responsibilities.

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

Board Composition

The Group is led by an experienced and diversified Board which comprises professionals from various fields to bring together a balance of skills, mix of experience and expertise in area relevant to enhance the growth of Group's business. The Directors collectively bring with them wide and varied technical, financial and legal experience to enable the Board to lead and control the Group effectively.

The Board (via the NRC) assess the effectiveness of the Board as a whole, all committees of the Board and the contribution of each individual Director annually. This assessment is done on a peer and self-evaluation basis. Based on the evaluation carried out for FYE 31 March 2026, the NRC has informed the Board that it was satisfied with the contribution and performance of each individual Director.

The Board opined that given the current state of the Group's business and lifecycle, it is more important to have the right mix of skills on the Board rather than to attain the 30% threshold as proposed in Practice 5.9 of the MCCG. Nevertheless, the Board is on the outlook for potential women Directors and shall appoint additional women Directors as and when suitable candidates are identified. No timeframe has been set for the search concerned.

Despite the above, the Board affirms its commitment to provide fair and equal opportunities and nurturing diversity at all levels within the Group. To this end, all persons, regardless of age, gender, ethnicity, cultural background or other personal factors, with appropriate experience and qualifications will be considered equally in terms of recruitment, promotion, remuneration and training. The Board is also committed to workplace diversity, ensuring the Group's value and respect, the differences and that the workplace is fair, accessible, flexible and inclusive and free from discrimination.

Remuneration

The Board (via the NRC) will ensure that the Group's levels of remuneration commensurate with the skills and responsibilities expected of the Directors, and that it must be sufficient to attract and retain talent needed for the successful performance of the Group. The Board, as a whole, determines the remuneration of the Directors and each individual Director is required to abstain from discussing on his/her own remuneration. The NRC is guided by market norms and industry practices when making recommendations for the compensation and benefits of the Directors.

The NRC's recommendation on the remuneration of the Directors is subject to the Board's approval as it is the ultimate responsibility of the Board to approve the remuneration of the Directors.

In relation to the fees and allowances for the Directors, it will be presented at the AGM for shareholders' approval. The details of the Group's remuneration policies and practices are included in the Board Charter which is available on the Group's website.

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

Remuneration (Cont'd)

The aggregate remuneration paid or payable to the Directors by the Group during FYE 31 March 2026 is as follows:

Group	Remuneration (RM'000)	Fee (RM'000)	Allowance (RM'000)	Total (RM'000)
Tan Sri Dato' Seri Tan King Tai @ Tan Khoon Hai	–	120	4	124
Tay Ben Seng, Benson	868	–	4	872
Leow Wey Seng	–	96	4	100
Tang Yee Ling	–	36	4	40
Ng Chee Kin	–	36	4	40
Wan Hazreek Putra Hussan Yusuf	–	3	–	3
Brandon Vun Li Xian	454	–	–	454

The aggregate remuneration paid or payable to the Directors by the Company during FYE 31 March 2026 is as follows:

Company	Remuneration (RM'000)	Fee (RM'000)	Allowance (RM'000)	Total (RM'000)
Tan Sri Dato' Seri Tan King Tai @ Tan Khoon Hai	–	120	4	124
Tay Ben Seng, Benson	135	–	4	139
Leow Wey Seng	–	96	4	100
Tang Yee Ling	–	36	4	40
Ng Chee Kin	–	36	4	40

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

Audit and Risk Management Committee and Internal Control Framework

As at 31 March 2026, the ARMC currently comprises of three members, all of whom are Independent Directors. The ARMC Chairman is Mr. Leow Wey Seng. None of the current members of the ARMC is a former key audit partner who was involved in auditing the Group, the Group had incorporated the policy as stipulated in Practice 9.2 of the MCCG into the Terms of Reference of the ARMC.

The ARMC has policies and procedures to review, assess and monitor the performances, suitability and independence of the external auditors.

Prior to the commencement of the annual audit, the ARMC will seek confirmation from the external auditors as to their independence. This independence confirmation would be re-affirmed by the external auditors to the ARMC upon their completion of the annual audit. These confirmations were made pursuant to the independence guidelines of the Malaysian Institute of Accountants.

Further details on the work performed by ARMC in furtherance of its oversight role are set out in the ARMC Report on pages 34 to 38 of this Annual Report.

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

Audit and Risk Management Committee and Internal Control Framework (Cont'd)

The Board fulfils its responsibilities in the risk governance and oversight functions through the ARMC via a risk management framework which adopts a structured and integrated approach in managing key business risks. This framework together with the system of internal control are designed to manage the Group's risks within its risk appetite rather than to eliminate the risk of failure to achieve the Group's business and corporate objectives.

As for the adequacy and effectiveness of the system of internal control, it is reviewed by the ARMC with assistance from the internal auditors. The internal audit function is outsourced to an independent professional consulting firm to provide an independent and objective assurance on the effectiveness of governance, risk management processes and internal control system of the Group. The internal auditors' independence is maintained by reporting functionally to the Board through the ARMC and administratively to the Executive Management. The Internal audit reports which are issued have to be tabled to the ARMC for review and the Executive Management is required to be present at ARMC meeting and to respond and provide feedback on the audit findings and recommended improvements. In addition, the Executive Management is also required to present to the ARMC on the status updates on significant matters and changes in key processes that could impact the Group's operations.

Based on the above, the Board is of the view that the risk management process and system of internal control were in place during FYE 31 March 2026 for identifying, evaluating, and managing significant risks faced or potentially to be encountered by the Group.

Further details of the risk management and internal control framework are set out in the Statement on Risk Management and Internal Control on pages 39 to 40 of this Annual Report.

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

Communication with Stakeholders

The Board acknowledges the importance of establishing a direct line of communication with shareholders and investors through timely dissemination of information on the Group's performance and operations via distribution of annual reports and relevant circulars, and release of quarterly financial results, press releases and announcements.

The Company has in place the policies and procedures on the roles and responsibilities of Directors, management and staff together with the levels of authority with regard to corporate disclosures requirements. The Company recognises the need to adopt a high standard on the disclosures of relevant and material information of the development of the Group. In addition, the Company also emphasises on the need of timely disclosures of information to shareholders as it acknowledges the importance of keeping shareholders and investment communities informed of the Company's business and corporate developments, to enable them to make informed judgement in valuing the Company's shares. Such information is disseminated via the Company's Annual Reports, quarterly financial results and the various announcements made from time to time to Bursa Securities which are accessible via Bursa Securities' website at www.bursamalaysia.com. The Group also maintains the following website that allows all shareholders and investors to access information about the Group: www.focusdynamics.com.my.

The Company has provided a communication channel at its website whereby enquiries and feedback may be posed to the Company's management through the following channels:

Email : info@focusdynamics.com.my
Contact : +603-7803 7333

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

Conduct of General Meetings

The Board also acknowledges AGM and other General Meetings as important avenues to engage with the shareholders. The AGM of the Company represents the principal forum for dialogue with the shareholders where they may seek clarification on the Company's business. The shareholders are encouraged to participate in the questions and answers session and the Board will respond to the questions raised during the meeting to the best of their ability and knowledge.

In order to encourage the shareholders' participation at the AGM, the Company will send out the Notice of AGM earlier or at least 28 days before the AGM to allow sufficient time for the shareholders to make arrangements to attend either in person, by corporate representative, proxy or attorney.

During the previous 21st AGM held on 27 August 2025, all resolutions set out in the Notice of AGM were put to vote by poll, and to expedite verification and counting of votes, a scrutineer was appointed to validate the votes casted at the AGM. The Directors, the management and the External Auditors were also in attendance to respond to the shareholders' queries.

This Corporate Governance Overview Statement was approved by the Board on 21 July 2026.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

MEMBERS OF AUDIT AND RISK MANAGEMENT COMMITTEE

The Audit and Risk Management Committee ("**ARMC**") of Focus Dynamics Group Berhad ("**FOCUS**" or "**the Company**") is comprised wholly of Non-Executive Directors as follows:

Leow Wey Seng
Chairman, *Independent Non-Executive Director*

Tang Yee Ling
Member, *Independent Non-Executive Director*

Ng Chee Kin
Member, *Independent Non-Executive Director*

Mr. Leow Wey Seng meets the requirement of Rule 15.09 (1)(c)(i) of ACE Market Listing Requirements ("**AMLR**") in that he is a member of the Malaysian Institute of Accountants.

SECRETARY

The secretary to the ARMC is the Company Secretary of the Company.

TERMS OF REFERENCE

The ARMC has discharged its function and carried out its duties as set out in the Terms of Reference ("**TOR**").

The detailed TOR of the ARMC outlining the composition, duties and functions, authority and procedures of the ARMC are published and available on the Company's website at www.focusdynamics.com.my.

MEETINGS AND MINUTES

Attendance at Meetings

The record of attendance of the members of the ARMC for meetings held during the financial year ended 31 March 2026 (FYE 31 March 2026) are as follows:

ARMC Members	Number of Committee Meetings held during directors' tenure of office	Number of Committee Meetings attended
Leow Wey Seng	5	5
Tang Yee Ling	5	5
Ng Chee Kin	5	5

The quorum of the meeting is two (2).

MEETINGS AND MINUTES (CONT'D)

Meetings

The ARMC will meet at least four (4) times a year although additional meetings may be called at any time at the discretion of the ARMC. The record of attendance of the members of the ARMC is shown above.

The meetings are pre-scheduled and are timed just before the Company's Board of Directors' ("**Board**") meetings. The Agenda carries matters that need to be deliberated, reviewed, or decided on and reported to the Board. Notices and ARMC papers are circulated to all members prior to the meeting with sufficient time allocated for them to prepare themselves for deliberation on the matters being raised.

If the need arises, the Chairman has the discretion to call for the attendance of the management, internal auditors, and external auditors during such meetings.

During its scheduled quarterly meetings, the ARMC shall review the risk management and internal control processes, the Interim and Year-end Financial Report, the Internal and External Audit Plans and Reports, Related Party Transactions ("**RPT**")/Recurrent Related Party Transactions ("**RRPT**"), and all other areas within the scope of responsibilities of the ARMC under its TOR.

Minutes

The Company Secretary shall be the Secretary of the ARMC which shall provide the necessary administrative and secretarial services for the effective functioning of the ARMC. The minutes of the meetings are circulated to the ARMC and to all members of the Board.

SUMMARY OF ACTIVITIES

In respect of the FYE 31 March 2026, the ARMC in discharging its duties and functions carried out activities which are summarised broadly as follows:

a) Internal Audit

The ARMC is aware of the fact that an independent and adequately resourced internal audit function is essential to assist in obtaining the assurance it requires regarding the effectiveness of the systems of internal control.

The Company engaged alphaOne Governance Sdn. Bhd. ("**alphaOne**") as outsourced Internal Auditors to carry out the internal audit function of the Group for the FYE 31 March 2026.

The internal auditor reports directly to the ARMC on a yearly basis by presenting its Internal Audit Report during the ARMC meeting, whereby relevant issues identified in the Internal Audit Report will be discussed with the ARMC in the meeting. Remedial work, if necessary, will be performed and follow-up will be carried out by internal auditor for the purpose of reporting at the subsequent ARMC meeting.

SUMMARY OF ACTIVITIES (CONT'D)

a) Internal Audit (Cont'd)

On 28 May 2025 and 25 November 2025, alphaOne tabled an Internal Audit Report for ARMC's review, covering the following scope and purpose:

i. Review and assessment of significant risks or potential risks related to the adequacy and effectiveness of the systems of internal control and compliance to Human Resources ("**HR**") policies and procedures. The audit procedures encompassed a review of key HR functions including recruitment, resignation, payroll processing, leave management, staff attendance, performance appraisals, and reports and payments to statutory authorities. The outcome of these procedures indicated that the HR and payroll management processes, supported by the *Quick Pay* system, have been reasonably implemented, with no significant risks detected.

ii. The internal audit work covered areas including recruitment, resignation, overtime and allowances, staff attendance, leave management, payroll processing, reports and payments to statutory authorities, performance appraisal, staff disciplinary action, review of foreign workers work permits, occupational accidents and lost time injuries and compliance with policies & procedures and authority limits.

iii. Review and assessment of significant risks or potential risks related to the Group and Company's Environmental, Social and Governance ("**ESG**") framework and related practices. The audit procedures encompassed an evaluation of the company's ESG structure, reporting practices, environmental management initiatives, social responsibility programs, and governance processes in line with the Malaysian Code on Corporate Governance ("**MCCG**") and emerging sustainability expectations. The outcome of these procedures indicated that Group and Company has demonstrated awareness of ESG principles and has begun taken progressive steps toward implementation and the observations represented opportunities for continuous improvements rather than significant risks.

iv. The internal audit work covered areas including to identify and implement ESG initiative, goals and metrics, document and monitor ESG-related activities and programs, evaluate ESG risks and implement risk management measures, report on ESG performance and achievements against established benchmarks and compliance with policies & procedures and authority limits.

b) Financial Reporting

In overseeing and discharging its responsibilities in respect of financial reporting, the ARMC:

i. Reviewed the financial positions and performances, quarterly interim financial reports, and announcements for the respective financial quarters prior to submission to the Board for consideration and approval. The Quarter Interim Financial Reports were tabled at the ARMC meetings held on 28 May 2025, 27 August 2025, 25 November 2025 and 25 February 2026 respectively;

ii. Ensured the quarterly reports and Audited Financial Statements ("**AFS**") were prepared in compliance with the Malaysian Financial Reporting Standards ("**MFRS**"), International Financial Reporting Standards ("**IFRS**"), and the Requirements of the Companies Act 2016 Malaysia while the quarterly reports took into consideration Rule 9.22 including Appendix 9B of the AMLR;

iii. Reviewed the various Board's Policies and Procedures, Board Charter, procedures for RRPT;

iv. Reviewed the External Auditors' Audit Plan for the FYE 31 March 2026 which covered the engagement and reporting requirements, audit approach, areas of audit emphasis, significant events during the financial year, communication with the management, engagement team, the reporting and deliverables as well as the proposed audit fees;

SUMMARY OF ACTIVITIES (CONT'D)

b) Financial Reporting (Cont'd)

v. Reviewed the External Auditors' audit findings and recommendations and the AFS for the FYE 31 March 2026 on 21 July 2026;

vi. Reviewed RPT/RRPT entered into by the Company and its subsidiaries during its ARMC meetings on 28 May 2025, 27 August 2025, 25 November 2025 and 25 February 2026;

vii. Considered the performance of External Auditors, reviewed the independence of External Auditors and recommended to the Board for their re-appointment;

viii. To ensure the integrity of the financial information, received assurance from the Executive Directors and Executive Director in charge of Finance, that:

- Appropriate accounting policies had been adopted and applied consistently;
- The going concern basis applied in the Annual Consolidated Financial Statements was appropriate;
- Prudent judgements and reasonable estimates had been made in accordance with the requirements set out in the MFRS;
- Adequate controls and processes were in place for effective and efficient financial reporting and relevant disclosures under MFRS and AMLR; and
- The consolidated AFS and the Quarterly Condensed Consolidated Financial Statements did not contain material misstatements and gave a true and fair view of the financial position.

ix. Reviewed the ARMC Report, Corporate Governance ("**CG**") Overview Statement, CG Report and Statement on Risk Management and Internal Control for publication in the Annual Report 2026; and

x. Reviewed the Statement of Risk Management and Internal Control together with the Internal Auditors and External Auditors and received assurance from the Executive Director and Executive Director in charge of Finance that the Group's risk management and internal control systems are operating adequately and effectively in all material aspects before recommending the Statement to the Board.

c) External Audit

UHY Malaysia PLT ("**UHY**") is the External Auditors for the Group and all its subsidiaries in Malaysia. UHY led by their engagement partner presented their external Audit Planning Memorandum for the FYE 31 March 2026 on 21 April 2026 due to the resignation of previous External Auditors, Nexia SSY PLT on 8 April 2026. UHY had declared and confirmed that they were independent and would be independent throughout the audit engagement.

There were no areas of major concern raised by UHY that warranted escalation to the Board. The External Auditors were also informed by the ARMC that should there be any significant incidents or matters detected in the course of their audits or reviews which warrant their knowledge or intervention, it shall be reported to the ARMC accordingly.

The ARMC carried out an assessment of the performance and suitability of UHY based on the quality of services and relationship with the Management, ARMC, Internal Auditors and the Board. The ARMC has been generally satisfied with the independence, performance and suitability of UHY based on the assessment and are recommending to the Board and shareholders for approval for the re-appointment of UHY as External Auditors for the financial year ending 31 March 2027.

CG PRACTICES

Apart from discharging its duties with respect to the internal audit, financial reporting and external audit, the ARMC also reviewed the disclosures made in respect of the financial results and Annual Report of the Company in line with the principles and spirit set out in the MCCG, other applicable laws, rules, directives and guidelines.

The ARMC discussed and reviewed the ARMC Report, CG Overview Statement and CG Report for the FYE 31 March 2026.

This statement was approved by the Board on 21 July 2026.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

Pursuant to Rule 15.26(b) of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad and guided by the "Statement on Risk Management and Internal Control — Guidelines for Directors of Listed Issuers" (Para. 32) and with the "Malaysian Code of Corporate Governance 2021" (Practice 10.1 and 10.2), the Board of Directors of the Company (the "**Board**") is pleased to present this Statement on Risk Management and Internal Control for the financial year ended 31 March 2026 of the Group.

BOARD RESPONSIBILITY

The Board acknowledges its responsibility in maintaining a sound system of internal controls that covers financial, operational and risk management within the Group to meet its business objectives. The Board reviews the adequacy and effectiveness of the Group's risk management and internal control system to safeguard shareholders' investment and the Group's assets.

The Board has established an ongoing process for identifying, evaluating and managing the significant risks faced by the Group and this process includes enhancing the risk management and internal control system as and when there are changes to the business environment or regulatory guidelines.

The Management assists the Board in the implementation of the Board's policies and procedures on risk and control by identifying and assessing the risks faced, and in the design, operation and monitoring of suitable internal controls to mitigate and control these risks. The Board is informed of major issues on internal controls, regulatory compliance and risk taking.

Such systems by their nature, can only provide a reasonable, but not absolute assurance against material misstatement of management and financial losses or fraud as it is established to manage rather than eliminate the risk of failure to achieve the Group's business objectives.

The Board has received assurance from the Executive Director and the Senior Management 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 of view that the Risk management and Internal Control system is in place for the year under review and is sound and adequate to safeguard shareholders' investment and the Group's assets.

The Group's risk management and internal control systems do not apply to its' joint venture company. The Group's interest in joint venture company is served through Board representation and periodic review of the joint venture's company management accounts by the Board and Management.

RISK MANAGEMENT FRAMEWORK

The Board continues to rely on risk management to form the basis of internal plan and for continued profitability and to safeguard shareholders' investment. The key processes that have been established in reviewing the adequacy and effectiveness of the risk management and internal control systems include the following:

- The Board has established a number of board committees such as the Nomination and Remuneration Committee ("**NRC**") and the Audit and Risk Management Committee ("**ARMC**") to support the Board and to assist the Board to assess the performance and controls in all areas of operations to ensure that the risk management and control framework is embedded into the structures of the Group.

- The Board has established a ARMC to formulate a framework to ensure that there is an ongoing process for identifying, evaluating and managing the significant risks faced by the Group and this process includes enhancing the risk management and internal control system as and when there are changes to the business environment or regulatory guidelines.

RISK MANAGEMENT FRAMEWORK (CONT'D)

- The Group out-sourced the internal audit function to an independent professional consultancy firm during the financial year to review the internal controls of the Group and report directly to the ARMC. The important of the internal audit function is to provide a reasonable assurance that the internal controls are operating satisfactorily and effectively. Upon completion of the audit assignment, the internal auditors presented their report, discussed findings and recommendations for continuous improvement to the ARMC. The internal auditors of the Group check for compliance with policies and procedures and highlight the significant findings in respect of any non-compliance.

- The ARMC of the Group reviews the internal control issues identified by the Internal Auditors, the external auditors and the Management, and evaluates the effectiveness and adequacy of the risk management and internal control systems. It also reviews the internal audit function with particular emphasis on the scope of frequency of audits and the adequacy of resources. The minutes of the ARMC meetings are tabled to the Board of the Company on the quarterly basis.

KEY PROCESSES OF INTERNAL CONTROL

Salient features of the key processes of the system of internal control of the Group are as follows:

- The Group has an organisational structure with defined lines of responsibility, delegation of authority, segregation of duties and flow of information are effectively communicated to all levels to ensure that the Group's operations are in accordance with the corporate objectives, strategies and the business directions.

- There is active involvement by the Executive Directors in the day-to-day business operations of the Group including periodical visit to the outlets and monthly dialogue with senior management. Monthly operational and management meetings are scheduled to identify, discuss, and resolve business and operational issue, including significant risks face by the organisation. Significant matters identified during these meetings are highlighted to the Board on a timely basis.

- There are policy and authority limits imposed on Executive Directors and Management within the Group in respect of the day-to-day operations.

- The Group has established a ARMC to formulate a framework to ensure that an ongoing process for identifying, evaluating and managing the significant risks faced by the Group including policies enhancing the risk management and internal control system as and when there are changes to the business environment or regulatory guidelines.

- During the current financial year, internal audit was carried out on the Human Resources Management and the implementation of Environmental, Social and Governance (ESG) processes. Based on the finding of the internal audit carried out after the ARMC had reviewed the recommendations made by the internal auditor on the weaknesses that were identified, Management has strengthened existing controls based on Internal Auditor's recommendation.

REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

As required by Rule 15.23 of ACE Market Listing Requirements, the external auditors have reviewed this Statement on Risk Management and Internal Control. Their review was performed in accordance with Recommended Audit and Assurance Practice Guide 3 issued by the Malaysian Institute of Accountants and has reported to the Board that nothing has come to their attention that causes them to believe that this statement is inconsistent with their understanding of the process adopted by the Board in the review of the adequacy and effectiveness of the risk management and internal controls within the Group.

This Statement of Risk Management and Internal Control has been approved by the Board of Directors in its meeting on 21July 2026.

SUSTAINABILITY STATEMENT

ABOUT THIS SUSTAINABILITY STATEMENT

The Group is pleased to present this Sustainability Statement ("**the Statement**"), which provides an overview of the Group's sustainability approach, governance, and performance for the financial year ended 31 March 2026 ("**FYE 31 March 2026**"). This Statement reflects the Group's commitment to integrating sustainability considerations into its business strategy and operations, covering Economic, Environmental, and Social aspects, as well as governance practices that support sustainable value creation and long-term business resilience.

The Statement encompasses the Group's economic, environmental, and social performance, as well as key governance practices that demonstrate our commitment to sustainability.

Our principles of sustainable development are embedded in the Group's policies and procedures. These are continuously reviewed and enhanced to ensure alignment with our sustainability objectives and to integrate responsible practices across all operations. In strengthening our sustainability framework, the Group has also established a formal sustainability commitment.

The disclosures in this Statement have been prepared in accordance with the International Financial Reporting Standards ("**IFRS**") it is Guiding Principles and Content Elements for integrated reporting. The Statement addresses the Group's organisational overview, governance structure, business model, risks and opportunities, strategy, performance, and future outlook. It also highlights our alignment with the United Nations Sustainable Development Goals ("**UNSDG**") and complies with the Sustainability Reporting Guide ("**SRG**") and toolkit issued by Bursa Securities, the Global Reporting Initiative ("**GRI**") Standards, and the Task Force on Climate-related Financial Disclosures ("**TCFD**") Recommendations.

SUSTAINABILITY GOVERNANCE

At FOCUS, we acknowledge that effective governance is essential in driving our sustainability agenda and aligning our business with responsible Environmental, Social, and Governance ("**ESG**") practices. While we are at the early stages of formalising our sustainability governance structure, we remain fully committed to upholding ESG values across our operations.

The Board of Directors ("**Board**") provides strategic oversight and guides management in identifying ESG risks and opportunities. Although a dedicated Sustainability Committee is not yet in place, sustainability remains a Board-level priority.

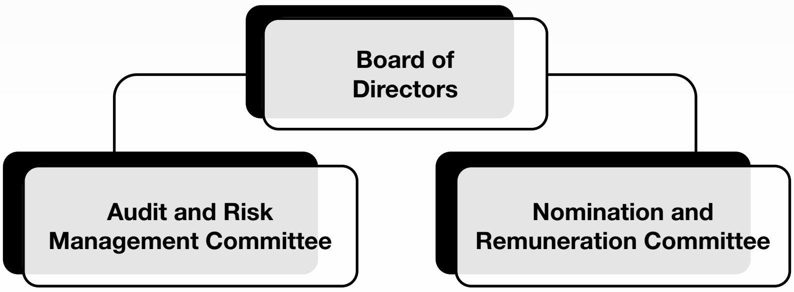
Senior management drives day-to-day ESG initiatives, from stakeholder engagement to operational practices, ensuring sustainability is considered in every decision.

We are developing a formal policy and structured framework to further institutionalise sustainability governance. Oversight is currently provided by the Risk Management Committee, which monitors implementation and reports progress to the Board.

For FYE 31 March 2026, the ESG Framework remained consistent, with the identified ESG priorities and stakeholder mapping carried forward. During this period, the Group also completed its first ESG data cycle and began aligning policies with ESG expectations, reinforcing the robustness of the framework established in financial period ended 31 March 2025 ("**FPE 31 March 2025**").

Our future focus is to integrate ESG into our culture and operations transforming it from compliance into a catalyst for innovation, resilience, and value creation.

Governance Structure



Board of Directors	Oversees the Group's sustainability initiatives and endorses the proposed sustainability initiatives and material sustainability matters related to the Group. To promote and embed sustainability in the Group includes overseeing the following: • Stakeholders' engagement • Materiality assessment and identification of sustainability risks and opportunities relevant to us. • Management of material sustainability risks and opportunities. • Communication of sustainability strategies, priorities, targets and performance to both internal and external stakeholders.
Audit and Risk Management Committee	Reviews and supervises the implementation and monitoring of sustainable policies, measures, and practices, and making recommendations to the Board for approval.

SUSTAINABILITY GOVERNANCE (CONT'D)

ESG Framework

For FYE 31 March 2026, the ESG Framework remained consistent, with the materiality matrix continuing to underpin our sustainability strategy, policies, and disclosures. This continuity demonstrates the robustness of the framework developed in FPE 31 March 2025 and ensures that our approach remains firmly aligned with both stakeholder priorities and long-term business objectives.

Stakeholder Engagement & ESG Priorities

The Group has identified its key stakeholders and articulated ESG priorities that remain consistent from FPE 31 March 2025 through FYE 31 March 2026. These priorities reflect both our business context and our commitment to responsible growth. They encompass environmental performance, employee well-being, ethical governance, and community engagement all of which are critical to creating sustainable value and ensuring long-term resilience.

Data Collection & Performance Baseline

Over the past year, we successfully collected our first full cycle of ESG-related data. This baseline provides a foundation to compare with the current year, enabling us to track performance, benchmark progress, and make informed decisions moving forward.

Policy & Operational Enhancement

In parallel, we are actively reviewing and enhancing our existing policies and standard operating procedures to ensure alignment with ESG standards and regulatory expectations. Some aspects of ESG are already embedded within our daily operations, such as energy efficiency practices, workplace safety, and basic employee welfare initiatives. However, we remain committed to deepening this integration by introducing more structured and comprehensive ESG practices across all business units.

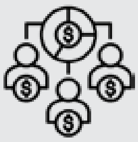
Future Focus: Embedding ESG into the Core

As we move forward, our focus will be on institutionalising ESG into our culture, operations, and governance structure ensuring that sustainability becomes not just a compliance exercise, but a core driver of innovation, resilience, and value for all stakeholders.

STAKEHOLDER ENGAGEMENT

At FOCUS, we recognise that proactive and transparent engagement with our stakeholders is essential to building trust, strengthening relationships, and ensuring the long-term success of our sustainability agenda. Our stakeholder engagement process is structured to identify key concerns, gather valuable insights, and align our ESG efforts with stakeholder expectations.

We have identified and prioritised key stakeholder groups based on their level of influence on, and impact by, our business activities. Engagement with these stakeholders is conducted through a variety of formal and informal channels, and their feedback plays a crucial role in shaping our ESG strategies, materiality assessment, and operational decisions.

Key Stakeholders	Areas of Interest	Method of Engagement	Frequency
Shareholders, Financiers and Investors 	• Business outlook and strategy	• Results announcements	• Quarterly • Annually
	• Group Financial and operational performance	• Interim financial results	• Quarterly • Annually
	• ESG practices and commitments	• Annual Report • FOCUS website	• Throughout the year • Annually
	• Company's reputation	• Investor Relations portal	• As and when required
	• Risk Management	• Annual Report	• Annually
Customers 	• Product and service quality	• Customer feedback • Customer satisfaction survey • Quality Assurance	• Throughout the year
	• Marketing activities	• Customer satisfaction survey	• Throughout the year
	• ESG practices and commitments	• Annual Report • FOCUS website	• Throughout the year • Annually
	• Competitive pricing	• Customer feedback • Customer satisfaction survey	• Throughout the year
Employees 	• Career development and training opportunities	• Development and training programs	• Ongoing • As and when required
	• Workplace health and safety	• Meetings and discussions • Employees performance review and feedback	• Annually
	• ESG and Climate Change Awareness • Equal opportunity and compensation	• Meetings and discussions • Employees performance review and feedback • assessments	• Annually • On-going

STAKEHOLDER ENGAGEMENT (CONT'D)

Key Stakeholders	Areas of Interest	Method of Engagement	Frequency
Suppliers and Contractors 	• Contractual agreements	• Supplier audits and site visits	• Annually
	• Favorable payment schedule	• Supplier selection	• Ongoing • As and when required
	• Competitive pricing	• Supplier selection	• Ongoing • As and when required
	• Product and Service quality reliability	• Supplier assessment • Forum & exhibition	• Annually • As and when require
Government Agencies and Regulators 	• Legal conformity	• Government initiatives	• As and when required
	• Effective corporate governance	• Audits and inspections	• Annually
	• Certifications	• Audits and inspections	• As and when required
	• Sustainability impacts	• Meetings and site visits	• Annually
	• Energy & water management	• Meetings and site visits	• Annually
	• Waste management	• Meetings and site visits	• Annually
Local Communities 	• Community events	• Social contribution • Job opportunities • Donation & financial aid	• As and when required

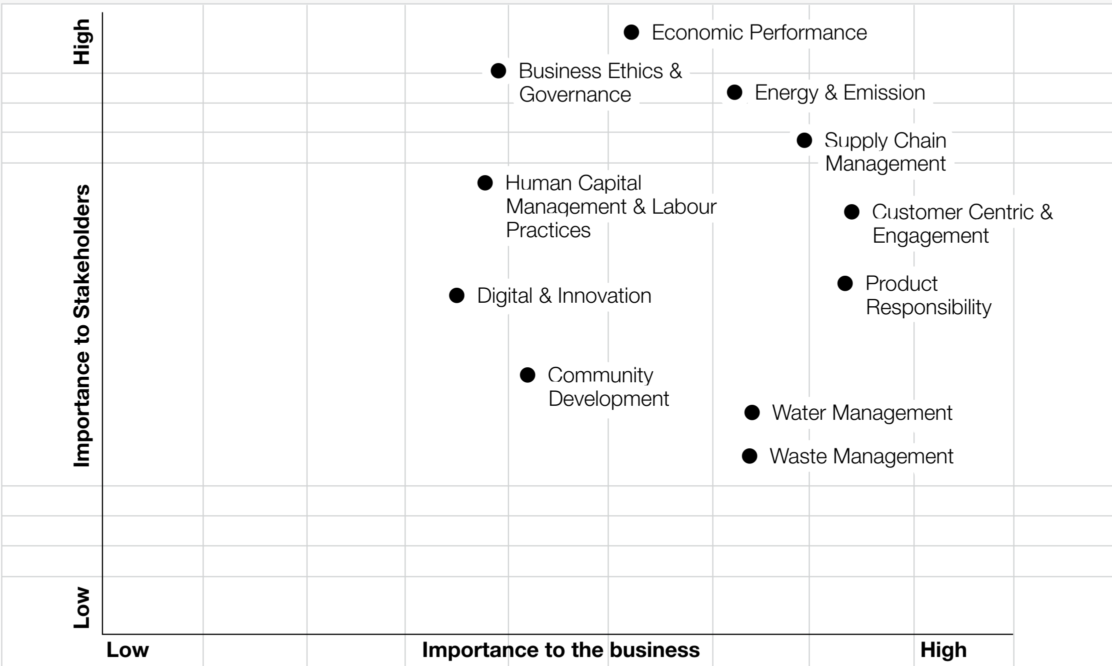
MATERIALITY ASSESSMENT

As part of our commitment to sustainability, FOCUS undertook a structured materiality assessment in FPE 31 March 2025 to identify the most relevant ESG topics for our business and stakeholders. This process ensured that our sustainability strategy, policies, and disclosures addressed the ESG issues that matter most to those who influence and are impacted by our operations.

For FYE 31 March 2026, the Group maintained the same materiality framework, with the identified ESG topics remaining consistent. This continuity reflects the robustness of the assessment conducted in FPE 31 March 2025 and ensures that our disclosures remain aligned with stakeholder expectations and business priorities.

Materiality Matrix

Based on the ranking given to each of the material topics, a Materiality Matrix is derived as shown below.



SUSTAINABILITY FRAMEWORK

At FOCUS, our Sustainability Framework reflects our commitment to responsible business practices, long-term value creation, and the well-being of our stakeholders. This framework serves as the foundation for integrating ESG considerations into our strategic decision-making and daily operations.

Our Vision & Mission:

VISION To be the region's leading lifestyle and experiential hospitality group, recognised for creating iconic brands, delivering exceptional experiences, and generating sustainable value that enriches lives and shapes the future of hospitality.

MISSION We create and grow distinctive lifestyle brands and destinations that inspire meaningful connections through exceptional dining, entertainment and hospitality experiences. Guided by innovation, operational excellence, digital transformation and responsible governance, we pursue sustainable growth, cultivate exceptional talent, build enduring partnerships, and create lasting value for the communities we serve.

OUR FOCUS AREAS

ECONOMIC

Create economic and shared value for the mutual benefit of all stakeholders.

1. Contribute to national economic growth through value generated by our operations.

ENVIRONMENT

Commit to environmental conservation by utilising resources wisely and maintaining ecological balance.

1. Energy & Emission
2. Water Management
3. Waste Management

SOCIAL

Conduct business with ethics and concern for social responsibility while participating in enhancing society's quality of life.

1. Human Capital Management & Labor Practices
2. Supply Chain Management
3. Community Engagement
4. Customer Centric & Engagement

GOVERNANCE

Ensure fairness, transparency and accountability are upheld in daily business conduct.

1. Business Ethics & Corporate Governance
2. Supply Chain Management
3. Product Responsbility

THE SUSTAINABILITY FRAMEWORK IS SUPPORTED BY THE FOLLOWING PILLARS OF SUSTAINABILITY DEVELOPED BY UNSDG:

SUSTAINABILITY STATEMENT
(cont'd)

ECONOMIC PERFORMANCE

RELATED UNSDGS:

OUR TARGET

At FOCUS, our economic objective is to build long-term business resilience while delivering sustainable value to our stakeholders. We aim to strengthen our financial performance through strategic growth, operational efficiency, and responsible investment.

OUR APPROACH

At FOCUS, we adopt a forward-looking and responsible economic approach that balances profitability with long-term value creation. We believe that sustainable economic growth is fundamental to our ability to deliver consistent returns to shareholders, empower employees, support local communities, and fulfil our broader environmental and social responsibilities.

OUR PERFORMANCE

In FYE 31 March 2026, the group remained committed to delivering sustainable economic value despite an increasingly challenging business environment. Our financial performance continues to underpin our ability to pursue long-term growth while supporting our ESG objectives.

Revenue and Growth

During the financial year, the group maintained its focus on strengthening core business operations, exploring new market opportunities, and enhancing operational efficiencies. These efforts have contributed to steady revenue streams and a more resilient business structure, positioning the Group for sustainable growth in the coming years.

Cost Optimisation and Operational Efficiency

We placed strong emphasis on prudent cost management, supply chain optimisation, and resource efficiency. These initiatives have improved our ability to operate efficiently without compromising product and service quality.

Group Revenues and Profits

Our revenues and net profits serve as essential indicators of operational efficiency, financial health, and long-term viability. These results reflect our ability to generate value through sound business practices while enabling continued reinvestment and stakeholder returns.

ENERGY & EMISSION

RELATED UNSDGS:

At FOCUS, we are committed to playing our part in addressing climate change by actively managing our energy consumption and reducing greenhouse gas (GHG) emissions across our operations. FOCUS is currently navigating its transition toward more energy-efficient and sustainable operations. Under the energy category, the existing equipment is described as faulty and outdated, with a clear vision to replace it with new equipment and fittings.

This requires direct action, including the procurement of modern, energy-efficient devices. The power system is also heavily reliant on manual operations for controlling electricity and supply, which contributes to inefficiency. As part of its wish list, the company aims to adopt a smart lighting system, enhancing energy optimisation. Planned activities include conducting a comprehensive energy efficiency survey and collaborating with consultants specialising in power-saving technologies. Additionally, the gas supply infrastructure currently depends on conventional stoves.

By embracing innovation, enhancing operational efficiency, and engaging with stakeholders, Focus strives to minimise its environmental footprint, build long-term climate resilience, and create shared value for our business, customers, and the communities we serve.

OUR APPROACH

Transition to Low-Gas Equipment for Emission Reduction

The Group committed to reducing energy consumption and emissions by upgrading outdated equipment and adopting more efficient operating systems. We will replace faulty and aging equipment with new, energy-efficient equipment and fittings to improve operational performance while reducing energy wastage.

In addition, we plan to introduce smart lighting systems to enhance energy management and optimise electricity usage across our operations.

To reduce gas consumption, we will upgrade conventional cooking equipment to newer models that use less gas, supported by vendor assessments and collaboration with chefs to adapt cooking methods to the new systems.

These initiatives will contribute to lower energy consumption, reduced emissions, and improved operational efficiency, supporting our broader sustainability and environmental objectives.

ENERGY & EMISSION (CONT'D)

OUR PERFORMANCE

SCOPE 2 CARBON EMISSIONS FROM ELECTRICITY CONSUMPTION

Scope 2 emissions represent indirect greenhouse gas (GHG) emissions arising from the consumption of purchased electricity, steam, heat, or cooling within the organisation's operations.

Scope 2 emissions were calculated using the location-based method under the GHG Protocol Corporate Standard. Purchased electricity emissions were estimated using the Peninsular Malaysia Grid Emission Factor of 0.740 $kgCO_2e$/kWh, based on the latest available Grid Emission Factor published by the Energy Commission (Suruhanjaya Tenaga), and applied consistently across the reporting periods to ensure comparability.

The calculation is:

- Total Emissions ($kgCO_2e$) = Electricity Consumption (kWh) × Emission Factor (0.740 $kgCO_2e$/kWh)
- Carbon Footprint (tCO_2e) = Total Emissions ($kgCO_2e$) ÷ 1,000

For FPE 31 March 2025, the group recorded an estimated electricity consumption of 1,911,850 kWh, while FYE 31 March 2026 recorded 1,956,070 kWh. Based on the estimated electricity consumption, the Group recorded Scope 2 carbon emissions of 1,414 tCO_2e for FPE 31 March 2025 and 1,447 tCO_2e for FYE 31 March 2026, calculated using the applicable grid electricity emission factor.

Electricity consumption increased during FYE 31 March 2026 primarily due to the addition of a commercial building to the Group's operational portfolio. The expansion resulted in higher electricity demand for lighting, air-conditioning, and day-to-day operations, contributing to the overall increase in energy consumption. The corresponding rise in Scope 2 greenhouse gas emissions reflects the increased operational footprint rather than a decline in energy efficiency. The Group remains committed to improving energy efficiency by implementing energy conservation measures and promoting responsible energy management across its operations.

Year	Electricity Consumption (kWh)	Total Emissions ($kgCO_2e$)	Carbon Footprint Generated (tCO_2e)
FYE 31 March 2026	1,956,070	1,447,491	1,447
FPE 31 March 2025	1,911,850	1,414,769	1,414

As FPE 31 March 2025 covered an 18-month reporting period, whereas FYE 31 March 2026 covered a 12-month reporting period, a direct comparison of total electricity consumption and Scope 2 emissions between the two periods is not appropriate.

WATER MANAGEMENT

RELATED UNSDGS:

The Group recognises the importance of water conservation as a key component of our sustainability goals. With a vision to reduce overall water consumption, we acknowledge that water management practices have not yet been formally implemented within our operations. Moving forward, we aim to significantly reduce daily water usage, minimise wastage, and explore opportunities for recycling water wherever possible.

OUR APPROACH

Enhancing Water Management and Conservation

The Group is committed to improving water management by reducing water consumption and strengthening the maintenance of water infrastructure. To achieve this, we will implement water-saving initiatives such as reducing daily water usage and increasing the reuse and recycling of water where feasible. In addition, we will improve our maintenance processes by establishing routine inspection schedules and responding promptly to issues such as leaking faucets and faulty plumbing. These measures will help prevent water wastage, improve operational efficiency, and support our long-term commitment to responsible water stewardship and sustainable resource management.

OUR PERFORMANCE

For the FPE 31 March 2025, the group recorded a total water consumption of 110,883 megalitres, compared with 102,011 megalitres for the FYE 31 March 2026. While total water consumption decreased by approximately 8%, the reporting periods are not directly comparable, as FPE 31 March 2025 covered an 18-month reporting period, while FYE 31 March 2026 covered a 12-month reporting period, a direct comparison of total consumption is not appropriate. On a normalised monthly basis, average water consumption increased from 6,160 megalitres per month in FPE 31 March 2025 to 8,501 megalitres per month in FYE 31 March 2026.

WASTE MANAGEMENT

RELATED UNSDGS:

At FOCUS, waste management is regarded as a critical pillar in our sustainability journey. Guided by our vision to recycle waste efficiently and work towards zero waste disposal, we recognise that our current operations do not yet incorporate structured waste management practices.

OUR APPROACH

The Group is committed to strengthening resource efficiency and waste management by reducing waste generation, lowering our carbon footprint, and improving operational efficiency across our operations.

Recycling and Waste Management

We are committed to improving waste management practices by increasing recycling and reducing the amount of waste sent for disposal. To support this objective, we will collaborate with recycling companies to collect recyclable materials such as glass, plastic, and paper. We will also explore opportunities to convert food waste into compost through partnerships with relevant service providers, while conducting staff awareness and training programmes

Reducing Carbon Footprint through Local Sourcing

To reduce emissions associated with transportation and supply chains, we will increase the procurement of local products wherever feasible, covering both perishable and non-perishable items. By building stronger relationships with local merchants and producers, we aim to support local businesses while lowering our overall carbon footprint.

Improving Operational Efficiency

We seek to optimise operational processes by reducing resource consumption and minimising waste. Key initiatives include redesigning workplace layouts to improve workflow efficiency, adopting biodegradable packaging and reusable alternatives to single-use plastics, and investing in energy-efficient equipment with lower power consumption.

OUR PERFORMANCE

The Group acknowledges that waste reporting was not conducted for FPE 31 March 2025 and FYE 31 March 2026. To address this gap, a structured roadmap has been established. This roadmap outlines the transition from the current state of limited practices to a future where zero waste disposal is achieved. Key activities include engaging recycling partners, converting food waste into compost or biogas, prioritising local sourcing to reduce carbon footprint, and embedding resource efficiency through reusable products and energy-efficient equipment.

HUMAN CAPITAL MANAGEMENT & LABOUR PRACTICE

RELATED UNSDGS:

At FOCUS, we recognise Human Capital Management and Labour Practices as a key material matter in our sustainability journey. As our workforce is central to our long-term success, we are committed to promoting fair, transparent, and progressive HR practices while ensuring data privacy, talent development, equitable compensation, and employee engagement.

OUR APPROACH

Employee Data Privacy and Protection

The Group is committed to upholding the highest standards of data privacy and protection, particularly concerning employee information. Our vision is to ensure that all employee data is securely protected, reinforcing trust and transparency across the organisation.

Currently, employee data is stored on secure servers with access strictly limited to authorised personnel for work-related purposes. To formalise our internal safeguards, all employees are required to sign the Personal Data Protection and Transfer Agreement (PDPTA), which outlines their responsibilities in handling personal information ethically and securely. As part of our continuous improvement, we aim to seek third-party assurance on our data privacy and protection systems. This step will help validate our internal controls, enhance risk management, and align our practices with industry best standards.

While our systems are in place, we acknowledge existing challenges such as limited HR manpower and the need for formal training in data handling and privacy best practices. Addressing these gaps will be key to strengthening our governance practices and ensuring compliance with evolving data protection regulation

Salary Benchmarking and Compensation

The Group is committed to offering fair and competitive compensation that reflects market standards and supports employee motivation, retention, and well-being. Our vision is to ensure all employees are fairly rewarded for their contributions, with remuneration that is both equitable and performance driven.

Salary Benchmarking and Compensation

Currently, we reference a salary directory to guide compensation for rank-and-file operational roles. To further strengthen our approach, we aim to benchmark salary packages more comprehensively and standardise fringe benefits according to job categories. This initiative seeks to promote consistency, equity, and employee satisfaction across all levels of the organisation.

As part of our ongoing efforts, we are actively benchmarking compensation packages to remain competitive in attracting and retaining talent. However, we acknowledge that time and resource constraints can limit the depth and frequency of market research and salary reviews. Overcoming these challenges will be critical as we work toward embedding fairness, transparency, and motivation into our total rewards strategy.

HUMAN CAPITAL MANAGEMENT & LABOUR PRACTICE (CONT'D)

OUR APPROACH (CONT'D)

Development of Electronic Employee Database

The Group is committed to improving the management and accessibility of employee records through the development of a comprehensive electronic employee database. Currently, employee personal files and payroll records are maintained on shared-drive and cloud-based systems. To strengthen record management, we aim to implement standardised document naming conventions for easier reference and retrieval. Key challenges include manpower and time constraints, as well as the need for additional cloud storage capacity to support the growing volume of employee records.

Talent Management

At FOCUS, we envision a workforce where the right talent is consistently matched to the right roles ensuring optimal performance, engagement, and long-term organisational growth. We believe that aligning talent with business needs is fundamental to building a resilient and high-performing organisation.

Currently, we face challenges with inconsistencies in qualifications and experience for certain positions, which can impact productivity and team dynamics. To address this, we aim to standardise our hiring processes and enhance the effectiveness of talent placement across all job functions.

Key activities underway include the implementation of structured talent-matching tools and interview assessment frameworks, designed to improve objectivity, reduce hiring biases, and ensure the best-fit candidates are selected. However, we recognise ongoing challenges such as high competition in the talent market and the difficulty of attracting and retaining top-tier candidates.

Addressing these issues remains a priority as we strive to strengthen our employer brand, refine our recruitment strategies, and build a workforce that supports our long-term sustainability goals.

Employee Retention & Engagement

At FOCUS, we aspire to cultivate a strong and inclusive company culture that supports high levels of employee engagement and long-term retention. Our vision is to build a workplace where individuals feel valued, connected, and motivated to grow together with the organisation. Currently, we face challenges in fostering a deep sense of ownership and cohesion among employees, due to the absence of a fully developed engagement framework. To address this, we aim to implement structured initiatives that promote belonging, professional development, and work-life balance.

These include the introduction of onboarding enhancements, continuous upskilling, and wellness-focused programs. Our ongoing engagement activities include townhall meetings, as well as career development and advancement initiatives designed to empower our people and align individual aspirations with company goals. However, we continue to face external pressures such as intense market competition and an abundance of job opportunities, which contribute to higher employee turnover. Tackling this challenge remains a strategic priority as we work toward strengthening our employer brand and creating a workplace culture that attracts and retains top talent.

HUMAN CAPITAL MANAGEMENT & LABOUR PRACTICE (CONT'D)

OUR PERFORMANCE

Total hours of training by employee category

The Group continues to prioritise continuous learning and career development by implementing structured training programmes across all employee categories. In FYE 31 March 2026, a total of 1,236 training hours were delivered, benefiting employees at every level of the organisation. By comparison, during FPE 31 March 2025, 569 hours of training were recorded. On a normalised monthly basis, this equates to an average of 103 hours per month in FYE 31 March 2026 versus 47.4 hours per month in FPE 31 March 2025, highlighting a more than threefold increase in training intensity. This reflects the Group's strengthened commitment to enhancing workforce capabilities and supporting long-term career advancement.

Employee Category	Total Hours of Training	
	FYE 31 March 2026	FPE 31 March 2025
Management	545	232
Executive	274	137
Non-Executive	417	200
Total	1,236	569

Training Program

The Group continues to foster a learning culture by investing in training programs across the organisation throughout FYE 31 March 2026. Our employees and future leaders engage in various learning initiatives including training seminars, knowledge-sharing sessions, briefings, webinars and on-the-job training.

Total number of employee turnover by employee category

The Group monitors employee turnover as part of its commitment to workforce stability and engagement. In FYE 31 March 2026, a total of 157 employees resigned across all categories, compared to 187 employees in FPE 31 March 2025. On a normalised monthly basis, this equates to an average of 13 resignations per month in FYE 31 March 2026, versus 10 resignations per month in FPE 31 March 2025. While the absolute number of resignations declined, the monthly average indicates a slightly higher turnover rate in FYE 31 March 2026, highlighting the need for continued focus on retention strategies, particularly at management and executive levels.

Employee Category	No. of Resigned Employees	
	FYE 31 March 2026	FPE 31 March 2025
Management	43	34
Executive	32	9
Non-Executive	82	144
Total	157	187

HUMAN CAPITAL MANAGEMENT & LABOUR PRACTICE (CONT'D)

OUR APPROACH (CONT'D)

Total Number of substantiated complaints concerning human rights violations

The Group is pleased to report that for FYE 31 March 2026, there were zero substantiated complaints relating to human rights violations across our operations. This outcome reaffirms our steadfast commitment to safeguarding and promoting human rights as a cornerstone of our business ethics and corporate governance. For comparison, in FPE 31 March 2025, no such complaints were recorded, underscoring the Group's consistent track record in upholding these principles.

Employee Category	Total Number of Complaints concerning Human Rights	
	FYE 31 March 2026	FPE 31 March 2025
Management	Nil	Nil
Executive	Nil	Nil
Non-Executive	Nil	Nil
Total	Nil	Nil

Employees by Age Group (%) for FYE 31 March 2026 and FPE 31 March 2025

Age Group	% of Hiring FYE 31 March 2026		
	Management	Executive	Non-Executive
Below 30	6.35	6.75	26.59
30 – 50	24.21	9.92	21.03
Above 50	3.57	0.40	1.19
Age Group	**% of Hiring FPE 31 March 2025**		
	Management	**Executive**	**Non-Executive**
Below 30	3.46	9.12	29.25
30 – 50	16.98	5.97	31.45
Above 50	1.89	0.31	1.57

HUMAN CAPITAL MANAGEMENT & LABOUR PRACTICE (CONT'D)

OUR APPROACH (CONT'D)

Employees by Gender (%) for FYE 31 March 2026 and FPE 31 March 2025

Age Group	% of Hiring FYE 31 March 2026		
	Management	Executive	Non-Executive
Male	27.38	8.33	38.89
Female	6.75	8.73	9.92
Age Group	**% of Hiring FPE 31 March 2025**		
	Management	**Executive**	**Non-Executive**
Male	17.30	8.81	52.20
Female	5.03	6.60	10.06

The Group tracks hiring demographics to ensure diversity and inclusivity across all levels. In FYE 31 March 2026, hiring patterns showed a stronger focus on younger talent, particularly in the non-executive category, while mid-career professionals (30–50 years) saw increased representation in management and executive roles compared to FPE 31 March 2025.

SUSTAINABILITY STATEMENT
(cont'd)

SUPPLY CHAIN MANAGEMENT

RELATED UNSDGS:

Supply Chain Management remains a key strategic pillar for Focus in achieving operational excellence and long-term sustainability. Our vision is to establish a streamlined and agile supply chain that delivers products efficiently, accurately, and at a lower cost. Presently, while standard operating procedures (SOPs) are in place and operational efficiency is moderate, automation across the product lifecycle remains limited.

To enhance performance, we are working towards achieving end-to-end visibility and synchronisation across the supply chain, reducing lead times, improving on-time delivery, and optimising inventory to minimise both shortages and excess. As part of these efforts, we are conducting supply chain audits to uncover inefficiencies, initiating automation in inventory and order fulfillment processes, and mapping the carbon footprint to better understand and manage our environmental impact.

OUR APPROACH

The Group is committed to strengthening supply chain management by fostering strategic partnerships, leveraging technology and data analytics, and implementing proactive risk management practices. Through these initiatives, we aim to improve operational efficiency, drive innovation, enhance sustainability performance, and build a resilient supply chain that supports long-term business growth.

Strengthening Strategic Partnerships

We recognise the importance of strong collaboration in driving innovation, efficiency, and sustainability across our supply chain. While current interactions with suppliers are largely transactional, we aspire to develop deeper, long-term relationships with suppliers and logistics partners. We will align sustainability and efficiency objectives with key suppliers, establish platforms for better data sharing and collaboration, and engage with NGOs, academic institutions, and green technology innovators to co-develop sustainable solutions. Supplier workshops and innovation programmes will also be conducted to encourage product responsibility and continuous improvement throughout the supply chain.

Leveraging Technology and Data Analytics

We aim to enhance supply chain visibility and decision-making through greater use of technology and data analytics. Although data collection practices currently exist, their utilisation remains limited.

To address this, we plan to integrate technologies such as artificial intelligence (AI), the Internet of Things (IoT), and advanced analytics into our supply chain operations. We will also invest in product lifecycle management (PLM) systems with sustainability modules, develop centralised data platforms for demand forecasting and inventory optimisation, and utilise predictive maintenance tools to improve operational efficiency, reduce waste, and enhance overall performance.

SUPPLY CHAIN MANAGEMENT (CONT'D)

OUR APPROACH (CONT'D)

Strengthening Risk Management and Cost Optimisation

Building a resilient supply chain requires proactive identification and management of risks. As formal supply chain risk management practices are currently limited, we aim to establish a structured risk management framework to anticipate and mitigate potential disruptions. This includes conducting environmental, safety, and compliance risk assessments, mapping high-risk regions and materials within the supply chain, and developing contingency plans for sourcing disruptions, product recalls, and regulatory changes. In parallel, we will utilise process optimisation, automation, and data-driven sourcing strategies to identify cost-saving opportunities while maintaining product quality and customer satisfaction.

OUR PERFORMANCE

The Group acknowledges that reporting on local versus foreign supplier spending was not conducted for FPE 31 March 2025 and FYE 31 March 2026. This gap has been addressed through a structured roadmap embedded in our approach, which charts the transition from limited reporting practices to a transparent, sustainable, and resilient supply chain.

The roadmap focuses on enhancing operational efficiency through audits and automation, embedding sustainability via lifecycle assessments and circular economy models, strengthening collaboration with suppliers and external partners, leveraging data and analytics for predictive insights, and establishing robust risk management frameworks.

By integrating these dimensions into our approach, the Group positions itself to report supplier spending transparently, prioritise local sourcing, and deliver measurable progress in responsible procurement and long-term value creation.

COMMUNITY DEVELOPMENT

RELATED UNSDGS:

Our vision is to support and enhance the resilience of the community by fostering a sense of unity and shared responsibility. One Resilience of the key activities held in line with this vision was food donation drives to old folks' homes and orphanages, addressing immediate needs and promoting compassion and care.

This initiative also focuses on creating a better living environment while valuing and preserving community knowledge and wisdom. By empowering the community through inclusive, community-led programs, especially those led by specific groups are directly affected. We aim to address the unique challenges and systemic gaps that continue to oppress certain community members. These programs are designed not only to offer solutions but to build lasting empowerment from within.

OUR APPROACH

Supporting Community

The Group is committed to creating a positive impact within the communities where we operate by supporting initiatives that enhance community well-being and resilience. Currently, we contribute through food donations to old folks' homes and orphanages. Moving forward, we aim to broaden our community outreach by supporting community-led programmes that address local challenges and foster a better environment for community members while recognising and preserving community knowledge and wisdom.

Life-Saving Contributions

We recognise the importance of initiatives that contribute directly to public health and community welfare. While we currently do not participate in organised blood donation activities, we aspire to support life-saving contributions through the implementation of blood donation campaigns and CPR training programmes. These initiatives will help equip community members with essential lifesaving skills while encouraging greater participation in health-related community activities.

Economic Opportunities

The Group is committed to promoting sustainable economic opportunities within the communities we serve. Although our business network offers various employment opportunities, we currently do not have a formal programme to support community economic development. To address this, we plan to organise regular community markets that provide local entrepreneurs and small businesses with opportunities to showcase their products and connect with customers. Through job creation initiatives and continued community engagement, we aim to support local economic growth, encourage entrepreneurship, and create sustainable opportunities that contribute to long-term community development.

COMMUNITY DEVELOPMENT (CONT'D)

OUR PERFORMANCE

The Group acknowledges that community development reporting has not yet been formalised for FPE 31 March 2025 and FYE 31 March 2026. To address this, a structured roadmap has been embedded in our approach, guiding the transition from ad-hoc initiatives to a more strategic, inclusive, and sustainable community engagement framework.

Currently, activities include food donations to old folk homes and orphanages, but the ambition is to create a better environment for the community by valuing local knowledge and wisdom. The roadmap envisions community-led programmes designed and driven by specific groups to address challenges and close gaps that affect their members.

At present, the Group does not participate in blood donation campaigns. Moving forward, the roadmap includes organising blood donation drives and CPR training sessions, strengthening health awareness and emergency preparedness within the community.

While there are many work opportunities, no formal programme exists to connect them with local communities. The roadmap seeks to organise regular markets to showcase local products, connect businesses with customers, and create sustainable economic opportunities. These initiatives will foster job creation, empower local talent, and build stronger economic resilience.

SUSTAINABILITY STATEMENT

(cont'd)

CUSTOMER CENTRIC & ENGAGEMENT

RELATED UNSDGS:

To strengthen customer experience and long-term loyalty, the group is initiating a transition plan aimed at enhancing customer engagement, data security, service efficiency, and digitalisation.

The primary goal is to bring the company closer to its customers by fostering meaningful relationships and delivering personalised value.

Currently, the company faces challenges such as limited direct customer interaction and the use of informal channels like WhatsApp for reservations. To address this, the team plans to proactively engage regular customers through personal outreach via calls and WhatsApp offering incentives such as vouchers and birthday perks. This engagement is further supported by building a verified customer database to enhance communication and ensure data accuracy.

OUR APPROACH

The Group is committed to strengthening customer relationships, enhancing data management practices, and improving customer experience through more effective engagement, digitalisation, and service excellence initiatives. By implementing these measures, we aim to build stronger customer loyalty, improve operational efficiency, and deliver a more personalised and responsive customer experience.

Enhancing Customer Engagement

We recognise the importance of maintaining close and meaningful relationships with our customers. Currently, customer engagement activities are limited, and we aim to strengthen customer support and relationship management through more regular communication and interaction. Initiatives such as contacting regular customers via phone calls and messaging platforms, offering vouchers and promotional incentives, and organising customer engagement events will help foster stronger connections and improve customer satisfaction.

Strengthening Customer Data Management

Protecting and managing customer information effectively is essential for delivering quality service. While customer information is currently collected and protected, further verification and organisation of customer records are required. We plan to establish a comprehensive customer database, enhance customer verification processes through events and engagement activities, and capture customer information more systematically to improve data accuracy, customer insights, and service delivery.

Upgrading Online Reservation Systems

To improve convenience and operational efficiency, we aim to upgrade our reservation process from messaging-based bookings to a dedicated reservation platform. The implementation of systems such as Umai or similar table reservation applications will provide a more structured and seamless booking experience for customers. Key activities will include identifying suitable vendors and ensuring frontline employees are equipped to support the new reservation process.

CUSTOMER CENTRIC & ENGAGEMENT (CONT'D)

OUR APPROACH (CONT'D)

Introducing a Customer Loyalty Programme

We aspire to establish a membership and loyalty programme that rewards repeat customers and encourages long-term engagement. Working closely with the marketing team, we will develop a loyalty programme that offers meaningful benefits and incentives to customers while strengthening brand loyalty and increasing customer retention.

Improving Customer Service and Follow-Up

Delivering prompt and effective customer service remains a key priority. We aim to improve our ability to respond to customer enquiries by ensuring employees have access to accurate product and service information. In addition, we will engage directly with customers to better understand their expectations and satisfaction levels, enabling us to continuously improve service quality and enhance the overall customer experience.

OUR PERFORMANCE

The Group acknowledges that customer engagement practices are still developing, with limited systems and programmes in place. To address this, a structured roadmap has been embedded in our approach to strengthen relationships and deliver a more customer-centric experience. The roadmap focuses on building closer customer relationships through proactive outreach and loyalty rewards, improving data verification to ensure accuracy and personalised engagement, upgrading reservation systems with digital platforms, introducing membership programmes to reward loyalty, and expanding event engagement to better meet customer needs.

PRODUCT RESPONSIBILITY

RELATED UNSDGS:

As a major player in Malaysia's food and beverage (F&B) industry, The Group recognises that product responsibility is integral to our sustainability journey. Safeguarding food safety, ensuring regulatory compliance, and delivering exceptional customer service form the core pillars of our operational strategy. We remain committed to continuous improvement in these areas to meet evolving stakeholder expectations and regulatory requirements.

OUR APPROACH

Ensuring Food Safety and Consistent Quality Across Operations

The Group is committed to maintaining the highest standards of food safety and quality across all F&B operations. Currently, all outlets undergo quarterly audits based on HACCP standards; however, maintaining consistency across multiple outlets remains a challenge. To strengthen our food safety framework, we aim to achieve full compliance with HACCP, Good Hygiene Practices (GHP), and FDA requirements in line with the Food Act 1983. Key initiatives include conducting gap analyses against HACCP and GHP requirements, providing enhanced SOP, food safety, and hygiene training for frontline employees, and implementing more robust internal audit and corrective action systems. While resistance to operational changes and maintaining consistency across outlets may present challenges, achieving these standards will create opportunities for new market entry and strategic partnerships through demonstrated quality assurance and compliance.

Achieving Regulatory Compliance and Industry Recognition

Regulatory compliance remains a fundamental aspect of our product responsibility commitment. Currently, all ingredients and products are sourced from approved and compliant suppliers, and our outlets operate with the necessary permits and licenses required by relevant authorities. Moving forward, we aspire to be recognises as a fully compliant and reputable F&B establishment at both local and international levels. To support this objective, we will engage external consultants and certification bodies to assist with compliance reviews and certification processes. Although achieving and maintaining international compliance standards requires significant investment of time and resources, it offers valuable opportunities to strengthen brand reputation, enhance stakeholder confidence, and reinforce customer trust.

Enhancing Customer Experience and Satisfaction

The group is dedicated to delivering excellent customer service and creating positive customer experiences that encourage repeat visits and long-term loyalty. While Standard Operating Procedures (SOPs) are regularly reviewed and customer feedback is actively monitored, customer complaints and service gaps can still occur. To address these challenges, we aim to elevate the customer journey by strengthening feedback mechanisms and improving data collection to better understand customer preferences and expectations. In addition, we will redesign key customer touchpoints to align with premium service standards and enhance overall customer satisfaction. While balancing compliance requirements with the fast-paced nature of F&B operations remains challenging, these initiatives will help build greater customer trust, increase retention, and encourage repeat business.

PRODUCT RESPONSIBILITY (CONT'D)

OUR PERFORMANCE

The Group acknowledges that product responsibility practices are in place but require strengthening to meet international standards and customer expectations. A structured roadmap has been embedded in our approach to transition from current compliance gaps toward full alignment with regulatory and quality benchmarks.

The roadmap focuses on achieving full compliance with HACCP, Good Hygiene Practices, and FDA standards through gap analysis, staff training, and robust internal audits. It also seeks official recognition as a reputable F&B establishment by engaging external consultants to support certification processes. Customer experience will be elevated by enhancing feedback mechanisms, designing premium service touchpoints, and aligning SOPs with fast-paced operations.

Challenges include resistance to operational change, consistency across multiple outlets, and the cost of maintaining compliance. However, opportunities lie in strengthening brand image, building consumer trust, and unlocking new market entry through proven compliance and quality standards.

SUSTAINABILITY STATEMENT

(cont'd)

BUSINESS ETHICS AND CORPORATE GOVERNANCE

RELATED UNSDGS:

At FOCUS, we believe that strong business ethics are fundamental to sustainable business success and play a critical role in maintaining the confidence of our stakeholders, including shareholders, employees, customers, and regulators. We are committed to fostering a culture of integrity, transparency, and accountability, ensuring that ethical principles are embedded in our day-to-day operations, decision-making processes, and corporate governance practices. Through continuous improvement and strong leadership commitment, we strive to uphold the highest standards of ethical conduct across all aspects of our business.

OUR APPROACH

Clarity of roles and responsibilities

The Group is committed to defining clear roles and responsibilities across the organisation to strengthen governance and accountability. While general responsibilities are currently outlined, gaps in accountability persist in certain areas. To address this, we will document, communicate, and align roles and responsibilities more explicitly with ethical and governance standards. Key initiatives include reviewing and updating job descriptions and implementing role-based accountability frameworks. Nonetheless, challenges remain in resolving structural ambiguities and ensuring alignment between employee capabilities and organisational expectations.

Anti-Bribery

The Group is committed to conducting its business with the highest standards of integrity, transparency, and ethical conduct, and maintains a strict zero-tolerance approach to bribery and corruption. An Anti-Bribery and Anti-Corruption ("**ABAC**") Policy is in place to provide a clear framework for preventing, detecting, and addressing bribery and corruption, while ensuring compliance with applicable laws, regulations, and industry best practices.

Protecting Whistleblowers and Promoting Transparency

Whistle-blowing is an integral component of the Group's governance framework, supporting the highest standards of integrity, accountability, and ethical business conduct. The Group has established a Whistle-Blowing Policy and accessible reporting channels to encourage employees and other stakeholders to report actual or suspected misconduct, unethical behavior, or regulatory non-compliance in good faith. As part of our commitment to continuously strengthening our governance practices, the Group will enhance whistle-blowing awareness through regular communication and training programs, integrate whistle-blowing briefings into employee onboarding, and reinforce the confidentiality and protection afforded to whistle-blowers under the Policy. These initiatives aim to strengthen trust in the reporting process, encourage the timely reporting of concerns, and cultivate a workplace culture where ethical behavior is upheld, and individuals can raise concerns with confidence and without fear of retaliation.

BUSINESS ETHICS AND CORPORATE GOVERNANCE (CONT'D)

OUR APPROACH (CONT'D)

Honesty

The Group recognizes honesty as a fundamental value that underpins ethical decision-making, responsible business practices, and organizational integrity. We are committed to fostering a culture of transparency and accountability, where honesty is embedded in all aspects of our operations, including decision-making, reporting, and stakeholder interactions. To reinforce this commitment, the Group will continue to promote honesty through employee training programs, leadership communications, and clear guidance on expected standards of conduct. Appropriate measures and accountability mechanisms will be maintained to address instances of misconduct, ensuring that honesty and integrity remain integral to the way we conduct our business.

Accountability

The Group is committed to fostering a culture of accountability, where employees take ownership of their responsibilities, decisions, and performance outcomes. Accountability is an essential element of our governance approach, supporting effective decision-making, operational excellence, and continuous improvement across the organization. To further strengthen accountability, the Group will continue to enhance performance management practices through the establishment of clear and measurable Key Performance Indicators (KPIs), regular performance reviews, and targeted training initiatives. We encourage employees to take ownership of their actions, embrace continuous learning, and openly identify areas for improvement while maintaining appropriate standards of responsibility and professional conduct.

Through these efforts, the Group aims to cultivate a workplace culture where accountability, transparency, and constructive learning are embedded across all levels of the organisation. We encourage employees to take ownership of their actions, embrace continuous learning, and openly identify areas for improvement while maintaining appropriate standards of responsibility and professional conduct. Through these efforts, the Group aims to cultivate a workplace culture where accountability, transparency, and constructive learning are embedded across all levels of the organisation. We encourage employees to take ownership of their actions, embrace continuous learning, and openly identify areas for improvement while maintaining appropriate standards of responsibility and professional conduct.

Through these efforts, the Group aims to cultivate a workplace culture where accountability, transparency, and constructive learning are embedded across all levels of the organisation.

OUR PERFORMANCE

For FPE 31 March 2025, The Group remained fully compliant with all applicable laws and regulations, with no reported incidents of bribery, corruption, or unethical conduct during the period. This strong compliance record continued into FYE 31 March 2026, with no known or reported cases of misconduct throughout the financial year. During FYE 31 March 2026, all employees formally acknowledged and signed The Group's Whistleblower Policy as well as the ABAC Policy, underscoring our commitment to integrity, transparency, and ethical business practices. To further strengthen accountability and openness, The Group has established a dedicated whistleblowing channel under the Whistleblower Policy, enabling both employees and external stakeholders to confidentially report concerns via email, telephone, or mail. In addition, both the ABAC Policy and Whistleblower Policy are publicly accessible on our corporate website, ensuring transparency and ease of access for all stakeholders.

Financial year	Total No. of Whistleblowing case
FYE 31 March 2026	Nil
FPE 31 March 2025	Nil

SUSTAINABILITY STATEMENT
(cont'd)

FOCUS DYNAMICS GROUP BERHAD
BMLR Transition Period

Date & Time: 2026-07-23_13:58:18
Ace Market | Group 3 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Bursa (Anti-corruption)	Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category (Management)	Percentage	-	Nil	-	External (Limited)
Bursa (Anti-corruption)	Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category (Executive)	Percentage	-	Nil	-	External (Limited)
Bursa (Anti-corruption)	Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category (Non-executive)	Percentage	-	Nil	-	External (Limited)
Bursa (Anti-corruption)	Bursa C1(b) Percentage of operations assessed for corruption related risk	Percentage	-	100%	-	External (Limited)
Bursa (Anti-corruption)	Bursa C1(c) Confirmed incidents of corruption and action taken	Number	-	Nil	-	External (Limited)
Bursa (Community/Society)	Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	-	Nil	-	External (Limited)
Bursa (Community/Society)	Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	-	Nil	-	External (Limited)
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category (Management Under 30)	Percentage	-	6.35%	-	External (Limited)

This report was generated on the Bursa Malaysia CSI Platform on 2026-07-23_13:58:18

Page 1 of 6

FOCUS DYNAMICS GROUP BERHAD

BMLR Transition Period

Date & Time: 2026-07-23_13:58:18
Ace Market | Group 3 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category (Management Between 30-50)	Percentage	-	24.21%	-	External (Limited)
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category (Management Above 50)	Percentage	-	3.57%	-	External (Limited)
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category (Executive Under 30)	Percentage	-	6.75%	-	External (Limited)
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category (Executive Between 30-50)	Percentage	-	9.92%	-	External (Limited)
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category (Executive Above 50)	Percentage	-	0.40%	-	External (Limited)

This report was generated on the Bursa Malaysia CSI Platform on 2026-07-23_13:58:18

SUSTAINABILITY STATEMENT
(cont'd)

FOCUS DYNAMICS GROUP BERHAD
BMLR Transition Period

Date & Time: 2026-07-23_13:58:18
Ace Market | Group 3 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category (Non-executive Under 30)	Percentage	-	26.59%	-	External (Limited)
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category (Non-executive Between 30-50)	Percentage	-	21.03%	-	External (Limited)
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category (Non-executive Above 50)	Percentage	-	1.19%	-	External (Limited)
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category (Management Male)	Percentage	-	27.38%	-	External (Limited)
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category (Management Female)	Percentage	-	6.75%	-	External (Limited)

This report was generated on the Bursa Malaysia CSI Platform on 2026-07-23_13:58:18

FOCUS DYNAMICS GROUP BERHAD
BMLR Transition Period

Date & Time: 2026-07-23_13:58:18
Ace Market | Group 3 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category (Executive Male)	Percentage	-	8.33%	-	External (Limited)
Bursa (Diversity)	C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category (Executive Female)	Percentage	-	8.73%	-	External (Limited)
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category (Non-executive Male)	Percentage	-	38.89%	-	External (Limited)
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category (Non-executive Female)	Percentage	-	9.92%	-	External (Limited)
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group (Male)	Percentage	-	80%	-	External (Limited)
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group (Female)	Percentage	-	20%	-	External (Limited)
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group (Under 30)	Percentage	-	Nil	-	External (Limited)

This report was generated on the Bursa Malaysia CSI Platform on 2026-07-23_13:58:18

Page 4 of 6

SUSTAINABILITY STATEMENT
(cont'd)

FOCUS DYNAMICS GROUP BERHAD
BMLR Transition Period

Date & Time: 2026-07-23_13:58:18
Ace Market | Group 3 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group (Between 30-50)	Percentage	-	60%	-	External (Limited)
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group (Above 50)	Percentage	-	40%	-	External (Limited)
Bursa (Energy management)	Bursa C4(a) Total energy consumption	Megawatt	-	Nil	-	External (Limited)
Bursa (Health and safety)	Bursa C5(a) Number of work-related fatalities	Number	-	Nil	-	External (Limited)
Bursa (Health and safety)	Bursa C5(b) Lost time incident rate ("LTIR")	Rate	-	Nil	-	External (Limited)
Bursa (Health and safety)	Bursa C5(c) Number of employees trained on health and safety standards	Number	-	Nil	-	External (Limited)
Bursa (Labour practices and standards)	Bursa C6(a) Total hours of training by employee category (Management)	Hours	-	545	-	External (Limited)
Bursa (Labour practices and standards)	Bursa C6(a) Total hours of training by employee category (Executive)	Hours	-	274	-	External (Limited)
Bursa (Labour practices and standards)	Bursa C6(a) Total hours of training by employee category (Non-executive)	Hours	-	417	-	External (Limited)
Bursa (Labour practices and standards)	Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	-	Nil	-	External (Limited)
Bursa (Labour practices and standards)	Bursa C6(c) Total number of employee turnover by employee category (Management)	Number	-	43	-	External (Limited)

This report was generated on the Bursa Malaysia CSI Platform on 2026-07-23_13:58:18

Page 5 of 6

FOCUS DYNAMICS GROUP BERHAD

BMLR Transition Period

Date & Time: 2026-07-23_13:58:18

Ace Market | Group 3 | FYE 31/03/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Bursa (Labour practices and standards)	Bursa C6(c) Total number of employee turnover by employee category (Executive)	Number	-	32	-	External (Limited)
Bursa (Labour practices and standards)	Bursa C6(c) Total number of employee turnover by employee category (Non-executive)	Number	-	82	-	External (Limited)
Bursa (Labour practices and standards)	Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	-	Nil	-	External (Limited)
Bursa (Supply chain management)	Bursa C7(a) Proportion of spending on local suppliers	Percentage	-	Nil	-	External (Limited)
Bursa (Data Privacy and security)	Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	-	Nil	-	External (Limited)
Bursa (Water)	Bursa C9(a) Total volume of water used	Megalitres	-	8,501	-	External (Limited)
Bursa (Waste management)	Bursa C10(a) Total waste generated	Metric tonnes	-	Nil	-	External (Limited)
Bursa (Waste management)	Bursa C10(a)(i) Total waste diverted from disposal	Metric tonnes	-	Nil	-	External (Limited)
Bursa (Waste management)	Bursa C10(a)(ii) Total waste directed to disposal	Metric tonnes	-	Nil	-	External (Limited)
Bursa (Emissions management)	Bursa C11(a) Scope 1 emissions in tonnes of CO2e	Metric tonnes	-	Nil	-	External (Limited)
Bursa (Emissions management)	Bursa C11(b) Scope 2 emissions in tonnes of CO2e	Metric tonnes	-	1,447	-	External (Limited)

This report was generated on the Bursa Malaysia CSI Platform on 2026-07-23_13:58:18

22nd July 2026

FOCUS DYNAMICS GROUP BERHAD
Lot 12.1, 12th Floor,
Menara Lien Hoe,
No. 8, Persiaran Tropicana,
Tropicana Golf & Country Resort,
47410 Petaling Jaya,
Selangor Darul Ehsan,
Malaysia.

Attention: Mr. Tay Ben Seng, Benson (Executive Director)

INDEPENDENT LIMITED ASSURANCE REPORT ON SUBJECT MATTER INFORMATION IN FOCUS DYNAMICS GROUP BERHAD'S SUSTAINABILITY REPORT 2026

To the Board of Directors of Focus Dynamics Group Berhad

We, Vaersa Advisory Sdn. Bhd. have been engaged by Focus Dynamics Group Berhad to perform an independent limited assurance engagement on selected sustainability indicators (hereinafter referred to as the "Subject Matter Information") as reported by Focus Dynamics Group Berhad ("FOCUS") in its Sustainability Report for the financial year ended 31st March 2026 ("Sustainability Report 2026").

Our Limited Assurance Conclusion

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the Subject Matter Information contained in the FOCUS's Sustainability Report 2026 for the financial year ended 31st March 2026 has not been prepared, in all material respects, in accordance with the Reporting Criteria.

Subject Matter Information

In strengthening the credibility of our reporting, this Sustainability Statement have been subjected to independent assurance in accordance with recognised assurance standards for selected indicators and has been approved by the Company's Audit Committee.

The Scope, Subject Matter(s) covered, and Conclusion (where applicable) are provided below:

Type of Assurance	Material Matters	Subject Matter	Scope	Conclusion
Independent Assurance	Energy Management	Total energy consumption	Operations assessed: Malaysia	Based on the procedures we have performed and the evidence we have obtained, nothing has come to our
	Water Management	Total volume of water used		
	Labour practices and standards	Total hours of training by employee category		
		Percentage of employees that are contractors or temporary staff		
		Total number of employee turnover by employee category		

VAERSA
ADVISORY SDN BHD
(1272384-X)

B-5-12, Menara Prima,
Jalan PJU 1/39, Dataran Prima,
47301 Petaling Jaya, Selangor.

03-7886 4304
www.vaersa.my

		Number of substantiated complaints concerning human rights violations		attention that causes us to believe that the Subject Matter as presented in FOCUS's Sustainability Statement have not been prepared and presented fairly, in all material respects, in accordance with the defined Criteria*.
	Diversity and Inclusivity	Percentage of employees by gender and age group, for each employee category		
		Percentage of directors by gender and age group		
	Health and Safety	Number of work-related fatalities		
		Lost time incident rate ("LTIR")		
		Number of employees trained on health and safety standards		
	Community Development	Total amount invested in the community where the target beneficiaries are external to the listed issuer		
	Anti-Corruption	Percentage of employees who have received training on anti-corruption by employee category		
		Percentage of operations assessed for corruption-related risks		
		Confirmed incidents of corruption and action taken		
	Emissions Management	Scope 1 emissions in tonnes of CO2e		
		Scope 2 emissions in tonnes of CO2e		
	Supply Chain Management	Proportion of spending on local suppliers		
	Data Privacy and Security	Number of substantiated complaints concerning breaches of customer privacy and losses of customer data		

***Reporting Criteria**

The Subject Matter Information needs to be read and understood together with the Reporting Criteria, which FOCUS is solely responsible for selecting and applying. The Reporting Criteria used for the reporting of the Subject Matter Information are as follows:

- FOCUS's internal sustainability reporting guidelines and procedures by which the Selected Information is gathered, collated, and aggregated internally; and
- The Global Reporting Initiative's Sustainability Reporting Standards ("GRI standards") for disclosures. (collectively referred to as the "Reporting Criteria").

VAERSA
ADVISORY SDN BHD
(1272384-X)
B-5-12, Menara Prima,
Jalan PJU 1/39, Dataran Prima,
47301 Petaling Jaya, Selangor.
03-7886 4304
www.vaersa.my

SUSTAINABILITY STATEMENT
(cont'd)

VAERSA

Management's Responsibility

Management of FOCUS is responsible for the preparation of the Subject Matter Information included in FOCUS's Sustainability Report 2026 in accordance with the Reporting Criteria. This responsibility includes the selection and application of appropriate methods to prepare the Subject Matter Information reported in FOCUS's Sustainability Report 2026 as well as the design, implementation, and maintenance of internal control relevant for the preparation of the Subject Matter Information that is free from material misstatement, whether due to fraud or error. Furthermore, the responsibility includes the use of assumptions and estimates for disclosures made by FOCUS which are reasonable in the circumstances.

Our Responsibility

Our responsibility is to express a limited assurance conclusion on the Subject Matter based on the procedures we have performed and the evidence we have obtained. We conducted our limited assurance engagement in accordance with the approved standard for assurance engagements in Malaysia, International Standard on Assurance Engagements ("ISAE") 3000 (Revised) "Assurance Engagements Other Than Audits or Reviews of Historical Financial Information". This standard requires that we plan and perform this engagement under consideration of materiality to express our conclusion with limited assurance about whether the Subject Matter Information is free from material misstatement. The accuracy of the Subject Matter Information is subject to inherent limitations given their nature and methods for determining, calculating, and estimating such data. Our limited assurance report should therefore be read in conjunction with the Reporting Criteria.

A limited assurance engagement involves assessing the suitability in the circumstances of FOCUS's use of the Reporting Criteria as the basis for the preparation of Subject Matter Information, assessing the risks of material misstatement of the Subject Matter Information whether due to fraud or error, responding to the assessed risks as necessary in the circumstances, and evaluating the overall presentation of the Subject Matter Information. A limited assurance engagement is substantially less in scope than a reasonable assurance engagement in relation to both the risk assessment procedures, including an understanding of internal control, and the procedures performed in response to the assessed risks.

Restriction on Distribution and Use and Disclaimer of Liability to Third Parties and For Any Other Purpose

This report, including the conclusion, has been prepared solely for the Board of Directors of FOCUS in accordance with the agreement between us, in connection with the performance of an independent limited assurance engagement on the Subject Matter Information as reported by FOCUS in its Sustainability Report 2026 and should not be used or relied upon for any other purposes. We consent to the inclusion of this report in FOCUS's Sustainability Report 2026 to be disclosed on the website of FOCUS to assist the Directors in responding to their governance responsibilities by obtaining an independent limited assurance report on the Subject Matter Information in connection with the's Sustainability Report 2026. As a result, we will not accept any liability or responsibility to any other party to whom our report is shown or into whose hands it may come. Any reliance on this report by any third party is entirely at its own risk.

Yours faithfully,

Quincy Gan Hoong Huat
Executive Director

VAERSA
ADVISORY SDN BHD
(1272384-X)

B-5-12, Menara Prima,
Jalan PJU 1/39, Dataran Prima,
47301 Petaling Jaya, Selangor.

03-7886 4304
www.vaersa.my

STATEMENTS OF DIRECTORS' RESPONSIBILITY IN RELATION TO THE FINANCIAL STATEMENTS

This statement is prepared as required by the Listing Requirements of Bursa Malaysia Securities Berhad.

The Directors are required by the Companies Act 2016 ("**CA 2016**") to prepare financial statements for each financial year so as to give a true and fair view of the financial position of Focus Dynamics Group Berhad ("**the Company**") and its group of companies ("**Group**"), as well as the results and cash flows of the Group and of the Company as at end of the financial year.

During the preparation of the financial statements for the financial year ended 31 March 2026, the directors have ensured that:

- the Group and the Company have adopted appropriate accounting policies and are consistently applied;
- judgements and estimates that are prudent and reasonable have been used;
- all applicable Malaysian Financial Reporting Standards and International Financial Reporting Standards in Malaysia have been complied with;
- the accounting and other records required by CA 2016 are properly kept and disclosed with reasonable accuracy at any time, the financial position of the Group and of the Company which enable them to ensure the financial statements comply with the Act; and
- the financial statements have been prepared on the going concern basis.

The Directors have general responsibilities for taking such steps that are reasonably available to them to safeguard the assets of the Group, and to prevent and detect fraud and other irregularities and material misstatements, as described more fully in the corporate governance section of this report. Such system, by their nature, can only provide reasonable and not absolute assurance against material misstatement, loss and fraud.

FOCUS DYNAMICS

FINANCIAL STATEMENTS

DIRECTORS' REPORT

The Directors of Focus Dynamics Group Berhad hereby submit their report and the audited financial statements of the Group and of the Company for the financial year ended 31 March 2026.

Principal Activities

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are as disclosed in Note 7 to the financial statements.

There have been no significant changes in the nature of these activities during the financial year.

Financial Results

The results of the Group and of the Company for the financial year are as follows:

	Group RM'000	Company RM'000
Loss for the financial year	(26,189)	(10,065)
Loss attributable to:		
Owners of the Parent	(21,073)	-
Non-controlling interests	(5,116)	-
	(26,189)	-

Reserves and Provisions

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

Dividends

There were no dividends proposed, declared or paid by the Company since the end of previous financial year. The Directors do not recommend the payment of any dividend in respect of the current financial year.

Issue of Shares and Debentures

There were no issuance of shares or debentures by the Company during the financial year.

Options Granted Over Unissued Shares

During the financial year, no options were granted by the Company to any person to take up any unissued shares in the Company.ICPS with free detachable Warrants D.

ICPS with Free Detachable Warrants D

On 3 December 2020, the Company listed and quoted 2,044,266,042 ICPS at an issue price of RM0.055 per ICPS together with 3,066,399,051 free detachable warrants ("Warrants D") pursuant to the renounceable rights issue on the basis of two (2) ICPS together with three (3) free Warrants D for every six (6) existing ordinary shares held by the entitled shareholders of the Company after share split of every one (1) existing ordinary share into three (3) shares ("Split Shares") held by the entitled shareholders of the Company.

The ICPS are constituted by the Constitution of the Company.

Salient features of the ICPS are as follows:

(a) Each ICPS carries the entitlement to convert into new ordinary shares of the Company at the conversion price of RM0.55 per share based on the conversion ratio of ten (10) ICPS for every 1 new ordinary share during the 10-year period expiring on 26 November 2030 ("Conversion Period"), subject to the adjustments determined by the Board of Directors;

(b) The ICPS is not redeemable for cash; and

(c) The ICPS are unsecured and shall, upon allotment and issue, rank pari passu amongst themselves and shall rank in priority to any other class of shares in the capital of the Company, except that they will not be entitled to any dividends, rights, allotments and/or other distributions that may be declared by the Company in respect of the ordinary shares and they carry no right to vote at any general meeting of the Company.

During the financial year, none (31.3.2025: none) of the ICPS were converted into new ordinary shares of the Company. As at 31 March 2026, the total number of ICPS that remained unexercised are 903,363,292 (31.3.2025: 909,363,292).

The Warrants D was constituted by the Deed Poll dated 19 October 2020 ("Deed Poll D") and immediately be detached from the ICPS upon allotment and issuance.

ICPS with free detachable Warrants D (Cont'd)

Salient features of the Warrants D are as follows:

(a) Each Warrants D shall entitle its registered holders to subscribe for one (1) new ordinary share in the Company at an exercise price of RM0.80 per Warrant D during the 5-year period expiring on 26 November 2025 ("Exercise Period"), subject to the adjustments as set out in the Deed Poll D;

(b) At the expiry of the Exercise Period, any Warrants D which have not been exercised shall automatically lapse and cease to be valid for any purposes; and

(c) Warrant holders must exercise the Warrants D in accordance with the procedures set out in the Deed Poll D and shares allotted and issued upon such exercise shall rank pari passu in all respects with the then existing shares of the Company, and shall be entitled to any dividends, rights, allotments and/or other distributions after the issue and allotment thereof.

During the financial year, none (31.3.2025: none) of the Warrants D is exercised into new ordinary shares of the Company. The Warrants D had expired on 26 November 2025. Upon the expiry of the warrants, the balance in the warrant reserves was transferred to accumulated losses.

Directors

The Directors of the Company in office since the beginning of the current financial year to the date of this report are:

Tay Ben Seng, Benson
Leow Wey Seng
Tang Yee Ling
Tan Sri Dato' Seri Tan King Tai @ Tan Khoon Hai
Ng Chee Kin

The Directors who held office in the subsidiaries (excluding Directors who are also Directors of the Company) since the beginning of the current financial year to the date of this report are:

Chin Yuok Sheong	
Ong Kah Hoe	
Muhammad Bin Md Rashid	
Wan Hazreek Putra Hussain Yusuf	
Tan Tiam Pueh	
Ou Swee Siang	
Brandon Vun Li Xian	
Ti Lian Seng	(Appointed on 13 March 2026)
Datuk Chong Loong Men	(Resigned on 13 March 2026)

Directors (Cont'd)

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

Directors' Interests in Shares

The interests and deemed interests in the shares and warrants of the Company and of its related corporations (other than wholly-owned subsidiaries) of those who were Directors at financial year end (including their spouses or children) according to the Register of Directors' Shareholdings are as follows:

	Number of ordinary shares			
	At 1.4.2025	Bought	Sold	At 31.3.2026
Interests in the Company				
Direct interests				
Tay Ben Seng, Benson	129,100,140	-	-	129,100,140

	Number of Warrants D			
	At 1.4.2025	Bought	Sold	At 31.3.2026
Interests in the Company				
Direct interests				
Tay Ben Seng, Benson	50	-	-	50

By virtue of his interest in the shares of the Company, Tay Ben Seng, Benson is deemed to have interests in the shares of all the subsidiaries as at the financial year to the extent the Company has an interest.

None of the other Directors in office at the end of the financial year held any interest in the shares of the Company or its related corporations during the financial year.

Directors' Benefits

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

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

Directors' Remuneration

The details of Directors' remuneration of the Group and of the Company for the financial year ended 31 March 2026 are set out below:

	Group RM'000	Company RM'000
Executive Directors		
Salaries, wages and other emoluments	1,181	124
Defined contribution plans	137	14
Social security contributions	7	1
Employment insurance system	1	*
	1,326	139
Non-Executive Directors		
Fees	291	288
Other emoluments	16	16
	307	304
Total Directors' Remuneration	1,633	443

** Denotes amount below RM1,000*

Indemnity and Insurance Costs

The Directors and Officers of the Group and the Company are covered by Directors' and Officers' Liability Insurance ("DOL Insurance") basis for the purpose of Section 289 of the Companies Act 2016. During the financial year, the total amount of indemnity coverage and insurance premium paid for the Directors and the officers of the Group and of the Company are RM45,962 respectively.

Other Statutory Information

(a) Before the financial statements of the Group and of the Company were prepared, the Directors took reasonable steps:

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

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

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

(i) which would render it necessary to write off any bad debts or the amount of the allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or

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

(iii) not otherwise dealt with in this report or the financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading; or

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

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

(i) any charge on the assets of the Group and of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or

(ii) any contingent liability in respect of the Group or of the Company which has arisen since the end of the financial year.

Other Statutory Information

(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 year which will or may affect the ability of the Group and of the Company to meet their obligations when they fall due.

(ii) the results of the operations of the Group and of the Company during the current financial year were not substantially affected by an item, transaction or event of a significant and unusual nature; and

(iii) there has not arisen in the interval between the end of the current financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the current financial year in which this report is made.

Subsidiaries

The details of the subsidiaries are disclosed in Note 7 to the financial statements.

Auditors' Remuneration

The auditors' remuneration of the Group and of the Company for the financial year ended 31 March 2026 are as follows:

	Group RM'000	Company RM'000
Auditors' remuneration - UHY Malaysia PLT		
Statutory audit	248	115
Non-statutory audit	5	5
Auditors' remuneration - Others		
Statutory audit	101	60
	354	180

Auditors

The Auditors, UHY Malaysia PLT, have expressed their willingness to continue in office.

Signed on behalf of the Board, as approved by the Board in accordance with a resolution of the Directors,

TAY BEN SENG, BENSON	LEOW WEY SENG

KUALA LUMPUR

21 July 2026

STATEMENT BY DIRECTORS

PURSUANT TO SECTION 251(2) OF THE COMPANIES ACT 2016

We, Tay Ben Seng, Benson and Leow Wey Seng, being two of the Directors of Focus Dynamics Group Berhad, do hereby state that, in the opinion of the Directors, the accompanying financial statements 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 2026 and of their financial performance and cash flows for the financial year then ended.

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

TAY BEN SENG, BENSON	LEOW WEY SENG

KUALA LUMPUR

21 July 2026

STATUTORY DECLARATION

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

I, Tay Ben Seng, Benson, being the Director primarily responsible for the financial management of Focus Dynamics Group Berhad, do solemnly and sincerely declare that to the best of my knowledge and belief, the accompanying financial statements are correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by the abovenamed at Kuala Lumpur in the Federal Territory on 21 July 2026.)

TAY BEN SENG, BENSON

Before me,

COMMISSIONER FOR OATHS

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF FOCUS DYNAMICS GROUP BERHAD

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Focus Dynamics Group Berhad, which comprise the statements of financial position as at 31 March 2026 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 98 to 235.

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 2026, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

Key Audit Matters

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

Key Audit Matters	How we addressed the key audit matters
Impairment of Property, Plant and Equipment and Right-of-Use Assets The carrying amounts of property, plant and equipment and right-of-use assets as at 31 March 2026 were RM148,445,319 and RM119,268,420 respectively. We refer to the consolidated financial statements: Note 4 "Property, plant and equipment", Note 5 "Right-of-use assets", Note 3(m)(i) "Impairment of non-financial assets" and Note 2(c) "Significant accounting judgements, estimates and assumptions". At the end of each reporting period, Management assesses whether there is any indication that property, plant and equipment and right-of-use assets may be impaired. Where indicators of impairment exist, the Group estimates the recoverable amount of the relevant cash-generating units ("CGUs") based on value-in-use calculations.	Our audit procedures performed in this area included, among others: • Examined the relevant cash flow forecasts supporting Management's impairment assessment; • Evaluated the reasonableness of the key assumptions used and judgement made in determining the recoverable amount; • Assessed the reasonableness of the discount rates applied by considering relevant market and industry data; • Obtained and evaluated the independent valuer's report used by Management to support the recoverable amount assessment, including considering the competence, capabilities and objectivity of the independent valuer and assessing the reasonableness of key assumptions adopted in the valuation; and • Reviewed the adequacy of the disclosures in the financial statements relating to the impairment assessment and key assumptions applied by Management.

Key Audit Matters (Cont'd)

Key Audit Matters	How we addressed the key audit matters
Impairment of Property, Plant and Equipment and Right-of-Use Assets (Cont'd) The impairment assessment involves significant judgement and estimation, particularly in determining the expected future cash flows, growth assumptions and discount rates applied in the value-in-use calculations. We determined this to be a key audit matter as the balances are significant to the Group's consolidated financial statements and the impairment assessment involves significant management judgement and estimation uncertainty.	
Right-of-Use Assets and Lease Liabilities The carrying amounts of right-of-use assets and lease liabilities as at 31 March 2026 were RM119,268,420 and RM123,221,741 respectively. We refer to the consolidated financial statements: Note 5 "Right-of-use assets", Note 27 "Lease liabilities" and Note 2(c) "Significant accounting judgements, estimates and assumptions". Management is required to exercise significant judgement and estimation in applying MFRS 16 Leases, particularly in determining the lease terms and incremental borrowing rates used in measuring lease liabilities.	Our audit procedures performed in this area included, among others: • Obtained an understanding of the Group's process for recognising leases through review of the listing and schedules of right-of-use assets and lease liabilities; • Identified changes arising from new leases, lease reassessments, terminations or modifications during the financial year, where applicable; • Assessed the appropriateness of the discount rates applied in determining lease liabilities based on the underlying lease agreements and relevant market inputs;

INDEPENDENT AUDITORS' REPORT
(cont'd)

Key Audit Matters (Cont'd)

Key Audit Matters	How we addressed the key audit matters
Right-of-Use Assets and Lease Liabilities (Cont'd) The determination of lease terms includes assessment of renewal and termination options and whether such options are reasonably certain to be exercised. We determined this to be a key audit matter because the balances are significant to the Group's consolidated financial statements and the application of MFRS 16 requires significant management judgement in determining the assumptions used in the measurement of right-of-use assets and lease liabilities.	Our audit procedures performed in this area included, among others: (Cont'd) • Assessed the appropriateness of assumptions applied in determining lease terms, including renewal and termination options; and • Verified the accuracy of underlying lease information by agreeing sampled lease data to lease agreements and other supporting documentation.
Net Realisable Value of Inventories The carrying amount of inventories as at 31 March 2026 was RM15,564,893. We refer to the consolidated financial statements: Note 14 "Inventories" and Note 2(c) "Significant accounting judgements, estimates and assumptions". Inventories are stated at the lower of cost and net realisable value. The determination of net realisable value involves management judgement, particularly for slow-moving or aged inventories.	Our audit procedures performed in this area included, among others: • Enquired of Management regarding its process for identifying slow-moving, damaged or expired inventories and obtained and reviewed the inventory listing to assess whether such inventories had been appropriately identified; • Attended the year-end physical inventory count and observed the condition of the inventories, including performing test counts on a sample basis; • Assessed Management's judgement in determining the net realisable value of slow-moving inventories;

Key Audit Matters (Cont'd)

Key Audit Matters	How we addressed the key audit matters
Net Realisable Value of Inventories (Cont'd) Management performs an assessment at the financial year end to identify inventories that may require write-downs to net realisable value. We determined this to be a key audit matter as inventories represent a significant component of the Group's consolidated financial statements and the assessment of net realisable value involves significant management judgement and estimation uncertainty.	Our audit procedures performed in this area included, among others: (Cont'd) • Inquired and assessing Management's basis where slow-moving inventories were not written down to net realisable value; and • Tested inventory items on a sample basis by comparing their post-year-end selling prices with their carrying amounts and evaluated whether the inventories have been written down to their net realisable value for inventory items with net realisable value lower than their cost.

We have determined that there is no key audit matters in the audit of the financial statements of the Company to be communicated in our Auditors' report.

Information Other than the Financial Statements and Auditors' Report Thereon

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

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

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

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

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 skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

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

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

- 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 the Company's internal control.

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

- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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

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

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

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiary company of which we have not acted as auditors, are disclosed in Note 7 to the financial statements.

Other Matters

The financial statements of the Group and of the Company for the financial period ended 31 March 2025 were audited by another auditor who expressed an unmodified opinion on these statements on 25 July 2025.

Other Matters (Cont'd)

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.

UHY Malaysia PLT
202406000040 (LLP0041391-LCA) & AF 1411
Chartered Accountants

VOON XUAM MING
Approved Number: 03738/05/2027 J
Chartered Accountant

KUALA LUMPUR
21 July 2026

STATEMENTS OF FINANCIAL POSITION

AS AT 31 MARCH 2026

		Group		Company	
		31.3.2026	31.3.2025	31.3.2026	31.3.2025
	Note	RM'000	RM'000	RM'000	RM'000
ASSETS					
Non-Current Assets					
Property, plant and equipment	4	148,445	16,286	*	*
Right-of-use assets	5	119,268	21,023	-	-
Investment properties	6	2,310	2,359	-	-
Investment in subsidiaries	7	-	-	2,130	2,130
Investment in associates	8	6,999	15,430	-	-
Investment in quoted and unquoted shares	9	10,855	9,847	-	-
Investment in redeemable convertible preference shares	10	-	-	27,791	34,242
Investment in redeemable non-convertible preference shares	11	-	-	94,600	-
Prepaid expenses	12	-	134,560	-	-
Goodwill on consolidation	13	88	88	-	-
		287,965	199,593	124,521	36,372
Current Assets					
Inventories	14	15,565	17,435	-	-
Trade receivables	15	2,908	1,790	-	-
Other receivables	16	10,176	15,414	30	36
Amount due from subsidiaries	17	-	-	214	92,943
Amount due from associates	18	1,330	2,546	-	-
Amount due from related parties	19	723	361	-	-
Short-term investments	20	21	21	-	-
Tax recoverable		3,935	4,517	127	806
Deposits, cash and bank balances	21	7,433	18,194	1,975	12,823
		42,091	60,278	2,346	106,608
Total Assets		330,056	259,871	126,867	142,980

** Denotes amount below RM1,000*

		Group		Company	
		31.3.2026	31.3.2025	31.3.2026	31.3.2025
	Note	RM'000	RM'000	RM'000	RM'000
EQUITY					
Share capital	22	91,840	91,840	91,840	91,840
Irredeemable convertible preference shares	23	49,685	49,685	49,685	49,685
Reserves	24	(33,514)	(13,244)	(19,955)	(9,890)
Equity attributable to owners of the Parent		108,011	128,281	121,570	131,635
Non-controlling interests	7(a)	(4,937)	179	-	-
Total Equity		103,074	128,460	121,570	131,635
LIABILITIES					
Non-Current Liabilities					
Trade payables	25	33,715	22,350	-	-
Other payables	26	14,525	-	1,824	-
Amount due to subsidiaries	17	-	-	1,150	-
Amount due to related parties	19	20,561	-	-	-
Lease liabilities	27	118,689	18,728	-	-
Deferred tax liabilities	28	84	57	-	-
		187,574	41,135	2,974	-

STATEMENTS OF FINANCIAL POSITION
(cont'd)

		Group		Company	
		31.3.2026	31.3.2025	31.3.2026	31.3.2025
	Note	RM'000	RM'000	RM'000	RM'000
Current Liabilities					
Trade payables	25	14,071	32,290	-	-
Other payables	26	15,962	18,793	568	2,210
Amount due to subsidiaries	17	-	-	1,755	9,035
Amount due to associates	18	-	476	-	100
Amount due to related parties	19	2,232	21,405	-	-
Borrowings	29	999	11,197	-	-
Lease liabilities	27	4,533	4,358	-	-
Provision for restoration costs	30	1,242	1,440	-	-
Provision for taxation		369	317	-	-
		39,408	90,276	2,323	11,345
Total Liabilities		226,982	131,411	5,297	11,345
Total Equity and Liabilities		330,056	259,871	126,867	142,980

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

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

		Group		Company	
	Note	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000
Revenue	31	60,136	121,222	-	-
Cost of sales		(25,013)	(49,414)	-	-
Gross profit		35,123	71,808	-	-
Other income		10,467	9,224	5,490	364
Other operating expenses		(53,319)	(83,242)	(1,077)	(1,978)
Net reversal on impairment of financial assets	32	127	176	14,590	98,924
Net (loss)/reversal on impairment of non-financial assets	33	(9,207)	12,115	(29,068)	(97,711)
Fair value loss on investment in quoted shares	9	(428)	(2,720)	-	-
Share of loss on investment in associates	8	(3,335)	(9,148)	-	-
Loss from operations		(20,572)	(1,787)	(10,065)	(401)
Finance costs	34	(4,724)	(3,929)	-	-
Loss before taxation	35	(25,296)	(5,716)	(10,065)	(401)
Taxation	36	(893)	(3,439)	-	(23)
Loss for the finacial year/period		(26,189)	(9,155)	(10,065)	(424)
Other comprehensive loss, net of tax					
Items that are or may be reclassification subsequently to profit or loss					
Foreign currency translation differences, representing other comprehensive loss, net off tax		803	(206)	-	-
Total comprehensive expenses for the financial year/period		(25,386)	(9,361)	(10,065)	(424)

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
(cont'd)

	Note	Group 1.4.2025 to 31.3.2026 RM'000	Group 1.10.2023 to 31.3.2025 RM'000	Company 1.4.2025 to 31.3.2026 RM'000	Company 1.10.2023 to 31.3.2025 RM'000
Loss for the financial year/ period attributable to:					
Owners of the Company		(21,073)	(8,899)	-	(424)
Non-controlling interests		(5,116)	(256)	-	-
		(26,189)	(9,155)	-	(424)
Total comprehensive loss attributable to:					
Owners of the Parent		(20,270)	(9,105)	(10,065)	(424)
Non-controlling interests		(5,116)	(256)	-	-
		(25,386)	(9,361)	(10,065)	(424)
Losses per share (sen)					
- Basic	37	(0.33)	(0.14)		
- Diluted	37	(0.29)	(0.12)		

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

STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

		Attributable to owners of the parent							
		Non-distributable				Distributable			
	Note	Share capital RM'000	ICPS RM'000	Warrant reserve RM'000	Foreign exchange translation RM'000	Accumulated losses RM'000	Total RM'000	Non-controlling interests RM'000	Total equity RM'000
Group									
At 1 April 2025		91,840	49,685	389,126	(275)	(402,095)	128,281	179	128,460
Loss for the financial year		-	-	-	-	(21,073)	(21,073)	(5,116)	(26,189)
Other comprehensive loss for the financial year	24(b)	-	-	-	803	-	803	-	803
Total comprehensive (loss)/income for the financial year		-	-	-	803	(21,073)	(20,270)	(5,116)	(25,386)
Group									
Transactions with owners:									
Warrant expired		-	-	(389,126)	-	389,126	-	-	-
		-	-	(389,126)	-	389,126	-	-	-
At 31 March 2026		91,840	49,685	-	528	(34,042)	108,011	(4,937)	103,074

STATEMENTS OF CHANGES IN EQUITY
(cont'd)

		Attributable to owners of the parent							
		Non-distributable				Distributable			
	Note	Share capital RM'000	ICPS RM'000	Warrant reserve RM'000	Foreign exchange translation RM'000	Accumulated losses RM'000	Total RM'000	Non-controlling interests RM'000	Total equity RM'000
Group									
At 1 October 2023		218,640	49,685	389,126	(69)	(518,621)	138,761	(466)	138,295
Loss for the financial period		-	-	-	-	(8,899)	(8,899)	(256)	(9,155)
Other comprehensive loss for the financial period	24(b)	-	-	-	(206)	-	(206)	-	(206)
Total comprehensive expenses for the financial period		-	-	-	(206)	(8,899)	(9,105)	(256)	(9,361)

STATEMENTS OF CHANGES IN EQUITY
(cont'd)

		Attributable to owners of the parent							
		Non-distributable				Distributable			
	Note	Share capital RM'000	ICPS RM'000	Warrant reserve RM'000	Foreign exchange translation RM'000	Accumulated losses RM'000	Total RM'000	Non-controlling interests RM'000	Total equity RM'000
Group									
Transactions with owners:									
Share capital reduction	22	(126,800)	-	-		126,800	-	-	-
Dividends paid to minority shareholders		-	-	-	-	-	-	(450)	(450)
Changes in a subsidiary's ownership interests that do not result in a loss of control		-	-	-	-	(1,375)	(1,375)	1,351	(24)
		(126,800)	-	-	-	125,425	(1,375)	901	(474)
At 31 March 2025		91,840	49,685	389,126	(275)	(402,095)	128,281	179	128,460

STATEMENTS OF CHANGES IN EQUITY
(cont'd)

	Non-distributable			Distributable	
	Share capital RM'000	**ICPS RM'000**	**Warrant reserve RM'000**	**Accumulated losses RM'000**	**Total equity RM'000**
Company					
At 1 April 2025	91,840	49,685	389,126	(399,016)	131,635
Loss for the financial year, representing total comprehensive loss for the financial year	-	-	-	(10,065)	(10,065)
Transactions with owners:					
Warrant expired	-	-	(389,126)	389,126	-
At 31 March 2026	91,840	49,685	-	(19,955)	121,570
At 1 October 2023	218,640	49,685	389,126	(525,392)	132,059
Loss for the financial period, representing total comprehensive loss for the financial period	-	-	-	(424)	(424)
Transactions with owners:					
Share capital reduction	(126,800)	-	-	126,800	-
At 31 March 2025	91,840	49,685	389,126	(399,016)	131,635

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

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 MARCH 2026

		Group		Company	
	Note	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000
Cash flows from operating activities					
Loss before taxation		(25,296)	(5,716)	(10,065)	(401)
Adjustments for:					
Amortisation of right-of-use assets	5	8,825	6,768	-	-
Depreciation of investment properties	6	49	-	-	-
Depreciation of property, plant and equipment	4	8,383	9,532	-	261
Dividend income		-	-	(5,361)	-
Fair value loss on investment in quoted shares	9	428	2,720	-	-
Impairment losses on:					
- trade receivables	32	36	308	-	-
- other receivables	32	-	1,026	-	-
- amount due from subsidiary	32	-	-	1,129	-
- amount due from associates	32	-	2,198	-	-
- investment in subsidiaries	33	-	-	-	333
- investment in associates	33	4,739	-	-	-
- property, plant and equipment	33	4,468	-	-	-
- redeemable convertible preference shares	33	-	-	29,630	97,378
Interest expense		4,724	3,929	-	-
Inventories written-off		-	100	-	-
Loss on disposal of quote share		206	-	-	-
Loss on disposal of associates (net)		1	-	-	-
Property, plant and equipment written-off		1,810	6	-	-
Balance carried forward		5,896	19,318	(14,297)	97,571

STATEMENTS OF CASH FLOWS
(cont'd)

	Note	Group 1.4.2025 to 31.3.2026 RM'000	Group 1.10.2023 to 31.3.2025 RM'000	Company 1.4.2025 to 31.3.2026 RM'000	Company 1.10.2023 to 31.3.2025 RM'000
Cash flows from operating activities (Cont'd)					
Adjustments for: (Cont'd)					
Balance brought forward		5,896	19,318	(14,297)	97,571
Share of loss on investment in associates	8	3,335	9,148	-	-
Fair value adjustments on:					
- trade payables		(2,351)	-	-	-
- other payables		(985)	-	(97)	-
- amount due to related parties		(1,054)	-	-	-
Gain on deemed disposal of a subsidiary		-	(70)	-	-
Gain on disposal of property, plant and equipment (net)		(3)	(1,374)	-	-
Gain on lease liabilities written-off due to early termination		(712)	(3)	-	-
Interest income		(31)	(463)	(31)	(364)
Reversal of impairment losses on:					
- trade receivables	32	(84)	(3,697)	-	-
- other receivables	32	(190)	-	-	-
- amount due from subsidiaries	32	-	-	(15,719)	(98,924)
- amount due from related parties	32	(5)	(11)	-	-
- investment in associates	33	-	(12,115)	-	-
- redeemable convertible preference shares		-	-	(562)	-
Waiver of debts		-	(134)	-	-
Operating profit/(loss) before working capital changes		6,342	12,152	(30,144)	(1,717)

		Group		Company	
		1.4.2025 to 31.3.2026	1.10.2023 to 31.3.2025	1.4.2025 to 31.3.2026	1.10.2023 to 31.3.2025
	Note	RM'000	RM'000	RM'000	RM'000
Changes in working capital:					
Decrease/(increase) in inventories		1,870	(4,467)	-	-
Decrease in receivables		4,358	1,988	6	987
Increase in payables		8,727	36,438	279	52
Increase in amount due from associates		-	(2,503)	-	-
Decrease in amount due from related parties		-	68	-	-
Decrease/(Increase) in amount due from subsidiaries		-	-	(9,898)	(6,497)
Increase/(Decrease) in amount due to associates		740	198	(100)	100
Increase in amount due to related parties		2,085	1,270	-	-
(Decrease)/Increase in amount due to subsidiaries		-	-	(6,130)	2,408
		17,780	32,992	(15,843)	(2,950)
Cash generated from/(used in) operations		24,121	45,144	(16,919)	(4,667)
Interest paid		(189)	(704)	-	-
Interest received		31	36	31	33
Income tax refunded		1,594	-	679	-
Income tax paid		(1,826)	(6,268)	-	(227)
Net cash generated from/(used in) operating activities		23,683	38,208	(16,209)	(4,861)

STATEMENTS OF CASH FLOWS
(cont'd)

		Group		Company	
	Note	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000
Cash flows used in investing activities					
Acquisition of investment in quoted shares		(2,125)	-	-	-
Acquisition of subsidiaries		-	(24)	-	-
Acquisition of property, plant and equipment		(14,397)	(7,542)	-	-
Additional investment in a subsidiary		-	-	-	(24)
Additions to prepaid expenses		-	(45,560)	-	-
Disposal of subsidiaries, net of cash and cash equivalents		-	(28)	-	-
Decrease/(Increase) in pledged fixed deposits with licensed banks		10,771	(230)	10,249	(10,333)
Dividend received		-	-	5,361	-
Interest received		-	427	-	331
Investment in associates		-	(1)	-	-
Proceeds from disposal of investment in associates		355	1	-	-
Proceeds from disposal of property, plant and equipment		2,140	4,964	-	-
Proceeds from disposal of investment in quoted shares		240	-	-	-
Net cash (used in)/ from investing activities		(3,016)	(47,993)	15,610	(10,026)

		Group		Company	
		1.4.2025 to 31.3.2026	1.10.2023 to 31.3.2025	1.4.2025 to 31.3.2026	1.10.2023 to 31.3.2025
	Note	RM'000	RM'000	RM'000	RM'000
Cash flows from financing activities					
Repayment of lease liabilities		(6,222)	(5,742)	-	-
Interest paid on lease liabilities		(4,487)	(3,200)	-	-
Net movement of revolving credit		(10,000)	-	-	-
Net movement of bank overdraft		(198)	-	-	-
Dividends paid to minority shareholders		-	(450)	-	-
Net cash used in financing activities		(20,907)	(9,392)	-	-
Net decrease in cash and cash equivalents		(240)	(19,177)	(599)	(14,887)
Cash and cash equivalents at beginning of the financial year/period		5,194	24,054	999	15,886
Exchange translation differences on cash and cash equivalents		(74)	317	-	-
Cash and cash equivalents at end of the financial year/period		4,880	5,194	400	999
Cash and cash equivalents at the end of the financial year/period comprises:					
Short-term investments		21	21	-	-
Deposits, cash and bank balances		7,433	18,194	1,975	12,823
Bank overdrafts		(999)	(1,197)	-	-
		6,455	17,018	1,975	12,823
Less: Fixed deposits pledged to licensed banks		(1,575)	(11,824)	(1,575)	(11,824)
		4,880	5,194	400	999

STATEMENTS OF CASH FLOWS
(cont'd)

Cash flows for leases as a lessee

	Note	Group 1.4.2025 to 31.3.2026 RM'000	Group 1.10.2023 to 31.3.2025 RM'000	Company 1.4.2025 to 31.3.2026 RM'000	Company 1.10.2023 to 31.3.2025 RM'000
Included in operating activities					
Interest paid in relation to:					
- lease liabilities		(4,487)	(3,200)	-	-
Included in financing activities					
Repayment of:					
- lease liabilities		(6,222)	(5,742)	-	-
Total cash flows for leases		(10,709)	(8,942)	-	-

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

NOTES TO THE FINANCIAL STATEMENTS

31 MARCH 2026

1. Corporate information

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

The registered office of the Company is located at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor. The principal place of business of the Company is located at Lot 12.1, 12th Floor, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor.

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are as disclosed in Note 7. There have been no significant changes in the nature of these activities during the financial year.

2. Basis of Preparation

(a) Statement of compliance

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

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

Adoption of new and amended standards

During the financial year, the Group and the Company have adopted the Amendments to MFRS 121 *Lack of Exchangeability* issued by the Malaysian Accounting Standards Board ("MASB") that are mandatory for current financial year.

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

2. Basis of Preparation (Cont'd)

(a) Statement of compliance (Cont'd)

Standards issued but not yet effective

The Group and the Company have not applied the following new standards, amendments to standards and Annual Improvements to MFRS that have been issued by the MASB but are not yet effective for the Group and for the Company:

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

The Group and the Company intend to adopt the above new standards, amendments to standards and Annual Improvements to MFRS, if applicable, when they become effective.

2. Basis of Preparation (Cont'd)

(a) Statement of compliance (Cont'd)

Standards issued but not yet effective (Cont'd)

The initial application of the above-mentioned new standards, amendments to standards and Annual Improvements to MFRS are not expected to have any material impact on the financial statements of the Group and of the Company except as disclosed below:

MFRS 18 *Presentation and Disclosure in Financial Statements*

MFRS 18 will replace MFRS 101 *Presentation of Financial Statements*. It preserves the majority requirements of MFRS 101 while introducing additional requirements. In addition, narrow-scope amendments have been made to MFRS 107 *Statement of Cash Flows* and some requirements of MFRS 101 have been moved to MFRS 108 *Basis of Preparation of Financial Statements.*

MFRS 18 additional requirements are as follows:

(i) Statement of Profit or Loss and Other Comprehensive Income

MFRS 18 introduces newly defined "operating profit or loss" and "profit or loss before financing and income tax" subtotal which are to be presented in the statement of profit or loss, while the net profit or loss remains unchanged. Statement of profit or loss to be presented in five categories: operating, investing, financing, income taxes and discontinued operations.

(ii) Statement of Cash Flows

The standard modifies the starting point for calculating cash flows from operations using the indirect method, shifting from "profit or loss" to "operating profit or loss". It also provides guidance on classification of interest and dividend in statement of cash flows.

(iii) New disclosures of expenses by nature

Entities are required to present expenses in the operating category by nature, function or a mix of both. MFRS 18 includes guidance for entities to assess and determine which approach is most appropriate based on the facts and circumstances.

(iv) Management-defined Performance Measures (MPMs)

The standard requires disclosure of explanations of the entity's company-specific measures that are related to the statement of profit or loss, referred to MPMs. MPMs are required to be reconciled to the most similar specified subtotal in MFRS Accounting Standards.

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

(a) Statement of compliance (Cont'd)

Standards issued but not yet effective (Cont'd)

The initial application of the above-mentioned new standards and amendments to standards are not expected to have any material impact on the financial statements of the Group and of the Company except as disclosed below: (Cont'd)

MFRS 18 *Presentation and Disclosure in Financial Statements* (Cont'd)

MFRS 18 additional requirements are as follows: (Cont'd)

(v) Enhanced Guidance on Aggregation and Disaggregation

MFRS 18 provides enhanced guidance on grouping items based on shared characteristics and requires disaggregation when items have dissimilar characteristics or when such disaggregation is material.

The potential impact of the new standard on the financial statements of the Group and of the Company have yet to be assessed.

(b) Functional and presentation currency

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

(c) Significant accounting judgements, estimates and assumptions

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

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

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

Judgements

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

<u>Classification between investment properties and property, plant and equipment</u>

The Group has developed certain criteria based on MFRS 140 *Investment Property* in making judgement whether a property qualifies as an investment property. Investment property is a property held to earn rentals or for capital appreciation or both.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes.

If these portions could be sold separately (or leased out separately under a finance lease), the Group would account for the portions separately. If the portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes.

Judgement is made on an individual property basis to determine whether ancillary services are significant that a property does not qualify as investment property.

<u>Satisfaction of performance obligations in relation to contracts with customers</u>

The Group are required to assess each of its contracts with customers to determine whether performance obligations are satisfied over time or at a point in time in order to determine the appropriate method for recognising revenue. This assessment was made based on the terms and conditions of the contracts, and the provisions of relevant laws and regulations.

The Group recognises revenue over time in the following circumstances:

(i) the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;

(ii) the Group does not create an asset with an alternative use to the Group and has an enforceable right to payment for performance completed to date; and

(iii) the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced.

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

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

Judgements (Cont'd)

Satisfaction of performance obligations in relation to contracts with customers (Cont'd)

Where the above criteria are not met, revenue is recognised at a point in time. Where revenue is recognised at a point of time, the Group assesses each contract with customers to determine when the performance obligation of the Group under the contract is satisfied.

Determining the lease term of contracts with renewal and termination options - Group as lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

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

The Group includes the renewal period as part of the lease term for leases of land and building with non-cancellable period included as part of the lease term as these are reasonably certain to be exercised because there will be a significant negative effect on operation if a replacement asset is not readily available.

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

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

Key sources of estimation uncertainty

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

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

The Group regularly reviews the estimated useful lives of property, plant and equipment and ROU assets based on factors such as business plan and strategies, expected level of usage and future technological developments. Future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned above. A reduction in the estimated useful lives of property, plant and equipment and ROU assets would increase the recorded depreciation and decrease the value of property, plant and equipment and ROU assets. The carrying amount at the reporting date for property, plant and equipment and ROU assets are disclosed in Notes 4 and 5.

Impairment of investment in subsidiaries

The Company reviews its investments in subsidiaries when there are indicators of impairment. Impairment is measured by comparing the carrying amount of an investment with its recoverable amount. Significant judgement is required in determining the recoverable amount. Estimating the recoverable amount requires the Company to make an estimate of the expected future cash flows from the cash-generating units and also to determine a suitable discount rate in order to calculate the present value of those cash flows.

The carrying amount at the reporting date for investments in subsidiaries is disclosed in Note 7.

Impairment of property, plant and equipment and right-of-use assets

The Group assesses whether there is any indication that property, plant and equipment and right-of-use assets are impaired at the end of each reporting period. Impairment is measured by comparing the carrying amount of an asset with its recoverable amount. The recoverable amount is measured at the higher of the fair value less cost to sell for that asset and its value in-use. The value in-use is the net present value of the projected future cash flow derived from that asset discounted at an appropriate discount rate. Projected future cash flows are calculated based on historical, sector and industry trends, general market and economic conditions, changes in technology and other available information. Changes to any of these assumptions would affect the amount of impairment.

2. Basis of Preparation (Cont'd)

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

Key sources of estimation uncertainty (Cont'd)

Impairment of goodwill on consolidation

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value-in-use of the cash-generating units to which the goodwill is allocated. Estimating the value-in-use amount requires the Group to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. The key assumptions used to determine the value-in-use is disclosed in Note 13.

Inventories valuation

Inventories are measured at the lower of cost and net realisable value. The Group estimates the net realisable value of inventories based on an assessment of expected sales prices. Demand levels and pricing competition could change from time to time. If such factors result in an adverse effect on the Group's products, the Group might be required to reduce the value of its inventories. Details of inventories are disclosed in Note 14.

Provision for expected credit loss of financial assets at amortised cost

The Group and the Company review the recoverability of its receivables, include trade and other receivables, amounts due from subsidiaries, associates and related companies at each reporting date to assess whether an impairment loss should be recognised. The impairment provisions for receivables are based on assumptions about risk of default and expected loss rates. The Group and the Company use judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

The carrying amounts at the reporting date for trade receivables and other receivables are disclosed in Notes 15 and 16 respectively.

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

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

Key sources of estimation uncertainty (Cont'd)

Discount rate used in leases

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

Deferred tax assets

Deferred tax assets are recognised for all unused tax losses, unabsorbed capital allowances and other deductible temporary differences to the extent that it is probable that taxable profit will be available against which the unused tax losses, unabsorbed capital allowances and other deductible temporary differences can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies. The carrying value of recognised and unrecognised deferred tax assets are disclosed in Note 28.

Income taxes

Judgement is involved in determining the provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises tax liabilities based on estimates of whether additional taxes will be payable. Where the final tax outcome differs from the amounts initially recognised, the resulting differences will be reflected in the income tax and/or deferred tax provisions in the period in which the determination is made.

3. Material Accounting Policies

The Group and the Company apply the material accounting policies set out below, consistently throughout all periods presented in the financial statements unless otherwise stated.

(a) Basis of consolidation

(i) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in business combination are measured initially at their fair values at the acquisition date.

The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the noncontrolling interest's proportionate share of the recognised amounts of acquiree's identifiable net assets.

Acquisition-related costs are expensed in profit or loss as incurred.

If the business combination is achieved in stages, the acquirer's previously held equity interest in the acquiree is re-measured at its acquisition date fair value and the resulting gain or loss is recognised in profit or loss.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of MFRS 9 *Financial Instruments* is measured at fair value with the changes in fair value recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

3. **Material Accounting Policies (Cont'd)**

(a) Basis of consolidation (Cont'd)

(ii) Change in ownership interests in subsidiary without change of control

Inter-company transactions, balances and unrealised gains or losses on transactions between Group companies are eliminated. Unrealised losses are eliminated only if there is no indication of impairment. Where necessary, accounting policies of subsidiaries have been changed to ensure consistency with the policies adopted by the Group.

In the Company's separate financial statements, investment in subsidiaries are stated at cost less accumulated impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts are recognised in profit or loss. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount.

(iii) Change in ownership interests in subsidiary without change of control

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions - that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to non-controlling interests are also recorded in equity.

(iv) Disposal of subsidiaries

If the Group loses control of a subsidiary company, the assets and liabilities of the subsidiary company, including any goodwill, and non-controlling interests are derecognised at their carrying value on the date that control is lost. Any remaining investment in the entity is recognised at fair value. The difference between the fair value of consideration received and the amounts derecognised and the remaining fair value of the investment is recognised as a gain or loss on disposal in profit or loss. Any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities.

3. **Material Accounting Policies (Cont'd)**

(a) Basis of consolidation (Cont'd)

(v) Goodwill on consolidation

The excess of the aggregate of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total consideration transferred, non-controlling interest recognised and previously held interest measured at fair value is less than the fair value of the net assets of the subsidiary company acquired (i.e. a bargain purchase), the gain is recognised in profit or loss.

(b) Investment in associates

An associate is an entity over which the Group has material influence. Material influence is the power to participate in the financial and operating policy decisions of the investee, but is not control or joint control over those policies.

Investments in associates are accounted for in the consolidated and the Company's financial statements using the equity method, net of any impairment losses, unless they are classified as held for sale or distribution. The cost of the investment includes transaction costs. The consolidated financial statements incorporate the Group's share of profit or loss and other comprehensive income of the associate companies, after any necessary adjustments to align their accounting policies with those of the Group, from the date significant influence is obtained until the date it ceases.

(c) Foreign currency translation

(i) Foreign currency transactions and balances

Transactions in foreign currency are recorded in the functional currency of the respective Group entities using the exchange rates prevailing at the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are retranslated at the rates prevailing on that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

3. **Material Accounting Policies (Cont'd)**

(c) Foreign currency translation (Cont'd)

(i) Foreign currency transactions and balances (Cont'd)

Exchange differences arising on the settlement of monetary items or on translating monetary items at the reporting date are included in profit or loss except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operation. These are initially taken directly to the foreign currency translation reserve within equity until the disposal of the foreign operations, at which time they are recognised in profit or loss. Exchange differences arising on monetary items that form part of the Company's net investment in foreign operation are recognised in profit or loss in the Company's financial statements or the individual financial statements of the foreign operation, as appropriate.

Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss for the reporting period except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income. Exchange differences arising from such non-monetary items are also recognised in other comprehensive income.

(ii) Foreign operations

The assets and liabilities of foreign operations denominated in functional currencies other than RM, are translated to RM at the rate of exchange prevailing at the reporting date. The income and expenses of foreign operations, excluding foreign operations in hyperinflationary economies, are translated to RM at exchange rates at the dates of the transactions.

Foreign currency differences are recognised in other comprehensive income and accumulated in the foreign currency translation reserve ("FCTR") in equity. However, if the operation is a non-wholly owned subsidiary, then the relevant proportionate share of the translation difference is allocated to the non-controlling interests. When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the FCTR related that foreign operation is reclassified to profit or loss as part of the gain or loss on disposal.

When the Group disposes of only part of its interest in a subsidiary company that includes a foreign operation, the relevant proportion of the cumulative amount is reattributed to non-controlling interests.

3. **Material Accounting Policies (Cont'd)**

(d) Property, plant and equipment

Property, plant and equipment are stated 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 profit or loss as incurred.

The cost of property, plant and equipment recognised as a result of a business combination is based on fair value at acquisition date. The fair value of property is the estimated amount for which a property could be exchanged on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. The fair value of other items of plant and equipment is based on the quoted market prices for similar items.

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 profit or loss.

3. **Material Accounting Policies (Cont'd)**

(d) Property, plant and equipment (Cont'd)

(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 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 recognised in the profit or loss on straight-line basis to write off the cost of each asset to its residual value over its estimated useful life. Property, plant and equipment under construction is not depreciated until it is ready for its intended use.

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

Building	2% - 4.6%
Plant and machinery	25%
Equipment and kitchen utensils	4% - 25%
Furniture, fittings and equipment	10% - 33%
Motor vehicles	20%
Signboard	15% - 20%
Electrical fittings	10% - 25%
Renovation	10% - 25%

The residual values, useful lives and depreciation method are reviewed at the end of each reporting period to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the property, plant and equipment.

3. **Material Accounting Policies (Cont'd)**

(e) Leases

<u>As lessee</u>

The Group and the Company recognise a ROU asset and a lease liability at the lease commencement date. The ROU 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 ROU asset is subsequently measured at cost less any accumulated depreciation, accumulated impairment loss and, if applicable, adjusted for any remeasurement of lease liabilities. The policy of recognition and measurement of impairment losses is in accordance with Note 3(m)(i) on impairment on non-financial assets.

The ROU asset under cost model is depreciated using the straight-line method from the commencement date to the end of the lease term.

The Group's ROU assets consist of leasehold land and buildings and motor vehicles (included in property, plant and equipment) and buildings and motor vehicles (included in ROU assets) are as disclosed in Note 4 and 7, respectively.

The ROU assets are subject to impairment.

The lease liability is initially measured at the present value of future lease payments at the commencement date, discounted using the respective Group entities' 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 and the Company are reasonably certain to exercise.

Variable lease payments that do not depend on an index or a rate and are dependent on a future activity are recognised as expenses in profit or loss in the period in which the event or condition that triggers the payment occurs.

3. **Material Accounting Policies (Cont'd)**

(e) Leases (Cont'd)

As lessee (Cont'd)

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 profit or loss. Short-term leases are leases with a lease term of 12 months or less and do not contain a purchase option. Low value assets are those assets valued at less than RM20,000 each when purchased new.

As lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases.

If the lease arrangement contains lease and non-lease components, the Group and the Company apply MFRS 15 *Revenue from Contracts with Customers* to allocate the consideration in the contract based on the stand-alone selling price.

The Group and the Company recognises lease payments under operating leases as income on a straight-line basis over the lease term unless another systematic basis is more representative of the pattern in which benefit from the use of the underlying asset is diminished. The lease payment recognised is included as part of "Other income". Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

3. **Material Accounting Policies (Cont'd)**

(f) Investment properties

Investment properties are properties held under freehold or leasehold interests to earn rental income, for capital appreciation, or for both, and are not held for sale in the ordinary course of business, nor used in the production or supply of goods or services or for administrative purposes.

Investment properties are initially measured at cost, including transaction costs. Subsequently, they are measured at fair value, reflecting market conditions at the reporting date. Gains or losses arising from changes in fair value are recognised in profit or loss in the period in which they arise. Where the fair value of an investment property under construction cannot be determined reliably, it is measured at cost until its fair value becomes reliably determinable or construction is completed, whichever occurs earlier.

Investment properties are valued by independent, professionally qualified valuers with appropriate recognised qualifications and recent experience in the relevant locations and property segments. Management reviews and discusses the valuations, including the valuation methodologies and processes applied by the independent valuers, for financial reporting purposes.

Investment properties are derecognised upon disposal or when they are permanently withdrawn from use and no future economic benefits are expected from their disposal. Any resulting gain or loss is recognised in profit or loss in the period in which the property is retired or disposed of.

(g) Inventory

Cost of raw material comprise cost of purchase and other costs incurred in bringing it to their present location and condition are determined on a first-in-first-out basis. Cost of finished goods and work-in-progress consists of direct material, direct labour and an appropriate proportion of production overheads (based on normal operating capacity) are stated on a first-in-first-out.

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

3. Material Accounting Policies (Cont'd)

(h) Financial assets

<u>Recognition and initial measurement</u>

Financial assets are recognised in the statements of financial position when, and only when, the Group and the Company become parties to the contractual provisions of the financial instruments.

At initial recognition, the Group and the Company measure a financial asset at its fair value plus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issuance of the financial instruments. Transaction costs of financial assets carried at fair value through profit or loss ("FVTPL") are expensed in profit or loss.

<u>Financial asset categories and subsequent measurement</u>

The Group and the Company determine the classification of financial assets at initial recognition. Financial assets are not subsequently reclassified unless there is a change in the business model for managing those assets, in which case all affected financial assets are reclassified on the first day of the first reporting period following the change.

The Group's and the Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

The Group and the Company classify their financial assets as follows:

(i) Financial assets at amortised cost

The Group and the Company measure financial assets at amortised cost if both of the following conditions are met:

(1) The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
(2) the contractual terms of the financial asset give rise, on specified dates, to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. The carrying amount is reduced by impairment losses. Interest income, foreign exchange gains or losses, and impairment losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

3. **Material Accounting Policies (Cont'd)**

(h) Financial assets (Cont'd)

Financial asset categories and subsequent measurement (Cont'd)

(i) Financial assets at amortised cost (Cont'd)

Financial assets at amortised cost comprise trade and other receivables, amounts due from subsidiaries, deposits, cash and bank balances, and investments in redeemable convertible preference shares ("RCPS") and redeemable non-convertible preference shares ("RNCPS").

Investments in RCPS and RNCPS typically carry fixed or determinable returns and are redeemable at the option of the issuer. The Group and the Company assess that the contractual cash flows of such instruments represent solely payments of principal and interest on the principal amount outstanding.

For the purpose of this assessment, any contractual returns described as "dividends" in the legal form of the instrument are considered to represent compensation for the time value of money and credit risk associated with the principal amount outstanding.

Accordingly, where the business model is to hold these instruments to collect contractual cash flows, the RCPS and RNCPS are measured at amortised cost using the effective interest method.

(ii) Financial assets at fair value through other comprehensive income ("FVTOCI")

The Group and the Company have not designated any financial assets as FVTOCI.

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

Financial assets that are not classified as amortised cost or FVTOCI are measured at FVTPL. This includes derivative financial assets, except for derivatives that are financial guarantee contracts or designated and effective hedging instruments.

On initial recognition, the Group and the Company may irrevocably designate a financial asset that would otherwise be measured at amortised cost or FVTOCI as FVTPL, if doing so eliminates or significantly reduces an accounting mismatch.

3. Material Accounting Policies (Cont'd)

(h) Financial assets (Cont'd)

Financial asset categories and subsequent measurement (Cont'd)

(iii) Financial assets at fair value through profit or loss ("FVTPL") (Cont'd)

Financial assets classified as FVTPL are subsequently measured at fair value, with net gains or losses, including any interest or dividend income, recognised in profit or loss. These assets comprise other investments.

All financial assets, except those measured at FVTPL and equity investments designated at FVTOCI, are subject to impairment assessment.

Regular way purchase or sale of financial assets

Regular way purchase or sale are purchase or sale of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned. All regular way purchase or sale of financial assets are recognised or derecognised on the trade date i.e., the date that the Group and the Company commit to purchase or sell the asset.

Derecognition

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

(i) Financial liabilities

Financial liabilities are recognised when, and only when, the Group and the Company become parties to the contractual provisions of the financial instruments. All financial liabilities are initially measured at fair value, plus, in the case of financial liabilities not measured at fair value through profit or loss, directly attributable transaction costs.

Subsequent to initial recognition, financial liabilities not carried at fair value through profit or loss are measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, as well as through the amortisation process.

3. **Material Accounting Policies (Cont'd)**

(i) Financial liabilities (Cont'd)

A financial liability is derecognised when the obligation under the liability is discharged, cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such exchange or modification is accounted for as a derecognition of the original liability and the recognition of a new liability. Any difference between the respective carrying amounts is recognised in profit or loss.

(j) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss incurred when the guaranteed debtor fails to make payment when due.

Financial guarantee contracts are initially recognised as liabilities at fair value, net of transaction costs. Subsequent to initial recognition, they are recognised as income in profit or loss over the term of the guarantee.

If the debtor fails to make payment when due and the Group, as issuer, is required to reimburse the holder for the related loss, the liability is measured at the higher of:

(i) the best estimate of the expenditure required to settle the present obligation at the reporting date; and

(ii) he amounts initially recognised less cumulative amortisation.

Liabilities arising from financial guarantees are presented together with other provisions.

(l) Cash and cash equivalents

Cash and cash equivalents comprise cash on hand, bank balances, demand deposits, bank overdrafts, and highly liquid investments that are readily convertible to known amounts of cash and 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 pledged deposits.

3. **Material Accounting Policies (Cont'd)**

(m) Impairment of assets

(i) Non-financial assets

The carrying amounts of non-financial assets (other than inventories and investment properties measured at fair value) are reviewed at the end of each reporting period to assess whether there is any indication of impairment. Where such indication exists, the recoverable amount of the asset is estimated.

For impairment testing purposes, assets are grouped into the smallest identifiable groups that generate cash inflows largely independent of those from other assets or cash-generating units ("CGUs").

The recoverable amount of an asset or CGU is the higher of its value-in-use and its fair value less costs of disposal. In determining value-in-use, 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 or CGU.

An impairment loss is recognised when the carrying amount of an asset or its related CGU exceeds its recoverable amount. Impairment losses are recognised in profit or loss. For CGUs, impairment losses are first allocated to reduce the carrying amount of any goodwill attributed to the CGU (or group of CGUs), and then to other assets on a pro rata basis.

Impairment losses recognised in prior periods are reviewed at the end of each reporting period to determine whether there are indications that the losses have decreased or no longer exist. An impairment loss is reversed only when there has been a change in the estimates used to determine the recoverable amount since the last impairment was recognised. The reversal is limited to the carrying amount that would have been determined, net of depreciation or amortisation, had no impairment loss been recognised previously. Any reversal is recognised in profit or loss.

(ii) Financial assets

The Group and the Company recognise an allowance for expected credit losses ("ECLs") on all debt instruments not measured at fair value through profit or loss ("FVTPL"). ECLs represent the difference between the contractual cash flows due under the contract and the cash flows that the Group and the Company expect to receive, discounted at an approximation of the original effective interest rate. Expected cash flows include those arising from the realisation of collateral held or other credit enhancements that form part of the contractual terms.

3. **Material Accounting Policies (Cont'd)**

(m) Impairment of assets

(ii) Financial assets (Cont'd)

ECLs are recognised using a two-stage approach. For exposures where there has not been a significant increase in credit risk since initial recognition, a loss allowance is recognised for credit losses arising from default events that are possible within the next 12 months ("12-month ECL"). For exposures where there has been a significant increase in credit risk since initial recognition, a loss allowance is recognised for credit losses expected over the remaining life of the exposure ("lifetime ECL"), regardless of when the default occurs.

For trade receivables, other receivables and inter-company balances, the Group and the Company apply the simplified approach to ECL measurement. Under this approach, changes in credit risk are not tracked; instead, a loss allowance based on lifetime ECLs is recognised at each reporting date. A provision matrix is applied, which is based on historical credit loss experience and adjusted for forward-looking factors specific to the debtors and the prevailing economic environment.

(n) Share capital

An equity instrument is any contract that evidences a residual interest in the assets of the Group and the Company after deducting all liabilities. Ordinary shares are classified as equity instruments and are recognised at the proceeds received, net of directly attributable incremental transaction costs.

Dividends to shareholders are recognised as a liability in the period in which they are approved by the Board of Directors, except for final dividends, which are subject to approval by the Company's shareholders.

(o) Employee benefits

(i) Short-term employee benefits

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

3. **Material Accounting Policies (Cont'd)**

(o) Employee benefits (Cont'd)

(i) Short-term employee benefits (Cont'd)

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 reporting period.

(ii) Defined contribution plans

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

(iii) Share-based Payment Transactions

Equity-settled Share-based Payment Transactions

The Group operates an equity-settled share-based compensation plan for its employees. The fair value of employee services received in exchange for the grant of share options is recognised as an expense in profit or loss over the vesting period, with a corresponding increase in equity.

For options granted to employees of subsidiaries, the fair value of the options is recognised as part of the cost of investment in the subsidiaries over the vesting period, with a corresponding adjustment to equity in the Company's financial statements.

The total expense recognised over the vesting period is determined by reference to the fair value of the share options at the grant date, excluding the effects of non-market vesting conditions (e.g. profitability and sales growth targets). Non-market vesting conditions are instead reflected in the estimate of the number of options expected to vest. At each reporting date, the Group revises its estimates of the number of options expected to vest, and any changes to the original estimates are recognised in profit or loss with a corresponding adjustment to equity.

Upon exercise of the options, the Company issues new shares. The proceeds received, net of directly attributable transaction costs, are credited to share capital. If options are not exercised and lapse, the related share option reserve is transferred to retained earnings.

3. **Material Accounting Policies (Cont'd)**

(p) Revenue recognition

(i) Revenue from contracts with customers

Revenue is recognised when the Group satisfied a performance obligation ("PO") by transferring a promised good or services to the customer, which is when the customer obtains control of the good or service. A PO may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied PO.

The Group recognises revenue from the following major sources:

(a) Sale of food and beverages

Revenue from sale of food and beverages is recognised when the Group has transferred control of the goods to the customer, being at the point the customer purchases the goods at the retail outlets. Payment for the transaction is due immediately at the point the customer purchases the goods and takes delivery in outlet.

(ii) Rental income

Rental income is accounted for on a straight-line basis over the lease terms. The aggregate costs of incentives provided to lessees are recognised as a reduction of rental income over the lease term on a straight-line basis.

(iii) Dividend income

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

(iv) Interest income

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

(q) Income taxes

Tax expense in profit or loss comprises current and deferred tax. Current tax and deferred tax is recognised in profit or loss except to the extent that it relates to a business combination or items recognised directly in equity or other comprehensive income.

3. **Material Accounting Policies (Cont'd)**

(q) Income taxes (Cont'd)

Current tax is the expected tax payable or receivable on the taxable income or loss for the financial year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous financial years.

Deferred tax is recognised using the liability method for all temporary differences between the carrying amounts of assets and liabilities in the statements of financial position and their tax bases. Deferred tax is not recognised for the temporary differences arising from the initial recognition of goodwill, the initial recognition of assets and liabilities in a transaction which is not a business combination and that affects neither accounting nor taxable profit nor loss. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the end of the reporting period.

The measurement of deferred tax is based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, at the end of the reporting period, except for investment properties carried at fair value model.

Where investment properties measured using fair value model, the amount of deferred tax recognised is measured using the tax rates that would apply on sale of those assets at their carrying amounts at the reporting date unless the property is depreciable and is held with the objective to consume substantially all of the economic benefits embodied in the property over time, rather than through sale. Deferred tax assets and liabilities are not discounted.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at the end of each reporting period and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

3. Material Accounting Policies (Cont'd)

(r) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segment makes strategic decisions based on operating segments' results. The Group's operating segments are organised and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

(s) Fair value measurement

Fair value of an asset or a liability 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 of 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 value is 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. **Property, Plant and Equipment**

	Building RM'000	Plant and machinery RM'000	Equipment and kitchen utensils RM'000	Furniture, fittings, and equipment RM'000	Motor vehicles RM'000	Signboard RM'000	Electrical fittings RM'000	Renovation RM'000	Capital work-in-progress RM'000	Total RM'000
Group										
31.3.2026										
At cost										
At 1 April 2025	2,596	43	6,235	14,666	586	85	316	24,765	2,112	51,404
Additions	2,884	33	389	7,809	-	-	-	3,139	143	14,397
Disposals	-	-	-	(2,235)	-	-	-	-	-	(2,235)
Transfer from prepaid expenses (Note 12)	141,690	-	-	-	-	-	-	-	-	141,690
Transfer from capital work-in progress	-	-	616	679	-	-	-	615	(1,910)	-
Written off	-	-	-	(6)	-	-	-	(3,101)	(4)	(3,111)
At 31 March 2026	147,170	76	7,240	20,913	586	85	316	25,418	341	202,145

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

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

	Building RM'000	Plant and machinery RM'000	Equipment and kitchen utensils RM'000	Furniture, fittings, and equipment RM'000	Motor vehicles RM'000	Signboard RM'000	Electrical fittings RM'000	Renovation RM'000	Capital work-in-progress RM'000	Total RM'000
Group (Cont'd)										
31.3.2026										
Accumulated depreciation										
At 1 April 2025	(344)	(41)	(4,153)	(11,827)	(586)	(56)	(155)	(17,793)	-	(34,955)
Depreciation charged	(2,832)	(2)	(721)	(1,813)	-	(9)	(50)	(2,956)	-	(8,383)
Disposals	-	-	-	98	-	-	-	-	-	98
Written off	-	-	-	-	-	-	-	1,301	-	1,301
At 31 March 2026	(3,176)	(43)	(4,874)	(13,542)	(586)	(65)	(205)	(19,448)	-	(41,939)
Accumulated impairment loss										
At 1 April 2025	-	-	(76)	(12)	-	(3)	-	(23)	(49)	(163)
Impairment loss charged	-	-	(1,016)	(1,700)	-	(3)	-	(1,749)	-	(4,468)
Transfer from prepaid expenses	(7,130)	-	-	-	-	-	-	-	-	(7,130)
At 31 March 2026	(7,130)	-	(1,092)	(1,712)	-	(6)	-	(1,772)	(49)	(11,761)
Carrying amount										
At 31 March 2026	136,864	33	1,274	5,659	-	14	111	4,198	292	148,445

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

	Building RM'000	Plant and machinery RM'000	Equipment and kitchen utensils RM'000	Furniture, fittings, and equipment RM'000	Motor vehicles RM'000	Signboard RM'000	Electrical fittings RM'000	Renovation RM'000	Capital work-in-progress RM'000	Total RM'000
Group										
31.3.2025										
At cost										
At 1 October 2023	2,596	43	5,982	17,969	586	75	237	25,120	4,018	56,626
Additions	-	-	1,059	1,486	-	14	79	2,977	1,927	7,542
Deemed disposal of a subsidiary	-	-	-	(59)	-	-	-	-	-	(59)
Disposals	-	-	(700)	(4,471)	-	-	-	(3,332)	(1,418)	(9,921)
Reclassifications	-	-	-	-	-	-	-	-	(2,415)	(2,415)
Written off	-	-	(106)	(259)	-	(4)	-	-	-	(369)
At 31 March 2025	2,596	43	6,235	14,666	586	85	316	24,765	2,112	51,404
Accumulated depreciation										
At 1 October 2023	(272)	(35)	(3,321)	(13,175)	(586)	(47)	(44)	(14,687)	-	(32,167)
Depreciation charged	(72)	(6)	(1,185)	(2,771)	-	(13)	(111)	(5,318)	-	(9,476)
Deemed disposal of a subsidiary	-	-	-	1	-	-	-	-	-	1
Disposals	-	-	249	3,863	-	-	-	2,212	-	6,324
Written off	-	-	104	255	-	4	-	-	-	363
At 31 March 2025	(344)	(41)	(4,153)	(11,827)	(586)	(56)	(155)	(17,793)	-	(34,955)

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

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

	Building RM'000	Plant and machinery RM'000	Equipment and kitchen utensils RM'000	Furniture, fittings, and equipment RM'000	Motor vehicles RM'000	Signboard RM'000	Electrical fittings RM'000	Renovation RM'000	Capital work-in-progress RM'000	Total RM'000
Accumulated impairment loss										
At 1 October 2023	-	-	(76)	(19)	(*)	(3)	-	(23)	(49)	(170)
Disposals	-	-	-	7	-	-	-	-	-	7
At 31 March 2025	-	-	(76)	(12)	-	(3)	-	(23)	(49)	(163)
Carrying amount										
At 31 March 2025	2,252	2	2,006	2,827	-	26	161	6,949	2,063	16,286

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

	Company	
	31.3.2026	**31.3.2025**
	RM'000	**RM'000**
Office Equipment		
At cost		
At the beginning/end of the financial year/period	1,741	1,741
Accumulated depreciation		
At the beginning of the financial year/period	(1,741)	(1,480)
Depreciation charged	-	(261)
At the end of the financial year/period	(1,741)	(1,741)
Carrying amount		
At the end of the financial year/period	*	*

**Denotes amount below RM1,000*

(a) Property Investment and Management CGU

Included in the property, plant and equipment of the Group is a carrying amount of RM141,636,103 (31.3.2025: RM12,000) relating to the Property Investment and Management cash-generating unit ("CGU"). The related impairment assessment is disclosed in Note 13.

Included in the CGU's property, plant and equipment is a building with a carrying amount of RM134,658,851 (2025: RM Nil). The building was completed during the financial year and under lease arrangement. The underlying lease arrangement terms, completion details and reclassification from prepaid expenses are disclosed in Note 5 and 12.

(b) Loss-making branches

During the current financial year, the management performed impairment assessments on property, plant and equipment used by certain branches that incurred operating losses and for which indicators of impairment were identified. The impairment indicators included recurring operating losses and uncertainty over the generation of sufficient future cash flows to support the recoverability of the carrying amounts of the related assets.

The recoverable amounts of the assets were estimated based on management's assessment of the expected future economic benefits to be derived from the respective branches. Based on the impairment assessment, the carrying amounts of the property, plant and equipment relating to the identified branches were fully impaired, resulting in an impairment loss of RM4,468,190 (31.3.2025: RM Nil), which has been recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

5. Right-of-Use Assets

	Land under lease arrangement RM'000	Outlets RM'000	Hostels RM'000	Office RM'000	Motor vehicles RM'000	Total RM'000
Group						
31.3.2026						
At cost						
At 1 April 2025	-	29,041	96	2,369	521	32,027
Additions	103,128	7,188	51	614	420	111,401
Adjustments due to early termination	-	(7,020)	(94)	(2,091)	-	(9,205)
Adjustments due to expiration	-	(1,075)	-	-	-	(1,075)
Adjustments due to lease modifications	-	(406)	-	115	-	(291)
At 31 March 2026	103,128	27,728	53	1,007	941	132,857
Accumulated amortisation						
At 1 April 2025	-	(10,527)	(72)	(383)	(22)	(11,004)
Depreciation charged	(3,529)	(4,643)	(33)	(331)	(289)	(8,825)
Adjustments due to early termination	-	3,827	94	296	-	4,217
Adjustments due to expiration	-	1,075	-	-	-	1,075
Adjustments due to lease modifications	-	950	-	(2)	-	948
At 31 March 2026	(3,529)	(9,318)	(11)	(420)	(311)	(13,589)
Carrying amount						
At 31 March 2026	99,599	18,410	42	587	630	119,268

5. Right-of-Use Assets (Cont'd)

	Outlets RM'000	Hostels RM'000	Office RM'000	Motor vehicles RM'000	Total RM'000
Group (Cont'd)					
31.3.2025					
At cost					
At 1 October 2023	20,750	236	789	451	22,226
Additions	4,911	48	1,580	522	7,061
Adjustments due to early termination	(759)	-	-	-	(759)
Adjustments due to lease modifications	4,139	3	-	26	4,168
Written off	-	(191)	-	(478)	(669)
At 31 March 2025	29,041	96	2,369	521	32,027
Accumulated amortisation					
At 1 October 2023	(5,348)	(114)	(98)	(132)	(5,692)
Depreciation charged	(5,902)	(149)	(285)	(368)	(6,704)
Adjustments due to early termination	723	-	-	-	723
Written off	-	191	-	478	669
At 31 March 2025	(10,527)	(72)	(383)	(22)	(11,004)
Carrying amount					
At 31 March 2025	18,514	24	1,986	499	21,023

5. Right-of-Use Assets (Cont'd)

The Group leases various leasehold land, outlets, hostels, storerooms, an office and motor vehicles where leasing activities are summarised below:

(a) Land under lease arrangement: The Group leased a parcel of land under a lease arrangement to construct the building, that houses retail units, food and beverage outlets, restaurants, event hall and car park. The terms of the lease arrangement are disclosed in Note 12. The related impairment assessment is disclosed in Note 13.

(b) Outlets: The Group leased a number of outlets which run between 2 and 9 (31.3.2025: 2 and 9) years, with options to renew the lease after that date.

(c) Hostels: The Group leased a number of hostels which run between 2 and 3 (31.3.2025: 2 and 3) years, with options to renew the lease after that date.

(d) Office:The Group leased an office for 6 (31.3.2025: 6) years with options to renew the lease after that date.

(e) Motor vehicles: The Group leased 2 (31.3.2025: 2) units of motor vehicles under operating lease arrangements (31.3.2025: operating lease arrangements). The leases are secured by the leased assets, as disclosed in Note 28.

6. Investment Properties

	Group	
	31.3.2026 RM'000	31.3.2025 RM'000
At cost		
At beginning of the financial year/period	2,415	-
Addition	-	2,415
At end of the financial year/period	2,415	2,415
Accumulated depreciation		
At beginning of the financial year/period	56	-
Depreciation charged	49	56
At end of the financial year/period	105	56
Carrying amount		
At end of the financial year/period	2,310	2,359
Fair value	2,850	2,850

6. Investment Properties (Cont'd)

(a) Fair value of investment properties

The fair values of the investment properties of the Group were estimated at Directors' valuation which were made based on current prices in an active market for the said properties. The most significant input into this valuation approach is price per square foot of comparable properties. The fair value is within level 3 of the fair value hierarchy.

(b) Income and expenses recognised in profit or loss

The following are recognised in profit or loss in respect of investment properties:

	Group	
	31.3.2026 RM'000	**31.3.2025 RM'000**
Rental income	188	78
Direct operating expenses:		
-Income generating investment properties	13	-

7. Investment in Subsidiaries

	Company	
	31.3.2026 RM'000	**31.3.2025 RM'000**
In Malaysia		
Unquoted ordinary shares, at cost		
At beginning of the financial year/period	11,761	11,737
Additions	-	24
At end of the financial year/period	11,761	11,761
Less: Accumulated impairment loss		
At the beginning of the financial year/period	(9,631)	(9,298)
Impairment loss charged	-	(333)
At the end of the financial year/period	(9,631)	(9,631)
Carrying amount	2,130	2,130

7. Investment in Subsidiaries (Cont'd)

The details of subsidiaries are as follows:

Name of company	Country of incorporation	Effective interest (%) 31.3.2026	Effective interest (%) 31.3.2025	Principal activities
Focus Dynamics Centre Sdn. Bhd.	Malaysia	100	100	Investment holding.
Lavo Gallery Sdn. Bhd. ("LGSB")	Malaysia	100	100	Whole sale and retail of sales of beer, wine and spirits.
DPC Industrial Systems Sdn. Bhd.	Malaysia	100	100	Engage in businesses of trading of industrial equipment, designing, installation and implementation of automation system for the energy resource based industry and providing other related products and services.
Focus International Holding Sdn. Bhd. ("FIHSB")	Malaysia	100	100	Investment holding.
The Arch Properties Sdn. Bhd. ("TAPSB")	Malaysia	75	75	Engage in the business of letting of property.
Focus Capital Sdn. Bhd.	Malaysia	100	100	Dormant.
Focus Medicare Sdn. Bhd. ("FMSB")	Malaysia	100	100	Dormant.
Centurion International Sdn. Bhd. ("CISB")	Malaysia	100	100	(i) Investment holding; and (ii) To carry on the business of real estate activities involving the ownership, management, leasing and operation of non-residential buildings, whether owned or leased by the Company.
<u>Subsidiaries of FIHSB</u>				
Lavo Selangor Sdn. Bhd. ("LSSB")	Malaysia	100	100	Engage in the businesses of restaurant, food and beverage as well as investment holding and general trading.
Spark Lifestyle Sdn. Bhd.	Malaysia	100	100	Operating and managing club and bar, and engage in the business as an entertainment centre in a food and beverage outlet.
Bounce Entertainment Sdn. Bhd.	Malaysia	100	100	(i) Other food service activities; (ii) investment advisory services; and (iii) creative, arts and entertainment activities.
Focus Dynamic Limited ("FDL") *	Republic of Seychelles	100	100	Investment holding.

7. Investment in Subsidiaries (Cont'd)

Name of company	Country of incorporation	Effective interest (%) 31.3.2026	Effective interest (%) 31.3.2025	Principal activities
Subsidiaries of FIHSB (Cont'd)				
Focus Jumbo Sdn. Bhd.	Malaysia	100	100	(i) Operating and managing food and beverage outlets; (ii) To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements and arrangements of any and all kinds with any person, corporation, partnership, firm or association; and (iii) Investment holding.
Kurasu Sdn. Bhd. ("KURASU") (formerly known as Focus Deli Sdn. Bhd.)	Malaysia	100	100	(i) Restaurant, food and beverage business, entertainment, trading and investment; and (ii) Other business support service activities
Focus Concepts Sdn. Bhd. ("FCSB")	Malaysia	100	100	Dormant.
Focus Volume Sdn. Bhd. ("FVSB")	Malaysia	100	100	(i) Engaged in business of operating and managing food and beverage outlets; and (ii) To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements and arrangements of any and all kind with any person, corporation, partnership, firm or association.
W Club Sdn. Bhd. ("W Club")	Malaysia	100	100	Engaged in the businesses as an entertainment centre in a food and beverage outlet.
Lavo Kuala Lumpur Sdn. Bhd. ("LavoKL")	Malaysia	100	100	Dormant.
Gaga Sdn. Bhd. ("GAGA")	Malaysia	100	100	Dormant.
Mingle Club Sdn. Bhd. ("Mingle") ^	Malaysia	100	100	Dormant.

7. Investment in Subsidiaries (Cont'd)

Name of company	Country of incorporation	Effective interest (%) 31.3.2026	Effective interest (%) 31.3.2025	Principal activities
Subsidiary of TAPSB				
The Arch Galeries Sdn. Bhd. ("TAGSB")	Malaysia	100	100	(i) Property management and retail services; and (ii) Business of restaurant, food and beverage.
Subsidiaries of FMSB				
Focus Carelife Sdn. Bhd.	Malaysia	60	60	(i) Trading, supplying, wholesaling, manufacutring of medical and healthcare equipment, products and services; and (ii) To carry on the business of wholesale, retail importers and exporters of and dealers in all kind of drugs, chemicals, alkalis, manure antibodies and pharmaceutical medicinal.
Subsidiary of LSSB				
Goldhill Eagle Sdn. Bhd.	Malaysia	55	55	Operating and managing food and beverage outlets.
Subsidiaries of FDL				
Focus Dynamic Group Limited *	Hong Kong	100	100	Trading of wine.
Bounce Entertainment Limited *	Hong Kong	100	100	Engage in food and beverage business, entertainment, general trading and investment holding.
Subsidiary of KURASU				
Volume Concept Sdn. Bhd. (formerly known as Rise Concept Sdn. Bhd.) ^	Malaysia	100	100	Dormant.
Subsidiaries of FCSB				
Focus Supernova Sdn. Bhd. ("Supernova")	Malaysia	100	100	(i) Operating and managing food and beverage outlets; and (ii) Importer, distributor and wholesale of wine, champagnes and spirits; and (i) Other business support service activities.

7. Investment in Subsidiaries (Cont'd)

Name of company	Country of incorporation	Effective interest (%) 31.3.2026	Effective interest (%) 31.3.2025	Principal activities
Subsidiaries of FCSB				
Focus Sky Sdn. Bhd.	Malaysia	100	100	(i) Operating and managing food and beverage outlets; (ii) To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements and arrangements of any and all kinds with any person, corporation, partnership, firm or association; and (iii) Importer, distributor and wholesaler of wine, champagnes and spirits.
Subsidiary of FVSB				
Bell Venture Sdn. Bhd. ("BVSB")	Malaysia	75	75	(i) To engage in the business of operating and managing food and beverage outlets; (ii) Importer, distributor and wholesaler of wine, champagnes and spirits; and (ii) To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements and arrangements of any and all kind with any person, corporation, partnership, firm or association.

7. Investment in Subsidiaries (Cont'd)

Name of company	Country of incorporation	Effective interest (%) 31.3.2026	Effective interest (%) 31.3.2025	Principal activities
<u>Subsidiary of Supernova</u>				
Ferria Sdn. Bhd. ("Ferria") ^	Malaysia	100	100	(i) To engage in the business of operating and managing food and beverage outlets; (ii) Importer, distributor and wholesaler of wine, champagnes and spirits; and (ii) To buy, sell, manufacture, assemble and deal in and with goods, wares and merchandise of every kind and description, to carry on a general manufacturing, trading and commercial business and to enter into contracts, agreements and arrangements of any and all kind with any person, corporation, partnership, firm or association.

* *Not audited by UHY Malaysia PLT.*

^ *New subsidiaries incorporated in previous financial period on 2 December 2024 and 7 January 2025 respectively with their financial period ended 31 March 2025 for approximately 16 months and 15 months respectively, hence no audited financial statements is necessary for the financial period ended 31 March 2025.*

7. Investment in Subsidiaries (Cont'd)

(a) Incorporations, acquisitions and/or disposals of subsidiaries

During the previous financial period, the Group and the Company have completed the following incorporations, acquisitions and/or disposals:

The Company through its subsidiary, FIHSB, incorporated a wholly-owned subsidiary, LavoKL, with a subscription price of RM1.

The Company through its subsidiary, FIHSB, incorporated a wholly-owned subsidiary, GAGA, with a subscription price of RM1.

The Company through its subsidiary, FIHSB, incorporated a wholly-owned subsidiary, Mingle, with a subscription price of RM1.

The Company through its subsidiary, TAPSB, incorporated a wholly-owned subsidiary, TAGSB, with a subscription price of RM1.

The Company through its indirect subsidiary, KURASU, incorporated a wholly-owned subsidiary, Volume Concept, with a subscription price of RM100.

The Company acquired additional 24% equity interest in TAPSB, for a cash consideration of RM24,000, as disclosed in Note 45.

The Company through its subsidiary, FIHSB, entered into a Subscription and Shareholders' Agreement with Lamboplace Sdn. Bhd., a company incorporated and domiciled in Malaysia and is a wholly-owned subsidiary of Lambo Group Berhad, a company incorporated and domiciled in Malaysia and is listed on the Ace Market of the Bursa Malaysia Securities Berhad and LZ Asia Sdn. Bhd. ("LZ") to formalise their respective investments in LZ and to regulate the conduct of the LZ's affairs. Pursuant to the Agreement, on 3 December 2024, LZ issued 98 new ordinary shares at an issue price of RM1 per share, for a total consideration of RM98. Of these, FIHSB subscribed to 18 ordinary shares. Consequently, FIHSB's equity interest in LZ was diluted from 100% to 20% effective the same date. The investment in LZ has been reclassified from investment in subsidiaries to investment in associates, as disclosed in Note 9(f). The subsidiary was dormant and accordingly, no disclosures were made on the effects of derecognition as the financial impact does not form a material part of the consolidated financial statements.

On 2 January 2025, BVSB issued 9,999 new ordinary shares at an issue price of RM1 per share, for a total consideration of RM9,999. Of these, the Company through its indirect subsidiary, FVSB, subscribed to 7,499 ordinary shares. Consequently, FVSB's equity interest in BVSB reduced from 100% to 75%.

7. Investment in Subsidiaries (Cont'd)

(b) Material partly-owned subsidiaries

Set out below is the Group's subsidiaries which have a material non-controlling interests:

Name of subsidiary	Proportion of ownership interests and voting rights held by non-controlling interests		(Loss)/profit allocated to non-controlling interests		(Loss)/equity of non-controlling interests	
	31.3.2026 %	31.3.2025 %	31.3.2026 RM'000	31.3.2025 RM'000	31.3.2026 RM'000	31.3.2025 RM'000
The Arch Properties Sdn. Bhd. ("TAPSB")	25	25	(1,996)	(99)	(3,458)	(1,462)
The Arch Galeries Sdn. Bhd. (formerly known as The Arch Galleries Sdn. Bhd.) ("TAGSB")	25	25	(179)	(204)	(363)	(184)
Bell Venture Sdn. Bhd. ("BVSB")	25	25	(1,640)	(201)	(1,938)	(298)
Goldhill Eagle Sdn. Bhd. ("GESB")	45	45	(1,296)	259	946	2,242
Focus Carelife Sdn. Bhd. ("FCSB")	40	40	(5)	(11)	(124)	(119)
			(5,116)	(256)	(4,937)	179

7. Investment in Subsidiaries (Cont'd)

(b) Material partly-owned subsidiaries (Cont'd)

Summarised financial information for each subsidiary that has non-controlling interests that are material to the Group is set out below. The summarised financial information below represents amounts before inter-company eliminations.

(i) Summarised statements of financial position

	TAPSB	
	31.3.2026	**31.3.2025**
	RM'000	**RM'000**
Non-current assets	241,235	134,572
Current assets	4,631	10,251
Non-current liabilities	(147,428)	(22,350)
Current liabilities	17,666	(128,319)
Net assets/(liabilities)	116,104	(5,846)

	TAGSB	
	31.3.2026	**31.3.2025**
	RM'000	**RM'000**
Non-current assets	392	2,342
Current assets	2,925	245
Non-current liabilities	(3,505)	(1,013)
Current liabilities	(1,265)	(2,312)
Net liabilities	(1,453)	(738)

	BVSB	
	31.3.2026	**31.3.2025**
	RM'000	**RM'000**
Non-current assets	1,636	7,587
Current assets	4,059	3,440
Non-current liabilities	(2,642)	(2,380)
Current liabilities	(10,804)	(9,837)
Net liabilities	(7,751)	(1,190)

7. Investment in Subsidiaries (Cont'd)

(b) Material partly-owned subsidiaries (Cont'd)

(i) Summarised statements of financial position (Cont'd)

	GESB	
	31.3.2026	**31.3.2025**
	RM'000	**RM'000**
Non-current assets	5,983	3,457
Current assets	2,614	2,865
Non-current liabilities	(3,204)	(1,310)
Current liabilities	(3,291)	(31)
Net assets	2,102	4,981

	FCSB	
	31.3.2026	**31.3.2025**
	RM'000	**RM'000**
Non-current assets	*	1
Current assets	313	329
Current liabilities	(622)	(627)
Net liabilities	(309)	(297)

** Denotes amount below RM1,000*

(ii) **Summarised statements of profit or loss and other comprehensive income**

	TAPSB	
	1.4.2025 to 31.3.2026	**1.10.2023 to 31.3.2025**
	RM'000	**RM'000**
Loss for the financial year/period, representing total comprehensive loss for the financial year/period	(7,983)	(149)

7. Investment in Subsidiaries (Cont'd)

(b) Material partly-owned subsidiaries (Cont'd)

(ii) Summarised statements of profit or loss and other comprehensive income

	TAGSB	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
Loss for the financial year/period, representing total comprehensive loss for the financial year/period	(716)	(738)

	BVSB	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
Loss for the financial year/period, representing total comprehensive loss for the financial year/period	(6,560)	(1,005)

	GESB	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
Profit/(Loss) for the financial year/period, representing total comprehensive income /(loss)for the financial year/period	(6,560)	1,129

7. Investment in Subsidiaries (Cont'd)

(b) Material partly-owned subsidiaries (Cont'd)

(ii) Summarised statements of profit or loss and other comprehensive income (Cont'd)

	FCSB	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
Loss for the financial year/period, representing total comprehensive loss for the financial year/period	(11)	(28)

(iii) Summarised statements of cash flow

	TAPSB	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
Net cash (used in)/generated from operating activities	(91,809)	45,663
Net cash used in investing activities	(10,979)	(45,571)
Net cash from financing activities	90,084	-
Net (decrease)/increase in cash and cash equivalents	(12,704)	92

	TAGSB	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
Net cash (used in)/generated from operating activities	(3,189)	1,064
Net cash from/(used in) investing activities	616	(906)
Net cash used in financing activities	(245)	(100)
Net (decrease)/increase in cash and cash equivalents	(2,818)	58

7. Investment in Subsidiaries (Cont'd)

(b) Material partly-owned subsidiaries (Cont'd)

(iii) Summarised statements of cash flow (Cont'd)

	BVSB	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
Net cash generated from operating activities	2,724	7,228
Net cash used in investing activities	(1,592)	(5,897)
Net cash from/(used in) financing activities	3,866	(1,186)
Net increase in cash and cash equivalents	4,998	145

	GESB	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
Net cash generated from/(used in) operating activities	1,867	(421)
Net cash generated (used in)/from investing activities	(1,198)	22
Net cash used in financing activities	(914)	(2,175)
Net decrease in cash and cash equivalents	(245)	(2,574)

	FCSB	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
Net cash (used in)/generated from operating activities	(316)	(415)
Net decrease in cash and cash equivalents	(316)	(415)

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

8. Investment in Associates

	Group	
	31.03.2026 RM'000	**31.03.2025 RM'000**
At cost		
At beginning of the financial year/period	62,875	62,875
Additions	-	1
Reclassifications	-	*
Disposals	(356)	(1)
At end of the financial year/period	62,519	62,875
Less: Share of post-acquisition losses		
At beginning of the financial year/period	(16,820)	(7,672)
Share of post-acquisition losses - net	(3,335)	(9,148)
At end of the financial year/period	(20,155)	(16,820)
Less: Accumulated impairment loss		
At beginning of the financial year/period	(30,625)	(42,740)
Movement of impairment loss charged - net	(4,740)	12,115
At end of the financial year/period	(35,365)	(30,625)
Carrying amount		
- Quoted shares	6,771	15,023
- Unquoted shares	228	407
	6,999	15,430
Investment measured at fair value:		
Shares quoted in Malaysia	6,999	15,430

* *Denotes amount below RM1,000*

The fair value of quoted equity investments is measured based on the period end quoted prices in active markets.

8. Investment in Associates (Cont'd)

The details of the associates are as follows:

Name of company	Country of incorporation/ pricipal place of business	Effective interest (%) 31.3.2026	31.3.2025	Principal activities
Associates of Focus Dynamics Centre Sdn. Bhd. ("FDC")				
SaudiGold Group Berhad ("SaudiGold") *^	Malaysia	13.19	13.19	Investment holding.
Green Ocean Corporation Berhad ("Green Ocean") *	Malaysia	29.74	29.74	Investment holding.
Associates of Focus Supernova Sdn. Bhd. ("FSS")				
Sushi Mew Sdn. Bhd. ("Sushi Mew") *	Malaysia	38	38	To carry on the business as general merchants, traders dealers, importers, exporters, distributors, buying or selling commission agents and deal in all kinds of goods, merhandise, commodities and articles, both wholesale and retail, and to transact every kind of agency business which involves the buying, selling, manufacturing, assembling and dealing in and with goods and merchandise of all descriptions. To purchase or otherwise acquire for investment in Malaysia or elsewhere any real, personal or movable property or any

8. Investment in Associates (Cont'd)

The details of the associates are as follows: (Cont'd)

Name of company	Country of incorporation/ pricipal place of business	Effective interest (%) 31.3.2026	31.3.2025	Principal activities
				rights or interests therein and to create, sell and deal in freehold and leasehold, ground rents and to make advance upon the security of land house, other property or any interest therein and generally to deal in land, house and any other property whether for valuable consideration or not. To acquire and hold for invesment shares, stocks, debentures, debenture stocks, bonds, obligations and securities issued or guaranteed by any company, private undertaking, syndicate, government, sovereign ruler, commisions, public body or authority by original subscription, tender, purchase, transfer, exchange or otherwise and to exercise all rights and powers conferred by or incidental to the ownership thereof and in particular to sell, transfer, exchange or otherwise dispose of the same.

8. Investment in Associates (Cont'd)

The details of the associates are as follows: (Cont'd)

Name of company	Country of incorporation/ pricipal place of business	Effective interest (%) 31.3.2026	31.3.2025	Principal activities
<u>Associates of Focus Jumbo Sdn. Bhd. ("FJSB")</u>				
Sushi Qubey Sdn. Bhd. ("Sushi Qubey") *	Malaysia	37	37	Operating and managing food and beverage outlets, to act as importer, distributor and wholesaler of wine, champagnes and spirits and all related activities of any description, and to carry on any other business whatsoever which can in the opinion of the Company be advantageously carried out or conveniently carried on by way of extension of, in connection with or is calculated directly or indirectly to develop any branch of the business of the Company.
Everest Scenery Sdn. Bhd. ("ESSB") *	Malaysia	20	20	Operating and managing food and beverage outlets, to act as importer, distributor and wholesaler of wine, champagnes and spirits and all related activities of any description, and to carry on any other business whatsoever which can in the opinion of the Company be advantageously carried out or conveniently carried on by way of extension of, in connection with or is calculated directly or indirectly to develop any branch of the business of the Company.

8. Investment in Associates (Cont'd)

The details of the associates are as follows: (Cont'd)

Name of company	**Country of incorporation/ pricipal place of business**	**Effective interest (%) 31.3.2026**	**Effective interest (%) 31.3.2025**	**Principal activities**
Associates of Focus international Holdings Sdn. Bhd. ("FIHSB")				
LZ Asia Sdn. Bhd. ("LZ") *	Malaysia	-	20	Engage in the businesses of operating restaurants, food and beverage as well as investment holdings and general trading.
Zest Asia Sdn. Bhd. ("Zest Asia") *	Malaysia	-	20	Engage in the food and beverage business.
Miss J Lifestyle Sdn. Bhd. ("Miss J") *	Malaysia	42	42	Operating and managing food and beverage outlets, to act as importer, distributor and wholesaler of wine, champagnes and spirits and all related activities of any description, and to carry on any other business whatsoever which can in the opinion of the Company be advantageously carried out or conveniently carried on by way of extension of, in connection with or is calculated directly or indirectly to develop any branch of the business of the Company, general trading, and wholesale of flowers and plants.

** Not audited by UHY Malaysia PLT.*

8. Investment in Associates (Cont'd)

The associates which have a different financial year end from the Group is as follows:

Name of company	Financial year end
SaudiGold Group Berhad	31 July
Sushi Mew Sdn. Bhd.	31 December
Sushi Qubey Sdn. Bhd.	31 December
Everest Scenery Sdn. Bhd.	31 December
Miss J Lifestyle Sdn. Bhd.	31 December

In applying the equity method of accounting, the latest financial statements of the associates' respective financial year ended have been used and appropriate adjustments have been made for the effects of significant transactions between the associates' respective financial period end up to 31 March 2026.

(a) Disposals of associates during the current financial year

On 1 April 2025, the Company through its subsidiary, Focus International Holding Sdn. Bhd. ("FIHSB") entered into a Share Sales Agreement with Lamboplace Sdn. Bhd. ("Lamboplace") to dispose of its entire equity interest in LZ for a total cash consideration of RM350,000. Accordingly, LZ ceased to be an associate of the Group.

On 1 April 2025, the Company through its subsidiary FIHSB entered into a Share Sales Agreement with Lamboplaceto dispose of its entire equity interest in Zest Asia for a total cash consideration of RM5,000. Accordingly, Zest Asia ceased to be an associate of the Group.

(b) Dilution, incorporations, acquisitions and/or disposals of associate during the previous financial year

In January 2024, Focus Dynamics Centre Sdn. Bhd. ("FDC") shareholding in SaudiGold was diluted to 13.19% took place following the exercise of the Share Issuance Scheme by SaudiGold. Nonetheless FDC is able to exercise significant influence by way of common director on the Board at the Company and SaudiGold levels and SaudiGold continues to be regarded as an associated company.

On 6 January 2025, the Company through its subsidiary, Focus Supernova Sdn. Bhd. ("Supernova") transferred 220 ordinary shares in Sushi Mew to Noble Triump Limited for a cash consideration of RM220. Consequently, Supernova's equity interest in Sushi Mew reduced from 49% to 38%.
On 6 January 2025, the Company through its subsidiary, Focus Jumbo Sdn. Bhd. ("FJSB") transferred 240 ordinary shares in Sushi Qubey to Noble for a cash consideration of RM240. Consequently, FJSB's equity interest in Sushi Qubey reduced from 49% to 37%.

8. Investment in Associates (Cont'd)

(b) Dilution, incorporations, acquisitions and/or disposals of associate during the previous financial year (Cont'd)

On 15 November 2024, the Company through its subsidiary, Focus International Holding Sdn. Bhd. ("FIHSB"), entered into a Subscription and Shareholders' Agreement with Lamboplace and LZ to formalise their respective investments in LZ and to regulate the conduct of the LZ's affairs. Pursuant to the Agreement, on 3 December 2024, LZ issued 98 new ordinary shares at an issue price of RM1 per share, for a total consideration of RM98. Of these, FIHSB subscribed to 18 ordinary shares. Consequently, FIHSB's equity interest in LZ was diluted from 100% to 20% effective the same date. The investment in LZ has been reclassified from investment in subsidiaries to investment in associates, as disclosed in Note 7.

On 2 December 2024, the Company through its subsidiary, FIHSB, with Lamboplace , incorporated an associate, Zest Asia. FIHSB subscribed to 20 new ordinary shares in Zest Asia, representing 20% of the total issued and paid-up capital at RM1 per share for a total cash consideration of RM20.

On 13 June 2024, the Company through its subsidiary, FIHSB, with Noble, incorporated an associate, Miss J. FIHSB subscribed to 980 new ordinary shares in Miss J, representing 49% of the total issued and paid-up capital at RM1 per share for a total cash consideration of RM980. On 6 January 2025, FIHSB transferred 140 ordinary shares in Miss J to Noble for a cash consideration of RM140. Consequently, FIHSB's equity interest in Miss J reduced from 49% to 42%.

(c) Impairment assessment

The Group assessed whether there are any indications of impairment during the period under review. The Management has considered the decline in market values of quoted shares in the associates as well as results reported by the associates as impairment indications.

(i) SaudiGold Group Berhad

As at 31 March 2026, the fair value of the Group's investment in quoted shares of SaudiGold Group Berhad are based on Level 1 of the fair value hierarchy. The market value of these Group's interest, representing its fair value as at 31 March 2026, was RM2,060,500 (31.3.2025: RM3,090,750).

In the current financial year, the fair value was below its carrying value, hence a reversal of impairment loss of RM405,442 (31.3.2025: impairment loss of RM61,903) was recognised.

8. Investment in Associates (Cont'd)

(c) Impairment assessment (Cont'd)

(ii) Green Ocean Corporation Berhad

As at 31 March 2026, the fair value of the Group's investment in quoted shares of Green Ocean Corporation Berhad are based on Level 1 of the fair value hierarchy. The market value of these Group's interest, representing its fair value as at 31 March 2026, was RM4,710,000 (31.3.2025: RM11,932,000).

In the current financial year, the fair value was above its carrying value, hence an impairment loss of RM2,926,864 (31.3.2026: reversal of impairment loss of RM14,937,579) was recognised.

8. Investment in Associates (Cont'd)

(j) The above associates are accounted for using the equity method in the consolidated financial statements.

The summarised financial information of those significant associates are as follows:

	SaudiGold RM'000	Green Ocean RM'000	Others RM'000	Total RM'000
31.3.2026				
Non-current assets	87,630	26,005	3,277	
Current assets	49,673	45,035	1,962	
Non-current liabilities	(1,399)	(55)	(2,738)	
Current liabilities	(10,991)	(2,381)	(4,668)	
Net assets/(liabilities)	124,913	68,604	(2,167)	
31.3.2026				
Revenue	58,180	10,054	9,808	
Profit/(Loss) for the financial year, representing total comprehensive income/(loss) for the financial year	5,930	(14,442)	(400)	
Group's share of profit/loss for the financial year	782	(4,295)	178	(3,335)
Reconciliation of Net Assets to Carrying Amount				
Group's share of net assets	21,359	611	228	22,198
Accumulated impairment loss on investment in associates	(23,473)	(11,892)	-	(35,365)
Bargain purchase	4,175	15,991	-	20,166
Carrying amount of the Group's interests in these associates	2,061	4,710	228	6,999

8. Investment in Associates (Cont'd)

(j) The above associates are accounted for using the equity method in the consolidated financial statements (Cont'd).

The summarised financial information of those significant associates are as follows: (Cont'd).

	RM'000	RM'000	RM'000	RM'000
31.3.2025				
Non-current assets	81,228	71,136	8,955	
Current assets	65,076	31,270	6,289	
Non-current liabilities	(1,641)	(5,835)	(5,592)	
Current liabilities	(12,031)	(14,082)	(9,883)	
Net assets/(liabilities)	132,632	82,489	(231)	
31.3.2025				
Revenue	128,142	15,811	11,883	
(Loss)/Profit for the financial period, representing total comprehensive (loss)/income for the financial period	(12,404)	(31,222)	1,455	
Group's share of (loss)/profit for the financial period	(269)	(9,285)	406	(9,148)
Reconciliation of Net Assets to Carrying Amount				
Group's share of net assets	20,576	4,906	407	25,889
Accumulated impairment loss on investment in associates	(21,660)	(8,965)	-	(30,625)
Bargain purchase	4,175	15,991	-	20,166
Carrying amount of the Group's interests in these associates	3,091	11,932	407	15,430

9. Investment in Quoted and Unquoted Shares

	Group	
	31.3.2026	31.3.2025
	RM'000	RM'000
Quoted shares, at fair value		
At the beginning of the financial year/period	9,847	13,090
Addition	2,125	-
Currency translation differences	(243)	(523)
Disposal	(446)	-
Fair value adjustments	(428)	(2,720)
At the end of the financial year/period	10,855	9,847
Unquoted shares, at cost		
At the beginning/end of the financial year/period	380	380
Less: Accumulated impairment loss		
At the beginning/end of the financial year/period	(380)	(380)
Carrying amount	-	-

	Group	
	31.3.2026	31.3.2025
	RM'000	RM'000
Investment measured at fair value:		
Shares quoted in Malaysia	5,982	8,622
Shares quoted in Hong Kong	4,873	1,225
	10,855	9,847

The fair value of quoted equity investments is measured based on the period end quoted prices in active markets.

10. Investment in Redeemable Convertible Preference Shares ("RCPS")

	Company	
	31.3.2026	**31.3.2025**
	RM'000	**RM'000**
At cost		
At the beginning of the financial year/period	131,620	-
Redeemption	(4,168)	-
Reclassification (Note 17)	26,785	131,620
At the end of the financial year/period	154,237	131,620
Less: Accumulated impairment loss		
At the beginning of the financial year/period	(97,378)	-
Impairment loss charged	(29,630)	(97,378)
Impairment loss reversed	562	-
At the end of the financial year/period	(126,446)	(97,378)
Carrying amount	27,791	34,242

During the financial year, management performed an impairment assessment on the Company's investment in Redeemable Convertible Preference Shares ("RCPS") issued by its subsidiaries where indicators of impairment were identified.

The recoverable amount of the RCPS was determined with reference to the adjusted net tangible assets of the subsidiary. Management considered this approach to be appropriate having regard to the nature of the subsidiary's underlying assets and liabilities and the information available at the reporting date.

During the current financial year, the Company entered into the following Subscription Agreements:

(a) with Lavo Selangor Sdn. Bhd. ("LSSB"), for the subscription of 13,320,000 Redeemable Convertible Preference Shares ("RCPS") at a total consideration of RM13,320,000, which was set off against the amount outstanding from LSSB, as disclosed in Notes 17;

(b) with Bounce Entertainment Sdn. Bhd. ("BESB"), for the subscription of 1,624,000 RCPS at a total consideration of RM1,624,000, which was similarly set off against the amount outstanding from BESB, as disclosed in Notes 17;

(c) with Focus Volume Sdn. Bhd. ("FVSB"), for the subscription of 5,640,000 RCPS at a total consideration of RM5,640,000, which was similarly set off against the amount outstanding from FVSB, as disclosed in Notes 17; and

10. Investment in Redeemable Convertible Preference Shares ("RCPS") (Cont'd)

During the current financial year, the Company entered into the following Subscription Agreements: (Cont'd)

(d) with Focus Jumbo Sdn. Bhd. ("FJSB"), for the subscription of 3,331,000 RCPS at a total consideration of RM3,331,000, which was similarly set off against the amount outstanding from FJSB, as disclosed in Notes 17.

(e) with Supernova Sdn. Bhd. ("Supernova"), for the subscription of 2,780,000 RCPS at a total consideration of RM2,780,000, which was similarly set off against the amount outstanding from Supernova, as disclosed in Notes 17.

During the previous financial period, the Company entered into the following Subscription Agreements:

(a) with Focus Dynamics Centre Sdn. Bhd. ("FDC"), for the subscription of 99,840,000 Redeemable Convertible Preference Shares ("RCPS") at a total consideration of RM99,840,000, which was set off against the amount outstanding from FDC, as disclosed in Notes 17; and

(b) with Lavo Gallery Sdn. Bhd. ("LGSB"), for the subscription of 31,780,000 RCPS at a total consideration of RM31,780,000, which was similarly set off against the amount outstanding from LGSB, as disclosed in Notes 17.

11. Investment in Redeemable Non-Convertible Preference Shares ("RNCPS")

	Company	
	31.3.2026	**31.3.2025**
	RM'000	**RM'000**
At cost		
At the beginning of the financial year/period	-	-
Reclassification (Note 17)	94,600	-
At the end of the financial year/period	94,600	-

During the current financial year, the Company entered the following Subscription Agreements with The Arch Properties Sdn. Bhd. ("TAPSB"), for the subscription of 94,600,000 Redeemable Non-Convertible Preference Shares ("RNCPS") at a total consideration of RM94,600,000, which was set off against the amount outstanding from TAPSB, as disclosed in Notes 17.

12. Prepaid Expenses

	Building constructions RM'000	Leasehold land RM'000	Others RM'000	Total RM'000
Group				
31.3.2026				
At cost				
At 1 April 2025	99,334	28,515	13,841	141,690
Transfer to property, plant and equipment	(99,334)	(28,515)	(13,841)	(141,690)
At 31 March 2026	-	-	-	-
Accumulated impairment loss				
At 1 April 2025	(7,130)	-	-	(7,130)
Transfer to property, plant and equipment	7,130	-	-	7,130
At 31 March 2026	-	-	-	-
Carrying amount				
At 31 March 2026	-	-	-	-
31.3.2025				
At cost				
At 1 October 2023	63,913	25,272	6,945	96,130
Additions	35,421	3,243	6,896	45,560
At 31 March 2025	99,334	28,515	13,841	141,690
Accumulated impairment loss				
At 1 October 2023/ At 31 March 2025	(7,130)	-	-	(7,130)
Carrying amount				
At 31 March 2025	92,204	28,515	13,841	134,560

12. Prepaid Expenses (Cont'd)

On 1 February 2013, The Arch Properties Sdn. Bhd. ("TAPSB"), a subsidiary company of the Group, entered into an agreement with Royal Selangor Golf Club ("RSGC") via a tenancy agreement with City Growth Sdn. Bhd. ("CGSB") to construct a building, namely "The Arch" to house retail, food and beverage outlets, restaurants and car parks.

The terms of the arrangements allow the Group to operate the Arch up to June 2038 and is renewable for additional three (3) terms of three (3) years each term, until June 2047.

The financing of these prepaid expenses was obtained from the existing shareholders of TAPSB with the main shareholder, the Company contributing 75% and the other two shareholders contributing the remaining 25% based on the Subscription and Shareholders' Agreement entered on 29 August 2016 and Sale and Purchase Agreement dated 29 January 2024, the contract for the construction of building was approved by the Board, as disclosed in Note 40.

The prepaid expenses represented construction costs incurred in relation to The Arch prior to its completion and formed part of the Property Investment and Management cash-generating unit ("CGU").

Following the completion of the construction and the issuance of the Certificate of Completion and Compliance ("CCC") on 25 June 2025, the construction costs were reclassified to property, plant and equipment. Upon commencement of the lease term under the tenancy arrangement, the Group recognised the related right-of-use asset and corresponding lease liability in accordance with MFRS 16 *Leases*.

The related impairment assessment of the Property Investment and Management CGU is disclosed in Note 13.

13. Goodwill on Consolidation

	Group	
	31.3.2026 RM'000	**31.3.2025 RM'000**
At cost		
At the beginning/end of the financial year/period	5,407	5,407
Less: Accumulated impairment loss		
At the beginning/end of the financial year/period	(5,319)	(5,319)
Carrying amount	88	88

13. Goodwill on Consolidation (Cont'd)

<u>Goodwill - Property investment and management</u>

The goodwill attributable to the Property Investment and Management CGU arose from the acquisition of The Arch Properties Sdn. Bhd. The carrying amount of the assets allocated to the CGU are as follows:

	Group	
	31.3.2026	**31.3.2025**
	RM'000	**RM'000**
Property, plant and equipment	141,636	12
Right-of-use assets	99,599	-
Prepaid expenses	-	135,560
Goodwill on consolidation	88	88
Carrying amount	241,323	135,660

The recoverable amount of the Property Investment and Management CGU was determined based on its value in use ("VIU") using discounted cash flow projections approved by management and prepared with the assistance of an independent and professionally qualified valuer. The cash flow projections were based on financial budgets approved by management covering a twenty-one-year period (31.3.2025: twenty-two-year period).

The key assumptions used in the VIU calculation were as follows:

	2026	**2025**
	%	**%**
Average rowth rate per annum	3	2.3
Pre-tax discount rate	8	9

Based on the VIU assessment performed by the independent and professionally qualified valuer, the recoverable amount of the CGU was estimated at RM251,000,000 (31.3.2025: RM140,000,000) based on the valuation reports dated 30 April 2026 (31.3.2025: 31 May 2025).

Based on the impairment assessment, no impairment loss was recognised during the current financial year (31.3.2025: RM Nil). Management has assessed that there are no reasonably possible changes in the key assumptions that would cause the carrying amount of the CGU to exceed its recoverable amount.

14. Inventories

	Group 31.3.2026 RM'000	Group 31.3.2025 RM'000
Food and beverage	15,453	14,465
Goods-in-transit	112	2,970
	15,565	17,435
Recognised in profit or loss:		
Inventories recognised as cost of sales	25,013	49,414

15. Trade Receivables

	Group 31.3.2026 RM'000	Group 31.3.2025 RM'000
Trade receivables	3,426	2,318
Less: Accumulated impairment loss	(518)	(528)
	2,908	1,790

The Group's normal trade credit terms range from 30 to 90 (31.3.2025: 30 to 90) days. Other credit terms are assessed and approved on case-by-case basis.

15. Trade Receivables (Cont'd)

Movement in the allowance for impairment losses are as follows:

	Lifetime allowance RM'000	Credit impaired RM'000	Loss allowance RM'000
Group			
31.3.2026			
At 1 April 2025	-	528	528
Impairment losses recognised	-	55	55
Reversal of impairment losses	-	(65)	(65)
At 31 March 2026	-	518	518
31.3.2025			
At 1 October 2023	-	196	196
Impairment losses recognised	-	388	388
Reversal of impairment losses	-	(56)	(56)
At 31 March 2025	-	528	528

The loss allowance amount in respect of trade receivables is used to record loss allowance. Unless the Group is satisfied that recovery of the amount is possible, the amount consider irrecoverable is written off against the receivable directly. Reversal of impairment loss on trade receivables was mainly due to collection from receivables previously provided for doubtful debts.

15. Trade Receivables (Cont'd)

The ageing analysis of the trade receivable at the end of the reporting period are as follows:

	Gross amount RM'000	Loss allowance RM'000	Net amount RM'000
Group			
31.3.2026			
Neither past due nor impaired	930	-	930
Past due not impaired			
Less than 30 days	722	-	722
31 to 90 days	724	-	724
More than 90 days	532	-	532
	1,978	-	1,978
Credit impaired			
More than 90 days	518	(518)	-
	3,426	(518)	2,908
31.3.2025			
Neither past due nor impaired	500	-	500
Past due not impaired			
Less than 30 days	109	-	109
31 to 90 days	245	-	245
More than 90 days	936	-	936
	1,290	-	1,290
Credit impaired			
More than 90 days	528	(528)	-
	2,318	(528)	1,790

Trade receivables that are neither past due nor impaired are creditworthy receivables with good payment records with the Group.

As at 31 March 2026, trade receivables of the Group amounting to RM1,978,000 (31.3.2025: RM1,290,000) were past due but not individually impaired. These relate to a number of independent customers for whom there is no recent history of default but slower repayment records.

15. Trade Receivables (Cont'd)

The trade receivable of the Group that are individually assessed to be impaired amounting to RM518,000 (31.3.2025: RM528,000) related to customers that are in financial difficulties. These balances are expected to be recovered through the debt's recovery process.

16. Other Receivables

	Group		Company	
	31.3.2026	31.3.2025	31.3.2026	31.3.2025
	RM'000	RM'000	RM'000	RM'000
Other receivables	2,235	8,722	-	-
Less: Accumulated impairment loss	(989)	(1,179)	-	-
	1,246	7,543	-	-
Deposits	6,215	5,656	3	3
Prepayments	2,715	2,215	27	33
	10,176	15,414	30	36

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

	Group	
	31.3.2026	31.3.2025
	RM'000	RM'000
At the beginning of the financial year/period	1,179	153
Impairment losses recognised	-	1,026
Reversal of impairment losses	(190)	-
At the end of the financial year/period	989	1,179

17. Amount Due from/(to) Subsidiaries

	Company	
	31.3.2026 RM'000	31.3.2025 RM'000
Current		
Amount due from subsidiaries		
Non-trade balances	13,781	121,100
Less: Accumulated impairment loss	(13,567)	(28,157)
	214	92,943
Non-current		
Amount due to subsidiaries		
Non-trade balances	1,150	-
Current		
Amount due to subsidiaries		
Non-trade balances	1,755	9,035

Movements in the allowance for impairment losses of the amount due from subsidiaries are as follows:

	Company	
	31.3.2026 RM'000	31.3.2025 RM'000
At the beginning of the financial year/period	28,157	127,081
Impairment losses recognised	1,129	-
Reversal of impairment losses	(15,719)	(98,924)
At the end of the financial year/period	13,567	28,157

The non-trade amounts due from/(to) subsidiaries are unsecured, interest free and are repayable on demand, except for the capital contributions portion which represents the Company's contribution to TAPSB amounting to RM Nil (31.3.2025: RM91,810,487), as disclosed in Notes 12, 19, 26, 40 and 45.

The amount due from subsidiaries before allowance for impairment losses are as follows:

17. Amount Due from/(to) Subsidiaries (Cont'd)

During the current financial year, the Company entered into the following Subscription Agreements:

(a) with Lavo Selangor Sdn. Bhd. ("LSSB"), for the subscription of 13,320,000 Redeemable Convertible Preference Shares ("RCPS") at a total consideration of RM13,320,000, which was set off against the amount outstanding from LSSB, as disclosed in Notes 10;

(b) with Bounce Entertainment Sdn. Bhd. ("BESB"), for the subscription of 1,624,000 RCPS at a total consideration of RM1,624,000, which was similarly set off against the amount outstanding from BESB, as disclosed in Notes 10;

(c) with Focus Volume Sdn. Bhd. ("FVSB"), for the subscription of 5,640,000 RCPS at a total consideration of RM5,640,000, which was similarly set off against the amount outstanding from FVSB, as disclosed in Notes 10; and

(d) with Focus Jumbo Sdn. Bhd. ("FJSB"), for the subscription of 3,331,000 RCPS at a total consideration of RM3,331,000, which was similarly set off against the amount outstanding from FJSB, as disclosed in Notes 10.

(e) with Supernova Sdn. Bhd. ("Supernova"), for the subscription of 2,780,000 RCPS at a total consideration of RM2,780,000, which was similarly set off against the amount outstanding from Supernova, as disclosed in Notes 17.

(f) with The Arch Properties Sdn. Bhd. ("TAPSB"), for the subscription of 94,600,000 Redeemable Non-Convertible Preference Shares ("RNCPS") at a total consideration of RM94,600,000, which was set off against the amount outstanding from TAPSB, as disclosed in Notes 17.

In the previous financial period, the Company entered into the following Subscription Agreements:

(e) with Focus Dynamics Centre Sdn. Bhd. ("FDC"), for the subscription of 99,840,000 Redeemable Convertible Preference Shares ("RCPS") at a total consideration of RM99,840,000, which was set off against the amount outstanding from FDC, as disclosed in Notes 10; and

(f) with LGSB, for the subscription of 31,780,000 RCPS at a total consideration of RM31,780,000, which was similarly set off against the amount outstanding from LGSB, as disclosed in Notes 10.

18. Amount Due from/(to) Associates

	Group		Company	
	31.3.2026	**31.3.2025**	**31.3.2026**	**31.3.2025**
	RM'000	**RM'000**	**RM'000**	**RM'000**
Amount due from associates				
Non-trade balances	3,523	4,744	-	-
Less: Accumulated impairment loss	(2,193)	(2,198)	-	-
	1,330	2,546	-	-
Amount due to associates				
Non-trade balances	-	476	-	100

Movements in the allowance for impairment losses of the amount due from associates are as follows:

	Group	
	31.3.2026	**31.3.2025**
	RM'000	**RM'000**
At the beginning of the financial year/period	2,198	-
Impairment losses recognised	-	2,198
Reversal of impairment losses	(5)	-
At the end of the financial year/period	2,193	2,198

The non-trade amounts due from/(to) associates are unsecured, interest free and are repayable on demand.

19. Amount Due from/(to) Related Parties

	Group	
	31.3.2026	31.3.2025
	RM'000	RM'000
Current		
Amount due from related parties		
Trade balances	616	90
Non-trade balances	1,306	1,392
Less: Accumulated impairment loss	(1,199)	(1,121)
	723	361
Non-current		
Amount due to a related party		
Trade balances	716	-
Non-trade balances	19,845	-
	20,561	-
Current		
Amount due to a related party		
Trade balances	25	2,830
Non-trade balances	2,207	18,575
	2,232	21,405

Movements in the allowance for impairment losses of the amount due from related parties are as follows:

	Group	
	31.3.2026	31.3.2025
	RM'000	RM'000
At the beginning of the financial year/period	1,121	1,132
Impairment losses recognised	83	-
Reversal of impairment losses	(5)	(11)
At the end of the financial year/period	1,199	1,121

The non-trade amounts due from/(to) related parties are unsecured, interest free and are repayable on demand, except for the capital contributions portion which represents Ong Kah Hoe's and Ong Yew Ming's contributions to TAPSB, aggregating to RM7,800,949 (31.3.2025: RM7,800,949) as disclosed in Notes 12, 17, 26, 40 and 45, and the previous financial period's non-current, non-trade amount due to Nexus Excellent Sdn. Bhd., which is unsecured, interest free and will be repaid commencing two years after the financial period ended 30 September 2023 based on the letter dated 30 January 2024.

19. Amount Due From/(To) Related Parties (Cont'd)

During the financial year, the Group entered into payment deferment arrangements on amount due to related parties amounting to RM21,658,704 (31.3.2025: RM Nil), which resulted in an adjustment of timing for payments of the balances. The amount due to related parties were fair valued on initial measurement and are subjected to periodic accretion of interest expense over the period of the arrangement. During the financial year, the Group has remeasured these balances based on the extended payment terms, which resulted in a remeasurement gain amounting to RM1,054,053 (31.3.2025: RM Nil) being recognised in the profit or loss.

20. Short-Term Investments

	Group	
	31.3.2026 RM'000	**31.3.2025 RM'000**
At fair value		
At the beginning of the financial year/period	21	20
Interest income	-	1
At the end of the financial year/period	21	21
Investment measured at fair value:		
Money market fund in Malaysia	21	21

21. Deposits, Cash and Bank Balances

	Group		Company	
	31.3.2026 RM'000	**31.3.2025 RM'000**	**31.3.2026 RM'000**	**31.3.2025 RM'000**
Fixed deposits with licensed banks	1,575	12,346	1,575	11,824
Cash and bank balances	5,858	5,848	400	999
	7,433	18,194	1,975	12,823

(a) The fixed deposits with licensed banks of the Group and of the Company at the end of the reporting period bore effective interest rates ranging from 2.20% to 2.70% (31.3.2025: 2.20% to 2.70%) per annum. The fixed deposits have maturity periods ranging from 30 to 90 days (31.3.2025: 30 to 90 days).

(b) Included in the fixed deposits with licensed banks of the Group and of the Company at the end of the reporting period was an amount of RM1,574,849 (31.3.2025: RM11,823,642), which has been pledged to licensed banks as security for banking facilities granted to the Group, as disclosed in Note 29.

22. Share Capital

	Group/Company			
	Number of ordinary shares		Amount	
	31.3.2026 Unit'000	31.3.2025 Unit'000	31.3.2026 RM'000	31.3.2025 RM'000
Issued and fully paid-up share capital with no par value				
At the beginning of the financial year/period	6,372,206	6,372,206	91,840	218,640
Share capital reduction	-	-	-	(126,800)
At the end of the financial year/period	6,372,206	6,372,206	91,840	91,840

On 3 March 2025, the Company reduced its issued ordinary share capital from RM218,639,545 to RM91,839,545 by way of a capital reduction exercise pursuant to Section 117 of the Companies Act 2016 ("Act"). The number of issued ordinary shares comprising 6,372,205,736 shares remain unchanged.

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company and are entitled to one vote per ordinary share at meetings of the Company. The ordinary shares have no par value.

23. Irredeemable Convertible Preference Shares ("ICPS")

	Group/Company			
	31.3.2026 Unit'000	31.3.2025 Unit'000	31.3.2026 RM'000	31.3.2025 RM'000
ICPS				
At the beginning/end of the financial year/period	903,363	903,363	49,685	49,685

23. Irredeemable Convertible Preference Shares ("ICPS") (Cont'd)

On 3 December 2020, the Company listed and quoted 2,044,266,042 ICPS at an issue price of RM0.055 per ICPS together with 3,066,399,051 free detachable warrants ("Warrants D") pursuant to the renounceable rights issue on the basis of two (2) ICPS together with three (3) free Warrants D for every six (6) existing ordinary shares held by the entitled shareholders of the Company after share split of every one (1) existing ordinary share into three (3) shares ("Split Shares").

The ICPS are constituted by the Constitution of the Company.

Salient features of the ICPS are as follows:

(a) Each ICPS carries the entitlement to convert into new ordinary shares of the Company at the conversion price of RM0.55 per share based on the conversion ratio of ten (10) ICPS for every one (1) new ordinary share during the 10-year period expiring on 26 November 2030 ("Conversion Period"), subject to the adjustments determined by the Board of Directors;

(b) The ICPS is not redeemable for cash; and

(c) The ICPS are unsecured and shall, upon allotment and issue, rank pari passu amongst themselves and shall rank in priority to any other class of shares in the capital of the Company, except that they will not be entitled to any dividends, rights, allotments and/or other distributions that may be declared by the Company in respect of the ordinary shares and they carry no right to vote at any general meeting of the Company.

24. Reserves

	Group		Company	
	31.3.2026 RM'000	31.3.2025 RM'000	31.3.2026 RM'000	31.3.2025 RM'000
Warrant reserve (Note a)	-	389,126	-	389,126
Foreign exchange translation reserve (Note b)	528	(275)	-	-
Accumulated losses	(34,042)	(402,095)	(19,955)	(399,016)
	(33,514)	(13,244)	(19,955)	(9,890)

24. Reserves (Cont'd)

(a) Warrant reserve

Warrants D

Warrants D were listed and quoted on Bursa Securities on 3 December 2020. Each Warrants D entitles its holder the right to subscribe for one (1) new ordinary share in the Company at any time up to the expiry date of 26 November 2025 at an exercise price of RM0.80 payable in cash.

On 3 December 2020, the Company listed and quoted 3,066,399,051 Warrants D pursuant to the renounceable rights issue.

The Warrants D are constituted by the Deed Poll dated 19 October 2020 ("Deed Poll D") and immediately be detached from the ICPS upon allotment and issuance.

Salient features of the Warrants D are as follows:

(i) Each Warrants D shall entitle its registered holders to subscribe for one (1) new ordinary share in the Company at an exercise price of RM0.80 per Warrant D during the 5-year period expiring on 26 November 2025 ("Exercise Period"), subject to the adjustments as set out in the Deed Poll D;

(ii) At the expiry of the Exercise Period, any Warrants D which have not been exercised shall automatically lapse and cease to be valid for any purposes; and

(iii) Warrant holders must exercise the Warrants D in accordance with the procedures set out in the Deed Poll D and shares allotted and issued upon such exercise shall rank pari passu in all respects with the then existing shares of the Company, and shall be entitled to any dividends, rights, allotments and/or other distributions after the issue and allotment thereof.

During the financial year, none (31.3.2025: none) of the Warrants D is exercised into new ordinary shares of the Company. The Warrants D had expired on 26 November 2025. Upon the expiry of the warrants, the balance in the warrant reserve was transferred to accumulated losses.

(b) Foreign exchange translation reserve

The foreign exchange translation reserve arose from the translation of the financial statements of foreign subsidiaries whose functional currencies are different from the Group's presentation currency.

25. Trade Payables

The normal trade credit terms granted to the Group ranged from 30 to 90 (31.3.2025: 30 to 90) days. Other credit terms are assessed and approved on a case-by-case basis. Included is an amount due to contractors and consultants related to the construction of The Arch amounting to RM38,356,115 (31.3.2025: RM42,919,776).

During the financial year, the Group entered into payment deferment arrangements on trade payables amounting to RM36,065,780 (31.3.2025: RM22,350,000), which resulted in an adjustment of timing for payments of the balances. The trade payables were fair valued on initial measurement and are subjected to periodic accretion of interest expense over the period of the arrangement. During the financial year, the Group has remeasured these balances based on the extended payment terms, which resulted in a remeasurement gain amounting to RM2,351,128 (31.3.2025: RM Nil) being recognised in the profit or loss.

26. Other Payables

	Group		Company	
	31.3.2026 RM'000	31.3.2025 RM'000	31.3.2026 RM'000	31.3.2025 RM'000
Non-Current				
Other payables	8,766	-	1,824	-
Amount due to Directors of subsidiaries				
- non-trade	4,894	-	-	-
- capital contributions	865	-	-	-
	14,525	-	1,824	-
Current				
Other payables	12,416	11,943	405	1,284
Accruals	2,024	5,915	163	902
Deposit received	1,503	-	-	-
Amount due to Directors of subsidiaries				
- non-trade	18	48	-	24
- capital contributions	1	887	-	-
	15,962	18,793	568	2,210
	30,487	18,793	2,392	2,210

26. Other Payables (Cont'd)

The amount due to shareholders and directors of the subsidiaries are unsecured, interest free and are repayable on demand, except for the capital contributions portion which represents Ong Kah Hoe's and Ong Yew Ming's contributions to TAPSB amounting to RM Nil (31.3.2025: RM887,328), as disclosed in Notes 12, 17, 26, 40 and 45.

During the financial year, the Group and the Company entered into payment deferment arrangements on other payables amounting to RM15,467,008 (31.3.2025: RM Nil) and RM1,921,340 (31.3.2025: RM Nil) respectively, which resulted in an adjustment of timing for payments of the balances. The other payables were fair valued on initial measurement and are subjected to periodic accretion of interest expense over the period of the arrangement. During the financial year, the Group and the Company have remeasured these balances based on the extended payment terms, which resulted in a remeasurement gain amounting to RM985,037 (31.3.2025: RM Nil) and RM97,356 (31.3.2025: RM Nil) respectively being recognised in the profit or loss.

27. Lease Liabilities

	Group	
	31.3.2026 RM'000	**31.3.2025 RM'000**
At the beginning of the financial year/period	23,086	17,747
Additions during the financial year/period	111,401	6,927
Adjustments due to lease modification	658	4,168
Adjustments due to early termination	(5,701)	(39)
Interest expense recognised in profit or loss	4,487	3,225
Repayment of principal	(6,222)	(5,742)
Repayment of interest	(4,487)	(3,200)
At the end of the financial year/period	123,222	23,086
Analysed by:		
Non-current liabilities	118,689	18,728
Current liabilities	4,533	4,358
	123,222	23,086

27. Lease Liabilities (Cont'd)

The repayment terms of lease liabilities is as follows:

	Group	
	31.3.2026 RM'000	31.3.2025 RM'000
Minimum lease payments		
- not later than 1 year	13,949	5,727
- later than 1 year and not later than 5 years	24,045	17,758
- later than 5 years	247,560	3,326
Total minimum lease payments	285,554	26,811
Less: Future finance charges on lease liabilities	(162,332)	(3,725)
Present value of lease liabilities	123,222	23,086

Included in the lease liabilities are motor vehicles under operating lease arrangements (31.3.2025: operating lease arrangements), as disclosed in Note 5, with lease term of 2 (31.3.2025: 2) years and bear effective interest rates between 4.25% and 4.70% (31.3.2025: 4.25% and 4.70%) per annum.

28. Deferred Tax Liabilities

	Group		Company	
	31.3.2026 RM'000	31.3.2025 RM'000	31.3.2026 RM'000	31.3.2025 RM'000
At the beginning of the financial year/period	57	31	-	-
Recognised in profit or loss	(119)	29	-	-
Under/(Over) provision in prior period	146	(3)	-	-
At the end of the financial year/period	84	57	-	-
Presented after appropriate offsetting as follows:				
Deferred tax assets	(271)	(121)	-	(261)
Deferred tax liabilities	355	178	-	261
	84	57	-	-

28. Deferred Tax Liabilities (Cont'd)

The components and movements of deferred tax liabilities and deferred tax assets during the financial year/period prior to offsetting are as follows:

Deferred tax liabilities

	Accelerated capital allowances	
	31.3.2026 RM'000	31.3.2025 RM'000
Group		
At the beginning of the financial year/period	178	554
Recognised in profit or loss	(101)	(373)
Under/(Over) provision in	278	(3)
At the end of the financial year/period	355	178
Company		
At the beginning of the financial year/period	-	261
Recognised in the statements of profit or loss	-	(261)
At the end of the financial year/period	-	-

Deferred tax assets

	Unutilised tax losses RM'000	Unabsorbed capital allowances RM'000	Others deductible temporary differences RM'000	Total RM'000
Group				
At 1 April 2025	-	(44)	(77)	(121)
Recognised in profit or loss	(49)	(178)	-	(227)
Under/(Over) provision in	-	-	77	77
At 31 March 2026	(49)	(222)	-	(271)
At 1 October 2023	-	(77)	(446)	(523)
Recognised in profit or loss	-	33	369	402
At 31 March 2025	-	(44)	(77)	(121)

28. Deferred Tax Liabilities (Cont'd)

The components and movements of deferred tax liabilities and deferred tax assets during the financial year/period prior to offsetting are as follows: (Cont'd)

Deferred tax assets (Cont'd)

	Others deductible temporary differences RM'000
Company	
At 1 October 2023	(261)
Recognised in profit or loss	261
At 31 March 2025	-

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

	Group	
	31.3.2026 RM'000	31.3.2025 RM'000
Unutilised tax losses	28,049	23,382
Unabsorbed capital allowances	4,167	1,876
Other deductible temporary differences	-	416
	32,216	25,674

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

29. Borrowings

	Group	
	31.3.2026 RM'000	31.3.2025 RM'000
Secured		
Current		
Bank overdraft (Note a)	999	1,197
Short term revolving credit (Note b)	-	10,000
	999	11,197

29. Borrowings (Cont'd)

(a) Bank overdraft

Bank overdraft of the Group bears interest rates at 4.85% (31.3.2025: 4.85%) per annum.

The bank overdraft is secured as follows:

(i) Existing Memorandum of Deposit and Letter of Authorisation by the Company in favour of a licensed bank in respect of fixed deposits of not less than RM269,332 (31.3.2025: RM269,332) together with all interest accruing from time to time in respect of the fixed deposits, as disclosed in Note 21; and

(ii) Execution Memorandum of Deposit (creating a charge) and Letter of Authorisation by the Company in favour of the licensed bank in respect of fixed deposits of not less than RM1,273,086 (31.3.2025: RM1,273,086) together with all interest accruing from time to time in respect of the fixed deposits, as disclosed in Note 21.

(b) Short term revolving credit

Short term revolving credit of the Group bears interest ranging between 3.93% and 4.25% (31.3.2025: 3.93% to 4.25%) per annum.

Short term revolving credits are secured by fixed deposits of RM Nil (31.3.2025: RM10,000,000) pledged to the financial institutions, as disclosed in Note 21.

30. Provision for Restoration Costs

	Group	
	31.3.2026	**31.3.2025**
	RM'000	**RM'000**
At the beginning of the financial year/period	1,440	1,242
Additions/(Reversals)	(198)	198
At the end of the financial year/period	1,242	1,440

Under certain lease arrangements, the Group has an obligation to dismantle and remove structures on certain sites and restore those sites at the end of the lease terms to an acceptable condition consistent with the lease arrangements.

30. Provision for Restoration Costs (Cont'd)

The provisions are estimated using the assumption that decommissioning, removal and restoration will only take place upon expiry of the lease terms (inclusive of secondary terms) of 2 to 9 years (31.3.2025: 2 to 9 years).

While the provisions are based on the best estimate of future costs and the economic lives of these affected assets, there is uncertainty regarding both the amount and timing of incurring of these costs. All the estimates are reviewed on an annual basis or more frequently, where there is indication of a material change.

31. Revenue

Revenue consists of the followings:

	Group	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
At a point in time:		
Food and beverage	58,116	121,107
Others	2,020	115
	60,136	121,222

The other information on the disaggregation of revenue is disclosed in Note 42.

32. Net Reversal on Impairment Loss of Financial Assets

	Group		Company	
	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000
Impairment losses on:				
- trade receivables	(55)	(308)	-	-
- other receivables	-	(1,026)	-	-
- amount due from subsidiaries	-	-	(1,129)	-
- amount due from associates	-	(2,198)	-	-
- amount due from related parties	(83)	-	-	-
Reversal of impairment losses on:				
- trade receivables	65	3,697	-	-
- other receivables	190			
- amount due from subsidiaries	-	-	15,719	98,924
- amount due from associates	5	-	-	-
- amount due from related parties	5	11	-	-
	127	176	14,590	98,924

33. Net (Loss)/Reversal on Impairment Loss of Non-Financial Assets

	Group		Company	
	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000
Impairment losses on:				
- property, plant and equipment	(4,468)	-	-	-
- investment in associates	(4,739)	-	-	-
- investment in redeemable convertible preference shares	-	-	(29,630)	(97,711)
Reversal of impairment losses on:				
- investment in associates	-	12,115	-	-
- investment in redeemable convertible preference shares	-	-	562	-
	(9,207)	12,115	(29,068)	(97,711)

34. Finance Costs

	Group		Company	
	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000
Finance expense on:				
- Lease liability	(4,487)	(3,225)	-	-
- Bank overdraft	(52)	(87)	-	-
- Revolving credit	(36)	(617)	-	-
- Others	(149)	-	-	-
	(4,724)	(3,929)	-	-

35. Loss Before Taxation

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

	Group		Company	
	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000
Auditors' remuneration - UHY Malaysia PLT				
- statutory audit	248	-	115	-
- non-statutory audit	5	-	5	-
Auditors' remuneration - Others				
- statutory audit	101	506	60	-
Amortisation of right-of-use assets	8,825	6,768	-	-
Depreciation of investment property	49	56	-	-
Depreciation of property, plant and equipment	8,383	9,476	-	261
Inventory written-off	-	100	-	-
Lease expense on low-value assets	-	150	-	0

35. Loss Before Taxation (Cont'd)

Loss before tax is determined after charging/(crediting) amongst other, the following items: (Cont'd)

	Group		Company	
	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000
Loss on disposal of quote share	206	-	-	-
Loss on disposal of associates (net)	1	-	-	-
Non-executive Directors' remuneration of the Company:				
- fee	288	348	288	348
- other emoluments	16	13	16	13
Non-executive Directors' remuneration of the subsidiary company:				
- fee	3	58	-	-
Property, plant and equipment written-off (net)	1,810	6	-	-
Realised foreign exchange loss	-	26	-	-
Bad debts recovered	-	(89)	-	-
Dividend income	-	-	(5,361)	-
Interest income	(31)	(463)	(31)	(364)
Fair value adjustments on:				
- trade payables	(2,351)	-	-	-
- other payables	(985)	-	(97)	-
- amount due to related parties	(1,054)	-	-	-
Gain on deemed disposal of investment in a subsidiary	-	(70)	-	-
Gain on disposal of property, plant and equipment	(3)	(1,374)	-	-
Management fee	(1,294)	(1,658)	-	-
Waiver of debts	-	(134)	-	-

36. Taxation

	Group		Company	
	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000
Tax expense recognised in profit or loss				
Malaysian income tax				
Current financial year/ period provision	835	3,398	-	-
Underprovision in prior periods	31	15	-	23
	866	3,413	-	23
Deferred tax (Note 28)				
Relating to origination and reversal of temporary differences	(119)	29	-	-
Under/(Over) provision in prior periods	146	(3)	-	-
	27	26	-	-
	893	3,439	-	23

36. Taxation (Cont'd)

The reconciliations of income tax expense applicable to the results of the Group and of the Company at the statutory income tax rate to income tax expense at the effective income tax rate of the Group and of the Company are as follows:

	Group		Company	
	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000
Loss before taxation	(25,296)	(5,716)	(10,065)	(401)
Tax at Malaysian statutory tax rate of 24% (31.3.2025: 24%)	(6,071)	(1,372)	(2,416)	(96)
Expenses not deductible for tax purposes	10,435	4,536	7,241	324
Income not subject to tax	(7,202)	(538)	(4,825)	-
Deferred tax assets not recognised during the financial period	3,742	1,555	-	-
Utilisation of previously unrecognised unutilised tax losses	(16)	-	-	-
Utilisation of previously unrecognised unabsorbed capital allowances	120	-	-	-
Utilisation of deferred tax assets previously not recognised	(292)	(754)	-	(228)
Underprovision of income tax in prior periods	31	15	-	23
Overprovision of deferred tax liabilities in prior periods	146	(3)	-	-
Tax expense for the financial year/period	893	3,439	-	23

36. Taxation (Cont'd)

Subject to the agreement by Inland Revenue Board, the amount of temporary differences as at the end of the reporting period are as follows:

	Group	
	31.3.2026	31.3.2025
	RM'000	RM'000
Unutilised tax losses	28,061	23,382
Unabsorbed capital allowances	4,220	1,887
Other deductible temporary differences	-	434
	32,281	25,703

The unabsorbed tax losses are allowed to be utilised for 10 (31.3.2025: 10) consecutive years of assessment while the unutilised capital allowances are allowed to be carried forward indefinitely.

The unabsorbed tax losses are available for offset against future taxable profits of the Group which will expire in the following year of assessment:

	Group	
	31.3.2026	31.3.2025
	RM'000	RM'000
YA2028	12,953	12,398
YA2029	1,142	2,266
YA2030	198	227
YA2031	6,093	868
YA2032	904	923
YA2033	-	11
YA2034	2,421	2,614
YA2035	3,197	4,075
YA2035	1,153	-
	28,061	23,382

37. Losses Per Share

The basic losses per share is arrived at by dividing the Group's losses attributable to owners of the Company by the weighted average number of ordinary shares issued and calculated as follows:

	Group	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
Losses attributable to owners of the Company	(21,073)	(8,899)
	Unit'000	**Unit'000**
Weighted average number of ordinary shares in issue:		
Issued ordinary shares at beginning/end of the financial year/period	6,372,206	6,372,206
Basic losses per share (sen)	(0.33)	(0.14)

The diluted losses per share is arrived at by dividing the Group's losses attributable to owners of the Company by the weighted average number of ordinary shares issued adjusted for dilutive effect of ICPS and calculated as follows:

	Group	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
Losses attributable to owners of the Company	(21,073)	(8,899)
	Unit'000	**Unit'000**
Weighted average number of ordinary shares in issue, adjusted as follows:		
Weighted average number of ordinary shares in issue, at end of the financial year/period	6,372,206	6,372,206
Adjustment for dilutive effect of ICPS	903,363	903,363
Adjusted weighted average number of ordinary shares at end of the financial year/period	7,275,569	7,275,569
Diluted losses per share (sen)	(0.29)	(0.12)

38. Staff Costs

	Group		Company	
	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000
Salaries, wages and other emoluments	16,903	29,170	124	187
Defined contribution plans	1,324	2,053	14	22
Social security contributions	156	240	1	2
Employment insurance system	13	30	*	*
	18,396	31,493	139	211

** Denotes amount below RM1,000*

Included in staff costs is aggregate amount of remuneration received and receivable by the Executive Directors of the Group and of the Company during the financial year as follows:

	Group		Company	
	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000	1.4.2025 to 31.3.2026 RM'000	1.10.2023 to 31.3.2025 RM'000
Executive Directors				
Company's Directors				
Salaries, wages and other emoluments	1,181	1,121	124	184
Fees	-	160	-	-
Defined contribution plans	137	120	14	22
Social security contributions	7	7	1	2
Employment insurance system	1	1	*	*
	1,326	1,409	139	208
Subsidiary companies' Directors				
Salaries, wages and other emoluments	404	260	-	-
Defined contribution plans	48	31	-	-
Social security contributions	1	1	-	-
	453	292	-	-

** Denotes amount below RM1,000*

39. Reconciliation of Liabilities arising from Financing Activities

The table below show the details changes in the liabilities of the Group and of the Company arising from financing activities, including both cash and non-cash charges:

	At 1 April 2025 RM'000	Financing cash flow (i) RM'000	New Lease RM'000	At 31 March 2026 RM'000
Group				
31.3.2026				
Lease Liabilities	23,086	(10,709)	110,845	123,222
Bank overdraft	1,197	(198)	-	999
Revolving credit	10,000	(10,000)	-	-
	34,283	(20,907)	110,845	124,221

	At 1 October 2023 RM'000	Financing cash flow (i) RM'000	New Lease RM'000	At 31 March 2025 RM'000
31.3.2025				
Lease Liabilities	17,747	(8,942)	14,281	23,086
Bank overdraft	1,197	-	-	1,197
Revolving credit	10,000	-	-	10,000
	38,944	(8,942)	14,281	44,283

(i) The financing cash flows include net amount of proceeds from/repayment of lease liabilities, bank overdraft and revolving credits.

40. Capital Commitments

	Group	
	31.3.2026 RM'000	31.3.2025 RM'000
Approved and contracted for:		
Construction of building (The Arch)	-	104,106
Property, plant and equipment	-	-
	-	104,106
Less:		
Prepaid expenses (Note 12)	-	96,896
	-	(96,896)
	-	7,210

41. Related Party Disclosures

(a) Identify of related party

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

Related parties also include key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly. The key management personnel comprise the Directors and management personnel of the Group, having authority and responsibility for planning, directing and controlling the activities of the Group entities directly or indirectly.

41. Related Party Disclosures (Cont'd)

(b) Significant related party transactions

Transactions arising from normal business operations of the Group with its related parties during the financial year/period are as follows:

	Group	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
Management fee received from:		
- assocaited companies	-	(725)
- related parties	(450)	(934)
Sales of food and beverage to:		
- assocaited companies	(1,680)	(2,774)
- related parties	(191)	(175)
Purchases of food and beverage from:		
- assocaited companies	-	-
- related parties	973	2,575
Sales of property, plant and equipment to:		
- assocaited companies	-	(173)
- related parties	-	(2,554)
Sundry income charged to:		
- assocaited companies		
- related parties	(322)	(842)
License and maintenance fee charged by:		
- assocaited companies		
- related parties	-	1,170
Lease expenses charged by:		
- related parties	-	1
Lease expenses charged to:		
- assocaited companies	-	(27)
- related parties	(26)	(1,037)
Lease expenses charged to:		
- assocaited companies	(304)	-
Ushers/KOL expenses charged by:		
- related parties	1	-

41. Related Party Disclosures (Cont'd)

(b) Significant related party transactions (Cont'd)

	Group	
	1.4.2025 to 31.3.2026 RM'000	**1.10.2023 to 31.3.2025 RM'000**
Administrative expenses charged to:		
- associaited companies	(231)	-
- related parties	(150)	-
Administrative expenses charged by:		
- associaited companies	120	45
- related parties	2,585	3

The related party transactions described above were entered into in the normal course of business carried out based on negotiated terms and conditions and are mutually agreed with respective parties. The outstanding balances of the related parties, if any together with their terms and conditions are disclosed in the respective notes to the financial statements.

There were no transactions arising from normal business operations of the Company with its subsidiaries and its related parties during the financial period, except as disclosed above.

(c) Compensation of key management personnel

The remuneration of key management personnel is same as the Director remuneration as disclosed in Note 35 and 38.

42. Segment reporting

Primary segment reporting - business

Operating segments are prepared in a manner consistent with the internal reporting provided to the Executive Directors as chief operating decision makers in order to allocate resources to segments and to assess their performance. For management purposes, the Group is organised into business units based on their products and services provided.

The Group is organised into main business segments as follows:

Business segments	**Business activities**
Investment holding	Investment holding.
Property investment and management	Engaging in letting of property.
Food and beverage	Operate and manage food and beverage outlets.
Others	Other segments comprise businesses of engineering services, human resources, event management and general trading and export, import of a variety of goods without any particular specialisation and medical and healthcare equipment, products and services.

For the purpose of making decisions about resource allocation, the Executive Directors assess the performance of the operating segments based on operating profits or losses which is measured differently from those disclosed in the financial statements.

Borrowings and investment-related activities are managed on a group basis by the central treasury function and are not allocated to reportable segments.

Assets, liabilities and expenses which are common and cannot be meaningfully allocated to the operating segments are presented under unallocated items.

The Executive Directors are of the opinion that all inter-segment transactions are entered into in the normal course of business and are at arm's length basis in a manner similar to transactions with third parties. The effects of such inter-segment transactions are eliminated on consolidation.

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

42. Segment reporting (Cont'd)

Primary segment reporting - business (Cont'd)

	Investment holding RM'000	Property investment and management RM'000	Food and beverage RM'000	Others RM'000	Total RM'000	Adjustment and eliminations RM'000	Consolidation RM'000
31.3.2026							
Revenue							
External revenue	-	1,957	58,116	63	60,136	-	60,136
Intersegment revenue	-	-	4,801	-	4,801	(4,801)	-
Total revenue	-	1,957	62,917	63	64,937	(4,801)	60,136
Results							
Segment results	(4,796)	(5,376)	(14,867)	229	(24,810)	7,542	(17,268)
Interest income	-	-	81	-	81	(50)	31
(Loss)/Profit from operations	(4,796)	(5,376)	(14,786)	229	(24,729)	7,492	(17,237)
Interest expenses	(63)	(3,324)	(1,517)	(53)	(4,957)	233	(4,724)
Share of results in associates	-	-	-	-	-	(3,335)	(3,335)
(Loss)/Profit before taxation	(4,859)	(8,700)	(16,303)	176	(29,686)	4,390	(25,296)
Taxation	(33)	-	(818)	(42)	(893)	-	(893)
(Loss)/Profit for the year	(4,892)	(8,700)	(17,121)	134	(30,579)	4,390	(26,189)

42. Segment Reporting (Cont'd)

Primary segment reporting - business (Cont'd)

	Investment holding RM'000	Property investment and management RM'000	Food and beverage RM'000	Others RM'000	Total RM'000	Adjustment and eliminations RM'000	Consolidation RM'000
31.3.2026							
Other information							
Amortasiation of right-of-use assets	262	3,763	6,068	-	10,093	(1,268)	8,825
Depreciation of investment properties	-	-	-	49	49	-	49
Depreciation of property, plant and equipment	-	3,400	5,163	49	8,612	(229)	8,383
Fair value adjustment on:							
- trade payables	-	(1,996)	(355)	-	(2,351)	-	(2,351)
- other payables	(97)	(806)	(81)	-	(984)	-	(984)
- related parties	-	(610)	(444)	-	(1,054)	-	(1,054)
Fair value loss on investment in quoted shares	-	-	428	-	428	-	428
Gain on disposal of property, plant and equipment	-	-	(3)	-	(3)	-	(3)
Gain on lease liabilities written-off due to early termination	-	-	(611)	-	(611)	(101)	(712)

42. Segment reporting (Cont'd)

Primary segment reporting - business (Cont'd)

	Investment holding RM'000	Property investment and management RM'000	Food and beverage RM'000	Others RM'000	Total RM'000	Adjustment and eliminations RM'000	Consolidation RM'000
Other information (Cont'd)							
Impairment losses on:							
- trade receivables	-	-	36	-	36	-	36
- investment in associates	-	-	8,659	-	8,659	(3,920)	4,739
- property, plant and equipment	-	-	4,468	-	4,468	-	4,468
Loss on disposal of associates (net)	(355)	-	-	-	(355)	356	1
Loss on disposal of investment in quoted shares	-	-	206	-	206	-	206
Property, plant and equipment written-off	-	-	1,810	-	1,810	-	1,810
Reversal of impairment losses on:							
- trade receivables	-	-	(84)	-	(84)	-	(84)
- other receivables	-	-	(190)	-	(190)	-	(190)
- amount due from related parties	-	-	(5)	-	(5)	-	(5)

42. Segment Reporting (Cont'd)

Primary segment reporting - business (Cont'd)

	Investment holding RM'000	Property investment and management RM'000	Food and beverage RM'000	Others RM'000	Total RM'000	Adjustment and eliminations RM'000	Consolidation RM'000
31.3.2026							
Assets							
Segment assets	129,742	249,182	91,316	5,358	475,598	(149,565)	326,033
Current tax assets	127	-	3,808	-	3,935	-	3,935
	129,869	249,182	95,124	5,358	479,533	(149,565)	329,968
Goodwill							88
Consolidated assets							330,056
Liabilities							
Segment liabilities	7,689	169,773	81,509	6,106	265,077	(38,548)	226,529
Current tax liabilities	-	92	260	17	369	-	369
Deferred taxation	-	-	84	-	84	-	84
Consolidated liabilities	7,689	169,865	81,853	6,123	265,530	(38,548)	226,982

NOTES TO THE FINANCIAL STATEMENTS
(cont'd)

42. Segment Reporting (Cont'd)

Primary segment reporting - business (Cont'd)

	Investment holding RM'000	Property investment and management RM'000	Food and beverage RM'000	Others RM'000	Total RM'000	Adjustment and eliminations RM'000	Consolidation RM'000
Additions to non-current assets other than financial instruments are:							
Investment in quoted and unquoted shares	-	-	-	2,125	2,125	-	2,125
Property, plant and equipment	-	12,449	2,874	-	15,323	(926)	14,397
Right-of-use assets	1,073	103,547	7,039	-	111,659	(259)	111,400

42. Segment Reporting (Cont'd)

Primary segment reporting - business (Cont'd)

	Investment holding RM'000	Property investment and management RM'000	Food and beverage RM'000	Others RM'000	Total RM'000	Adjustment and eliminations RM'000	Consolidation RM'000
31.3.2025							
Revenue							
External revenue	-	72	121,107	43	121,222	-	121,222
Intersegment revenue	-	-	7,943	-	7,943	(7,943)	-
Total revenue	-	72	129,050	43	129,165	(7,943)	121,222
Results							
Segment results	1,322	(865)	(522)	(296)	(361)	7,259	6,898
Interest income	364	-	97	2	463	-	463
Profit/(loss) from operations	1,686	(865)	(425)	(294)	102	7,259	7,361
Interest expenses	(30)	(22)	(4,194)	(87)	(4,333)	404	(3,929)
Share of results in associates	-	-	-	-	-	(9,148)	(9,148)
Profit/(loss) before taxation	1,656	(887)	(4,619)	(381)	(4,231)	(1,485)	(5,716)
Taxation	(40)	-	(3,326)	(73)	(3,439)	-	(3,439)
Profit/(loss) for the financial period	1,616	(887)	(7,945)	(454)	(7,670)	(1,485)	(9,155)

42. Segment Reporting (Cont'd)

Primary segment reporting - business (Cont'd)

	Investment holding RM'000	Property investment and management RM'000	Food and beverage RM'000	Others RM'000	Total RM'000	Adjustment and eliminations RM'000	Consolidation RM'000
31.3.2025							
Other information							
Bad debts recovered	-	-	-	(89)	(89)	-	(89)
Amortasiation of right-of-use assets	113	88	8,258	-	8,459	(1,691)	6,768
Depreciation of property, plant and equipment	261	63	9,069	139	9,532	-	9,532
Fair value loss on investment in quoted shares	671	-	2,049	-	2,720	-	2,720
Gain on deemed disposal of investment in a subsidiary	-	-	-	-	-	(70)	(70)
Gain on disposal of property, plant and equipment	-	-	(1,374)	-	(1,374)	-	(1,374)
Gain on lease liabilities written-off due to early termination	-	-	(3)	-	(3)	-	(3)

42. Segment Reporting (Cont'd)

Primary segment reporting - business (Cont'd)

	Investment holding RM'000	Property investment and management RM'000	Food and beverage RM'000	Others RM'000	Total RM'000	Adjustment and eliminations RM'000	Consolidation RM'000
Other information (Cont'd)							
Impairment loss on investment in redeemable convertible preference shares	97,378	-	-	-	97,378	(97,378)	-
Impairment loss on investment in subsidiaries	333	-	-	-	333	(333)	-
(Reversal of)/allowance for impairment loss on financial assets - net	(98,933)	-	(550)	362	(99,121)	98,945	(176)
Reversal of impairment loss on investment in associates	(2,968)	-	-	-	(2,968)	(9,147)	(12,115)
Share of losses on investment in associates	-	-	-	-	-	9,148	9,148
Waiver of debts	-	-	(134)	-	(134)	-	(134)

42. Segment Reporting (Cont'd)

Primary segment reporting - business (Cont'd)

	Investment holding RM'000	Property investment and management RM'000	Food and beverage RM'000	Others RM'000	Total RM'000	Adjustment and eliminations RM'000	Consolidation RM'000
31.3.2025							
Assets							
Segment assets	174,225	147,410	95,577	5,676	422,888	(167,622)	255,266
Current tax assets	1,588	-	2,929	-	4,517	-	4,517
	175,813	147,410	98,506	5,676	427,405	(167,622)	259,783
Goodwill							88
Consolidated assets							259,871
Liabilities							
Segment liabilities	18,466	153,901	109,086	8,756	290,209	(159,172)	131,037
Current tax liabilities	-	92	203	22	317	-	317
Deferred taxation	-	-	57	-	57	-	57
Consolidated liabilities	18,466	153,993	109,346	8,778	290,583	(159,172)	131,411

42. Segment Reporting (Cont'd)

Primary segment reporting - business (Cont'd)

	Investment holding RM'000	Property investment and management RM'000	Food and beverage RM'000	Others RM'000	Total RM'000	Adjustment and eliminations RM'000	Consolidation RM'000
Additions to non-current assets other than financial instruments are:							
Investment in associates	1	-	-	-	1	-	1
Investment in quoted and unquoted shares	-	-	-	-	-	-	-
Prepaid expenses	-	45,560	-	-	45,560	-	45,560
Property, plant and equipment	-	917	6,566	59	7,542	-	7,542
Right-of-use assets	1,181	1,581	10,094	-	12,856	(5,731)	7,125

Information about major customer

There is no single customer whole transactions arising from sales in the food and beverage segment contributed 10% or more to the Group's revenue.

43. Financial Instruments

(a) Classification of financial instruments

Financial assets and financial liabilities are measured on an ongoing basis either at fair value or at amortised cost. The principal accounting policies in Note 3 describe how the classes of financial instruments are measured, and how income and expense, including fair value gains and losses, are recognised.

The following table analyses the financial assets and liabilities in the statements of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis:

	At amortised cost RM'000	At FVTPL RM'000	Total RM'000
Group			
31.3.2026			
Financial Assets			
Investment in quoted and unquoted shares	-	10,855	10,855
Trade receivables	2,908	-	2,908
Other receivables#	7,461	-	7,461
Amount due from associates	1,330	-	1,330
Amount due from related parties	723	-	723
Short-term investments	-	21	21
Deposits, cash and bank balances	7433	-	7,433
	19,855	10,876	30,731
Financial liabilities			
Trade payables	47,786	-	47,786
Other payables	30,487	-	30,487
Amount due to related parties	22,793	-	22,793
Borrowings	999	-	999
Lease liabilities	123,222	-	123,222
	225,287	-	225,287

 # exclude prepayments

43. Financial Instruments (Cont'd)

(a) Classification of financial instruments (Cont'd)

The following table analyses the financial assets and liabilities in the statements of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis: (Cont'd)

	At amortised cost RM'000	At FVTPL RM'000	Total RM'000
Group			
31.3.2025			
Financial Assets			
Investment in quoted and unquoted shares	-	9,847	9,847
Trade receivables	1,790	-	1,790
Other receivables#	13,199	-	13,199
Amount due from associates	2,546	-	2,546
Amount due from related parties	361	-	361
Short-term investments	-	21	21
Deposits, cash and bank balances	18,194	-	18,194
	36,090	9,868	45,958
Financial liabilities			
Trade payables	54,640	-	54,640
Other payables	18,793	-	18,793
Amount due to associates	476	-	476
Amount due to related parties	21,405	-	21,405
Borrowings	11,197	-	11,197
Lease liabilities	23,086	-	23,086
	129,597	-	129,597

 # exclude prepayments

43. Financial Instruments (Cont'd)

(a) Classification of financial instruments (Cont'd)

The following table analyses the financial assets and liabilities in the statements of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis: (Cont'd)

	At amortised cost RM'000
Company	
31.3.2026	
Financial Assets	
Other receivables	30
Amount due from subsidiaries	214
Deposits, cash and bank balances	1,975
	2,219
Financial liabilities	
Other payables	2,392
Amount due to subsidiaries	2,905
	5,297
31.3.2025	
Financial Assets	
Other receivables	36
Amount due from subsidiaries	92,943
Deposits, cash and bank balances	12,823
	105,802
Financial liabilities	
Other payables	2,210
Amount due to subsidiaries	9,035
Amount due to associates	100
	11,345

43. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies

The Group's financial risk management policy is to ensure that adequate financial resources are available for the development of the Group's operations whilst managing its credit, liquidity, foreign currency, interest rate and market price risks. The Group operates within clearly defined guidelines that are approved by the Board and the Group's policy is not to engage in speculative transactions.

The following sections provide details regarding the Group's exposure to the abovementioned financial risks and the objectives, policies and processes for the management of these risks:

(i) Credit risk

Credit risk represents the risk of financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises primarily from trade receivables and deposits placed with banks and financial institutions.

The Company's exposure to credit risk arises principally from loans and advances to subsidiary companies and associate company and financial guarantees given to banks for credit facilities granted to subsidiary companies. There are no significant changes as compared to prior periods.

The Group has a credit policy in place to manage credit risk, which includes dealing only with creditworthy counterparties and placing deposits with reputable banks and financial institutions with appropriate credit ratings. Credit exposures are monitored on an ongoing basis, and appropriate actions are taken to mitigate risks associated with long outstanding balances.

The Company provides unsecured loans and advances to subsidiary companies and extends unsecured financial guarantees to banks for facilities granted to certain subsidiary companies. The Company monitors the financial performance of these subsidiary companies and their repayment behaviour on a continuous basis. At each reporting date, the Group and the Company assess whether any receivables are credit impaired.

The gross carrying amounts of credit-impaired trade receivables and other receivables are written off, either partially or fully, when there is no realistic prospect of recovery. This is generally the case when the Group or the Company determines that the debtor does not have sufficient assets or sources of income to generate adequate cash flows to repay the outstanding amounts. Notwithstanding the write-off, such balances may still be subject to enforcement activities.

43. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies (Cont'd)

(i) Credit risk (Cont'd)

The carrying amounts of financial assets recognised in the statements of financial position represent the Group's and the Company's maximum exposure to credit risk, except for financial guarantees provided to banks for credit facilities granted to subsidiary companies. The Company's maximum exposure in respect of these guarantees amounts to RM11,030,564 (31.3.2025: RM4,847,015), representing the outstanding banking facilities of the subsidiary companies as at the end of the reporting period. As at the reporting date, there are no indications that the subsidiary companies will default on their repayment obligations.

The Group does not have any significant concentration of credit risk, as its exposure is diversified across a broad base of customers. The Company does not have significant concentration of credit risk, except for loans and advances to subsidiary companies, for which the risk of default is assessed to be low.

(ii) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting its financial obligations as they fall due. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches in the maturities of financial assets and financial liabilities.

The Group and the Company manage their funding requirements and liquidity risk with the objective of ensuring that sufficient funds are available to meet obligations as they fall due. The Group finances its operations primarily through internally generated cash flows and maintains adequate committed credit facilities to mitigate liquidity risk.

43. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies (Cont'd)

(ii) Liquidity risk (Cont'd)

The maturity profiles of the Group and the Company's liabilities at the financial year end based on contractual undiscounted repayment obligations are as follows:

	On demand or within 1 year	2 to 5 years	After 5 years	Total contractual cash flows	Total carrying amount
	RM'000	RM'000	RM'000	RM'000	RM'000
Group					
31.3.2026					
Trade payables	14,071	36,066	-	50,137	47,786
Other payables	15,962	15,467	-	31,429	30,487
Amount due to related parties	2,232	21,659	-	23,891	22,793
Borrowings	999	-	-	999	999
Lease liabilities	13,949	81,607	189,998	285,554	123,222
	47,213	154,799	189,998	392,010	225,287

43. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies (Cont'd)

(ii) Liquidity risk (Cont'd)

The maturity profiles of the Group and the Company's liabilities at the financial year end based on contractual undiscounted repayment obligations are as follows:

	On demand or within 1 year	2 to 5 years	After 5 years	Total contractual cash flows	Total carrying amount
	RM'000	RM'000	RM'000	RM'000	RM'000
31.3.2025					
Trade payables	32,290	22,350	-	54,640	54,640
Other payables	18,793	-	-	18,793	18,793
Amount due to associates	476	-	-	476	476
Amount due to related parties	21,405	-	-	21,405	21,405
Borrowings	11,197	-	-	11,197	11,197
Lease liabilities	5,727	17,758	3,326	26,811	23,086
	89,888	40,108	3,326	133,322	129,597

43. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies (Cont'd)

(ii) Liquidity risk (Cont'd)

The maturity profiles of the Group and the Company's liabilities at the financial year end based on contractual undiscounted repayment obligations are as follows:

	On demand or within 1 year RM'000	2 to 5 years RM'000	After 5 years RM'000	Total contractual cash flows RM'000	Total carrying amount RM'000
Company					
31.3.2026					
Other payables	568	1,921	-	2,489	2,392
Amount due to subsidiaries	1,755	1,150	-	2,905	2,905
	2,323	3,071	-	5,394	5,297
31.3.2025					
Other payables	2,210	-	-	2,210	2,210
Amount due to subsidiaries	9,035	-	-	9,035	9,035
Amount due to an associate	100	-	-	100	100
	11,345	-	-	11,345	11,345

43. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies (Cont'd)

(iii) Market risks

Foreign currency risk

The Group is exposed to foreign currency risk on transactions that are denominated in currencies other than the respective functional currencies of Group entities. The currencies giving rise to this risk are primarily Hong Kong Dollar (HKD) and United States Dollar (USD).

The Group have not entered into any derivative instruments for hedging or trading purposes. Where possible, the Group will apply natural hedging by selling and purchasing in the same currency. However, the exposure to foreign currency risk is monitored from time to time by management.

The carrying amount of the Group's foreign currency denominated financial assets and financial liabilities of the reporting period are as follows:

	Denominated in		
	HKD RM'000	**USD RM'000**	**Total RM'000**
Group			
31.3.2026			
Trade receivables	16	-	16
Other receivables	154	-	154
Cash and bank balances	711	2	713
Other payables	(1,700)	-	(1,700)
	(819)	2	(817)
31.3.2025			
Cash and bank balances	830	3	833
Other payables	(57)	-	(57)
	773	3	776

43. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies (Cont'd)

(iii) Market risks (Cont'd)

Foreign currency sensitivity analysis

The following table demonstrates the sensitivity of the Group's results to a reasonable possible change in the exchange rates against the respective functional currencies of the Group entities, with all other variables held constant.

	Change in currency rate	Group	
		2026	2025
Group	RM	RM'000	RM'000
HKD	Strengthened 10%	(82)	77
	Weakend 10%	82	(77)
USD	Strengthened 10%	*	*
	Weakend 10%	*	*

** Denotes amount below RM1,000*

Interest rate risk

The Group and the Company are exposed to interest rate risk arising from their interest-bearing financial instruments. Fixed rate deposits placed with licensed banks and fixed rate borrowings expose the Group and the Company to fair value interest rate risk, while variable rate borrowings expose them to cash flow interest rate risk.

The Group manages its exposure to interest rate risk on deposits by placing funds with licensed financial institutions at competitive interest rates and maintaining an appropriate mix of short-term and long-term deposits to optimise returns.

The Group manages its exposure to interest rate risk arising from borrowings by obtaining financing at competitive market rates and by regularly reviewing its debt portfolio to ensure favourable terms are maintained. The Group does not utilise interest rate swap contracts or other derivative financial instruments for hedging or trading purposes.

43. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies (Cont'd)

(iii) Market risks (Cont'd)

Interest rate risk (Cont'd)

The interest rate profile of the Group's and the Company's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period, is as follows:

	31.3.2026 RM'000	31.3.2025 RM'000
Group		
Fixed rate instruments		
Fixed deposits with licensed banks	1,575	12,346
Floating rate instruments		
Borrowings	999	11,197
Company		
Fixed rate instruments		
Fixed deposits with licensed banks	1,575	11,824

Interest rate risk sensitivity

The Group and the Company do not designate any fixed rate financial assets or liabilities at fair value through profit or loss. Accordingly, changes in interest rates at the end of the reporting period would not have a material impact on profit or loss in respect of these instruments.

Cash flow sensitivity analysis for floating rate instruments

A reasonably possible change of 1% in interest rates at the end of the reporting period, with all other variables held constant, would have increased/(decreased) the Group's loss before tax by RM9,990 (31.3.2025: RM111,970), respectively. This is mainly attributable to changes in interest expense on floating rate borrowings.

This sensitivity analysis assumes that all other variables remain constant and is based on the interest rate exposures existing at the end of the reporting period. The assumed change in interest rates reflects management's assessment of reasonably possible movements in market interest rates.

43. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies (Cont'd)

(iv) Market price risks

Market price risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate due to changes in market prices, other than those arising from interest rate or foreign currency risk.

The Group is exposed to equity price risk arising from its investments in quoted equity instruments, which are listed on the exchange and classified as financial assets at fair value through profit or loss ("FVTPL").

The Group manages its exposure to market price risk by monitoring its investment portfolio on an ongoing basis. Investments in quoted instruments are managed at the portfolio level, while significant individual investments are subject to specific oversight.

<u>Market price risk sensitivity analysis</u>

At the end of the reporting period, a reasonably possible change of 1% in the relevant equity market indices, with all other variables held constant, would have increased/(decreased) the Group's profit before tax by RM108,760 (31.3.2025: RM98,680), arising from changes in the fair value of equity instruments classified as FVTPL.

The Company is not exposed to material market price risk. This sensitivity analysis assumes that all other variables remain constant and is based on the exposures existing at the end of the reporting period.

(c) Fair values of financial instruments

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 the insignificant impact of discounting.

43. Financial Instruments (Cont'd)

(c) Fair values of financial instruments (Cont'd)

The table below presents the carrying amounts and fair values of financial instruments, including those measured at fair value as at the end of the reporting period. The fair value of financial instruments is categorised into different levels within a fair value hierarchy based on the inputs used in the valuation techniques.

	Fair value of financial instruments carried at fair value	
	Level 1	**Carrying amount**
Group	**RM'000**	**RM'000**
2026		
Investment in quoted and unquoted shares	10,855	10,855
Short term investments	21	21
	10,876	10,876
2025		
Investment in quoted and unquoted shares	9,847	9,847
Short term investments	21	21
	9,868	9,868

44. Capital Management

The Group's objective in managing its capital is to maintain a strong capital base to safeguard its ability to continue as a going concern, while optimising the capital structure to enhance shareholder value. The Group monitors its capital structure by considering the cost of capital and the risks associated with each component of capital.

To maintain or adjust the capital structure, the Group may adjust the level of dividends paid to shareholders, return capital to shareholders, issue new shares, or dispose of assets to reduce borrowings.

44. Capital Management (Cont'd)

The Group monitors its capital using a gearing ratio. The Group's policy is to maintain a prudent level of gearing that complies with debt covenants and regulatory requirements. The gearing ratios as at the end of the reporting period are as follows:

		Group	
	Note	31.3.2026 RM'000	31.3.2025 RM'000
Borrowings	29	999	11,197
Lease liabilities	27	123,222	23,086
		124,221	34,283
Less:			
Short-term investments	20	(21)	(21)
Deposits, cash and bank balances	21	(7,433)	(18,194)
		(7,454)	(18,215)
Net debt		116,767	16,068
Total equity		108,011	128,281
Gearing ratio		108%	13%

45. Contingent Assets

By the Subscription and Shareholders' Agreement entered on 29 August 2016, the Company subscribed for a 51% equity interest in TAPSB, as disclosed in Note 12. TAPSB is a special purpose vehicle incorporated for the purpose of constructing a F&B and lifestyle hub project known as "The Arch". The Company and business partners, as the shareholders, shall use their best endeavours to procure financing for the Company in accordance with their shareholding proportions.

As at 30 September 2023, the Company and the business partners have contributed a total amount of RM69,126,230 and RM8,688,277, respectively to TAPSB. TAPSB has in turn utilised the contributions for The Arch project. The Company contributed a higher proportion than the said 51% ratio by RM29,440,832 to ensure the construction of The Arch continues without disruption. The Company has requested the business partners to contribute their share of financing required to reflect their shareholding proportion or that the percentage of equity interest be adjusted to an equitable ratio.

45. Contingent Assets (Cont'd)

On 29 January 2024, one of the business partners, agreed to dispose 24% of his existing 43% equity interest in TAPSB to the Company through a Sale and Purchase Agreement, as disclosed in Notes 7 and 12. As a result, the Group's and the Company's equity interest in TAPSB will increase from 51% to 75% upon completion of the transfer of shares. Accordingly, based on the 24% equity interest to be transferred, an amount equivalent to RM18,675,482 in terms of capital contributions is expected to be recovered and is disclosed as contingent assets for the financial period ended 30 September 2023. The transfer of shares was completed on 16 May 2024.

As at 31 March 2026, the Company and the business partners have contributed a total amount of RM91,810,487 (31.3.2025: RM91,810,487) and RM8,688,277 (31.3.2025: RM8,688,277) respectively to TAPSB. The Company contributed a higher proportion than the said 75% (21.3.2025: 75%) ratio by RM16,436,414 (31.3.2025: RM16,436,414) to ensure the construction of The Arch continues without disruption. The Company is currently engaging with the business partners to ensure an equitable arrangement that reflects both financial contributions and non-financial contributions, including the business partners' expertise in the construction of the project.

46. Comparative Information

The previous financial statements are prepared for eighteen (18) months from 1 October 2023 to 31 March 2025. As a result, the comparative figures stated in the statements of profit or loss and other comprehensive income, statements of changes in equity and statement of cash flows and the related notes are not comparable.

Certain comparative figures have been reclassified to confirm with the current year's presentation. These reclassifications do not have any material impact on the Group's financial performance for the financial period ended 31 March 2025.

<u>Statements of Financial Position</u>

	As Previously Reported RM'000	Reclassification RM'000	As Restated RM'000
Group			
Non-Current Assets			
Property, plant and equipment	18,645	(2,359)	16,286
Investment property	-	2,359	2,359

47. Date of Authorisation for Issue of Financial Statements

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 21 July 2026.

OTHER INFORMATION REQUIRED
BY THE BURSA MALAYSIA BERHAD'S ACE MARKET LISTING REQUIREMENTS

In compliance with the Bursa Malaysia Securities Berhad's ACE Market Listing Requirements the following additional information are provided:

Statutory/Non-Statutory audit fees

The amount of statutory audit and non-statutory fees incurred by Focus Dynamics Group Berhad ("**the Company**") and its group ("**Group**") for the financial year ended 31 March 2026 ("**FYE 31 March 2026**") was as follows:

	Company RM'000	Group RM'000
Statutory audit fees	175	349
Non-Statutory audit fees	5	5
Total	180	354

Material Contracts

To the best of the Board's knowledge, there were no material contracts entered into by the Company and/or its subsidiaries with any of the major Shareholders nor Directors in office as at FYE 31 March 2026.

Status of Utilisation of Proceeds as at 31 March 2026

Rights Issue

The status of the utilisation of the proceeds raised from the rights issue of 2,044,266,042 Irredeemable Convertible Preference Shares ("**ICPS**") at an issue price of RM0.055 per share together with 3,066,399,051 Warrants D amounting to RM112,434,632 as at 31 March 2026:

	Revised Proposed utilisation RM'000	Actual utilisation RM'000	Reallocation RM'000	Balance of proceeds RM'000	Time frame for the utilisation of proceeds
Construction works for the Arch (1) (3)	50,238	50,238	–	–	2 December 2023
Renovations, fixtures and fittings for the Arch (1)	6,630	3,987	(2) (5,100)	2,643	Within 24 months from completion of the Arch
Working capital for the Arch (1)	1,224	1,088	(2) (3,264)	136	Within 24 months from completion of the Arch
Working capital for the Group	14,364	14,364	(2) 8,364	–	Within 6 months from the proposed variation (2)
Acquisition and/or investment in other complementary food and beverage ("**F&B**") businesses	20,125	20,125	–	–	Within 24 months
Defraying expenses	630	630	–	–	Immediate
Investment in F&B business and working capital (1)	(1) 19,224	19,224	–	–	Within 24 months
	112,435	**109,656**		**2,779**	

Note:

(1) With reference to the Clause 6 on the utilisation of proceeds of the Circular dated 17 September 2020, If the actual funding requirement for The Arch is less than the budgeted amount of RM85.68 million, any surplus funds can be reallocated for the acquisition and/or investment in other complementary F&B businesses or working capital. Thus, the surplus funds have been reallocated for the investment in F&B businesses and working capital.

(2) With reference to the announcement made on the 6 March 2025, the Board of Directors has approved to vary the utilisation of the proceeds raised from the rights issue of ICPS with warrants.

(3) The Arch had obtained the certificate of completion and compliance on 25 June 2025.

Disclosure of Financial Data for Shariah Screening

Pursuant to Paragraph 9.25A of the AMLR below are the financial data that are relevant for purpose of Shariah screening by the Shariah Advisory Council of the Securities Commission Malaysia. These include financial data on Shariah non-permissible income arising from the Group's business activities and interest-based financial position.

(a) Group Total Income and Total Assets

		Group	
Total Income	**Remarks**	**FYE 31.03.2026 (RM'000)**	**FPE 31.03.2025 (RM'000)**
Revenue		60,136	121,222
Other income		10,436	8,691
Total		**70,572**	**129,913**
Total Assets		**330,056**	**259,871**

(b) Business Activities

		Group	
Shariah Non-compliant Activities	**Remarks**	**FYE 31.03.2026 (RM'000)**	**FPE 31.03.2025 (RM'000)**
Interest income	Conventional account	31	463
Total Income		**31**	**463**

(c) Components of Financial Position

(i) Cash Component

		Group	
Islamic Account/Instruments	**Remarks**	**FYE 31.03.2026 (RM'000)**	**FPE 31.03.2025 (RM'000)**
Cash and bank balances (exclude cash in hand)			
Total			
Conventional Account/Instruments			
Cash and bank balances (exclude cash in hand)		5,643	5,631
Deposit with licensed bank		1,575	12,346
Total		**7,218**	**17,977**

OTHER INFORMATION REQUIRED
(cont'd)

Disclosure of Financial Data for Shariah Screening (cont'd)

(c) Components of Financial Position (cont'd)

(ii) Debt component

		Group	
Islamic Financing	**Remarks**	**FYE 31.03.2026 (RM'000)**	**FPE 31.03.2025 (RM'000)**
Current		**N/A**	**N/A**
Non-Current		**N/A**	**N/A**
Total		**N/A**	**N/A**

		Group	
Conventional Borrowings	**Remarks**	**FYE 31.03.2026 (RM'000)**	**FPE 31.03.2025 (RM'000)**
Current			
Bank overdraft		999	1,197
Short term revolving credit		–	10,000
Hire purchase payable		58	–
Non- Current			
Bank overdraft		–	–
Short term revolving credit		–	–
Hire purchase payable		292	–
Total		**1349**	**11,197**

SUMMARY OF GROUP PROPERTY
AS AT 31 MARCH 2026

No.	Owner	Location	Description	Existing use	Land area (Sq. ft.)	Built-up area (Sq. ft.)	Tenure	Approximate age of building	Audited net book value as at 31 March 2026 (RM)	Date of Acquisition/ Last Valuation
1.	Centurion International Sdn. Bhd.	One (1) unit of Serviced Apartment, type B-a, known as "The Residences", Parcel No. 33-13 held under master title Geran No. 51952, Lot No. 194 Seksyen 58, Bandar Kuala Lumpur, Daerah Kuala Lumpur, Negeri Wilayah Persekutuan Kuala Lumpur	Serviced Apartment	Staffs and overseas DJ	–	1,113 Square feet	Freehold	6.61 years	2,240,653	25 August 2015
2.	Centurion International Sdn. Bhd.	One (1) unit of Services Apartment, Lot A-29-15 known as Axon Bukit Bintang on the leasehold land of 99 Years held under P.N 46183 Lot 1377 (Expiring on 18th July 2106) P.N. 38313 Lot 1351 (Expiring on 16th March 2103)	Serviced Apartment Lot A-29-15. Axon Bukit Bintang	Tenanted	–	801 Square feet	Leasehold	3 years	1,154,735	10 March 2023

SUMMARY OF GROUP PROPERTY
(cont'd)

No.	Owner	Location	Description	Existing use	Land area (Sq. ft.)	Built-up area (Sq. ft.)	Tenure	Approximate age of building	Audited net book value as at 31 March 2026 (RM)	Date of Acquisition/ Last Valuation
3.	Centurion International Sdn. Bhd.	One (1) unit of Serviced Apartment, Lot A-30-15 known as Axon Bukit Bintang on the leasehold land of 99 Years held under P.N 46183 Lot 1377 (Expiring on 18th July 2106) P.N. 38313 Lot 1351 (Expiring on 16th March 2103)	Serviced Apartment Lot A-30-15, Axon Bukit Bintang	Tenanted	–	801 Square Feet	Leasehold	3 years	1,155,519	10 March 2023
4.	The Arch Properties Sdn. Bhd.	Three (3) storey commercial building with two (2) levels of basement car park, Jalan Tun Razak, 50400 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, Held under title Nos. Geran 78346 Lot No. 550 and Geran 78347, Lot No. 551. The lease expiring on 5 June 2047	Commercial Building	Renting out the retail lot, event hall and car parking spaces	Approximately 113.075.82 square feet for Lot 550 and Approximately 87,468.26 square feet for Lot 551	658,887 Square Feet	Lease over freehold lands	9 months	134,658,851	25 June 2025/ 30 April 2026

ANALYSIS OF SHAREHOLDINGS

AS AT 30 JUNE 2026

SHARE CAPITAL

Issued and Fully Paid-up Capital	:	6,372,205,736
Class of Shares	:	Ordinary shares
Voting Rights	:	One vote per ordinary share

SHAREHOLDING DISTRIBUTION SCHEDULE (BASED ON THE RECORD OF DEPOSITORS "ROD")

No. of Shareholders	Size of Shareholdings	No. of Shares Held	% of Shares
79	Less than 100	2,796	*
638	100 to 1,000	317,509	*
2,043	1,001 to 10,000	13,846,299	0.22
5,613	10,001 to 100,000	274,127,309	4.30
2,956	100,001 to less than 5% of issued shares	3,466,896,421	54.41
2	5% and above of the issued shares	2,617,015,402	41.07
11,331	**TOTAL**	**6,372,205,736**	**100.00**

* Less than 0.01%

LIST OF 30 LARGEST SECURITIES ACCOUNT HOLDERS (BASED ON THE ROD)
(WITHOUT AGGREGATING SECURITIES FROM DIFFERENT SECURITIES ACCOUNTS BELONGING TO THE SAME REGISTERED HOLDER)

No.	Name of Shareholders	No. of Shares Held	Percentage (%)
1.	Asiabio Capital Sdn. Bhd.	1,651,897,076	25.92
2.	HSBC Nominees (Asing) Sdn. Bhd. *- Exempt an for Morgan Stanley & Co. International PLC (IPB Client Acct)*	965,118,326	15.15
3.	M & A Nominee (Tempatan) Sdn. Bhd. *- For Oriented Media Holdings Limited*	277,783,000	4.36
4.	M & A Nominee (Asing) Sdn. Bhd. *- Exempt an for SFGHK Limited (Account Client)*	230,523,700	3.62
5.	Citigroup Nominees (Asing) Sdn. Bhd. *- CBLDN for Union Bancaire Privee*	216,701,542	3.40
6.	CGS International Nominees Malaysia (Asing) Sdn. Bhd. *- Exempt an for CGS International Securities Singapore Pte. Ltd. (Retail Clients)*	161,999,200	2.54
7.	Tee Keng Jin	150,400,000	2.36
8.	Affin Hwang Nominees (Asing) Sdn. Bhd. *- Exempt an for Lazarus Securities Pty Ltd*	140,000,000	2.20
9.	Tay Ben Seng, Benson	86,000,000	1.35
10.	Affin Hwang Nominees (Tempatan) Sdn. Bhd. *- Exempt an for SFGHK Limited (Account Client)*	83,500,000	1.31

ANALYSIS OF SHAREHOLDINGS

(cont'd)

LIST OF 30 LARGEST SECURITIES ACCOUNT HOLDERS (BASED ON THE ROD) (CONT'D)
(WITHOUT AGGREGATING SECURITIES FROM DIFFERENT SECURITIES ACCOUNTS BELONGING TO THE SAME REGISTERED HOLDER)

No.	Name of Shareholders	No. of Shares Held	Percentage (%)
11.	M & A Nominee (Tempatan) Sdn. Bhd. *- SFGHK Limited for DGB Networks Sdn. Bhd.*	72,986,600	1.15
12.	Lau Kim San	50,000,000	0.78
13.	Apex Nominees (Tempatan) Sdn. Bhd. *- Pledged Securities Account for Ho Jien Shiung (Margin)*	44,095,870	0.69
14.	Kenanga Nominees (Tempatan) Sdn. Bhd. *- Pledged Securities Account for Tay Ben Seng, Benson*	39,800,140	0.62
15.	Kenanga Nominees (Asing) Sdn. Bhd. *- Exempt an for Boom Securities (H.K.) Limited*	36,388,930	0.57
16.	Apex Nominees (Tempatan) Sdn. Bhd. *- Pledged Securities Account for Doris Wong Sing Ee (Margin)*	35,000,000	0.55
17.	Lambo Group Berhad	32,000,000	0.50
18.	Evonne Kong Poh See	31,700,300	0.50
19.	Apex Nominees (Tempatan) Sdn. Bhd. *- Apex Equity Capital Sdn. Bhd. for Ho Jien Shiung*	30,000,000	0.47
20.	Cartaban Nominees (Asing) Sdn. Bhd. *- Exempt an for Standard Chartered Bank Singapore (EFGBHK-Asing)*	20,000,000	0.31
21.	UOBM Nominees (Asing) Sdn. Bhd. *- Exempt an for SFGHK Limited*	20,000,000	0.31
22.	Kenanga Nominees (Tempatan) Sdn. Bhd. *- Pledged Securities Account for Lee Kim Teck*	17,500,000	0.27
23.	Wong Ah Yong	14,400,000	0.23
24.	Affin Hwang Nominees (Tempatan) Sdn. Bhd. *- Exempt an for Lazarus Securities Pty Ltd*	13,345,400	0.21
25.	Maybank Nominees (Tempatan) Sdn. Bhd. *- Pledged Securities Account for Pang Chow Huat*	13,215,300	0.21
26.	Public Nominees (Tempatan) Sdn. Bhd. *- Pledged Securities Account for Soon Chiew Hea (E-JBU/BIH)*	12,500,000	0.20
27.	M & A Nominee (Tempatan) Sdn. Bhd. *- Exempt an for SFGHK Limited (Account Client)*	12,319,130	0.19
28.	CGS International Nominees (Tempatan) Sdn. Bhd. *- Pledged Securities Account for Liew Tak Hon (MY4270)*	12,122,500	0.19
29.	Lau Wei Boon	10,500,000	0.16
30.	Ee Kan Wong	10,376,300	0.16
	TOTAL	**4,492,173,314**	**70.50**

SUBSTANTIAL SHAREHOLDERS

		NO. OF SHARES HELD			
	NAME OF SHAREHOLDERS	DIRECT	%	INDIRECT	%
1.	Asiabio Capital Sdn. Bhd.	1,651,897,076	25.92	–	–
2.	Fintec Global Berhad	–	–	**1,951,897,076	30.63

** Deemed interest through the shares held by Asiabio Capital Sdn. Bhd. and Fintec Global Limited., the wholly-owned subsidiaries of Fintec Global Berhad.

DIRECTORS' SHAREHOLDINGS

		NO. OF SHARES HELD			
	NAME OF DIRECTORS	DIRECT	%	INDIRECT	%
1.	Tan Sri Dato' Seri Tan King Tai @ Tan Khoon Hai	–	–	–	–
2.	Tay Ben Seng, Benson	129,100,140	2.03	–	–
3.	Leow Wey Seng	–	–	–	–
4.	Tang Yee Ling	–	–	–	–
5.	Ng Chee Kin	–	–	–	–

ANALYSIS OF IRREDEEMABLE CONVERTIBLE PREFERENCE SHARES ("ICPS")

AS AT 30 JUNE 2026

No. of Outstanding ICPS	:	903,363,292
Exercise Price of ICPS	:	RM0.55
Exercise Ratio of ICPS	:	10:1
Exercise Period of ICPS	:	27 November 2020 to 26 November 2030
Voting Rights in the Meeting of ICPS Holders	:	one vote per ICPS holder on a show of hand / one vote per ICPS on poll

ICPS HOLDING DISTRIBUTION SCHEDULE (BASED ON THE RECORD OF DEPOSITORS "ROD")

No. of ICPS Holders	Size of ICPS Holdings	No. of ICPS Held	% of ICPS
10	Less than 100	534	*
73	100 to 1,000	30,582	*
130	1,001 to 10,000	763,475	0.08
374	10,001 to 100,000	21,643,824	2.40
569	100,001 to less than 5% of outstanding ICPS	716,785,577	79.35
2	5% and above of the outstanding ICPS	164,139,300	18.17
1,158	**TOTAL**	**903,363,292**	**100.00**

* Less than 0.01%

LIST OF 30 LARGEST ICPS HOLDERS (BASED ON THE ROD)
(WITHOUT AGGREGATING SECURITIES FROM DIFFERENT SECURITIES ACCOUNTS BELONGING TO THE SAME REGISTERED HOLDER)

No.	Name of ICPS Holders	No. of ICPS Held	Percentage (%)
1.	Tee Keng Jin	112,300,000	12.43
2.	Kenanga Nominees (Tempatan) Sdn. Bhd. *- Rakuten Trade Sdn. Bhd. for Lua Chin Aik*	51,839,300	5.74
3.	Kenanga Nominees (Tempatan) Sdn. Bhd. *- Pledged Securities Account for Michael Heng Chun Hong*	40,000,000	4.43
4.	Kenanga Nominees (Tempatan) Sdn. Bhd. *- Rakuten Trade Sdn. Bhd. for Tum Kam Swee*	38,333,600	4.24
5.	Chai Kok Kheang	35,000,000	3.87
6.	Quek See Kui	33,500,800	3.71
7.	Yee Sow Yoke	31,000,000	3.43
8.	Teo Ah Seng	27,500,000	3.04
9.	Cimsec Nominees (Tempatan) Sdn. Bhd. *- CIMB for Lee Soi Gek (PB)*	17,000,000	1.88
10.	Maybank Nominees (Tempatan) Sdn. Bhd. *- Chiew Guo Chang*	10,101,000	1.12

LIST OF 30 LARGEST ICPS HOLDERS (BASED ON THE ROD) (CONT'D)
(WITHOUT AGGREGATING SECURITIES FROM DIFFERENT SECURITIES ACCOUNTS BELONGING TO THE SAME REGISTERED HOLDER)

No.	Name of ICPS Holders	No. of ICPS Held	Percentage (%)
11.	Cimsec Nominees (Tempatan) Sdn. Bhd. *- CIMB for Teo Ah Seng (PB)*	10,000,000	1.11
12.	Public Nominees (Tempatan) Sdn. Bhd. *- Pledged Securities Account for Tan Enn Leong (E-SPT/STP)*	10,000,000	1.11
13.	Tan Gia Lung	9,750,000	1.08
14.	Tan Swee Lay	9,000,000	1.00
15.	Koay Suet Hoong	8,400,000	0.93
16.	Ting Seu Nguong	7,905,100	0.88
17.	HLIB Nominees (Tempatan) Sdn. Bhd. *- Hong Leong Bank Bhd for Tan Teong Beng*	7,800,000	0.86
18.	Ng Fong Yiew	7,500,000	0.83
19.	Tan Chee Keong	7,096,600	0.79
20.	Chan Lee Peng	7,000,000	0.77
21.	Chin Ying Jack	7,000,000	0.77
22.	Lim Kay Keong	7,000,000	0.77
23.	Steve Toh Se Wai	7,000,000	0.77
24.	Wong Ah Yong	6,500,000	0.72
25.	Anuar bin Md Junus	5,830,000	0.65
26.	Chan Shee Chuen	5,360,000	0.59
27.	Chia Lee Lee	5,000,000	0.55
28.	Liew Yook Kuiw	5,000,000	0.55
29.	Chan Yoon Chai	4,000,000	0.44
30.	Nid a/l Nuam	4,000,000	0.44
	TOTAL	**537,716,400**	**59.52**

DIRECTORS' ICPS HOLDINGS (BASED ON THE REGISTER OF DIRECTORS' ICPS HOLDINGS)

		NO. OF ICPS HELD			
	NAME OF DIRECTORS	**DIRECT**	**%**	**INDIRECT**	**%**
1.	Tan Sri Dato' Seri Tan King Tai @ Tan Khoon Hai	–	–	–	–
2.	Tay Ben Seng, Benson	–	–	–	–
3.	Leow Wey Seng	–	–	–	–
4.	Tang Yee Ling	–	–	–	–
5.	Ng Chee Kin	–	–	–	–

ADMINISTRATIVE GUIDE

Date	Time	Venue
Thursday, 27 August 2026	10.30 a.m.	Lot 4.1, 4th Floor, Menara Lien Hoe No. 8, Persiaran Tropicana Tropicana Golf & Country Resort 47410 Petaling Jaya Selangor Darul Ehsan, Malaysia

REGISTRATION AT THE 22ND AGM

(a) Registration will commence at 9.30 a.m. (or if earlier as may be determined by the Company) and will end at a time as directed by the Chairman of the Meeting.

(b) Kindly present your original MyKad or passport (for Non-Malaysian) to the registration personnel at the registration counter for verification.

(c) Upon verification, you are required to sign the Attendance List and will be given a wristband for entry to the meeting venue. There will be no replacement of wristband in the event you lose or misplace the wristband.

(d) Registration on behalf of another person even with his/her original MyKad or passport is strictly **NOT ALLOWED**.

(e) If you are attending the 22nd AGM as shareholder as well as proxy, you will be registered once and will only be given one wristband.

ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY

Only members whose names appear on the Record of Depositors as of 18 August 2026 shall be eligible to participate in the 22nd AGM or appoint proxy(ies) or corporate representative(s) or attorney(s) and/or the Chairman of the Meeting to participate and vote on his/her behalf.

The Form of Proxy and/or document(s) relating to the appointment of proxy(ies) or corporate representative(s) or attorney(s) for the 22nd AGM shall be deposited at the registered office at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan or fax to 03-30081124 or email to sharereg@prosec.com.my no later than **Tuesday, 25 August 2026** at **10.30 a.m**. The procedures and requisite documents to be submitted by the respective members are summarised below:

(I) For Individual Members

If an individual member is unable to participate in the 22nd AGM, he/she is encouraged to appoint proxy(ies) or the Chairman of the Meeting as his/her proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

(II) For Corporate Members

Corporate members through the appointment of corporate representative(s) or proxy(ies) who wish to participate and vote at the 22nd AGM is required to deposit the following documents to the registered office at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan or fax to 03-30081124 or email to sharereg@prosec.com.my no later than **Tuesday, 25 August 2026** at **10.30 a.m.**:

(a) Certificate of appointment of its Corporate Representative or Form of Proxy under the seal of the corporation;
(b) Copy of the Corporate Representative's or proxy's MyKad (front and back)/Passport; and
(c) Corporate Representative's or proxy's email address and mobile phone number.

If a corporate member through the appointment of corporate representative(s) or proxy(ies) is unable to participate in the 22nd AGM, the corporate member is encouraged to appoint the Chairman of the Meeting as its proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY (CONT'D)

(III) For Institutional Members

The beneficiaries of the shares under a Nominee Company's CDS account (Institutional Member(s)) who wish to participate and vote at the 22nd AGM may request its Nominee Company to appoint him/her as a proxy to participate and vote at the 22nd AGM. The Nominee Company is required to deposit the following documents to the registered office at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan or fax to 03-30081124 or email to sharereg@prosec.com.my no later than **Tuesday, 25 August 2026** at **10.30 a.m.**:

(a) Form of Proxy under the seal of the Nominee Company;
(b) Copy of the proxy's MyKad (front and back)/Passport; and
(c) Proxy's email address and mobile phone number.

If an Institutional Member is unable to participate in the 22nd AGM, the Institutional Member is encouraged to appoint the Chairman of the Meeting as its proxy and indicate the voting instructions in the Form of Proxy in accordance with the notes and instructions printed therein.

REVOCATION OF PROXY

Please note that if a Shareholder has submitted his/her Form of Proxy prior to the 22nd AGM and subsequently decides to personally participate in the 22nd AGM, the Shareholder must contact the Share Registrar to revoke the appointment of his/her proxy no later than **Tuesday, 25 August 2026** at **10.30 a.m.**

VOTING AT MEETING

The voting at the 22nd AGM will be conducted on a poll in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**"). The Company has appointed Prosec Share Registration Sdn. Bhd. as the Poll Administrator and Symphony Corporate Services Sdn. Bhd. as Scrutineers to verify the poll results.

Shareholder(s)/proxy(ies)/corporate representative(s) can proceed to vote on the resolution before the end of the voting session which will be announced by the Chairman of the Meeting and submit your votes at any time from the commencement of the voting session announced by the Chairman of the Meeting.

The Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolution tabled for voting is duly passed or otherwise.

RESULTS OF THE VOTING

The resolution proposed at the 22nd AGM and the results of the voting for the same will be announced at the 22nd AGM and subsequently via an announcement made by the Company through Bursa Securities at www.bursamalaysia.com.

NO RECORDING OR PHOTOGRAPHY

By participating at the 22nd AGM, you agree that no part of the 22nd AGM proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means whether it is mechanical, electronical, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the rights to take appropriate legal actions against anyone who violates this rule.

ADMINISTRATIVE GUIDE

(cont'd)

NO DOOR GIFTS OR VOUCHERS

There will be NO distribution of door gifts or vouchers.

OTHER INFORMATION FOR ATTENDEES AT THE 22ND AGM

(a) Parking bays are available at Menara Lien Hoe. Kindly use Touch 'n Go (with minimum RM 20.00 card balance), debit or credit card to enter the parking bay as it is a cashless payment system.

(b) All attendees are required to register with the security personnel at the lobby of the building before you access to the meeting venue.

(c) Although the wearing of face mask in an enclosed area is now optional, you are encouraged to wear your face mask throughout the meeting session.

ENQUIRY

If you have any enquiry on the above, please contact the following officers during office hours from 9.00 a.m. to 6.00 p.m. on Monday to Friday (except public holidays):

Prosec Share Registration Sdn. Bhd.

Name	:	Mr. Vemalan a/l Naraynan/ Mr. Tee Yee Loon
Telephone	:	03-3008 1123/ 012-766 8921
Email:	:	sharereg@prosec.com.my

F O C U S   D Y N A M I C S

FOCUS DYNAMICS GROUP BERHAD
Registration No. 200201015261 (582924-P)
(Incorporated in Malaysia)

CDS ACCOUNT NO.	- -
NO. OF SHARES HELD	
NO. OF ICPS HELD	

FORM OF PROXY

I/We ....
(FULL NAME IN BLOCK LETTERS)

(NRIC No./Passport No./Company Registration No ....)

of ....
(FULL ADDRESS)

Email Address .... Contact No. ....

being a member/members of **FOCUS DYNAMICS GROUP BERHAD**, hereby appoint

Name of Proxy	**NRIC No./Passport No.**	**% of Shareholding to be Represented**
Address		
Email Address		**Contact No.**

and/or failing him/her

Name of Proxy	**NRIC No./Passport No.**	**% of Shareholding to be Represented**
Address		
Email Address		**Contact No.**

or failing him/her, the **CHAIRMAN OF THE MEETING** as my/our proxy to vote for me/us on my/our behalf at the Twenty-Second ("**22nd**") Annual General Meeting ("**AGM**") of the Company which will be held at Lot 4.1, 4th Floor, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan, on **Thursday, 27 August 2026** at **10.30 a.m.** and at any adjournment thereof, and to vote as indicated below:

ORDINARY RESOLUTIONS		**FOR**	**AGAINST**
1.	Payment of Directors' fees from the 22nd AGM until the next AGM		
2.	Payment of Directors' benefits from the 22nd AGM until the next AGM		
3.	Re-election of Mr. Tay Ben Seng, Benson		
4.	Re-election of Mr. Leow Wey Seng		
5.	Re-appointment of Auditors		
6.	Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Companies Act 2016		
7.	Proposed Renewal of Existing Shareholders' Mandate		

(Please indicate with an "X" in the space provided on how you wish to cast your vote. If you do not do so, the proxy will vote or abstain from voting at his discretion.)

Dated this ………… day of …………………………….2026.

………………………………………………….....
Signature(s) of member(s)

Notes:

1. A member of the Company entitled to attend and vote is entitled to appoint another person as his proxy to exercise all or any of his rights to attend, participate, speak and vote in his stead.
2. A member of the Company may appoint not more than two (2) proxies to attend the meeting, provided that the member specifies the proportion of the members shareholdings to be represented by each proxy, failing which, the appointments shall be invalid.
3. A proxy may but need not be a member and there shall be no restriction as to the qualification of the proxy.
4. Where a member is an Authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one proxy in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said Securities Account. Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (omnibus account) there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.

5. The instrument appointing a proxy shall be in writing, and the power of attorney or other authority (if any) under which it is signed or a notarially certified copy thereof, must be deposited at the registered office of the Company at DF2-09-02, Level 9, Persoft Tower, 6B, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan or e-mail to sharereg@prosec.com.my or fax to 03-3008 1124 not later than Tuesday, 25 August 2026 at 10.30 a.m., and in default the instrument of proxy shall not be treated as valid.
6. An instrument appointing a proxy shall in the case of an individual, be signed by the appointor or by his attorney duly authorised in writing and in the case of a corporation, be either under its common seal or signed by its attorney or in accordance with the provision of its constitution or by an officer duly authorised on behalf of the corporation.
7. In respect of deposited securities, only members whose names appear on the Record of Depositors on 18 August 2026, shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.
8. Pursuant to Rule 8.31A(1) of the ACE Market Listing Requirement of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by way of poll.
9. The members are encouraged to refer the Administrative Guide on registration and voting process for the meeting.

Personal Data Privacy
By submitting an instrument appointing proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 31 July 2026.

1st Fold Here

AFFIX
STAMP

The Company Secretary
FOCUS DYNAMICS GROUP BERHAD
(Registration No. 200201015261 (582924-P)
DF2-09-02, Level 9, Persoft Tower
6B, Persiaran Tropicana
Tropicana Golf & Country Resort
47410 Petaling Jaya
Selangor Darul Ehsan

2nd Fold Here

Fold This Flap For Sealing

FOCUS DYNAMICS GROUP BERHAD
[Registration No. 200201015261 (582924-P)]

Lot 12.1, 12th Floor, Menara Lien Hoe, No. 8, Persiaran Tropicana,
Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan.
Tel No. +603-7803 7333 | Fax No. +603-7803 7338
Email : info@focusdynamics.com.my

www.focusdynamics.com.my