GuocoLand (Malaysia) Berhad

A Member of the Hong Leong Group

# Annual Report 2025

# CONTENTS

## CORPORATE SECTION


02 Company Profile

04 Corporate Information

05 Board of Directors

09 Key Senior Management

10 Group Financial Highlights

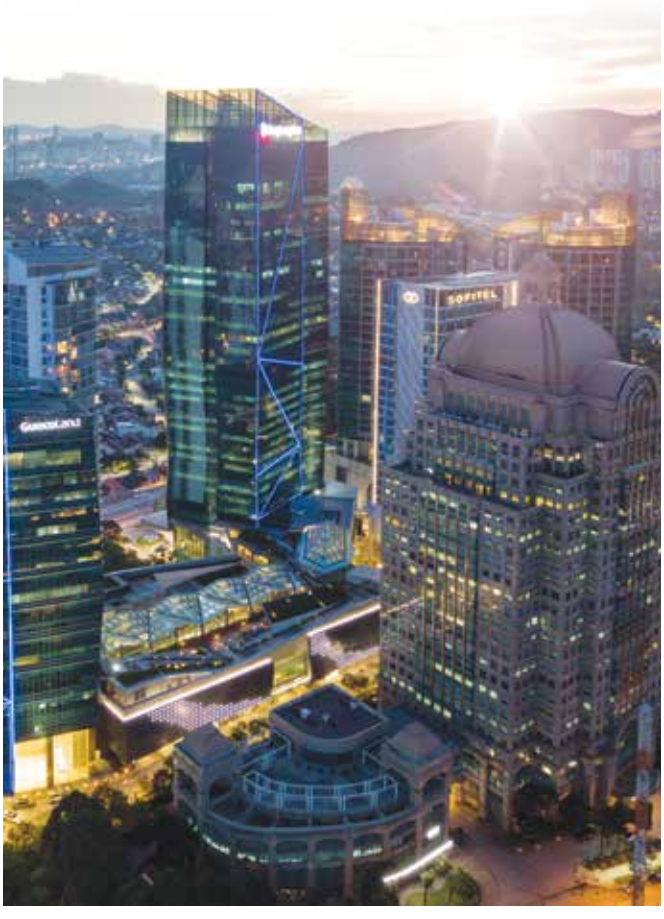
12 Chairman's Statement

14 Management Discussion and Analysis

25 Sustainability Statement

58 Board Audit & Risk Management Committee Report

62 Corporate Governance Overview, Risk Management and Internal Control Statement


## FINANCIAL SECTION


78 Directors' Report

84 Statement by Directors

84 Statutory Declaration

85 Independent Auditors' Report

91 Income Statements

92 Statements of Comprehensive Income

93 Statements of Financial Position - Group

95 Statements of Financial Position - Company

97 Statements of Changes in Equity

100 Statements of Cash Flows

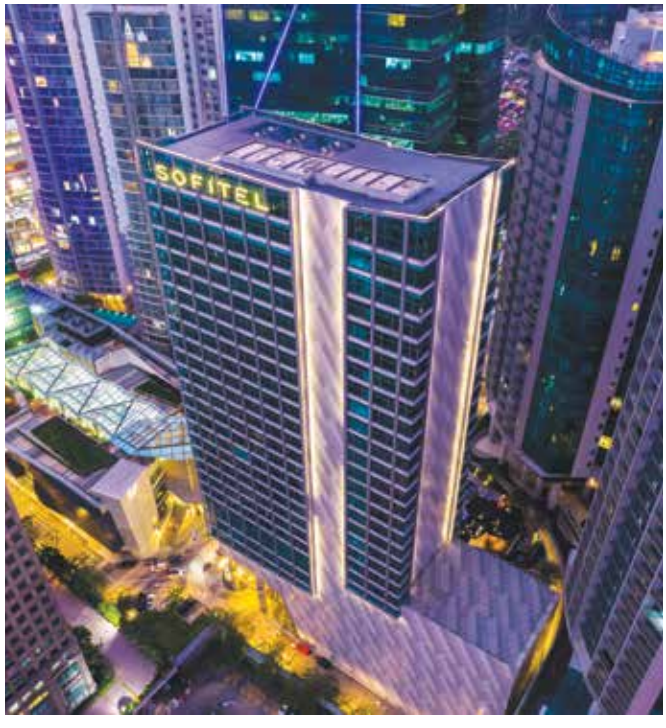
103 Notes to the Financial Statements

192 Other Information

197 Notice of Annual General Meeting

203 Statement Accompanying Notice of Annual General Meeting

**Form of Proxy**

GuocoLand (Malaysia) Berhad ("GuocoLand Malaysia" or "the Group") is the property arm of Hong Leong Group and listed on the Main Market of Bursa Malaysia Securities Berhad. The Group is a subsidiary of the Singapore-based GuocoLand Limited with strong presence in Singapore, China and Malaysia.



# COMPANY PROFILE



*Damansara City*

The Group's expertise lies in developing community-centric residential townships as well as innovative commercial and integrated development projects in Malaysia. Currently, GuocoLand Malaysia has a sizeable landbank for residential, commercial and industrial developments in the greater Kuala Lumpur and Melaka.

The Group also has within its portfolio, Damansara City ("DC"), an integrated mixed development consisting of two Grade A office towers, DC Residensi, a serviced apartment, the 5-star Sofitel Kuala Lumpur Damansara Hotel and DC Mall.

The Group also owns Emerald 9, an iconic freehold integrated mixed development in Cheras, as well as Emerald Hills, an exclusive gated and guarded residential enclave in Alam Damai, Cheras.

Other property highlights include The Oval Kuala Lumpur, a unique luxury condominium in the heart of Kuala Lumpur City Centre, Emerald Sepang, a residential township in Sepang, Emerald Rawang, an 826-acre masterplan centering on sustainable community living, as well as PJ City Corporate Hub, a commercial development located in Petaling Jaya.

In addition, the Group also has a portfolio of property investment assets through Tower Real Estate Investment Trust which owns yield-accretive commercial buildings including Menara Guoco, Plaza Zurich and Menara HLX in strategic locations in Kuala Lumpur City Centre and Damansara Heights.

# CORPORATE INFORMATION

## DIRECTORS

**Mr Tang Hong Cheong** *(Chairman)*

**Mr Cheng Hsing Yao (Zheng Xinyao)**

**Puan Noorbaizura binti Hermeyney** *(Managing Director)*

**Mr Sim Hong Kee**

**Tuan Haji Mohamad Zamani bin Razali**

**Ms Tan Poh Chan**

**Mr Quek Kon Sean**



*The Rise (Final Phase)*

## COMPANY SECRETARIES

**Ms Chin Min Yann**
*(MAICSA 7034011)*
*(SSM PC No. 202008002583)*

**Ms Lee Sow Yeang**
*(MAICSA 7020119)*
*(SSM PC No. 202008002989)*

## REGISTRAR

Hong Leong Share Registration Services Sdn Bhd
Level 25, Menara Hong Leong
No. 6, Jalan Damanlela
Bukit Damansara
50490 Kuala Lumpur
Tel : 03-2088 8818
Fax : 03-2088 8990
Email : hlsrs@hongleong.com

## REGISTERED OFFICE

Level 32, Menara Hong Leong
No. 6, Jalan Damanlela
Bukit Damansara
50490 Kuala Lumpur
Tel : 03-2088 8818
Fax : 03-2088 8968
Email : cosec-glm@guocoland.com

## AUDITORS

Ernst & Young PLT
Level 23A, Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
50490 Kuala Lumpur
Tel : 03-7495 8000
Fax : 03-2095 9076/78

## WEBSITE

www.guocoland.com.my

# BOARD OF DIRECTORS

## MR TANG HONG CHEONG

*Chairman, Non-Executive Director/Non-Independent*

Age 70 | Male | Malaysian

Mr Tang Hong Cheong is a Member of The Malaysian Institute of Accountants. He has over 40 years of broad-based and C-suite expertise in finance, treasury, risk management, operations and strategic planning. He possesses in-depth knowledge in investment, manufacturing, financial services, property development, gaming and hospitality industry. He has held various senior management positions in different companies within the Hong Leong Group, prior to his retirement as President & Chief Executive Officer of Guoco Group Limited in December 2020.

Mr Tang is the Chairman of GuocoLand (Malaysia) Berhad ("GLM") and was appointed to the Board of Directors ("Board") of GLM on 1 July 2021. He does not sit on any committee of GLM.

Mr Tang is also the Chairman of GLM REIT Management Sdn Bhd, the Manager of Tower Real Estate Investment Trust which is listed on the Main Market of Bursa Malaysia Securities Berhad ("Bursa Securities"). He is also a Director of Hong Leong Islamic Bank Berhad, a public company.

## MR CHENG HSING YAO (ZHENG XINYAO)

*Non-Executive Director/ Non-Independent*

Age 54 | Male | Singaporean

Mr Cheng Hsing Yao holds a Master in Design Studies from Harvard University, Bachelor of Architecture from Newcastle University, United Kingdom and a Bachelor of Arts from National University of Singapore.

Mr Cheng is the Group Chief Executive Officer of GuocoLand Limited ("GLL"), GLM's holding company listed on the Singapore Stock Exchange. Mr Cheng has extensive experience in the real estate sector including developing integrated mixed developments, premium Grade A offices, high-end residential projects as well as in urban planning.

He joined the GLL Group in October 2012 and his last posting was Group Managing Director of GuocoLand Singapore which commenced in 2014. Prior to joining the GLL Group, he was with the Singapore public service at the Urban Redevelopment Authority ("URA") and the Centre for Liveable Cities ("CLC"). Both agencies are under the purview of the Ministry of National Development.

Mr Cheng is a board member of the Land Transport Authority of Singapore. He is also a member of CLC's Advisory Panel, URA's Heritage and Identity Partnership and Changi Airport Group's Executive Committee of Airport Development.

Mr Cheng was appointed to the Board of GLM on 1 July 2021. He does not sit on any committee of GLM.

He is also a Director of GLM REIT Management Sdn Bhd, the Manager of Tower Real Estate Investment Trust.

# BOARD OF DIRECTORS

cont'd

## PUAN NOORBAIZURA BINTI HERMEYNEY

*Managing Director/ Non-Independent*

Age 45 | Female | Malaysian

Puan Noorbaizura binti Hermeyney graduated with a Bachelor of Accountancy (Hons) from University Teknologi Mara in 2002. Subsequently in August 2003, she completed her Association of Chartered Certified Accountants professional examination.

Puan Noorbaizura brings with her over 20 years of working experience which is primarily focused on investment and asset management, including experience in spearheading the real estate portfolios for public listed real estate investment trusts and government-linked companies. She has held various senior management positions in her previous employment, among others, Portfolio Manager-Savills Malaysia Asset Management, Chief Executive Officer of Amanahraya-Kenedix REIT Manager, Director for Naza Asset Management and Senior Vice President of Medini Iskandar Malaysia (Johor).

Puan Noorbaizura was appointed as the Managing Director of GLM on 18 May 2023. Prior to this appointment, she served as the Chief Executive Officer of GLM REIT Management Sdn Bhd ("GLM REIT"), the Manager of Tower Real Estate Investment Trust which is listed on the Main Market of Bursa Securities.

Puan Noorbaizura is also a Director of GLM REIT. She does not sit on any committee of GLM.

## MR SIM HONG KEE

*Non-Executive Director/ Independent*

Age 69 | Male | Malaysian

Mr Sim Hong Kee is a Member of the Malaysian Institute of Accountants (MIA); the Malaysian Institute of Certified Public Accountants (MICPA); Institute of Corporate Directors Malaysia (ICDM) and Institute of Enterprise Risk Practitioners (IERP). He has attended the Harvard Business School's Senior Management Development Program, Executive Program at Harvard School and the IBM Asia Pacific Advanced Management School.

Mr Sim began his career with a public accounting firm and qualified as a Chartered Accountant in 1981. He joined IBM Malaysia where, over a period of about 31 years, he held various senior local and regional leadership positions in the areas of financial planning; pricing; treasury operations; real estate strategy; taxation; legal; business controls; business practices; joint venture evaluation and formation; leasing operations; accounting, sales and credit control.

Some of the C-level positions he held in IBM include: Executive Assistant of Asia Pacific Chief Financial Officer; Chief Financial Officer; Head of Country Operations; Director of Key Accounts; ASEAN/South Asia Regional Project Management Office Leader for the divestment of IBM's PC and Printer businesses and Chief Credit Officer of Asia Pacific Credit Centre of Excellence. He was the Chief Financial Officer cum Human Resource Director of Oracle Malaysia Sdn Bhd from 1995 to 1997.

Post retirement, he was the Senior Advisor of Business Process and Internal Audit at a prominent local private equity company: Creador Sdn Bhd from May 2016 to April 2022 and provided oversight on process reviews and internal audit engagement for the portfolio of investee companies engaged in credit reporting; pharmacy; manufacture, distribution and retail of fast-moving consumer goods.

Mr Sim was appointed to the Board of GLM on 20 August 2024. He is the Chairman of the Board Audit & Risk Management Committee and Nominating Committee of GLM.

Mr Sim is also an Independent Non-Executive Director of Mesiniaga Berhad, a company listed on the Main Market of Bursa Securities; and an Independent Non-Executive Director of Hong Leong Assurance Berhad, a public company.

# BOARD OF DIRECTORS
cont'd

## TUAN HAJI MOHAMAD ZAMANI BIN RAZALI

*Non-Executive Director/ Independent*

Age 62 | Male | Malaysian

Tuan Haji Mohamad Zamani bin Razali holds a Bachelor of Engineering in Civil Engineering from the University of Adelaide, South Australia.

Tuan Haji Mohamad Zamani has more than 37 years' experience in all aspects of the real estate/property investment, property development, infrastructure, construction and facilities management. He started his career in 1987 as a Design and Site Engineer, and he later held senior positions in various property development companies including General Manager, Planning and Development of Naza TTDI Sdn Bhd and Chief Development Officer of Medini Iskandar Malaysia Sdn Bhd ("Medini"). He also had property development working experience in the United Arab Emirates from 2006 to 2009. He was the Head of Company of Medini prior to his retirement in 2022.

Tuan Haji Mohamad Zamani was appointed to the Board of GLM on 1 March 2025. He is a member of the Board Audit & Risk Management Committee and Nominating Committee of GLM.

## MS TAN POH CHAN

*Non-Executive Director/ Independent*

Age 65 | Female | Malaysian

Ms Tan Poh Chan graduated with a Bachelor of Accounting (Hons) from the University of Malaya. She is a Member of Malaysian Institute of Accountants (MIA).

Ms Tan began her career in 1984 at an accounting firm. In 1989, she joined Sunway Group, where she dedicated over 33 years to the organisation. During her tenure, she held various senior finance roles across a diverse range of industries, including property development, property investment, construction, trading & manufacturing and healthcare. Prior to her retirement in 2022, she served as the Deputy Group Chief Financial Officer of Sunway Group.

Ms Tan was appointed to the Board of GLM on 1 August 2025. She is a member of the Board Audit & Risk Management Committee and Nominating Committee of GLM.

Ms Tan is also a Director of Teamstar Berhad, a public company.

# BOARD OF DIRECTORS

cont'd

## MR QUEK KON SEAN

*Non-Executive Director/ Non-Independent*

Age 45 | Male | Malaysian

Mr Quek Kon Sean obtained a Bachelor of Science degree and a Master of Science degree in Economics from the London School of Economics and Political Science.

Mr Quek started his career in investment banking before joining the Hong Leong Group in 2004. He has held various positions in the Hong Leong Group, including Executive Director of Hong Leong Financial Group Berhad, and is currently the Managing Director of HL Management Co Sdn Bhd, a post held since 2016.

Mr Quek was appointed to the Board of GLM on 1 July 2021. He does not sit on any committee of GLM.

Mr Quek is also a Director of Hong Leong Foundation, a public company.

**Notes:**

1. **Family Relationship with Director and/or Major Shareholder**
   Mr Quek Kon Sean is the son of YBhg Tan Sri Quek Leng Chan, a major shareholder of GLM. Saved as disclosed herein, none of the Directors has any family relationship with any other Directors and/or major shareholders of GLM.
2. **Conflict of Interest or Potential Conflict of Interest**
   None of the Directors has any conflict of interest or potential conflict of interest, including any interest in any competing business with GLM or its subsidiaries.
3. **Conviction of Offences**
   None of the Directors has been convicted of any offences (excluding traffic offences) within the past 5 years and there were no public sanctions or penalties imposed by the relevant regulatory bodies during the financial year ended 30 June 2025.
4. **Attendance of Directors**
   Details of Board meeting attendance of each Director are disclosed in the Corporate Governance Overview, Risk Management and Internal Control Statement in the Annual Report.

# KEY SENIOR MANAGEMENT

## MR CHOO CHEE BENG

*Chief Financial Officer*

Age 55 | Male | Malaysian

Mr Choo Chee Beng holds a Bachelor of Science (Hon) in Economics & Accounting from the University of Bristol, United Kingdom. He is a member of the Malaysian Institute of Accountants (MIA), Fellow of the Association of the Chartered Certified Accountants (ACCA) and Certified Financial Planner of the Financial Planning Association of Malaysia (FPAM).

Mr Choo has over 20 years of senior financial management experience with private and public listed companies prior to joining GLM on 4 June 2024. He has held various key positions including Group Director of Finance of United Malayan Land Berhad; Group Chief Financial Officer of Tropicana Corporation Berhad, Naza TTDI Sdn Bhd, Country Heights Holdings Berhad, SkyWorld Development Group and OSK Group.

## MR WEE KWANG YOONG

*Project Development Director*

Age 50 | Male | Malaysian

Mr Wee Kwang Yoong heads the Project Management, Design & Planning, Authority Liaison, Cost & Control, Facility Management, and Customer Relation Management departments at GLM, overseeing all development projects.

He has more than 28 years of experience in property development and project management, with extensive experience in commercial, high-rise apartment, township development, and major infrastructure projects.

From 2010 to 2021, Mr Wee was the General Manager of Malton Berhad, overseeing Pavilion Ceylon Hill, VSQ Commercial, Amaya Maluri serviced apartment, and the Mutiara Indah and Mutiara Puchong townships. Subsequently, he joined ParkCity Hanoi as Director of Project Management, overseeing a 200-acre township in Hanoi, Vietnam, before joining GLM as Project Development Director on 15 August 2023.

Mr Wee holds an MBA in Construction Management from Wawasan Open University and a Master's Degree in Civil Engineering from the Engineering Council UK. He is a Member of The Institution of Engineering and Technology, UK and a Graduate Member of The Institution of Civil Engineers, UK, and The Institution of Engineers, Malaysia.

**Notes:**

1. **Family Relationship with Director and/or Major Shareholder**
   None of the Key Senior Management has any family relationship with any other Directors and/or major shareholders of GLM.
2. **Conflict of Interest or Potential Conflict of Interest**
   None of the Key Senior Management has any conflict of interest or potential conflict of interest, including any interest in any competing business with GLM or its subsidiaries.
3. **Conviction of Offences**
   None of the Key Senior Management has been convicted of any offences (excluding traffic offences) within the past 5 years and there were no public sanctions or penalties imposed by the relevant regulatory bodies during the financial year ended 30 June 2025.

# GROUP FINANCIAL HIGHLIGHTS


*Emerald 9*

2.79%

**Revenue**
**RM449.5**
Million
(2024: RM437.3 Million)

71.8%

**Profit Attributable to Owners of the Parent**
**RM18.8**
Million
(2024: RM66.5 Million)

71.7%

**Net Earnings Per Share**
**2.8 Sen**
(2024: 9.9 Sen)

5.8%

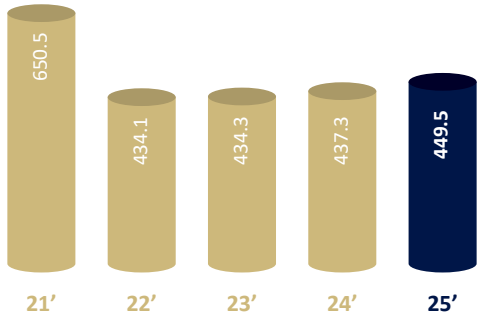
**Total Assets**
**RM2,671.3**
(2024: RM2,837.0 Million)

# GROUP FINANCIAL HIGHLIGHTS

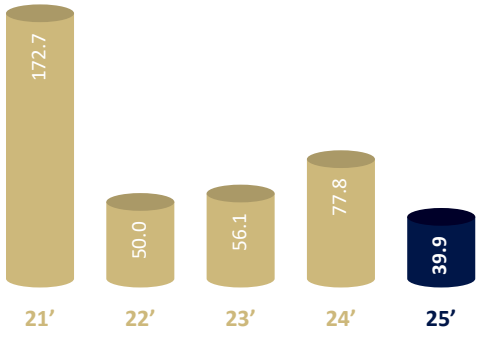
cont'd

| YEAR ENDED (RM Million) | 2021 | 2022 | 2023 | 2024 (Restated)[1] | 2025 |
|---|---|---|---|---|---|
| Revenue | 650.5 | 434.1 | 434.3 | 437.3 | **449.5** |
| Profit before tax | 172.7 | 50.0 | 56.1 | 77.8 | **39.9** |
| Profit attributable to owners of the parents | 77.4 | 26.3 | 34.6 | 66.5 | **18.8** |
| Net earnings per share (sen) | 11.6 | 3.9 | 5.2 | 9.9 | **2.8** |
| Net dividend per share (sen) | - | 2.0 | 2.0 | 2.0 | **2.0** |
| Gross dividend per share (sen) | - | 2.0 | 2.0 | 2.0 | **2.0** |
| Shareholders' funds | 1,303.7 | 1,316.6 | 1,337.8 | 1,390.9 | **1,396.4** |
| Total assets | 2,371.8 | 2,338.1 | 2,245.7 | 2,837.0 | **2,671.3** |

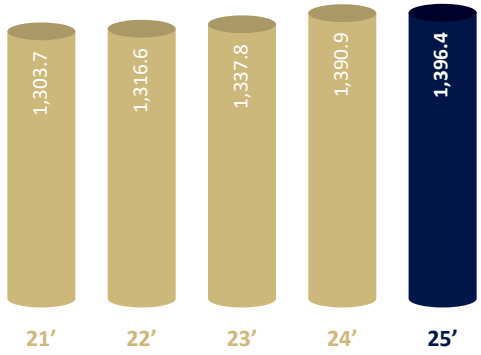
**Revenue**
(RM Million)



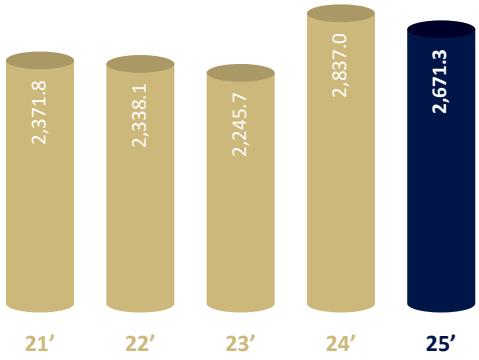

**Profit Before Tax**
(RM Million)




**Shareholders' Funds**
(RM Million)




**Total Assets**
(RM Million)




***Note:***

*1 Following the reassessment of the Group's investments in Tower Real Estate Investment Trust (REIT), the financial statements for FY2024 have been restated via prior year adjustments retrospectively.*

# CHAIRMAN'S STATEMENT

***Dear Shareholders,***

*On behalf of the Board of Directors ("the Board"), I am pleased to present the Annual Report and Audited Financial Statements of GuocoLand (Malaysia) Berhad ("GLM" or "the Group") for the financial year ended 30 June 2025 ("FY2025").*

## STAYING RESILIENT, SEIZING OPPORTUNITIES

FY2025 unfolded against a backdrop of geopolitical uncertainty, currency fluctuations and persistent inflationary pressures.

Overall, the Malaysian economy grew by 4.4% in the second quarter of 2025 (1Q2025: 4.4%), driven by household spending, domestic demand and sustained investment activity. Inflation stayed within a manageable range, while supply chain conditions improved. Nevertheless, the external environment remained affected by persistent geopolitical risks and intermittent global trade disruptions.

The property sector encountered mixed performances in the first half of 2025, with total transactions amounting to 196,232 units valued at RM107.68 billion. This represented a marginal contraction of 1.3% in volume but a slight increase of 1.9% in value (H1 2024: 198,906 transactions worth RM105.65 billion). The residential sub-sector continued to lead overall activity, accounting for the largest share of transactions by both volume and value albeit a slight decline of 1.4% and 0.1% in volume and value respectively compared to the same period last year. Demand was mainly concentrated in affordable and mid-range homes priced below RM500,000. Selangor remained the most significant contributor, despite a 6.3% contraction in volume, followed by Johor, which recorded a 6.5% increase. Selangor, Kuala Lumpur, Johor and Penang are the top 4 states that constitute about 50% of the total national volume of transactions.




*Damansara City*

# CHAIRMAN'S STATEMENT

cont'd

The commercial property market, particularly in the Klang Valley, remained challenging in 2025, as it reported a decrease in office space occupancy rates to 77.8% in the first half of 2025, from 78.1% registered in the second half of last year. Nevertheless, Kuala Lumpur's office market showed signs of recovery and resilience with the reduction of vacancy rate to 19.2% in Q2 2025 from 23.6% in Q2 2024 as a result of positive absorption across all submarkets driven by strong demand for Grade-A, green-certified offices in prime locations.

In July 2025, Bank Negara Malaysia lowered the Overnight Policy Rate (OPR) by 25 basis points to 2.75 percent, its first reduction since 2020. The move was intended to sustain economic momentum and safeguard price stability. Lower borrowing costs improved affordability for homebuyers and are expected to lend some support to the property sector going forward.

Against these headwinds and market dynamics, the Group remained resilient and disciplined, anchored by our long-term commitment to value accretive strategies. Prudent capital management combined with agile and conscientious execution enabled us to navigate uncertainties and position the Group to capture emerging opportunities.

## SUSTAINED FINANCIAL PERFORMANCE

In FY2025, the Group recorded revenue of RM449.5 million compared with RM437.3 million in FY2024. Profit before tax stood at RM39.9 million compared with RM77.8 million in the previous financial year due to a one-off net gain of RM48.2 million that was recognised in FY2024 from the reclassification of Tower Real Estate Investment Trust ("Tower REIT") as a subsidiary. Excluding the one-off gain, the Group's profit after tax improved from RM20.3 million to RM25.4 million due to better performance in both property investment and plantation segments.

Our strategic priorities during the financial year centred on the timely completion of projects and the monetisation of existing inventories. The successful completion of the North Tower of Emerald Hills in Cheras reflects our continued commitment to delivering on time quality developments that meet market demand.

Property investment segment in particular showed improvement in its revenue performance due to stable occupancy rate for Tower REIT's assets and improved rental per square feet in DC Mall owing to better tenant mix. The overall profit after tax for property investment improved as a result of enhanced cost control measures.

More information on the Group's financial performance is available in the Management Discussion and Analysis section of this Report.

## SUSTAINED SHAREHOLDER RETURN

In appreciation of our shareholders' support, the Board has declared a final single-tier dividend of 2 sen per share for FY2025.

## OPTIMISTIC OUTLOOK & FUTURE DIRECTION

The Malaysian economy is projected to expand in 2025, driven by resilient domestic demand and moderating inflation. While the overall property market is not expected to be buoyant due to various inflationary and economic pressures, demand for affordable and value added proposition development in well-located location is expected to help stabilise the market.

Against this backdrop, the Group remains focused on the timely completion of projects, pacing new launches in line with market dynamics and maintaining discipline in evaluating future developments to safeguard long-term value creation.

In line with our strategy to unlock value from landbanks, plans are underway to develop the Jasin landbank into an industrial park, envisioned as a modern industrial township. This marks our inaugural foray into the industrial sector to diversify our portfolio, realise the underlying values of our development assets, generate stable income streams and strengthen the Group's long-term sustainable performance. At the same time, we will continue to plan and identify strategic landbanks to build a robust pipeline for future growth.

Our commitment to these principles will continue to shape the Group's growth trajectory and align progress with long-term environmental and social priorities.

## APPRECIATION

On behalf of the Board, I would like to welcome Tuan Haji Mohamad Zamani bin Razali and Ms Tan Poh Chan, who joined as Board Members in March 2025 and August 2025 respectively. I would also like to convey our gratitude to Encik Zulkiflee bin Hashim and Ms Patricia Chua Put Moy, who retired in December 2024 and August 2025 respectively, for their invaluable contributions to the Group.

I also wish to express my deepest gratitude to our shareholders, customers and business partners for their continued support and trust in us. With your continued support, we are confident of achieving more milestones in the years ahead.

I would also like to acknowledge our management and staff who have diligently served the Group with dedication and commitment.

**TANG HONG CHEONG**
*Chairman*

# MANAGEMENT DISCUSSION AND ANALYSIS



*Emerald Hills*

> *The Group demonstrated resilience while navigating a challenging environment, maintained stability through prudent financial management and stayed firmly committed to sustainable value creation for stakeholders.*

We are pleased to present GuocoLand (Malaysia) Berhad's ("GLM" or "the Group") Management Discussion and Analysis for the financial year ended 30 June 2025 ("FY2025").

In this section, we highlight the Group's operating environment, financial results, major developments and outlook for FY2026.

## BUSINESS OVERVIEW

GLM is an established property group in Malaysia, renowned for its flagship Damansara City development in the affluent neighbourhood of Damansara Heights, Kuala Lumpur. The Group is the property arm of Hong Leong Group and a subsidiary of Singapore-based GuocoLand Limited. GLM is listed on the Main Market of Bursa Malaysia Securities Berhad, with core activities in three key areas of the property sector:

i. Property development
ii. Property investment
iii. Hospitality

Apart from the Damansara City, the Group is also the master developer of Emerald series, which includes Emerald Rawang, a 1,000-acre mixed development township in Rawang, Emerald Hills, a gated and guarded residential development in Alam Damai, Cheras, Emerald 9, an award-winning mixed development in Cheras, and Emerald Sepang, a freehold township surrounded by beautiful lakes, lush greenery and natural landscapes in Sepang.

# MANAGEMENT DISCUSSION AND ANALYSIS
cont'd

## BUSINESS OVERVIEW *cont'd*

Other notable projects include The Oval in Kuala Lumpur and PJ City Corporate Hub in Petaling Jaya. Its investment properties comprise DC Mall and Tower REIT, which owns Menara Guoco, Plaza Zurich and Menara HLX. Its hospitality portfolio consists of Sofitel Kuala Lumpur Damansara.

As at 30 June 2025, GLM has a total remaining landbank of approximately 5,145 acres, comprising 1,768 acres in Jasin, Melaka, 3,024 acres in Sepang, Selangor and 353 acres in Rawang, Selangor.

### Property Development

The property development segment remains pivotal as the Group's core business. GLM is a well-established real estate entity recognised for developing community-centric townships as well as commercial and integrated properties. Our flagship project, Damansara City, is a signature integrated development comprising commercial, retail, residential and hospitality components in the prime enclave of Damansara Heights, Kuala Lumpur.

### Property Investment

The Group recognised rental income through the leasing of DC Mall, which has a net lettable area of 172,826 square feet, along with its parking facilities comprising 2,040 car park bays, within the Damansara City development. The Group's wholly-owned subsidiary, GLM REIT Management Sdn Bhd, is also the Manager of Tower REIT, whose portfolio includes Menara Guoco, Plaza Zurich and Menara HLX, with a combined net lettable area of 966,613 square feet.

### Hospitality

Under the hospitality segment, GLM owns Sofitel Kuala Lumpur Damansara, a five-star luxury hotel located within the Group's flagship Damansara City development. Positioned to serve both business and leisure travellers, Sofitel Kuala Lumpur Damansara is strategically located in one of Kuala Lumpur's prime addresses, offering guests seamless connectivity to Pusat Bandar Damansara MRT station as well as Sprint highway, business centres, prime shopping destinations, and other key attractions of Kuala Lumpur. The presence of Sofitel Kuala Lumpur Damansara enhances the appeal of Damansara City, reinforcing its position as a premier lifestyle and business hub in Kuala Lumpur.



*Emerald Hills*

# MANAGEMENT DISCUSSION AND ANALYSIS
cont'd

## REVIEW OF FINANCIAL PERFORMANCE

In FY2025, the Group recorded higher revenue of RM449.5 million compared to RM437.3 million achieved in FY2024. The increase was mainly due to the consolidation of Tower REIT, reclassified as a subsidiary in FY2024, but partly offset by reduced contributions from the property development division following the completion of the North Tower at Emerald Hills, Cheras. The property development segment continued to register steady take-up rates in line with market conditions. The plantation segment also contributed to the higher overall revenue as the revenue from the sale of fresh fruit bunches increased by 15.2% in FY2025 arising from the increase in production as compared to the last financial year.

The Group reported a profit before tax of RM39.9 million compared with RM77.8 million in FY2024. The decline was primarily due to the absence of a one-off net gain of RM48.2 million recognised in FY2024 from the reclassification of Tower REIT. Excluding the one-off gain recorded in FY2024, profit after tax rose to RM25.4 million from RM20.3 million. This is due to stronger contributions from Emerald 9's on-going and newly launched residential and commercial components as well as better performance from the property investment division as evidenced by the higher rental income and stringent cost containment initiatives at DC Mall. The performance is further strengthened from the contribution of stable rental income from Tower REIT underpinned by resilient occupancy and proactive tenant management. The average crude oil prices also appreciated in the financial year under review contributing to the improved results.

Finance income for the year increased to RM6.0 million from RM4.1 million in FY2024, driven by higher deposit rates. Meanwhile, finance costs rose to RM34.9 million compared with RM27.3 million in the previous financial year mainly due to the consolidation of Tower REIT. Excluding the consolidation of Tower REIT, finance costs would have reduced to RM23.0 million from RM26.4 million, supported by disciplined and diligent financial management. Despite the increase in finance costs on a consolidated basis, the Group continued to prioritise prudent capital management to ensure financial flexibility to support ongoing and future development activities.

### Financial Position

The Group's net assets per share increased to RM2.08 from RM2.06 in FY2024, reflecting its commitment to delivering sustainable value to shareholders. Net debt declined from RM600.1 million to RM398.2 million due to reduced bank borrowings, with the gearing ratio (including Tower REIT) improving from 43% to 29%.




*Damansara City*

# MANAGEMENT DISCUSSION AND ANALYSIS
cont'd

## SEGMENTAL REVIEW OF OPERATIONS

### Property Development

In FY2025, the completion of the Towers C and D at Emerald Hills in Cheras, along with new launches across the Emerald series in other locations, contributed to improved sales and reinforced our reputation for delivering quality developments. Emerald Hills has achieved a Building Quality Assessment System ("BuildQAS") score of 82.5%, a testament to the Group's emphasis on quality assurance. BuildQAS is Singapore's third-party assessment system for assessing building workmanship quality whose inspection methods and standards adapted from best-in-class quality assessment systems such as Singapore's Construction Quality Assessment System (CONQUAS). Our focus on creating value-driven products that meet the evolving needs of the market was reflected in the positive response from buyers. The property segment achieved revenue of RM323.8 million, representing the significant amount of the Group's overall revenue.

### Emerald 9

Emerald 9 is an award-winning transit-oriented mixed-use development comprising 5 residential towers, 151 smart offices and 90 retail outlets. Spread across 10.14 acres of prime freehold land in Batu 9, Cheras, the development offers a diverse range of lifestyle choices with excellent connectivity to Taman Suntex MRT station and major highways throughout the Klang Valley, such as the Cheras-Kajang Expressway, East-West Link and SUKE Highway.

We recently introduced several new launches such as shops, affordable service apartments as well as office units at Emerald 9, further bolstering its appeal to homebuyers and investors. Tower E, an affordable home component under the Rumah Selangorku scheme, shops, the development's retail component, and the office units were launched in the fourth quarter of 2024.



*Emerald 9*





# MANAGEMENT DISCUSSION AND ANALYSIS
cont'd

## SEGMENTAL REVIEW OF OPERATIONS *cont'd*

### Property Development *cont'd*

#### Emerald Hills

Situated in Alam Damai, Cheras, Emerald Hills is an exclusive gated and guarded residential enclave set amid lush green surroundings and a tranquil blue central lake. The thoughtfully designed 47-acre masterplan comprises 4 condominium towers and 181 double-storey and triple-storey homes, offering a wide range of amenities that foster a sense of community living. The strategically located development provides convenient access to major highways and expressways, ensuring seamless connectivity for its residents.

Towers C and D were completed recently, with vacant possession and key collection taking place in December 2024.





*Emerald Hills*



# MANAGEMENT DISCUSSION AND ANALYSIS
cont'd






*Emerald Rawang*

## SEGMENTAL REVIEW OF OPERATIONS *cont'd*

### Property Development *cont'd*

**Emerald Rawang**

Emerald Rawang is an 826-acre sustainable township in Rawang, Selangor, designed for multigenerational living. At its heart is a 48-acre commercial parcel anchored by Emerald Central, a waterfront commercial hub featuring a grocer, retail outlets, alfresco cafés and a fully equipped recreation centre.

Blooming Residence comprises a collection of 20' x 70' freehold two-storey terrace homes within a gated enclave and each residence offers a built-up area starting from 1,786 square feet, complemented by a resident-only private park with direct access to Central Park. In June 2025, the Group completed and handed over Blooming Residence Phase 10A, marking another milestone for the township.

Emerald Central, the commercial and recreational hub in Emerald Rawang, was completed within the financial year under review and several pioneer tenants such as Jaya Grocer, MyNews, Health Lane and WeDrink have started operating.

Meanwhile, The Rise (Final Phase), the zero-lot bungalows launched in May 2025, was well received. The units with spacious layouts come in various lot sizes ranging from 49' x 85' to 87' x 84' set on the highest point in Emerald Rawang development offering unparalleled breathtaking views and privacy. The Rise (Final Phase) comprises a total of 106 units which is part of the development on 19.8 acres of land, affording a true low-density living experience.



# MANAGEMENT DISCUSSION AND ANALYSIS
cont'd

## SEGMENTAL REVIEW OF OPERATIONS *cont'd*

### Property Development *cont'd*

#### Emerald Sepang

Emerald Sepang is a freehold township located in the scenic Pantai Sepang Putra, comprising semi-detached, single-storey, and double-storey terrace homes designed for families.

In addition, the township's proximity to the coastline adds further appeal, offering residents easy access to nature and a variety of beachside activities.

The development is well-connected to the wider Klang Valley through major highways, including the North-South Expressway (NSE), Elite Highway, New Klang Valley Expressway (NKVE), and Shah Alam Expressway (KESAS). A new highway is currently being constructed that connects the township to Kuala Lumpur International Airport (KLIA), reducing the travelling time from close to 40 minutes to about 19 minutes. In addition, should the West Coast Expressway be extended from Banting to Gelang Patah in Johor along the coastal area, the route will pass by the development and this will further increase the appeal of Emerald Sepang for its connectivity.

In FY2025, we introduced a new phase of development in Emerald Sepang which is the Phase 2 of Areca double-storey terrace houses in July 2024. Areca's standard lot size is 22' x 70' and features a generous built-up of 1,859 square feet. The project is replete with a whole host of amenities. Residents can enjoy a serene 2.3-acre green park and Areca is also served by Smart Selangor free bus, providing residents with convenience to travel to Mitsui Outlet Park, Tanjong Sepat and KLIA. Being adjacent to tourism hotpots at the coastal area, Areca is ideal for investment as well as a place to call home.





*Emerald Sepang*



# MANAGEMENT DISCUSSION AND ANALYSIS
cont'd

## SEGMENTAL REVIEW OF OPERATIONS *cont'd*

### Property Development *cont'd*

#### Damansara City

Located in the prestigious and affluent neighbourhood of Damansara Heights, Kuala Lumpur, Damansara City is the area's first transit-oriented integrated mixed development spanning 8.5 acres of freehold land. The development consists of two Grade A office towers, Menara Hong Leong and Menara Guoco, alongside two residential blocks, DC Residensi, the 5-star Sofitel Kuala Lumpur Damansara hotel and the five-storey DC Mall.

Menara Guoco has been certified as a Green Building by the Green Building Index (GBI) and awarded Gold under the Leadership in Energy and Environmental Design (LEED) standard. DC Residensi comprises 370 luxury serviced apartments, thoughtfully designed with a variety of layouts and complemented by premium amenities, offering residents refined urban living in one of the Kuala Lumpur's most exclusive addresses.

### Property Investment

Our property investment division continued to deliver sustainable growth in FY2025, driven by higher occupancy levels and stronger contributions across our diversified portfolio of investment assets. DC Mall achieved steady occupancy during the year, while Tower REIT benefitted from improved occupancy at Menara HLX.

#### DC Mall

As an integral component of Damansara City, DC Mall is a five-storey community-centric mall focusing on healthcare and fitness concepts with a vibrant mix that includes dining, and retail services within its 172,826 square feet of net lettable area (NLA). In FY2025, DC Mall has achieved an overall occupancy rate of 82%. The tenant mix comprises Health & Wellness (28%), Retail & Services (9%), Food & Beverage (28%) and Supermarket (17%), reflecting a balanced portfolio that serves as a one-stop retail centre that caters to the needs of the surrounding community.

The DC Mall continues to draw increased foot traffic with its diverse lineup of tenants. The DC Food Bazaar remains a popular lunch destination, complemented by established names such as Jaya Grocer, Watsons, Health Lane, MyNEWS, MR DIY and CU Mart.

In the current financial year, several new tenants were secured, including Anytime Fitness, The Grappling Centre and Champur, which collectively took up 9,935 square feet, or approximately 5.7% of the lettable area. An expansion by an existing tenant, Good Juju, added another 3,309 square feet, bringing its total occupied area to 9,532 square feet. In addition, our anchor tenant, Jaya Grocer, remains a key draw, while KL Fertility is set to expand its premises to 15,816 square feet, thereby strengthening the mall's healthcare offering.

To enhance its appeal further, DC Mall is exploring opportunities to attract more healthcare providers and fitness operators, diversifying its tenant base to meet the growing needs of the community. These efforts are expected to reinforce DC Mall's positioning as a well-rounded one-stop retail centre in Damansara Heights.

*DC Mall*



# MANAGEMENT DISCUSSION AND ANALYSIS
cont'd

## SEGMENTAL REVIEW OF OPERATIONS *cont'd*

### Property Development *cont'd*

#### Tower REIT

Tower REIT invests primarily in office and commercial real estate and it has three assets under its portfolio, namely Menara Guoco, Plaza Zurich and Menara HLX with a total portfolio value of RM806 million as at 30 June 2025. In FY2025, Tower REIT recorded a revenue of RM38.9 million, representing an increase of 5% from the previous financial year. This improvement was driven by higher occupancy and sustained rental contributions from key tenants. Net rental income rose to RM21.7 million, underpinned by effective cost management and operational efficiency. Total comprehensive income stood at RM7.2 million compared to RM5.7 million in FY2024, demonstrating the effectiveness of its leasing strategy, prudent financial management and disciplined cost controls.




*Menara Guoco*




*Plaza Zurich*



*Menara HLX*

# MANAGEMENT DISCUSSION AND ANALYSIS
cont'd

## SEGMENTAL REVIEW OF OPERATIONS *cont'd*

### Hospitality

The hospitality division remained stable in FY2025, maintaining its competitive edge despite the increased competition. Revenue stood at RM52.5 million, consistent with the previous year.

### Sofitel Kuala Lumpur Damansara

Sofitel Kuala Lumpur Damansara is a five-star luxury hotel offering 312 elegantly designed rooms and suites, complemented by a curated selection of dining outlets and premium amenities, such as a fully equipped fitness club as well as an award-winning spa.

During the financial year under review, the hotel recorded a 4.8% growth in Revenue per Available Room (RevPAR), reflecting steady growth. This growth was partially offset by a 4.3% decline in Food and Beverage revenue, due to intensified competition from the growing number of dining establishments in the vicinity. In addition, the hotel was honoured with the Haute Grandeur Global Hotel Awards for best culinary experience and best spa hotel, affirming its service excellence and solidifying its reputation as one of the region's leading luxury hotels.

The hotel's growth potential is expected to continue with higher room revenues as the area becomes more attractive with the opening of new commercial office spaces, lifestyle venues and shopping malls in the neighbourhood.

## DIVIDEND

The Board has declared a final single-tier dividend of 2 sen per share, consistent with the previous financial year. This underscores our confidence in the Group's future prospects and dedication to delivering sustainable returns to our shareholders.




*Sofitel Kuala Lumpur Damansara*

# MANAGEMENT DISCUSSION AND ANALYSIS

cont'd

## MANAGING RISK

We continuously assess, monitor and address potential risks and headwinds that could impact the sustainable growth of our business. This proactive approach is fundamental to our operations, enabling us to ensure consistent performance in the years ahead.

In FY2025, the Group faced heightened revenue risk due to affordability concerns in the residential market, coupled with the risk of escalating construction costs due to various inflationary factors. In addition, an oversupply of properties continued to exert pressure on profit margins and selling prices.

To overcome these challenges, the Group carried out active cost control measures such as value engineering and stringent tender exercises to mitigate the rising cost of construction. The Group executed various marketing initiatives such as attractive packages as well as targeted promotional campaigns, roadshows and events in conjunction with festive celebrations to improve sales performance. The Group also leveraged on digitalisation to boost sales by intensifying digital marketing initiatives on social media. At the same time, the Group continued with disciplined cash flow management, which reduced borrowings and, in turn, lowered finance costs. Active engagement with banks enabled the Group to renegotiate for more favourable financing terms. At the operational level, performance was closely monitored against budgets to ensure financial discipline.

The Group also maintained a strong compliance framework by consulting professionals on regulatory requirements, instituting robust standard operating procedures (SOPs) and strengthening internal controls. Periodic risk reviews and assessments were undertaken to identify potential compliance exposures and risk mitigation measures, reinforcing the Group's governance practices.

## MOVING FORWARD

In FY2025, GLM demonstrated adaptability in navigating the shifting market conditions and economic challenges. Guided by well-defined strategies and disciplined execution, the Group reaffirmed its ability to create long-term value for stakeholders. We remain focused on delivering high-quality developments that meet market needs while maintaining strict financial discipline.

Looking ahead, the operating environment for the property sector is expected to remain challenging, particularly with persistent oversupply in residential and commercial office segments, as well as elevated construction costs and external economic uncertainties that may weigh on investor sentiment. At the same time, opportunities are emerging, driven by government incentives for first-home buyers, growing demand for industrial and logistics assets and the recovery of the tourism and hospitality sector. Government campaigns such as Visit Malaysia 2026 are anticipated to further strengthen inbound tourism and benefit hospitality-related assets.

The Group maintains an optimistic outlook tempered with prudence and discipline. This aligns with Bank Negara Malaysia's Gross Domestic Product (GDP) growth projection of between 4% and 4.8% in 2025. Key priorities include the timely delivery of ongoing developments, monetisation of completed inventories, disposal of non-strategic landbank and selective land acquisitions to bolster future growth. The Group is also intensifying its focus on industrial development, with the planned launch of an industrial park in Jasin marking a milestone in portfolio diversification.

Unlocking value from existing landbanks remains central to the Group's strategy. The industrial park in Jasin will transform the underutilised land into generating new revenue stream and diversifying our property development portfolio with the objective of strengthening our overall performance.

Simultaneously, the Group will continue to nurture and strengthen its value-added proposition for our future launches. The Group also will continue to introduce and implement targeted promotions to drive take-up rates while strengthening financial discipline through prudent capital management.

# SUSTAINABILITY STATEMENT

## BLUEPRINT FOR A BETTER TOMORROW

Welcome to GuocoLand (Malaysia) Berhad ("GLM" or "the Group") Sustainability Statement 2025.

Sustainability is more than a responsibility; it is an integral part of how we develop, invest and operate. As a leading property developer and real estate investor, we are acutely aware of the environmental and social impact of our projects and assets. This Sustainability Statement shows our commitment to building responsibly, creating long-term value and contributing to a more sustainable built environment.

This Statement outlines the Group's efforts and progress against our aspirations in embedding sustainable practices across our value chain for the financial year under review.

### Reporting Period

This Statement covers the period from 1 July 2024 to 30 June 2025, in line with our financial year 2025 ("FY2025").

### Reporting Scope and Boundary

This Statement highlights our property development and property investment activities.

Unless otherwise specified, references to "we", "our" and "the Group" in this Statement refer to GuocoLand (Malaysia) Berhad and its subsidiaries collectively.

### Reporting Framework

**Principle Guideline**

- Bursa Malaysia Main Market Listing Requirements on Enhanced Sustainability Disclosures
- Global Reporting Initiative ("GRI") Universal Standards

**Additional Guidelines**

- FTSE4Good Bursa Malaysia ESG Index
- United Nations Sustainable Development Goals ("UNSDGs")
- International Organization for Standardisation ("ISO") 26000:2010 Guidance on Social Responsibility
- International Financial Reporting Standards ("IFRS") Sustainability Disclosure Standards, including S1 General Requirements for Disclosure of Sustainability-related Financial Information and S2 Climate-related Disclosures

This Statement also reflects insights gathered from stakeholders and is guided by established sustainability best practices.

# SUSTAINABILITY STATEMENT
cont'd

### Data Integrity

GLM compiles the data in this Statement using internal management systems to ensure accuracy, relevance and consistency. Where feasible, we include comparative figures to enable year-on-year analysis. Some measurement uncertainties may arise due to limitations in estimation methods or data. Where applicable, we disclose these uncertainties and outline the steps taken to enhance data quality, including the implementation of improved methodologies and robust data systems.

### Accuracy and Assurance

Designated process owners and heads of departments reviewed and validated the information presented in this Statement. The indicators disclosed in this Statement have been subjected to an internal review by our internal audit team, with the scope and subject matter reviewed detailed on page 54 of this Annual Report which was endorsed by the Board of Directors.

### Access and Feedback

A digital copy of this Statement is available for download at www.guocoland.com.my. We welcome constructive feedback to improve the relevance and quality of our sustainability reporting. Please direct any comments, queries or suggestions to glm.info@guocoland.com.



# SUSTAINABILITY STATEMENT
cont'd

## SHAPING SUSTAINABLE SKYLINES

At GLM, we establish long-term value through sustainable urban transformation, grounded in our role as an established property developer known for shaping community-centric residential townships and delivering innovative commercial and integrated developments across Malaysia.

Our value creation model illustrates how we strategically harness various forms of capital to deliver meaningful outcomes. By aligning our development approach with environmental, social and governance ("ESG") principles, we generate a lasting impact for stakeholders, strengthen community well-being and contribute to Malaysia's sustainable urban future.

| Capital | Inputs | Strategic Activities | Outputs | Outcomes (Value Created) |
|---|---|---|---|---|
|  Financial Capital | Shareholder funds, internal capital and financing | Prudent financial planning, capital reinvestment via REIT and investment in high-growth projects | Mixed-use developments, recurring income assets | Long-term shareholder returns, stable cash flows and enhanced asset portfolio |
|  Manufactured Capital | Land bank and built assets | Development of townships, integrated developments and commercial hubs with Transit-Oriented Development ("TOD") and green infrastructure | Residential units, office towers, retail spaces and hospitality assets | Sustainable urban growth, increased property value and economic contribution to local economy |
|  Natural Capital | Land, water, materials and biodiversity | Green-certified design, climate-responsive planning and natural terrain conservation (e.g. Emerald Hills) | Low-carbon buildings, green open spaces and rainwater harvesting systems | Reduced emissions and water use, preserved biodiversity and enhanced climate resilience |
|  Human Capital | Skilled employees, contractors and professionals | Talent development, Safety and Health compliance, inclusive hiring and staff well-being programmes | Competent workforce, safe work environments and training initiatives | Improved workforce engagement, productivity, safety andtalent retention |
|  Social & Relationship Capital | Communities, residents, tenants, the government and regulators | Community engagement, placemaking, infrastructure, mobility access and affordable housing initiatives | Parks, public spaces, infrastructure and community events | Strong society connection, improved mobility, inclusivity and stakeholder trust |
|  Intellectual Capital | Urban planning expertise, smart design and sustainable development knowledge | Master planning, digital tools, ESG integration and innovative smart building concepts | Transit-oriented, liveable neighbourhoods, ESG-aligned development models | Enhanced brand reputation, design leadership and alignment with global sustainability benchmarks |

# SUSTAINABILITY STATEMENT
cont'd

Clearly defined focus areas support our Sustainability Value Creation Model by guiding our actions and performance across ESG dimensions. These focus areas reflect the material topics most relevant to the business and key stakeholders, including climate resilience, human capital development, community well-being and ethical governance.

We map each focus area to the relevant United Nations Sustainable Development Goals ("UNSDGs") to ensure our efforts contribute meaningfully to broader global objectives. This alignment enables us to track progress in addressing both global and domestic challenges, such as urbanisation, climate change and social inclusion, while strengthening long-term business resilience and stakeholder value.

### GLM Sustainability Focus Areas



**PILLAR 1** **Towards a Greener Future**




With a profound recognition of the potential environmental ramifications associated with its operations, GLM actively engages with its employees and suppliers in implementing environmental protection practices throughout the entire lifecycle of its projects and its day-to-day operations.



**PILLAR 2** **Empowering Our People**




GLM believes employees are the cornerstone of success for its business development. It endeavours to foster a diverse and secure working environment that attracts, motivates, and retains top talents while providing them with a competitive compensation and benefits package. As a demonstration of its commitment to safeguarding employee health and wellness, the Safety-first Policy is in place to reinforce occupational health and safety procedures.



**PILLAR 3** **Conducting Business with Honour**




GLM remains steadfast in its commitment to conducting business affairs with integrity, honesty and transparency. An array of policies and procedures, including the Anti-Corruption Policy, Employee Code of Conduct, Whistleblowing Policy, and Personal Data Protection Policy, have been implemented to promote good business conduct and provide comprehensive guidance on adhering to the highest standards of business ethics.



**PILLAR 4** **Caring for Our Community**




GLM is dedicated to making a meaningful impact on the betterment of society and building a positive relationship with the local communities. Driven by its unwavering commitment to social responsibility, it has actively engaged with local organisations to foster community spirits and give back to society.

# SUSTAINABILITY STATEMENT
cont'd

## SUSTAINABILITY GOVERNANCE

The Board of Directors leads sustainability governance at GLM, supported by the Board Audit & Risk Management Committee ("BARMC"), the Sustainability Committee and the Sustainability Working Committee. Each body plays a defined role in ensuring sustainability considerations are embedded into our strategy and operations.

**Board of Directors**

Responsible for the establishment of sound sustainability governance structure and frameworks and its effective implementation to ensure sustainability practices are embedded in business operations.

**Board Audit & Risk Management Committee ("BARMC")**

Supports the Board to oversee the management of the sustainability strategy and ESG risks.

**Sustainability Committee**

Constitutes senior management and acts as the main enabler of the GLM's sustainability, strategies and initiatives.

**Sustainability Working Committee**

Constitutes managers/senior officers from business units and support units who will execute sustainability or related policies, procedures and practices at operational level.

The Sustainability Working Committee ensures that the Board and BARMC remain informed through quarterly reports, management briefings on emerging sustainability issues, regulatory developments and stakeholder expectations. To strengthen its oversight, the Board actively seeks out the right skills and knowledge, drawing on external training, consultant input and targeted upskilling whenever needed.

### Strategic Integration and Executive Accountability

GLM empirically integrates sustainability into key strategic decisions, including master planning, project design, investment allocation and asset management. The Board and senior management carefully deliberate trade-offs, such as balancing cost with environmental protection. Our strategy prioritises long-term value creation over short-term gains, supporting community, environmental and economic objectives in parallel.

We formally document the delegation of sustainability responsibilities from the Board to relevant committees and departments. Through structured reporting, audits and internal reviews, we monitor their performance to ensure accountability and continuous improvement.

# SUSTAINABILITY STATEMENT
cont'd

### Sustainability Risk, Opportunity and Resilience Planning

GLM is dedicated to enhancing liveability and shaping a sustainable future. Our expertise spans community-focused residential townships, innovative commercial projects and integrated developments. Sustainability considerations are embedded throughout the development cycle, with proactive assessments of risks including climate change, resource scarcity and regulatory shifts.

Resilience planning ensures our projects remain adaptable to changing environmental, social and economic conditions. By prioritising eco-friendly design and fostering sustainable communities, we mitigate risks while positioning ourselves to capture new market opportunities—creating enduring value for stakeholders and the environment.

### Metrics, Targets and Performance Monitoring

GLM tracks sustainability performance using a combination of standard ESG metrics such as energy and water intensity, greenhouse gas emissions and waste, along with internally developed KPIs aligned with our strategic priorities. All metrics have clearly defined boundaries and calculation methods, with selected indicators independently verified by third parties such as Green Building Index ("GBI") and GreenRE.

The Sustainability Committee reviews performance quarterly and reports the outcomes annually. As we set targets, we disclose the baseline, timeline and interim milestones. In areas with data limitations, such as Scope 3 emissions, we acknowledge the gaps and continue to enhance our tracking systems to support more robust future reporting.

## BUILDING A CONNECTED STAKEHOLDER NETWORK

Strong stakeholder engagement underpins the long-term success and sustainability of our property development and investment activities. As a leading developer of community-focused townships and integrated developments, we shape environments that leave a lasting impact on people, places and the planet.

We build long-term relationships founded on trust, transparency and shared value. By maintaining ongoing dialogue with residents, local authorities, investors, tenants, contractors and other key stakeholders, we stay attuned to evolving expectations.

Our engagement efforts include town hall briefings, regulatory consultations, feedback sessions and digital communications. These touchpoints help us:

- Anticipate challenges and establish proactive mitigation strategies.
- Uncover new opportunities for collaboration.
- Enhance the liveability, functionality and sustainability of projects.

# SUSTAINABILITY STATEMENT
cont'd

| Stakeholder Groups | Method of Engagement | Areas of Interest | Our Response |
|---|---|---|---|
| **Employees** | • Employee volunteerism/ participation<br>• Training and leadership courses<br>• Performance review discussions<br>• Staff health and safety<br>• Internal engagement<br>• Newsletters and e-communications | • Training and development<br>• Mental and physical health awareness | We support our workforce's professional growth through structured training programmes and clear career development pathways. We promote mental and physical health by offering educational workshops, wellness initiatives and accessible resources, establishing a supportive work environment that prioritises employee well-being. |
| **Shareholders, Investors and Analysts** | • Annual General Meeting<br>• Quarterly results announcements | • Long-term value creation<br>• Growth strategies<br>• Governance matters | We endorse sustainable business practices that capitalise on opportunities, drive growth and uphold corporate governance standards. |
| **Customers, Homebuyers and Tenants** | • Social media engagement and outreach<br>• Virtual meetings and tours of show units | • Greener spaces and electric vehicle charging facilities<br>• Affordable housing<br>• Healthy features<br>• Multigenerational homes<br>• Access to public transport<br>• Use of recycled water for landscaping gardens | We cultivate greener spaces and build sustainable ecosystems by integrating essential facilities, community amenities and convenient access to public transportation. Through green practices and thoughtful landscaping, we promote environmentally responsible development that enhances quality of life. |
| **Government and Regulators** | • On–site inspections<br>• In–person meetings<br>• Health and safety regulations | • Environmental compliance<br>• Labour standards<br>• Bursa Securities listing requirements | We ensure compliance with legislation and adhere to principles of transparency, accountability and ethical business practices. |
| **Suppliers, Business Partners and Industry Groups** | • On–site inspections<br>• In–person meetings | • Occupational health and safety<br>• Product quality, health and safety<br>• Environmental compliance<br>• Labour standards<br>• Responsible supply chain | We support occupational health and safety standards throughout the supply chain, maintaining labour standards and promoting responsible supply chain practices. |
| **Community** | • Community dialogue | • Social integration within local communities | We focus on fostering social cohesion within communities, promoting inclusivity and strengthening solidarity among residents. |

# SUSTAINABILITY STATEMENT
cont'd

## MATERIALITY ASSESSMENT: STRENGTHENING FOCUS THROUGH A DOUBLE LENS

Materiality guides how GLM identifies, prioritises and acts on sustainability issues that matter most to its stakeholders and long-term business success.

In FY2025, we enhanced our materiality process by adopting the double materiality principle. This approach enables us to assess sustainability topics through two complementary lenses.

**Impact materiality**

- considers how GLM's activities affect the economy, environment and people, such as land use, emissions, biodiversity and community well-being.

**Financial materiality**

- focuses on how ESG risks and opportunities, such as climate change, regulatory shifts or evolving customer expectations, could influence GLM's performance, asset value and resilience.

GLM considers an issue material if it has a significant impact through either lens or both.

### WHY WE ADOPTED DOUBLE MATERIALITY

We adopted the double materiality approach to:

- Strengthen GLM's responsiveness to ESG issues that influence financial performance and stakeholder trust
- Mitigate our environmental and social impacts more effectively
- Align with evolving global reporting standards, including IFRS S1 and S2
- Improve transparency and accountability across our disclosures

### STAKEHOLDER ENGAGEMENT AND INPUT

We engaged key stakeholder groups to gather insights on ESG topics most relevant to them and our business.

**Participating Stakeholder Groups**

- Investors, Shareholders & Analysts
- Tenants & Customers
- Suppliers, Contractors & Business Partners
- Employees
- Government Agencies & Regulators
- Trustees
- Industry Peers & Association Members
- Community Representatives
- Media

# SUSTAINABILITY STATEMENT

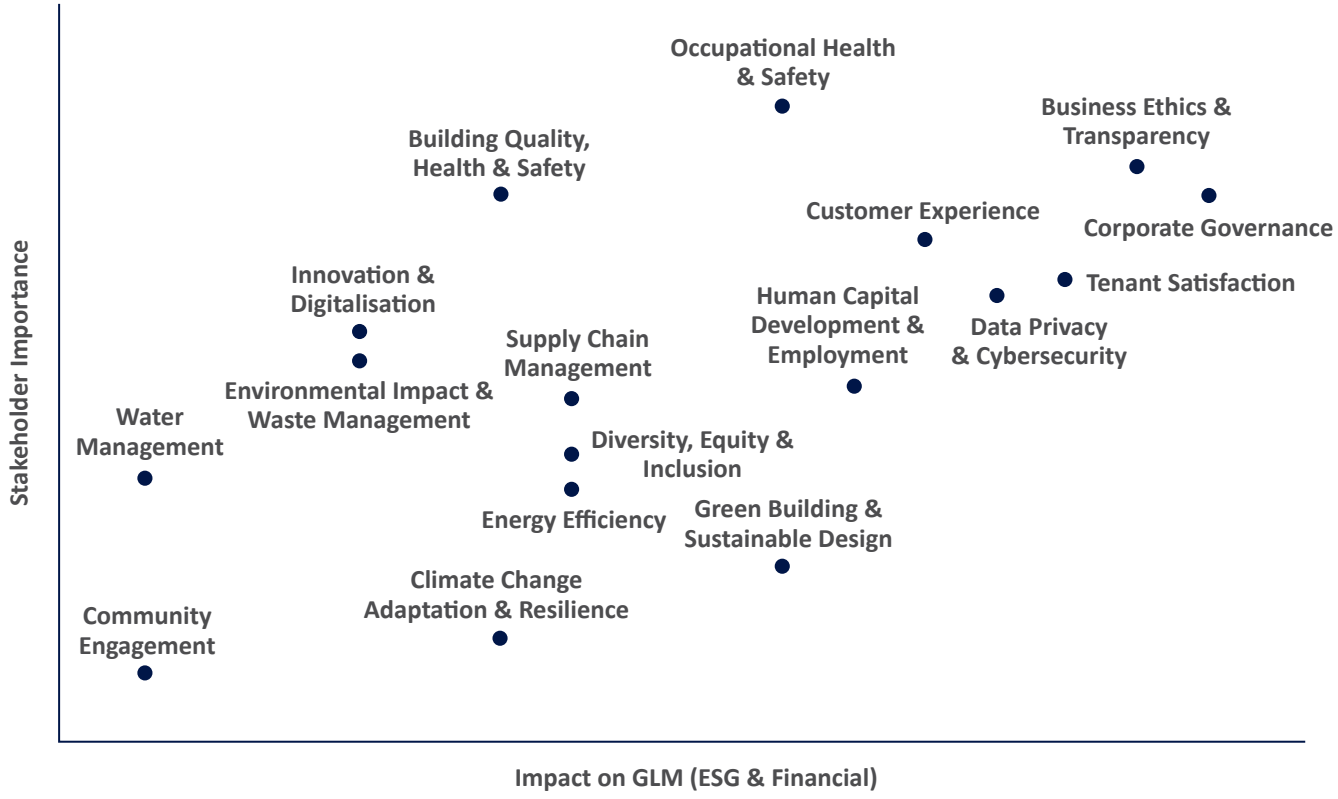
cont'd

***We invited stakeholders to complete a structured survey, where they rated the importance of various sustainability topics. At the same time, the GLM leadership team assessed the potential financial impact of these issues on business performance and strategic outcomes.***

| Topic | Description | Relevant GRI Standards |
|---|---|---|
| **Business Ethics & Transparency** | Upholding integrity, transparency and accountability across all business dealings and practices. | GRI 205 (Anti-Corruption), GRI 206 (Fair Competition) |
| **Corporate Governance** | Ensuring effective governance, regulatory compliance, board oversight and risk management. | GRI 2-9 to 2-16 (Governance), GRI 419 (Compliance) |
| **Supply Chain Management** | Promoting responsible sourcing and ethical collaboration with suppliers and contractors. | GRI 204 (Procurement), GRI 308, GRI 414 |
| **Innovation & Digitalisation** | Driving efficiency and service quality through digital transformation and smart technologies. | GRI 3 (Material Topics Disclosure), Sector-Specific |
| **Energy Efficiency** | Reducing energy consumption across buildings and operations through efficient systems. | GRI 302 (Energy) |
| **Water Management** | Conserving water by preventing wastage and using water-saving technologies. | GRI 303 (Water and Effluents) |
| **Environmental Impact & Waste Management** | Minimising environmental impact and managing waste through reduction, recycling and disposal. | GRI 306 (Waste), GRI 307 (Environmental Compliance) |
| **Green Building & Sustainable Design** | Integrating sustainable principles into design, construction and upgrades to improve performance. | GRI 302, 305, Sector-Specific |
| **Climate Change Adaptation & Resilience** | Building resilience to climate risks and integrating climate into planning and development. | GRI 201-2 (Climate Risks), GRI 305 |
| **Human Capital Development & Employment** | Investing in workforce skills, fair employment and long-term talent development. | GRI 401 (Employment), GRI 404 (Training) |
| **Diversity, Equity & Inclusion (DEI)** | Fostering a diverse, inclusive workplace with equal opportunities for all. | GRI 405 (Diversity and Equal Opportunity) |
| **Occupational Health & Safety** | Protecting the health, safety and well-being of employees, contractors and workers. | GRI 403 (Occupational Health and Safety) |
| **Building Quality, Health & Safety** | Ensuring safe, well-maintained buildings that support occupant's health and comfort. | GRI 416 (Customer Health & Safety), Sector-Specific |
| **Community Engagement** | Engaging communities through outreach, partnerships and social initiatives. | GRI 413 (Local Communities) |
| **Data Privacy & Cybersecurity** | Safeguarding personal and operational data through strong digital security. | GRI 418 (Customer Privacy) |
| **Tenant Satisfaction** | Meeting tenant needs with responsive service, safety and communication. | GRI 416, Custom KPI |
| **Customer Experience** | Delivering positive experiences for end-users across property types. | GRI 416, GRI 417 |

# SUSTAINABILITY STATEMENT
cont'd

## MATERIALITY MATRIX




## SUSTAINABLE BY DESIGN, GREEN BY NATURE

GLM recognises that environmental considerations are crucial. Projects ranging from residential townships to integrated commercial developments have long-term impacts on energy use, carbon emissions and natural resource consumption. In response, the company integrates energy-efficient systems, sustainable materials, water-saving features and effective waste management throughout the development process.

Continuous investment in research and the adoption of proven technologies further strengthen GLM's efforts to align its operations with environmental standards and support the shift towards a low-carbon, resource-efficient future.

# SUSTAINABILITY STATEMENT
cont'd

## ENERGY MANAGEMENT

GLM adopts a systematic approach to improve energy efficiency across its projects, which include property development, hospitality (Sofitel Kuala Lumpur Damansara) and retail operations (DC Mall). By implementing targeted initiatives, ranging from cleaner energy sources and efficient lighting systems to real-time monitoring and switching to renewable energy sources where possible, GLM reduces its energy use, lowers carbon emissions and enhances overall operational performance.

| Purpose | Division | Initiative | Description |
|---|---|---|---|
| **Energy-efficient Lighting** | Property Development | LED Lighting in Common Areas | LED lighting in common areas across various projects, including Emerald Central, Emerald 9, Emerald Hills and Emerald Sepang, reduces energy consumption. |
| | Property Development | LED Solar Street Lighting | Solar-powered LED street lighting in Blooming Residence and Dewan Komuniti Kota Emerald within Emerald Rawang to reduce dependency on grid electricity. |
| | Hospitality | Room Lighting Efficiency | Reduced lighting wattage in hotel guest rooms from 7W to 5W, with 203 rooms already upgraded. |
| | Retail | Optimised Lighting in Parking | At DC Parking (levels B5 and B6), lighting is scaled down after 9:00 PM on working days, maintaining only 30% of essential lighting to conserve energy. |
| **Smart Lighting Controls** | Property Development | Timers for Lighting | Timers control lighting in street and common areas in projects such as Emerald Rawang, Emerald Sepang, Emerald 9 and Emerald Hills. |
| | Property Development | Motion Sensor Lighting | Motion sensors control lighting in selected areas, including corridors and toilets at Emerald 9 and Emerald Hills |
| **Energy Monitoring and Control** | Property Development | Sub-metering | Sub-meters in projects like Emerald 9 and Emerald Hills monitor electricity consumption in common areas. |
| | Hospitality | Electrical Board Mapping | Fully mapped electrical distribution boards improve energy tracking and system efficiency. |
| **Mechanical and Cooling System Efficiency** | Property Development | Variable Speed Drives ("VSDs") | VSDs in cold water pumps (Emerald 9) and lift systems (Emerald Hills) optimise energy use. |
| | Hospitality | Chiller Temperature Adjustment | Adjusting the chiller temperature from 6.5°C to 8.5°C improves operational energy efficiency. |
| | Hospitality | AHU Inverters | Air Handling Unit inverters enable them to operate at 40Hz during periods of low demand, thereby saving energy. |
| | Retail | Chiller Maintenance | Cleaning the condenser tubes at DC Mall improves heat exchange efficiency, resulting in a reduction in daily energy consumption from approximately 4,400 kWh to 3,400 kWh as of June 2025 |
| **Renewable Energy Adoption** | Property Development | Solar Power | Solar panels on the multipurpose hall roof at Emerald Central supplement grid electricity, thereby reducing reliance on the grid. |

# SUSTAINABILITY STATEMENT
cont'd

## GREEN BUILDING

Menara Guoco reflects GLM's commitment to sustainability, innovation and environmental responsibility. The building has achieved dual green certifications: the Green Building Index ("GBI") and the prestigious Gold rating under the Leadership in Energy and Environmental Design ("LEED") framework. These certifications recognise both design excellence and long-term operational efficiency.

We apply sustainable solutions throughout the building's lifecycle, from construction through to daily operations. These solutions position Menara Guoco as a benchmark for green commercial buildings in Malaysia.

### Efficient Resource Use

We designed Menara Guoco to reduce energy and water consumption through passive design strategies, high-performance glazing and energy-efficient HVAC systems. Smart metering and real-time tracking of utilities support continuous optimisation and cost savings. These efforts lower greenhouse gas emissions and operating costs.

### Intelligent Building Automation System

We equipped Menara Guoco with a state-of-the-art Building Automation System ("BAS") that monitors energy usage and controls the Fan Coil Unit ("FCU"), Air Handling Unit ("AHU") and chillers. This system improves air conditioning efficiency, optimises performance and delivers significant energy savings.

### Rainwater Harvesting and Innovative Cooling Systems

We installed a rainwater harvesting system that collects and reuses rainwater for non-potable applications, such as landscaping and sanitation. This reduces our reliance on municipal water. At the same time, we adopted advanced cooling systems that maintain thermal comfort and reduce energy consumption, especially during peak hours. These systems operate efficiently in Malaysia's tropical climate, delivering both environmental and economic benefits.

## POLLUTION MANAGEMENT

GLM is committed to minimising air pollution and reducing carbon monoxide emissions across its operations. As part of this commitment, the Group has implemented the following pollution management measures:

**Zero Open Burning Policy**

- Enforcing a strict no-open-burning policy across all construction sites and properties eliminates harmful emissions from on-site waste disposal, protecting both environmental and public health.

**Accelerated Transition to Cleaner Energy**

- All new project sites must connect to Tenaga Nasional Berhad ("TNB") electricity supply within two months of commencing construction, thereby reducing reliance on diesel-powered generators. This transition significantly lowers carbon monoxide emissions and improves air quality.

# SUSTAINABILITY STATEMENT
cont'd

**Focus on Cleaner Energy Sources**

- By prioritising cleaner grid electricity over fossil-fuel alternatives, GLM actively reduces its carbon footprint at the project level. This approach supports broader efforts to mitigate the environmental impact of construction activities.

## ENHANCING URBAN LIVEABILITY THROUGH GREEN SPACES

GLM goes beyond compliance to create developments that actively enrich urban life. While all ongoing projects meet the requirement of at least 10% greenery coverage as approved by local authorities, our commitment extends much further.

We integrate green spaces not just to meet regulations, but to transform the urban landscape, improving air quality, reducing heat island effects and restoring pockets of biodiversity in city environments. These spaces do more than beautify; they support mental well-being, encourage community interaction and build resilience against climate change impact.

By thoughtfully weaving landscaping into each project, we deliver long-term environmental benefits while enhancing comfort, health and quality of life for residents and the surrounding communities.

## CLIMATE CHANGE ADAPTATION AND RISK MANAGEMENT

As a leading property developer of community-centric residential townships and integrated commercial projects in Malaysia, GLM recognises the growing challenges posed by climate change. We integrate climate resilience into every stage of our development process, aligning our efforts with the Task Force on Climate-related Financial Disclosures ("TCFD") and the latest IFRS S2 Climate-related Disclosures.

**Strengthening Physical Resilience**

In response to increasing flood risks and extreme weather events, we have implemented several site-specific adaptation measures to protect our developments and nearby communities:

**Stormwater Detention Ponds**

Built at Emerald Hills, Emerald Rawang and Emerald Sepang, these ponds retain and gradually release floodwater to minimise downstream surges and flooding.

**On-Site Detention ("OSD") Tanks**

At Emerald 9, OSD tanks manage stormwater runoff and ensure proper drainage within the development area.

**Flood Gates**

A floodgate installed at Menara HLX enhances protection against flash floods and safeguards building occupants.

These measures are part of the Group's long-term approach to integrating climate resilience into site planning and urban infrastructure.

# SUSTAINABILITY STATEMENT
cont'd

### Climate Governance

GLM's Board of Directors oversees climate-related risks and opportunities, ensuring they align with the Group's corporate strategy and investment decisions. The Board reviews climate updates regularly to stay informed and guide strategic direction.

The Managing Director, supported by a cross-functional Sustainability Committee, leads the implementation of climate initiatives. This oversight includes:

- Ensuring the organisation has the necessary skills and capacity.
- Assigning responsibilities with clear accountability.
- Embedding climate-related controls into enterprise-wide processes.
- Linking executive remuneration to sustainability performance.

### Strategy and Risk Response

We recognise that climate change presents two significant categories of risk to our business:

- Physical Risks: rising temperatures, heavy rainfall and floods that can disrupt construction timelines, damage infrastructure and affect community safety.
- Transition Risks: linked to policy shifts, carbon regulations, green building codes, market expectations and the adoption of low-carbon technologies.

Our strategy focuses on future-proofing our developments through green building design and certification, the adoption of energy- and water-efficient systems, early-stage climate risk assessments and scenario analyses, as well as close collaboration with local communities to ensure alignment with regional adaptation needs.

### Integrated Risk Management

GLM integrates climate-related risks into its Enterprise Risk Management ("ERM") system to ensure a structured and forward-looking approach by:

- Identifying risk hotspots across our value chain and geographical footprint
- Assessing areas most vulnerable to climate impacts
- Categorising and prioritising risks based on their likelihood and potential consequences

As part of our ongoing risk monitoring, we track policy shifts, scientific developments and evolving stakeholder expectations. We also evaluate climate-related opportunities, such as accessing sustainable finance and responding to the rising demand for environmentally responsible, green-certified developments.

# SUSTAINABILITY STATEMENT
cont'd

### Metrics, Emissions and Targets

GLM tracks climate-related performance through a clear set of environmental metrics, enabling data-driven decision-making and transparent reporting. We monitor emissions across direct (Scope 1) and indirect (Scope 2 and relevant Scope 3) sources, with clearly defined organisational and operational boundaries.

To ensure consistency and comparability, we disclose:

- Methodologies used
- Input assumptions applied
- Changes from previous reporting periods
- Detailed emissions disclosures are available on page 55 of this Report.

To drive continuous improvement, we set climate-related targets to reduce our environmental footprint. We:

- Monitor progress internally.
- Establish measurable milestones across short-, medium- and long-term horizons.
- Align our initiatives with the Group's commitment to responsible growth and long-term sustainability.

### Transition Planning and Financial Impact

GLM is preparing a Climate Transition Plan that will chart our strategic roadmap toward a low-carbon future. This plan will guide our investment in green technologies and resilient infrastructure, future-proofing our developments and strengthening long-term value.

We are also exploring the use of internal carbon pricing to account for emissions-related costs and support more sustainable, forward-looking decision-making.

We are allocating dedicated resources to climate action across our operations, using planning assumptions that reflect expected policy shifts, regulatory changes and evolving market dynamics. As part of this transition, we are progressively integrating climate-related financial impacts into our reporting framework, including analysing how climate issues affect:

- Cost structures
- Investment strategies
- Long-term asset performance

Aligning financial planning with climate priorities enables us to stay competitive, compliant and resilient in a changing economic and environmental landscape.

# SUSTAINABILITY STATEMENT
cont'd

## WATER MANAGEMENT

GLM takes a comprehensive and proactive approach to water management across its developments and operational assets. We focus on efficiency, conservation and regulatory compliance to support our broader sustainability goals and ensure the responsible use of natural resources.

### Integrating Rainwater Harvesting Systems

We install rainwater harvesting systems in all new developments to reduce reliance on treated water for landscaping and other non-potable applications. These systems form part of our standard sustainable design approach and contribute significantly to overall water conservation.

### Using Water Sub-Metering and Leakage Detection

We equip our developments with water sub-meters to track consumption in common areas and detect leaks early. This enables timely maintenance and corrective action, reducing wastage and enhancing operational efficiency.

### Ensuring Site Water Management Compliance

We embed site water management requirements into our project planning and construction processes. All projects comply with drainage, erosion control and stormwater system regulations to protect the environment and surrounding ecosystems.

### Optimising Cooling Efficiency

We improve water efficiency in our cooling systems by reducing condenser pump speeds and redirecting condenser water to additional cooling towers. These adjustments minimise drift loss and evaporation while maintaining effective cooling performance.

### Reusing Water for Wheel Washing Facilities

We practise water recycling across construction sites. By redirecting reused and rainwater to wheel washing facilities, we reduce demand for potable water and lower the environmental footprint of construction activities.

### Adopting Chemical-Free Cooling Tower Treatment

At Sofitel Kuala Lumpur Damansara, we use a chemical-free water treatment system for cooling tower operations. This enhances water efficiency while reducing chemical discharge and environmental impact.

### Maintaining Efficiency Across Operational Properties

We maintain water efficiency across our properties through routine inspections, system optimisation and preventive maintenance. Our trained on-site teams—including cleaning and security staff conduct frequent checks and carry out:

- Optimised cooling tower operations
- Regular inspection of pipes, taps and flushing systems
- Prompt leak detection and repair

These ongoing efforts ensure that all water systems run efficiently and sustainably.

# SUSTAINABILITY STATEMENT
cont'd

## WASTE MANAGEMENT

GLM has embedded its waste management strategy in a circular process that minimises environmental impact and maximises resource efficiency across the lifecycle of each development.



# SUSTAINABILITY STATEMENT
cont'd

## LAYING THE FOUNDATION FOR WORKFORCE EXCELLENCE

GLM embraces a culture that develops people. Long-term success and operational sustainability rely on the dedication, talent and well-being of employees. As a responsible property developer, we create a workplace that is inclusive, diverse, empowering and purpose-driven.

We ensure that every employee in GLM, regardless of role or background, feels valued, respected and supported. Across our corporate offices, development sites, hospitality assets, residential projects and townships, we design work environments that enable personal and professional growth, promote open collaboration and encourage shared ownership of our goals. We prioritise safety, equity and engagement to help our people to thrive.

We support continuous learning, nurture leadership potential and build resilience through robust employee programmes. By investing in our people, we future-proof our organisation and strengthen the communities we serve.

We recognise employees as key drivers of operational sustainability and organisational success. We foster a conducive, inclusive, diverse and supportive culture. We promote personal and professional development, uphold health and safety guidelines and encourage active engagement and collaboration. We create an environment where every employee feels empowered to contribute at their best.

### OUR STRENGTH IN DIVERSITY

Just as we design and develop spaces, we believe every individual deserves to belong. As a property developer and real estate investment company, we create environments where people live, work and thrive, beginning with our team.

Our workforce comprises a wide range of ages, genders, races, backgrounds and abilities, which reflects the diversity of the communities we serve. We believe that different perspectives strengthen our ability to understand and serve tenants, buyers and business partners.

In line with this commitment, Sofitel Kuala Lumpur Damansara offered a Laundry Attendant position to a candidate with a disability during this financial year. To foster an inclusive workplace, we conducted disability awareness training for all Heads of Departments and the Talent & Culture team on 19 and 20 August 2024. A certified trainer from Employable, a local NGO supporting inclusive employment, led the sessions.

You can find further details about our diverse GLM team in the Performance Data Table on pages 55 and 56 of this Annual Report.

# SUSTAINABILITY STATEMENT
cont'd

## NURTURING TALENTS, BUILDING FUTURES

GLM actively supports the continuous growth and career development of its employees. We deliver a comprehensive range of training programmes to enhance skills, ensure compliance and build a knowledgeable and adaptable workforce.

| Training Type | Description | Examples |
|---|---|---|
| **Industry & Real Estate Expertise** | Programmes designed to equip our teams with the latest knowledge and best practices in property development, management and construction, ensuring they remain at the forefront of the real estate sector. | • How to Develop Award-Winning Industrial Parks and Real Estate in Malaysia<br>• Housing Development Seminar<br>• Strata Management Seminar<br>• Workshop in Land Development<br>• Non-Completion & Damages (LAD) in Construction Contracts |
| **Financial & Regulatory Compliance** | Training focused on essential updates in taxation, accounting, legal adherence and ethical standards, underscoring our commitment to sound governance. | • National Tax Conference<br>• LHDN – Updates on New Amendments and Changes |
| **Health, Safety & Environment (HSE) & Sustainability** | These sessions reflect our commitment to responsible operations, ensuring employee well-being, environmental stewardship and the integration of sustainable practices. | • 1RAPi Campaign & Fire Prevention Seminar<br>• GBI International Series<br>• Integrating ESG into Organisational Financial Reporting Framework<br>• Schedule Waste Management<br>• OSH Coordinator Programme |
| **Digital Transformation & Technology** | Programmes ensuring our workforce is adept with emerging technologies and digital solutions, preparing them for the evolving digital landscape in real estate. | • Future Intelligent Infrastructure for a Sustainable Malaysia<br>• Data Centres in Malaysia<br>• Emerging Technologies and Best Practices |
| **Personal & Professional Growth** | Fostering individual development, enhancing soft skills, leadership capabilities and overall workplace effectiveness for a well-rounded and capable workforce. | • Scam Awareness Talk<br>• Certified Customer Experience Management Practitioner ("CCXMP")<br>• Training Needs Analysis ("TNA")<br>• Talogy Calliper in Action Workshop<br>• Strategic Workforce Planning<br>• ISO 9001:2015 Awareness<br>• Practical Strategies to Turn Pressure into Positive Energy |

## WORKPLACE SAFETY AND HEALTH

At GLM, workplace safety is foundational to the way we build, manage and operate. Whether in the construction of residential townships, the management of commercial assets, or hospitality operations, we are committed to maintaining high standards of occupational health and safety while safeguarding the well-being of our employees, contractors, tenants and guests.

In FY2025, we maintained a zero-fatality rate across all operations—a testament to our proactive safety culture and continuous improvement in workplace safety, health and risk management.

# SUSTAINABILITY STATEMENT
cont'd

### Safety Governance and Accountability

Safety begins on the ground, but accountability starts at the top. A dedicated on-site safety team monitors daily operations, enforces safety protocols, conducts risk assessments and works proactively to prevent incidents at every GLM project site. These teams ensure compliance with regulatory requirements and internal standards while coordinating regular toolbox talks, safety drills and audits.

At the organisational level, GLM's Board of Directors oversees safety, health and risk management as part of its broader governance responsibilities. The Board regularly reviews updates on safety and health performance, emerging risks and mitigation strategies, ensuring that high-level decisions consistently reflect our commitment to the well-being of all stakeholders.

### Commitment to Operational Excellence

We apply a structured and consistent approach to health and safety across the entire lifecycle of our developments. We require all contractors to appoint qualified on-site safety officers who oversee daily compliance, conduct inspections and manage hazard mitigation strategies. Regular toolbox meetings and safety briefings keep workers informed of current protocols and incident prevention measures.

We enforce the use of personal protective equipment ("PPE") at all active project sites and display safety signages prominently to reinforce a culture of shared responsibility. These industry-aligned practices help us maintain a secure, compliant work environment and minimise risk.

### Empowering Through Training

Knowledge is the first line of defence. Throughout the year, we delivered a series of structured safety and emergency preparedness training sessions across our properties. These included:

- Fire Emergency Evacuation Drills
- Emergency Response and First Aid (including CPR and AED training)
- Occupational Health and Noise Awareness Sessions
- Safety and Security Briefings

### Workplace Wellness

A motivated and healthy workforce is key to long-term performance and resilience. The Sports and Social Committee drives engagement through sports, team-building and family-focused activities that strengthen connection and morale.

Mental well-being is equally prioritised, with efforts to promote work-life balance, open communication and a supportive culture where employees feel safe, valued and empowered.

**Target Moving Forward**

- Maintain zero fatalities at the site.
- Maintain 100% compliance with Department of Safety and Health requirements.

# SUSTAINABILITY STATEMENT
cont'd

## HUMAN RIGHTS

GLM is committed to upholding the highest standards of conduct in all business dealings, including adherence to International Human Rights Law. We respect internationally recognised human rights principles, including the United Nations' Universal Declaration of Human Rights, the United Nations Guiding Principles on Business and Human Rights and the International Labour Organisation's ("ILO") Declaration on Fundamental Principles and Rights at Work.

### GLM Commitment to Human Rights and Labour



**Freely Chosen Employment**

We strictly prohibit all forms of forced, bonded, trafficked, prison or slave labour.



**Young Workers**

Child labour is not tolerated. We adhere to the highest standard of minimum working age as defined by local laws.



**Wages and Benefits**

All wages and benefits meet or exceed legal requirements, including minimum pay, overtime and living wages.



**Working Hours**

We adhere to legal limits on working hours and overtime, actively preventing overwork to ensure the well-being of our employees.



**Humane Treatment**

We ensure a safe and respectful workplace, free from abuse, harassment or coercion of any kind.



**Health and Safety**

We have an established Health and Safety management system, aligned with the international health and safety standard.



**Equality and Freedom from Discrimination**

Employment decisions are made fairly, without discrimination based on age, race, colour, gender, sexual orientation, ethnicity, nationality, religion, disability, pregnancy, marital status, political beliefs, union membership, veteran status or other characteristics.



**Freedom of Association and Collective Bargaining**

We respect workers' rights to unionise, bargain collectively or communicate openly without fear of retaliation.

# SUSTAINABILITY STATEMENT
cont'd

## OPERATING WITH INTEGRITY

At GLM, we conduct our business with integrity and uphold the highest ethical standards. This commitment shapes how we plan, develop and manage our properties, ensuring that every project reflects a strong sense of responsibility to the communities we serve, our stakeholders and the built environment.

We promote transparency, quality assurance and accountability across all operations and throughout our supply chain. Delivering consistent value and satisfaction to property buyers, tenants, investors and the wider community build lasting trust and credibility.

Through excellence in execution and long-term asset stewardship, we raise industry standards and support sustainable economic development.

### BUILDING TOGETHER

GLM actively participates in industry associations and professional networks to foster meaningful collaboration, knowledge exchange and innovation. These partnerships enable us to engage with peers, share insights and contribute to shaping best practices. Through collective efforts, we help drive industry progress, raise standards and support the advancement of a more sustainable and resilient built environment.

**Industry Organisations related to the businesses of GLM**

| | |
|---|---|
| Construction Industry Development Board ("CIDB") The International Real Estate Federation ("FIABCI") | Real Estate and Housing Developer's Association Malaysia ("REHDA") |

### QUALITY AND SAFETY IN OUR OPERATIONS

GLM's emphasis on quality and safety goes beyond regulatory requirements; they form the foundation of how we build, operate and manage our developments. Across the Group, we rigorously uphold industry standards to deliver safe, high-quality environments for all stakeholders, including residents, tenants, investors, the community and the public.

**Quality Assurance**

GLM maintains a strong commitment to construction quality by applying the Quality Assessment System in Construction ("QLASSIC"), Malaysia's recognised benchmarking system for evaluating workmanship in structural, architectural and M&E components as well as Building Quality Assessment System ("BuildQAS"), Singapore's third-party assessment system for assessing building workmanship quality whose inspection methods and standards adapted from best-in-class quality assessment systems such as Singapore's Construction Quality Assessment System ("CONQUAS").

We have achieved notable QLASSIC scores across several residential projects, including Emerald Sepang, Emerald 9, Emerald Rawang Blooming and Emerald Hills Phase 2. Emerald Hills also earned a BUILDQAS score of 82.5% in its most recent review, meeting our performance expectations and reinforcing the Group's quality assurance standards.

# SUSTAINABILITY STATEMENT
cont'd

### Engineered for Stability

GLM treats slope and geotechnical safety as critical components of its development strategy. Certified professionals design and endorse all major retaining structures and local authorities approve them before implementation.

All our development sites have achieved 100% compliance with slope safety requirements, with zero penalties recorded to date. This strong performance reflects our commitment to rigorous geotechnical design and regular site inspections. We ensure the stability of key infrastructure, such as soil nail walls and engineered slopes, at projects like Emerald Hills and Emerald Rawang.

These measures play a vital role in preventing accidents and safeguarding the long-term structural integrity of our developments.

### Digital Infrastructure

Guoco Tower's MSC Malaysia Cybercentre status delivers high-speed connectivity, robust ICT systems and infrastructure resilience. For tenants, this ensures seamless digital operations, reduced downtime and greater scalability. Stakeholders benefit from enhanced property value, increased tenant appeal, especially among tech-driven businesses and stronger long-term asset performance. This status reinforces Guoco Tower's position as a prime destination for future-focused enterprises.

### Safety Measures in Our Managed Assets

We prioritise tenant and public safety across GLM's property investment and hospitality assets. Our commercial properties feature integrated security systems designed to prevent incidents and facilitate swift, coordinated emergency responses.



**24-hour trained security personnel**

- stationed at all critical access points



**CCTV surveillance**

- covering common areas and parking zones



**Emergency alert buttons in parking areas**

- trigger immediate response

GLM upholds its commitment to safety across all managed properties. We recorded zero site accidents resulting in fatalities, reflecting the strength of our comprehensive safety protocols.

We maintain high operational standards through ongoing efforts that include:

- Sustaining car park lighting levels consistently above 120 lux to support visibility and security.
- Installing clear, strategically placed signages, such as "Turn on Headlamps," "SLOW," "Speed Limit," "CAUTION" and "STOP", at ramps and junctions to improve user awareness and reduce incident risk.

In addition, our most recent audit of GLM's hospitality assets confirmed strong performance, with high scores across all assessed safety and operational areas.

**Target Moving Forward**

- Ensure work quality with a minimum QLASSIC score of 79%, 100% compliance with regulations and zero penalties.

# SUSTAINABILITY STATEMENT
cont'd

## ENSURING SATISFACTION ACROSS THE OWNERSHIP JOURNEY

Satisfaction is more than a service goal; it is a core part of how we build trust and deliver long-term value. Whether purchasing a home or leasing a commercial space, every customer and tenant experience matters.

### End-to-end Service Across the Ownership and Tenancy Journey

Our approach to customer care covers every key phase.

**For homebuyers**

- Professional support from initial engagement through to handover
- Clear communication and dedicated after-sales service for defect rectification

**For tenants**

- Transparent leasing process and onboarding
- Ongoing engagement to ensure comfort, safety and satisfaction throughout the tenancy

### Inclusive Access

We are committed to creating an inclusive environment for all individuals, including those with disabilities. Designated handicapped-friendly access points have been incorporated into our developments, such as at Guoco Tower, to ensure barrier-free mobility and equal access to our facilities. These features reflect our dedication to universal design and accessibility for everyone.

### CRM Approach – Structured, Responsive and Customer-focused

GLM's Customer Relationship Management ("CRM") division strives to play a central role in upholding service quality, responsiveness, and accountability across all residential and commercial segments. The CRM team serves as the primary point of contact for homeowners, managing feedback and resolving issues promptly.

| | |
|---|---|
| **Responsive Feedback Handling** | All customer and tenant feedback is systematically recorded, tracked and reviewed. The CRM team ensures that every concern is addressed fairly, with appropriate follow-up to close the loop. |
| **Timely Issue Resolution** | Post-handover and tenancy-related issues, such as defect rectification or service requests, are resolved through a structured process that involves coordination with the project, facilities and operations teams. GLM adheres strictly to the obligations outlined in the Sale and Purchase Agreement, including repairing all reported issues within the stipulated timeframe at no additional cost to the customer. |
| **Regular Documentation and Reporting** | GLM documents defects and service requests and reviews them regularly to ensure consistency and accountability. These records support efficient resolution and enable ongoing monitoring of service quality. |
| **Continuous Improvement** | GLM gathers insights through customer interactions and feeds issue trends back into internal planning cycles. This cycle helps improve future developments, fine-tune property management services and strengthen customer engagement strategies. |

# SUSTAINABILITY STATEMENT
cont'd

## BUILDING COMMUNITY, CREATING CONNECTIONS

GLM builds communities that enhance the overall quality of life. We value meaningful connections with residents and stakeholders as strong relationships create thriving, inclusive neighbourhoods.

We design communal spaces across our developments to encourage interaction, foster a sense of belonging and strengthen neighbourly ties. Beyond the physical environment, we bring people together through community-focused initiatives, such as public festive events held at our sales galleries. These occasions provide engaging platforms for residents, potential buyers and local stakeholders to celebrate, connect and build lasting relationships.

## UPHOLDING ETHICAL STANDARDS ACROSS GLM

At GLM, we uphold integrity, transparency and accountability as the cornerstones of our business conduct. We embed ethical principles into every aspect of our operations, from internal governance and employee behaviour to supplier relationships and regulatory engagement.

We reinforce this commitment through a comprehensive governance framework that guides responsible conduct, mitigates risks and fosters a culture of trust.

### Comprehensive Governance Framework

GLM's governance framework comprises several key policies that set clear expectations for ethical behaviour:

- Code of Conduct and Ethics for Employees
- Code of Conduct and Ethics for Company Directors
- Supplier Code of Conduct
- Anti-Bribery and Corruption Policy
- Whistleblowing Policy
- Conflict of Interest Policy

Together, these policies serve as the foundation for ethical decision-making and responsible risk management across all levels of the organisation.

### Promoting Integrity from Day One

All new employees undergo mandatory training on GLM's Code of Conduct and Ethics during the onboarding process. This orientation introduces the Group's core values of integrity, honesty, fairness and respect, while reinforcing our commitment to ethical business practices and emphasising compliance with anti-corruption laws and responsible conduct in dealings with stakeholders.

# SUSTAINABILITY STATEMENT
cont'd

### Zero Tolerance for Bribery and Corruption

GLM enforces a strict zero-tolerance approach to bribery, corruption and all forms of unethical behaviour. We prohibit the offering, solicitation, or acceptance of bribes or kickbacks, whether directly or indirectly, in all business interactions.

To institutionalise this commitment, we have implemented the following measures:

- We include a Declaration of Conflict of Interest in tender opening forms, employees' Letters of Offer and Letters of Award issued to contractors and consultants.
- We enforce an Anti-Bribery and Corruption Policy, which includes structured procedures for reporting suspected misconduct or corruption practices.
- We embed an Anti-Bribery and Corruption clause in all key contractual documents.

### Confidential and Secure Whistleblowing Channel

GLM's Whistleblowing Policy empowers employees, business partners and other stakeholders to report concerns confidentially and, if desired, anonymously. All disclosures are treated with strict confidentiality and investigated with due diligence, ensuring a safe and trustworthy platform for raising misconduct.

**Continuous Efforts and Target Moving Forward**

- 100% compliance with GLM's Declaration on Conflict of Interest
- Zero incidents of corruption and bribery

## SAFEGUARDING TRUST IN A DIGITAL ERA

GLM recognises that strong cybersecurity and data privacy practices are essential to protecting sensitive information and maintaining stakeholder trust, particularly as digital systems become integral to operations, customer engagement and property management.

GLM aligns its data governance with the Personal Data Protection Act ("PDPA") and industry best practices to ensure the Group handles all personal and business data with care, transparency and accountability.

### Building Resilience Through Governance and Controls

We embed cybersecurity protocols into all aspects of our digital infrastructure to proactively mitigate risks and safeguard confidential information.

# SUSTAINABILITY STATEMENT
cont'd

## Key Cybersecurity Initiatives

**Access Control and Monitoring**
We strictly control system and data access based on user roles and responsibilities. We regularly review permissions and maintain audit trails and access logs to detect and respond to anomalies in real time.

**Data Encryption**
We encrypt all sensitive information both at rest and in transit to prevent unauthorised access, even in the event of data interception or compromise.

**Multi-Factor Authentication ("MFA")**
We implement MFA across critical platforms to strengthen user verification and reduce the risk of unauthorised access.

**Firewall and Endpoint Security**
We deploy enterprise-grade firewalls and endpoint protection tools to guard against malware, ransomware and other cyber threats.

**Employee Training and Awareness**
We provide regular training to all employees on cybersecurity hygiene, phishing prevention and data privacy responsibilities. PDPA compliance remains a core focus in both induction and refresher programmes.

**Incident Response and Business Continuity**
We maintain a structured incident response plan to ensure swift action in the event of a cyber threat or data breach. The plan includes containment measures, root cause analysis and clear communication protocols.

**Vendor and Third-Party Due Diligence**
We require all vendors and service providers with access to GLM systems to comply with our cybersecurity and data privacy standards. We conduct risk assessments and include data protection clauses in relevant contracts.

## Supporting Digital Transformation with Secure Infrastructure

As part of our ongoing digital transformation, GLM continuously enhances its IT infrastructure with secure cloud hosting, data backup systems and integrated security solutions. These investments ensure our platforms remain robust, resilient and trusted by stakeholders.

# SUSTAINABILITY STATEMENT
cont'd

## STRENGTHENING OUR SOCIALLY RESPONSIBLE SUPPLY CHAIN

At GLM, we recognise that our supply chain plays a pivotal role in shaping responsible development outcomes. We maintain open communication and active collaboration with our network of contractors, consultants, vendors and other business partners to ensure that our developments are built on shared values of safety, integrity and sustainability.

### Embedding Social and Environmental Standards

We acknowledge the broad environmental and social footprint of our supply chain. We are committed to mitigating potential risks through the strategic integration of Environmental, Safety and Health considerations into procurement and contractor management. All prospective suppliers and contractors undergo a rigorous prequalification process that assesses their financial health, legal compliance and alignment with ESG standards. This vetting includes Credit Tip-Off Services ("CTOS") checks to verify regulatory adherence and ensure high standards of integrity across our supply chain.

As part of our tender processes, we integrate social and environmental prerequisites, including compliance with recognised environmental management standards, prohibitions on pollution-generating activities and requirements that encourage responsible waste management practices. To safeguard the well-being of workers and communities around our project sites, we mandate strict adherence to public and workplace safety requirements under prevailing regulations, including the Occupational Safety and Health Act 1994 (Act 514), statutory by-laws and local authority standards.

### Monitoring and Continuous Improvement

We regularly inspect and monitor our supply chain partners to ensure ongoing compliance with GLM's ESG expectations. These evaluations cover site safety performance, environmental practices, local sourcing initiatives and the treatment of workers, particularly regarding fair labour practices and living conditions.

**Target Moving Forward**

- Instil integrity and good governance among the entire supply chain partners

### Local Procurement for Lasting Impact

GLM prioritises local sourcing to reduce carbon emissions, minimise delays and strengthen local economies. All stated materials are confirmed to be locally sourced by tenderers prior to contract award. By hiring and sourcing locally, we create jobs, support community growth and build a greener, more resilient supply chain.

# SUSTAINABILITY STATEMENT
cont'd

## WHERE EVERY DEVELOPMENT BEGINS WITH COMMUNITY

GLM's commitment to the community is deeply rooted in its values, going beyond property development to uplift the lives of those around its projects. The Group supports a wide range of initiatives, including financial donations, in-kind contributions, volunteering work and partnerships with community organisations.

GLM actively engages in a range of community initiatives, from food aid and festive celebrations to environmental clean-ups and infrastructure support, reflecting our commitment to inclusive and sustainable development.

| | |
|---|---|
| **Food Aid and Welfare Support** | • Delivered 60 pre-packed lunches to Persatuan Kebajikan Kanak-Kanak Terencat Akal, Petaling Jaya on 9 July 2024<br>• Distributed 80 pre-packed lunch boxes to Lovely Nursing Centre, Petaling Jaya on 9 October 2024 |
| **Festive and Cultural Inclusion** | • Hosted 15 orphans from Anbu Illam Home, Ampang, for a Deepavali celebration and dinner at Kwee Zeen on 23 October 2024<br>• Donated RM1,000 to Persatuan Wanita Muhibah Sepang in support of a Deepavali event<br>• Contributed RM1,000 to Sg. Pelek Chinese School Alumni Association for its 70$^{th}$ Anniversary celebration |
| **Community Clean-up and Public Health** | • Organised a *gotong-royong* and carried out minor repair works at Pertubuhan Kebajikan Kaseh Sayang Old Folks Home (June–July 2024)<br>• Conducted fogging activities at four blocks of flats in Taman Alam Jaya in November 2024<br>• Participated in a *gotong-royong* at Kompleks Penghulu Mukim Cheras, Batu 10 in February 2025<br>• Joined community clean-up along Jalan 6/154D, Alam Damai, to maintain neighbourhood cleanliness |
| **Infrastructure and Environmental Enhancement** | • Collaborated with Prolintas, concession holder of SUKE Highway, to upgrade the Taman Eko-Rimba Recreational Park access road, enhancing public access and safety |

# SUSTAINABILITY STATEMENT
cont'd

## STATEMENT OF ASSURANCE

### Assurance undertaken

In strengthening the credibility of the Sustainability Statement, indicators disclosed in this Sustainability Statement have been subjected to an internal review by the company's internal auditors and have been approved by the BARMC.

### Subject matter

The Common Sustainability Matters and accompanying indicators covered by internal review include the following:

| No. | Common Sustainability Matters | Common Indicators |
|---|---|---|
| 1. | Anti-Corruption | a) Percentage of employees who have received training on anti-corruption by employee category<br>b) Percentage of operation assessed for corruption-related risks<br>c) Confirmed incidents of corruption and action taken |
| 2. | Community/Society | a) Total amount invested in the community where the target beneficiaries are external to the listed issuer<br>b) Total number of beneficiaries of the investment in communities |
| 3. | Diversity | a) Percentage of employees by gender and age group, for each employee category<br>b) Percentage of Directors by gender and age group |
| 4. | Energy management | a) Total energy consumption |
| 5. | Health and safety | a) Number of work-related fatalities<br>b) Lost time incident rate<br>c) Number of employees trained on health and safety standards |
| 6. | Labour practices and standards | a) Total hours of training by employee category<br>b) Percentage of employees that are contractors or temporary staff<br>c) Total number of employee turnover by employee category<br>d) Number of substantiated complaints concerning human rights violations |
| 7. | Supply chain management | a) Proportion of spending on local suppliers |
| 8. | Data privacy and security | a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data |
| 9. | Water | a) Total volume of water used |
| 10. | Waste management | a) Total waste generated, and a breakdown of the following:<br>(i) Total waste diverted from disposal<br>(ii) Total waste diverted to disposal |
| 11. | Emissions management | a) Scope 1 emissions in tonnes of $CO_2e$<br>b) Scope 2 emissions in tonnes of $CO_2e$<br>c) Scope 3 emissions in tonnes of $CO_2e$ (Category 6: Business Travel and Category 7 : Employee Commuting) |

### Scope

The boundary of the internal review includes all companies within the Group's financial control.

# SUSTAINABILITY STATEMENT
cont'd

## PERFORMANCE DATA TABLE

| Indicator | Measurement Unit | 2024 | 2025 |
|---|---|---|---|
| **Bursa (Energy management)** | | | |
| Bursa C4(a) Total energy consumption | Megawatt | 23,517.94 | 22,340.35 |
| **Bursa (Emissions management)** | | | |
| Bursa C11(a) Scope 1 emissions in tonnes of CO2e | Metric tonnes | 275.60 | 161.10 |
| Bursa C11(b) Scope 2 emissions in tonnes of CO2e | Metric tonnes | 17,204.60 | 16,751.08 |
| Bursa C11(c) Scope 3 emissions in tonnes of CO2e (at least for the categories of business travel and employee commuting) | Metric tonnes | - | 9,270.79 |
| **Bursa (Water)** | | | |
| Bursa C9(a) Total volume of water used | Megalitres | 257.698090 | 272.732060 |
| **Bursa (Waste management)** | | | |
| Bursa C10(a) Total waste generated | Metric tonnes | - | 1,024.57 |
| Bursa C10(a)(i) Total waste diverted from disposal | Metric tonnes | - | 9.80 |
| Bursa C10(a)(ii) Total waste directed to disposal | Metric tonnes | - | 1,014.77 |
| **Bursa (Diversity)** | | | |
| Bursa C3(a) Percentage of employees by gender and age group, for each employee category | | | |
| Age Group by Employee Category | | | |
| Senior Management Under 30 | Percentage | 0.00 | 0.00 |
| Senior Management Between 30-50 | Percentage | 89.47 | 57.14 |
| Senior Management Above 50 | Percentage | 10.53 | 42.86 |
| Management Under 30 | Percentage | 1.98 | 5.77 |
| Management Between 30-50 | Percentage | 82.18 | 75.00 |
| Management Above 50 | Percentage | 15.84 | 19.23 |
| Executives Under 30 | Percentage | 19.50 | 20.27 |
| Executives Between 30-50 | Percentage | 75.47 | 73.65 |
| Executives Above 50 | Percentage | 5.03 | 6.08 |
| Non-Executives Under 30 | Percentage | 61.76 | 58.10 |
| Non-Executives Between 30-50 | Percentage | 36.03 | 38.10 |
| Non-Executives Above 50 | Percentage | 2.21 | 3.81 |
| Gender Group by Employee Category | | | |
| Senior Management Male | Percentage | 52.63 | 71.43 |
| Senior Management Female | Percentage | 47.37 | 28.57 |
| Management Male | Percentage | 57.43 | 50.00 |
| Management Female | Percentage | 42.57 | 50.00 |
| Executives Male | Percentage | 47.80 | 46.62 |
| Executives Female | Percentage | 52.20 | 53.38 |
| Non-Executives Male | Percentage | 65.44 | 66.67 |
| Non-Executives Female | Percentage | 34.56 | 33.33 |

Internal assurance | External assurance | No assurance | (*)Restated

# SUSTAINABILITY STATEMENT

cont'd

| Indicator | Measurement Unit | 2024 | 2025 |
|---|---|---|---|
| **Bursa (Diversity)** | | | |
| Bursa C3(b) Percentage of directors by gender and age group | | | |
| Male | Percentage | 71.43 | 66.67 |
| Female | Percentage | 28.57 | 33.33 |
| Under 30 | Percentage | 0.00 | 0.00 |
| Between 30-50 | Percentage | 28.57 | 22.22 |
| Above 50 | Percentage | 71.43 | 77.78 |
| **Bursa (Labour practices and standards)** | | | |
| Bursa C6(a) Total hours of training by employee category | | | |
| Senior Management | Hours | 276 | 346 |
| Management | Hours | 1,165 | 2,363 |
| Executives | Hours | 1,916 | 2,339 |
| Non-Executives | Hours | 2,291 | 1,826 |
| Bursa C6(b) Percentage of employees that are contractors or temporary staff | Percentage | 1.69 | 2.43 |
| Bursa C6(c) Total number of employee turnover by employee category | | | |
| Senior Management | Number | 10 | 8 |
| Management | Number | 40 | 26 |
| Executives | Number | 47 | 44 |
| Non-Executives | Number | 71 | 80 |
| Bursa C6(d) Number of substantiated complaints concerning human rights violations | Number | 0 | 0 |
| **Bursa (Health and safety)** | | | |
| Bursa C5(a) Number of work-related fatalities | Number | 0 | 0 |
| Bursa C5(b) Lost time incident rate ("LTIR") | Rate | 1.81 | 0.00 |
| Bursa C5(c) Number of employees trained on health and safety standards | Number | 220 | 208 |
| **Bursa (Anti-corruption)** | | | |
| Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category | | | |
| Senior Management | Percentage | 73.68 | 57.14 |
| Management | Percentage | 68.32 | 71.15 |
| Executives | Percentage | 47.17 | 60.14 |
| Non-Executives | Percentage | 46.32 | 62.86 |
| Bursa C1(b) Percentage of operations assessed for corruption-related risks | Percentage | 100.00 | 100.00 |
| Bursa C1(c) Confirmed incidents of corruption and action taken | Number | 0 | 0 |

Internal assurance | External assurance | No assurance | (*)Restated

# SUSTAINABILITY STATEMENT
cont'd

| Indicator | Measurement Unit | 2024 | 2025 |
|---|---|---|---|
| **Bursa (Data privacy and security)** | | | |
| Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data | Number | 0 | 0 |
| **Bursa (Supply chain management)** | | | |
| Bursa C7(a) Proportion of spending on local suppliers | Percentage | 98.38 | 98.48 |
| **Bursa (Community/Society)** | | | |
| Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer | MYR | 355,598.91 | 21,320.00 |
| Bursa C2(b) Total number of beneficiaries of the investment in communities | Number | 1,682 | 3,655 |

Internal assurance | External assurance | No assurance | (*)Restated

# BOARD AUDIT & RISK MANAGEMENT COMMITTEE REPORT

## CONSTITUTION

The Board Audit & Risk Management Committee ("Committee") of GuocoLand (Malaysia) Berhad ("GLM" or the "Company") has been established since 23 March 1994.

## COMPOSITION

The composition of the Committee has been re-constituted as follows:

**Mr Sim Hong Kee**
*Chairman, Independent Non-Executive Director*
*(Re-designated as Chairman on 1 August 2025)*

**Ms Patricia Chua Put Moy**
*Chairman, Independent Non-Executive Director*
*(Retired on 1 August 2025)*

**Tuan Haji Mohamad Zamani bin Razali**
*Independent Non-Executive Director*
*(Appointed on 1 March 2025)*

**Ms Tan Poh Chan**
*Independent Non-Executive Director*
*(Appointed on 1 August 2025)*

**Mr Peter Ho Kok Wai**
*Chairman, Independent Non-Executive Director*
*(Retired on 20 August 2024)*

**Encik Zulkiflee bin Hashim**
*Independent Non-Executive Director*
*(Retired on 4 December 2024)*

## SECRETARY

The Secretary to the Committee is Ms Chin Min Yann who is the Company Secretary of GLM.

## TERMS OF REFERENCE

The Committee's terms of reference ("TOR") are published on the Company's website at www.guocoland.com.my.

# BOARD AUDIT & RISK MANAGEMENT COMMITTEE REPORT

cont'd

**AUTHORITY**

The Committee is authorised by the Board of Directors ("Board") to review any activity of the Group within its TOR. The Committee is authorised to seek any information it requires from any Director or member of management and all employees are directed to co-operate with any request made by the Committee.

The Committee is authorised by the Board to obtain independent legal or other professional advice if it considers necessary.

**MEETINGS**

The Committee meets at least four (4) times in each financial year and additional meetings may be called at any time as and when necessary. All meetings to review the quarterly reports and annual financial statements are held prior to such quarterly reports and annual financial statements being presented to the Board for approval. Recommendations and decisions may also be taken by way of Circular Resolutions.

The Chief Financial Officer, Head of Internal Audit, Risk Manager, Managing Director and senior management may attend Committee meetings, on the invitation of the Committee, to provide information and clarification required on items on the agenda. Representatives of the external auditors are also invited to attend the Committee meetings to present their audit scope and plan, audit report and findings together with management's response thereto, and to brief the Committee members on significant audit and accounting areas which they noted in the course of their audit.

Issues raised, discussions, deliberations, decisions and conclusions made at the Committee meetings are recorded in the minutes of the Committee meetings. Where the Committee is considering a matter in which a Committee member has an interest, such member abstains from reviewing and deliberating on the subject matter.

Two (2) members of the Committee, who shall be independent, shall constitute a quorum.

After each Committee meeting, the Chairman of the Committee shall report and update the Board on significant issues and concerns discussed during the Committee meetings and where appropriate, make the necessary recommendations to the Board.

**ACTIVITIES**

An annual assessment on the performance and effectiveness of the Committee and each of its members for the financial year ended 30 June 2025 ("FY2025") was carried out by the Nominating Committee ("NC"). The NC and the Board are satisfied that the Committee and its members had carried out their duties in accordance with the Committee's TOR.

During FY2025, five (5) Committee meetings were held and the attendance of the Committee members was as follows:

| Member | Attendance |
|---|---|
| Mr Sim Hong Kee | 4/4* |
| Tuan Haji Mohamad Zamani bin Razali | 1/1* |
| Mr Peter Ho Kok Wai | 1/1* |
| Encik Zulkiflee bin Hashim | 3/3* |
| Ms Patricia Chua Put Moy | 5/5 |

* *reflects the attendance and the number of meetings held during the period the Committee members held office.*

# BOARD AUDIT & RISK MANAGEMENT COMMITTEE REPORT
cont'd

**ACTIVITIES** *cont'd*

The Committee carried out the following key activities during FY2025:

- Reviewed the quarterly reports and annual financial statements of the Group prior to submission to the Board for consideration and approval.

- Reviewed and recommended to the Board for approval the Board Audit & Risk Management Committee Charter and Internal Audit Charter.

- Held two (2) separate sessions with the external auditors without the presence of Executive Director and management. During the separate sessions, no critical issues were raised and the external auditors conveyed that they had been maintaining a good professional Auditor-Client working relationship.

- Met with the external auditors and discussed the Annual Audit Plan 2025 on the nature and scope of the audit, considered significant changes in accounting and auditing issues, where relevant, reviewed the management representation letter and management's response, reviewed pertinent issues which had significant impact on the results of the Group and discussed applicable accounting and auditing standards.

- Discussed with the external auditors the potential key audit matters, other significant audit matters and other audit matters identified by the external auditors.

- Reviewed and recommended to the Board for approval, the audit and non-audit fees payable to the external auditors in respect of services provided to the Group. It also reviewed the provision of non-audit services by the external auditors to ascertain whether such provision of services would impair the external auditor's independence or objectivity. Details of non-audit fees incurred by the Group for FY2025 are stated in the notes to the financial statements.

- Assessed the performance, suitability, independence and objectivity of the external auditors, taking into consideration factors such as the quality of service, adequacy of experience and resources of the firm and the professional staff assigned to the audit, and communication and interaction, and made recommendation to the Board to seek shareholders' approval on the appointment of the external auditors.

- Reviewed the adequacy and integrity of internal control systems, including risk management and relevant management information system. It also reviewed the processes put in place to identify, evaluate and manage the significant risks encountered by the Group.

- Met with the internal auditors and approved the annual audit plan and also reviewed the internal audit reports which contain audit findings and recommendations, management's responses, progress updates and status of management's action plans related to the audit findings and recommendations thereto. The Committee also held private meetings with the Head of Internal Audit without the present of Executive Director and Management.

- Reviewed and endorsed the Policy and Procedure of Recurrent Related Party Transaction and various recurrent related party transactions ("RRPTs") carried out by the Group.

- Reviewed and endorsed the proposed mandate for RRPTs with various related parties prior to Board's recommendation for shareholders' approval.

- Reviewed the Statement on Risk Management and Internal Control ("SORMIC") of the Group and the report of the external auditors in respect of their review on the SORMIC prior to Board's approval for inclusion in the Company's Annual Report.

- Reviewed, endorsed and recommended to the Board for approval the Board Audit & Risk Management Committee Report for inclusion in the Company's Annual Report.

# BOARD AUDIT & RISK MANAGEMENT COMMITTEE REPORT

cont'd

**ACTIVITIES** *cont'd*

The Committee carried out the following key activities during FY2025: *cont'd*

- Reviewed the Anti-Bribery and Corruption Management System ("ABCMS") Report which comprises the ABCMS activities and progress update.
- Reviewed the Environment, Social and Governance Report on quarterly basis.
- Reviewed, endorsed and recommended to the Board for approval the Sustainability Statement for inclusion in the Company's Annual Report.
- Reviewed, endorsed and recommended to the Board for approval the Conflict of Interest Policy. There were no situations of conflict of interest or potential conflict of interest reported to the Committee.

**INTERNAL AUDIT ("IA")**

The Group has an in-house IA Department. The IA Department, led by the Head of IA, reports directly to the Committee. The IA Department supports the Committee in the effective discharge of its responsibilities in respect of governance, internal controls and the risk management framework of the Group. The Committee takes cognisance of the fact that an independent and adequately resourced internal audit function is essential in obtaining the assurance it requires regarding the effectiveness of the system of internal controls.

The IA activities carried out during FY2025 include, inter alia, the following:

- Ascertained the extent of compliance with the established Group policies, procedures and statutory requirements;
- Reviewed the system of internal controls and key operating processes inaccordance with the approved annual IA plan by adopting a risk-based approach and recommending improvements to the existing system of controls;
- Conducted investigation audits on the request of management;
- Carried out ad-hoc audit reviews on the Group's operations;
- Reviewed recurrent related party transactions;
- Performed limited assurance internal review on the selected Common Sustainability Indicators disclosed in the Sustainability Statement; and
- Observed and witnessed tender opening processes during the financial year.

Arising from the above activities, IA reports, incorporating the audit findings, audit recommendations and management's responses were presented to the Committee. Follow-up audit was also conducted and the status of implementation on the agreed recommendations was monitored and reported to the Committee.

The cost incurred by the IA Department for FY2025 amounted to RM437,342.

***This Board Audit & Risk Management Committee Report is made in accordance with the resolution of the Board of Directors.***

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

> ***"Corporate Governance is the process and structure used to direct and manage the business and affairs of the Company towards enhancing business prosperity and corporate accountability with the ultimate objective of realising long term shareholder value, whilst taking into account the interest of other stakeholders."***
>
> *~ Finance Committee on Corporate Governance*

The Board of Directors of GuocoLand (Malaysia) Berhad ("Board") is pleased to present this Statement with an overview of the corporate governance ("CG") practices of the Group which supports the three (3) key principles of the Malaysian Code on Corporate Governance ("MCCG"), namely board leadership and effectiveness; effective audit and risk management; and integrity in corporate reporting and meaningful relationship with stakeholders.

The Corporate Governance Report 2025 of the Company in relation to this Statement is published on the Company's website, www.guocoland.com.my ("Website").

## BOARD LEADERSHIP AND EFFECTIVENESS

### A. Roles and Responsibilities of the Board

The Board is responsible for the effective stewardship and control of the Company and has established terms of reference ("TOR") to assist in the discharge of these responsibilities.

In discharging its responsibilities, the Board has established functions which are reserved for the Board and those which are delegated to management. The key roles and responsibilities of the Board are set out in the Board Charter, which is reviewed annually by the Board and published on the Website. The key roles and responsibilities of the Board broadly cover reviewing and approving corporate policies and broad strategies; overseeing and evaluating the conduct of the Group's businesses; identifying principal risks and ensuring the implementation of appropriate systems to manage those risks; and reviewing and approving key matters such as financial results, investments and divestments, acquisitions and disposals, and major capital expenditure.

The day-to-day business of the Group is managed by the Managing Director ("MD") who is assisted by the management team. The MD and her management team are accountable to the Board for the performance of the Group. In addition, the Board delegates certain of its responsibilities to Board Committees, which operate within clearly defined TOR primarily to support the Board in the performance of its duties and responsibilities.

To discharge its oversight roles and responsibilities more effectively, the Board has delegated the independent oversight over, inter alia, internal and external audit functions, internal controls and risk management to the Board Audit & Risk Management Committee. The Nominating Committee is delegated the authority to, inter alia, assess and review Board, Board Committees and Chief Executive appointments and/or re-elections, and assess and evaluate the performance of the Board, Board Committees and Chief Financial Officer ("CFO"). Although the Board has granted such authority to Board Committees, the ultimate responsibility and the final decision rest with the Board. The Chairmen of Board Committees report to the Board on matters dealt with at their respective Board Committee meetings. Minutes of Board Committee meetings are also tabled at Board meetings.

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

**BOARD LEADERSHIP AND EFFECTIVENESS** *cont'd*

**A. Roles and Responsibilities of the Board** *cont'd*

There is a clear division of responsibilities between the Chairman of the Board and the MD. This division of responsibilities between the Chairman and the MD ensures an appropriate balance of roles, responsibilities and accountability.

The Chairman leads the Board and ensures its smooth and effective functioning.

The MD is responsible for formulating the vision and recommending policies and the strategic direction of the Group for approval by the Board, implementing the decisions of the Board, initiating business ideas and corporate strategies to create competitive edge and enhancing shareholder wealth, providing management of the day-to-day operations of the Group and tracking compliance and business progress.

Independent Non-Executive Directors ("ID" or "IDs") are responsible for providing insights, unbiased and independent views, advice and judgment to the Board and bring impartiality to Board deliberations and decision-making. They also ensure effective checks and balances on the Board. There are no relationships or circumstances that could interfere with or are likely to affect the exercise of IDs' independent judgment or their ability to act in the best interest of the Company and its shareholders.

The Group continues to operate in a sustainable manner and seeks to contribute positively to the well-being of stakeholders. The Group takes a progressive approach in integrating sustainability into its businesses as set out in the Sustainability Statement which forms part of the Annual Report.

The Board observes the Company's Code of Ethics for Company Directors ("Director Code") as adopted by the Board. The Director Code is published on the Website.

**B. Board Composition**

The Board currently comprises seven (7) Directors, three (3) of whom are IDs. The profiles of the members of the Board are set out in the Annual Report.

The recommendation in MCCG to have at least half of the board comprising IDs has been considered by the Board. The Board is of the view that the current composition of the IDs is adequate for the Board to function objectively and effectively. The IDs are able to exercise sound judgement without fear or favour and provide check and balance with their unbiased views so as to foster objectivity in Board's deliberations and decisions. The IDs have performed their oversight role effectively and understood their responsibilities to all stakeholders.

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

**BOARD LEADERSHIP AND EFFECTIVENESS** *cont'd*

**B. Board Composition** *cont'd*

The Company is guided by the Policy on Board Composition adopted by the Company and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa") ["MMLR"] in determining its Board composition. The Policy includes the following:

- The Board shall determine the appropriate size of the Board to enable an efficient and effective conduct of Board deliberation.
- The Board shall have a balance of skills and experience to commensurate with the complexity, size, scope and operations of the Company.
- The Board shall comprise at least one (1) woman Director.
- Board members should have the ability to commit time and effort to carry out their duties and responsibilities effectively.

The Company has in place a Board Diversity Policy. The Board recognises the merits of Board diversity in adding value to collective skills, perspectives and strengths to the Board. Currently, there are two (2) women Directors on the Board. The Board will consider appropriate targets in Board diversity including gender, ethnicity and age balance on the Board and will take the necessary measures to meet these targets from time to time as appropriate.

Based on the review of the Board composition in August 2025, the Board is of the view that the current size and composition of the Board are appropriate and effective for the control and direction of the Group's strategy and business. The composition of the Board also fairly reflects the investment of shareholders in the Company.

**C. Board Committees**

Board Committees have been established by the Board to assist in the discharge of its duties.

- Board Audit & Risk Management Committee ("BARMC")

  The composition of the BARMC and a summary of its activities in the discharge of its functions and duties during the financial year ended 30 June 2025 ("FY2025") are set out in the Board Audit & Risk Management Committee Report in the Annual Report.

  The TOR of the BARMC are published on the Website.

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

**BOARD LEADERSHIP AND EFFECTIVENESS** *cont'd*

**C. Board Committees** *cont'd*

- Nominating Committee ("NC")

The NC was established on 2 May 2013. The TOR of the NC are published on the Website.

The composition of the NC has been re-constituted as follows:

**Mr Sim Hong Kee**
*Chairman, Independent Non-Executive Director*
*(Re-designated as Chairman on 1 August 2025)*

**Ms Patricia Chua Put Moy**
*Chairman, Independent Non-Executive Director*
*(Retired on 1 August 2025)*

**Tuan Haji Mohamad Zamani bin Razali**
*Independent Non-Executive Director*
*(Appointed on 1 March 2025)*

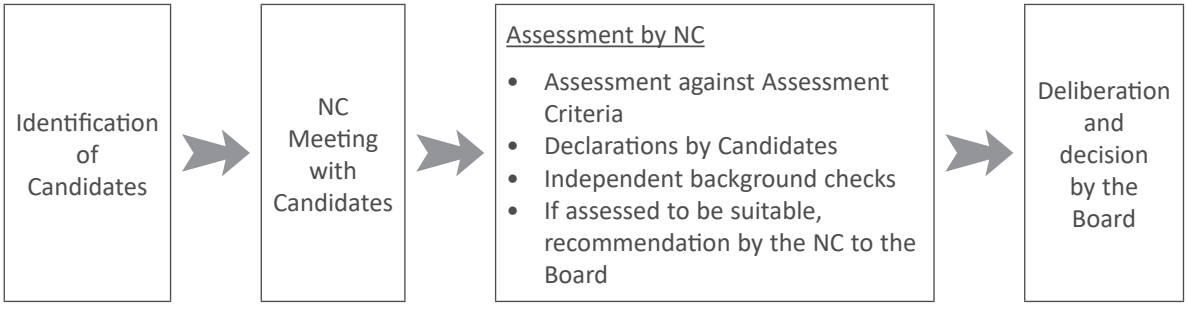
**Ms Tan Poh Chan**
*Independent Non-Executive Director*
*(Appointed on 1 August 2025)*

**Mr Peter Ho Kok Wai**
*Chairman, Independent Non-Executive Director*
*(Retired on 20 August 2024)*

**Encik Zulkiflee bin Hashim**
*Independent Non-Executive Director*
*(Retired on 4 December 2024)*

(i) New Appointments

The nomination, assessment and approval process for New Appointments, in accordance with the Directors' Fit and Proper Policy, shall be as follows:



# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

**BOARD LEADERSHIP AND EFFECTIVENESS** *cont'd*

**C. Board Committees** *cont'd*

- Nominating Committee ("NC") *cont'd*

(i) New Appointments *cont'd*

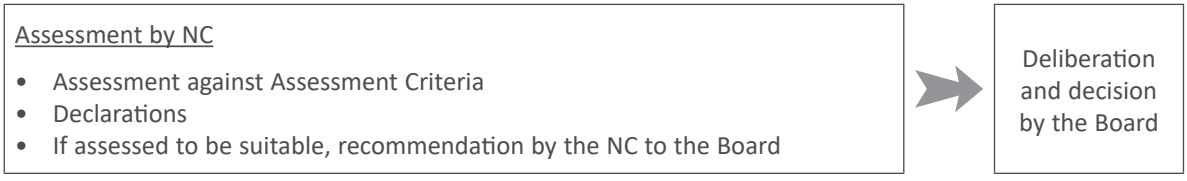
All candidates to the Board are assessed by the NC prior to their appointments, taking into account the assessment criteria, inter-alia, the candidates' character and integrity, the strategic and effective fit of the candidates for the Board, the overall desired Board composition including Board diversity and the required mix of skills, expertise, knowledge and experience in the industry, market and segment to enhance the Board's overall effectiveness and having regard to the candidates' attributes, qualifications, management, leadership, business experience, independence, conflict of interest or potential conflict of interest and time commitment, before they are recommended to the Board for approval. The Company maintains a pool of potential Board candidates from internal and external introductions, recommendations and independent sources with director databases in its search for suitable Board candidates.

In evaluating any new appointment of senior management ("SM"), the Company is guided by the Hong Leong Group Recruitment Policy where all potential candidates are given equal opportunity regardless of gender, race, and religion and/or whether or not one has disability. SM positions are awarded based on qualifications, experience and potential.

In the case of Chief Executive, the NC will take into account the candidate's knowledge and experience in the industry, market and segment.

(ii) Re-election

The assessment and approval process for re-election of Directors as set out in the Directors' Fit and Proper Policy are as follows:




The Directors will be evaluated on their performance in the discharge of duties and responsibilities effectively, including, inter alia, contribution to Board deliberations, time commitment as well as the Annual Board Assessment (as defined below) results, fit and proper declaration and assessment in respect of their probity, competence, personal integrity, reputation, qualifications, skills, experience and financial integrity, contributions during the term of office, attendance at Board meetings, and for IDs, their continued independence.

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

**BOARD LEADERSHIP AND EFFECTIVENESS** *cont'd*

**C. Board Committees** *cont'd*

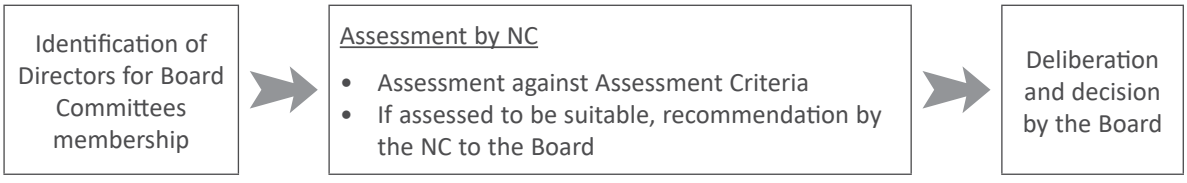
- Nominating Committee ("NC") *cont'd*

(iii) Removal

For removal of Directors, the Company shall carry out such removal in accordance with the provisions of the Companies Act 2016 and any other relevant regulatory requirements. The NC may recommend to the Board the removal of a Director who is ineligible, disqualified, incapacitated or who has failed in the discharge of fiduciary duties.

(iv) Board Committee Appointments

The nomination, assessment and approval process for appointments to Board Committees ("Board Committee Appointments") is as follows:




In line with the Directors' Fit and Proper Policy, the assessment for Board Committee Appointments will be based on the Directors' potential contributions and value-add to the Board Committees with regard to Board Committees' roles and responsibilities.

In addition, a formal evaluation process has been put in place to assess the effectiveness of the Board as a whole, Board Committees as a whole and the contribution and performance of each individual Director, Board Committee member, Chief Executive and CFO on an annual basis ("Annual Board Assessment"). For newly appointed Chairman, Directors, Chief Executive and CFO, the Annual Board Assessment will be conducted at the next annual assessment exercise following the completion of one (1) year of service.

For management succession planning, it has been embedded in the Group's process over the years to continuously identify, groom and develop key talents from within the Group. The Group also has a talent development programme to identify, retain and develop young high potential talents.

The NC meets at least once in each financial year and additional meetings may be called at any time as and when necessary. Recommendations and decisions may also be taken by way of circular resolutions.

During FY2025, five (5) NC meetings were held and all the NC members attended the meetings.

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

**BOARD LEADERSHIP AND EFFECTIVENESS** *cont'd*

**C. Board Committees** *cont'd*

- Nominating Committee ("NC") *cont'd*

(iv) Board Committee Appointments *cont'd*

The NC discharged its duties in accordance with its TOR during FY2025. The NC considered and reviewed the following:

- NC Charter;
- policies on Board Composition, Independence of Directors, Board Diversity, Directors' Fit and Proper and Directors' Training;
- NC Report;
- performance of the Board, Board Committees, each individual Director and each Board Committee member;
- composition of the Board and Board Committees;
- mix of skills, professional qualification, experience and other qualities of Directors including gender, ethnicity and age balance;
- independence of IDs and their tenure;
- trainings undertaken by Directors and recommendation of training programmes for Directors;
- re-election of Directors; and
- appointment of new Directors.

Subsequent to FY2025, the NC has considered and recommended to the Board for approval, the appointment of Ms Tan Poh Chan, as ID of the Company and a member of the BARMC and NC.

Having reviewed the Board composition, the NC was satisfied that the current Board comprises a good mix of skills and that the current size and composition of the Board are appropriate and effective in discharging its functions. The NC took cognisance of the merits of Board diversity, including gender, ethnicity and age balance on the Board and will take the necessary measures to meet these targets from time to time as appropriate.

Subsequent to FY2025, the NC has also evaluated the performance of the Board, Board Committees, each individual Director, each Board Committee member and CFO, benchmarking their respective TOR and assessment criteria, and through the annual assessment conducted for FY2025. The NC was satisfied that they have continued to operate effectively in discharging their duties and responsibilities. They have also fulfilled their responsibilities and are suitably qualified to hold their positions.

- Remuneration Committee ("RC")

The Company does not have a RC. The Board is of the view that it is not necessary for the Company to establish a RC for the time being given the current size of the Board. The Board as a whole functions as the RC.

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

**BOARD LEADERSHIP AND EFFECTIVENESS** *cont'd*

**D. Remuneration**

The Group's remuneration scheme for Executive Directors and SM is linked to performance, service seniority, experience and scope of responsibility and is periodically benchmarked to market/industry surveys conducted by human resource consultants. Performance is measured against profits and targets set in the Group's annual plan and budget.

The level of remuneration of Non-Executive Directors reflects the scope of responsibilities and commitment undertaken by them, industry benchmark as well as complexity of the Group's businesses.

The remuneration packages of Executive Directors are reviewed by the entire Board. Executive Directors shall not participate in the deliberations and shall vacate the meeting room during deliberations of their remuneration packages. The Board, in assessing and reviewing the remuneration packages of Executive Directors, ensures that a strong link is maintained between their rewards and individual performance, based on the provisions in the Group's Human Resources Manual, which are reviewed from time to time to align with market/industry practices.

The fees of Directors are recommended and endorsed by the Board for approval by the shareholders of the Company at its Annual General Meeting ("AGM"). The detailed remuneration of each Director is set out in the Corporate Governance Report which is published on the Website.

The Group adopts Hong Leong Group's total compensation philosophy which promotes high performing culture, alignment of corporate values and vertical and horizontal equity. The rewards strategy focuses on providing a competitive remuneration and benefits package, as well as ample career progression opportunities for employees.

The Company's rewards framework focuses on a balanced and right pay mix to achieve the desired long term business performance. The framework includes base pay, cash allowances; performance based variable pay, long term incentives, benefits and other employees' programmes. The rewards framework ensures that employees are paid competitively against the industry and talent market the company is operating in, delivered via a combination of cash and non-cash elements such as shares or share-linked instruments.

Key performance indicators and key results areas of employees are measured and tracked diligently to ensure strong alignment of employee output to the overall business strategy and direction of the company.

**E. Independence**

The Board takes cognisance of the provisions of the MCCG, which states that the tenure of an ID should not exceed a cumulative term of nine (9) years and upon completion of the nine (9) years, an ID may continue to serve on the Board subject to the Director's re-designation as a Non-ID. It further states that in the event the Board wishes to retain an ID who has served a cumulative term of nine (9) years and above, shareholders' approval shall be sought annually with justification through a two-tier voting process.

The Company has in place an Independence of Directors Policy ("ID Policy") which sets out the criteria for assessing the independence of IDs. The Board will apply these criteria upon admission, annually and when any new interest or relationship develops. The ID Policy states that the tenure of an ID shall not exceed a cumulative term of nine (9) years from the date of his or her first appointment in the Company.

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

**BOARD LEADERSHIP AND EFFECTIVENESS** *cont'd*

**E. Independence** *cont'd*

The IDs have declared their independence, and the NC and the Board have determined, at the annual assessment carried out, that the IDs have continued to bring independent and objective judgment to Board deliberations and decision making.

The tenure of all the IDs on the Board does not exceed nine (9) years.

**F. Commitment**

The Directors are aware of their responsibilities and devote sufficient time to carry out such responsibilities. In line with the MMLR, Directors are required to comply with the restrictions on the number of directorships in public listed companies. Board meetings are scheduled ahead in order to enable full attendance at Board meetings. The Board meets quarterly with timely notices of issues to be discussed. Additional meetings may be convened on an ad-hoc basis as and when necessary. Where appropriate, decisions are also taken by way of Directors' circular resolutions. Directors are required to attend at least 50% of Board meetings held in each financial year pursuant to the MMLR.

All Board members are supplied with information in a timely manner. The Company has moved towards electronic Board reports. Board reports are circulated electronically prior to Board and Board Committee meetings and the reports provide, among others, financial and corporate information, significant operational, financial and corporate issues, updates on the performance of the Company and of the Group and management's proposals which require the approval of the Board.

All Directors have access to the advice and services of qualified and competent Company Secretaries to facilitate the discharge of their duties effectively. The Company Secretaries are qualified to act under Section 235 of the Companies Act 2016. They are Associate Members of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA) and hold practising certificate issued by CCM. The Company Secretaries support the effective functioning of the Board, provide advice and guidance to the Board on policies and procedures, relevant rules, regulations and laws in relation to corporate secretarial and governance functions and facilitate effective information flow among the Board, Board Committees and SM. The Company Secretaries attend programmes and seminars to keep themselves abreast with, inter-alia, regulatory requirements, company law and CG.

All Directors also have access to the advice and services of the internal auditors and in addition, to independent professional advice, where necessary, at the Company's expense, in consultation with the Chairman of the Company.

At Board meetings, active deliberations of issues by Board members are encouraged and such deliberations, decisions and conclusions are recorded by the Company Secretaries accordingly. Any Director who has an interest in the subject matter to be deliberated shall abstain from deliberating and voting on the same during the meetings.

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

**BOARD LEADERSHIP AND EFFECTIVENESS** *cont'd*

**F. Commitment** *cont'd*

The Board met five (5) times during FY2025 with timely notices of issues to be discussed. Details of attendance of each Director are as follows:

| Directors | Attendance |
|---|---|
| Mr Tang Hong Cheong | 5/5 |
| Mr Cheng Hsing Yao (Zheng Xinyao) | 5/5 |
| Puan Noorbaizura binti Hermeyney | 5/5 |
| Mr Sim Hong Kee *(Appointed on 20.8.2024)* | 4/4* |
| Tuan Haji Mohamad Zamani bin Razali *(Appointed on 01.03.2025)* | 1/1* |
| Mr Peter Ho Kok Wai *(Retired on 20.8.2024)* | 1/1* |
| Encik Zulkiflee bin Hashim *(Retired on 04.12.2024)* | 2/2* |
| Ms Patricia Chua Put Moy *(Retired on 01.08.2025)* | 5/5 |
| Mr Quek Kon Sean | 3/5 |

* *reflects the attendance and the number of meetings held during the period the Directors held office.*

The Company recognises the importance of continuous professional development and training for its Directors.

The Company is guided by a Directors' Training Policy, which covers an Induction Programme and Continuing Professional Development ("CPD") for Directors of the Company. The Induction Programme which may include visits to the Group's business operations and meetings with senior management, is organised for newly appointed Directors to assist them to familiarise and to get acquainted with the Group's businesses. The CPD encompasses areas related to, among others, the industry or business of the Group, environment, social and governance ("ESG"), risk management, accounting, laws and regulations through a combination of courses, conferences and workshops. A training budget is allocated for Directors' training programmes.

All Directors of the Company have completed the Mandatory Accreditation Programme ("MAP") Part I. In line with the amendments to MMLR in relation to sustainability training for Directors, all Directors except two newly appointed Directors have completed the MAP Part II. The two newly appointed Directors have been advised to complete MAP Part II within the prescribed timeframe for the training.

The Company organises in-house programmes, briefings and updates by its in-house professionals. The Directors are also encouraged to attend seminars and briefings in order to keep themselves abreast with the latest developments in the business environment and to enhance their skills and knowledge. Directors are kept informed of available training programmes on a regular basis.

In assessing the training needs of Directors, upon recommendation by the NC, the Board has determined that appropriate training programmes covering matters on CG, finance/accounting, legal and regulatory framework, risk management, artificial intelligence (AI), information technology, cyber security, internal control, anti-bribery and corruption management, ESG, property industry-related and/or statutory/regulatory compliance, be recommended and arranged for the Directors to enhance their contributions to the Board.

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

**BOARD LEADERSHIP AND EFFECTIVENESS** *cont'd*

**F. Commitment** *cont'd*

During FY2025, the Directors received regular briefings and updates on the Group's businesses, strategies, operations, risk management and compliance, internal controls, cyber security, CG, finance/accounting, anti-bribery and corruption management, ESG, industry-related and any changes to relevant legislation, rules and regulations from in-house professionals. In-house programmes/briefings were also organised for the Directors and SM of the Company.

The Directors of the Company have also attended various programmes and forums facilitated by external professionals in accordance with their respective needs in discharging their duties as Directors.

During FY2025, the Directors of the Company, collectively or on their own, attended various training programmes, seminars, briefings and/or workshops including:

- 2025 BNM Governor's Address on the Malaysian Economy & Panel Discussion
- AMLA 2001: Risk, Challenges & Vulnerabilities Towards Risk Based Approach for Directors
- Anti-Bribery and Corruption E-learning 2024 for Directors
- Anti-Bribery and Corruption Training
- Board Ethics: Growing Concerns From New Technology, Stakeholder Interests and Conflict Of Interest
- Board Leadership in Industry Disruption: Steering Companies Through Market Shifts
- Boardroom Insights 2025: Navigating Governance, Risk and Strategic Foresight
- Board's Role in Whistleblowing Oversight
- CEO Dialogue & Networking Session (in collaboration with McKinsey & Company U.S): The CEO Moment: Leadership from the Inside-Out
- Clarifying the Role of Internal Audit in Risk Management
- Compliance with the Delegation of Authority & Intranet - Policies & Procedures
- Cyber Security Posture of GLM Group
- Cybersecurity Oversight: Board Responsibilities in Light of the Cyber Security Act 2024
- E-invoicing Essentials for Board Directors: Navigating The New Compliance Landscape
- Ernst & Young PLT Financial Services Organisation Insurance Forum
- Fireside Chat on Cyber Security Act 2024
- Governance of Generative AI
- ICDM PowerTalk – Board Leadership in Industry Disruption: Steering Companies Through Market Shifts
- Key Budget Highlights & A Conversation with Secretary General of Treasurer, Ministry of Finance
- Key Cyber Insights, Artificial Intelligence and Technology Trends
- KPMG Symposium: Beyond ESG
- Malaysia International Islamic Finance Centre (MIFC) Leadership Council Position Paper - Establishing Islah (Reform) through Islamic Finance
- Mandatory Accreditation Programme I
- Mandatory Accreditation Programme II: Leading for Impact
- MIA Business Valuation Forum
- Moving from the recommendations of the Task Force on Climate-related Financial Disclosures to International Financial Reporting Standards ("IFRS") S1 and IFRS S2
- Practical Strategies to Turn Pressure into Positive Energy
- Prevention of Financial Crime and Market Misconduct under Capital Markets and Services Act 2007
- PwC Malaysia's Tax Corporate Governance Leadership Forum

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

**BOARD LEADERSHIP AND EFFECTIVENESS** *cont'd*

**F. Commitment** *cont'd*

- Strategic Data and Frameworks in Board Governance
- Sustainability Reporting - Alphabet Soup and Current Sustainability Reporting Updates for Malaysia
- Unboxing the Malaysian National Sustainability Reporting Framework and discovering what it means to you
- Understanding the Roles and Responsibilities of Asset-Liability Committees and Asset-Liability Management
- Update on Singapore's ACRA (Registry and Regulatory Enhancements) Bill passed on 2 July 2024

**G. Strengthening CG Culture**

- **Code of Conduct and Ethics**

  The Group is committed to good business ethics and integrity as set out in the Group Code of Conduct and Ethics ("Code"). To this, the Group commits to a high standard of professionalism and ethics in the conduct of business and professional activities.

  The Code is applicable to:

  - all employees who work in the Group across the jurisdictions in which the Group operates - including but not limited to permanent, part-time and temporary employees; and
  - any other persons permitted to perform duties or functions within the Group - including but not limited to vendors, service providers, contractors, secondees, interns, industrial attachment and agency staff.

- **Anti-Bribery and Corruption Policy**

  The Group has adopted ISO 37001:2016 as its Anti-Bribery and Corruption Management System to provide a strong framework to prevent its employees, Directors, partners or persons who perform services for or on behalf of the Group from undertaking corrupt practices in relation to its business activities. The Anti-Bribery and Corruption Policy, published on the Website, outlines the Group's commitment to conducting business ethically in compliance with all applicable anti-bribery and corruption laws of every country in which the Group operates.

  Reports of any concern or suspicion may be made to the Head of Internal Audit or Head of Human Resources.

- **Whistleblowing Policy**

  The Company has a Whistleblowing Policy and it provides a structured channel for all employees of the Group and any other persons providing services to, or having a business relationship with the Group, to report any concern on any improper conduct or wrongful act committed within the Group. The Whistleblowing Policy is published on the Website.

  The Board has identified the Chairman of the BARMC to whom reports of any such concerns may be conveyed.

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

## EFFECTIVE AUDIT AND RISK MANAGEMENT

### Accountability and Audit

The financial reporting and internal control system of the Group is overseen by the BARMC which comprises all IDs. The primary responsibilities of the BARMC are set out in the Board Audit & Risk Management Committee Report.

The BARMC is supported by the Internal Audit Department whose principal responsibilities are to conduct risk-based audits to ensure that adequate and effective controls are in place to mitigate risks; operational audits to identify opportunities for operational improvement; and ensure compliance with standard operating procedures of the Group. Investigation or special review will be carried out at the request of the BARMC and SM on specific areas of concern when necessary. Significant breaches and deficiencies identified are discussed at the BARMC meetings where appropriate actions will be taken.

***I. Financial Reporting***

The Board has a fiduciary responsibility to ensure the proper maintenance of accounting records of the Group. The Board receives the recommendation to adopt the financial statements from the BARMC, which assesses the integrity of financial statements with the assistance of the external auditors.

***II. Directors' Responsibility in Financial Reporting***

The MMLR requires the Directors to prepare a statement explaining the Board's responsibility for preparing the annual audited financial statements, and the Companies Act 2016 requires the Directors to make a statement stating whether in their opinion, the audited financial statements are drawn up in accordance with the applicable accounting standards, to give a true and fair view of the financial position and of the financial performance of the Group and of the Company for the financial year.

The Directors of the Company are satisfied that the financial statements of the Group and of the Company for FY2025 have been prepared in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the Companies Act 2016 in Malaysia and that the Group and the Company have adopted appropriate accounting policies and have applied them consistently.

***III. Risk Management and Internal Control***

The risk management framework which is in accordance with MS ISO 31000: 2010 serves to:

- establish the context of risk in relation to the Group's risk appetite;
- identify the risks faced by the Group in the operating environment;
- assess the likelihood and impact of such risks identified and hence, their risk levels;
- evaluate the priority to be given in managing each risk based on its respective risk level;
- assess the adequacy and effectiveness of the existing risk mitigating measures;
- evaluate risk treatment options (i.e. changing the likelihood or consequence of risk; and sharing, retaining or avoiding risk) in relation to the Group's context of risk;
- develop any necessary further measures to manage these risks; and
- monitor and review risk mitigating measures, risk levels and emerging risks.

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

**EFFECTIVE AUDIT AND RISK MANAGEMENT** *cont'd*

**Accountability and Audit** *cont'd*

***III. Risk Management and Internal Control*** *cont'd*

On an on-going basis, each operating company has clear accountabilities to:

- monitor its existing risks, identify emerging risks and hence update the enterprise-wide risk registers;
- maintain the adequacy, effectiveness and relevance of action plans and control systems developed to manage risks; and
- periodically prepare risk management report for reporting to the BARMC.

**The System of Internal Controls**

The key elements of the Group's system of internal controls are described below:

- A management structure exists with clearly defined delegation of responsibilities to the management of the Group's operating companies, including authorisation levels for all aspects of the business and operations.
- Documented corporate policies and procedures covering various aspects of the business and operations of the Group.
- Promotion of a strong internal control culture through the Group's values and ethics and also the "tone at the top".
- Diligent review of the quarterly financial results and reports and identifying the reasons for any unusual variances.
- Risk-based internal audits carried out by the Internal Audit Department, focusing on key risk areas.
- Periodically reporting to the BARMC on the results of control assurance and audit activities and also the management of risks throughout the Group.

**Management and Decision-Making Processes**

The internal control and risk management processes embedded within the operations of the Group are in place for the financial year under review and up to the date of approval of this Statement for inclusion in the 2025 Annual Report, and reviewed periodically by the BARMC. These processes are intended to manage and not expected to eliminate all risks of failure to achieve business objectives. Accordingly, they can only provide reasonable and not absolute assurance against material misstatement of management and financial information or against financial losses and fraud.

The Board has received assurance from the MD and CFO that the Group's system of internal controls and risk management framework are operating adequately and effectively, in all material aspects, based on the internal control system and risk management framework of the Group.

Pursuant to paragraph 15.23 of the MMLR, the external auditors had reviewed this Statement for inclusion in the 2025 Annual Report, and reported to the Board that nothing has come to their attention that causes them to believe that the Statement is not prepared, in all material aspects, in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Control Guidelines for Directors of Listed Issuers, nor is the Statement factually inaccurate.

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

## EFFECTIVE AUDIT AND RISK MANAGEMENT *cont'd*

### Accountability and Audit *cont'd*

#### *IV. Relationship with Auditors*

The Board, through the BARMC, maintains a formal and transparent professional relationship with the external auditors, Ernst & Young PLT. The appointment of external auditors is recommended by the BARMC which also reviews the remuneration of the external auditors. The BARMC reviews the performance, suitability, independence and objectivity of the external auditors annually. The BARMC also reviews the nature and fees of non-audit services provided by the external auditors in assessing the independence of the external auditors. In accordance with the Malaysian Institute of Accountants, Ernst & Young PLT rotates its Engagement Partner and Concurring Partner once every 7 years to ensure objectivity, independence and integrity of the audit opinions.

The external auditors meet with the BARMC to:

- present the scope of the audit before the commencement of audit; and
- review the results of the audit, including key audit matters, as well as the management representation letter after the conclusion of the audit.

At least twice a year, the BARMC will have a separate session with the external auditors without the presence of senior management.

For FY2025, the BARMC members undertook an annual assessment on the performance, suitability, independence and objectivity of the external auditors. No major concerns were noted from the results of the assessment. The external auditors also gave their assurance confirming their independence and objectivity throughout the conduct of the audit engagement and the internal processes undertaken by them to determine their independence.

## INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

### A. Disclosure

The Company has complied with the disclosure requirements set out in the MMLR. All timely disclosure and material information documents will be posted on the Website after release to Bursa.

### B. Shareholders

#### *I. Dialogue between Companies and Investors*

The Board acknowledges the importance of regular communication with shareholders and investors via the annual reports, corporate governance reports, circulars to shareholders, quarterly financial reports and the various announcements made during the year, through which shareholders and investors can have an overview of the Group's performance and operation.

Notices of general meetings and the accompanying explanatory notes are provided within the prescribed notice period on the Website, Bursa's website, in the media and by post or e-mail to shareholders. This allows shareholders to make the necessary arrangements to attend and participate in general meetings either in person, by corporate representative, by proxy or by attorney.

# CORPORATE GOVERNANCE OVERVIEW, RISK MANAGEMENT AND INTERNAL CONTROL STATEMENT

cont'd

**INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS** *cont'd*

**B. Shareholders** *cont'd*

***I. Dialogue between Companies and Investors*** *cont'd*

Shareholders can access the Company's information at the Website which includes the Board Charter, TORs of Board Committees, corporate information, announcements/press releases/briefings, financial information, products information and investor relations. Minutes of AGM and a summary of the key pertinent matters discussed at the AGM are published on the Website.

In addition, shareholders and investors can have a channel of communication with the CFO to direct queries and provide feedback to the Group.

Queries may be conveyed to the CFO at:

| | | |
|---|---|---|
| Tel No. | : | 03-2726 1000 |
| Fax No. | : | 03-2726 1120 |
| Email address | : | glm.info@guocoland.com |

***II. AGM***

The AGM provides an opportunity for the shareholders to seek and clarify any issues and to have a better understanding of the Group's performance. Shareholders are encouraged to attend and vote on all resolutions. Directors, CFO, SM and the external auditors are also available to respond to shareholders' queries during the AGM.

All Directors (save for one Director) during their tenure of service, attended the last AGM held on 10 December 2024. Minutes of AGM and a summary of key pertinent matters discussed at the AGM are published on the Website.

Pursuant to Paragraph 8.29A(1) of the MMLR, all resolutions tabled at general meetings will be put to a vote by way of a poll and the voting results will be announced at the meetings and through Bursa.

The Company has adopted electronic voting for the conduct of poll on all resolutions at the AGM.

***This Corporate Governance Overview, Risk Management and Internal Control Statement is made in accordance with the resolution of the Board of Directors.***

# DIRECTORS' REPORT

The directors have pleasure in presenting their report together with the audited financial statements of the Group and of the Company for the financial year ended 30 June 2025.

## PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding.

The principal activities of the subsidiaries are as stated in Note 39 to the financial statements.

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

## HOLDING COMPANY

The immediate holding company is GLL (Malaysia) Pte Ltd, incorporated in the Republic of Singapore. The ultimate holding company is GuoLine Capital Assets Limited ("GCA"), incorporated in Jersey, Channel Islands.

Related companies in these financial statements refer to member companies in the GCA Group.

## RESULTS

| | GROUP | COMPANY |
|---|---|---|
| | RM'000 | RM'000 |
| Profit net of tax | **25,363** | **77,782** |
| Profit attributable to: | | |
| Owners of the parent | **18,841** | **77,782** |
| Non-controlling interests | **6,522** | **-** |
| | **25,363** | **77,782** |

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

In the opinion of the directors, the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature, except as disclosed in the notes to the financial statements.

# DIRECTORS' REPORT
cont'd

## DIVIDENDS

The dividend paid by the Company since 30 June 2024 was as follows:

| | RM'000 |
|---|---|
| **In respect of the financial year ended 30 June 2024:** | |
| Final single tier dividend of 2 sen per share paid on 2 October 2024 | **13,398** |

On 7 October 2025, the Board of Directors ("Board") had declared a final single tier dividend of 2 sen per share in respect of the financial year ended 30 June 2025, to be paid on 12 November 2025. The financial statements for the current financial year do not reflect this dividend. Such dividend will be accounted for in shareholders' equity as an appropriation of retained profits in the financial year ending 30 June 2026.

## DIRECTORS

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

| | |
|---|---|
| Mr Tang Hong Cheong* | (Chairman; Non-Independent Non-Executive) |
| Mr Cheng Hsing Yao (Zheng Xinyao)* | (Non-Independent Non-Executive) |
| Puan Noorbaizura binti Hermeyney* | (Managing Director; Non-Independent) |
| Mr Quek Kon Sean | (Non-Independent Non-Executive) |
| Mr Sim Hong Kee | (Independent Non-Executive; Appointed on 20 August 2024) |
| Tuan Haji Mohamad Zamani bin Razali | (Independent Non-Executive; Appointed on 1 March 2025) |
| Ms Tan Poh Chan | (Independent Non-Executive; Appointed on 1 August 2025) |
| Ms Patricia Chua Put Moy | (Independent Non-Executive; Retired on 1 August 2025) |
| Mr Peter Ho Kok Wai | (Independent Non-Executive; Retired on 20 August 2024) |
| Encik Zulkiflee bin Hashim | (Independent Non-Executive; Retired on 4 December 2024) |

* *These directors are also directors of certain subsidiaries of the Company.*

The names of the directors of the Company's subsidiaries in office since the beginning of the financial year to the date of this report, not including those directors listed above are:

| | |
|---|---|
| YBhg Dato' Tan Ang Meng | |
| Ms Lim Tau Kien | |
| Mr Lee Yeow Seng | |
| Ms Chin Min Yann | |
| Mr Choo Chee Beng | (Appointed on 9 July 2024) |
| Mr Andrew Chew Kwang Ming | (Resigned on 9 July 2024) |
| Mr Teah Chin Guan @ Teh Chin Guan (Alternate director to Mr Lee Yeow Seng) | |

# DIRECTORS' REPORT
cont'd

## DIRECTORS' INTERESTS

According to the Register of Directors' Shareholdings, the interests of directors in office at the end of the financial year in the ordinary shares of the Company and/or its related corporations during the financial year were as follows:

| | Number of ordinary shares/ordinary shares received or to be received arising from the vesting of share grant* | | | |
|---|---|---|---|---|
| | As at 01.07.2024 | Acquired | Disposed | As at 30.06.2025 |
| **Direct interests of Mr Tang Hong Cheong in:** | | | | |
| GuocoLand (Malaysia) Berhad | 195,000 | - | - | **195,000** |
| GuocoLand Limited | 345,000 | - | - | **345,000** |
| Guoco Group Limited | 148,000 | 6,000 | - | **154,000** |
| Lam Soon (Hong Kong) Limited | 302,000 | - | - | **302,000** |
| The Rank Group Plc | 200,000 | - | (200,000) | **-** |
| **Direct interests of Mr Quek Kon Sean in:** | | | | |
| GuoLine Capital Assets Limited | 328,710 | - | - | **328,710** |
| GuocoLand Limited | 258,667 | 76,667 (1) | - | **335,334** |
| | 153,333 * | - | (76,667) *(1) | **76,666 *** |
| **Direct interests of Mr Cheng Hsing Yao in:** | | | | |
| GuocoLand Limited | 590,474 | 596,037 (1) | - | **1,186,511** |
| | 937,360 * | 260,274 * | (596,037) *(1) | **601,597 *** |
| **Direct interests of Puan Noorbaizura binti Hermeyney in:** | | | | |
| GuocoLand (Malaysia) Berhad | - | 34,033 (1) | - | **34,033** |
| | - | 102,100 * | (34,033) *(1) | **68,067 *** |

***Note:***

*(1) Vesting of shares*

# DIRECTORS' REPORT
cont'd

## DIRECTORS' BENEFITS

Neither at the end of the financial year, nor at any time during that year, did there subsist any arrangement to which the Company was a party, whereby the directors of the Company might acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no director has received or became entitled to receive a benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable by the directors or the fixed salary of a full-time employee of the Company or of a related corporation as shown below) by reason of a contract made by the Company or a related corporation with any 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.

The directors' benefits are as follows:

| | Group | Company |
|---|---|---|
| | RM'000 | RM'000 |
| Salaries and other emoluments | **1,160** | **137** |
| Defined contribution plans | **123** | **-** |
| Fees | **371** | **311** |
| Estimated monetary value of benefits-in-kind | **33** | **-** |
| | **1,687** | **448** |

## INDEMNITY AND INSURANCE COSTS

During the financial year, the Directors and Officers of Guoco Group Limited together with its subsidiaries ("GGL Group", which includes the Company and its subsidiaries) are covered under the Directors' and Officers' Liability Insurance ("D&O Insurance") in respect of liabilities arising from acts committed in their respective capacity as, inter alia, the Directors and Officers of the GGL Group subject to the terms of the D&O Insurance policy. The total amount of D&O Insurance effected for the Directors and Officers of the GGL Group was USD15,000,000. The total amount of premium paid for the D&O Insurance by the GGL Group was USD43,267, and the apportioned amount of the said premium paid by the GLM Group was RM32,650.

## ISSUE OF SHARES AND DEBENTURES

There were no issue of shares and debentures of the Company during the financial year.

## SHARE GRANTS AND SHARE OPTION

Since the commencement of the Executive Share Scheme on 9 December 2022 ("ESS 2022"), the Company has granted 102,100 free ordinary shares of GLM ("Shares") to the Managing Director of the Company on 5 March 2025, out of which 34,033 Shares had been vested and transferred during the financial year. A total of 68,067 Shares remain outstanding.

The details of the ESS 2022 and the Value Creation Incentive Plan of the Company are disclosed in Note 36 to the financial statements.

# DIRECTORS' REPORT
cont'd

**OTHER STATUTORY INFORMATION**

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

(i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and satisfied themselves that all known bad debts had been written off and that adequate allowance had been made for doubtful debts; and

(ii) to ensure that any current assets which were unlikely to realise their values as shown in the accounting records in the ordinary course of business had been written down to amounts which they might be expected so to realise.

(b) At the date of this report, the directors are not aware of any circumstances which would render:

(i) the amount written off for 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; and

(ii) the values attributed to the current assets in the financial statements of the Group and of the Company misleading.

(c) At the date of this report, the directors are not aware of any circumstances 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.

(d) At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.

(e) As at the date of this report, there does not exist:

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

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

(f) 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 or of the Company to meet their obligations when they fall due; and

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

# DIRECTORS' REPORT
cont'd

## SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

There were no significant events during the financial year.

## SUBSEQUENT EVENTS DURING THE FINANCIAL YEAR

There were no subsequent events during the financial year other than those disclosed elsewhere in this report.

## AUDITORS

Auditors' remuneration is as follows:

| | Group | Company |
|---|---|---|
| | RM'000 | RM'000 |
| Ernst & Young PLT | **512** | **198** |
| Other auditors | **287** | **5** |
| | **799** | **203** |

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young PLT, as part of the terms of its audit engagement against claims by third parties arising from the audit. No payment has been made to indemnify Ernst & Young PLT during or since the financial year.

Signed on behalf of the Board in accordance with a resolution of the directors dated 23 October 2025.

**Noorbaizura binti Hermeyney** **Sim Hong Kee**

# STATEMENT BY DIRECTORS

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

We, Noorbaizura binti Hermeyney and Sim Hong Kee, being two of the directors of GuocoLand (Malaysia) Berhad, do hereby state that, in the opinion of the directors, the accompanying financial statements set out on pages 91 to 191 are drawn up in accordance with MFRS Accounting Standards, IFRS Accounting 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 30 June 2025 and of their financial performance and cash flows for the financial year then ended.

Signed on behalf of the Board in accordance with a resolution of the directors dated 23 October 2025.

**Noorbaizura binti Hermeyney**

**Sim Hong Kee**

# STATUTORY DECLARATION

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

I, Choo Chee Beng, being the officer primarily responsible for the financial management of GuocoLand (Malaysia) Berhad, do solemnly and sincerely declare that the accompanying financial statements set out on pages 91 to 191 are, to the best of my knowledge and belief, correct, and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared
by the abovenamed Choo Chee Beng
at Kuala Lumpur in the Federal Territory
on 23 October 2025

**Choo Chee Beng**
[MIA 19087]

Before me,

**Mohamad Zuliswandi Bin Mohamed**
[W1006]
Pesuruhjaya Sumpah Malaysia
Commissioner of Oaths
Kuala Lumpur

# INDEPENDENT AUDITORS' REPORT

To the Members of Guocoland (Malaysia) Berhad (Incorporated in Malaysia)

## REPORT ON THE AUDIT OF FINANCIAL STATEMENTS

### Opinion

We have audited the financial statements of GuocoLand (Malaysia) Berhad, which comprise the statements of financial position as at 30 June 2025 of the Group and of the Company, and income statements, statements of 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 91 to 191.

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 30 June 2025, and of their financial performance and their cash flows for the financial year then ended in accordance with MFRS Accounting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

### Basis for opinion

We conducted our audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing. Our responsibilities under those standards are further described in the *Auditors' responsibilities for the audit of the financial statements* section of our report. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit 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 Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code"), as applicable to audits for financial statements of public interest entities and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

### Key audit matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current financial year. We have determined that there are no key audit matters to communicate in our report on the financial statements of the Company. The key audit matters for the audit of the financial statements of the Group are described below. These matters were addressed in the context of our audit of the financial statements of the Group as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. For each matter below, our description of how our audit addressed the matter is provided in that context.

We have fulfilled the responsibilities described in the *Auditors' responsibilities for the audit of the financial statements* section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis of our audit opinion on the accompanying financial statements.

# INDEPENDENT AUDITORS' REPORT

To the Members of Guocoland (Malaysia) Berhad (Incorporated in Malaysia)
cont'd

**REPORT ON THE AUDIT OF FINANCIAL STATEMENTS** *cont'd*

**Key audit matters** *cont'd*

*Valuation of investment properties*

(Refer to Note 17 to the financial statements)

The carrying value of the Group's investment properties as at 30 June 2025 was RM1,094,300,000, representing 62% and 41% of the Group's total non-current assets and total assets respectively. The Group adopts fair value model for its investment properties. When estimating the fair value of a property, the objective is to estimate the price that would be received from the sale of the investment property in an orderly transaction between market participants at the reporting date under current market conditions. In addition, the fair value should reflect, amongst others, the property related data used as input to the valuation model and other assumptions that market participants would use when pricing the investment property under current market conditions, which are highly judgmental. Accordingly, we consider this to be an area of audit focus.

How our audit addressed the matter

Our audit procedures focused on the valuations performed by firms of independent valuers, which included amongst others the following procedures:

- We considered the objectivity, competence and capabilities of the firms of independent valuers;
- We obtained an understanding of the methodology adopted by the independent valuers in estimating the fair value of the investment properties and assessed whether such methodology is consistent with those used in the industry;
- We obtained an understanding of the independent valuers' valuation process including their assessment of the comparability of historical transactions used and property related data used as input to the valuation models;
- We obtained an understanding of adjustments made by the valuers to account for differences in, amongst others, the occupancy rate, property's location, property's size and tenure between the subject property and the comparable properties;
- We assessed whether the capitalisation rate used in the valuation model reflects the return that investors would require if they were to choose an investment that would generate cash flows of amounts, timing and risk profile equivalent to those that the entity expects to derive;
- We reviewed the component team's working papers to ensure the completion of the procedures above have been reasonably assessed; and
- We also reviewed and assessed the adequacy of disclosures made in the financial statements.

# INDEPENDENT AUDITORS' REPORT

To the Members of Guocoland (Malaysia) Berhad (Incorporated in Malaysia)
cont'd

**REPORT ON THE AUDIT OF FINANCIAL STATEMENTS** *cont'd*

**Key audit matters** *cont'd*

*Revenue and cost of sales in respect of property development activities*

(Refer to Note 4 and Note 5 to the financial statements)

A significant proportion of the Group's revenues and profits are derived from property development contracts which span more than one accounting period. For the financial year ended 30 June 2025, sales of properties development under development of RM213,225,000 and cost of sales of RM173,784,000 accounted for approximately 47% and 54% of the Group's revenue and cost of sales respectively. For these property development contracts which revenue is recognised over time, the Group uses the input method in determining the percentage of completion, which is based on the actual cost incurred to date on the property development project over the total budgeted cost for the respective development projects, in accounting for the progress towards complete satisfaction of the Group's performance obligation.

We identified revenue and cost of sales in respect of property development activities as areas requiring audit focus as significant management's judgement and estimates are involved in estimating the total property development costs to complete the project (which is used to determine progress towards complete satisfaction of the Group's performance obligation and gross profit margin of the property development activities undertaken by the Group).

How our audit addressed this matter

To address these areas of audit focus, we performed, amongst others, the following procedures:

- We obtained an understanding of the processes over the accuracy and timing of revenue recognised in the financial statements, including the processes performed by management in estimating the total property development cost;
- We obtained an understanding of the processes over the timeliness of updating the gross development value of each property development project by the management by reference to the latest selling price;
- We read the sale and purchase agreements entered into with the customers on a sampling basis to obtain an understanding of the specific terms and conditions;
- We evaluated the assumptions applied in estimating the total property development costs on a sampling basis by examining documentary evidence such as letters of award issued to contractors to support the total budgeted costs. We also considered the historical accuracy of management's budgets for the similar property development projects in evaluating the estimated total property development costs;
- We evaluated the determination of the progress towards satisfaction of the Group's performance obligation by examining supporting evidences such as contractors' progress claims and suppliers' invoices; and
- We also reviewed and assessed the adequacy of disclosures made in the financial statements.

# INDEPENDENT AUDITORS' REPORT

To the Members of Guocoland (Malaysia) Berhad (Incorporated in Malaysia)
cont'd

**REPORT ON THE AUDIT OF FINANCIAL STATEMENTS** *cont'd*

**Information other than the financial statements and auditors' report thereon**

The directors of the Company are responsible for the other information. The other information comprises the Directors' Report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon, which we obtained prior to the date of this auditors' report, and the annual report, which is expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements of the Group and of the Company does not cover the other information and we do not and will 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 identified above 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 on the other information that we obtained prior to the date of this auditors' report, 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.

When we read the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the directors of the Company and take appropriate action.

**Responsibilities of the directors for the financial statements**

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

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

**Auditors' responsibilities for the audit of the financial statements**

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

# INDEPENDENT AUDITORS' REPORT

To the Members of Guocoland (Malaysia) Berhad (Incorporated in Malaysia)
cont'd

**REPORT ON THE AUDIT OF FINANCIAL STATEMENTS** *cont'd*

**Auditors' responsibilities for the audit of the financial statements** *cont'd*

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

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

- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and 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.

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

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

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

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

# INDEPENDENT AUDITORS' REPORT

To the Members of Guocoland (Malaysia) Berhad (Incorporated in Malaysia)
cont'd

## REPORT ON OTHER LEGAL AND REGULATORY REQUIREMENTS

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors, are disclosed in Note 39 to the financial statements.

## OTHER MATTERS

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.

**Ernst & Young PLT**
202006000003 (LLP0022760-LCA) & AF 0039
Chartered Accountants

Kuala Lumpur, Malaysia
23 October 2025

**Lim Eng Hoe**
No. 03403/12/2026 J
Chartered Accountant

# INCOME STATEMENTS

For the Financial Year Ended 30 June 2025

| | Note | GROUP 2025 RM'000 | GROUP 2024 RM'000 (Restated) | COMPANY 2025 RM'000 | COMPANY 2024 RM'000 |
|---|---|---|---|---|---|
| **Revenue** | 4 | **449,521** | 437,274 | **85,199** | 8,240 |
| Cost of sales | 5 | **(323,462)** | (339,263) | **-** | - |
| **Gross profit** | | **126,059** | 98,011 | **85,199** | 8,240 |
| Selling and marketing expenses | | **(6,253)** | (6,881) | **-** | - |
| Administrative expenses | | **(60,754)** | (59,792) | **(6,568)** | (5,794) |
| Other net operating income/(expenses) | 6 | **4,987** | 58,709 | **-** | (17,046) |
| **Profit/(loss) from operations** | | **64,039** | 90,047 | **78,631** | (14,600) |
| Finance income | 7 | **5,999** | 4,141 | **5,043** | 3,715 |
| Finance costs | 8 | **(34,860)** | (27,271) | **(5,917)** | (6,996) |
| Share of profit of associates (net of tax) | | **582** | 564 | **-** | - |
| Share of profit of joint ventures (net of tax) | | **4,161** | 10,279 | **-** | - |
| **Profit/(loss) before tax** | 9 | **39,921** | 77,760 | **77,757** | (17,881) |
| Income tax (expense)/credit | 12 | **(14,558)** | (9,272) | **25** | (849) |
| **Profit/(loss) net of tax** | | **25,363** | 68,488 | **77,782** | (18,730) |
| **Profit/(loss) attributable to:** | | | | | |
| Owners of the parent | | **18,841** | 66,472 | **77,782** | (18,730) |
| Non-controlling interests | | **6,522** | 2,016 | **-** | - |
| | | **25,363** | 68,488 | **77,782** | (18,730) |
| **Earnings per share attributable to owners of the parent (sen per share):** | | | | | |
| Basic | 13 | **2.81** | 9.92 | | |
| Diluted | 13 | **2.81** | 9.92 | | |

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

# STATEMENTS OF COMPREHENSIVE INCOME

For the Financial Year Ended 30 June 2025

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| **Profit/(loss) net of tax, representing total comprehensive income/(loss) for the financial year** | **25,363** | 68,488 | **77,782** | (18,730) |
| **Total comprehensive income/(loss) attributable to:** | | | | |
| Owners of the parent | **18,841** | 66,472 | **77,782** | (18,730) |
| Non-controlling interests | **6,522** | 2,016 | **-** | - |
| | **25,363** | 68,488 | **77,782** | (18,730) |

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

# STATEMENTS OF FINANCIAL POSITION - GROUP

As at 30 June 2025

| | Note | 2025 RM'000 | 2024 RM'000 (Restated) |
|---|---|---|---|
| **NON-CURRENT ASSETS** | | | |
| Property, plant and equipment | 15 | **290,807** | 297,641 |
| Right-of-use assets | 16 | **604** | 1,213 |
| Investment properties | 17 | **1,094,300** | 1,087,263 |
| Investment in an associate | 19 | **81,239** | 81,159 |
| Investments in joint ventures | 20 | **127,131** | 146,016 |
| Goodwill | 21 | **1,258** | 2,521 |
| Deferred tax assets | 22 | **24,159** | 22,009 |
| Inventories | 23 | **148,914** | 148,914 |
| Other non-current assets | 27 | **2,500** | 3,000 |
| | | **1,770,912** | 1,789,736 |
| **CURRENT ASSETS** | | | |
| Inventories | 23 | **587,798** | 631,222 |
| Trade and other receivables | 24 | **86,288** | 86,105 |
| Contract assets | 25 | **48,391** | 157,249 |
| Contract cost assets | 26 | **30,472** | 42,008 |
| Other current assets | 27 | **3,493** | 1,742 |
| Tax recoverable | | **620** | 440 |
| Biological assets | 28 | **616** | 405 |
| Cash and bank balances | 29 | **142,669** | 128,059 |
| | | **900,347** | 1,047,230 |
| **TOTAL ASSETS** | | **2,671,259** | 2,836,966 |

# STATEMENTS OF FINANCIAL POSITION - GROUP

As at 30 June 2025

cont'd

| | Note | 2025 RM'000 | 2024 RM'000 (Restated) |
|---|---|---|---|
| **EQUITY AND LIABILITIES** | | | |
| **Equity attributable to owners of the parent** | | | |
| Share capital | 30 | **385,318** | 385,318 |
| Reserves | 31 | **1,034,928** | 1,029,475 |
| Equity funds | | **1,420,246** | 1,414,793 |
| Shares held by ESS Trust | 32 | **(23,856)** | (23,883) |
| | | **1,396,390** | 1,390,910 |
| Non-controlling interests | | **452,344** | 451,627 |
| **TOTAL EQUITY** | | **1,848,734** | 1,842,537 |
| **NON-CURRENT LIABILITIES** | | | |
| Lease liabilities | 16 | **173** | 633 |
| Deferred tax liabilities | 22 | **29,941** | 30,148 |
| Loans and borrowings | 33 | **473,202** | 524,003 |
| Trade and other payables | 34 | **9,940** | 10,041 |
| | | **513,256** | 564,825 |
| **CURRENT LIABILITIES** | | | |
| Lease liabilities | 16 | **459** | 604 |
| Loans and borrowings | 33 | **69,412** | 204,198 |
| Trade and other payables | 34 | **237,042** | 206,852 |
| Contract liabilities | 35 | **925** | 11,226 |
| Tax payable | | **1,431** | 6,724 |
| | | **309,269** | 429,604 |
| **TOTAL LIABILITIES** | | **822,525** | 994,429 |
| **TOTAL EQUITY AND LIABILITIES** | | **2,671,259** | 2,836,966 |

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

# STATEMENTS OF FINANCIAL POSITION - COMPANY

As at 30 June 2025

| | Note | 2025 RM'000 | 2024 RM'000 |
|---|---|---|---|
| **NON-CURRENT ASSETS** | | | |
| Property, plant and equipment | 15 | **-** | - |
| Right-of-use assets | 16 | **228** | 295 |
| Investments in subsidiaries | 18 | **1,049,778** | 1,158,610 |
| Investment in an associate | 19 | **56,000** | 56,000 |
| Trade and other receivables | 24 | **142,870** | 58,144 |
| | | **1,248,876** | 1,273,049 |
| **CURRENT ASSETS** | | | |
| Trade and other receivables | 24 | **10,737** | 41,357 |
| Tax recoverable | | **76** | - |
| Cash and bank balances | 29 | **23,060** | 5,058 |
| | | **33,873** | 46,415 |
| **TOTAL ASSETS** | | **1,282,749** | 1,319,464 |
| **EQUITY AND LIABILITIES** | | | |
| **Equity attributable to owners of the parent** | | | |
| Share capital | 30 | **385,318** | 385,318 |
| Reserves | 31 | **869,706** | 805,312 |
| Equity funds | | **1,255,024** | 1,190,630 |
| Shares held by ESS Trust | 32 | **(23,856)** | (23,883) |
| **TOTAL EQUITY** | | **1,231,168** | 1,166,747 |

# STATEMENTS OF FINANCIAL POSITION - COMPANY

As at 30 June 2025

cont'd

| | Note | 2025 RM'000 | 2024 RM'000 |
|---|---|---|---|
| **NON-CURRENT LIABILITY** | | | |
| Lease liabilities | 16 | **177** | 242 |
| **CURRENT LIABILITIES** | | | |
| Lease liabilities | 16 | **65** | 62 |
| Loans and borrowings | 33 | **50,000** | 151,100 |
| Trade and other payables | 34 | **1,339** | 1,313 |
| | | **51,404** | 152,475 |
| **TOTAL LIABILITIES** | | **51,581** | 152,717 |
| **TOTAL EQUITY AND LIABILITIES** | | **1,282,749** | 1,319,464 |

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

# STATEMENTS OF CHANGES IN EQUITY

For the Financial Year Ended 30 June 2025

| | Attributable to owners of the parent | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| | Non-Distributable | | | | | | Distributable | | | |
| | Share capital (Note 30) | Exchange reserve (Note 31) | Merger reserve (Note 31) | ESS reserve (Note 31) | Other reserve (Note 31) | Shares held by ESS Trust (Note 32) | Retained profits (Note 31) | Total | Non-controlling interests | Total equity |
| | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 |
| **GROUP** | | | | | | | | | | |
| **At 1 July 2023** | 385,318 | 106 | (24,028) | - | 27 | (23,883) | 1,000,296 | 1,337,836 | 76,250 | 1,414,086 |
| Profit for the financial year, representing total recognised income for the financial year | - | - | - | - | - | - | 66,472 | 66,472 | 2,016 | 68,488 |
| Transfer of exchange reserve to retained profit | - | (106) | - | - | - | - | 106 | - | - | - |
| **Transactions with owners:** | | | | | | | | | | |
| Dividend paid (Note 14) | - | - | - | - | - | - | (13,398) | (13,398) | (6,153) | (19,551) |
| Acquisition of a subsidiary (Note 18) | - | - | - | - | - | - | - | - | 379,514 | 379,514 |
| **At 30 June 2024 (Restated)** | 385,318 | - | (24,028) | - | 27 | (23,883) | 1,053,476 | 1,390,910 | 451,627 | 1,842,537 |

# STATEMENTS OF CHANGES IN EQUITY

For the Financial Year Ended 30 June 2025

cont'd

| | Attributable to owners of the parent | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | Non-Distributable | | | | | | Distributable | | | | |
| | Share capital (Note 30) | Exchange reserve (Note 31) | Merger reserve (Note 31) | ESS reserve (Note 31) | Other reserve (Note 31) | Shares held by ESS Trust (Note 32) | Retained profits (Note 31) | Total | Non-controlling interests | Total equity |
| | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 |
| **GROUP** | | | | | | | | | | |
| **At 1 July 2024 (Restated)** | 385,318 | - | (24,028) | - | 27 | (23,883) | 1,053,476 | 1,390,910 | 451,627 | 1,842,537 |
| Profit for the financial year, representing total recognised income for the financial year | - | - | - | - | - | - | 18,841 | 18,841 | 6,522 | 25,363 |
| **Transactions with owners:** | | | | | | | | | | |
| Dividends paid (Note 14) | - | - | - | - | - | - | (13,398) | (13,398) | (5,805) | (19,203) |
| Share granted under ESS | - | - | - | 37 | - | - | - | 37 | - | 37 |
| Share vested under ESS | - | - | - | (27) | - | 27 | - | - | - | - |
| **At 30 June 2025** | **385,318** | **-** | **(24,028)** | **10** | **27** | **(23,856)** | **1,058,919** | **1,396,390** | **452,344** | **1,848,734** |

# STATEMENTS OF CHANGES IN EQUITY

For the Financial Year Ended 30 June 2025

cont'd

| | ← Non-Distributable → | | | | Distributable | |
|---|---|---|---|---|---|---|
| | Share capital (Note 30) | Merger reserve (Note 31) | ESS reserve (Note 31) | Shares held by ESS Trust (Note 32) | Retained profits (Note 31) | Total equity |
| | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 |
| **COMPANY** | | | | | | |
| **At 1 July 2023** | 385,318 | 68,219 | - | (23,883) | 769,221 | 1,198,875 |
| Loss for the financial year | - | - | - | - | (18,730) | (18,730) |
| **Transaction with owners:** | | | | | | |
| Dividend paid (Note 14) | - | - | - | - | (13,398) | (13,398) |
| **At 30 June 2024** | 385,318 | 68,219 | - | (23,883) | 737,093 | 1,166,747 |
| **At 1 July 2024** | 385,318 | 68,219 | - | (23,883) | 737,093 | 1,166,747 |
| Profit for the financial year | - | - | - | - | 77,782 | 77,782 |
| **Transaction with owners:** | | | | | | |
| Dividend paid (Note 14) | - | - | - | - | (13,398) | (13,398) |
| Share granted under ESS | - | - | 37 | - | - | 37 |
| Share vested under ESS | - | - | (27) | 27 | - | - |
| **At 30 June 2025** | **385,318** | **68,219** | **10** | **(23,856)** | **801,477** | **1,231,168** |

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

# STATEMENTS OF CASH FLOWS

For the Financial Year Ended 30 June 2025

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| **CASH FLOWS FROM OPERATING ACTIVITIES** | | | | |
| Profit/(loss) before tax | **39,921** | 77,760 | **77,757** | (17,881) |
| Adjustments for: | | | | |
| Share of profit of associates | **(582)** | (564) | **-** | - |
| Share of profit of joint ventures | **(4,161)** | (10,279) | **-** | - |
| Finance income | **(5,999)** | (4,141) | **(5,043)** | (3,715) |
| Finance costs | **34,860** | 27,271 | **5,917** | 6,996 |
| Dividend income | **-** | - | **(85,199)** | (8,240) |
| Property, plant and equipment: | | | | |
| - depreciation | **8,585** | 9,071 | **-** | 1 |
| - gain on disposal | **(373)** | - | **-** | - |
| - written off | **16** | - | **-** | - |
| Depreciation of right-of-use assets | **609** | 2,143 | **67** | 65 |
| Reversal of allowance for impairment on | | | | |
| - trade receivables | **-** | (37) | **-** | - |
| - other receivables | **(32)** | (17) | **-** | - |
| Allowance for impairment on | | | | |
| - trade receivables | **1,312** | 88 | **-** | - |
| Realisation of goodwill | **1,263** | 1,377 | **-** | - |
| Inventories written down | **5,400** | - | **-** | - |
| Loss on remeasurement of previously held equity interest | **-** | 90,450 | **-** | - |
| Gain on bargain purchase | **-** | (138,640) | **-** | - |
| Net gain on fair value adjustments of investment properties | **(2,517)** | (3,526) | **-** | - |
| Net impairment loss on investment in subsidiaries | **-** | - | **-** | 17,046 |
| Gain on fair value on biological assets | **(211)** | (136) | **-** | - |
| Gain on elimination of right-of-use asset and lease liability | **-** | (797) | **-** | - |
| Share granted under ESS | **37** | - | **37** | - |
| Unrealised (profit)/loss arising from transactions with joint ventures and associates | **(1,452)** | 155 | **-** | - |
| Operating profit/(loss) before working capital changes carried forward | **76,676** | 50,178 | **(6,464)** | (5,728) |

# STATEMENTS OF CASH FLOWS

For the Financial Year Ended 30 June 2025

cont'd

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| **CASH FLOWS FROM OPERATING ACTIVITIES** *cont'd* | | | | |
| Operating profit/(loss) before working capital changes brought forward | **76,676** | 50,178 | **(6,464)** | (5,728) |
| Working capital changes: | | | | |
| Inventories | **6,751** | 91,408 | **-** | - |
| Trade and other receivables | **(1,463)** | 4,652 | **(54,106)** | (22,923) |
| Contract assets | **108,858** | (32,874) | **-** | - |
| Contract cost assets | **42,809** | 3,864 | **-** | - |
| Other non-current assets | **(1,251)** | - | **-** | - |
| Trade and other payables | **30,099** | 16,596 | **26** | 241 |
| Contract liabilities | **(10,301)** | (2,172) | **-** | - |
| Cash flows generated from/(used in) operations | **252,178** | 131,652 | **(60,544)** | (28,410) |
| Interest received | **268** | 233 | **-** | - |
| Interest paid | **(33,982)** | (26,554) | **(5,904)** | (6,980) |
| Interest paid on lease liabilities | **(47)** | (717) | **(13)** | (16) |
| Tax paid | **(22,388)** | (13,040) | **(51)** | (515) |
| Net cash flows generated from/(used in) operating activities | **196,029** | 91,574 | **(66,512)** | (35,921) |
| **CASH FLOWS FROM INVESTING ACTIVITIES** | | | | |
| Acquisitions of property, plant and equipment | **(5,860)** | (808) | **-** | - |
| Additions in investment properties | **(437)** | (33) | **-** | - |
| Dividend income from: | | | | |
| - a subsidiary | **-** | - | **85,199** | 8,240 |
| - an associate | **-** | 467 | **-** | - |
| - a joint venture | **21,618** | - | **-** | - |
| Proceeds from capital reduction | **-** | - | **-** | 13,300 |
| Net cash inflow from an associate becoming a subsidiary | **-** | 33,320 | **-** | - |
| Purchase of additional unquoted shares in subsidiaries | **-** | - | **(33,168)** | (7,000) |
| Proceed from redemption of Redeemable Preference Share ("RPS") in subsidiaries | **-** | - | **142,000** | 50,500 |
| Net cash flows generated from investing activities carried forward | **15,321** | 32,946 | **194,031** | 65,040 |

# STATEMENTS OF CASH FLOWS

For the Financial Year Ended 30 June 2025

cont'd

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| **CASH FLOWS FROM INVESTING ACTIVITIES** *cont'd* | | | | |
| Net cash flows generated from investing activities brought forward | **15,321** | 32,946 | **194,031** | 65,040 |
| Proceeds from disposals of property, plant and equipment | **373** | 5 | **-** | - |
| Interest received | **5,731** | 3,908 | **5,043** | 3,715 |
| Net cash flows generated from investing activities | **21,425** | 36,859 | **199,074** | 68,755 |
| **CASH FLOWS FROM FINANCING ACTIVITIES** | | | | |
| Drawdown of bank borrowings | **347,971** | 86,444 | **323,500** | 41,000 |
| Repayment of bank borrowings | **(534,389)** | (232,859) | **(424,600)** | (100,200) |
| Payment of borrowing costs | **-** | (1,675) | **-** | - |
| Repayment of principal portion of lease liabilities | **(605)** | (1,940) | **(62)** | (59) |
| Uplift/(placement) of deposits with licensed banks not available for use | **875** | 13,141 | **(10)** | (11) |
| Dividends paid to shareholders of the Company | **(13,398)** | (13,398) | **(13,398)** | (13,398) |
| Redemption of Cumulative Redeemable Preference Share ("CRPS") from a joint venture | **3,382** | - | **-** | - |
| Dividends paid to non-controlling interest | **(5,805)** | (6,153) | **-** | - |
| Net cash flows used in financing activities | **(201,969)** | (156,440) | **(114,570)** | (72,668) |
| **NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS** | **15,485** | (28,007) | **17,992** | (39,834) |
| **CASH AND CASH EQUIVALENTS AT BEGINNING OF FINANCIAL YEAR** | **126,553** | 154,560 | **4,647** | 44,481 |
| **CASH AND CASH EQUIVALENTS AT END OF FINANCIAL YEAR (Note 29)** | **142,038** | 126,553 | **22,639** | 4,647 |

The accompanying accounting policies and explanatory information form an integral part of the financial statements.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

## 1. CORPORATE INFORMATION

GuocoLand (Malaysia) Berhad ("Company") is a public limited liability company, incorporated and domiciled in Malaysia, and is listed on the Main Market of Bursa Malaysia Securities Berhad. The registered office of the Company is located at Level 32, Menara Hong Leong, No. 6, Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur. The principal place of business of the Company is located at Level 13, Menara Guoco, Damansara City, No. 6, Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur.

The immediate holding company is GLL (Malaysia) Pte Ltd, incorporated in the Republic of Singapore. The ultimate holding company is GuoLine Capital Assets Limited ("GCA"), incorporated in Jersey, Channel Islands.

Related companies in these financial statements refer to member companies in the GCA Group.

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are as stated in Note 39. There have been no significant changes in the nature of the principal activities during the financial year.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 23 October 2025.

## 2. BASIS OF PREPARATION

The financial statements of the Group and of the Company have been prepared in accordance with the MFRS Accounting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

The financial statements are presented in Ringgit Malaysia ("RM") and all values are rounded to the nearest thousand (RM'000) except when otherwise indicated.

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("the functional currency"). The consolidated financial statements are presented in RM, which is also the Company's functional currency.

The ability of the Company to continue as a going concern is closely related to the ability of the Group as a whole to continue as a going concern. The Company is an investment holding company and its main assets are the investments in subsidiaries which the Company controls. The Company's main source of income is dividend from and interest charged to subsidiaries.

The management of the Company monitors the cash flows and utilisation of funds within the Group for the requirements of the Company as well as the subsidiaries on a Group-wide basis. This includes determining the timing and quantum of the repayment of amounts due from and due to the subsidiaries of the Company when required.

As at 30 June 2025, the Group has net current assets and net assets of RM591,078,000 and RM1,848,734,000 respectively. The directors and the management of the Company have assessed and concluded that the going concern assumption remains appropriate for the Group and the Company.

The new MFRSs and amendments to MFRSs adopted during the financial year are set out in Note 44.1 to the financial statements.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 3. SEGMENT INFORMATION

The Group predominantly carries out its operations in Malaysia.

For management purposes, the Group is organised into business units based on their products and services and comprises four major business segments:

(i) Property development - the development of residential properties and commercial properties for sale;

(ii) Property investment - investments in residential and commercial properties and investment in Real Estate Investment Trusts;

(iii) Hotel - management and operation of a hotel; and

(iv) Plantation - operation of oil palm estates and sale of fresh fruit bunches.

Other business segments include provision of management services, investment holdings and trading in securities.

## 3. SEGMENT INFORMATION *cont'd*

The directors are of the opinion that all inter-segment transactions have been entered into on terms and conditions negotiated amongst the parties.

| | Property development | | Property investment | | Hotel | | Plantation | | Others | | Elimination* | | Consolidated | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 | RM'000 | RM'000 (Restated) | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 (Restated) | RM'000 | RM'000 | RM'000 | RM'000 (Restated) |
| **Revenue** | | | | | | | | | | | | | | |
| External sales | **323,813** | 344,888 | **55,102** | 20,543 | **52,531** | 52,546 | **12,223** | 10,612 | **5,852** | 8,685 | **-** | - | **449,521** | 437,274 |
| Inter-segment sales | **-** | - | **53** | 535 | **-** | - | **-** | - | **24,156** | 20,251 | **(24,209)** | (20,786) | **-** | - |
| Total revenue | **323,813** | 344,888 | **55,155** | 21,078 | **52,531** | 52,546 | **12,223** | 10,612 | **30,008** | 28,936 | **(24,209)** | (20,786) | **449,521** | 437,274 |
| **Results** | | | | | | | | | | | | | | |
| Segment results | **42,840** | 51,956 | **28,057** | 10,319 | **(406)** | 220 | **6,586** | 5,345 | **127,948** | 31,971 | **(140,986)** | (9,764) | **64,039** | 90,047 |
| Finance income | **3,543** | 2,334 | **1,169** | 298 | **123** | 114 | **429** | 380 | **5,481** | 4,465 | **(4,746)** | (3,450) | **5,999** | 4,141 |
| Finance costs | **(7,477)** | (8,008) | **(17,853)** | (6,882) | **(6,197)** | (7,224) | **(1)** | (1) | **(8,395)** | (8,602) | **5,063** | 3,446 | **(34,860)** | (27,271) |
| Share of (loss)/profit of associates (net of tax) | **(208)** | (722) | **-** | 1,022 | **-** | - | **790** | 264 | **-** | - | **-** | - | **582** | 564 |
| Share of profit of joint ventures (net of tax) | **4,161** | 10,279 | **-** | - | **-** | - | **-** | - | **-** | - | **-** | - | **4,161** | 10,279 |
| Income tax (expense)/ credit | **(9,837)** | (7,288) | **(728)** | 580 | **(30)** | - | **(1,695)** | (1,387) | **(2,268)** | (1,177) | **-** | - | **(14,558)** | (9,272) |
| Profit net of tax | | | | | | | | | | | | | **25,363** | 68,488 |
| Non-controlling interests | | | | | | | | | | | | | **(6,522)** | (2,016) |
| Net profit for the financial year attributable to the owners of the parent | | | | | | | | | | | | | **18,841** | 66,472 |

## 3. SEGMENT INFORMATION *cont'd*

The directors are of the opinion that all inter-segment transactions have been entered into on terms and conditions negotiated amongst the parties. *cont'd*

| | Property development | | Property investment | | Hotel | | Plantation | | Others | | Elimination* | | Consolidated | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 | RM'000 | RM'000 (Restated) | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 (Restated) | RM'000 | RM'000 | RM'000 | RM'000 (Restated) |
| **Assets** | | | | | | | | | | | | | | |
| Segment assets | **820,323** | 988,045 | **1,134,739** | 1,129,953 | **286,867** | 291,260 | **156,171** | 150,556 | **40,010** | 27,528 | **-** | - | **2,438,110** | 2,587,342 |
| Investment in an associate | **18,941** | 16,479 | **-** | - | **-** | - | **62,298** | 64,680 | **-** | - | **-** | - | **81,239** | 81,159 |
| Investments in joint ventures | **127,131** | 146,016 | **-** | - | **-** | - | **-** | - | **-** | - | **-** | - | **127,131** | 146,016 |
| Deferred tax assets | | | | | | | | | | | | | **24,159** | 22,009 |
| Tax recoverable | | | | | | | | | | | | | **620** | 440 |
| Consolidated total assets | | | | | | | | | | | | | **2,671,259** | 2,836,966 |
| **Liabilities** | | | | | | | | | | | | | | |
| Segment liabilities | **205,627** | 190,410 | **27,586** | 25,080 | **9,302** | 7,132 | **702** | 662 | **5,322** | 6,072 | **-** | - | **248,539** | 229,356 |
| Loans and borrowings | | | | | | | | | | | | | **542,614** | 728,201 |
| Deferred tax liabilities | | | | | | | | | | | | | **29,941** | 30,148 |
| Tax payable | | | | | | | | | | | | | **1,431** | 6,724 |
| Consolidated total liabilities | | | | | | | | | | | | | **822,525** | 994,429 |
| **Other Information** | | | | | | | | | | | | | | |
| Additions in non-current assets: | | | | | | | | | | | | | | |
| - Property, plant and equipment | **-** | 24 | **4,327** | 12 | **596** | 366 | **257** | 396 | **680** | 10 | **-** | - | **5,860** | 808 |
| - Investment properties | **-** | - | **437** | 33 | **-** | - | **-** | - | **-** | - | **-** | - | **437** | 33 |
| Depreciation: | | | | | | | | | | | | | | |
| - Property, plant and equipment | **84** | 1,483 | **1,108** | 246 | **6,225** | 6,146 | **288** | 286 | **880** | 910 | **-** | - | **8,585** | 9,071 |
| - Right-of-use assets | **359** | 336 | **-** | - | **-** | - | **-** | - | **250** | 1,807 | **-** | - | **609** | 2,143 |
| Net gain on fair value adjustments of investment properties | **-** | - | **(2,517)** | (3,526) | **-** | - | **-** | - | **-** | - | **-** | - | **(2,517)** | (3,526) |

## 3. SEGMENT INFORMATION *cont'd*

The directors are of the opinion that all inter-segment transactions have been entered into on terms and conditions negotiated amongst the parties. *cont'd*

| | Property development | | Property investment | | Hotel | | Plantation | | Others | | Elimination* | | Consolidated | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 | RM'000 | RM'000 (Restated) | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 (Restated) | RM'000 | RM'000 | RM'000 | RM'000 (Restated) |
| **Other Information** *cont'd* | | | | | | | | | | | | | | |
| Inventories written down | **5,400** | - | **-** | - | **-** | - | **-** | - | **-** | - | **-** | - | **5,400** | - |
| Realisation of goodwill | **1,263** | 1,377 | **-** | - | **-** | - | **-** | - | **-** | - | **-** | - | **1,263** | 1,377 |
| Property, plant and equipment written off | **-** | - | **-** | - | **-** | - | **(16)** | - | **-** | - | **-** | - | **(16)** | - |
| Allowance for impairment on trade receivables | **-** | - | **1,312** | 88 | **-** | - | **-** | - | **-** | - | **-** | - | **1,312** | 88 |
| Gain on disposal of property, plant and equipment | **-** | - | **-** | - | **-** | - | **-** | - | **(373)** | - | **-** | - | **(373)** | - |
| Reversal of allowance for impairment on trade and other receivables | **(32)** | (17) | **-** | (37) | **-** | - | **-** | - | **-** | - | **-** | - | **(32)** | (54) |
| Gain on fair value on biological assets | **-** | - | **-** | - | **-** | - | **(211)** | (136) | | - | **-** | - | **(211)** | (136) |
| Loss on remeasurement of previously held equity interest | **-** | - | **-** | - | **-** | - | **-** | - | **-** | 90,450 | **-** | - | **-** | 90,450 |
| Gain on bargain purchase | **-** | - | **-** | - | **-** | - | **-** | - | **-** | (138,640) | **-** | - | **-** | (138,640) |
| Gain on elimination of right of use asset and lease liabilities | **-** | - | **-** | - | **-** | - | **-** | - | **-** | (797) | **-** | - | **-** | (797) |

* *Inter-segment revenues are eliminated on consolidation.*

Segmental reporting by geographical location has not been presented as the Group's operations are substantially carried out in Malaysia.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 4. REVENUE

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| Revenue from contract with customers | **394,419** | 416,731 | **-** | - |
| Revenue from other sources: | | | | |
| - rental income from investment properties | **55,102** | 20,543 | **-** | - |
| - dividend income from a subsidiary (Note 42(b)) | **-** | - | **85,199** | 8,240 |
| | **449,521** | 437,274 | **85,199** | 8,240 |
| Disaggregation of the revenue from contract with customers: | | | | |
| **Major goods and services** | | | | |
| Property development: | | | | |
| - sale of properties under development | **213,225** | 272,678 | **-** | - |
| - sale of property inventories | **110,588** | 72,210 | **-** | - |
| Revenue from hotel operations | **52,531** | 52,546 | **-** | - |
| Sale of fresh fruit bunches | **12,223** | 10,612 | **-** | - |
| Management fees | **5,852** | 8,685 | **-** | - |
| | **394,419** | 416,731 | **-** | - |
| **Geographical market** | | | | |
| Malaysia | **394,419** | 416,731 | **-** | - |
| **Timing of revenue recognition** | | | | |
| - at a point in time | **144,433** | 105,797 | **-** | - |
| - over time | **249,986** | 310,934 | **-** | - |
| | **394,419** | 416,731 | **-** | - |

Revenue from contracts with customers of the Group includes RM11,226,000 (2024: RM12,848,000) that was included in contract liabilities at the beginning of the financial year.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

**4. REVENUE** *cont'd*

**Material accounting policy information**

**4.1 Revenue from contract customers**

**(a) Property development and strategic land sale**

Revenue recognition from property development would be dependant on the terms of the contract and the laws that apply to the contract, which determine whether control of assets may transfer over the time or at a point in time.

This is generally established when:

- the promised properties are specifically identified by their plots, lots and parcel numbers and their attributes (such as their sizes and locations) in the sale and purchase agreements and the attached layout plan and the purchasers could enforce its rights to the promised properties if the Group seeks to sell the properties to another purchasers. The contractual restriction on the Group's ability to direct the promised residential property for another use is substantive and the promised properties sold to the purchasers do not have an alternative use to the Group; and

- the Group has the right to payment for performance completed to date and is entitled to continue to transfer to the customers the development properties promised and has the rights to complete the construction of the properties and enforce its rights to full payments.

The Group recognises revenue over time using the input method, which is based on the level of completion in proportion of costs incurred to date against the expected total construction costs.

Contracts with customers may include multiple promises to customers and therefore accounted for as separate performance obligations. The transaction price will be allocated to each performance obligation based on the stand–alone selling prices. When these are not directly observable, they are estimated based on expected cost plus margin.

**(b) Completed properties and properties under contract of sale**

The Group recognises the revenue at a point in time to the sale of completed properties and properties under contract of sales when the control of the properties has been transferred to the customers and it is probable that the Group will collect the considerations it is entitled to.

**(c) Hotel income**

Revenue from hotel operations is recognised net of service taxes and discounts upon rendering of the relevant services or sales of goods.

**(d) Sale of fresh fruit bunches**

Revenue from sale of fresh fruit bunches is recognised at the point when control of the goods is transferred to the customer.

**(e) Management fee income**

Management fee is recognised when service is rendered.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 4. REVENUE *cont'd*

**Material accounting policy information** *cont'd*

### 4.2 Revenue from other sources

**(a) 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.

**(b) Dividend income**

Dividend income arising from investments in subsidiaries, joint ventures and associates are recognised when the right to receive payment is established.

## 5. COST OF SALES

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| Cost to fulfill a contract (Note 26) | **158,556** | 210,095 | **-** | - |
| Cost to obtain a contract (Note 26) | **15,228** | 11,988 | **-** | - |
| Cost of property inventories sold (Note 23) | **85,305** | 69,110 | **-** | - |
| Cost of rental of properties | **26,889** | 10,910 | **-** | - |
| Cost of hotel operations | **34,596** | 34,314 | **-** | - |
| Cost of fresh fruit bunches sold | **2,888** | 2,846 | **-** | - |
| | **323,462** | 339,263 | **-** | - |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 6. OTHER NET OPERATING INCOME/(EXPENSES)

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| Property plant and equipment | | | | |
| - gain on disposal | **373** | - | **-** | - |
| - written off | **(16)** | - | **-** | - |
| Rental income | **2,136** | 2,092 | **-** | - |
| Reversal of allowance for impairment on: | | | | |
| - trade receivables (Note 24) | **-** | 37 | **-** | - |
| - other receivables (Note 24) | **32** | 17 | **-** | - |
| Allowance for impairment on: | | | | |
| - trade receivables (Note 24) | **(1,312)** | (88) | **-** | - |
| Loss on remeasurement of previously held equity interest* (Note 18) | **-** | (90,450) | **-** | - |
| Gain on bargain purchase^ (Note 18) | **-** | 138,640 | **-** | - |
| Realisation of goodwill (Note 21) | **(1,263)** | (1,377) | **-** | - |
| Inventories written down | **(5,400)** | - | **-** | - |
| Net gain on fair value of investment properties (Note 17) | **2,517** | 3,526 | **-** | - |
| Net impairment loss on investment in subsidiaries (Note 18) | **-** | - | **-** | (17,046) |
| Gain on fair value on biological assets (Note 28) | **211** | 136 | **-** | - |
| Forfeiture income/deposit | **716** | 183 | **-** | - |
| Gain on elimination of right of use asset and lease liabilities | **-** | 797 | **-** | - |
| Other income | **6,993** | 5,196 | **-** | - |
| | **4,987** | 58,709 | **-** | (17,046) |

* *This represents the difference between the carrying value and fair value of the 21.66% equity interest held prior to the Rights Issue in Tower REIT.*

^ *This represents the difference between the carrying value and the share of net asset of Tower REIT of the 33.32% equity interest.*

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 7. FINANCE INCOME

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| Interest income from: | | | | |
| - subsidiaries (Note 42(b)) | **-** | - | **4,746** | 3,459 |
| - late payment interests | **39** | 27 | **-** | - |
| - short-term deposits | **5,731** | 3,908 | **297** | 256 |
| Others | **229** | 206 | **-** | - |
| | **5,999** | 4,141 | **5,043** | 3,715 |

## 8. FINANCE COSTS

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| Interest expenses on: | | | | |
| - loans and borrowings | **32,611** | 24,590 | **5,752** | 6,948 |
| - lease liabilities (Note 16) | **47** | 717 | **13** | 16 |
| Amortisation of borrowing cost (Note 33) | **831** | 1,740 | **-** | - |
| Others | **1,371** | 224 | **152** | 32 |
| | **34,860** | 27,271 | **5,917** | 6,996 |

Finance costs are capitalised as part of the costs of qualifying assets if they are directly attributable to the acquisition, construction or production of that assets including lands held for property development, property development costs and investment properties. Capitalisation of finance costs commences when the activities to prepare the assets for their intended use or sale are in progress and the expenditures and borrowing costs are incurred.

Borrowing costs directly attributable to the acquisition or construction of an inventory property that necessarily takes a substantial period of time to get ready for its intended use or sale are capitalised as part of the cost of the asset.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 9. PROFIT/(LOSS) BEFORE TAX

The following amounts have been included in arriving at profit/(loss) before tax:

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| Auditors' remuneration: | | | | |
| - statutory audit | **645** | 645 | **130** | 130 |
| - assurance related services | **134** | 95 | **73** | 73 |
| - non-audit services | **20** | 10 | **-** | 10 |
| Direct operating expenses of income generating investment properties | **26,889** | 10,910 | **-** | - |
| Depreciation of property, plant and equipment (Note 15) | **8,585** | 9,071 | **-** | 1 |
| Depreciation of right-of-use assets (Note 16) | **609** | 2,143 | **67** | 65 |
| Employee benefits expense (Note 10) | **43,462** | 40,098 | **22** | 29 |
| Non-executive directors' remuneration (Note 11) | **508** | 538 | **448** | 478 |
| Expenses relating to: | | | | |
| - short-term leases | **81** | 94 | **-** | - |
| - leases of low-value assets | **12** | 123 | **-** | - |

## 10. EMPLOYEE BENEFITS EXPENSE

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 | RM'000 | RM'000 |
| Salaries and wages | **35,108** | 32,733 | **-** | - |
| Defined contribution plans | **3,758** | 3,335 | **-** | - |
| Social security contributions | **367** | 325 | **-** | - |
| Other benefits | **4,229** | 3,705 | **22** | 29 |
| Employee benefits expense (Note 9) | **43,462** | 40,098 | **22** | 29 |

Included in employee benefits expense of the Group are executive directors' remuneration excluding benefits-in-kind amounting to RM1,146,000 (2024: RM965,000) respectively as disclosed in Note 11.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 10. EMPLOYEE BENEFITS EXPENSE *cont'd*

**Material accounting policy information**

Defined contribution plans are post-employment benefits plans under which the Group and the Company pay fixed contributions into separate entities or funds and will have no legal or constructive obligation to pay further contribution if any of the funds do not hold sufficient assets to pay all employee benefits relating to employee services in the current and preceding financial years. Such contribution are recognised as an expense in profit or loss as incurred. As required by law, companies in Malaysia make such contribution to the Employees Provident Fund ("EPF").

## 11. DIRECTORS' REMUNERATION

The details of remuneration of the Company's directors in the Group and the Company during the respective financial years were as follows:

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | **2025** | **2024** | **2025** | **2024** |
| | **RM'000** | **RM'000** | **RM'000** | **RM'000** |
| Executive: | | | | |
| Salaries and other emoluments | **1,023** | 862 | **-** | - |
| Defined contribution plans | **123** | 103 | **-** | - |
| Estimated monetary value of benefits-in-kind | **33** | 34 | **-** | - |
| | **1,179** | 999 | **-** | - |
| Non-executive: | | | | |
| Fees | **371** | 390 | **311** | 330 |
| Other emoluments | **137** | 148 | **137** | 148 |
| | **508** | 538 | **448** | 478 |
| Total directors' remuneration | **1,687** | 1,537 | **448** | 478 |
| Total directors' remuneration excluding benefits-in-kind | | | | |
| - Executive directors (Note 10) | **1,146** | 965 | **-** | - |
| - Non-executive directors (Note 9) | **508** | 538 | **448** | 478 |
| Total directors' remuneration excluding benefits-in-kind | **1,654** | 1,503 | **448** | 478 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 11. DIRECTORS' REMUNERATION *cont'd*

The number of directors of the Company including directors retired during the financial year, whose total remuneration during the respective financial years fall within the following bands is analysed below:

| | Number of directors | |
|---|---|---|
| | **2025** | **2024** |
| **Executive directors:** | | |
| RM500,000 - RM1,500,000 | **1** | 1 |
| **Non-executive directors:** | | |
| RM50,000 and below | **4** | 2 |
| RM50,001 - RM100,000 | **1** | - |
| RM100,001 - RM150,000 | **3** | 4 |
| | **8** | 6 |

## 12. INCOME TAX EXPENSE/(CREDIT)

The major tax components of income tax expense/(credit) for the financial years ended are:

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | **2025** | **2024** | **2025** | **2024** |
| | **RM'000** | **RM'000 (Restated)** | **RM'000** | **RM'000** |
| Current income tax: | | | | |
| - Malaysian income tax | **17,343** | 17,509 | **527** | 892 |
| - (Over)/under provision in prior financial years | **(979)** | 378 | **(552)** | (43) |
| | **16,364** | 17,887 | **(25)** | 849 |
| Real property gains tax | **551** | 485 | **-** | - |
| Deferred tax (Note 22): | | | | |
| - Relating to origination and reversal of temporary differences | **(3,756)** | (7,432) | **-** | - |
| - Under/(over) provision in prior financial year | **1,399** | (1,668) | **-** | - |
| | **(2,357)** | (9,100) | **-** | - |
| Income tax expense/(credit) for the financial year | **14,558** | 9,272 | **(25)** | 849 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 12. INCOME TAX EXPENSE/(CREDIT) *cont'd*

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

Tax liabilities for other jurisdictions are calculated at the rates prevailing in the respective jurisdictions.

A reconciliation of the income tax expense/(credit) applicable to profit/(loss) before tax at the statutory income tax rate to income tax expense/(credit) at the effective income tax rate of the Group and of the Company is as follows:

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | **2025** | **2024** | **2025** | **2024** |
| | **RM'000** | **RM'000 (Restated)** | **RM'000** | **RM'000** |
| Profit/(loss) before tax | **39,921** | 77,760 | **77,757** | (17,881) |
| Taxation at Malaysian statutory tax rate of 24% (2024: 24%) | **9,581** | 18,662 | **18,662** | (4,291) |
| Deferred tax recognised at different tax rates | **(352)** | (22) | **-** | - |
| Share of profit of associates | **(140)** | (135) | **-** | - |
| Share of profit of joint ventures | **(999)** | (2,467) | **-** | - |
| Tax effect on dividend income from an associate | **-** | 112 | **-** | - |
| Income not subject to tax | **(2,292)** | (15,795) | **(20,448)** | (1,978) |
| Expenses not deductible for tax purposes | **5,297** | 10,388 | **2,313** | 7,161 |
| Utilisation of previously unrecognised deferred tax assets | **(131)** | (2,748) | **-** | - |
| Deferred tax assets not recognised during the financial year | **3,174** | 2,567 | **-** | - |
| (Over)/under provision of income tax expense in prior financial years | **(979)** | 378 | **(552)** | (43) |
| Under/(over) provision of deferred tax in prior financial year | **1,399** | (1,668) | **-** | - |
| Income tax expense/(credit) for the financial year | **14,558** | 9,272 | **(25)** | 849 |

The ultimate holding company ("UHC") and its subsidiaries (the "UHC Group") of which the Group is a part of, is within the scope of the Organisation for Economic Co-operation and Development ("OECD") Pillar Two model rules whereby top up tax on profits is required in any jurisdictions in which it operates when the blended effective tax rate in each of those jurisdictions is lower than the minimum effective tax rate of 15%.

Jersey, the jurisdiction of the UHC, has implemented the Pillar Two model rules effective from the financial year beginning on or after 1 January 2025.

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 12. INCOME TAX EXPENSE/(CREDIT) *cont'd*

The Amendments to MFRS 112 "Income Taxes - International Tax Return - Pillar Two Model Rules" introduce a temporary mandatory exception to the accounting for deferred taxes arising from the jurisdictional implementation of the Pillar Two model rules as well as disclosure requirements on the exposure to Pillar Two income taxes upon adoption.

Accordingly, the Group has applied the temporary mandatory exception in Amendments to MFRS 112 "Income Taxes - International Tax Return - Pillar Two Model Rules" retrospectively and is not accounting for deferred taxes arising from any top-up tax due to the Pillar Two model rules in the consolidated financial statements.

The UHC Group continues to monitor Pillar Two legislative developments and evaluate the potential exposure to the Pillar Two income taxes for all of its subsidiaries that operate in the same jurisdictions as the Group.

## 13. EARNINGS PER SHARE

Basic earnings per share amounts are calculated by dividing the profit for the financial year, net of tax, attributable to owners of the parent by the weighted average number of ordinary shares in issue during the financial year (net of ESS Trust shares).

Diluted earnings per share amounts are calculated by dividing the profit for the financial year, net of tax, attributable to owners of the parent by the weighted average number of ordinary shares in issue during the financial year (net of ESS Trust shares) plus the weighted average number of ordinary shares that would be issued on the conversion of all the dilutive ordinary shares into ordinary shares.

The following reflects the profit and share data used in the computation of basic and diluted earnings per share for the financial years ended 30 June:

| | GROUP | |
|---|---|---|
| | **2025** | **2024** |
| | **RM'000** | **RM'000** |
| | | **(Restated)** |
| Profit attributable to owners of the parent | **18,841** | 66,472 |
| | **Number of shares '000** | **Number of shares '000** |
| Weighted average number of ordinary shares for basic and diluted earnings per share computation (net of ESS Trust shares) | **669,914** | 669,881 |
| **Earnings per share attributable to owners of the parent (sen per share):** | | |
| Basic | **2.81** | 9.92 |
| Diluted | **2.81** | 9.92 |

Subsequent to the financial year, there have been no other transactions involving ordinary shares of the Company.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 14. DIVIDENDS

| | Amount | | Net dividend per share | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 | Sen | Sen |
| **GROUP AND COMPANY** | | | | |
| In respect of financial year ended 30 June 2024 | | | | |
| - Final single tier dividend of 2 sen per share paid on 2 October 2024 | **13,398** | - | **2.00** | - |
| In respect of financial year ended 30 June 2023 | | | | |
| - Final single tier dividend of 2 sen per share paid on 15 November 2023 | **-** | 13,398 | **-** | 2.00 |
| | **13,398** | 13,398 | **2.00** | 2.00 |

On 7 October 2025, the Board had declared a final single tier dividend of 2 sen per share in respect of the financial year ended 30 June 2025, to be paid on 12 November 2025. The financial statements for the current financial year do not reflect this dividend. Such dividend will be accounted for in shareholders' equity as an appropriation of retained profits in the financial year ending 30 June 2026.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 15. PROPERTY, PLANT AND EQUIPMENT

| | Freehold land and buildings | Building service plant and equipment | Office equipment | Furniture and fittings | Motor vehicles | Bearer plants | Capital work-in-progress | Total |
|---|---|---|---|---|---|---|---|---|
| | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 |
| **GROUP** | | | | | | | | |
| **At 30 June 2025** | | | | | | | | |
| **Cost** | | | | | | | | |
| At 1 July 2024 (Restated) | **339,472** | **23,009** | **15,064** | **2,850** | **1,978** | **3,915** | **150** | **386,438** |
| Additions | **112** | **877** | **589** | **-** | **349** | **-** | **3,933** | **5,860** |
| Adjustment [1] | **(10)** | **-** | **-** | **-** | **-** | **-** | **-** | **(10)** |
| Disposal | **-** | **-** | **(144)** | **-** | **(781)** | **-** | **-** | **(925)** |
| Written off | **-** | **-** | **(93)** | **-** | **-** | **-** | **-** | **(93)** |
| Transfer to investment properties (Note 17) | **-** | **-** | **-** | **-** | **-** | **-** | **(4,083)** | **(4,083)** |
| At 30 June 2025 | **339,574** | **23,886** | **15,416** | **2,850** | **1,546** | **3,915** | **-** | **387,187** |
| **Accumulated depreciation** | | | | | | | | |
| At 1 July 2024 (Restated) | **53,424** | **16,686** | **12,748** | **1,728** | **1,875** | **2,336** | **-** | **88,797** |
| Charge for the financial year (Note 9) | **6,059** | **1,279** | **964** | **91** | **48** | **144** | **-** | **8,585** |
| Disposal | **-** | **-** | **(144)** | **-** | **(781)** | **-** | **-** | **(925)** |
| Written off | **-** | **-** | **(77)** | **-** | **-** | **-** | **-** | **(77)** |
| At 30 June 2025 | **59,483** | **17,965** | **13,491** | **1,819** | **1,142** | **2,480** | **-** | **96,380** |
| **Net carrying amount** | | | | | | | | |
| At 30 June 2025 | **280,091** | **5,921** | **1,925** | **1,031** | **404** | **1,435** | **-** | **290,807** |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 15. PROPERTY, PLANT AND EQUIPMENT *cont'd*

| | Freehold land and buildings | Building service plant and equipment | Office equipment | Furniture and fittings | Motor vehicles | Bearer plants | Capital work-in-progress | Total |
|---|---|---|---|---|---|---|---|---|
| | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 |
| **GROUP** | | | | | | | | |
| **At 30 June 2024 (Restated)** | | | | | | | | |
| **Cost** | | | | | | | | |
| At 1 July 2023 | 339,732 | 14,444 | 14,716 | 2,858 | 1,978 | 3,915 | - | 377,643 |
| Additions | 8 | 439 | 360 | 1 | - | - | - | 808 |
| Adjustment [1] | (268) | (55) | - | - | - | - | - | (323) |
| Disposal | - | - | (11) | (9) | - | - | - | (20) |
| Written off | - | - | (1) | - | - | - | - | (1) |
| Deemed acquisition of a subsidiary (Note 18) | - | 8,181 | - | - | - | - | 4,991 | 13,172 |
| Transfer to investment properties (Note 17) | - | - | - | - | - | - | (4,841) | (4,841) |
| At 30 June 2024 (Restated) | 339,472 | 23,009 | 15,064 | 2,850 | 1,978 | 3,915 | 150 | 386,438 |
| **Accumulated depreciation** | | | | | | | | |
| At 1 July 2023 | 47,421 | 11,524 | 11,779 | 1,647 | 1,840 | 2,193 | - | 76,404 |
| Charge for the financial year (Note 9) | 6,003 | 1,824 | 975 | 91 | 35 | 143 | - | 9,071 |
| Disposal | - | - | (5) | (10) | - | - | - | (15) |
| Written off | - | - | (1) | - | - | - | - | (1) |
| Deemed acquisition of a subsidiary (Note 18) | - | 3,338 | - | - | - | - | - | 3,338 |
| At 30 June 2024 (Restated) | 53,424 | 16,686 | 12,748 | 1,728 | 1,875 | 2,336 | - | 88,797 |
| **Net carrying amount** | | | | | | | | |
| At 30 June 2024 (Restated) | 286,048 | 6,323 | 2,316 | 1,122 | 103 | 1,579 | 150 | 297,641 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 15. PROPERTY, PLANT AND EQUIPMENT *cont'd*

| | Office equipment | Furniture and fittings | Total |
|---|---|---|---|
| | RM'000 | RM'000 | RM'000 |
| **COMPANY** | | | |
| **At 30 June 2025** | | | |
| **Cost** | | | |
| At 1 July 2024/30 June 2025 | **258** | **172** | **430** |
| **Accumulated depreciation** | | | |
| At 1 July 2024/30 June 2025 | **258** | **172** | **430** |
| **Net carrying amount** | | | |
| At 1 July 2024/30 June 2025 | **-** | **-** | **-** |
| **At 30 June 2024** | | | |
| **Cost** | | | |
| At 1 July 2023/30 June 2024 | 258 | 172 | 430 |
| **Accumulated depreciation** | | | |
| At 1 July 2023 | 257 | 172 | 429 |
| Charge for the financial year (Note 9) | 1 | - | 1 |
| At 30 June 2024 | 258 | 172 | 430 |
| **Net carrying amount** | | | |
| At 30 June 2024 | - | - | - |

*1 In the previous financial year, the Group has finalised certain costs incurred for its freehold land and building, building service plant and equipment and arising therefrom, RM323,000 was adjusted against other payables.*

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 15. PROPERTY, PLANT AND EQUIPMENT *cont'd*

During the financial year, the Group acquired property, plant and equipment with an aggregate cost of RM5,860,000 (2024: RM808,000). The cash outflow on acquisition of property, plant and equipment of the Group amounted to RM5,860,000 (2024: RM808,000).

(a) The net carrying amount of property, plant and equipment pledged for loans and borrowings as referred to in Note 33 are as follows:

| | GROUP | |
|---|---|---|
| | **2025** | **2024** |
| | **RM'000** | **RM'000** |
| Freehold land and building | **279,116** | 286,048 |

(b) During the financial year, DC Hotel Sdn Bhd, an indirect wholly-owned subsidiary of the Company, carried out a review of the recoverable amount of its hotel building ("Hotel") following a reassessment of its financial performance. The recoverable amount of the Hotel of RM325,000,000 (2024: RM325,000,000) was determined based on its fair value less costs to sell. The fair value was determined based on valuation performed by an accredited independent valuer who specialises in valuing hotel buildings.

Description of valuation technique used and key inputs to determine the fair value of the Hotel:

| | | Range | |
|---|---|---|---|
| **Valuation technique** | **Significant unobservable inputs** | **2025** | **2024** |
| Income approach* | Gross operating profit | **29% to 37%** | 30% to 37% |
| | Occupancy rate | **64% to 75%** | 72% to 82% |
| | Capitalisation rate | **6.25%** | 6.25% |
| | Discount rate | **8.25%** | 8.25% |
| | Average monthly income | **RM5,314,400 to RM7,053,951** | RM5,285,751 to RM7,074,364 |

* *Discounted cash flow incorporates the estimation of future annual cash flows over an investment horizon (forecasted/ projected period) from the valuation date by referencing to expected revenue growth rates, operating expenses and terminal value. The present value of future cash flow is then determined by the application of an appropriate discount rate to derive a net present value of the property as at the valuation date.*

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 15. PROPERTY, PLANT AND EQUIPMENT *cont'd*

**Material accounting policy information**

All items of property, plant and equipment are initially recorded at cost. After initial recognition, property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses. Freehold land and capital work in progress are not depreciated. Depreciation of other property, plant and equipment is computed on a straight-line basis over the estimated useful lives of the assets as follows:

| | |
|---|---|
| Buildings | 2% - 4% |
| Building service plant and equipment | 10% - 20% |
| Office equipment | 10% - 20% |
| Furniture and fittings | 5% - 10% |
| Motor vehicles | 20% |
| Bearer plants | 4.5% |

The assets' residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each financial year-end.

## 16. LEASES

**Group as a lessor**

The Group has entered into leases on its property portfolio.

**Group and Company as lessee**

The Group and the Company have lease contracts for computer equipment, leasehold land and office premises used in its operations. Leases of computer equipment, leasehold land and office premises generally have lease term of 2 to 3 years (2024: 2 to 4 years).

The Group and the Company have several lease contracts that include extension and termination options. These options are negotiated by management to provide flexibility in managing the leased-asset portfolio and align with the Group's and the Company's business needs. Management exercises judgement in determining whether these extension and termination options are reasonably certain to be exercised.

The Group and the Company also have leases with lease terms of 12 months or less and leases of office equipment with low value. The Group and the Company apply the 'short-term leases' and 'lease of low-value assets' recognition exemptions for these leases.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

**16. LEASES** *cont'd*

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the financial year:

| | Computer equipment RM'000 | Leasehold land RM'000 | Office premises RM'000 | Total RM'000 |
|---|---|---|---|---|
| **GROUP** | | | | |
| **At 30 June 2025** | | | | |
| **Cost** | | | | |
| At 1 July 2024 (Restated)/30 June 2025 | **708** | **717** | **423** | **1,848** |
| **Accumulated depreciation** | | | | |
| At 1 July 2024 (Restated) | **(416)** | **(90)** | **(129)** | **(635)** |
| Depreciation (Note 9) | **(185)** | **(359)** | **(65)** | **(609)** |
| At 30 June 2025 | **(601)** | **(449)** | **(194)** | **(1,244)** |
| **Carrying amount** | **107** | **268** | **229** | **604** |
| **At 30 June 2024 (Restated)** | | | | |
| **Cost** | | | | |
| At 1 July 2023 | 708 | 1,462 | 22,116 | 24,286 |
| Additions | - | 717 | 135 | 852 |
| Lease termination | - | - | (110) | (110) |
| Written off | - | (1,462) | - | (1,462) |
| Deemed acquisition of a subsidiary | - | - | (21,718) | (21,718) |
| At 30 June 2024 (Restated) | 708 | 717 | 423 | 1,848 |
| **Accumulated depreciation** | | | | |
| At 1 July 2023 | (207) | (1,216) | (6,894) | (8,317) |
| Depreciation (Note 9) | (209) | (336) | (1,598) | (2,143) |
| Lease termination | - | - | 63 | 63 |
| Written off | - | 1,462 | - | 1,462 |
| Deemed acquisition of a subsidiary | - | - | 8,300 | 8,300 |
| At 30 June 2024 (Restated) | (416) | (90) | (129) | (635) |
| **Carrying amount** | 292 | 627 | 294 | 1,213 |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

**16. LEASES** *cont'd*

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the financial year: *cont'd*

| | Office premises |
|---|---|
| | RM'000 |
| **COMPANY** | |
| **At 30 June 2025** | |
| **Cost** | |
| At 1 July 2024/30 June 2025 | **390** |
| **Accumulated depreciation** | |
| At 1 July 2024 | **(95)** |
| Depreciation (Note 9) | **(67)** |
| At 30 June 2025 | **(162)** |
| **Carrying amount** | **228** |
| **At 30 June 2024** | |
| **Cost** | |
| At 1 July 2023/30 June 2024 | 390 |
| **Accumulated depreciation** | |
| At 1 July 2023 | (30) |
| Depreciation (Note 9) | (65) |
| At 30 June 2024 | (95) |
| **Carrying amount** | 295 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

**16. LEASES** *cont'd*

Set out below are the carrying amounts of lease liabilities and the movements during the financial year:

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | **2025** | **2024** | **2025** | **2024** |
| | **RM'000** | **RM'000** | **RM'000** | **RM'000** |
| | | **(Restated)** | | |
| At beginning of the financial year | **1,237** | 16,587 | **304** | 363 |
| Additions | **-** | 852 | **-** | - |
| Accretion of interest (Note 8) | **47** | 717 | **13** | 16 |
| Payment of | | | | |
| - Principal | **(605)** | (1,940) | **(62)** | (59) |
| - Interest | **(47)** | (717) | **(13)** | (16) |
| Lease termination | **-** | (47) | **-** | - |
| Deemed acquisition of a subsidiary | **-** | (14,215) | **-** | - |
| At end of the financial year | **632** | 1,237 | **242** | 304 |
| Disclosed as: | | | | |
| - Current | **459** | 604 | **65** | 62 |
| - Non-current | **173** | 633 | **177** | 242 |
| | **632** | 1,237 | **242** | 304 |
| **Maturities of lease liabilities:** | | | | |
| Not later than 1 year | **459** | 604 | **65** | 62 |
| Later than 1 year and not later than 5 years | **173** | 633 | **177** | 242 |
| | **632** | 1,237 | **242** | 304 |

The Group and the Company had total cash outflows for leases of RM652,000 (2024: RM2,657,000) and RM75,000 (2024: RM75,000) respectively.

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 16. LEASES *cont'd*

**Material accounting policy information**

(a) The Group and the Company apply the short-term lease recognition exemption to its short-term leases of assets (i.e. those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of assets that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

(b) The right-of-use asset is depreciated using the straight-line method, at the following annual rates:

| | |
|---|---|
| Leasehold land | 2 years |
| Office premises | 6 to 9 years |
| Computer equipment | 3 years |

(c) In addition, the right-of-use assets are periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

## 17. INVESTMENT PROPERTIES

Movements in the investment properties are as follows:

| | GROUP | |
|---|---|---|
| | **2025** | **2024** |
| | **RM'000** | **RM'000** |
| | | **(Restated)** |
| At beginning of the financial year | **1,087,263** | 281,663 |
| Additions | **437** | 33 |
| Deemed acquisition of a subsidiary (Note 18) | **-** | 797,200 |
| Net gain on fair value adjustments (Note 6) | **2,517** | 3,526 |
| Transfer from property, plant and equipment (Note 15) | **4,083** | 4,841 |
| At end of the financial year | **1,094,300** | 1,087,263 |
| Comprising: | | |
| **At valuation:** | | |
| Completed investment properties: | | |
| - Leasehold land and building | **4,500** | 4,500 |
| - Freehold land and buildings | **1,089,800** | 1,082,763 |
| At end of the financial year | **1,094,300** | 1,087,263 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 17. INVESTMENT PROPERTIES *cont'd*

The investment properties are stated at fair values which have been determined based on valuation reports by accredited independent valuers as at reporting date. The fair values represent the prices that would be received to sell the asset or paid to transfer the liabilities in an orderly manner between market participants at the measurement date.

Fair value hierarchy disclosures for investment properties are disclosed in Note 38.

The net carrying amounts of investment properties charged to financial institutions as collaterals for credit facilities granted to the Group as disclosed in Note 33 are as follows:

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| Freehold land and buildings | **1,089,800** | 1,082,763 |

**Material accounting policy information**

(a) Investment properties comprise land and buildings which are held either to earn rental income or for capital appreciation or for both. Such properties are measured initially at cost, including transaction costs. Subsequent to initial recognition, investment properties are stated at fair value. Fair value is arrived at by reference to market evidence of transaction prices for similar properties. Gains or losses arising from changes in the fair values of investment properties are recognised in profit or loss in the year in which they arise.

(b) Investment properties are derecognised when either they have been disposed of or when the investment properties are permanently withdrawn from use and no future economic benefit is expected from their disposal. Any gain or loss on the retirement or disposal of an investment property is recognised in profit or loss in the year of retirement or disposal.

## 18. INVESTMENTS IN SUBSIDIARIES

| | COMPANY | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| Unquoted shares, at cost | **1,146,492** | 1,255,324 |
| Less: Accumulated impairment losses | **(96,714)** | (96,714) |
| | **1,049,778** | 1,158,610 |

Details of the subsidiaries are disclosed in Note 39.

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 18. INVESTMENTS IN SUBSIDIARIES *cont'd*

**Material accounting policy information**

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

The change of allowance for impairment in respect of investments in subsidiaries during the financial year is as follows:

| | COMPANY | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| At beginning of the financial year | **96,714** | 79,668 |
| Add: Allowance for impairment (Note 6) | **-** | 17,046 |
| At end of the financial year | **96,714** | 96,714 |

**(i) Subscription of ordinary shares, redemption of RPS and/or capital reduction**

During the financial year, the Company completed the following transactions involving ordinary shares and/or RPS:

a) Redemption of 32,000 RPS in GLM Oval Sdn Bhd amounting to RM32,000,000.

b) Redemption of 15,000,000 RPS in Titan Debut Sdn Bhd amounting to RM15,000,000.

c) Redemption of 95,000 RPS in GLM Emerald Hills (Cheras) Sdn Bhd amounting to RM95,000,000.

d) Subscription of 33,168,352 ordinary shares in GLM Real Estate Holdings Sdn Bhd for a total consideration of RM33,168,352.

In the previous financial year, the Company completed the following transactions involving ordinary shares and/or RPS:

a) Capital reduction exercise to reduce its investment in a subsidiary, GuocoLand Development Sdn Bhd, by cancelling 13,300,000 ordinary shares amounting to RM13,300,000.

b) Redemption of 9,500 RPS in GLM Oval Sdn Bhd amounting to RM9,500,000.

c) Redemption of 8,000,000 RPS in Titan Debut Sdn Bhd amounting to RM8,000,000.

d) Redemption of 14,000 RPS in GLM Emerald Square (Cheras) Sdn Bhd amounting to RM14,000,000.

e) Redemption of 17,000 RPS in GLM Emerald Hill (Cheras) Sdn Bhd amounting to RM17,000,000.

f) Subscription of 7,000,000 ordinary shares in GLM Real Estate Holdings Sdn Bhd for a total consideration of RM7,000,000 and redemption of 2,000 RPS in GLM Real Estate Holdings Sdn Bhd amounting to RM2,000,000.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

**18. INVESTMENTS IN SUBSIDIARIES** *cont'd*

**(ii) Winding up of a subsidiary**

During the financial year, Ace Acres Sdn Bhd, an indirect wholly-owned subsidiary of the Company, had been placed under member's voluntary liquidation pursuant to Section 439(1)(b) of the Companies Act 2016.

**(iii) Deemed acquisition of Tower REIT**

On 28 May 2024, the Group subscribed to 102,779,550 new rights units in an associate, Tower Real Estate Investment Trust ("Tower REIT"), pursuant to its Rights Issue, for a total subscription amount of RM31,861,661. Following the subscription, the Group's effective interest in Tower REIT increased from 21.66% to 33.32%. In accordance with MFRS 10 Consolidated Financial Statements, the Group has reassessed and concluded that it controls Tower REIT as its effective interest is significant. Accordingly, the Group has reclassified its investment in Tower REIT from an associate to a subsidiary.

**Amount recognised in profit or loss from acquisition:**

| | RM'000 |
|---|---|
| Bargain of purchase (Note 6) | (138,640) |
| Loss on remeasurement of previously held equity interest (Note 6) | 90,450 |
| Net gain on the deemed acquisition of subsidiary | (48,190) |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 18. INVESTMENTS IN SUBSIDIARIES *cont'd*

### (iii) Deemed acquisition of Tower REIT *cont'd*

***Identifiable assets acquired and liabilities assumed***

The following table summarises the fair value of the identifiable assets and liabilities at the date of acquisition on 28 May 2024:

| | RM'000 |
|---|---|
| Property, plant and equipment | 9,834 |
| Investment properties | 797,200 |
| Trade and other receivables | 5,958 |
| Cash and cash equivalent | 65,182 |
| Trade and other payables | (19,431) |
| Loans and borrowings | (272,294) |
| Deferred tax liabilities | (17,291) |
| **Total identifiable net assets** | 569,158 |
| **Goodwill** | |
| Fair value of identifiable assets | 569,158 |
| Less: Non-controlling interests | (379,514) |
| Group's interest in fair value of net identifiable assets | 189,644 |
| Less: Fair value of previously held interest | (19,142) |
| Less: Gain on bargain purchase (Note 6) | (138,640) |
| Cost on acquisition satisfied by cash | 31,862 |
| The cash inflow on acquisition is as follows: | |
| Cost of acquisition satisfied by cash | 31,862 |
| Less: Cash and cash equivalents of subsidiary acquired | (65,182) |
| Net cash inflow on acquisition of subsidiary | (33,320) |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

**18. INVESTMENTS IN SUBSIDIARIES** *cont'd*

**(iv) The following subsidiary of the Group has material non-controlling interest:**

Financial information of a subsidiary that has a material non-controlling interest is provided below. The financial information presented represents amounts before inter-company eliminations.

*Summarised statements of financial position*

| | 2025 RM'000 | 2024 RM'000 |
|---|---|---|
| Non-current assets | **810,020** | 806,925 |
| Current assets | **30,584** | 30,693 |
| Non-current liabilities | **(258,251)** | (257,708) |
| Current liabilities | **(12,875)** | (9,830) |
| **Net assets** | **569,478** | 570,080 |

*Summarised statements of comprehensive income*

| | 2025 RM'000 | 2024 RM'000 |
|---|---|---|
| Revenue | **38,912** | 3,313 |
| Profit net of tax, representing total comprehensive income for the financial year | **7,203** | 922 |
| Transactions with non-controlling interests: | | |
| Dividend paid | **(2,601)** | (304) |
| Issuance of right units | **-** | 33,354 |

*Summarised statements of cash flows*

| | 2025 RM'000 | 2024 RM'000 |
|---|---|---|
| Net cash from operating activities | **21,945** | 526 |
| Net cash (used in)/from in investing activities | **(3,007)** | 1,015 |
| Net cash used in financing activities | **(18,941)** | (39,877) |
| Net decrease in cash and cash equivalents | **(3)** | (38,336) |
| Cash and cash equivalents at beginning of financial year/date of deemed acquisition | **26,846** | 65,182 |
| Cash and cash equivalents at end of financial year | **26,843** | 26,846 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 19. INVESTMENTS IN ASSOCIATES

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| Unquoted shares in Malaysia, at cost | **56,000** | 56,000 | **56,000** | 56,000 |
| Share of post acquisition reserves | **26,302** | 25,720 | **-** | - |
| Unrealised profit arising from transactions with associates | **(1,675)** | (1,173) | **-** | - |
| Others | **612** | 612 | **-** | - |
| | **81,239** | 81,159 | **56,000** | 56,000 |
| Represented by: | | | | |
| Share of net assets of associates | **81,239** | 81,159 | **N/A** | N/A |

**Material accounting policy information**

The Group's interests in its associates are accounted for using the equity method.

Details of the associates are as follows:

| Name of the Company | Country of incorporation | Effective equity interest 2025 % | Effective equity interest 2024 % (Restated) | Principal activities |
|---|---|---|---|---|
| Tower Real Estate Investment Trust ("Tower REIT")* | Malaysia | **-** | - | Investment in real estate and real estate-related assets |
| GLM Emerald (Sepang) Sdn Bhd ("GLMES") | Malaysia | **40** | 40 | Property development and operation of an oil palm estate |

* *Reclassified as a subsidiary of the Group as disclosed in Note 18.*

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 19. INVESTMENTS IN ASSOCIATES *cont'd*

The Group's interests in the assets, liabilities, revenue and profit/(loss) of associates are as follows:

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| | | (Restated) |
| **Assets and liabilities** | | |
| Non-current assets | **74,384** | 74,648 |
| Current assets | **10,116** | 13,063 |
| Total assets | **84,500** | 87,711 |
| Current liabilities | **(3,261)** | (6,552) |
| Total liabilities | **(3,261)** | (6,552) |
| **Results** | | |
| Revenue | **5,708** | 9,392 |
| Profit/(loss) before tax | **582** | (294) |
| Profit/(loss) after tax, representing total comprehensive income/(loss) | **582** | (294) |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 19. INVESTMENTS IN ASSOCIATES *cont'd*

Summarised financial information in respect of each of the Group's material associates is set out below. The summarised financial information represents the amounts in the financial statements of the associates and not the Group's share of those amounts.

### (i) Summarised statement of financial position

| | Tower REIT | | GLMES | | Total | |
|---|---|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 | RM'000 | RM'000 (Restated) |
| Non-current assets | - | - | **185,960** | 186,620 | **185,960** | 186,620 |
| Current assets | - | - | **25,291** | 32,656 | **25,291** | 32,656 |
| Total assets | - | - | **211,251** | 219,276 | **211,251** | 219,276 |
| Non-current liabilities | - | - | - | - | - | - |
| Current liabilities | - | - | **(8,154)** | (16,379) | **(8,154)** | (16,379) |
| Total liabilities | - | - | **(8,154)** | (16,379) | **(8,154)** | (16,379) |
| Net assets | - | - | **203,097** | 202,897 | **203,097** | 202,897 |

### (ii) Summarised statement of comprehensive income

| | Tower REIT | | GLMES | | Total | |
|---|---|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 | RM'000 | RM'000 (Restated) |
| Revenue | - | - | **14,271** | 9,392 | **14,271** | 9,392 |
| Profit/(loss) before tax | - | - | **1,454** | (735) | **1,454** | (735) |
| Profit/(loss) for the financial year, representing total comprehensive income/ (loss) | - | - | **1,454** | (735) | **1,454** | (735) |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 19. INVESTMENTS IN ASSOCIATES *cont'd*

Summarised financial information in respect of each of the Group's material associates is set out below. The summarised financial information represents the amounts in the financial statements of the associates and not the Group's share of those amounts. *cont'd*

**(iii) Reconciliation of the summarised financial information presented above to the carrying amount of the Group's interests in associates**

| | Tower REIT | | GLMES | | Total | |
|---|---|---|---|---|---|---|
| | **2025** | **2024** | **2025** | **2024** | **2025** | **2024** |
| | **RM'000** | **RM'000 (Restated)** | **RM'000** | **RM'000** | **RM'000** | **RM'000 (Restated)** |
| Net assets at beginning of the financial year | **-** | 499,756 | **202,897** | 203,999 | **202,897** | 703,755 |
| Profit/(loss) for the financial year | **-** | 3,961 | **1,454** | (735) | **1,454** | 3,226 |
| Issuance of right units (net of issuance costs) | **-** | 64,680 | **-** | - | **-** | 64,680 |
| Dividend paid during the financial year | **-** | (1,402) | **-** | - | **-** | (1,402) |
| Intra-group transactions elimination | **-** | 2,163 | **(1,254)** | (367) | **(1,254)** | 1,796 |
| Effects of deemed acquisition of a subsidiary | **-** | (569,158) | **-** | - | **-** | (569,158) |
| Net assets at end of the financial year | **-** | - | **203,097** | 202,897 | **203,097** | 202,897 |
| Interest in associates as at year end | **0.00%** | 0.00% | **40.00%** | 40.00% | | |
| Carrying value of Group's interests in associates | **-** | - | **81,239** | 81,159 | **81,239** | 81,159 |

There is no share of capital commitment and contingent liability of the associates of the Group as at the reporting date.

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 20. INVESTMENTS IN JOINT VENTURES

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| Unquoted shares in Malaysia, at cost | **58,499** | 61,881 |
| Share of post acquisition reserves | **72,529** | 89,986 |
| Unrealised profit arising from transactions with joint ventures | **(3,897)** | (5,851) |
| | **127,131** | 146,016 |

**Material accounting policy information**

The Group's interests in its joint ventures are accounted for using the equity method.

During the financial year:

(i) The Group received a total dividend of RM21,618,037 (2024: nil) from GLM Emerald (Rawang) Sdn Bhd; and

(ii) GLM Emerald (Rawang) Sdn Bhd had redeemed 3,381,963 (2024: nil) CRPS amounting to RM3,381,963 (2024: RM nil) from the Group.

| Name of the Company | Country of incorporation | Effective equity interest 2025 % | Effective equity interest 2024 % | Principal activity |
|---|---|---|---|---|
| ^ GLM Emerald (Rawang) Sdn Bhd and its subsidiaries: | Malaysia | **50** | 50 | Investment holding |
| GLM Emerald West (Rawang) Sdn Bhd ("GEWR") | Malaysia | **50** | 50 | Property development |
| ^ GLM Emerald East (Rawang) Sdn Bhd | Malaysia | **50** | 50 | Property development |

^ *Not audited by member firms of Ernst & Young Global.*

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 20. INVESTMENTS IN JOINT VENTURES *cont'd*

The Group's interest in the assets, liabilities, revenue and expenses of a joint venture is as follows:

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| **Assets and liabilities** | | |
| Non-current assets | **85,485** | 97,485 |
| Current assets | **82,221** | 95,205 |
| Total assets | **167,706** | 192,690 |
| Current liabilities | **(40,575)** | (46,674) |
| Total liabilities | **(40,575)** | (46,674) |
| **Results** | | |
| Revenue | **64,925** | 83,507 |
| Expenses, including finance costs and income tax expense | **(60,764)** | (73,228) |
| Profit after tax, representing total comprehensive income | **4,161** | 10,279 |

The Group has recorded elimination of intragroup transactions of RM1,954,000 (2024: RM259,000) during the financial year.

Summarised financial information in respect of the Group's material joint venture is set out below. The summarised financial information represents the amounts in the financial statement of the joint venture and not the Group's share of those amounts.

**(i) Summarised statement of financial position**

| | GEWR | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| Non-current assets | **155,819** | 182,805 |
| Current assets | **204,356** | 219,791 |
| Total assets | **360,175** | 402,596 |
| Current liabilities | **(73,129)** | (84,715) |
| Total liabilities | **(73,129)** | (84,715) |
| Net assets | **287,046** | 317,881 |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 20. INVESTMENTS IN JOINT VENTURES *cont'd*

Summarised financial information in respect of the Group's material joint venture is set out below. The summarised financial information represents the amounts in the financial statement of the joint venture and not the Group's share of those amounts. *cont'd*

**(ii) Summarised statement of comprehensive income**

| | GEWR | |
|---|---|---|
| | **2025** | **2024** |
| | **RM'000** | **RM'000** |
| Revenue | **129,684** | 166,860 |
| Profit before tax | **16,529** | 28,121 |
| Profit for the financial year, representing total comprehensive income | **8,488** | 20,802 |

**(iii) Reconciliation of the summarised financial information presented above to the carrying amount of the Group's interest in joint venture**

| | GEWR | |
|---|---|---|
| | **2025** | **2024** |
| | **RM'000** | **RM'000** |
| Net assets at beginning of the financial year | **317,881** | 296,667 |
| Profit for the financial year | **8,488** | 20,802 |
| Dividend paid during the financial year | **(43,236)** | - |
| Intra-group transactions elimination | **3,913** | 412 |
| Net assets at end of the financial year | **287,046** | 317,881 |
| Interest in joint venture as at year end | **50%** | 50% |
| Carrying value of Group's interest in joint venture | **143,523** | 158,941 |

Aggregate information of joint ventures that are individually not material are as follows:

| | **2025** | **2024** |
|---|---|---|
| | **RM'000** | **RM'000** |
| The Group's share of loss before tax | **(83)** | (108) |
| The Group's share of loss after tax, representing total comprehensive loss | **(83)** | (122) |

There is no share of capital commitment and contingent liability of the joint ventures of the Group as at the reporting date.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 21. GOODWILL

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| At beginning of the financial year | **2,521** | 3,898 |
| Realisation during the financial year (Note 6) | **(1,263)** | (1,377) |
| At end of the financial year | **1,258** | 2,521 |

On 26 October 2007, the Group had acquired 100% interest in Titan Debut Sdn Bhd. The acquisition was accounted for as a business combination in accordance with MFRS 3 Business Combination. Accordingly, paragraph 15(b)(i) of MFRS 112 Income Taxes requires deferred tax liability to be recognised for all taxable temporary differences arising from initial recognition of an asset or liability in a transaction which is a business combination. Such temporary differences arose from the differences between the fair values of assets and liabilities acquired in a business combination and their respective tax bases. Accordingly, the acquisition of the said subsidiary had resulted in the recognition of deferred tax liability amounting to RM17,732,000 with the corresponding debit being recognised as additional goodwill. Consequently, to the extent that such deferred tax liability is reversed, the corresponding goodwill will also be recognised.

During the financial year, the Group recognised the goodwill amounting to RM1,263,000 (2024: RM1,377,000) due to the reversal of the deferred tax liability relating to the property inventories sold during the financial year.

## 22. DEFERRED TAX

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| | | (Restated) |
| At beginning of the financial year | **8,139** | (52) |
| Deemed acquisition of a subsidiary (Note 18) | **-** | 17,291 |
| Recognised in the profit or loss (Note 12) | **(2,357)** | (9,100) |
| At end of the financial year | **5,782** | 8,139 |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

**22. DEFERRED TAX** *cont'd*

Presented after appropriate offsetting as follows:

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| Deferred tax assets | **(24,159)** | (22,009) |
| Deferred tax liabilities | **29,941** | 30,148 |
| | **5,782** | 8,139 |

The components and movements of Group's deferred tax liabilities and assets during the financial year prior to offsetting are as follows:

**Deferred tax liabilities of the Group**

| | Contract assets | Contract cost assets | Right-of-use assets | Inventories | Investment properties | Accelerated capital allowances | Others | Total |
|---|---|---|---|---|---|---|---|---|
| | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 |
| At 1 July 2023 | (1,056) | 6,117 | 3,876 | 9,867 | 4,870 | 5,631 | (12) | 29,293 |
| Recognised in the profit or loss | 2,616 | (880) | (586) | (782) | 361 | (226) | (718) | (215) |
| Deemed acquisition of a subsidiary (Note 18) | - | - | - | - | 17,291 | - | - | 17,291 |
| At 30 June 2024 (Restated)/1 July 2024 | 1,560 | 5,237 | 3,290 | 9,085 | 22,522 | 5,405 | (730) | 46,369 |
| Recognised in the profit or loss | (2,220) | 2,064 | 66 | 148 | 210 | (55) | (1,676) | (1,463) |
| At 30 June 2025 | **(660)** | **7,301** | **3,356** | **9,233** | **22,732** | **5,350** | **(2,406)** | **44,906** |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 22. DEFERRED TAX *cont'd*

The components and movements of Group's deferred tax liabilities and assets during the financial year prior to offsetting are as follows: *cont'd*

**Deferred tax assets of the Group**

| | Provision | Unused tax losses and unabsorbed capital allowances | Property development costs | Contract liabilities | Lease liabilities | Other deductible temporary differences | Total |
|---|---|---|---|---|---|---|---|
| | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 |
| At 1 July 2023 | (2,762) | (6,960) | (1,639) | (13,054) | (4,029) | (901) | (29,345) |
| Recognised in the profit or loss | (9,902) | (1,121) | 490 | 2,069 | 289 | (710) | (8,885) |
| At 30 June 2024/ 1 July 2024 | (12,664) | (8,081) | (1,149) | (10,985) | (3,740) | (1,611) | (38,230) |
| Recognised in the profit or loss | (652) | (991) | (788) | (514) | 158 | 1,893 | (894) |
| At 30 June 2025 | **(13,316)** | **(9,072)** | **(1,937)** | **(11,499)** | **(3,582)** | **282** | **(39,124)** |

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

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| Unused tax losses | **228,352** | 221,653 |
| Unabsorbed capital allowances | **47,143** | 41,546 |
| Others | **151,168** | 150,784 |
| | **426,663** | 413,983 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

**22. DEFERRED TAX** *cont'd*

Tax losses for which the tax effects have not been recognised in the financial statements:

| | GROUP | |
|---|---|---|
| | **2025** | **2024** |
| | **RM'000** | **RM'000** |
| Expiry analysis | | |
| Unused tax losses: | | |
| - Expiring in 2028 | **99,096** | 99,641 |
| - Expiring in 2029 | **22,381** | 22,381 |
| - Expiring in 2030 | **26,541** | 26,541 |
| - Expiring in 2031 | **27,775** | 27,775 |
| - Expiring in 2032 | **26,132** | 26,132 |
| - Expiring in 2033 | **13,691** | 13,691 |
| - Expiring in 2034 | **5,492** | 5,492 |
| - Expiring in 2035 | **7,244** | - |
| | **228,352** | 221,653 |

Deferred tax assets have not been recognised in respect of these items for certain subsidiaries as it is not probable that taxable profits of the subsidiaries would be available against which the unused tax losses, unabsorbed capital allowances and other deductible temporary differences could be utilised.

The unutilised capital allowances of the Group are available indefinitely for offsetting against future taxable profits of the respective entities within the Group, subject to no substantial changes in shareholdings of those entities under the Income Tax Act, 1967 and guidelines issued by the tax authority.

On the other hand, the Malaysia Finance Act gazetted on 27 December 2018 has imposed a time limitation to restrict the carry forward of the unutilised tax losses for Malaysian entities. Based on the latest Malaysian Finance Act gazetted on 31 December 2021, the time limit for the carry forward of the unutilised tax losses has been extended from 7 years to 10 years.

As a result of this change, the unutilised tax losses accumulated up to the year of assessment 2018 are allowed to be carried forward for 10 consecutive years of assessment (i.e. years of assessment 2019 to 2028) and any balance of the unutilised losses thereafter shall be disregarded.

However, for any unutilised tax losses that originated from the year of assessment 2019 onwards, these are allowed to be carried forward for a maximum period of 10 consecutive years of assessment immediately following that originating year of assessment and any balance of the unutilised tax losses thereafter shall be disregarded.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 22. DEFERRED TAX *cont'd*

**Material accounting policy information**

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except:

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or a liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and

- in respect of taxable temporary differences associated with interests in subsidiaries, associates and joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

The carrying amounts of deferred tax assets are reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax assets to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the assets are realised or the liabilities are settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

Tax benefits acquired as part of a business combination, but not satisfying the criteria for separate recognition at that date, are recognised subsequently if there are new information and changes in facts and circumstances. The adjustment is either treated as a reduction to goodwill (as long as it does not exceed goodwill) if it was incurred during the measurement period or recognised in profit or loss.

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 23. INVENTORIES

| | Note | GROUP 2025 RM'000 | GROUP 2024 RM'000 |
|---|---|---|---|
| **Non-current** | | | |
| Land held for property development | (a) | **148,914** | 148,914 |
| **Current** | | | |
| Completed development properties | (b) | **251,397** | 257,882 |
| Consumable stores and spares | | **736** | 763 |
| Property development costs | (c) | **335,665** | 372,577 |
| Land held for sale | (d) | **-** | - |
| | | **587,798** | 631,222 |
| **Total inventories** | | **736,712** | 780,136 |

Included in total inventories of the Group are inventories carried at the lower of cost and net realisable value amounting to RM164,660,000 (2024: RM20,784,000).

The cost of property inventories of the Group recognised as cost of sales during the financial year amounted to RM85,305,000 (2024: RM69,110,000) as disclosed in Note 5.

### (a) Land held for property development

| | Note | GROUP 2025 RM'000 | GROUP 2024 RM'000 |
|---|---|---|---|
| **Cost** | | | |
| At beginning of the financial year | | **149,672** | 104,251 |
| Transfer from land held for sale | (d) | **-** | 45,421 |
| At end of the financial year | | **149,672** | 149,672 |
| **Accumulated write down** | | | |
| At beginning/end of the financial year | | **(758)** | (758) |
| **Carrying amount** | | **148,914** | 148,914 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 23. INVENTORIES *cont'd*

### (b) Completed development properties

**Material accounting policy information**

Units of development properties completed and held for sales are stated at the lower of cost and net realisable value ("NRV"). Costs comprise costs of land acquisition including all related costs incurred subsequent to the acquisition necessary to prepare the land for its intended use, related development costs to projects and direct building costs.

NRV is the estimated selling price in the ordinary course of the business, based on market prices at the reporting date less estimated costs of completion and the estimated costs necessary to make the sale, taking into account the time value of money if material.

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| At cost | **160,476** | 237,098 |
| At net realisable value | **90,921** | 20,784 |
| | **251,397** | 257,882 |

### (c) Property development costs

**Material accounting policy information**

Property development costs are those assets on which significant works have been undertaken and are expected to be completed within the normal operating cycle.

Property development costs are initially stated at costs. Cost includes:

- Freehold and leasehold rights for land;
- Amounts paid to contractors for construction;
- Borrowing costs, staff costs, planning and design costs, costs of site preparation, professional fees for legal services, property transfer taxes, construction overheads and other related costs; and
- Non-refundable commission costs.

Property development costs are recognised as cost of sales when the corresponding revenue is recognised in Note 44.4(b)(i).

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 23. INVENTORIES *cont'd*

### (c) Property development costs *cont'd*

**Material accounting policy information** *cont'd*

Any expected loss on a development project, including costs to be incurred over the defects liability period, is recognised as an expense immediately.

| | | GROUP | |
|---|---|---|---|
| | | 2025 | 2024 |
| | Note | RM'000 | RM'000 |
| **Cost** | | | |
| At beginning of the financial year | | **372,577** | 399,167 |
| Development costs incurred during the financial year | | **79,380** | 57,271 |
| Transfers to: | | | |
| Contract cost assets | 26 | **(31,273)** | (83,612) |
| Completed development properties | | **(80,243)** | (249) |
| Written down during the financial year | | **(4,776)** | - |
| At end of the financial year | | **335,665** | 372,577 |
| At cost | | **261,926** | 372,577 |
| At net realisable value | | **73,739** | - |
| | | **335,665** | 372,577 |

As at the reporting date, the carrying amounts of property development costs pledged as securities for the borrowing facilities granted to the Group as disclosed in Note 33 amounted to RM282,507,000 (2024: RM300,420,000).

### (d) Land held for sale

| | | GROUP | |
|---|---|---|---|
| | | 2025 | 2024 |
| | Note | RM'000 | RM'000 |
| **Cost** | | | |
| At beginning of the financial year | | **-** | 45,421 |
| Transfer to land held for property development | (a) | **-** | (45,421) |
| At end of the financial year | | **-** | - |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 24. TRADE AND OTHER RECEIVABLES

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| **Non-current** | | | | |
| Amounts due from subsidiaries | **-** | - | **142,870** | 58,144 |
| **Current** | | | | |
| Trade receivables | **77,152** | 74,068 | **-** | - |
| Less: Allowance for impairment | **(3,642)** | (2,385) | **-** | - |
| | **73,510** | 71,683 | **-** | - |
| Other receivables | **5,409** | 6,962 | **-** | - |
| Less: Allowance for impairment | **(1,738)** | (1,770) | **-** | - |
| | **3,671** | 5,192 | **-** | - |
| Deposits | **9,027** | 9,455 | **34** | 33 |
| Less: Allowance for impairment | **(387)** | (387) | **-** | - |
| | **8,640** | 9,068 | **34** | 33 |
| Amounts due from subsidiaries | **-** | - | **10,703** | 41,324 |
| Amounts due from related companies | **28** | 71 | **-** | - |
| Amount due from an associate | **145** | 11 | **-** | - |
| Amounts due from joint ventures | **294** | 80 | **-** | - |
| | **467** | 162 | **10,703** | 41,324 |
| | **86,288** | 86,105 | **10,737** | 41,357 |
| **Total trade and other receivables** | **86,288** | 86,105 | **153,607** | 99,501 |
| Total trade and other receivables | **86,288** | 86,105 | **153,607** | 99,501 |
| Less: Goods and Services Tax ("GST") receivable | **(9)** | (9) | **-** | - |
| Add: Cash and bank balances (Note 29) | **142,669** | 128,059 | **23,060** | 5,058 |
| Total financial assets at amortised cost (debt instruments) | **228,948** | 214,155 | **176,667** | 104,559 |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 24. TRADE AND OTHER RECEIVABLES *cont'd*

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

Amounts due from related companies, an associate and joint ventures are unsecured, non-interest bearing and repayable on demand.

Amounts due from subsidiaries are unsecured, repayable on demand and bore interest at rates ranging 4.05% to 4.45% (2024: 4.40% to 4.58%) per annum.

The management of the Group monitors the cash flows and funding requirements of the Company and its subsidiaries on a Group-wide basis. This includes determining the timing and quantum of the repayment of amounts due from and due to subsidiaries and related companies of the Company when required.

As at 30 June 2025 and 30 June 2024, no demand for repayment has been made by the Company for any of the balances due from the subsidiaries or holding company. Considering the nature and terms of these balances, the Company has assessed that there are no amounts which are regarded as past due and no ageing analysis has been presented for these balances.

There is no significant concentration of credit risk that may arise from exposures to a single debtor or to groups of debtors except for the amounts due from subsidiaries in respect of the Company, with the amount of maximum credit risk exposure equivalent to the respective debtors' carrying amounts as at the reporting date.

The ageing analysis of the Group's trade receivables is as follows:

| | Nominal amounts 2025 | Allowance for impairment 2025 | Nominal amounts 2024 | Allowance for impairment 2024 |
|---|---|---|---|---|
| | RM'000 | RM'000 | RM'000 (Restated) | RM'000 (Restated) |
| **GROUP** | | | | |
| Not past due | **58,163** | **-** | 58,020 | - |
| Past due 1 to 30 days | **3,515** | **-** | 9,429 | - |
| Past due 31 to 90 days | **6,576** | **-** | 2,925 | - |
| More than 90 days past due | **8,898** | **(3,642)** | 3,694 | (2,385) |
| | **77,152** | **(3,642)** | 74,068 | (2,385) |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 24. TRADE AND OTHER RECEIVABLES *cont'd*

Generally, the Group does not renegotiate the terms of trade receivables. There were no renegotiated balances outstanding as at financial year end. Due to the good credit standing of the trade receivables and based on historical default rates, the Group believes that generally no further allowance for impairment is necessary in respect of trade receivables that are past due.

The Group's trade receivables that are impaired at the reporting date and the movement of the allowance accounts used to record the impairment are as follows:

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| | | (Restated) |
| Trade receivables - nominal amounts | **3,642** | 2,385 |
| Less: Allowance for impairment | **(3,642)** | (2,385) |
| Net impaired trade receivable | **-** | - |

The change of allowance for impairment in respect of trade receivables during the financial year is as follows:

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| | | (Restated) |
| At beginning of the financial year | **2,385** | 2,197 |
| Add: Allowance for impairment (Note 6) | **1,312** | 88 |
| Less: Reversal of impairment (Note 6) | **-** | (37) |
| Less: Bad debts written off | **(55)** | - |
| Add: Deemed acquisition of a subsidiary | **-** | 137 |
| At end of the financial year | **3,642** | 2,385 |

Trade receivables that are individually determined to be impaired at the reporting date relate to debtors that are in significant financial difficulties and have defaulted on payments. These receivables are not secured by any collateral or credit enhancements.

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 24. TRADE AND OTHER RECEIVABLES *cont'd*

The change of allowance for impairment in respect of other receivables during the financial year is as follows:

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| | | (Restated) |
| At beginning of the financial year | **2,157** | 2,174 |
| Less: Reversal of impairment (Note 6) | **(32)** | (17) |
| At end of the financial year | **2,125** | 2,157 |

## 25. CONTRACT ASSETS

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| **Current** | | |
| Accrued billings in respect of sales of development properties, representing total contract assets | **48,391** | 157,249 |

The management monitors the movement of the contracts assets balance and there is no balance which is assessed as past due or is to be impaired. Consequently, no ageing analysis has been presented for this balance.

**Material accounting policy information**

A contract asset is the right to consideration in exchange for goods or services transferred to the customer. If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 26. CONTRACT COST ASSETS

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| **Contract cost assets** | | |
| Costs to fulfill a contract | **21,753** | 32,745 |
| Costs to obtain contracts with customers | **8,719** | 9,263 |
| | **30,472** | 42,008 |
| **Costs to fulfill a contract** | | |
| At beginning of the financial year | **32,745** | 33,887 |
| Additions | **116,291** | 125,341 |
| Transfer from inventories (Note 23(c)) | **31,273** | 83,612 |
| Amortisation for the financial year (Note 5) | **(158,556)** | (210,095) |
| At end of the financial year | **21,753** | 32,745 |
| **Costs to obtain contracts with customers** | | |
| At beginning of the financial year | **9,263** | 11,595 |
| Additions | **14,684** | 9,656 |
| Amortisation for the financial year (Note 5) | **(15,228)** | (11,988) |
| At end of the financial year | **8,719** | 9,263 |

**Material accounting policy information**

**(i) Incremental costs of obtaining contract**

The incremental costs of obtaining a contract are those costs that the Group incurs to obtain a contract with a customer which they would not have incurred if the contract had not been obtained.

**(ii) Cost to fulfil a contract**

The costs incurred in fulfilling a contract with a customer who are not within the scope of other MFRS such as MFRS 102 Inventories, MFRS 116 Property, Plant and Equipment and MFRS 138 Intangible Assets, are recognised as contract cost assets when all of the following criteria are met:

- costs relate directly to a contract or to an anticipated contract that can be specifically identified;
- the costs generate or enhance resources of the Group that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and
- the costs are expected to be recovered.

As at the reporting date, the carrying amounts of costs to fulfill a contract pledged as securities for the borrowing facilities granted to the Group as disclosed in Note 33 amounted to RM21,753,000 (2024: RM32,745,000).

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 27. OTHER NON-CURRENT AND CURRENT ASSETS

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| **Non-current** | | |
| Prepayments | **2,500** | 3,000 |
| **Current** | | |
| Prepayments | **3,493** | 1,742 |

## 28. BIOLOGICAL ASSETS

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| **At fair value** | | |
| Fresh fruit bunches | | |
| At beginning of the financial year | **405** | 269 |
| Changes in fair value less costs to sell (Note 6) | **211** | 136 |
| At end of the financial year | **616** | 405 |

**Material accounting policy information**

Biological assets comprised produce growing on bearer plants. Biological assets are measured at fair value less costs to sell. Any gains or losses arising from changes in the fair value less costs to sell are recognised net in profit or loss. Fair value is determined based on the present value of expected net cash flows from the biological assets. The expected net cash flows are estimated using the expected output method and the estimated market price of the biological assets.

Biological assets are classified as current assets for bearer plants that are expected to be harvested on a date not more than 12 months after the reporting.

The biological assets of the Group comprise fresh fruit bunches ("FFB") prior to harvest. The valuation model adopted by the Group considers the present value of the net cash flows expected to be generated from the sale of FFB. To arrive at the fair value, the management has considered the oil content of the unripe FFB and derived the assumption that the net cash flows to be generated from FFB prior to more than 15 days to harvest is negligible, therefore quantity of unripe FFB on bearer plant of up to 15 days to harvest was used for valuation purpose. The value of the unripe FFB was estimated to be approximately 82% of the ripe FFB, based on actual oil extraction rate and kernel extraction rate of the unripe FFB from the laboratory tests. Costs to sell include harvesting cost, transport and windfall profit levy.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 28. BIOLOGICAL ASSETS *cont'd*

During the financial year, the Group harvested approximately 13,075 tonnes (2024: 12,985 tonnes) of FFB.

As at 30 June 2025, none of the biological assets are pledged as securities for liabilities.

The fair value measurement of the Group's biological assets are categorised within Level 3 of the fair value hierarchy. If the FFB selling price changes by 10%, profit or loss for the Group would have equally increased or decreased by approximately RM61,600 (2024: RM40,500).

There were no transfers between all three (3) levels of the fair value hierarchy during the financial year.

## 29. CASH AND BANK BALANCES

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | **2025** | **2024** | **2025** | **2024** |
| | **RM'000** | **RM'000** | **RM'000** | **RM'000** |
| | | **(Restated)** | | |
| Deposits with licensed banks | **121,673** | 98,659 | **22,671** | 4,611 |
| Cash in hand and at banks | **20,996** | 29,400 | **389** | 447 |
| Cash and bank balances (Notes 24 and 40) | **142,669** | 128,059 | **23,060** | 5,058 |
| Of which the balances of amounts placed with a related company, which is a licensed financial institution, are as follows: | | | | |
| - deposits | **76,925** | 83,015 | **22,250** | 4,200 |
| - bank balances | **9,159** | 13,133 | **229** | 416 |

**For the purpose of statements of cash flows:**

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | **2025** | **2024** | **2025** | **2024** |
| | **RM'000** | **RM'000** | **RM'000** | **RM'000** |
| | | **(Restated)** | | |
| Cash and bank balances | **142,669** | 128,059 | **23,060** | 5,058 |
| Less: | | | | |
| - Cash and bank balances not available for use | **(631)** | (1,506) | **(421)** | (411) |
| Total cash and cash equivalents | **142,038** | 126,553 | **22,639** | 4,647 |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 29. CASH AND BANK BALANCES *cont'd*

Cash and bank balances of the Group include RM9,565,000 (2024: RM10,488,000) held pursuant to Section 7A of the Housing Development (Control and Licensing) Act 1966 and are restricted from use in other operations.

The effective interest rates of deposits placed with licensed banks of the Group and of the Company as at the reporting date range from 2.35% to 3.85% (2024: 2.40% to 3.60%) per annum and 2.35% to 3.00% (2024: 2.55% to 2.95%) per annum respectively.

The maturities of deposits placed with licensed banks of the Group and of the Company as at the reporting date range from 4 to 365 days (2024: 3 to 366 days) and from 7 to 92 days (2024: 3 to 92 days) respectively.

Cash and bank balances not available for use of the Group and of the Company are:

(i) Deposits of the Group and of the Company amounting to RM631,000 (2024: RM611,000) and RM421,000 (2024: RM411,000) respectively which are pledged as securities for bank guarantees granted to the Group and to the Company; and

(ii) Placements of debt service reserve and escrow accounts of the Group amounting to RM nil (2024: RM895,000) which are pledged as securities for loans and borrowings granted to the Group.

## 30. SHARE CAPITAL

| | GROUP/COMPANY | | | |
|---|---|---|---|---|
| | Ordinary shares | | | |
| | 2025 | 2024 | 2025 | 2024 |
| | Number of shares '000 | Number of shares '000 | Amount RM'000 | Amount RM'000 |
| **Issued and fully paid, with no par value** | | | | |
| At beginning/end of the financial year | **700,459** | 700,459 | **385,318** | 385,318 |

**Material accounting policy information**

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

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

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 31. RESERVES

| | | GROUP | | COMPANY | |
|---|---|---|---|---|---|
| | | 2025 | 2024 | 2025 | 2024 |
| | Note | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| **Non-distributable:** | | | | | |
| Exchange reserve | (a) | **-** | - | **-** | - |
| Merger reserve | (b) | **(24,028)** | (24,028) | **68,219** | 68,219 |
| ESS reserve | (c) | **10** | - | **10** | - |
| Other reserve | | **27** | 27 | **-** | - |
| | | **(23,991)** | (24,001) | **68,229** | 68,219 |
| **Distributable:** | | | | | |
| Retained profits | (d) | **1,058,919** | 1,053,476 | **801,477** | 737,093 |
| | | **1,034,928** | 1,029,475 | **869,706** | 805,312 |

**(a) Exchange reserve**

Exchange differences arising on translation of financial statements of subsidiaries whose functional currencies are different from that of the Group's presentation currency are taken into exchange reserve.

**(b) Merger reserve**

The merger reserve of the Group arose as a result of business combinations involving entities under common control accounted for by applying the merger method of accounting. The negative merger reserve as at the reporting date represents the excess of the consideration paid over the share capital and capital reserves of the subsidiaries as at the acquisition date.

The merger reserve of the Company represents the premium arising on the shares issued in respect of the subsidiaries accounted for under the merger method of accounting which was credited to the merger reserve.

**(c) ESS reserve**

The ESS reserve represents the equity-settled share options granted to employee. This reserve is made up of the cumulative value of services received from employee recorded on grant of share option under ESS.

**(d) Retained profits**

The Company may distribute dividend out of its entire retained profits as at 30 June 2025 under the single tier system.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 32. SHARES HELD BY ESS TRUST

In the previous financial years, the Company established a trust ("ESS Trust") for its eligible executives pursuant to the establishment of the executive share schemes ("ESS").

The ESS Trust is administered by an appointed trustee. The trustee will be entitled from time to time to accept financial assistance from the Company, its subsidiaries or a third party upon such terms and conditions as the Company and the trustee may agree to purchase shares in the Company from the open market for the purposes of this trust. The shares purchased for the benefit of the ESS holders are recorded as "Shares held by ESS Trust" in the Group's and the Company's statements of financial position as a deduction in arriving at the shareholders' equity.

Details of the shares acquired during the previous financial years are as follows:

| | Share price | | | Number of | |
|---|---|---|---|---|---|
| | Lowest | Highest | Average | shares | Total |
| | RM | RM | RM | '000 | RM'000 |
| **At 30 June 2025** | **0.56** | **0.79** | **0.78** | **30,545** | **23,856** |
| **At 30 June 2024** | 0.62 | 1.72 | 0.78 | 30,578 | 23,883 |

The details of the ESS of the Company are disclosed in Note 36 to the financial statements.

**Material accounting policy information**

The shares purchased are measured and carried at the cost of purchase on initial recognition and subsequently. The ESS Trust is consolidated into the Group's consolidated financial statements as a deduction from equity and classified as "Shares held by ESS Trust". Dividends received by the ESS Trust are eliminated against the dividend expense of the Company.

## 33. LOANS AND BORROWINGS

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| **Non-current** | | | | |
| Term loans - secured | **474,168** | 525,694 | **-** | - |
| Less: Unamortised borrowing costs | **(966)** | (1,691) | **-** | - |
| | **473,202** | 524,003 | **-** | - |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 33. LOANS AND BORROWINGS *cont'd*

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| **Current** | | | | |
| Revolving credits - unsecured | **-** | 151,100 | **-** | 151,100 |
| Term loans - secured | **19,911** | 53,703 | **-** | - |
| Medium term note - unsecured | **50,000** | - | **50,000** | - |
| Less: Unamortised borrowing costs | **(499)** | (605) | **-** | - |
| | **69,412** | 204,198 | **50,000** | 151,100 |
| **Total loans and borrowings (Note 34 and Note 40)** | **542,614** | 728,201 | **50,000** | 151,100 |
| **Unamortised borrowing costs** | | | | |
| At beginning of the financial year | **(2,296)** | (1,684) | **-** | - |
| Incurred during the financial year | **-** | (1,675) | **-** | - |
| Amortisation for the financial year (Note 8) | **831** | 1,740 | **-** | - |
| Deemed acquisition of a subsidiary | **-** | (677) | **-** | - |
| At end of the financial year | **(1,465)** | (2,296) | **-** | - |

**Changes in liabilities arising from financing activities**

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| At beginning of the financial year | **728,201** | 602,257 | **151,100** | 210,300 |
| Drawdown of borrowings | **347,971** | 86,444 | **323,500** | 41,000 |
| Repayment of borrowings | **(534,389)** | (232,859) | **(424,600)** | (100,200) |
| Deemed acquisition of a subsidiary (Note 18) | **-** | 272,294 | **-** | - |
| Others | **831** | 65 | **-** | - |
| At end of the financial year | **542,614** | 728,201 | **50,000** | 151,100 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 33. LOANS AND BORROWINGS *cont'd*

The maturity of loans and borrowings are as follows:

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| On demand or within 1 year | 69,911 | 204,803 | 50,000 | 151,100 |
| More than 1 year but less than 2 years | 28,048 | 81,336 | - | - |
| More than 2 years but less than 5 years | 24,000 | 246,710 | - | - |
| More than 5 years | 422,120 | 197,648 | - | - |
| Less: Unamortised borrowing costs | (1,465) | (2,296) | - | - |
| | 542,614 | 728,201 | 50,000 | 151,100 |

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

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | % | % (Restated) |
| Revolving credits (secured) | - | 4.26 - 4.90 |
| Term loans | **4.27 - 5.04** | 4.76 - 5.54 |

The revolving credits and term loans of the Group are secured by legal charges on certain assets of the Group as follows:

(i) fixed and floating charges over property, plant and equipment as disclosed in Note 15;
(ii) fixed and floating charges over certain investment properties as disclosed in Note 17;
(iii) fixed and floating charges over certain inventories as disclosed in Note 23; and
(iv) fixed and floating charges over certain contract cost assets as disclosed in Note 26.

In the previous financial year, two of the revolving credits (unsecured) of the Company were obtained by a negative pledge over all assets of the Company. The remaining revolving credits were on clean basis. The revolving credits of the Group and of the Company bore effective interest at rates ranging from 3.89% to 5.00% and 3.89% to 5.00% respectively per annum.

On 10 March 2025, the Company has lodged the Medium Term Notes ('MTN") programme with the Securities Commission Malaysia ("SC") of RM500,000,000 in nominal value. The Company has completed its first issuance of RM50,000,000 in nominal value under the MTN programme on 18 June 2025. The issuance is unsecured, bore interest rate at 4.27% and repayable on 18 June 2026.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 34. TRADE AND OTHER PAYABLES

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| **Non-current** | | | | |
| Other payables | **9,940** | 10,041 | **-** | - |
| **Current** | | | | |
| Trade payables | **16,992** | 19,798 | **526** | - |
| Amounts due to related companies | **1** | 112 | **-** | - |
| Provision for foreseeable losses | **4,213** | 4,287 | **-** | - |
| Accrual for further costs | **73,735** | 45,703 | **-** | - |
| Retention sum | **32,814** | 31,429 | **-** | - |
| Accrued operating expenses | **60,397** | 68,182 | **757** | 911 |
| Deposits received | **11,059** | 8,773 | **-** | - |
| Other payables | **37,831** | 28,568 | **56** | 402 |
| | **237,042** | 206,852 | **1,339** | 1,313 |
| **Total trade and other payables** | **246,982** | 216,893 | **1,339** | 1,313 |
| Total trade and other payables | **246,982** | 216,893 | **1,339** | 1,313 |
| Less: Provision for foreseeable losses | **(4,213)** | (4,287) | **-** | - |
| Less: GST payable | **-** | (77) | **-** | - |
| Add: Loans and borrowings (Note 33) | **542,614** | 728,201 | **50,000** | 151,100 |
| Total financial liabilities carried at amortised cost | **785,383** | 940,730 | **51,339** | 152,413 |

The normal credit terms granted by the trade payables range from 30 to 60 days (2024: 30 to 60 days).

Amounts due to related companies, subsidiaries and an associate are unsecured, non-interest bearing and repayable on demand.

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 34. TRADE AND OTHER PAYABLES *cont'd*

The movements in provision for foreseeable losses are as follows:

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| At beginning of the financial year | **4,287** | 4,542 |
| Utilised during the financial year | **(74)** | (255) |
| At end of the financial year | **4,213** | 4,287 |

Provision made is in respect of foreseeable losses for certain property development activities undertaken by the subsidiaries of the Group. A provision is recognised for expected losses from the development of low cost units, deterioration of market value or undesirable condition of land which will increase future development costs.

## 35. CONTRACT LIABILITIES

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| | | (Restated) |
| **Contract liabilities** | | |
| At beginning of the financial year | **11,226** | 12,848 |
| Revenue recognised during the financial year | **(114,725)** | (75,344) |
| Progress billings during the financial year | **104,424** | 73,722 |
| At end of the financial year | **925** | 11,226 |

**Material accounting policy information**

A contract liability is the obligation to transfer goods or services to a customer for which the Group has received consideration (or an amount of consideration is due) from the customer. If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs the contract.

Revenue from property development activities is recognised over time using the input method, which is based on the actual cost to date on the property development project as compared to the total budgeted cost for the respective development projects.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 35. CONTRACT LIABILITIES *cont'd*

The remaining performance obligations expected to be recognised (unsatisfied or partially unsatisfied) as at 30 June 2025 are, as follows:

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| Within one year | **925** | 11,226 |

## 36. EMPLOYEE BENEFITS

### (a) Executive Share Scheme ("ESS")

The Company had on 9 December 2022, implemented a new Executive Share Scheme ("ESS 2022") which comprises an Executive Share Option Scheme ("ESOS") and an Executive Share Grant Scheme ("ESGS") for the eligible executives and/or directors of the Company and its subsidiaries ("Group") ("Eligible Executives"). The ESS 2022 shall be in force for a period of 10 years.

The main features of the ESS 2022 are, inter alia, as follows:-

1. The ESS 2022 is governed by the GLM Bye-Laws and entails the making of one or more offers to the Eligible Executives as follow:

   (i) options under the ESOS which entitle an Eligible Executive who has accepted the offer to acquire the issued ordinary shares of the Company ("Shares") at pre-determined exercise prices ("Options"); and/or

   (ii) grants under the ESGS which entitle an Eligible Executive who has accepted the offer to receive Shares without any consideration payable by the Grant Holder ("Grants").

2. Eligible Executives are those executives of the Group who have been confirmed in service on the date of offer or directors of the Group. The Board of Directors of the Company ("Board") may from time to time at its absolute discretion select and identify suitable Eligible Executives to be offered Options or Grants.

3. The aggregate number of Shares comprised in the Options and/or Grants under the ESS 2022, and any other executive share schemes established by the Company which are still subsisting, shall not exceed an amount equivalent to 10% of the total number of issued Shares (excluding treasury Shares) at any one time ("Maximum Aggregate").

4. Where an Eligible Executive holds 20% or more of the total number of issued Shares (excluding treasury Shares), either singly or collectively through persons connected with the Eligible Executive, the allocation to such Eligible Executive must not exceed 10% of the Maximum Aggregate.

5. The exercise price of the Options shall not be at a discount of more than 10% (or such discount as the relevant authorities shall permit) from the 5-day volume weighted average market price of the Shares preceding the date of offer.

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

**36. EMPLOYEE BENEFITS** *cont'd*

**(a) Executive Share Scheme ("ESS")** *cont'd*

The main features of the ESS 2022 are, inter alia, as follows: *cont'd*

6. At the absolute discretion of the Board, the Options and/or Grants will be satisfied through the following:

(i) issuance of new Shares;
(ii) transfer of treasury Shares;
(iii) transfer of existing Shares (other than treasury Shares); and/or
(iv) cash settlement pursuant to the GLM Bye-Laws.

**ESOS**

During the financial year ended 30 June 2025 and since the commencement of the ESS 2022, no share was granted under the ESS 2022 of the Company.

**ESGS**

Since the commencement of the ESS 2022, the Company has granted 102,100 free GLM Shares to the Managing Director of the Company on 5 March 2025, out of which 34,033 Shares had been vested and transferred during the financial year. A total of 68,067 Shares remain outstanding.

The actual percentage of the Shares granted and vested to the Managing Director of the Company are 0.015% and 0.005% of the total number of issued shares of the Company, respectively.

**(b) Value Creation Incentive Plan**

On 22 August 2011, the Company has established a Value Creation Incentive Plan ("VCIP") for selected key executives of the Group to incentivise them towards achieving long term performance targets through the grant of options over Shares in the Company, which options will be satisfied through the transfer of existing Shares and/or cash settlement.

As the VCIP does not involve any issuance of new Shares, the VCIP and the grant of options under the VCIP do not require the approval of shareholders of the Company.

There were no VCIP Options granted or vested to eligible executives of the Group during the financial year (2024: Nil).

Since the commencement of VCIP, the Group granted a total of 47,500,000 VCIP Options to eligible executives, and all the VCIP Options granted have lapsed as at 30 June 2022.

The aggregate allocation to the directors and senior management of the Group under the VCIP is at the discretion of the Board provided that such allocation does not exceed 15% of the total number of issued shares (excluding treasury shares) of the Company at any one time.

As at 30 June 2025, the total VCIP Options granted to the directors (including past directors) and senior management of the Group since the commencement of the VCIP represent approximately 6.64% of the total issued shares of the Company.

The Board shall have the discretion to determine the aggregate allocation of Shares to directors and senior management of the Company pursuant to the ESS 2022 and the VCIP, but in any case, it shall not exceed the Maximum Aggregate.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 37. FINANCIAL INSTRUMENTS

### (a) Financial risk management objectives and policies

The Group's and the Company's financial risk management objectives seek to ensure that adequate financial resources are available for the development of the Group's and the Company's businesses whilst managing their interest rate, credit, liquidity and equity price risks. The Group's and the Company's policy is not to engage in speculative transactions.

### (b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in market interest rates. The Group's and the Company's primary interest rate risk relates to interest-bearing borrowings.

The investments in financial assets including fixed deposits are mainly short-term in nature and they are not held for speculative purposes.

The Group and the Company manages its interest rate exposure by using a mix of fixed and floating rate debts and actively reviewing its debt portfolio, taking into account the investment holding period and nature of its assets.

At the reporting date, the interest rate profile of the interest-bearing financial instruments are as follows:

| | 2025 RM'000 | 2024 RM'000 (Restated) |
|---|---|---|
| **Group** | | |
| **Fixed rate instrument** | | |
| Financial assets | **121,673** | 98,659 |
| Financial liabilities | **(50,000)** | - |
| **Variable rate instruments** | | |
| Financial liabilities | **(492,614)** | (728,201) |

| | 2025 RM'000 | 2024 RM'000 |
|---|---|---|
| **Company** | | |
| **Fixed rate instrument** | | |
| Financial assets | **22,671** | 4,611 |
| Financial liabilities | **(50,000)** | - |
| **Variable rate instruments** | | |
| Financial liabilities | **-** | (151,100) |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 37. FINANCIAL INSTRUMENTS *cont'd*

### (b) Interest rate risk *cont'd*

Fair value sensitivity analysis for fixed rate instruments

The Group and the Company do not account for any fixed rate instruments at fair value through the profit or loss. Therefore, a change in interest rates at the reporting date would not affect the profit or loss.

Sensitivity analysis for variable rate instruments

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all variables held constant, of the Group's and the Company's profit/(loss) before tax (through the impact on floating rate borrowings).

| | Effect on profit/(loss) before tax Higher/(lower) | |
|---|---|---|
| | **2025** | **2024** |
| | **RM'000** | **RM'000** |
| | | **(Restated)** |
| **Group** | | |
| **Variable rate instruments** | | |
| Interest rates increase by 25 basis points | **(1,232)** | (1,821) |
| Interest rates decrease by 25 basis points | **1,232** | 1,821 |
| **Company** | | |
| **Variable rate instruments** | | |
| Interest rates increase by 25 basis points | **-** | 378 |
| Interest rates decrease by 25 basis points | **-** | (378) |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 37. FINANCIAL INSTRUMENTS *cont'd*

### (c) Effective interest rates and repricing analysis

The range of effective interest rates of the interest-earning financial assets and interest-bearing financial liabilities of the Group and of the Company and the periods in which they will be repriced or matured, are as follows:

| | Effective interest rate | Floating interest | Fixed interest rate | Total |
|---|---|---|---|---|
| | % | RM'000 | RM'000 | RM'000 |
| **GROUP** | | | | |
| **Financial assets** | | | | |
| **At 30 June 2025:** | | | | |
| Deposits placed with licensed banks | **2.35 - 3.85** | **-** | **121,673** | **121,673** |
| **At 30 June 2024:** | | | | |
| Deposits placed with licensed banks | 2.40 - 3.60 | - | 98,659 | 98,659 |
| **Financial liabilities** | | | | |
| **At 30 June 2025:** | | | | |
| Loans and borrowings | **4.27 - 5.04** | **492,614** | **50,000** | **542,614** |
| **At 30 June 2024:** | | | | |
| Loans and borrowings | 3.89 - 5.54 | 728,201 | - | 728,201 |
| **COMPANY** | | | | |
| **Financial assets** | | | | |
| **At 30 June 2025:** | | | | |
| Deposits placed with licensed banks | **2.35 - 3.00** | **-** | **22,671** | **22,671** |
| Amounts due from subsidiaries | **4.05 - 4.45** | **10,703** | **-** | **10,703** |
| **At 30 June 2024:** | | | | |
| Deposits placed with licensed banks | **2.55 - 2.95** | - | **4,611** | 4,611 |
| Amounts due from subsidiaries | **4.40 - 4.58** | 41,324 | **-** | 41,324 |
| **Financial liabilities** | | | | |
| **At 30 June 2025:** | | | | |
| Loans and borrowings | **4.27** | **-** | **50,000** | **50,000** |
| **At 30 June 2024:** | | | | |
| Loans and borrowings | **3.89 - 5.00** | 151,100 | **-** | 151,100 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 37. FINANCIAL INSTRUMENTS *cont'd*

### (d) Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group's and the Company's exposure to credit risk arises primarily from trade and other receivables. For other financial assets (including investment in securities, cash and bank balances and derivatives), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

Management has a credit policy in place and the exposure to credit risk is monitored on an on-going basis. Credit evaluations are performed on all customers requiring credit over a certain amount.

As at reporting date, the maximum exposures to credit risk for the Group and the Company are represented by the carrying amount of each financial asset.

As at reporting date, the Group and the Company do not have any significant exposure or concentration of credit risk that may arise from exposures to a single debtor or to groups of debtors except for the amounts due from subsidiaries in respect of the Company as disclosed in Note 24.

Financial assets that are neither past due nor impaired

Information regarding trade and other receivables that are neither past due nor impaired is disclosed in Note 24. Deposits with banks and other financial institutions that are neither past due nor impaired are placed with or entered into with reputable financial institutions or companies with high credit ratings and no history of default.

### (e) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities.

The Group and the Company manage their liquidity risk by maintaining adequate reserves, access to a number of sources of banking facilities which are sufficient to meet anticipated funding requirements, and reserve borrowing facilities by continuously monitoring their forecasts and actual cash flows and matching the maturity profiles of financial assets and liabilities.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 37. FINANCIAL INSTRUMENTS *cont'd*

### (e) Liquidity risk *cont'd*

**Analysis of financial instruments by remaining contractual maturities**

The table below summarises the maturity profile of the Group's and of the Company's liabilities at the reporting date based on contractual undiscounted repayment obligations.

| | On demand or within one year | One to five years | Over five years | Total |
|---|---|---|---|---|
| | RM'000 | RM'000 | RM'000 | RM'000 |
| **At 30 June 2025** | | | | |
| **GROUP** | | | | |
| **Financial liabilities:** | | | | |
| Trade and other payables | **232,829** | **9,940** | **-** | **242,769** |
| Lease liabilities | **472** | **188** | **-** | **660** |
| Loans and borrowings | **95,702** | **136,553** | **473,479** | **705,734** |
| Total undiscounted financial liabilities | **329,003** | **146,681** | **473,479** | **949,163** |
| **COMPANY** | | | | |
| **Financial liabilities:** | | | | |
| Trade and other payables | **1,339** | **-** | **-** | **1,339** |
| Lease liabilities | **75** | **188** | **-** | **263** |
| Loans and borrowings | **52,135** | **-** | **-** | **52,135** |
| Total undiscounted financial liabilities | **53,549** | **188** | **-** | **53,737** |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 37. FINANCIAL INSTRUMENTS *cont'd*

### (e) Liquidity risk *cont'd*

**Analysis of financial instruments by remaining contractual maturities** *cont'd*

The table below summarises the maturity profile of the Group's and of the Company's liabilities at the reporting date based on contractual undiscounted repayment obligations. *cont'd*

| | On demand or within one year | One to five years | Over five years | Total |
|---|---|---|---|---|
| | RM'000 | RM'000 | RM'000 | RM'000 |
| **At 30 June 2024** | | | | |
| **GROUP** | | | | |
| **Financial liabilities:** | | | | |
| Trade and other payables | 202,488 | 10,041 | - | 212,529 |
| Lease liabilities | 635 | 660 | - | 1,295 |
| Loans and borrowings | 241,381 | 391,211 | 283,339 | 915,931 |
| Total undiscounted financial liabilities (Restated) | 444,504 | 401,912 | 283,339 | 1,129,755 |
| **COMPANY** | | | | |
| **Financial liabilities:** | | | | |
| Trade and other payables | 1,313 | - | - | 1,313 |
| Lease liabilities | 75 | 263 | - | 338 |
| Loans and borrowings | 157,685 | - | - | 157,685 |
| Total undiscounted financial liabilities | 159,073 | 263 | - | 159,336 |

### (f) Fair values of financial instruments

The following are classes of financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value:

| | Note |
|---|---|
| Trade and other receivables (current) | 24 |
| Loans and borrowings (current) | 33 |
| Loans and borrowings (non-current - variable rate) | 33 |
| Trade and other payables (current) | 34 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 37. FINANCIAL INSTRUMENTS *cont'd*

### (f) Fair values of financial instruments *cont'd*

The carrying amounts of these financial assets and liabilities are reasonable approximation of fair values, either due to their short-term nature or that they are floating rate instruments that are re-priced to market interest rates on or near to the reporting date.

Financial assets at fair value through profit or loss

The fair value of financial assets at fair value through profit or loss is based on quoted market price as at reporting date.

Financial guarantees

Fair value is determined based on probability weighted discounted cash flow method. The probability has been estimated and assigned for the following key assumptions:

- The likelihood of the guaranteed party defaulting within the guaranteed period;
- The exposure on the portion that is not expected to be recovered due to the guaranteed party's default; and
- The estimated loss exposure if the party guaranteed were to default.

## 38. FAIR VALUE MEASUREMENT

The Group measures fair values using the following fair value hierarchy that reflects the significance of the inputs used in making the measurements:

Level 1

Quoted (unadjusted) market prices in active markets for identical assets or liabilities.

Level 2

Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.

Level 3

Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 38. FAIR VALUE MEASUREMENT *cont'd*

The following table provides the fair value measurement hierarchy of the Group's assets and liabilities as disclosed in the financial statements:

| | Level 1 RM'000 | Level 2 RM'000 | Level 3 RM'000 | Total RM'000 |
|---|---|---|---|---|
| **At 30 June 2025** | | | | |
| **GROUP** | | | | |
| Property, plant and equipment (Note 15(b)) | **-** | **-** | **325,000** | **325,000** |
| Investment properties (Note 17) | **-** | **-** | **1,094,300** | **1,094,300** |
| Biological assets (Note 28) | **-** | **-** | **616** | **616** |
| | **-** | **-** | **1,419,916** | **1,419,916** |
| **At 30 June 2024 (Restated)** | | | | |
| **GROUP** | | | | |
| Property, plant and equipment (Note 15(b)) | - | - | 325,000 | 325,000 |
| Investment properties (Note 17) | - | - | 1,087,263 | 1,087,263 |
| Biological assets (Note 28) | - | - | 405 | 405 |
| | - | - | 1,412,668 | 1,412,668 |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 38. FAIR VALUE MEASUREMENT *cont'd*

There were no transfers between Level 1 and Level 2 for recurring fair value measurement during the financial year. Transfer out of Level 3 is shown below:

**Fair value reconciliation of investment properties measured at Level 3**

| | Commercial RM'000 |
|---|---|
| **Measured at valuation** | |
| **At 30 June 2025** | |
| At 1 July 2024 (Restated) | **1,087,263** |
| Net gain on fair value adjustments (Note 6) | **2,517** |
| Addition (Note 17) | **437** |
| Transfer from property, plant and equipment (Note 15) | **4,083** |
| **At 30 June 2025** | **1,094,300** |
| Valuation gain for the financial year included in profit or loss (recognised in other net operating income/(expenses)) | **2,517** |
| **At 30 June 2024 (Restated)** | |
| At 1 July 2023 | 281,663 |
| Deemed acquisition of a subsidiary (Note 18) | 797,200 |
| Addition (Note 17) | 33 |
| Net gain on fair value adjustments (Note 6) | 3,526 |
| Transfer from property, plant and equipment (Note 15) | 4,841 |
| **At 30 June 2024 (Restated)** | 1,087,263 |
| Valuation gain for the financial year included in profit or loss (recognised in other net operating income/(expenses)) | 3,526 |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

**38. FAIR VALUE MEASUREMENT** *cont'd*

The following table demonstrates the sensitivity of the fair value measurement to changes in estimated capitalisation and yield rate, market rental reversion rate and its corresponding sensitivity result in a higher or lower fair value measurement:

| | Fair value Increase/(decrease) | |
|---|---|---|
| | **2025** | **2024** |
| | **RM'000** | **RM'000** |
| | | **(Restated)** |
| **Capitalisation/yield rate** | | |
| - 0.25% | **49,632** | 49,500 |
| + 0.25% | **(45,868)** | (45,300) |
| **Market rental rate - reversion** | | |
| - 0.25% | **(2,068)** | (2,600) |
| + 0.25% | **3,932** | 3,300 |

Description of valuation techniques used and key inputs to valuation on investment properties measured at Level 3:

| **Valuation technique** | **Significant unobservable inputs** | **Range** | | **Inter-relationship between significant unobservable inputs and fair value measurement** |
|---|---|---|---|---|
| | | **2025** | **2024** | |
| | | | **(Restated)** | |
| Investment method | **Office:** | | | The estimated fair value would increase/(decrease) if: |
| | Market rental rate - reversion per square foot per month | **RM4.20 to RM7.00** | RM2.13 to RM9.00 | - Expected net rental income were higher/(lower); |
| | Estimated outgoings per square foot per month | **RM1.50 to RM1.70** | RM1.40 to RM1.55 | - Expected outgoings were lower/(higher); |
| | Void allowance | **5.00% to 10.00%** | 2.25% to 10.00% | - Void rate were lower/(higher); |
| | Capitalisation rate - term | **5.25% - 5.50%** | 5.25% - 5.75% | - Term were lower/(higher); and |
| | Capitalisation rate - reversionary | **5.50% - 5.75%** | 5.75% - 6.00% | - Reversionary were lower/ (higher) |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 38. FAIR VALUE MEASUREMENT *cont'd*

Description of valuation techniques used and key inputs to valuation on investment properties measured at Level 3: *cont'd*

| Valuation technique | Significant unobservable inputs | Range 2025 | Range 2024 (Restated) | Inter-relationship between significant unobservable inputs and fair value measurement |
|---|---|---|---|---|
| Investment method | **Retail:** | | | |
| | Market rental rate - reversion per square foot per month | **RM2.50 to RM10.46** | RM2.30 to RM10.79 | - Expected net rental income were higher/(lower); |
| | Estimated outgoings per square foot per month | **RM3.87** | RM4.09 | - Expected outgoings were lower/(higher); |
| | Void allowance | **10.00%** | 10.00% | - Void rate were lower/(higher); and |
| | Capitalisation rate - term | **5.50%** | 5.50% | - Term were lower/(higher); and |
| | Capitalisation rate - reversionary | **6.00%** | 6.00% | - Reversionary were lower/ (higher) |
| Investment method | **Car park:** | | | |
| | Estimated car park income per bay per month | **RM95.00 to RM292.00** | RM95.00 RM294.00 | - Expected car park income were higher/(lower); |
| | Estimated outgoings per month | **RM3,240 to RM228,928** | RM3,245 to RM238,634 | - Expected outgoings were lower/(higher); |
| | Yield | **4.00%** | 4.00% | - Expected yield were lower/ (higher) |

**Investment method**

The investment method is premised on the principle that the value of an income-producing property is represented by "the present worth of future rights to income, or utility". The value estimate under this method is derived by ascertaining the market rent of the property (i.e. that income which is ascribable to the property under its highest and best use); deducting all reasonable annual operating expenses (as would be experienced under typical management) and then capitalising the resultant net operating income by an appropriate rate of capitalisation to obtain the present value of the income stream.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 39. SUBSIDIARIES

The subsidiaries are as follows:

| Name of company | Principal place of business | % of ownership interest held by Group 2025 % | Group 2024 % (Restated) | Non-controlling interest 2025 % | Non-controlling interest 2024 % | Principal activities |
|---|---|---|---|---|---|---|
| ^ Guoman Hotel & Resort Holdings Sdn Bhd and its subsidiaries: | Malaysia | **70** | 70 | **30** | 30 | Investment holding |
| ^ Kiapeng Development Sdn Bhd | Malaysia | **70** | 70 | **30** | 30 | In member's voluntary liquidation |
| ^ JB Parade Condominium Sdn Bhd | Malaysia | **70** | 70 | **30** | 30 | In member's voluntary liquidation |
| ^ GuocoLand Development Sdn Bhd and its subsidiaries: | Malaysia | **100** | 100 | **-** | - | Investment holding and property development |
| ^ Corebright Housing Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Provision of construction management services |
| ^+ Bedford Industrial Development Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Property development |
| ^+ GLM Emerald (Jasin) Sdn Bhd and its subsidiary: | Malaysia | **100** | 100 | **-** | - | Investment holding and property development |
| GLM Emerald Industrial Park (Jasin) Sdn Bhd | Malaysia | **68** | 68 | **32** | 32 | Property development and operation of an oil palm estate |
| Sabna Development Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Property development |
| ^ Ace Acres Sdn Bhd | Malaysia | **100** | 100 | **-** | - | In member's voluntary liquidation |
| ^ Titan Debut Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Acquisition, enhancement and resale of properties |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

**39. SUBSIDIARIES** *cont'd*

The subsidiaries are as follows: *cont'd*

| Name of company | Principal place of business | % of ownership interest held by Group 2025 % | Group 2024 % (Restated) | Non-controlling interest 2025 % | Non-controlling interest 2024 % | Principal activities |
|---|---|---|---|---|---|---|
| ^ GLM Oval Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Property investment |
| GLM Emerald Hills (Cheras) Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Property development |
| GLM Emerald Square (Cheras) Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Property development |
| ^+ PJ Corporate Park Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Property development |
| ^+ PJ City Development Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Property development and property investment |
| ^ GLM Real Estate Holdings Sdn Bhd and its subsidiaries: | Malaysia | **100** | 100 | **-** | - | Investment holding |
| Damansara City Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Property development and property investment |
| DC Town Square Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Property investment |
| DC Parking Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Car park operations and property investment |
| ^ GLM Land Sdn Bhd and its subsidiaries: | Malaysia | **100** | 100 | **-** | - | Investment holding |
| DC Offices Sdn Bhd | Malaysia | **100** | 100 | **-** | - | In member's voluntary liquidation |
| DC Hotel Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Hotel operations |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

**39. SUBSIDIARIES** *cont'd*

The subsidiaries are as follows: *cont'd*

| Name of company | Principal place of business | % of ownership interest held by Group 2025 % | Group 2024 % (Restated) | Non-controlling interest 2025 % | Non-controlling interest 2024 % | Principal activities |
|---|---|---|---|---|---|---|
| ^ GLM Equities Sdn Bhd and its subsidiary: | Malaysia | **100** | 100 | **-** | - | Investment holding |
| ^* Tower Real Estate Investment Trust** ("Tower REIT") | Malaysia | **33** | 22 | **67** | 78 | Investment in real estate and real estate-related assets |
| ^ GLM Property Services Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Provision of property management services |
| ^ GLM REIT Management Sdn Bhd*** | Malaysia | **100** | 100 | **-** | - | Provision of management services |
| ^ Raikon Building Management Co Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Provision of property-related services |
| GLM IHM Sdn Bhd | Malaysia | **100** | 100 | **-** | - | Provision of management services |
| ^ Corebright Property Management Co Sdn Bhd | Malaysia | **100** | 100 | **-** | - | In member's voluntary liquidation |
| ^ Corebright Management Sdn Bhd | Malaysia | **100** | 100 | **-** | - | In member's voluntary liquidation |

^ *Not audited by member firms of Ernst & Young Global.*
\+ *Subsidiaries consolidated under merger method of accounting.*
* *Restated as described in Note 18 and Note 43.*
** *Deemed subsidiary via control over REIT Manager.*
*** *Manager of Tower REIT ("REIT Manager").*

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 40. CAPITAL MANAGEMENT

The primary objective of the Group's and of the Company's capital management is to ensure that they maintain a strong credit rating and healthy capital ratios in order to support their business and maximise shareholders' value.

The Group and the Company manage their capital structure and make adjustments to it, in light of changes in economic conditions. No changes were made in the objectives, policies or processes during the financial years ended 30 June 2025 and 30 June 2024.

The Group and the Company monitor capital using Equity to Debt Ratio ("Equity : Debt Ratio").

| | GROUP | | COMPANY | |
|---|---|---|---|---|
| | 2025 | 2024 | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) | RM'000 | RM'000 |
| Equity attributable to the owners of the parent | **1,396,390** | 1,390,910 | **1,231,168** | 1,166,747 |
| Loans and borrowings (Note 33) | **542,614** | 728,201 | **50,000** | 151,100 |
| Less: Cash and bank balances (Note 29) | **(142,669)** | (128,059) | **(23,060)** | (5,058) |
| Net debt | **399,945** | 600,142 | **26,940** | 146,042 |
| Equity : Debt Ratio | **78 : 22** | 70 : 30 | **98 : 2** | 89 : 11 |

## 41. OPERATING LEASES - GROUP AS LESSOR

The Group has entered into non-cancellable operating lease agreements on its investment property portfolio.

The future aggregate minimum lease receivable under non-cancellable operating leases contracted for as at the reporting date but not recognised as receivables are as follows:

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 (Restated) |
| Not later than 1 year | **37,324** | 41,780 |
| Later than 1 year and not later than 5 years | **18,544** | 32,121 |
| | **55,868** | 73,901 |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 42. SIGNIFICANT RELATED PARTY TRANSACTIONS

### (a) Related parties

The Group has related party transactions with corporations which are related to the directors and/or major shareholders of the Company and/or persons connected with them.

Hong Leong Company (Malaysia) Berhad ("HLCM") is a person connected with certain major shareholders of GLM. GuoLine Capital Assets Limited ("GCA") is the ultimate holding company of the Company through GLL (Malaysia) Pte Ltd. YBhg Tan Sri Quek Leng Chan is a major shareholder of the Company, and a director and major shareholder of HLCM and GCA.

The related parties and their relationship with the Group are as follows:

| Related parties | Relationship |
|---|---|
| Hong Leong Financial Group Berhad and subsidiaries ("HLFG Group") | Subsidiaries of HLCM |
| HL Management Co Sdn Bhd and subsidiaries ("HLMC Group") | Subsidiaries of HLCM |
| GuoLine Group Management Company Pte Ltd ("GGMC") | Subsidiary of GCA |
| HLMG Management Co Sdn Bhd ("HLMG") | Subsidiary of HLCM |
| GLM Emerald (Sepang) Sdn Bhd | Associate of GLM |
| GLM Emerald (Rawang) Sdn Bhd and subsidiaries | Joint ventures in which certain directors have interests |

### (b) Transactions within the Group

| | COMPANY | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| Dividend income (Note 4) | **85,199** | 8,240 |
| Interest income (Note 7) | **4,746** | 3,459 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 42. SIGNIFICANT RELATED PARTY TRANSACTIONS *cont'd*

### (c) Related party transactions

| | GROUP | |
|---|---|---|
| | 2025 | 2024 |
| | RM'000 | RM'000 |
| | | (Restated) |
| Management services income received/receivable from | | |
| - An associate | **458** | 96 |
| - A joint venture | **2,487** | 5,050 |
| - HLFG Group | **199** | - |
| Rental income received/receivable from: | | |
| - HLFG Group | **2,775** | 722 |
| - HLMG | **114** | 103 |
| Interest income received/receivable from HLFG Group | **3,215** | 2,882 |
| Dividend income from GLM Emerald (Rawang) Sdn Bhd | **21,618** | - |
| Security guard services fees paid/payable to Guardian Security Consultants Sdn Bhd, the former associate company of HLCM | **-** | (897) |
| Management services fees paid/payable to GGMC | **(2,507)** | (2,692) |
| Office rental paid/payable to HLFG Group | **(76)** | (75) |
| Interest expense paid/payable to HLFG Group | **(1)** | (1) |
| Financial and treasury services fees paid/payable to HLFG Group | **(25)** | (76) |
| Shares, warrants and ESS administration services fees paid/ payable to HLMC Group | **(5)** | (5) |

The above transactions have been carried out on terms consistent with the usual business practices and policies of the Group and of the Company and on terms negotiated amongst the related parties.

Information regarding the outstanding balances arising from related party transactions as at 30 June 2025 and 30 June 2024 are disclosed in Notes 24 and 34.

### (d) Compensation of key management personnel

The executive director of the Company are key management personnel who has the authority and responsibility for planning, directing and controlling the activities of the Group and of the Company directly or indirectly. Directors' remunerations are as disclosed in Note 11.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 43. PRIOR YEAR ADJUSTMENTS

As disclosed under Note 18 investment in subsidiaries, the investment in Tower REIT previously recognised as an associate and accounted for using the equity method, has been reclassified as a subsidiary and consolidated with effect from 28 May 2024.

Accordingly, the comparative figures have been restated to reflect the derecognition of the associate and the effects of the business combination and consolidation of Tower REIT from that date. The effects arising from the prior year adjustments on the financial positions and financial performance the Group are set out as follows:

**(i) Reconciliation statements of profit or loss and other comprehensive income for the financial year ended 30 June 2024**

| | As previously reported RM'000 | Effects of prior year adjustments RM'000 | Restated RM'000 |
|---|---|---|---|
| **Revenue** | 434,140 | 3,134 | 437,274 |
| Cost of sales | (338,441) | (822) | (339,263) |
| **Gross profit** | 95,699 | 2,312 | 98,011 |
| Selling and marketing expenses | (6,881) | - | (6,881) |
| Administrative expenses | (59,147) | (645) | (59,792) |
| Other net operating income | 46,681 | 12,028 | 58,709 |
| **Profit from operations** | 76,352 | 13,695 | 90,047 |
| Finance income | 4,060 | 81 | 4,141 |
| Finance costs | (26,371) | (900) | (27,271) |
| Share of profit of associates (net of tax) | 764 | (200) | 564 |
| Share of profit of joint ventures (net of tax) | 10,279 | - | 10,279 |
| **Profit before tax** | 65,084 | 12,676 | 77,760 |
| Income tax expense | (9,272) | - | (9,272) |
| **Profit net of tax** | 55,812 | 12,676 | 68,488 |
| **Total comprehensive income attributable to:** | | | |
| Owners of the parent | 54,411 | 12,061 | 66,472 |
| Non-controlling interests | 1,401 | 615 | 2,016 |
| | 55,812 | 12,676 | 68,488 |
| **Earnings per share attributable to owners of the parent (sen per share):** | | | |
| Basic | 8.12 | 1.80 | 9.92 |
| Diluted | 8.12 | 1.80 | 9.92 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

**43. PRIOR YEAR ADJUSTMENTS** *cont'd*

Accordingly, the comparative figures have been restated to reflect the derecognition of the associate and the effects of the business combination and consolidation of Tower REIT from that date. The effects arising from the prior year adjustments on the financial positions and financial performance the Group are set out as follows: *cont'd*

**(ii) Reconciliation statements of financial position for the financial year ended 30 June 2024**

| | As previously reported RM'000 | Effects of prior year adjustments RM'000 | Restated RM'000 |
|---|---|---|---|
| **NON-CURRENT ASSETS** | | | |
| Property, plant and equipment | 292,716 | 4,925 | 297,641 |
| Right-of-use assets | 14,492 | (13,279) | 1,213 |
| Investment properties | 285,263 | 802,000 | 1,087,263 |
| Investments in associates | 259,862 | (178,703) | 81,159 |
| Investments in joint ventures | 146,016 | - | 146,016 |
| Goodwill | 2,521 | - | 2,521 |
| Deferred tax assets | 22,009 | - | 22,009 |
| Inventories | 148,914 | - | 148,914 |
| Other non-current assets | 3,000 | - | 3,000 |
| | 1,174,793 | 614,943 | 1,789,736 |
| **CURRENT ASSETS** | | | |
| Inventories | 631,222 | - | 631,222 |
| Trade and other receivables | 82,258 | 3,847 | 86,105 |
| Contract assets | 157,249 | - | 157,249 |
| Contract cost assets | 42,008 | - | 42,008 |
| Other current assets | 1,742 | - | 1,742 |
| Tax recoverable | 440 | - | 440 |
| Biological assets | 405 | - | 405 |
| Cash and bank balances | 101,213 | 26,846 | 128,059 |
| | 1,016,537 | 30,693 | 1,047,230 |
| **TOTAL ASSETS** | 2,191,330 | 645,636 | 2,836,966 |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

**43. PRIOR YEAR ADJUSTMENTS** *cont'd*

Accordingly, the comparative figures have been restated to reflect the derecognition of the associate and the effects of the business combination and consolidation of Tower REIT from that date. The effects arising from the prior year adjustments on the financial positions and financial performance the Group are set out as follows: *cont'd*

**(ii) Reconciliation statements of financial position for the financial year ended 30 June 2024** *cont'd*

| | As previously reported RM'000 | Effects of prior year adjustments RM'000 | Restated RM'000 |
|---|---|---|---|
| **EQUITY AND LIABILITIES** | | | |
| **Equity attributable to owners of the parent** | | | |
| Share capital | 385,318 | - | 385,318 |
| Reserves | 1,017,414 | 12,061 | 1,029,475 |
| Equity funds | 1,402,732 | 12,061 | 1,414,793 |
| Shares held by ESS Trust | (23,883) | - | (23,883) |
| | 1,378,849 | 12,061 | 1,390,910 |
| Non-controlling interests | 71,498 | 380,129 | 451,627 |
| **TOTAL EQUITY** | 1,450,347 | 392,190 | 1,842,537 |
| **NON-CURRENT LIABILITIES** | | | |
| Lease liabilities | 13,212 | (12,579) | 633 |
| Deferred tax liabilities | 12,857 | 17,291 | 30,148 |
| Loans and borrowings | 291,691 | 232,312 | 524,003 |
| Trade and other payables | 1,936 | 8,105 | 10,041 |
| | 319,696 | 245,129 | 564,825 |
| **CURRENT LIABILITIES** | | | |
| Lease liabilities | 2,117 | (1,513) | 604 |
| Loans and borrowings | 204,198 | - | 204,198 |
| Trade and other payables | 197,930 | 8,922 | 206,852 |
| Contract liabilities | 10,318 | 908 | 11,226 |
| Tax payable | 6,724 | - | 6,724 |
| | 421,287 | 8,317 | 429,604 |
| **TOTAL LIABILITIES** | 740,983 | 253,446 | 994,429 |
| **TOTAL EQUITY AND LIABILITIES** | 2,191,330 | 645,636 | 2,836,966 |

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 43. PRIOR YEAR ADJUSTMENTS *cont'd*

Accordingly, the comparative figures have been restated to reflect the derecognition of the associate and the effects of the business combination and consolidation of Tower REIT from that date. The effects arising from the prior year adjustments on the financial positions and financial performance the Group are set out as follows: *cont'd*

**(iii) Reconciliation statements of cash flows for the financial year ended 30 June 2024**

| | As previously reported RM'000 | Effects of prior year adjustments RM'000 | Restated RM'000 |
|---|---|---|---|
| **CASH FLOWS FROM OPERATING ACTIVITIES** | | | |
| Profit before tax | 65,084 | 12,676 | 77,760 |
| Adjustments for: | | | |
| Share of profit of associates | (764) | 200 | (564) |
| Finance income | (4,060) | (81) | (4,141) |
| Finance costs | 26,371 | 900 | 27,271 |
| Property, plant and equipment: | | | |
| - depreciation | 9,003 | 68 | 9,071 |
| Depreciation of right-of-use assets | 2,282 | (139) | 2,143 |
| Allowance for impairment on | | | |
| - trade receivables | 75 | 13 | 88 |
| Gain on accretion interest in an associate | (48,584) | 48,584 | - |
| Impairment loss on investment in an associate | 11,248 | (11,248) | - |
| Loss on remeasurement of previously held equity interest | - | 90,450 | 90,450 |
| Gain on bargain purchase | - | (138,640) | (138,640) |
| Net gain on fair value adjustments of investment properties | (3,567) | 41 | (3,526) |
| Gain on elimination of right-of-use asset and lease liability | - | (797) | (797) |
| Working capital changes: | | | |
| Trade and other receivables | 2,541 | 2,111 | 4,652 |
| Trade and other payables | 19,308 | (2,712) | 16,596 |
| Cash flows generated from operations | 130,226 | 1,426 | 131,652 |
| Interest paid | (25,596) | (958) | (26,554) |
| Interest paid on lease liabilities | (775) | 58 | (717) |
| Net cash flows generated from operating activities | 91,048 | 526 | 91,574 |

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 43. PRIOR YEAR ADJUSTMENTS *cont'd*

Accordingly, the comparative figures have been restated to reflect the derecognition of the associate and the effects of the business combination and consolidation of Tower REIT from that date. The effects arising from the prior year adjustments on the financial positions and financial performance the Group are set out as follows: *cont'd*

**(iii) Reconciliation statements of cash flows for the financial year ended 30 June 2024** *cont'd*

| | As previously reported | Effects of prior year adjustments | Restated |
|---|---|---|---|
| | RM'000 | RM'000 | RM'000 |
| **CASH FLOWS FROM INVESTING ACTIVITIES** | | | |
| Dividends income from: | | | |
| - an associate | (467) | 934 | 467 |
| Purchase of additional unquoted shares in an associate | (31,862) | 31,862 | - |
| Net cash inflow from an associate becoming a subsidiary | - | 33,320 | 33,320 |
| Interest received | 3,827 | 81 | 3,908 |
| Net cash flows (used in)/generated from investing activities | (29,338) | 66,197 | 36,859 |
| **CASH FLOWS FROM FINANCING ACTIVITIES** | | | |
| Repayment of bank borrowings | (192,859) | (40,000) | (232,859) |
| Repayment of principal portion of lease liabilities | (2,063) | 123 | (1,940) |
| Net cash flows used in financing activities | (116,563) | (39,877) | (156,440) |
| **NET (DECREASE)/INCREASE IN CASH AND CASH EQUIVALENTS** | (54,853) | 26,846 | (28,007) |

## 44. MATERIAL ACCOUNTING POLICY INFORMATION

### 44.1 Changes in accounting policies arising from adoption of Amendments to MFRSs

The accounting policies adopted by the Group and the Company are consistent with those of the previous financial year, except for the adoption of the following Amendments to MFRSs:

***Effective for financial periods beginning on or after 1 January 2024:***

- MFRS 101: Classification of Liabilities as Current or Non-current (Amendments to MFRS 101)
- MFRS 101: Non-current Liabilities with Covenants (Amendments to MFRS 101)
- MFRS 16: Lease Liability in a Sale and Leaseback (Amendments to MFRS 16)
- MFRS 7 and MFRS 107: Disclosure of Supplier Finance Arrangements (Amendments to MFRS 7 and MFRS 107)

Adoption of the above Amendments to MFRSs did not have any material effect on the financial performance or position of the Group and of the Company.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 44. MATERIAL ACCOUNTING POLICY INFORMATION *cont'd*

### 44.2 Standards issued but not yet effective

The new MFRSs and Amendments to MFRSs that are issued but not yet effective up to the date of issuance of the Group's and of the Company's financial statements are disclosed below. The Group and the Company intend to adopt these standards, if applicable, when they become effective.

| | |
|---|---|
| MFRS 121: Lack of Exchangeability (Amendments to MFRS 121) | 1 January 2025 |
| MFRS 7 and MFRS 9: Amendments to the Classification and Measurement of Financial Instruments (Amendments to MFRS 9 and MFRS 7) | 1 January 2026 |
| MFRS 7 and MFRS 9: Contracts Referencing Nature-dependent Electricity (Amendments to MFRS 9 and MFRS 7) | 1 January 2026 |
| Annual Improvements to MFRS Accounting Standards - Volume 11 | 1 January 2026 |
| MFRS 18: Presentation and Disclosure in Financial Statements | 1 January 2027 |
| MFRS 19: Subsidiaries without Public Accountability: Disclosures | 1 January 2027 |
| MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture (Amendments to MFRS 10 and MFRS 128) | Deferred |

The new MFRSs and Amendments to MFRSs above are expected to have no significant impact on the financial statements of the Group and of the Company upon their initial application except for the changes in presentation and disclosures of financial information arising from the adoption of the new MFRS as discussed below:

**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.

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

## 44. MATERIAL ACCOUNTING POLICY INFORMATION *cont'd*

### 44.2 Standards issued but not yet effective *cont'd*

**MFRS 18 additional requirements are as follows:** *cont'd*

(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 as MPMs. MPMs are required to be reconciled to the most similar specified subtotal in MFRS Accounting Standards.

(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 Group and the Company are currently assessing the impact of MFRS 18, particularly with respect to the structure of the statement of profit or loss, the statement of cash flows and the additional disclosures required for MPMs. The Group and the Company are also assessing the impact on aggregation and disaggregation on how information is grouped in the financial statements.

### 44.3 Summary of material accounting policy information

**(a) Basis of consolidation**

A business combination is a transaction or other event in which an acquirer obtains control of one or more businesses. Business combinations are accounted for using the acquisition method from the acquisition date, which is the date on which control is transferred to the Group. The identifiable assets acquired and liabilities assumed are measured at their fair values at the acquisition date. The cost of an acquisition is measured as the aggregate of the fair value of the consideration transferred and the amount of any non-controlling interests in the acquiree. Non-controlling interests are stated either at fair value or at the proportionate share of the acquiree's identifiable net assets at the acquisition date.

When a business combination is achieved in stages, the Group remeasures its previously held non-controlling equity interest in the acquiree at fair value at the acquisition date, with any resulting gain or loss recognised in the profit or loss. Increase in the Group's ownership interest in an existing subsidiary is accounted for as equity transactions with differences between the fair value of consideration paid and the Group's proportionate share of net assets acquired, recognised directly in equity.

The Group measures goodwill as the excess of the cost of an acquisition and the fair values of any previously held interest in the acquiree over the fair value of the identifiable assets acquired and liabilities assumed at the acquisition date. When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss.

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

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

## 44. MATERIAL ACCOUNTING POLICY INFORMATION *cont'd*

### 44.3 Summary of material accounting policy information *cont'd*

#### (a) Basis of consolidation *cont'd*

**Business combination under common control**

The Group applies merger accounting to account for business combinations under common control. Under the merger accounting, assets and liabilities acquired are not restated to their respective fair values but at their carrying amounts in the consolidated financial statements of the holding company. The difference between any consideration given and the aggregate carrying amounts of the assets and liabilities (at the date of the transaction) of the acquired business is recorded as merger reserve. No additional goodwill is recognised. The acquired business' results and the related assets and liabilities are recognised prospectively from the date on which the business combination between entities under common control occurred.

#### (b) Sales and Service Tax ("SST")

Revenue is recognised net of SST charged to customers. Expenses and assets are recognised inclusive of SST. The amount payable to taxation authority is included as payables in the statements of financial position.

### 44.4 Critical judgements and accounting estimates

Judgements, estimates and assumptions concerning the future are made in the preparation of the financial statements. They affect the application of the Group's accounting policies, reported amounts of assets, liabilities, income and expenses, and disclosures made. They are assessed on an on-going basis and are based on experience and relevant factors, including expectations of future events that are believed to be reasonable under the circumstances.

#### (a) Critical judgements made in applying accounting policies

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

##### (i) Operating lease commitments – the Group as lessor

The Group has entered into commercial property leases on its investment properties. The Group has determined that it retains all the significant risks and rewards of ownership of these properties which are leased out on operating leases.

##### (ii) Classification between investment properties and property, plant and equipment

The Group has developed certain criteria based on MFRS 140 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.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

**44. MATERIAL ACCOUNTING POLICY INFORMATION** *cont'd*

**44.4 Critical judgements and accounting estimates** *cont'd*

**(a) Critical judgements made in applying accounting policies** *cont'd*

**(ii) Classification between investment properties and property, plant and equipment** *cont'd*

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.

**(b) Key sources of estimation uncertainty**

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

**(i) Revenue recognition of property development activities**

The Group recognises property development revenue and expenses in the income statements by using an input method which is based on costs incurred for work performed up to the reporting period relative to the total expected cost to the satisfaction of that performance obligations.

Significant judgement is required in determining the progress towards complete satisfaction of the performance obligation and this includes determining the extent of property development costs incurred and the total estimated cost of property development, which in turn is used to determine the percentage of completion and gross profit margin of property development activities undertaken by the Group. In making these judgements, management relies on determining past experience and the work of specialists.

# NOTES TO THE FINANCIAL STATEMENTS

- 30 June 2025

cont'd

**44. MATERIAL ACCOUNTING POLICY INFORMATION** *cont'd*

**44.4 Critical judgements and accounting estimates** *cont'd*

**(b) Key sources of estimation uncertainty** *cont'd*

**(ii) Income tax**

(i) 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 losses and capital allowances 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 total carrying value of recognised and unrecognised deferred tax assets of the Group are as disclosed in Note 22.

(ii) Significant judgement and estimates are used in arriving at taxable profits for the year and for prior years, including assessing the deductibility of expense items for tax purposes. Management are guided by tax laws/cases on such instances. Management believes that all deductions claimed, in arriving at taxable profits for current and prior years, are appropriate and justifiable.

**(iii) Unsold property inventories**

Property inventories are stated at the lower of cost and net realisable value.

Significant judgement is required in arriving at the net realisable value, particularly the estimated selling price of property inventories in the ordinary course of the business. The Group has considered all available information, including but not limited to property market conditions, locations of property inventories and target buyers.

Details of property inventories are disclosed in Note 23.

**(iv) Fair value of investment properties**

The Group carries its investment properties at fair value, with changes in fair value being recognised in profit or loss. The Group engaged independent professional valuers to perform valuation on its investment properties at each reporting date. The valuation methodology commonly used is the comparison method which is based on comparable historical transactions adjusted for specific market factors such as occupancy rate, property's location, property's size and tenure.

Details of investment properties are disclosed in Note 17. Details of significant inputs used in the valuation are disclosed in Note 38.

# NOTES TO THE FINANCIAL STATEMENTS
- 30 June 2025
cont'd

**44. MATERIAL ACCOUNTING POLICY INFORMATION** *cont'd*

**44.4 Critical judgements and accounting estimates** *cont'd*

**(b) Key sources of estimation uncertainty** *cont'd*

**(v) Provision of expected credit loss of trade receivables, other receivables and contract assets**

The Group and the Company assess the credit risk at each reporting date, whether there have been significant increases in credit risk since initial recognition on an individual basis. To determine whether there is a significant increase in credit risks, the Group and the Company had considered factors such as the probability of insolvency or significant financial difficulties of the debtors and default or significant delay in payments.

Where there is a significant increase in credit risk, the Group and the Company determine the lifetime expected credit loss by considering the loss given default and the probability of default assigned to each counterparty customer. The financial assets are written off either partially or full when there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amount subject to the write-offs.

The carrying amounts of the receivables and contract assets are disclosed in Note 24 and Note 25 respectively.

**(vi) Impairment of investments 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. The Company evaluates the recoverable amounts based on market performance, economic and political situation of the country in which the subsidiaries operate.

The carrying amount of investments in subsidiaries as at reporting date is RM1,049,778,000 (2024: RM1,158,610,000). Further details are disclosed in Note 18.

Impairment exists when the carrying value of an asset or cash generating unit exceeds its recoverable amount, which is the higher of its fair value less costs of disposal and its value in use. The fair value less costs of disposal calculation is based on available data from binding sales transactions, conducted at arm's length, for similar assets or observable market prices less incremental costs of disposing of the asset. The value in use calculation is based on a DCF model. The cash flows are derived from the budget for the next five years and do not include restructuring activities that the Group is not yet committed to or significant future investments that will enhance the performance of the assets of the CGU being tested. The recoverable amount is sensitive to the discount rate used for the DCF model as well as the expected future cash-inflows and the growth rate used for extrapolation purposes.

# OTHER INFORMATION

## 1. TOP 10 PROPERTIES HELD BY THE SUBSIDIARIES AS AT 30 JUNE 2025

| No | Location | Tenure | Existing Usage | Approximate Land Area (acres)/Gross Floor Area (sqm)* | Approximate Age (Years) | Net Book Value (RM'000) | Date of Acquisition |
|---|---|---|---|---|---|---|---|
| 1 | **Menara HLX**<br>No. 3, Jalan Kia Peng<br>50450 Kuala Lumpur | Freehold | Commercial office building ^ | 73,771 * | 22 | 328,000 | 17/04/2006 |
| 2 | **Emerald 9 @ Cheras**<br>Lot 809 and 810<br>Cheras Batu 8 1/4 and<br>Batu 8 1/2, Jalan Cheras<br>Daerah Hulu Langat Selangor | Freehold | Development Land | 163,670 * | - | 282,343 | 5/07/2016 |
| 3 | **Sofitel Kuala Lumpur Damansara**<br>Lot 58303 Bukit Damansara<br>Kuala Lumpur | Freehold | Hotel | 37,726* | 8 | 253,209 | 9/11/1994 |
| 4 | **Guoco Tower**<br>No. 6, Jalan Damanlela<br>Bukit Damansara<br>50490 Kuala Lumpur | Freehold | Commercial office building ^ | 27,654* | 7 | 251,000 | 19/8/2020 |
| 5 | **Plaza Zurich**<br>No 12, Jalan Gelenggang<br>Bukit Damansara<br>50490 Kuala Lumpur | Freehold | Commercial office building ^ | 8,312* | 29 | 227,000 | 17/4/2006 |
| 6 | **DC Mall**<br>Lot 58303 Bukit Damansara<br>Kuala Lumpur | Freehold | Retail mall ^ | 33,750* | 9 | 171,000 | 9/11/1994 |
| 7 | Vacant land at<br>Mukim of Jasin<br>Melaka Darul Amin | Freehold | Development Land | 1,768 | - | 133,509 | 22/05/1996 |
| 8 | **DC Residensi**<br>Lot 58303 Bukit Damansara<br>Kuala Lumpur | Freehold | Residential | 12,685* | 9 | 116,843 | 9/11/1994 |
| 9 | **DC Parking**<br>Lot 58303 Bukit Damansara<br>Kuala Lumpur | Freehold | Car park ^ | 106,626* | 9 | 112,800 | 9/11/1994 |
| 10 | **PJ Corporate Park**<br>Lot 13507 Seksyen 32<br>Bandar Petaling Jaya<br>Daerah Petaling<br>Selangor | Leasehold Expiry Date: 12/12/2107 | Commercial development | 3.2 | - | 107,642 | 10/09/2004 |

***Notes:***

** Applicable for high-rise building*
*^ Investment properties are generating rental income and carried at fair value*

# OTHER INFORMATION
cont'd

## 2. LANDBANK OF JOINT VENTURES AND ASSOCIATES AS AT 30 JUNE 2025

| No | Location | Tenure | Approximate Land Area (acres) | Approximate Age (Years) | Net Book Value (RM'000) | Date of Acquisition |
|---|---|---|---|---|---|---|
| 1 | *GLM Emerald (Sepang) Sdn Bhd*<br>**Pantai Sepang Putra**<br>Residential development<br>at Mukim of Sepang<br>Districts of Sepang &<br>Kuala Langat<br>Selangor Darul Ehsan | Freehold | 3,024.5 | - | 185,686 | 27/03/1992 |
| 2 | *GLM Emerald West (Rawang) Sdn Bhd*<br>**Emerald West**<br>Residential development<br>at Mukim of Rawang<br>Districts of Gombak &<br>Ulu Selangor<br>Selangor Darul Ehsan | Freehold | 328.8 | - | 153,025 | 31/05/2000 |
| 3 | *GLM Emerald East (Rawang) Sdn Bhd*<br>**Emerald East**<br>Residential development<br>at Mukim of Rawang<br>Districts of Gombak &<br>Ulu Selangor<br>Selangor Darul Ehsan | Freehold | 23.7 | - | 15,151 | 11/10/1999 |

# OTHER INFORMATION
cont'd

## 3. ANALYSIS OF SHAREHOLDINGS AS AT 30 SEPTEMBER 2025

Class of Shares : Ordinary shares
Voting Rights : 1 vote for each share held

**Distribution Schedule of Shareholders**

| Size of Holdings | No. of Shareholders | % | No. of Shares | % |
|---|---|---|---|---|
| Less than 100 | 402 | 5.47 | 14,279 | 0.00 |
| 100 – 1,000 | 1,942 | 26.44 | 1,735,823 | 0.25 |
| 1,001 – 10,000 | 3,575 | 48.67 | 16,222,840 | 2.31 |
| 10,001 – 100,000 | 1,233 | 16.79 | 39,058,470 | 5.58 |
| 100,001 – less than 5% of issued shares | 192 | 2.62 | 187,920,326 | 26.83 |
| 5% and above of issued shares | 1 | 0.01 | 455,506,780 | 65.03 |
| | 7,345 | 100.00 | 700,458,518 | 100.00 |

**List of Thirty Largest Shareholders**

| | Name of Shareholders | No. of Shares | % |
|---|---|---|---|
| 1. | GLL (Malaysia) Pte Ltd | 455,506,780 | 65.03 |
| 2. | HLIB Nominees (Tempatan) Sdn Bhd<br>*- Exempt AN for GuocoLand (Malaysia) Berhad (ESOS/VCIP)* | 30,544,067 | 4.37 |
| 3. | Associated Land Sendirian Berhad | 23,260,216 | 3.32 |
| 4. | Tan Sri Quek Leng Chan | 19,506,780 | 2.78 |
| 5. | CGS International Nominees Malaysia (Asing) Sdn Bhd<br>*- Exempt AN for CGS International Securities Singapore Pte Ltd (Retail Clients)* | 14,357,968 | 2.05 |
| 6. | AllianceGroup Nominees (Tempatan) Sdn Bhd<br>*- Pledged Securities Account for Ong Siew Eng @ Ong Chai (3000190)* | 7,025,100 | 1.00 |
| 7. | UOB Kay Hian Nominees (Asing) Sdn Bhd<br>*- Exempt AN for UOB Kay Hian Pte Ltd (A/C Clients)* | 6,446,838 | 0.92 |
| 8. | Public Nominees (Tempatan) Sdn Bhd<br>*- Pledged Securities Account for Lee Kwong Joo (E-KLC)* | 5,882,410 | 0.84 |
| 9. | UOB Kay Hian Nominees (Tempatan) Sdn Bhd<br>*- Pledged Securities Account for Teo Kwee Hock* | 4,200,000 | 0.60 |
| 10. | Citigroup Nominees (Asing) Sdn Bhd<br>*- Exempt AN for OCBC Securities Private Limited (Client A/C-NR)* | 3,352,643 | 0.48 |
| 11. | Gan Ah Kow | 3,289,700 | 0.47 |
| 12. | Citigroup Nominees (Asing) Sdn Bhd<br>*- Exempt AN for UBS AG Hong Kong (Foreign)* | 3,192,000 | 0.46 |
| 13. | Gan Ah Kow | 3,115,800 | 0.44 |

# OTHER INFORMATION
cont'd

## 3. ANALYSIS OF SHAREHOLDINGS AS AT 30 SEPTEMBER 2025 *cont'd*

**List of Thirty Largest Shareholders** *cont'd*

| | Name of Shareholders | No. of Shares | % |
|---|---|---|---|
| 14. | UOB Kay Hian Nominees (Tempatan) Sdn Bhd<br>*- Pledged Securities Account for Teo Siew Lai* | 2,475,000 | 0.35 |
| 15. | RHB Capital Nominees (Tempatan) Sdn Bhd<br>*- Pledged Securities Account for Poh Soon Sim (CEB)* | 2,443,300 | 0.35 |
| 16. | Low Keng Boon Holdings Sdn Bhd | 2,378,100 | 0.34 |
| 17. | Low Keng Boon @ Lau Boon Sen | 2,200,700 | 0.31 |
| 18. | Tan Liew Cheun | 2,085,200 | 0.30 |
| 19. | Lee Joo Ping | 1,860,000 | 0.27 |
| 20. | Kenanga Nominees (Tempatan) Sdn Bhd<br>*- Pledged Securities Account for Ong Siew Eng @ Ong Chai* | 1,701,900 | 0.24 |
| 21. | Public Nominees (Tempatan) Sdn Bhd<br>*- Pledged Securities Account for Surinder Singh A/L Wassan Singh (E-IMO)* | 1,555,000 | 0.22 |
| 22. | UOB Kay Hian Nominees (Asing) Sdn Bhd<br>*- Exempt AN for UOB Kay Hian (Hong Kong) Limited (A/C Clients)* | 1,480,000 | 0.21 |
| 23. | Chua Holdings Sdn Bhd | 1,428,465 | 0.20 |
| 24. | Affin Hwang Nominees (Tempatan) Sdn Bhd<br>*- Pledged Securities Account for Ong Siew Eng @ Ong Chai (M04)* | 1,312,800 | 0.19 |
| 25. | Atlas Edible Ice (Kangar) Sdn Bhd | 1,120,000 | 0.16 |
| 26. | Lye Chee Leong | 950,000 | 0.14 |
| 27. | AllianceGroup Nominees (Tempatan) Sdn Bhd<br>*- Pledged Securities Account for Teoh Ewe Jin (7006910)* | 914,140 | 0.13 |
| 28. | Affin Hwang Nominees (Asing) Sdn Bhd<br>*- Exempt AN for Lim & Tan Securities Pte Ltd (Clients A/C)* | 861,880 | 0.12 |
| 29. | Lim Kian Wat | 844,000 | 0.12 |
| 30. | Seah Peik Hock | 780,000 | 0.11 |
| | | 606,070,787 | 86.52 |

# OTHER INFORMATION
cont'd

## 3. ANALYSIS OF SHAREHOLDINGS AS AT 30 SEPTEMBER 2025 *cont'd*

**Substantial Shareholders**

According to the Register of Substantial Shareholders, the substantial shareholders of the Company as at 30 September 2025 are as follows:

| | | Direct | | Indirect | |
|---|---|---|---|---|---|
| | **Names of Shareholders** | **No. of Shares** | **%** | **No. of Shares** | **%** |
| 1. | GuoLine Capital Assets Limited ("GCA") | - | - | 455,506,780 | 65.03*A |
| 2. | GuoLine Overseas Limited | - | - | 455,506,780 | 65.03*A |
| 3. | Guoco Group Limited | - | - | 455,506,780 | 65.03*A |
| 4. | GuocoLand Assets Pte Ltd | - | - | 455,506,780 | 65.03*A |
| 5. | GuocoLand Limited | - | - | 455,506,780 | 65.03*A |
| 6. | GLL (Malaysia) Pte Ltd ("GLLM") | 455,506,780 | 65.03 | - | - |
| 7. | Tan Sri Quek Leng Chan | 19,506,780 | 2.78 | 478,766,996 | 68.35*B |
| 8. | Kwek Leng Beng | - | - | 479,266,996 | 68.42*B |
| 9. | Kwek Holdings Pte Ltd | - | - | 479,266,996 | 68.42*B |
| 10. | Hong Realty (Private) Limited | - | - | 479,266,996 | 68.42*B |
| 11. | Hong Leong Investment Holdings Pte Ltd | - | - | 479,266,996 | 68.42*B |
| 12. | Kwek Leng Kee | - | - | 479,266,996 | 68.42*B |
| 13. | Davos Investment Holdings Private Limited | - | - | 479,266,996 | 68.42*B |

***Notes:***

**A Held through GLLM*
**B Held through GCA and company(ies) in which the substantial shareholder has interest*

## 4. DIRECTORS' INTERESTS AS AT 30 SEPTEMBER 2025

Subsequent to the financial year end, there was no change, as at 30 September 2025, to the Directors' interests in the ordinary shares of the Company and/or its related corporations (other than wholly-owned subsidiaries), appearing in the Directors' Report on page 80 as recorded in the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016 except for the changes set out below:

| | **No. of Ordinary Shares** | **%** |
|---|---|---|
| **Direct interest of Mr Tang Hong Cheong in:** | | |
| Guoco Group Limited | 158,000 | 0.05 |

## 5. MATERIAL CONTRACTS

There are no material contracts (not being contracts entered into in the ordinary course of business) which had been entered into by the Company and/or its subsidiaries involving the interest of Directors, chief executive and major shareholders, either still subsisting at the end of the financial year or entered into since the end of the previous financial year pursuant to Item 21, Part A, Appendix 9C of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the One-Hundred and First Annual General Meeting ("AGM") of GuocoLand (Malaysia) Berhad ("Company") will be held at Wau Bulan Ballroom, Level 2, Sofitel Kuala Lumpur Damansara, No. 6, Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur on Tuesday, 9 December 2025 at 10.30 a.m. in order:

1. To lay before the meeting the audited financial statements together with the reports of the Directors and Auditors thereon for the financial year ended 30 June 2025.

2. To approve the payment of Director Fees of RM447,967 (2024: RM478,000) for the financial year ended 30 June 2025 to be divided amongst the Directors in such manner as the Directors may determine and Directors' Other Benefits of up to an amount of RM80,000 from the 101st AGM to the 102nd AGM of the Company. ***(Resolution 1)***

3. To re-elect the following Directors pursuant to the Company's Constitution:

   (i) Tuan Haji Mohamad Zamani bin Razali ***(Resolution 2)***
   (ii) Ms Tan Poh Chan ***(Resolution 3)***

4. To appoint KPMG PLT as Auditors of the Company in place of the retiring Auditors, Ernst & Young PLT, and to hold office until the conclusion of the next AGM at a remuneration to be determined by the Directors. ***(Resolution 4)***

**SPECIAL BUSINESS**

As special business, to consider and, if thought fit, pass the following motions as resolutions:

5. **Ordinary Resolution**
   **- Authority To Directors To Allot Shares**

   "THAT subject to the Companies Act 2016 ("Act"), the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ["MMLR"], the Company's Constitution and approval of the relevant governmental regulatory authorities, if required, the Directors be and are hereby empowered pursuant to Sections 75 and 76 of the Act to issue and allot new ordinary shares ("Shares") in the Company, grant rights to subscribe for Shares in the Company, convert any security into Shares in the Company, or allot Shares under an agreement or option or offer at any time and from time to time, and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, to any persons who are not caught by Paragraph 6.04(c) of the MMLR, provided that the aggregate number of Shares issued and allotted, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution does not exceed 10% of the total number of issued Shares (excluding treasury shares) of the Company for the time being and that the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional Shares so allotted on Bursa Securities and that such authority shall continue in force until the conclusion of the next Annual General Meeting of the Company." ***(Resolution 5)***

# NOTICE OF ANNUAL GENERAL MEETING
cont'd

6. **Ordinary Resolution**
   - **Proposed Renewal Of Shareholders' Mandate For Recurrent Related Party Transactions Of A Revenue Or Trading Nature With Hong Leong Company (Malaysia) Berhad ("HLCM"), GuoLine Capital Assets Limited ("GCA") And Persons Connected With HLCM and GCA**

"THAT approval be and is hereby given for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.3(A) of Part A of the Company's Circular to Shareholders dated 30 October 2025 with HLCM and GCA and persons connected with HLCM and GCA provided that such transactions are undertaken in the ordinary course of business, on commercial terms which are not more favourable to the related parties than those generally available to and/or from the public, where applicable, and are not, in the Company's opinion, detrimental to the minority shareholders;

AND THAT such approval shall continue to be in force until:

(i) the conclusion of the next Annual General Meeting ("AGM") of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or

(ii) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or

(iii) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier;

AND THAT the Directors of the Company be and are hereby authorised to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this ordinary resolution." ***(Resolution 6)***

7. **Ordinary Resolution**
   - **Proposed Renewal Of Shareholders' Mandate For Recurrent Related Party Transactions Of A Revenue Or Trading Nature With The Directors And Major Shareholders Of The Company And Persons Connected With Them**

"THAT approval be and is hereby given for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.3(B) of Part A of the Company's Circular to Shareholders dated 30 October 2025 ("Circular") with all the Directors and major shareholders of the Company (as defined in the Circular) and persons connected with them provided that such transactions are undertaken in the ordinary course of business, on commercial terms which are not more favourable to the related parties than those generally available to and/or from the public, where applicable, and are not, in the Company's opinion, detrimental to the minority shareholders;

# NOTICE OF ANNUAL GENERAL MEETING
cont'd

AND THAT such approval shall continue to be in force until:

(i) the conclusion of the next Annual General Meeting ("AGM") of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or

(ii) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or

(iii) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier;

AND THAT the Directors of the Company be and are hereby authorised to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this ordinary resolution." ***(Resolution 7)***

8. **Ordinary Resolution**
**- Proposed Renewal Of Shareholders' Mandate For Recurrent Related Party Transactions Of A Revenue Or Trading Nature With Tower Real Estate Investment Trust ("Tower REIT")**

"THAT approval be and is hereby given for the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature as set out in Section 2.3(C) of Part A of the Company's Circular to Shareholders dated 30 October 2025 with Tower REIT provided that such transactions are undertaken in the ordinary course of business, on commercial terms which are not more favourable to the related parties than those generally available to and/or from the public, where applicable, and are not, in the Company's opinion, detrimental to the minority shareholders;

AND THAT such approval shall continue to be in force until:

(i) the conclusion of the next Annual General Meeting ("AGM") of the Company at which time it will lapse, unless by a resolution passed at the meeting, the authority is renewed; or

(ii) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or

(iii) revoked or varied by resolution passed by the shareholders in general meeting,

whichever is the earlier;

AND THAT the Directors of the Company be and are hereby authorised to do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the transactions contemplated and/or authorised by this ordinary resolution." ***(Resolution 8)***

# NOTICE OF ANNUAL GENERAL MEETING
cont'd

9. **Ordinary Resolution**
**- Proposed Renewal Of Authority For The Purchase Of Own Shares By The Company**

"THAT subject to the Companies Act 2016 ("Act"), rules, regulations and orders made pursuant to the Act, provisions of the Company's Constitution and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ["MMLR"] and any other relevant authority, the Directors of the Company be and are hereby authorised to make purchases of ordinary shares in the Company's issued ordinary share capital on Bursa Securities subject further to the following:

(a) the maximum number of shares which may be purchased and/or held by the Company shall be equivalent to 10% of the total number of issued shares of the Company ("Shares") for the time being;

(b) the maximum fund to be allocated by the Company for the purpose of purchasing the Shares shall not exceed the retained profits of the Company based on its latest audited financial statements available up to the date of the transaction. (As at 30 June 2025, the audited retained profits of the Company was RM801,477,000); and

(c) the authority conferred by the resolution as set out in paragraphs (a) and (b) above will commence immediately upon passing of this ordinary resolution and will expire at the conclusion of the next Annual General Meeting ("AGM") of the Company, unless earlier revoked or varied by ordinary resolution of the shareholders of the Company in a general meeting or the expiration of the period within which the next AGM after that date is required by law to be held, whichever occurs first and, in any event, in accordance with the provisions of the MMLR or any other relevant authority;

AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient to implement or to effect the purchase(s) of the Shares;

AND THAT the Directors of the Company be and are hereby authorised to deal with any Shares so purchased and any treasury shares ("Said Shares") in the following manner:

(a) cancel the Said Shares; or
(b) retain the Said Shares as treasury shares; or
(c) retain part of the Said Shares as treasury shares and cancel the remainder; or
(d) distribute all or any of the Said Shares as dividends to shareholders; or
(e) resell all or any of the Said Shares in accordance with the relevant rules of Bursa Securities; or
(f) transfer all or any of the Said Shares for the purposes of or under an employees' share scheme; or
(g) transfer all or any of the Said Shares as purchase consideration; or
(h) sell, transfer or otherwise use the treasury shares for such other purposes as the Minister (being the Minister charged with the responsibilities for the companies) may, by order, prescribe

# NOTICE OF ANNUAL GENERAL MEETING
cont'd

and/or in any other manner as may be prescribed by the Act, rules, regulations and orders made pursuant to the Act and the MMLR and any other relevant authority for the time being in force; AND THAT the authority to deal with the Said Shares shall continue to be valid until all the Said Shares have been dealt with by the Directors of the Company." ***(Resolution 9)***

10. To consider any other business of which due notice shall have been given.

By Order of the Board

**CHIN MIN YANN** (MAICSA 7034011) (SSM PC No. 202008002583)
**LEE SOW YEANG** (MAICSA 7020119) (SSM PC No. 202008002989)
Company Secretaries

Kuala Lumpur
30 October 2025

**Notes**

1. For the purpose of determining members' eligibility to attend this meeting, only members whose names appear in the Record of Depositors as at 1 December 2025 shall be entitled to attend this meeting or appoint proxy(ies) to attend and vote on their behalf.
2. Save for a member who is an exempt authorised nominee, a member entitled to attend and vote at this meeting is entitled to appoint not more than two (2) proxies to attend, participate, speak and vote in his stead. A proxy may but need not be a member of the Company. A member who is an authorised nominee may appoint not more than two (2) proxies in respect of each securities account it holds. A member who is an exempt authorised nominee for multiple beneficial owners in one securities account ("Omnibus Account") may appoint any number of proxies in respect of the Omnibus Account.
3. Where two (2) or more proxies are appointed, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, failing which, the appointments shall be invalid.
4. The Form of Proxy must be deposited at the Registered Office of the Company at Level 32, Menara Hong Leong, No. 6, Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur or lodged electronically via email at cosec-glm@guocoland.com, not less than 48 hours before the time appointed for holding of the meeting or adjourned meeting.
5. Pursuant to Paragraph 8.29A(1) of the MMLR, all resolutions set out in this Notice will be put to a vote by way of a poll.

# NOTICE OF ANNUAL GENERAL MEETING
cont'd

**Explanatory Notes**

**1. Resolution 1 – Director Fees and Directors' Other Benefits**

- Director Fees of RM447,967 are inclusive of Board Committees Fees of RM137,035.
- Directors' Other Benefits of up to an amount of RM80,000 refer to Directors' training benefits and Directors' and Officers' Liability Insurance coverage based on premium paid/payable.

**2. Resolutions 2 to 3 – Re-election of Directors**

The Board, on the recommendation of the Nomination Committee of the Company ("NC"), supports the re-election of the retiring Directors. The NC had reviewed the results of the Board Annual Assessment conducted for the financial year ended 30 June 2025 and noted that the retiring Directors have effectively discharged their duties and responsibilities. The NC had also conducted assessment on the fitness and propriety of the retiring Directors including the review of their Fit and Proper Declarations and results of their background checks, and was satisfied that the retiring Directors met the Fit and Proper criteria as set out in the Directors' Fit and Proper Policy of the Company. In addition, the NC has assessed the declaration made by retiring Directors confirming that they fulfilled the Independent Director criteria as set out in the MMLR.

The retiring Directors had abstained from deliberation and decision on their own re-election at the NC and Board meeting, as applicable. The profile and details of the retiring Directors are set out in the Board of Directors section of the Company's Annual Report 2025.

**3. Resolution 4 – Proposed Appointment of KPMG PLT as Auditors in place of Retiring Auditors**

The Company received a Notice of Nomination of Auditors from a substantial shareholder for the appointment of KPMG PLT as Auditors of the Company in place of Ernst & Young PLT who will be retiring as Auditors at the forthcoming 101st AGM of the Company ("Proposed Appointment of KPMG").

The Board had reviewed the recommendation of the Board Audit & Risk Management Committee and recommended the Proposed Appointment of KPMG to be tabled for approval at the forthcoming 101st AGM. The Proposed Appointment of KPMG is further subject to the consent to act as Auditors from KPMG. A copy of the Notice of Nomination of Auditors marked as Appendix A is attached in the Notice of AGM.

**4. Resolution 5 – Authority to Directors to Allot Shares**

The proposed Ordinary Resolution, if passed, will renew the general mandate given to the Directors of the Company to allot Shares of the Company from time to time and expand the mandate to grant rights to subscribe for Shares in the Company, convert any security into Shares in the Company, or allot Shares under an agreement or option or offer, provided that the aggregate number of Shares issued and allotted, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution does not exceed 10% of the total number of issued Shares (excluding treasury shares) of the Company for the time being ("Renewed General Mandate"). In computing the aforesaid 10% limit, Shares issued or agreed to be issued or subscribed pursuant to the approval of shareholders in a general meeting where precise terms and conditions are approved shall not be counted. The Renewed General Mandate, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

# NOTICE OF ANNUAL GENERAL MEETING
cont'd

As at the date of this Notice, no new Shares in the Company were issued and allotted pursuant to the general mandate given to the Directors at the last AGM held on 10 December 2024 and which will lapse at the conclusion of the 101st AGM. The Renewed General Mandate will enable the Directors to take swift action in case of, inter alia, a need for corporate exercises or in the event business opportunities or other circumstances arise which involve the issuance and allotment of new Shares, grant of rights to subscribe for Shares, conversion of any security into Shares, or allotment of Shares under an agreement or option or offer, and to avoid delay and cost in convening general meetings to approve the same.

**5. Resolutions 6 to 8 – Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

The proposed Ordinary Resolutions, if passed, will empower the Company and/or its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the Company and its subsidiaries, subject to the transactions being in the ordinary course of business and on terms which are not more favourable to the related parties than those generally available to and/or from the public and are not, in the Company's opinion, detrimental to the minority shareholders of the Company ("Proposed Shareholders' Mandate").

**6. Resolution 9 – Proposed Renewal of Authority for the Purchase of Own Shares by the Company**

The proposed Ordinary Resolution, if passed, will empower the Directors to exercise the power of the Company to purchase its own shares ("Proposed Share Buyback") up to 10% of the total number of issued shares of the Company by utilising its financial resources not immediately required. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

Detailed information on the Proposed Shareholders' Mandate and Proposed Share Buyback are set out in the Circular to Shareholders dated 30 October 2025 which is available on the Company's website at https://guocoland.com.my/investor-relations.

# STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

**1. Details of individuals who are standing for election as Directors**

No individual is seeking election as a Director at the One-Hundred and First Annual General Meeting of the Company.

**2. Statement relating to general mandate for issue of securities in accordance with Paragraph 6.03(3) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad**

Details of the general mandate to allot shares in the Company pursuant to Sections 75 and 76 of the Companies Act 2016 are set out in Explanatory Note 4 of the Notice of the One-Hundred and First Annual General Meeting.

**Appendix A**

GLL (Malaysia) Pte. Ltd.
A Member of the Hong Leong Group

7 October 2025

The Board of Directors
GuocoLand (Malaysia) Berhad
Level 32, Menara Hong Leong
No. 6, Jalan Damanlela
Bukit Damansara
50490 Kuala Lumpur

Dear Sirs

**NOMINATION OF AUDITORS FOR GUOCOLAND (MALAYSIA) BERHARD**

We, GLL (Malaysia) Pte. Ltd., being a shareholder holding 65.03% equity interest in GuocoLand (Malaysia) Berhad ("**GLM**"), hereby give notice of our intention to nominate KPMG PLT as auditors of GLM in place of the retiring auditors, Ernst & Young PLT, at the forthcoming annual general meeting of GLM in respect of the year ending 30 June 2026.

Yours faithfully
for and on behalf of
GLL (Malaysia) Pte. Ltd.

Andrew Chew Kwang Ming
Director

Encl.

**GuocoLand (Malaysia) Berhad** (192001000022 (300-K))
A Member of the Hong Leong Group

# FORM OF PROXY

I/We _____

NRIC/Passport/Company No. _____

of _____

Tel No. _____ Email Address _____

being a member of **GuocoLand (Malaysia) Berhad** ("Company"), hereby appoint _____

_____

NRIC/Passport No. _____

of _____

Tel No. _____ Email Address _____

or failing him/her, _____

NRIC/Passport No. _____

of _____

Tel No. _____ Email Address _____

or failing him/her, the Chairman of the meeting as my/our proxy/proxies to vote for me/us on my/our behalf at the One-Hundred and First Annual General Meeting ("AGM") of the Company to be held at Wau Bulan Ballroom, Level 2, Sofitel Kuala Lumpur Damansara, No. 6, Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur on Tuesday, 9 December 2025 at 10.30 a.m. and at any adjournment thereof.

My/Our proxy/proxies is/are to vote on a poll as indicated below with an "X":

| NO. | RESOLUTIONS | FOR | AGAINST |
|---|---|---|---|
| 1. | To approve the payment of Director Fees and Directors' Other Benefits | | |
| 2. | To re-elect Tuan Haji Mohamad Zamani bin Razali as a Director | | |
| 3. | To re-elect Ms Tan Poh Chan as a Director | | |
| 4. | To appoint KPMG PLT as Auditors of the Company in place of the retiring Auditors, Ernst & Young PLT, and to hold office until the conclusion of the next AGM at a remuneration to be determined by the Directors | | |
| | **Special Business** | | |
| 5. | To approve the ordinary resolution on authority to Directors to allot shares | | |
| 6. | To approve the ordinary resolution on the proposed renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature with Hong Leong Company (Malaysia) Berhad ("HLCM"), GuoLine Capital Assets Limited ("GCA") and persons connected with HLCM and GCA | | |
| 7. | To approve the ordinary resolution on the proposed renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature with the Directors and major shareholders of the Company and persons connected with them | | |
| 8. | To approve the ordinary resolution on the proposed renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature with Tower Real Estate Investment Trust | | |
| 9. | To approve the ordinary resolution on the proposed renewal of authority for the purchase of own shares by the Company | | |

Dated this _____ day of _____ 2025

Number of shares held: _____ Signature(s) of Member: _____

CDS Account No. : _____

*Fold This Flap For Sealing*

Affix
Stamp

The Company Secretaries
**GuocoLand (Malaysia) Berhad** (192001000022 (300-K))
Level 32, Menara Hong Leong
No. 6, Jalan Damanlela
Bukit Damansara
50490 Kuala Lumpur
Malaysia

*Then Fold Here*

**NOTES:**

1. For the purpose of determining members' eligibility to attend this meeting, only members whose names appear in the Record of Depositors as at 1 December 2025 shall be entitled to attend this meeting or appoint proxy(ies) to attend and vote on their behalf.
2. If you wish to appoint other person(s) to be your proxy, insert the name(s) and address(es) of the person(s) desired in the space so provided.
3. If there is no indication as to how you wish your vote(s) to be cast, the proxy will vote or abstain from voting at his/her discretion.
4. A proxy may but need not be a member of the Company.
5. Save for a member who is an exempt authorised nominee, a member shall not be entitled to appoint more than two (2) proxies to attend, participate, speak and vote at the same meeting. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. A member who is an exempt authorised nominee for multiple beneficial owners in one securities account ("Omnibus Account") may appoint any number of proxies in respect of the Omnibus Account.
6. Where two (2) or more proxies are appointed, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies, failing which, the appointments shall be invalid (please see note 9 below).
7. In the case where a member is a corporation, this Form of Proxy must be executed under its Common Seal or under the hand of its Attorney.
8. All Forms of Proxy must be duly executed and deposited at the Registered Office of the Company at Level 32, Menara Hong Leong, No. 6, Jalan Damanlela, Bukit Damansara, 50490 Kuala Lumpur or lodged electronically via email at cosec-glm@guocoland.com, not less than 48 hours before the time appointed for holding of the meeting or adjourned meeting.

*1st Fold Here*

9. In the event two (2) or more proxies are appointed, please fill in the ensuing section:

| Name of Proxies | % of shareholdings to be represented |
|---|---|
| | |
| | |

10. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in the Notice of the One-Hundred and First Annual General Meeting will be put to a vote by way of a poll.
11. By signing and submitting this proxy form, the member acknowledges that he/she has read the Company's Privacy Policy at https://guocoland.com.my/privacy-policy and consents to, and/or warrants that he/she has obtained the prior consent of the appointed proxy/representative (as applicable), for the collection, use, disclosure and processing of their personal data in accordance with the Personal Data Notice in the Administrative Notes to Shareholders received by the member for this meeting. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of the above warranty.

**Guoco**Land (Malaysia) Berhad (192001000022 (300-K))

Level 13
Menara Guoco
Damansara City
No. 6, Jalan Damanlela
Bukit Damansara
50490 Kuala Lumpur
Tel : 03-2726 1000
Fax : 03-2726 1001

**www.guocoland.com.my**