FINTEC
GLOBAL BERHAD

Finance Before
TECHNOLOGY

ANNUAL REPORT 2024

17th Annual General Meeting

29 November 2024 (Friday)
at 10.30 a.m.

https://rebrand.ly/FintecAGM

WHAT'S INSIDE

Corporate Structure

FINTEC GLOBAL BERHAD

[200701016619 (774628-U)] • (Incorporated in Malaysia)

100%
ASIABIO CAPITAL SDN. BHD.
[200801038768 (840116-P)] • Malaysia

100%
GRO ASIA AGRITECHNOLOGY SDN. BHD.
[200701027439 (785461-H)] • Malaysia

100%
ARTISAN SEMESTA SDN. BHD.
[201101015150 (943284-W)] • Malaysia

100%
ASIABIO BUILDERS SDN. BHD.
[201701015036 (1229200-W)] • Malaysia

100%
FINTEC VENTURES SDN. BHD.
[201701015040 (1229204-D)] • Malaysia

100%
FINTEC CAPITAL SDN. BHD.
[201401036680 (1112819-D)] • Malaysia

50.01%
HEXA BONANZA SDN. BHD.
[201001037140 (921063-V)] • Malaysia

100%
FINTEC GLOBAL LIMITED
(1946247) • BVI

100%
FINTEC GLOVE SDN. BHD.
[202001025522 (1381842-A)] • Malaysia

100%
FINTEC GLOBAL (HK) LIMITED
(2679962) • Hong Kong

- **60%**
  FINTEC NORTH AMERICA LLC
  (202030210329) • United States of America
- **100%**
  GOLD CHAMPAGNE (HK) LIMITED
  (76407840) • Hong Kong

BOARD OF DIRECTORS

DATO' SERI ABDUL AZIM BIN MOHD ZABIDI
Independent Non-Executive Chairman

ONG TEE KEIN
Senior Independent Non-Executive Director

CHEW SHIN YONG, MARK
Independent Non-Executive Director

ONG SIEW MIN
Independent Non-Executive Director

TAN SIK EEK
Managing Director / Non-Independent Executive Director

AUDIT COMMITTEE

Ong Tee Kein *(Chairman)*
Chew Shin Yong, Mark
Ong Siew Min

REMUNERATION COMMITTEE

Ong Siew Min *(Chairperson)*
Ong Tee Kein
Chew Shin Yong, Mark

NOMINATION COMMITTEE

Chew Shin Yong, Mark *(Chairman)*
Ong Tee Kein
Ong Siew Min

OPTION COMMITTEE

Tan Sik Eek *(Chairman)*
Ong Tee Kein

REGISTERED OFFICE

Level 13, Menara 1 Sentrum
201, Jalan Tun Sambanthan
Brickfields
50470 Kuala Lumpur
Tel No. : +603-2382 4288
Fax No. : +603-2382 4170
E-mail : tmfkl-cosec@tmf-group.com

PRINCIPAL PLACE OF BUSINESS

Factories
68, Jalan Waja 2
Taman Industri Waja
09000 Kulim, Kedah
Tel No. : +604-402 6350
Fax No. : +604-489 3833

Lot 304994, Jalan Chepor 11/8
Kawasan Perusahaan Seramik Chepor
31200 Mukim Hulu Kinta, Chemor
Perak Darul Ridzuan
Malaysia

Corporate Office
Lot 13.1, Level 13, Menara Lien Hoe
No. 8, Persiaran Tropicana
Tropicana Golf & Country Resort
47410 Petaling Jaya
Selangor Darul Ehsan
Tel No. : +603 - 7622 6988
Fax No. : +603 - 7622 6989
Email : mail@fintec.global

COMPANY SECRETARIES

Ng Sally (MAICSA 7060343 / SSM PC No. 202008002702)
Goh Xin Yee (LS 0010359 / SSM PC No. 202008000375)

AUDITORS

ChengCo PLT
[201806002622
(LLP0017004-LCA) & AF 0886]
Lot 507 & 508, 5th Floor,
Tower 2, Faber Tower
Jalan Desa Bahagia, Taman Desa
58100 Kuala Lumpur
Tel No. : +603-7984 8988
Fax No. : +603-7984 4402

SHARE REGISTRAR

Tricor Investor & Issuing House Services Sdn. Bhd.
Unit 32-01, Level 32, Tower A
Vertical Business Suite, Avenue 3
Bangsar South, No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Tel No. : +603-2783 9299
Fax No. : +603-2783 9222
E-mail : is.enquiry@my.tricorglobal.com

PRINCIPAL BANKER

CIMB Bank Berhad

LISTING STATUS

ACE Market of
Bursa Malaysia Securities Berhad
Sector : Financial Services
Sub-sector : Other Financials

WEBSITE

https://www.fintec.global/

Group Financial Highlights

	Year Ended 30 June 2024 RM	Year Ended 30 June 2023 RM	Year Ended 30 June 2022 RM	Period Ended 30 June 2021 RM	Year Ended 31 March 2020 RM
OPERATING RESULTS					
Revenue	**26,007,688**	22,278,247	19,258,564	114,419,864	20,372,349
Profit/(Loss) before taxation	**23,186,777**	(32,503,568)	(87,154,151)	(313,711,404)	226,032,864
Income tax expense	**(3,756)**	-	(6,420)	(31,876)	-
Profit/(Loss) after taxation	**23,183,021**	(32,503,568)	(87,160,571)	(313,743,280)	226,032,864
Non-controlling interests	**(697,869)**	(682,533)	(205,605)	(61,286)	(8,819)
Profit/(Loss) attributable to owners	**23,880,890**	(31,821,035)	(86,954,966)	(313,681,994)	226,041,683
KEY BALANCE SHEET DATA					
Property, plant and equipment	**70,183,955**	73,669,642	86,741,089	29,150,119	3,847,879
Investment in unquoted shares	**977,486**	977,486	3,848,909	10,765,692	-
Right of use assets	**1,201,444**	114,104	582,008	387,993	9,515,636
Marketable securities	**101,161,347**	69,518,028	88,546,645	94,440,833	358,067,032
Asset held for sale	**-**	25,200,000	14,070,000	-	-
Current assets	**67,301,633**	75,932,579	90,928,772	161,400,437	72,056,454
Total Assets	**240,825,865**	245,411,839	284,717,423	296,145,074	443,487,001
Share capital	**405,033,161**	368,725,640	368,618,968	325,640,393	119,038,461
Irredeemable convertible preference shares ("ICPS")	**16,432,152**	17,832,672	7,369,079	7,369,079	27,443,314
Reserves	**(183,298,774)**	(172,330,777)	(130,185,727)	(43,405,434)	235,814,254
Total equity attributable to owners	**238,166,539**	214,227,535	245,802,320	289,604,038	382,296,029
Non-controlling interest	**(3,328,407)**	(2,630,538)	(1,948,005)	(1,742,400)	(1,681,114)
Total equity	**234,838,132**	211,596,997	243,854,315	287,861,638	380,614,915
Short term borrowing	**-**	-	-	-	28,829,530
Other current liabilities	**4,782,150**	33,687,416	40,197,425	7,868,462	24,168,719
Lease liabilities	**1,205,583**	127,426	665,683	414,974	9,873,837
Total equity and liabilities	**240,825,865**	245,411,839	284,717,423	296,145,074	443,487,001
FINANCIAL RATIOS					
Net profit margin (%)	**89.14**	(145.90)	(452.58)	(274.20)	1,109.51
Basic earnings/(loss) per share (sen)	**12.09**	(0.54)	(1.61)	(13.92)	33.76
Net assets per share (sen)	**120.36**	3.62	4.15	7.34	46.95
Return on equity (%)	**10.03**	(14.85)	(35.38)	(108.31)	59.13
Share price as at year/period ended (RM)	**0.245**	0.010	0.010	0.030	0.030

Dear valued shareholders,

"On behalf of the Board of Directors of FINTEC Global Berhad ("FINTEC" or "the Group"), I would like to present the Annual Report and Audited Financial Statements for the financial year ended 30 June 2024 ("FYE 2024")."

BUSINESS AND INVESTMENT REVIEW

The global economy in the FYE 2024 faced numerous challenges, including persistent inflationary pressures, supply chain disruptions, geopolitical conflicts, which led to significant geopolitical tensions and trade disruptions. Central banks around the world, including Bank Negara Malaysia ("BNM"), responded by adjusting monetary policies to balance the need for economic growth while managing inflation. In Malaysia, BNM maintained the Overnight Policy Rate (OPR) at 3% which reflected a cautionary approach to supporting the economy.

As reported by BNM, the Malaysian economy showed resilience, with gross domestic product ("GDP") growth recorded at 4.2% in the first quarter of 2024, up from 3.0% in the fourth quarter of 2023. This growth was primarily driven by strong domestic demand, improvements in the labour market, and a rebound in exports. However, the outlook remains uncertain as global uncertainties, particularly in the form of geopolitical tensions and ongoing supply chain disruptions, continue to pose risks.

Despite global uncertainties and persistent challenges within the operating environment, the Group will continue to focus on identifying new revenue streams and business expansion opportunities to enhance the value of the Group.

Total Revenue

RM 26.01 million

17% ↑

In FYE 2024, the Group achieved revenue of RM26.01 million, marking a notable 17% increase as compared to FYE 2023. During the year, the Group made significant improvement in its profit before tax, from RM32.50 million loss before tax in FYE 2023 to RM23.19 million profit before tax in FYE 2024.

The financial position of the Group remains fundamentally strong, with improving equity attributable to owners of RM214.23 million in FYE 2023 to RM238.17 million in FYE 2024, mainly attributed from an improvement in marketable securities of RM34.54 million.

We express our sincere gratitude to all our stakeholders for their unwavering support and confidence in the Group during these demanding times.

As at 30 June 2024, the Group had three (3) key incubatee companies with their core and diversified businesses are as follows:

Incubatee Companies	Core and Diversified Businesses
Focus Dynamics Group Berhad ("Focus")	• Food and Beverage ("F&B") • Lifestyle and Entertainment
NetX Holdings Berhad ("NetX")	• Non-Electronic Payment Services • Electronic Payment Services • GEM's Mobile Application • Fast-food chain
Seacera Group Berhad ("Seacera")	• Sale and trading of building materials • Property Development

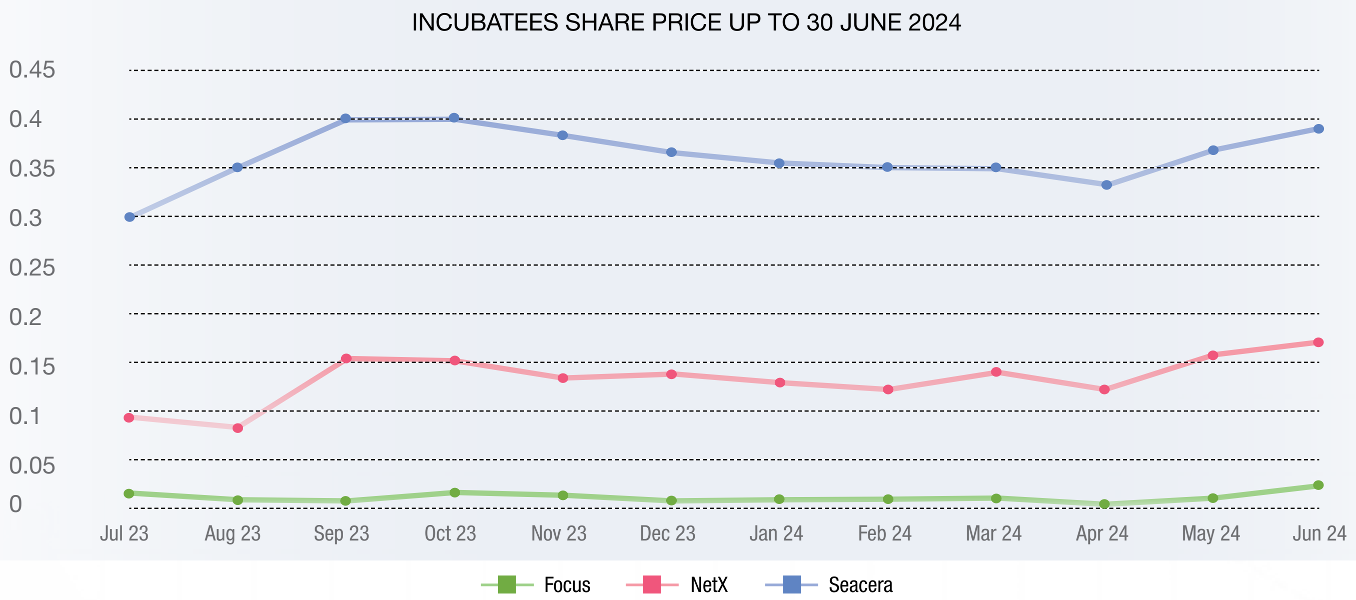
FINANCIAL PERFORMANCE OF INCUBATEE COMPANIES

Based on Focus's unaudited results for the third quarter ended 30 June 2024, Focus reported a loss after tax of RM2.10 million on the back of revenue amounting to RM65.04 million for the 9-month period. The F&B group reported a gross profit of RM39.22 million and gross profit margin of 60% contributed by its food and beverages segment. The loss after tax incurred by Focus was mainly attributed to fair value loss on market securities and share of loss in associates for the period under review.

NetX reported a revenue of RM6.68 million and loss after tax of RM7.36 million for the 6 months period ended 31 May 2024. NetX's revenue increased by RM0.54 million or 9% as compared to year to date ended 31 May 2023. The loss after tax incurred was mainly due to higher depreciation of plant and equipment and fair value loss on other investments.

Seacera announced its fourth quarter results ended 30 June 2024 which showed a marginal increase in revenue of RM0.74 million to RM52.80 million, up 1.4% as compared to the preceding year. Gross profit recorded was RM6.55 million which translates to a gross profit margin of 12.4% contributed mainly from its trading of building materials segment. Seacera registered a profit after tax of RM3.59 million for the financial year ended 30 June 2024.

SHARE PRICE PERFORMANCE OF INCUBATEE COMPANIES



SIGNIFICANT CORPORATE PROPOSALS OR DEVELOPMENTS OF INCUBATEE COMPANIES	
Focus	• On 29 January 2024, Focus entered into Share Sale Agreement with Mr. Ong Kah Hoe for the proposed acquisition of 24% equity interest in The Arch Properties Sdn. Bhd. ("TAPSB") comprising 24,000 ordinary shares in TAPSB for a purchase consideration of RM24,000.
NetX	• On 3 October 2023, NetX entered a Joint Venture Agreement with Saudi Cold Storage Sdn. Bhd., for the purpose of setting up and operating Saudi fast-food outlet under the brand name SAUDI BURGER. • On 11 January 2024, NetX announced the intention to undertake a proposed bonus issue of up to 468,976,320 new warrants ("Warrants D") on the basis of 1 Warrant D for every 2 existing ordinary shares in NetX ("Bonus Issue of Warrants"). • On 29 March 2024, NetX announced that Bursa Malaysia Securities Berhad ("Bursa Securities") had vide its letter dated 27 March 2024, approved the admission to the Official List and listing and quotation of up to 468,976,320 Warrants D to be issued pursuant to the Bonus Issue of Warrants and the listing and quotation of up to 468,976,320 new NetX shares to be issued arising from the exercise of Warrants D. • On 29 April 2024, NetX announced that the Bonus Issue of Warrants was approved by the shareholders. • On 27 June 2024, NetX announced the exercise price of the Warrants D is fixed at RM0.10 per Warrant D.
Seacera	• On 16 August 2023, Seacera announced that Bursa Securities has vide its letter dated 16 August 2023, resolved to grant a waiver from complying with Paragraph 8.04(3)(a) of the Main Market Listing Requirements which requires a PN17 company to submit a regularisation plan to the regulatory authorities. Seacera was uplifted from being classified as a PN17 company effective from 17 August 2023.

SHARE PRICE PERFORMANCE OF INCUBATEE COMPANIES (CONTINUED)

In addition to the Group's three (3) primary incubatee companies, the Group made several short term investments. These investments were made to fortify the Group's investment portfolio from their diversified revenue streams across all the investee companies' businesses. Some of the Group's investee companies and their core businesses are as set out below.

Short Term Investments	Core and Diversified Businesses
Komarkcorp Berhad	• Manufacturing of self-adhesive stickers and trading of related products • Manufacturing of disposable surgical face mask and protective apparels
Bioalpha Holdings Berhad	• Manufacturing and trading of health food and health care products • Operating a retail pharmacy chain under the brand "Constant"
D'Nonce Technology Berhad	• Healthcare - End-to-end packaging and design solutions • Electrical and electronics - End-to-end packaging and design solution, precision polymer engineering services, cleanroom services and contract manufacturing • Automotive, food and beverage and other manufacturing industry - End-to-end packaging and design solutions and supply of goods and services
Pasukhas Group Berhad	• Civil engineering and construction • M&E engineering services • Renewable energy - Mini Hydro Plant in Kelantan
Erdasan Group Berhad (formerly known as "AT Systematization Berhad")	• Fabrication of industrial and engineering parts, design and manufacturing of industrial automation systems and machinery • Renewable energy operator and property letting • Manufacturing and sale of medical grade nitrile gloves
Advance Information Marketing Berhad	• Sales and marketing services, client relationship management and outsourced contact centre management • Retail sales of pharmaceuticals products

OPERATION REVIEW

FINTEC's wholly-owned subsidiary, Fintec Glove Sdn. Bhd. ("Fintec Glove"), is engaged in manufacturing, distribution, and trading of personal protective healthcare equipment, as well as the provision and leasing of rubber gloves machinery and ancillary equipment.

The glove industry has been wrestling with ongoing destocking issues driven by excess inventory held by customers since after the Covid pandemic. This has led to a slow pace in new order placements. The Average Selling Price (ASP) remained soft due to high rising operating costs brought about by higher energy costs, unstable raw materials pricing and logistical challenges.

Despite the challenging conditions in the current industry dynamics, Fintec Glove has successfully secured ongoing business partnerships with customers across different sectors. Besides, the Group is actively exploring new market opportunities in the American market through its subsidiary, Fintec North America LLC. The Group continues to actively engage with our potential customers to understand their needs better and tailor our offerings accordingly.

INDUSTRY OVERVIEW AND MEDIUM TERM OUTLOOK

The Malaysian economy expanded at a higher rate of 5.9% in the second quarter of 2024 (1Q 2024: 4.2%) driven by stronger domestic demand and further expansion in exports. Household spending was higher supported by continued wage and employment growth with consumer spending to improve going forward due to targeted policy measures to raise and supplement household income. Investment activities remain robust from pre-existing and new capital expenditure as well as supportive financing. Export activities had also improved because of global tech upcycle and higher external demand.

Bank Negara Malaysia has maintained the Overnight Policy Rate (OPR) at 3%. Headline and core inflation edged higher to 1.9% (1Q: 2024: 1.7% and 1.8% respectively) driven mainly by higher housing and utilities inflation as well as inflation for information and communication services. The headline and core inflation are projected to trend higher in the second half of 2024 mainly due to the rationalisation of diesel subsidies.

As at 13 August 2024, the ringgit has appreciated by 3.1% against the US dollar due to market expectations of imminent US policy rate cuts, which has alleviated pressure on regional currencies, including the Ringgit.

Looking ahead, the Malaysian economy is expected to expand between 4.0% to 5.0% in 2024. The growth in the second half of 2024 will be driven by domestic spending with continued strong support from external demand. Household spending will be underpinned by continued employment and wage growth as well as policy measures while investment activities will be driven by progress in multi-year projects across private and public sectors. Externally, the ongoing global tech upcycle and continued strong demand for non-electrical and electronics goods are expected to lift exports. Improvement in tourist arrivals and spending are expected to continue. Upside risks to growth include greater spillover from the tech upcycle, robust tourism activities, and faster implementation of existing and new investment projects. Downside risks to Malaysia's growth prospects stem from a downturn in external demand, an escalation in geopolitical conflicts and lower-than-expected commodity production.

(Source: Economic and Financial Developments in Malaysia in the Second Quarter of 2024, Bank Negara Malaysia).

ACKNOWLEDGEMENT AND APPRECIATION

On behalf of the Board of Directors, I wish to express our deepest appreciation to our shareholders, customers, business partners, regulatory bodies, financial institutions and suppliers for their continued trust and support. I also wish to extend my deepest appreciation to the Management and our employees for their dedication and hard work in navigating this challenging environment. The Group's resilience and strength persist as a direct outcome of the collective commitment and teamwork of our entire staff.

DATO' SERI ABDUL AZIM BIN MOHD ZABIDI

Independent Non-Executive Chairman

AGE	65
	Male
	Malaysian

Dato' Seri Abdul Azim Bin Mohd Zabidi ("**Dato' Seri Azim**") is an Independent Non-Executive Director/ Chairman of FINTEC appointed on 2 December 2015. He graduated with a Master of Arts in Business Law from the London Metropolitan University, United Kingdom in 1983. He is also a Fellow of The Chartered Institute of Secretaries and Administrators, United Kingdom.

With a professional career spanning 40 years, Dato' Seri Azim has been involved in a varied number of companies and organisations covering a wide spectrum of industry. From banking to telecommunications, his vast wealth of experience has brought him to the pinnacle of most of the fields he was involved with, both locally and abroad.

During this span of time, he had been appointed and/or elected as Chairman of Bank Simpanan Nasional, Vice President and Treasurer of the World Savings Banks Institute, President of the Federation of Malaysian Investment Managers, Board Member and Chairman of Audit Committee of the International Investment Funds Association, Chairman of the National Art Gallery, and Chairman of the National Sports Institute, amongst others. While holding these various positions, his contributions to these establishments had brought about immense positive changes.

Being passionate about sports since his school days, had led to his appointment by the Minister of Youth and Sports to serve on the Sports Advisory Council, a committee tasked to offer suggestions to the Government on amendments to the Sports Development Act. Subsequently, he was appointed Malaysia's Chef-de-Mission to the Asian Games 2018 in Jakarta and Palembang, Indonesia. He was also elected Deputy President of the Olympic Council of Malaysia, for the period 2018 – 2021. Today, he is Chairman of Perak Football Club, position he holds with great enthusiasm.

Currently, he chairs various Boards of public listed companies and various Non-Governmental Organisations and Foundations, amongst which are XOX Berhad and Group, LYC Healthcare Berhad and Seacera Group Berhad.

Dato' Seri Azim does not hold any shares in FINTEC. He does not have any family relationship with any Director or major shareholder of the Company and has not been convicted of any offences within the past 5 years and has no conflict or potential conflict of interest, including interest in any competing business or any business arrangement involving the Company and the Group.

ONG TEE KEIN

Senior Independent Non-Executive Director

AGE	67
	Male
	Malaysian

Ong Tee Kein ("**Mr. Ong**") is an Independent Non-Executive Director of FINTEC appointed on 26 February 2016 and subsequently appointed as the Senior Independent Non-Executive Director of the Company on 31 March 2023. Mr. Ong is a member of the Malaysian Institute of Accountants (MIA). He has experience in accounting and financial restructuring of companies.

Besides FINTEC, Mr. Ong also holds directorships in Sanichi Technology Berhad, DGB Asia Berhad, Mlabs Systems Berhad and Metronic Global Berhad.

Mr. Ong does not hold any shares in FINTEC. He is the Chairman of the Audit Committee and a member of the Nomination Committee, Remuneration Committee and Option Committee respectively. He does not have any family relationship with any Director or major shareholder of the Company and has not been convicted of any offences within the past 5 years other than traffic offences and has no conflict or potential conflict of interest, including interest in any competing business or any business arrangement involving the Company and the Group.

CHEW SHIN YONG, MARK

Independent Non-Executive Director

AGE	56
	Male
	Singaporean

Mr. Chew Shin Yong, Mark ("**Mr. Mark Chew**") is an Independent Non-Executive Director of FINTEC appointed on 15 March 2022. In 1996, Mr. Mark Chew graduated from Kingston University in United Kingdom ("UK") with a Bachelor of Science (Degree) in Computer Information Systems Design. He then obtained a Master of Business Administration (MBA) from the University of Surrey, also in UK.

In 1997, Mr. Mark Chew joined Malahon Group of Companies in their stockbroking division, i.e. Malahon Securities Limited. He was then appointed as Director of Malahon Securities Limited in 2002, having been a registered dealer with Hong Kong Exchanges and the Securities and Futures Commission of Hong Kong. He currently sits on the Board of Malahon Credit Company Limited, which invests primarily in properties.

Mr. Mark Chew co-founded Mejority Capital Limited in 2012 and as a Principal, was actively involved in the firm's public equity business via Mejority Securities Limited, a participant of the Stock Exchange of Hong Kong. The firm was subsequently acquired by Finexia Financial Group Limited, a company listed on the Australian Stock Exchange.

Mr. Mark Chew was also responsible for setting up Messaging Technologies (H.K.) Limited which is a subsidiary of XOX Technology Berhad and is involved in its daily operations. On 27 February 2008, he was appointed as the Executive Chairman of XOX Technology Berhad. He also has interests in various private limited companies in countries outside Malaysia which are involved in various businesses.

Apart from FINTEC, Mr. Mark Chew also holds directorships in Permaju Industries Berhad, Meridian Berhad and XOX Technology Berhad Group.

Mr. Mark Chew is the Chairman of Nomination Committee and a member of the Remuneration Committee and Audit Committee of FINTEC respectively. He does not have any family relationship with any Director or major shareholder of the Company and has not been convicted of any offence within the past 5 years other than traffic offences and has no conflict or potential conflict of interest, including interest in any competing business or any business arrangement involving the Company and the Group. He does not hold any shares in FINTEC.

ONG SIEW MIN

Independent Non-Executive Director

AGE	59
Gender	Female
Nationality	Malaysian

Ms. Ong Siew Min ("**Ms. Ong**") is an Independent Non-Executive Director of FINTEC appointed on 31 March 2023. She is a fellowship member of the Chartered Institute of Management Accountants, United Kingdom and a registered accountant with the Malaysian Institute of Accountants.

Ms. Ong has more than 25 years of extensive experience ranging from the professional field of auditing, tax and consulting services for large corporations; moving on to the entertainment world of movies and television production, also TV and theatrical commercials.

She has valuable experience in activities such as mergers & acquisition, receivership and due diligence assessment of new business opportunities and corporate restructuring while serving her term in the professional field.

When she was the Chief Financial Officer of the Vision Entertainment Group, she has significantly contributed to the Group's overall performance in attaining its goals and objectives especially in its continuous effort for expansion and listing effort. Work collaboratively with all levels of management team of the group to achieve common goals, while maintaining responsibilities and commitments to the shareholders and business affiliates/partners in Malaysia and across the Asia region. She is currently taking on the role as consultant on a freelance basis.

Apart from FINTEC, Ms. Ong also holds directorships in NetX Holdings Berhad and Genetec Technology Berhad.

Ms. Ong is the Chairperson of Remuneration Committee and a member of the Nomination Committee and Audit Committee of FINTEC respectively. She does not have any family relationship with any Director or major shareholder of the Company and has not been convicted of any offences within the past 5 years other than traffic offences and has no conflict or potential conflict of interest, including interest in any competing business or any business arrangement involving the Company and the Group. She does not hold any shares in FINTEC.

TAN SIK EEK

Managing Director / Non-Independent Executive Director

AGE	48
Gender	Male
Nationality	Malaysian

Mr. Tan Sik Eek is an Executive Director of FINTEC appointed on 20 June 2013. He was re-designated from Executive Director to Managing Director of the Company on 31 March 2021. He majored in Economics and Political Science from University of Sydney, Australia.

He has more than two decades of experience ranging from corporate finance advisory to private equity investments. He was previously a partner in a private equity firm focused on investing in companies seeking growth funding and pre-IPO capital. Prior to that, he was specialising in securing funding from a series of established North America global opportunity fund, for companies listed on the regional capital markets.

Since 2013, he has been engaged as the Director of several public companies to provide management strategy, day to day operational oversight, fund raising and business development planning of the various companies.

He holds twenty two thousand two hundred and twenty two (22,222) ordinary shares in FINTEC. He is also a Director of Mlabs Systems Berhad Group, NetX Holdings Berhad Group, Symphony Life Berhad Group and XOX Berhad Group. He is the Chairman of the Option Committee of FINTEC. He does not have any family relationship with any Director or major shareholder of the Company and has not been convicted of any offences within the past 5 years other than traffic offences and has no conflict or potential conflict of interest, including interest in any competing business or any business arrangement involving the Company and the Group.

Key Senior Management Profile

ALVIN LIM YAU ZYONG

Associate Director

AGE	42
	Male
	Malaysian

Mr. Alvin Lim Yau Zyong ("**Mr. Alvin Lim**"), is currently an Associate Director of FINTEC since 18 August 2020. He graduated from Curtin University of Technology, Western Australia with a Bachelor's Degree in Commerce (Double Major in Finance and Marketing) in 2004.

Previously, he was a Group Director for LEJADI Holdings Sdn. Bhd. and a Senior Vice President of LEJADI Solar Sdn. Bhd. since October 2014 and March 2016 respectively. The LEJADI group of companies is principally involved in infrastructure construction, power generation and project management for engineering, procurement, construction and commissioning ("EPCC") contracts. As part of the key management of LEJADI group, Mr. Alvin Lim was tasked to manage, formulate and develop, amongst others, the group's business strategy, annual budget and in-house financial model.

Prior to that, he has been employed in various marketing, customer and relationship management roles over two stints with two major retail banks in Malaysia from 2006 to 2014. As an Assistant Vice President of Affluent Banking in Malayan Banking Berhad, he specialised in, amongst others, segmentation marketing strategies, competitor analysis as well as performance tracking and monitoring. Prior to joining Malayan Banking Berhad, Mr. Alvin Lim was employed with CIMB Bank Berhad where he was exposed to the retail banking industry and garnered branding, strategic marketing and public relations experience.

Mr. Alvin Lim does not hold any directorship in public company or its subsidiary. Apart from that, he does not hold any shares in FINTEC. He does not have any family relationship with any Director or major shareholder of the company and has not been convicted of any offences within the past 5 years other than traffic offences and has no conflict or potential conflict of interest, including interest in any competing business or any business arrangement involving the Company and the Group.

GROUP BUSINESS OVERVIEW

FINTEC, a technology incubator that employs investment strategies geared towards generating ever-increasing value for our valued shareholders.

Our choice of the name "FINTEC" perfectly encapsulates our guiding principle: "financials before technology." This means that our primary focus is on thoroughly examining the existing and potential financial performance of the companies or entities in need of capital injection. We prioritise financial viability before considering other factors like technology, business nature, or business plans.

Moreover, our name resonates with our current aspiration and unwavering commitment to continual growth, as well as our enthusiasm for nurturing new incubatees.

FINTEC aims to continually generate sustainable value with its four (4) core business sectors as follows:

No.	Business sectors	Functions
1	Investments	• Primarily functions as an investment holding entity with a focus on nurturing businesses. The Group offers comprehensive management and strategic advisory services, conducts research related activities, facilitates business networking, and provides funding support to its incubatee companies. • In addition to the investment in incubate companies, the Group diversified into other short term investments, aimed to mitigate risk and optimise investment returns.
2	Healthcare	• This sector encompasses the trading and marketing of gloves under the "Medela" brand, as well as the manufacturing, distribution, and trade of personal protective healthcare equipment and rubber gloves machinery. The Group also engages in leasing rubber gloves machinery and ancillary equipment.
3	Agriculture Biotechnology	• Within this sector, the Group is involved in the marketing and production of microbial fertilisers and probiotic effective microorganisms used in agriculture and horticulture.
4	Financial Services	• Providing general loans, micro and corporate financing services and other related credit services.

FINANCIAL REVIEW

GROUP FINANCIAL PERFORMANCE

	FYE 30 June 2024	FYE 30 June 2023	Variance	
	RM'000	RM'000	RM'000	%
Revenue	26,008	22,278	3,730	17
Other Operating Income	2,147	5,180	(3,033)	(59)
Administrative Expenses	(11,236)	(9,975)	(1,261)	(13)
Other Operating Expenses	(563)	(5,815)	5,252	90
Gain/(Loss) on Change of Fair Value on Marketable Securities	30,333	(21,649)	51,982	240
Profit/(Loss) Before Tax	23,187	(32,504)	55,691	171

FINANCIAL REVIEW (CONTINUED)

Revenue

The majority of the Group's revenue generated by the Investment segment, which accounted for RM24.1 million (93%) of the Group's overall revenue. This segment primarily generated income through the sale of marketable securities. Total revenue generated by the Group for FYE 2024 was RM26.01 million, which improved by 17% as compared with RM22.28 million for FYE 2023. The higher revenue was mainly attributed to increased sale of marketable securities and gloves.

Revenue of the biotechnology products declined significantly due to cessation of its manufacturing operations in its factory in Kulim, Kedah considering the challenging business environment. The division is at present focused on selling its remaining stock consisting of fertiliser products.

Other Operating Income

Other income of the Group decreased from RM5.18 million in FYE 2023 to RM2.15 million in FYE 2024, a decrease of RM3.03 million. The decrease was mainly due to lower gain on fair value of short term investment, lower reversal of impairment loss on trade receivables, lower gain on foreign exchange and lower gain on disposal of property, plant and equipment.

Administrative Expenses

Total administrative expenses for FYE 2024 was RM11.24 million compared with RM9.98 million for FYE 2023, an increase of RM1.26 million. The higher administrative expenses were mainly due to higher depreciation of property, plant and equipment by RM2.61 million mainly arise from our glove factory in Perak. The other administrative expenses has decreased by RM1.35 million mainly attributed to networking maintenance cost at the glove factory amounting to RM1.39 milion in FYE 2023 which is none in FYE 2024.

Other Operating Expenses

Other operating expenses of the Group decreased from RM5.82 million to RM0.56 million, a decrease of RM5.25 million. Other operating expenses comprise impairment loss on property, plant and equipment, impairment loss on unquoted shares and bad debts written off.

Profit / (Loss) Before Tax

A profit before tax of RM23.19 million was recorded in FYE 2024 compared with a loss before tax of RM32.50 million in FYE 2023. The improvement were mainly due to the mark to market of our strategic investment that had resulted in a fair value gain of RM30.33 million in FYE 2024 compared with a fair value loss of RM21.65 million in FYE 2023.

GROUP FINANCIAL POSITION

	FYE 30 June 2024	FYE 30 June 2023	Variance	
	RM'000	RM'000	RM'000	%
Marketable securities	122,945	88,406	34,539	39
Total Assets	240,826	245,412	(4,586)	(2)
Total Liabilities	5,988	33,815	(27,828)	(82)
Shareholders' Equity	238,167	214,228	23,939	11

Marketable Securities

Marketable securities of the Group increased from RM88.41 million in FYE 2023 to RM122.95 million in FYE 2024 due to purchase of new marketable securities and gain on change of fair value of marketable securities amounted to RM30.33 million during the year.

Total Assets

Total assets of the Group decreased from RM245.41 million as at 30 June 2023 to RM240.83 million as at 30 June 2024. The decrease in the current financial year was predominantly contributed by disposal of asset held for sale, decrease in short term investment and cash and cash equivalent for payments of operating expenses and Glove's factory final progress billing. This was partially offset by increase in investment in marketable securities by RM34.54 million.

The Group remains prudent in managing its liquidity to ensure it has ample resources for working capital and to meet its financial obligations.

Total Liabilities

Total liabilities decreased from RM33.82 million in FYE 2023 to RM5.99 million in FYE 2024. The decrease in the current financial year was mainly due to payments of final progress billing for the construction of Glove's factory. The Group's liabilities mainly comprise of payables and accruals.

Gearing and Capital Resources

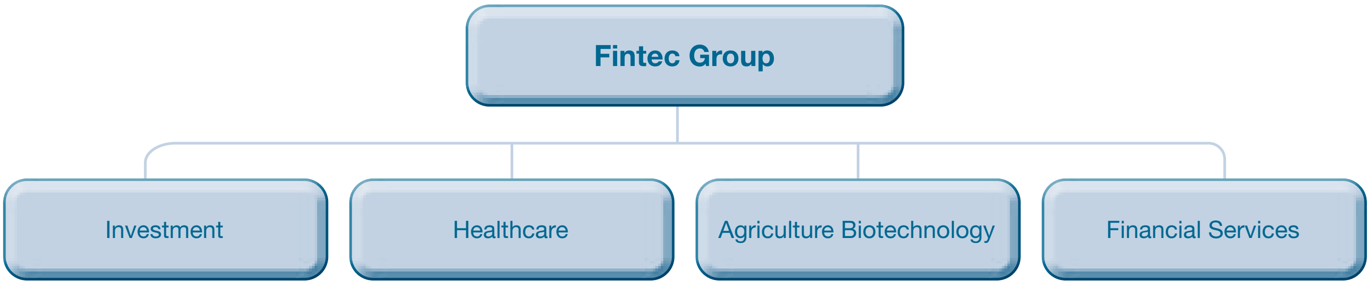
As at 30 June 2024, the Group had no outstanding borrowing and its liabilities, apart from trade and other payables, are lease liabilities in relation to the right-of-use of its office premises.

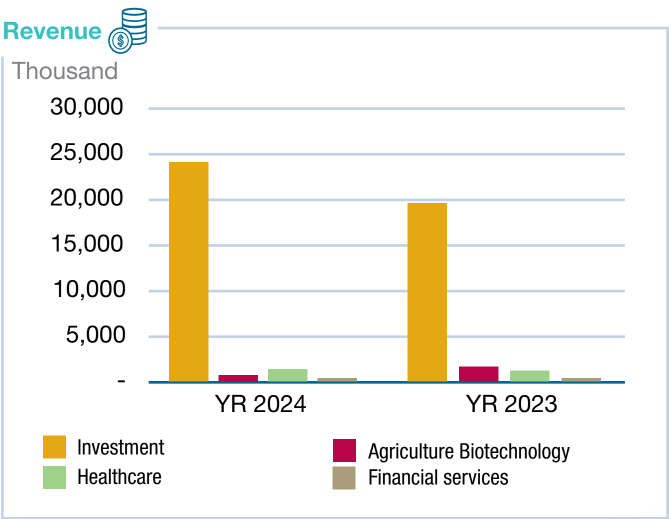
The Group remains committed to a prudent approach in managing its capital resources, ensuring their adequacy to meet operational requirements and capital expenditure as required.

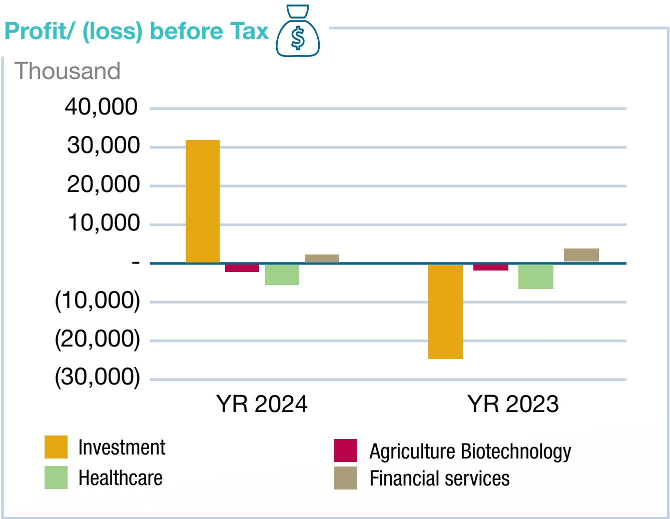
The Group continues to remain in a strong liquidity position with cash and cash equivalent of RM12.30 million as at the end of FYE 2024. The ample reserve also allows the Group to capitalise on any future investment opportunities.

REVIEW OF BUSINESS AND OPERATIONS

The Group operates four distinct business segments, each strategically operated through its subsidiary companies.

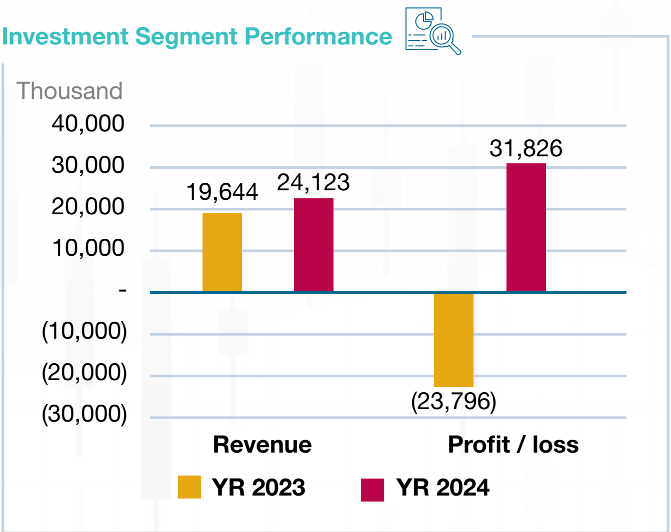






INVESTMENTS

FINTEC consistently seeks promising business ventures and opportunities to enhance and diversify its current portfolio, which encompasses key sectors such as financial and information technology, food and beverages, sales and trading of building materials, property development, and personal protective equipment manufacturing and many more. The Group believes that these investments have synergistic potential that can be realised through innovative approaches, collaborative efforts, and opportunities for cross-selling over time.



This segment generated income through the sale of marketable securities and dividend received. The revenue has improved by 23% as compared to FYE 2023 was mainly attributed to increased sale of marketable securities during the year. The profit of this segment has improved by 234% mainly due to higher gross profit margin as well as gain on fair value of marketable securities amounted to RM30.33 million in FYE 2024 against loss on fair value of marketable securities of RM21.65 million in FYE 2023.

While the Group remains focused on nurturing businesses with emerging technologies and high growth assets, the Group has always exercised caution in allocating funding for their commercialisation in their prevailing market conditions.

REVIEW OF BUSINESS AND OPERATIONS (CONTINUED)

INVESTMENTS (CONTINUED)

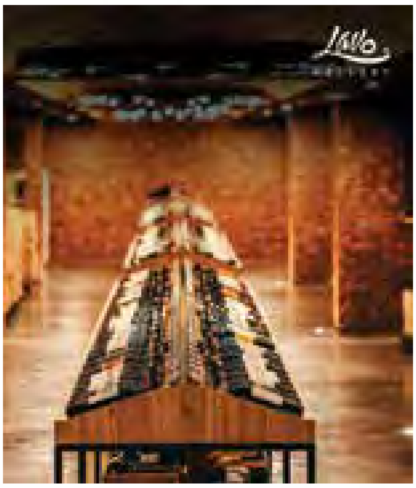
Additionally, as part of its investment approach, the Group diversified its investment portfolio across various industries aimed at mitigating risk and optimising potential returns. By allocating investments across a spectrum of sectors including lifestyle, entertainment, leisure, hospitality, packaging materials, healthcare equipment, integrated health supplements and others, the current portfolio is positioned to leverage opportunities within these diverse fields.

The key incubatee companies (with FINTEC's long term involvements) with its core and diversified businesses are as follows:

Incubatee Companies	Core and Diversified Businesses
Focus	• Food and beverage • Lifestyle and entertainment
NetX	• Non-electronic payment services • Electronic payment services • GEM's mobile application • Fast-food chain
Seacera	• Sale and trading of building materials • Property development

(i) **Focus** continues its focus on its Food and Beverages ("F&B") and property investment segment, which it believes will offer positive medium-term growth prospects.

For the F&B segment, Focus is leveraging on its existing F&B outlets, namely "Chaze", "LAVO", "Bounce", "Lavo Gallery", "FINCH", "Diao Yu Tai" , "The Lemon Tree", "Spark", "Sushi Mew", "Ferria", "Alva", and "Annabell" to further expand its F&B business including amongst others, opening of additional outlets or launching new F&B brands.



On the other hand, Focus continues its diversification initiative to develop a mixed commercial development which will feature retail/ F&B lots, ballroom/ exhibition centre, a Chinese restaurant, a seafood restaurant, a karaoke centre, and car parks in a 5-storey building with a basement level to be erected on a piece of land next to TREC KL and the Tun Razak Exchange.

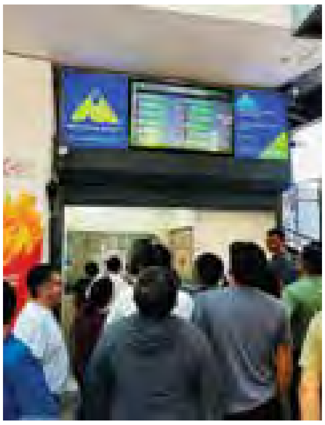
REVIEW OF BUSINESS AND OPERATIONS (CONTINUED)

INVESTMENTS (CONTINUED)

(ii) **NetX** was initially focused on supply of network equipment and infrastructure. NetX has then expanded its business operations to include the following five segments aimed at enhancing its future earnings:

Electronic Payment Services and Money Services

For money services segment, NetX has received approval from Bank Negara Malaysia to operate a money changer outlet in Sungei Wang Plaza. Sungei Wang Plaza, a shopping hub strategically located in the heart of Kuala Lumpur receives an average of two million visitors monthly. Also, the ticketing counter for KL Hop-On Hop-Off, which offers open-deck double-decker bus tour to more than 60 sites and attractions in Kuala Lumpur is located in front of the main entrance of Sungei Wang Plaza. Hence, the new money changer outlet is poised to contribute positive earnings to NetX.

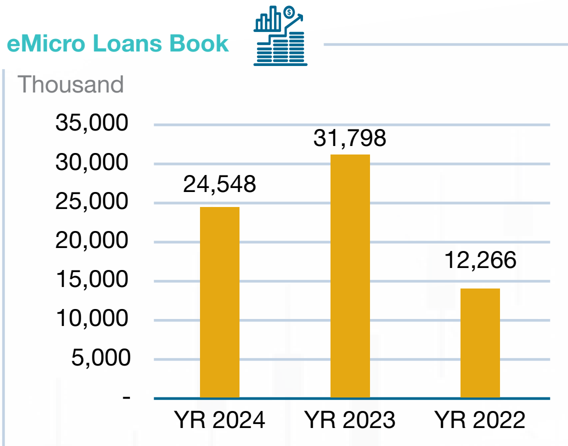


Under the electronic payment services segment, NetX provides payment software licensing, mobile payment solutions, master merchant services and sales and rental of payment terminals. NetX is actively collaborating with its business partners to deploy EDC terminals and secure more merchants for its electronic payment services segment.

Money Lending

NetX through its 60% owned subsidiary, Emicro Capital (M) Sdn. Bhd. ("eMicro") operates licensed money lending business. eMicro started its business focusing on offering microfinancing loan and has since expanded its business to offering SME loan products and hire purchase financing options for purchase of motor vehicle. Through extensive credit evaluation processes conducted on its customers before the loan disbursements, eMicro has been successful in maintaining a low non-performing loan rate.

eMicro loans books has increased since NetX acquired eMicro on 14 December 2020. eMicro began offering Hire Purchase financing options since December 2023 and believes that the new hire purchase financing will be able to increase its loans to customers.



Non-electronic Payment Services

Under the non-electronic payment services segment, NetX provides systems integration and hardware solutions including the supply of network equipment and infrastructure.

Saudi Burger

In 2023, NetX entered into a joint venture with Saudi Cold Storage Sdn. Bhd., a wholly-owned subsidiary of Saudee Group Berhad ("Saudee") to venture into the fast-food consumer business in Malaysia. The first flagship outlet is located in the main entrance of Sungei Wang Plaza operating under the brand name Saudi Burger. The new fast-food chain features an innovative menu that focuses on the present need of the consumer market for a fulfilling food experience with quality and assurance of Saudee's food products that are reasonably priced for the needs of the mass consumer market.

REVIEW OF BUSINESS AND OPERATIONS (CONTINUED)

INVESTMENTS (CONTINUED)

(iii) **Seacera** is principally involved in trading, property investment holding, construction and money lending activities. Under the trading division, building materials are mainly supplied to local main contractors and sub-contractors and as such, the performance of its trading of building materials division is closely connected to the overall performance of the construction industry within the country.

The construction sector in Malaysia continued its uptrend growth in Q1 2024 and Q2 2024 with the value of work done increased by 14.3% and 20.2% as compared to the preceding year's quarters. The continued growth in local construction industry will fuel higher consumption of building materials. Hence, Seacera's trading division is well positioned to benefit from continued strong demand from its existing and new customers and to derive positive contribution to the group's earnings.

Under the construction division, Seacera through its wholly-owned subsidiary, Seacera Builders Sdn. Bhd. ("SBSB"), continues its efforts to participate in tenders for new construction projects. During the year, SBSB received several invitations from local developers to tender for earthworks and main building works. These construction projects which are currently in the pipeline, if secured, will boost the group's orderbook and continue to provide earnings visibility moving forward.

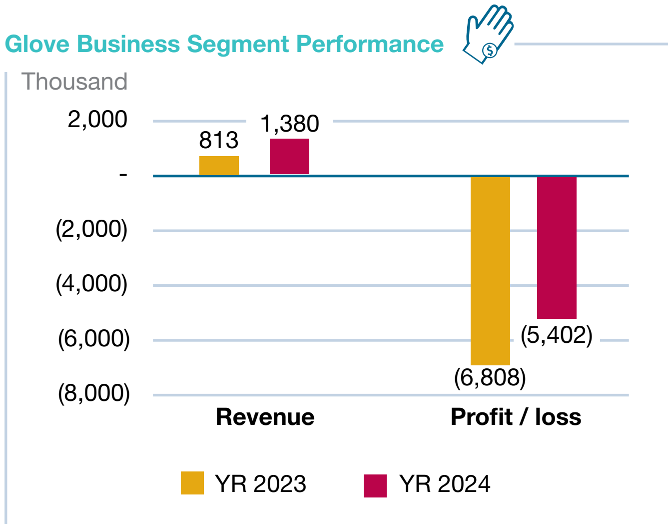
Despite the challenging market conditions and outlook, Seacera is actively exploring various avenues for growth, including diversifying service offerings, entering new markets, and forging strategic partnerships aiming at enhancing its resilience and sustained profitability.

HEALTHCARE - GLOVE BUSINESS

FINTEC's glove business is involved in the manufacturing, distribution, and trading of personal protective healthcare equipment and gloves, namely Medela Gloves which is our home brand. Apart from that, the glove business is also engaged in providing and leasing of nitrile gloves machineries and ancillary equipment.

The name "Medela" is derived from the Latin word for healing, reflecting FINTEC's mission to provide protection to those who contribute to the betterment of society through its Medela Gloves. Under the Medela brand, the business sells disposable nitrile gloves which are free from natural rubber latex and powder, offering an ergonomic fit for enhanced dexterity. Medela Gloves serve a wide range of purposes, including healthcare, dentistry, veterinary, food preparation, cleaning, automotive, industrial work, dialysis, beauty care, and more.

Over the years, the glove industry has encountered a complex set of challenges and opportunities. The Group and its management will provide a comprehensive overview of the current industry landscape, factors impacting the performance and strategic responses to these challenges.



This segment currently generates its revenue from sales of Medela Gloves. The revenue has improved by 70% while the loss before tax has reduced by 21%.

Market Conditions:

The industry has been rassling with ongoing destocking issues, primarily driven by excess inventory held by customers ever since after pandemic. This has led to a slow pace in new order placements as the market works through surplus stock. Nonetheless, after few years of expanded production capacity from the market players, capacity rationalization has been taken place and with the exit of smaller player domestically has assisted to alleviate the oversupply burden within the market. However, despite market condition began to see early sign of improvement towards latter part of the year, operating margins were still flattened as Average Selling Price (ASP) remained soft as manufacturers had to struggle with high rising operating costs due to higher energy costs, unstable raw materials pricing as well as logistical challenges arising from on-going geopolitical chaos within the Middle East region.

Strategic Response:

In response to the current industry dynamics, we are moving our focus on enhancing operational efficiency to better manage and optimize resource utilization. Our strategies are adjusted to align with changing market condition. This includes exploring new market opportunities for trading of Medela Gloves and strengthening our competitive position. Despite low demand from the market, we are still actively engaging with our potential customers to understand their needs better and tailor our offerings accordingly. This proactive approach aims to solidify customer's behaviour and purchasing interests.

REVIEW OF BUSINESS AND OPERATIONS (CONTINUED)

HEALTHCARE - GLOVE BUSINESS (CONTINUED)

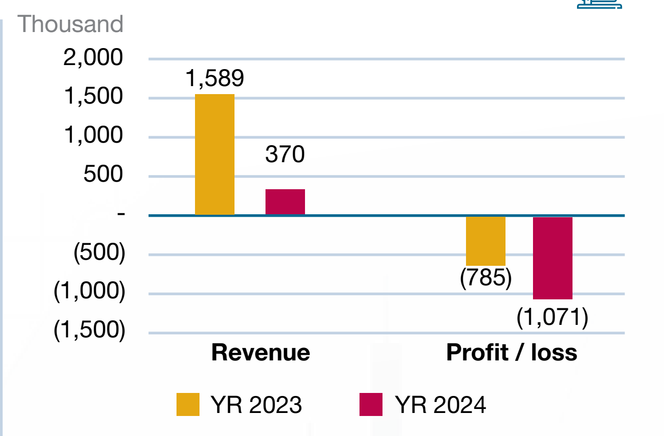
Strategic Response: (Continued)

Looking ahead, we anticipate that the industry will continue to face challenges related to oversupply, competition locally and regionally as well as price wars. However, we are confident in our ability to continue to adapt and thrive in this environment. We are committed to leveraging our strengths and expertise to navigate the evolving landscape and deliver value to our stakeholders.

FINTEC's glove factory located in Ipoh, Perak, Malaysia

AGRICULTURE BIOTECHNOLOGY

Agriculture Biotechnology Segment Performance

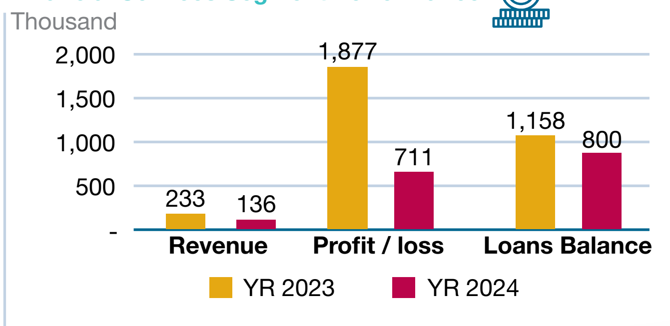


FINTEC's biotechnology products business is principally involved in the manufacturing and trading of microbial fertilisers and probiotic effective microorganisms via FINTEC's subsidiary, Gro Asia Agritechnology Sdn. Bhd. ("Gro Asia") at its factory located in Kulim, Kedah, Malaysia.

Gro Asia first started off with supply of microbial soil supplements which are capable of significantly reducing the dosage of fertilisers needed per crop, reducing the use of pesticides and chemicals, all while maintaining a consistent, sustainable, and high crop yield. Over the past year, Gro Asia had been actively engaged in research and development aimed at enhancing nutrient formulas, exploring innovative fertilisation methods, and pinpointing crop varieties that exhibit superior nutrient absorption efficiency. However, considering the challenging business environment, Gro Asia has ceased its manufacturing operations in its Kulim factory during the year. Gro Asia is presently focused on selling its remaining stock consisting of fertiliser products.

FINANCIAL SERVICES

Financial Services Segment Performance



FINTEC's financial services business is principally involved in providing general loans and micro and corporate financing services and other related credit services via FINTEC's subsidiary, Fintec Capital Sdn. Bhd. ("FCSB"). FCSB is a licensed money lending company and it manages its credit risk by undertaking comprehensive credit evaluation before the loan approval. FCSB is very stringent in its customer selection as it only provides loans to reliable customers or customers with guarantees or collaterals.

This segment generates its revenue from the interest charged to the borrowers. As the loans amount in FYE 2024 is lower than FYE 2023, the revenue for FYE 2024 reduced by 42%. The profit before tax for FYE 2024 reduced by 62% due to lower revenue and lower reversal of impairment loss on trade receivable by RM0.68 million.

Gro Asia Agritechnology' s factory located in Kulim, Kedah, Malaysia

ANTICIPATED RISK AND MITIGATING FACTORS

The Group is exposed to several risks which could impact the Group's business, operations, performance, financial condition and liquidity. The Group has implemented the processes to identify, assess and manage these risks. The risks that are considered material and specific to the Group are set out below:

Investment Risk in Incubatee Companies

The Group's incubation activities are subject to significant level of business risk as the Group's investment performance depends on the successful development and implementation of business concepts and business plans by the incubate companies. The Group may encounter challenges such as unanticipated amendments to or delays in the execution of business strategies and objectives.

To mitigate these potential risks, the Group invests in publicly listed companies which have well-established track record and good prospects. These investments have strong liquidity and offer enhanced governance as they are subject to compliance of the local listing requirements, serving as a strategic measure to mitigate the business risk.

Fluctuation in the Market Value of Quoted Equity Securities

The Group has sizeable amount of investment in marketable securities which are quoted in the local stock exchange. The Group's business performance is susceptible to uncertainties and fluctuations in the local and global economies which brings direct impact to our capital market. The financial performance of the Group is affected by the share price performance of the quoted investments.

However, the Group mitigates these risks through effective portfolio management and continuous strategic review of the listed entities led by our portfolio investment division. This division is entrusted with the responsibility of ensuring that strategies are executed in a manner aligned with the parameters outlined in the Group's Investment Policy Mandate, thereby contributing to risk mitigation.

Risks Relating to the Supply and Demand of Rubber Gloves

The outlook for the glove industry remains challenging as demand for gloves continues to pick up after two years of inventory destocking due to excess capacity built up during the COVID-19 pandemic. However, operating margins were still flattened as the average selling price remained soft due to high rising operating cost, unstable raw material pricing as well as logistical challenges.

To mitigate these risks, the Group focuses on enhancing operational efficiency to better manage and optimise resource utilisation. This includes exploring new market opportunities for our Medela Gloves while strengthening our competitive position.

Competition Risks

The Group's agriculture biotechnology and glove segment continues to face competition from the entry of new market players and similar or competitive product offering by the existing market players.

In order to mitigate these risks, the Group continuously undertakes research and development for our nitrile examination glove products. Apart from that, the Group actively undertakes marketing and promotional activities aimed at increasing its customer base and market share.

Foreign Exchange Risks

The Group is exposed to foreign currency risk arising from its glove business operations in North America and investments denominated in foreign currencies. Hence, any fluctuation in foreign exchange rates would have an impact on the Group's profitability and financial performance.

To mitigate these risks, the exposure of foreign currency risk and the impact to the Group's financial performance is being monitored closely on an on-going basis so that the net exposure to the Group is maintained at an acceptable level.

Credit Risks

The Group's exposure to credit risks arises primarily from our financial services segment. The products offered ranges from unsecured loans, individual loans, secured loans, to enterprise loans. Exposure to certain degree of risk is inevitable and there is a risk of default of payment by the borrowers or increase in non-performing loan rate due to deteriorating financial standing and cash flow liquidity of the borrowers.

The Group manages its credit risk exposure of receivables by undertaking comprehensive credit evaluation before the loan approval and assessing from time to time on an on-going basis, the customers' financial standing. Additionally, the Group will secure collaterals from the borrowers as and when required.

Political, Economic and Regulatory Considerations

Any adverse developments in political, economic, and regulatory conditions could materially and adversely affect the financial and business prospects of the Group. Non-compliance with relevant laws and regulations such as money lending regulations, personal data protection act, taxation matters, listing requirements and capital market requirements may lead to litigation risk, security breaches, reputation damage and potential financial loss.

The Directors acknowledge the importance of keeping abreast of the government policies, rules and regulations and will take necessary actions to ensure compliance. The Board has put in place an effective framework of internal controls and risk management practices, which ensures that appropriate checks and balances are in place to enable the Group to successfully manage uncertainties in an ever-evolving environment.

FUTURE OUTLOOK

Global economy growth is anticipated to remain steady supported by positive labour market conditions, moderating inflation and rebound in global trade. However, the global economic outlook remains subject to downside risk, including escalating geopolitical tensions, higher-than-expected inflation and a sharp tightening in financial market conditions.

Despite the challenging global environment, the Malaysian economy is projected to expand by 4% to 5% in 2024. Robust domestic demand will continue to anchor growth, supported by improving labour market conditions and stronger investment activities. Improvements to external demand, with increased global trade activities and tourist arrivals, will further bolster Malaysia's economic growth. International tourist arrivals into Malaysia are on track to recover to pre-pandemic levels in 2024, spurred by improving flight connectivity and the expansion of visa-free travel policies. Higher overall spending and a more diversified tourist base will further support the sector's recovery.

(Source: Bank Negara Malaysia updates)

FINTEC remains committed to strengthen our strategic efforts while remaining receptive to prevailing market conditions. This will help the Group to navigate through potential adverse outcomes while striving to deliver higher returns to our investors and shareholders. The Group is continuously diversifying its investment portfolio by exploring opportunities in investments and businesses that offer potential for collaboration and cross-selling of products and services. With our current strategic partnerships, the Group is strategically positioned to enhance shareholder value in the upcoming financial year.

ACKNOWLEDGEMENT

On behalf of the Management, we wish to extend our greatest gratitude to the Board of Directors for their invaluable support and guidance. We also thank our stakeholders for their continuous trust and support in us.

Sustainability Statement

OUR APPROACH AND COMMITMENT TO SUSTAINABILITY

At FINTEC, we highly recognise and are conscious of the need to carry out our operations cautiously, responsibly and sustainably, to safeguard the well-being of our employees, minimising impact to environmental, and ensuring we create value for our shareholders, vendors, clients, business partners and local community in general. We are guided by economic, environmental and social ("EES") considerations, embedded into our day-to-day activities, operations and businesses.

With significant impacts across EES areas, we believe in acting towards agenda that is sustainable in our business practices and we dedicated to support and give back to the community. We strive to ensure that our businesses incorporate the EES agendas and conduct our business with good governance to ensure a long-term sustainable value for our shareholders and stakeholders.

ABOUT THIS STATEMENT

In this statement, we shaped our established strategies dedicated to delivering our sustainability agenda, which deliberates our initiatives to integrate sustainable development considerations into our business model and risk management activities, including financial and non-financial aspects, with the goal of creating long-term sustainable value for our stakeholders. This statement also serves as a communication tool to keep our stakeholders informed of our EES approach to managing the relevant risks and opportunities.

REPORTING PERIOD

The contents of this Statement comprise full year data for the financial year ended 2024, covering the period from 1 July 2023 to 30 June 2024, unless otherwise specified, which covers our operations in Malaysia.

REPORTING SCOPE

We have aligned our EES disclosures with the following:

- Bursa Malaysia Sustainability Reporting Guide (3rd Edition), 2022;
- Listing Requirements of Bursa Securities [Rule (29) of Appendix 9C of the ACE Market Listing Requirements (supplemented by Guidance Note 11)]

SUSTAINABILITY GOVERNANCE

The Board acknowledges the importance of governance in driving the Group to achieve its objectives and therefore, has implemented a robust sustainability governance structure. This structured framework clearly outlines roles and responsibilities of our leadership team, enabling efficient planning and execution of the Group's strategic sustainability objectives.

Board of Directors

Board Oversight:
Responsible for setting the strategic direction and oversight for sustainability initiatives

Managing Director

Executive Leadership:
Responsible for implementing sustainability strategies and initiatives

Management

Management Supports:
Responsible for executing sustainability efforts across the operation level

SUSTAINABILITY GOVERNANCE (CONTINUED)

The Board is primarily responsible for the sustainability performance of the Group and leads the initiatives to embed sustainability considerations into the Group's strategy. The Board has delegated the task of managing sustainability matters to the Managing Director and the Management. The management, comprised of representatives from relevant departments, provides ongoing support to the Managing Director.

The Board, through engagement with the Managing Director and the Management, ascertain and develop a formal approach to sustainability so as to provide a more detailed and comprehensive perspective on sustainability initiatives.

STAKEHOLDERS ENGAGEMENT

We believe that engagement with our stakeholders is crucial to make our sustainability focus known. In identifying and prioritising material sustainability matters, FINTEC engages with different stakeholders' groups. These interactions are important to identifying, prioritising, and addressing material sustainability matters. To carry out effective engagement with stakeholders, various methods are applied, including but not limited to the following:

Stakeholders	Area of Interest	Channel of Engagement
Shareholders and investors	• Operational and financial performance • Key Corporate Developments • Business direction and strategy • Corporate Governance and risk management • Sustainable returns and growth • Transparency and accountability	• Annual and Extraordinary general meetings • Annual reports • Corporate website • Corporate announcements • Media announcements • Quarterly financial results announcements
Employees	• Career development and enhancement • Diversity and equal opportunity • Fair remuneration, benefits and welfare • Occupational health and safety	• Team building and staff gatherings • Continuous trainings and education • Performance appraisals • Circulation of internal policies/memo
Customers	• Customer support services • EES practices and commitment • Product and service affordability, quality and safety • Timely delivery	• Corporate and product brochures • Corporate website • Customer feedback • Customer visits and meetings
Suppliers and Contractors	• Procurement practices • Product and service quality • Pricing and timely payment • Licensing and certification	• Business meetings and discussion • Emails and letters • Supplier and quality evaluations • Sites visits and inspection
Government and Regulatory Authorities	• EES practices and commitment • Corporate governance • Regulatory compliance • Transparency and accountability	• Audit and inspection • External and internal audit • Regulatory requirements reporting
Communities	• Community engagement • EES practices and commitments • Environmental impacts • Job and business opportunities	• Corporate website • Donations and sponsorships • Social media • Corporate social responsibility activities • Employment and business opportunities

We took into consideration feedback and comments gathered and through these encounters gain valuable inputs on our EES performance. Based on this information, we continuously improve our business processes and operations.

MATERIALITY ASSESSMENT AND KEY SUSTAINABILITY MATTERS

Embedding sustainability into our Group's business operations have always been a great challenge. Nonetheless, we aim to deliver financial value and societal benefits by balancing the commercial objectives with the environment and social needs of our stakeholders underpinned by good governance and ethical business practices.

Material sustainability matters are Economic, Environmental and Social related risks and opportunities that are identified as key and relevant to our stakeholders and Group. Our materiality assessment process ensures our efforts are strategically targeted, addressing the most critical challenges faced by our businesses, stakeholders and the environment. This comprehensive approach incorporates all EES.

PHASE 1

Identification of relevant EES matters

Relevant EES matters are identified through internal discussion between the Board and the Management to establish a list of sustainability matters that are important to Group's business operations.

PHASE 2

Prioritisation of EES matters

The Board and the Management scrutinize the list of sustainability matters and prioritise it based on its significance to the Group's business operations and importance to stakeholders.

PHASE 3

Validation of EES matters

EES matters are validated and approved by the Board to ensure its relevance and significance to the Group.

PHASE 4

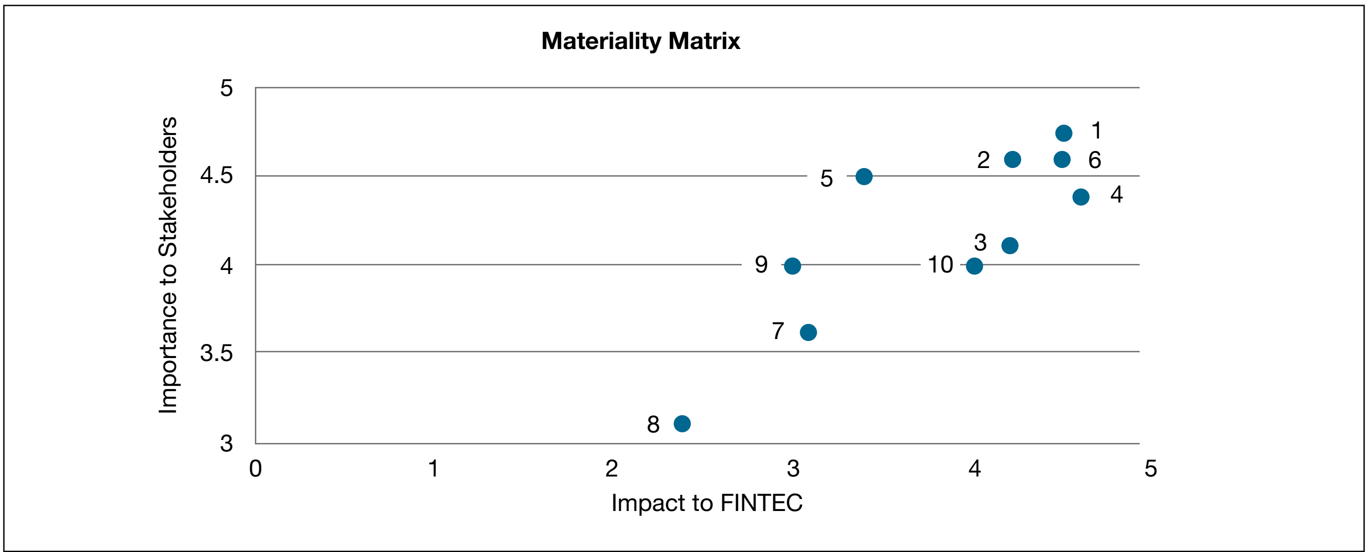
Reporting of EES matters

The materiality matrix and EES matters are presented to our stakeholders through annual Sustainability Statement.

In FYE 2024, FINTEC identified eleven material matters influence the key stakeholders and their associated EES impacts on FINTEC. The sustainability framework below outline the key sustainability matters that fall within three key focus areas towards achieving the Group's sustainability goals to address the EES concerns within the Group's business operations.

Sustainability Pillars	• Economic	• Environment	• Social
Focus Area	• Sustainable Products and Services	• Green Efforts	• Work Environment
Goals	• Strengthening economic outlook	• Minimising Environment Footprint	• Valuing People and Community
Material Matters	• Operational and financial performance • Anti-Bribery and Anti-Corruption • Corporate governance • Supply chain management	• Reduce, Reuse and Recycle ("3R") • Conservation of Energy and Water	• Employee Health and Wellbeing • Training and Talent development • Diversity and equal opportunity • Community contribution and Engagement

MATERIALITY ASSESSMENT AND KEY SUSTAINABILITY MATTERS (CONTINUED)



1. Employee Health and Wellbeing
2. Training and talent development
3. Diversity and equal opportunity
4. Operational and financial performance
5. Anti-Bribery and Anti-Corruption
6. Corporate Governance
7. Supply Chain Management
8. Reduce, Reuse and Recycle (“3R”)
9. Conservation of Energy and Water
10. Community Contribution and Engagement

Contribution to the United Nations Sustainable Development Goals (“UN SDGs”)

In September 2015, the United Nations (“UN”) approved the 2030 Agenda for Sustainable Development as a new roadmap to achieve sustainable development that sets out the Sustainable Development Goals (“SDGs”). SDGs are a total of 17 global goals which designated to be a blueprint to achieve a better and more sustainable future for all global citizens.

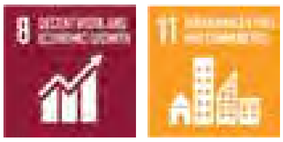
As a business incubator, we recognise our role in nation building through our Group’s business activities. In order to support the Malaysian government’s commitment towards the UN SDGs, we aim to align our business practices with the UN SDGs to improve our awareness to global sustainability practices.

To demonstrate our commitment, we have identified eleven (11) out of 17 UN SDGs that are relevant to FINTEC Group’s value chain and nature of businesses. We remain focus on integrating sustainability related practices into our daily business operations taking into consideration the targets outlined in each SDGs which we are committed to achieve.

ECONOMIC

Operational and financial performance

UN SDGs Linkage



Why It's Important

It is crucial for us to aim achievement of long term business growth and high financial performance in building trust within the community, maintaining shareholders' confidence and maximising our positive brand reputation.

Our Responses

We strive to balance value creation for our customers with achievement of financial results to meet the needs of our stakeholders, especially shareholders and investors by implementing strategic initiatives that generate long term value.

The Group diversify its investment portfolio across various industries to mitigate investment risk and maximizing potential returns, by allocating investments across a various sectors including information technology, entertainment, F&B, hospitality, healthcare equipment, construction, licensed money lending and many more. The portfolio is positioned to leverage opportunities within these diverse fields.

Detailed discussion of FINTEC's financial performance is disclosed in the Management Discussion and Analysis in this Annual Report.

Anti-Bribery and Anti-Corruption

UN SDGs Linkage

Why It's Important

Conflict of interest, bribery and corruption are threats to business development. We believe that anti-bribery and anti-corruption is essential to ensure the sustainability of the Group, as well as to safeguard shareholders' interest, upholding trusts in our stakeholders and deliver long term shareholders value.

Our Responses

We are committed in our efforts in eliminating conflict of interest, bribery and corruptions in all our business operations. We are committed to conducting our businesses with integrity and inculcating a culture of responsibility and ethical behaviour to all our employees. FINTEC has established a culture of zero tolerance approach to corruption and bribery in the Group's procedures and working practices.

We have an established whistleblowing process in place where any incidents or concerns can be independently brought to the attention of the Board. Additionally, it is our assurance that FINTEC Group does not participate in nor condone any form of corruption in our businesses. Complaints and concerns of potential financial or malicious misconduct can be emailed to teekein.ong@fintec.global.

The Anti-Bribery and Anti-Corruption Policy and Whistleblowing Policy have been made known to the employees via internal circulation. Electronic version of the said policies are available at the Company's website at https://www.fintec.global

During FYE 2024, 5 employees attended a seminar MACC ACT 2009 & ESG.

% of employees received training on Anti-corruption		
Employee Category	**FYE 2024**	**FYE 2023**
Management	3	0
Executive	1	0
Non-executive	0	0

During FYE 2024, there were no incidents related to corruption reported within the Group.

Employee Category	FYE 2024	FYE 2023
No. of confirmed corruption incidents	0	0

ECONOMIC

Corporate Governance

Why It's Important

To regulate business risks and ensure compliance among laws and regulatory requirements is essential in ensuring the sustainability of the Group. We also have responsibility to protect our customers' sensitive information, to prevent leaks, threats or loss of customer information.

UN SDGs Linkage

Our Responses

FINTEC adheres to all applicable laws and regulations, including the Companies Act 2016 and the ACE Market Listing Requirements of Bursa Securities. We actively leverage the Malaysian Code on Corporate Governance ("MCCG") as a framework for best practices. Our Corporate Governance Overview Statement included within this Annual Report, details our implementation of the MCCG's principles and guidelines.

Our glove business, Fintec Glove Sdn. Bhd. has maintained and continuously implemented with ISO 9001 and ISO 13485, Quality Management System certification. By certifying and implementing our factory with relevant management systems which are aligned with the International Organization for Standardization (ISO), we intend to ensure our factory will produce good quality and safe products in accordance with the stated regulations as well as satisfying our customers' demands.

Customer data and privacy is of utmost importance to FINTEC Group. FINTEC has implemented a cloud-based data and email storage in third party category 3 secured cloud server storage to minimize the potential data loss from unprecedented events.

During the FYE 2024, FINTEC has not received any types of sustained complaints concerning breaches of customer privacy and losses of customer personal details and data.

	FYE 2024	FYE 2023
No. of substantiated complaints concerning breaches in customer privacy or data loss	0	0

Supply Chain Management

Why It's Important

By supporting local business and create a sustainable partnership, we will receive an efficient service and prompt support from local supplier, as well as driving economic growth in the communities where we operate.

UN SDGs Linkage

Our Responses

FINTEC aims to procure products and services locally for all business segments. At present, our existing suppliers are reputable organisations that specialize in their respective businesses, assuring that the goods and services offered are of high quality and standards.

Majority of FINTEC procurement orders and operating expenses are awarded to local supplier and local service provider.

	FYE 2024	FYE 2023
Proportion of spending on local suppliers	90%	95%

ENVIRONMENTAL

Reduce, Reuse and Recycle ("3R")

Why It's Important

Reducing, reusing and recycling wastes helps save landfill space by keeping out reusable materials and reduce our environment impact in surrounding communities.

The Group will also gain support from the community, as well as maintaining shareholders' confidence and maximising our positive brand reputation.

UN SDGs Linkage

Our Responses

We are committed in adopting Reduce, Reuse and Recycle ("3R") concept in our business operations. Our glove business currently are not operating any factory production, we do not generate any waste as we are merely purchase and sell gloves. Our gloves are packed with boxes that made with 100% recycled material for FSC paper. We also reduce the usage of plastic resin in stretch film packaging. This allows us to reduce waste generation, minimize resource consumption and mitigate our environmental impact.

We are operating from our office, therefore most of the waste produced are general waste at our office buildings. We encourage our employees to prioritise electronic means to share and store documents, otherwise, to use double-sided printing or to print on recycled paper. Wherever possible, we source the materials, supplies and equipment required for our business operations from locations that offer the least impact on the environment.

FINTEC is committed to ensure all wastes are appropriately treated and stored or disposed off in compliance with law and regulations and in a proper manner and form. There is no waste-related incident in breach of any regulation in FYE 2024.

Conservation of Energy and Water

Why It's Important

Reduction in unnecessary energy and water wastage help reduction in office overheads as well as reduce our carbon footprint and lower greenhouse gas emissions and other pollutants. We acknowledges that our energy consumption and CHG emissions contribute to climate change impacts.

UN SDGs Linkage

Our Responses

FINTEC is aim to minimize our energy consumption through mindful usage of energy and water. We used collaborative conferencing solutions, Webex that enables effective communications and meetings online between factory, corporate office, customer, and supplier without physical travelling to the meeting point. The corporate office has also incorporated energy efficient lighting system to reduce energy consumption. To reinforce these actions, we strongly encourage our employees to promptly turn off any unnecessary energy sources, especially when they are not in use.

Corporate Office	FYE 2024	FYE 2023
Energy Consumption (KWH)	23,321	38,492
Water Consumption (M3)	3	8

Two Factories owned by FINTEC	FYE 2024	FYE 2023
Energy Consumption (KWH)	50,939	63,896
Water Consumption (M3)	641	959

SOCIAL

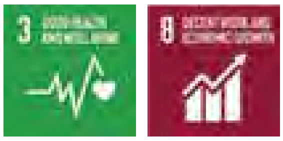
Employee Health and Wellbeing

Why It's Important

As an business incubator, employees are our most valuable assets. Therefore, we prioritise our employees' health, safety and wellbeing across the Group.

By ensuring a healthy, safe and conducive workplace, we aim to prevent injuries and illness among those working within our office, which ultimately leads to increased efficient and output.

UN SDGs Linkage



Our Responses

We place great emphasis on ensuring good health and safety standards are maintained across the Group. Series of preventive measures are in placed which aim to minimising any potential risk of exposure faced by the employees. We also adhere to local labour and employment-related laws and regulations in all our operating countries, which include but not limited to Malaysia's Employment Act 1955.

We provide various staff benefits, such as annual leave, hospitalization leave, marriage leave, maternity and paternity leave, compassionate leave, examination leave, medical leave, hospitalization and personal accident insurance coverage, employee university study assistance, medical and dental & optical reimbursement and parking allowance.

In addition to the existing staff benefits covering health and insurance coverage, we have various gathering programme for all employees to participate in such as birthday celebration, sports activities and team lunch and dinner. We believe engagement of our employees promote cohesion and strengthen the relationship between peers. These staff gathering programmes give employees opportunity to build team spirit, improve communication and enhance engagement, and act as a stress relief. We continued our endeavours to bring closer ties between the employees which promote understanding between each other in order to create harmony and peace in workplace.

FINTEC Occupational Safety & Health tracks:

Key Matters Assessments	FYE 2024	FYE 2023
No. of Work-Related Fatalities	0 incident reported	0 incident reported
No. of Lost Time Incident	0 incident reported	0 incident reported
Lost Time Incident rate	Nil	Nil
Number of employees trained on Health & Safety standards	3 Occupational Safety & Health Coordinator trained	1 first aid trained employee
Number of substantiated complaints concerning human rights violations	0 incident reported	0 incident reported

SOCIAL

Training and talent development

Why It's Important

As an business incubator, employees are our most valuable assets. Investing in human capital development will enable a continuous and sustainable growth of a high-performing workforce, as well as retained top talent, increase job satisfaction and morale of employees.

UN SDGs Linkage

Our Responses

FINTEC recognizes that employees are the driving force of a strong business culture and growth. Our Group Human Resources department is guided by 3 core values of Honesty, Integrity and Operational Excellence. Talent attraction and recruitment are vital to build a strong and sustainable talent pipeline for the future. We ensure individuals are hired based on merits, ie. Skills, experience and credibility for the role while also sharing our values, cultures and vision. Effective talent attraction and recruitment, without bias and prejudice can help build a strong employer brand to attract top talent. A positive reputation can in turn increase customer loyalty and improve organization performance.

It is our objective to foster a skilled, resilient, and agile workforce that can thrive in an ever-changing market landscape, amidst technological advances and emerging trends. This can only be achieved with continual professional training, mindset development and right attitude to build a sustainable, engaging and innovative working environment. Employees in all divisions and business segment receive training in areas pertaining to their function and /or technical discipline.

In FYE 2024, we remain committed to investing in training and development programmes, utilising both physical and online channels. Our training and development programmes include the followings:

Months	Topic
July 2023	Microsoft Excel Intermediate
Sept 2023	Occupational Safety and Health Coordinator
Oct 2023	Reading, Understanding And Analysing Of Financial Statements For Better Decision Making
Oct 2023	MACC Act 2009 And ESG
Nov 2023	Guide to Related Party Transaction
Nov 2023	Highlights Of Malaysia Budget 2024, Latest Key Updates on E-Invoicing, New Capital Gains Tax And New Transfer Pricing Rules 2023
Nov 2023	Negotiation And Influencing Skills for Successful Outcomes
Nov 2023	Integrating Environmental, Social, And Governance (ESG) Into Organisational Financial Reporting Framework
Dec 2023	2024 Budget Seminar
Dec 2023	Preparation And Presentation Of Consolidated Financial Statements
Feb 2024	ESG Reporting – A Key To Value Creation Today
Feb 2024	Future Ready With AI – Navigating The New Era Of Smart Workplaces
March 2024	Project Management Professional (PMP) Examination Preparatory
March 2024	Managing Your Team For Better Performance
March 2024	Microsoft Excel Intermediate
May 2024	E-Invoicing Implementation In Malaysia
May 2024	Conflict Of Interest & Disclosure Obligations
June 2024	Group Accounting (MFRS 3, 10,11) : Basic To Intermediate By Using MX Excel Worksheets
June 2024	Accounting For Leases MFRS 16 Leases and Section 20 MPERS
June 2024	Understanding The Essentials Of E-Invoicing Implementation and Latest Requirements In Malaysia

SOCIAL

Training and talent development (continued))

Our Responses (continued)

At FINTEC, we firmly hold onto our principles of being result-driven, accountable and collaborative to drive individual and team performance. In promoting a high-performance culture, we have implemented a systematic performance review process and measurement system which includes employees' Key Performance Indicators ("KPI"). At the beginning of each year, we ensure expectations settling conversations are initiated and every employee's KPI are set clearly and communicated to the employee. We conduct a year-end performance review for all employees, providing them with the opportunity to self-assess, provide feedback, engage in competency discussions, and receive necessary coaching and support.

We recognise and celebrate achievements when one has demonstrated exceptional performance, delivered high quality results and display outstanding behaviour through bonuses and promotions. We also create a motivating and encouraging environment by offering competitive benefits and compensation packages that attract and retain top talents.

FINTEC training and talent development tracks:

	FYE 2024	FYE 2023
Total hours of training for employees	440 hours	160 hours
Percentage of employees that are contractors or temporary staff	Nil	Nil
Total number of employee turnover	48%	40%
Number of substantiated complaints concerning human rights violations	Nil	Nil

Total hours of training for employees		
Employee Category	**FYE 2024**	**FYE 2023**
Management	324	152
Executive	116	8
Non-executive	0	0

Total number of employee turnover		
Employee Category	**FYE 2024**	**FYE 2023**
Management	20%	20%
Executive	30%	20%
Non-executive	50%	60%

SOCIAL

Diversity and equal opportunity

Why It's Important

We believe that embracing diversity and providing equal opportunity are vital in creating a positive and motivating work environment. The differences in background and experiences among our employees stimulate innovative thinking, encourage creative ideas, increase competitiveness and development of our businesses.

UN SDGs Linkage

Our Responses

We treat everyone with respect and adopt a consistent, equitable and fair labour practices when hiring, developing and rewarding our employees. We provide equal opportunities regardless of age, gender, identity, ethnicity or religion. Recruitment and promotion of staff are based on merits, capabilities and experience.

Board Diversity

Board Diversity by Age	**Age Group**			
	20-30	31-40	41-50	>51
FYE 2023	-	-	20%	80%
FYE 2024	-	-	20%	80%

Board Diversity by Gender		
	Male	Female
FYE 2023	80%	20%
FYE 2024	80%	20%

Workforce Diversity by Age

Employees Diversity by Age	**Age Group**			
Management Category	20-30	31-40	41-50	>51
FYE 2023	15.38%	30.77%	38.47%	15.38%
FYE 2024	0	41.67%	50%	8.33%

Employees Diversity by Age	**Age Group**			
Executive Category	20-30	31-40	41-50	>51
FYE 2023	25%	25%	50%	0%
FYE 2024	60%	20%	20%	0%

Employees Diversity by Age	**Age Group**			
Non-executive Category	20-30	31-40	41-50	>51
FYE 2023	60%	20%	20%	0%
FYE 2024	50%	25%	25%	0%

SOCIAL

Diversity and equal opportunity (continued)

Our Responses (continued)

Workforce Diversity by Gender

Employee Diversity by Gender		
Management Category	Male	Female
FYE 2023	77%	23%
FYE 2024	75%	25%

Employee Diversity by Gender		
Executive Category	Male	Female
FYE 2023	0%	100%
FYE 2024	20%	80%

Employee Diversity by Gender		
Non-executive Category	Male	Female
FYE 2023	40%	60%
FYE 2024	75%	25%

Community Contributions and Engagement

Why It's Important

We perceive our Community Contributions and Engagement Programmes as our commitment in ensuring that people around us be able to grow together with the Group.

The Group will also gain trust and support from the community, as well as maintaining shareholders' confidence and maximising our positive brand reputation.

UN SDGs Linkage

Our Responses

We are committed in continuing our efforts to be a responsible corporate citizen and will create a corporate culture that will inculcate responsible and caring mentality across the Group and to transform corporate giving efforts into strategies for community development and business improvement.

Through the hard work of our working committee, we organize our CSR activities to provide support to the underserved and charitable institution with focus on distribution of food items, donations, gifts, and wishlist items to help with everyday necessities.

SOCIAL

Community Contributions and Engagement (continued)

Our Responses (continued)

During the year, the Group have embarked on the following CSR initiatives:

1. Donation of RM10,000 to Ming Ancients TCM, a group specializing in Traditional Chinese Medicine ("TCM") who aimed to provide quality, affordable and charitable TCM treatment to all walks of life, regardless of patients ability to pay. Ming Ancients TCM opened a RM5 CSR TCM centre at Endah Parade, Sri Petaling. This CSR Centre will provide Acupuncture, Ba Guan and internal medicine to its patients for a token sum of RM5.

2. We have distributed 250 sets food aid goodies amounting to RM529 to homeless people and needy and homeless at KL areas.



3. During the financial year, the Glove Division had participated in Selangor International Expo (Medic) 2023 at KL Convention Centre. A healthcare exhibition and conference which focuses on the development of the healthcare and medical industry in Malaysia. It is also aimed to converge, interact and explore in latest technology, innovation, and current business trend in the field of pharmaceutical, biotechnology, medical devices and healthcare services to the industry players and the public.



The Board recognises that embedding sustainability into the Group's businesses is a continuous and evolving practice which demand commitment, patience, investment and constant actions. As we progress our sustainability journey, we pledge to continue enhance our initiatives towards achieving greater business sustainability and financial performance, in addition in bringing positive impact and strengthen our ability to create meaningful change in community.

The Board of Directors ("Board") of FINTEC remains committed in maintaining the highest standards of corporate governance ("CG") within the Company and adhering to the principles and best practices of CG, through observing and practising the core values of the new MCCG which was released by the Securities Commission Malaysia on 28 April 2021 ("MCCG 2021") and the CG Guide issued by Bursa Securities. The commitment from the top paves the way for Management and all employees to ensure the Company's businesses and affairs are effectively managed in the best interest of all stakeholders.

The Board is pleased to present an overview on the application of the principles as set out in the MCCG 2021 and the extent to which the Company and the subsidiaries ("Group") have complied with the three (3) key principles and practices of the MCCG 2021 during the financial year.

This statement should be read together with the 2024 CG Report of the Company which is available on the Company's website at https://www.fintec.global/.

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS

Part I – Board Responsibilities

1. Board's Leadership on Objectives and Goals

1.1 Strategic Aims, Values and Standards

The Board is responsible for the overall performance of the Group and focuses mainly on the strategic management, performance monitoring and measurement, risk management and internal controls, standards of conduct, shareholder communication, governance of sustainability and critical business decisions. The matters reserved for the collective decision of the Board are listed in Appendix A of the Board Charter which is available on the corporate website.

The Board implements a strategy planning process to oversee the matters delegated to Management and ensure the goals and targets are in line with the Company's strategic plan and long-term objectives.

The key responsibilities of the Board include reviewing and adopting the strategic plan, overseeing the conduct of business, risk management, sustainability policy and practises of the Group, succession planning, overseeing the development and implementation of a shareholder communication policy and reviewing the internal control systems.

The Sustainability Statement stated the actions taken by the Group in protecting and preserving the environment while striking to achieve a better performance towards the goal at sustainable development.

The Board is constantly mindful of the need to safeguard the interests of the Group's stakeholders while putting emphasis on the sustainable issues surrounding the business operation of the Group, as well as the impact on the environment.

The Board delegates and confers some of the Board's authorities and discretion on the Executive/Managing Director as well as on properly constituted Committees comprising Non-Executive Directors which operate within clearly defined terms of reference.

The Board Committees consist of Audit Committee ("AC"), Nomination Committee ("NC"), Remuneration Committee ("RC") and the Option Committee ("OC"). The power delegated to the Board Committees are set out in the Terms of Reference of each of the committees which is available on the corporate website.

Overall, it is the governance responsibilities of the Board to lead and control the Group. The Board plans the strategic direction, development and control of the Group and has embraced the responsibilities listed in the MCCG 2021 to discharge its stewardship and fiduciary responsibilities. The Executive/Managing Director is responsible for making and implementing operational and corporate decisions while the Non-Executive Directors balance the board accountability by providing their independent views, advice and judgment in safeguarding the interests of the shareholders.

During the financial year under review, the Board together with the respective Board Committees', in addition to the above matters, had also reviewed and adopted the Conflict of Interest Policy, to be in line with the MCCG 2021 and ACE Market Listing Requirements ("ACE LR").

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

Part I – Board Responsibilities (continued)

1. Board's Leadership on Objectives and Goals(continued)

1.2 Chairman

The Chairman of the Company leads the Board with a keen focus on governance and compliance and acts as a facilitator at Board meetings to ensure that contributions by Directors are forthcoming on matters being deliberated and that no Board member dominates discussion. Together with the other Non-Executive and Independent Directors, he leads the discussion on the strategies and policies recommended by Management. He chairs the meetings of the Board and the shareholders, and thus ensuring effective communication with the shareholders as well as the relevant stakeholders.

1.3 Separation of the Positions of the Chairman and Executive Director/ Managing Director

The Chairman of the Company is an Independent Non-Executive Director. There is a clear division of responsibilities between the Chairman and the Executive/Managing Director to ensure that there is a continuance balance of power and authority. The Chairman of the Board is Dato' Seri Abdul Azim Bin Mohd Zabidi, whilst the Executive/Managing Director during the financial year is Mr Tan Sik Eek, who has the overall responsibilities over the Group's operating units, organisational effectiveness and implementation of Board policies and decisions.

The Chairman is not a member of the AC, NC, RC or the OC of the Company.

The Chairman is primarily responsible for matters pertaining to the Board and the overall conduct of the Group and is committed to good corporate governance practices and has been leading the Board towards high performing culture.

All decisions of the Board are made unanimously or be consensus. To ensure balance of power and authority on the Board, more than half of the Board members are Independent Directors. The Board is satisfied and assured that no individual or group of Directors has unfettered powers of decision that could create a potential conflict of interest.

1.4 Qualified and Competent Secretaries

In performing their duties, all Directors have access to advice and services of Company Secretaries. The Company Secretary acts as a CG counsel and ensures good information flow within the Board, the Board Committees and Management. The Company Secretary attends all meetings of the Board and Board Committees whenever necessary and guides the Directors on the requirements encapsulated in the Company's Constitution and legislative promulgations such as the Companies Act 2016, ACE LR of Bursa Securities, etc.

1.5 Access to Information and Advice

All Directors have access to the advice and services of the Company Secretaries as well as to all information within the Group. In addition, the Board may seek independent professional advice at the Company's expenses to enable it to discharge its duties in relation to the matters being deliberated, where necessary.

Schedule of Board and Committee meetings are determined in advance at the beginning of every year. This enables Management to plan ahead the yearly business and corporate affairs and ensure timely preparation of information for dissemination to the Board. The Board has a defined schedule of matters reserved for Board's decision and that the Board papers for meetings will be circulated to the Board at least five (5) days prior to the meeting. This is to ensure all Directors have sufficient time to obtain further explanation, where necessary, in order to be fully informed of the matters to be discussed during the meeting.

The Company Secretary is entrusted to record the Board's deliberations, in terms of issues discussed, ensures that the deliberations at Board and Board Committee meetings are well documented, and subsequently communicated to Management for appropriate actions. The minutes of the previous Board and Board Committee meetings are distributed to the Directors/ Committee prior to the meeting for their perusal before confirmation of the minutes at the commencement of the following Board/Committees' meeting. The Directors may comment or request clarification before the minutes are tabled for confirmation as a correct record of the proceedings of the meeting. Management provides Directors with complete and timely information prior to meetings and on-going basis to enable them to make informed decisions.

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

Part I – Board Responsibilities (continued)

2. Demarcation of Responsibilities

2.1 Board Charter

The Board Charter is reviewed regularly to ensure that it complies with the best practices and regulations and the Board Charter was last reviewed on 27 February 2024 and remains unchanged.

In discharging its duties, the Board is constantly mindful of the need to safeguard the interests of the Group's stakeholders. In order to facilitate the effective discharge of its duties, the Board is guided by the Board Charter, a copy of which is available on the corporate website.

The Board Charter serves to ensure that all Board members acting on behalf of the Group are aware of their expanding roles and responsibilities. It sets out the strategic intents and specific responsibilities to be discharged by the Board members collectively and individually. It also regulates on how the Board conducts business in accordance with sound CG principles.

The Board Charter would be periodically reviewed and updated in accordance with the needs of the Company and any new regulations that may have impact on the discharge of the Board's responsibilities.

3. Promoting Good Business Conduct and Corporate Structure

3.1 Code of Conduct and Ethics

The Board is committed in maintaining a corporate culture which engenders ethical conduct. The ethical standards are formalised through the Company's Code of Conduct and Ethics, which requires all Directors and Employees to observe high ethical business standards, honesty and integrity and to apply these values to all aspects of the Group's business and professional practice and act in good faith in the best interests of the Group and its shareholders. The Code of Conduct and Ethics has been incorporated into Appendix B of the Board Charter and is available on the corporate website.

3.2 Whistleblowing Policy

The Board has adopted a whistleblowing policy for the Group as a measure to promote the highest standard of CG. The whistleblowing policy outlines the avenues for Directors, employees and stakeholders to raise concerns or disclose in good faith any improper conduct within the Group and to enable prompt corrective actions and measures to resolve them effectively.

Any employee who has reasonable belief that there is serious malpractice relating to the matter disclosed, may direct such complaint and report to the Chairman of the AC in writing. Individuals are able to raise concerns about illegal, unethical or questionable practices in confidence and without the risk of reprisal and Management will ensure that any employee of the Company who raises a genuine complaint in good faith shall not be penalised for such disclosure and the identity of such complainant shall be kept confidential.

The Whistleblowing Policy and Guidelines has been incorporated into the Appendix C of the Board Charter and is available on the corporate website.

During the financial year under review, there was no incident reported on the whistle blowing.

3.3 Anti-Bribery and Anti-Corruption Policy ("ABAC Policy")

In line with the amendments to the Malaysian Anti-Corruption Commission Act 2009 to incorporate a new Section 17A on corporate liability for corruption which took effect on 1 June 2020, the Company had on 29 May 2020, adopted an ABAC Policy.

The Company had also conducted briefings and trainings to all employees of the Group to create awareness on the ABAC Policy to foster commitment of the employees to instill the spirit of integrity and avoid all forms of corruption practices within the organisation.

A copy of the ABAC Policy is available on the corporate website.

During the financial year under review, there was no incident reported in related to ABAC Policy.

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

Part I – Board Responsibilities (continued)

3. Promoting Good Business Conduct and Corporate Structure (continued)

3.4 Director's Fit and Proper Policy

In line with the amendment to the ACE LR, the Board had on 27 May 2022 approved and adopted the Directors' Fit and Proper Policy which outlines the fit and proper criteria for the appointment and re-appointment of Directors on the Board of the Company.

The said policy is devised to ensure that each of the Directors has the character, experience, integrity, competence and capability, financial soundness and time to effectively discharge his/her role as a Director of the Company and its subsidiaries.

In addition, the said policy also serves as a guide to the NC and the Board in their review and assessment of the identified candidates that are to be appointed onto the Board as well as Directors who are seeking for election or re-election at the forthcoming annual general meeting of the Company.

A copy of the Directors' Fit and Proper Policy is available on the corporate website.

3.5 Sustainability measure to support long-term strategy

The Board provides the oversight on the Group's sustainability and is assisted by the Management who oversees the implementation of the Group's sustainability measures.

The Board recognises its responsibility to set the "tone from the top" and ensure good governance within the Group. In this regard, the Board continues to play an active role in providing oversight on all Environmental, Social and Governance ("ESG") topics and KPIs disclosed in the ESG report. Aside from strategic guidance for management of its identified sustainability material matters and climate-related risk, the Board is also committed in advancing the ESG agenda across the organisation.

The Board will proactively consider sustainability issues such as health and safety, data governance and privacy as well as climate action when overseeing the planning, performance and long-term strategy of the company to ensure that the Company remains resilient and is able to deliver durable and sustainable value as well as maintaining the confidence of its stakeholders.

Management will integrate sustainability considerations in the day-to-day operations of the Company and ensure the effective implementation of the Company's sustainability strategies and plans.

The Board is aware that stakeholder engagement is vital in ensuring continued business sustainability whereby it enables the company to pursue various approaches and valued stakeholders' feedbacks and inputs in shaping the Company business strategy as the Company believes effective communication maintained mutually beneficial relationships with the stakeholders.

Management has carried out sustainability exercise to identify risk issues related to ESG to identify, assess, and prioritise key topics of material concern to the Company's business and the stakeholders within the context of operating environment. The assessment result is then used to inform the Board and Senior Management of the Company's strategy setting and resources allocation for the Group so as to effectively manage the Company's sustainability-related risks.

Further, the Managing Director was tasked in planning of resources, manufacturing, strategic investment planning, and implementation timeline together with the Senior Management to meet the existing global market demands and its portfolio investment, while the Company strives to look more business opportunities in market with high or unmet potential.

Addressing material sustainability risks and opportunities is the responsibility of the Board and Senior Management, the Board is looking into incorporating the evaluations to include the ESG considerations and sustainability yardstick to the Senior Management and their efforts in addressing the company's material sustainability risks and opportunities.

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

Part I – Board Responsibilities (continued)

3. Promoting Good Business Conduct and Corporate Structure (continued)

3.5 Sustainability measure to support long-term strategy (continued)

The sustainability efforts and initiatives undertaken and targets set out by the Company have been disclosed in the Corporate Sustainability Statement of the Company's Annual Report for the financial year ended 30 June 2024 ("FY 2024").

The Board had identified and highlighted several of the risks factor that associated with the business such as the rules and regulations, financial and ESG Risks Management, climate change which may affect the Company's core value and competitive advantage in the market. At the same time, the Company remains vigilant in monitoring and mitigating the business, operational, financial, climate-related and other risks that may affect the Group.

3.6 Conflict of Interest Policy

In line with the amendment to the ACE LR, the Board had on 27 February 2024 approved and adopted Conflict of Interest ("COI") Policy including the Conflict of Interest Questionnaire and Annual Conflict of Interest Disclosure Form annexed therein.

The COI Policy provides guidance to the AC and the Board on the action plan, measures to be taken to resolve, eliminate, or mitigate such COI or potential COI situation.

A copy of the COI Policy is available on the corporate website.

Part II – Board Composition

4. Strengthen Board's Objectivity

4.1 Board Composition

The Board comprises one (1) Independent Non-Executive Chairman, three (3) Independent Non-Executive Directors, and one (1) Executive/Managing Director.

The present composition of the Board is in compliance with Rule 15.02 of the ACE LR and MCCG 2021 as four (4) out of the five (5) members are Independent Directors. In addition, the independent directors represented more than 50% or half of the Board members and complied with Practice 5.2 of the MCCG 2021.

The Board also comprises a female director, which is in line with the ACE LR.

4.2 Tenure of Independent Director

No independent director's tenure exceeding a cumulative term of nine (9) years.

4.3 Policy of Independent Director's Tenure

The Board has adopted a twelve-year policy for Independent Directors. Upon completion of the twelve (12) years, an Independent Director may continue to serve on the Board subject to the Director's re-designation as a Non-Independent Director. Otherwise, the Board must justify and explain as to why there is no other eligible candidate, if such individual had cumulatively served as an Independent Director for more than twelve (12) years before and observed the requisite 3-years cooling off period, in the statement accompanying a notice of annual general meeting and the immediate announcement in relation to the appointment of Independent Director.

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

Part II – Board Composition (continued)

4. Strengthen Board's Objectivity (continued)

4.4 Diverse Board and Senior Management Team

The Board acknowledges the importance of diverse Board and Senior Management. The Group strictly adhered to the practice of non-discrimination of any form, whether based on race, age, religion and gender throughout the organisation, which including the selection of Board members as well as its Senior Management. The Board encourages a dynamic and diverse composition by nurturing suitable and potential candidates equipped with competency, skills, experience, character, gender, cultural background, time commitment, integrity and other qualities in meeting the future needs of the Company.

The Group endeavour to meet the diversity at the senior management level and the composition of the senior management of the Group comprises a mixture of both genders.

The Board would ensure the appointment of board and senior management are based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender to promote greater diversity in the board composition, senior management, and the employees of the Group.

4.5 Gender Diversity

The Board acknowledges the importance of boardroom diversity and takes cognisance of the recommendation of the MCCG 2021 to have female director(s). The Board had established a Boardroom Diversity Policy as set out in the Board Charter of the Company, which is available on the corporate website.

On 31 March 2023, the Board had appointed Ms Ong Siew Min as the first female director of the Company.

However, the Board has yet to implement gender diversity policy and target, or has any immediate plans to implement such policy and target as the Board is of the view that gender should not be a basis of evaluation and that candidate should be sought after based on their level of experience and skill set as well as other qualities as stated above.

Nonetheless, it is submitted that the appointment of a new Board member will not be guided solely by gender but will also take into account the fit and proper, skills-set, experience and knowledge of the candidate. The Company's prime responsibility in new appointments is always to select the best candidates available.

Hence, the normal selection criteria based on an effective blend of competencies, skills, extensive experience and knowledge to strengthen the Board remains a priority.

4.6 Re-Election of Directors

Any Director appointed during the year, either to fill a casual vacancy or as an additional Director, shall hold office only until the next Annual General Meeting ("AGM") and shall then be eligible for re-election in accordance with the Company's Constitution.

The Constitution states that one-third (1/3) of the Directors for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3) shall retire from office and be eligible for re-election at the AGM and that each Director shall submit himself/herself for re-election at least once in every three (3) years. A retiring Director is eligible for re-election.

This provides an opportunity for shareholders to renew their mandates. The election of each Director is voted separately.

Mr Chew Shin Yong, Mark and Mr Ong Tee Kein will retire in accordance with Regulation 97 of the Constitution of the Company and have offered themselves for re-election as Directors of the Company.

To assist shareholders to renew their decision, sufficient information such as personal profile, meetings attendance and the shareholdings of each Director standing for election are available in the Annual Report.

In identifying candidates for appointment as Directors, the Board does not solely rely on recommendations from the existing Board members, management or major shareholders. The Board is aware and may also utilise independent sources to identify suitable qualified candidates.

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

Part II – Board Composition (continued)

4. Strengthen Board's Objectivity (continued)

4.7 Identification of New Candidates for Appointment of Directors

The Board has entrusted the NC with the responsibility to consider, review and recommend the appointment of potential candidates to the Board proposed by Management or any Director, shareholder taking into consideration the candidates' skills, knowledge, expertise and experience, time commitment, character, professionalism and integrity based on the 'Fit and Proper' Standards/Criteria for Directors and Senior Management staff.

The Board is aware of the guidance to utilise independent sources for future appointment of Non-Executive Director, and to disclose how a Board member is sourced in the Annual Report.

4.8 NC

The NC, which is chaired by the Independent Non-Executive Director, is responsible for identifying and recommending suitable candidates for Board membership and also for assessing the performance of the Directors on an ongoing basis. The Board will have the ultimate responsibility and final decision on the appointment. This process shall ensure that the Board membership accurately reflects the long-term strategic direction and needs of the Company and determine skills matrix to support strategic direction and needs of the Company.

Management shall engage broadly to develop a pool of interested potential candidates meeting the skills, expertise, personal qualities and diversity requirements for both the Board and the Committee appointment.

The NC evaluates and matches the criteria of the candidate against the Director's Fit and Proper Policy, and will consider diversity, including gender, where appropriate, and recommends to the Board for appointment.

Consideration will be given to those individuals possessing the identified skills, talent and experience.

The NC will contact those persons identified to determine interest in serving the Company. This communication will ensure that prospective Board members have clarity regarding the nominating process as well as Director/Board profiles, roles and responsibilities, expectations of time commitments and other information as required.

For any nomination by the shareholders, the NC would also perform the same review process. However, if there is requisition for convening of meeting by the shareholders to move a resolution on the appointment of Director pursuant to the Companies Act, 2016, the NC would carry out its duties whenever possible.

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

- Chew Shin Yong, Mark (Independent Non-Executive Director) – Chairman
- Ong Tee Kein (Senior Independent Non-Executive Director) – Member
- Ong Siew Min (Independent Non-Executive Director) – Member

The Terms of Reference of the NC is available on the corporate website. The Terms of Reference of the NC was last reviewed on 27 February 2024 and remains unchanged.

A summary of key activities undertaken by the NC in discharging its duties during the financial year under review is set out below:

- Reviewed and assessed annual performance and effectiveness of the Board as a whole, the committees of the Board and contribution of each individual director;
- Reviewed and assessed the independence of the Independent Non-Executive Directors;
- Reviewed and recommended to the Board, the re-election and re-appointment of the Directors who will be retiring at the forthcoming AGM of the Company;
- Reviewed and assessed the term of office and performance of the AC;
- Assessed the level of financial literacy of AC Members;

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

Part II – Board Composition (continued)

4. Strengthen Board's Objectivity (continued)

4.8 NC (continued)

- Reviewed and recommended the types of trainings suitable for the Board;
- Reviewed the Terms of Reference of the NC to ensure its relevance to the NC and recommended to the Board for approval;
- Reviewed the Board/Board Committees' composition and current size of the Board of the Company; and
- Reviewed the performance of the External Auditors of the Company.

The NC had considered and is of the view that given the needs and size of the Company and the relevant higher cost to be incurred, the utilisation of independent sources to identify suitably qualified candidates was not required at the moment.

5. Overall Board Effectiveness

5.1 Annual Evaluation

The Board undertakes annual evaluation to determine the effectiveness of the Board. The Board evaluation comprises a Board Assessment, Board Committees' Assessment, an Individual Assessment and an Assessment of Independence of Independent Directors, terms of office of the AC and the financial literacy test of the AC Members.

The assessment of the Board is based on specific criteria, covering areas such as the Board structure, Board operations, roles and responsibilities of the Board, the Board Committees and the Chairman's role and responsibilities.

The results of the assessment would form the basis of the NC's recommendation to the Board for the re-election of Directors at the next AGM.

Based on the annual assessment conducted, the NC was satisfied with the existing Board composition and concluded that each Directors has the requisite competence, skills, time commitment and experience to serve on the Board and has sufficiently demonstrated their commitment to the Company in terms of time and participation during the financial year under review, and recommended to the Board the re-election of retiring Directors at the Company's forthcoming AGM. All assessments and evaluations carried out by the NC in discharging its functions were properly documented.

The attendance record of the Directors at Board of Directors and Board Committee meetings during the financial year ended 30 June 2024 is set out as follows:-

Meeting Attendance	Board	AC	NC	RC	AGM	EGM	*OC
Dato' Seri Abdul Azim Bin Mohd Zabidi	5/5	N/A	N/A	N/A	1/1	1/1	N/A
Ong Tee Kein	5/5	5/5	2/2	2/2	1/1	0/1	-
Tan Sik Eek	5/5	N/A	N/A	N/A	1/1	1/1	-
Chew Shin Yong, Mark	5/5	5/5	2/2	2/2	1/1	1/1	N/A
Ong Siew Min	5/5	5/5	2/2	2/2	1/1	1/1	N/A

*Note: *Option Committee*

To ensure that the Directors have the time to focus and fulfil their roles and responsibilities effectively, the Directors must not hold more than five (5) directorships in public listed companies and shall notify the Chairman before accepting any new directorships.

During the financial year ended 30 June 2024, all the Directors have attended trainings, seminars, conferences and exhibitions which they considered vital in keeping abreast of the changes in laws and regulation, business environment, and corporate government development, as detailed hereunder:-

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

Part II – Board Composition (continued)

5. Overall Board Effectiveness (continued)

5.1 Annual Evaluation (continued)

Name of Director	Course Attended	Date
Dato' Seri Abdul Azim Bin Mohd Zabidi	(1) Highlights of Malaysia Budget 2024, Latest Key Updates on E-Invoicing, New Capital Gains Tax and New Transfer Pricing Rules 2023	9 November 2023
	(2) Conflict of Interest & Disclosure Obligations	16 May 2024
	(3) Expectations of Malaysia's Upcoming Chairmanship of Asean Seminar	11 June 2024
Ong Tee Kein	(1) Recent Amendments to the Ace Market Listing Requirements of Bursa Malaysia Securities Berhad relating to Sustainability Trainings for Directors	25 August 2023
	(2) MPERS : Preparation of MPERS Financial Statements	8 December 2023
	(3) MPERS Masterclass Series - Group Financial Reporting	19 to 22 December 2023
Tan Sik Eek	(1) MACC ACT 2009 & ESG	13 October 2023
	(2) Conflict of Interest & Disclosure Obligations	16 May 2024
	(3) E-Invoice Implementation in Malaysia	20 June 2024
Chew Shin Yong, Mark	(1) SCLE Revision Module 7 : Financial Statement Analysis and Asset Valuation	8 & 9 July 2023
	(2) MACC ACT 2009 & ESG	13 October 2023
	(3) Conflict of Interest & Disclosure Obligations	16 May 2024
	(4) E-Invoice Implementation in Malaysia	20 June 2024
Ong Siew Min	(1) Conflict of Interest & Disclosure Obligations	16 May 2024
	(2) E-Invoice Implementation in Malaysia	20 June 2024

The Company will continue to identify suitable training for the Directors to equip and update themselves with the necessary knowledge in discharging their duties and responsibilities as Directors.

The Directors are encouraged to attend briefing, conferences, forums, trade fairs (locally and internationally), seminars and training to keep abreast with the latest developments in the industry and to enhance their skills and knowledge.

Part III - Remuneration

6. Level and Composition of Remuneration

6.1 Remuneration Policy

The RC and the Board ensure that the Company's remuneration policy remains supportive of the Company's corporate objectives and is aligned with the interest of shareholders, and further that the remuneration packages of Directors and key Senior Management Officers are sufficiently attractive to attract and to retain persons of high calibre. The remuneration policy is set out in the Board Charter of the Company and it is also available on the corporate website.

Ms Ong Siew Min, the Independent Non-Executive Director, is appointed as the Chairperson of the RC, which comprises exclusively of Independent Directors. The RC is guided by its terms of reference, which is available on the corporate website. The Terms of Reference of the RC was last reviewed on 27 February 2024 and remains unchanged.

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

Part III - Remuneration

7. Remuneration of Directors and Senior Management

7.1 Detailed Disclosure of Directors' Remuneration

The RC reviews annually the Directors' Fees and Directors' Remuneration (including non-executive director) for recommendation and approval by the Board. The Directors' remuneration payable to the Non-Executive Director and the directors of the subsidiaries will be tabled at the AGM for the approval of shareholders.

The Remuneration of the Executive/Managing Director is structured to link to his contributions for the year, which are dependent on the financial performance of the Group, achievement of the goals and/or quantified organisational targets as well as strategic initiatives set at the beginning of each year.

The Directors plays no part in determining his own remuneration and shall abstain from discussion on their own remuneration.

The Executive/Managing Director is not entitled to the Director's fee. The remuneration package of the Executive/ Managing Director consists of monthly salary, bonus and benefits-in-kind.

The remuneration of the Executive/Managing Director should be set at a competitive level to recruit and retain high quality executive directors and senior management. Individual pay levels should reflect the performance of the Company and the individual's skills and experience as well as responsibility undertaken. It is to ensure that the linkage between pay and performance is robust.

Details of the Directors' remuneration (including benefits-in-kind) during the financial year ended 30 June 2024 are as follows:

i) Aggregate Directors' Remuneration

Categories of Remuneration	**Group**		**Company**	
	Executive/ Managing Director	**Non-Executive Directors**	**Executive/ Managing Director**	**Non-Executive Directors**
	RM	**RM**	**RM**	**RM**
Director Fees	-	264,024	-	216,024
Salaries & bonus	744,302	-	359,100	-
Other emoluments	92,149	23,000	46,794	23,000
Total	**836,451**	**287,024**	**405,894**	**239,024**

ii) Analysis of Directors' Remuneration

Total remuneration of Directors in respect of the financial year ended 30 June 2024, in bands of RM50,000 is tabulated below:

Range of Remuneration	**Group**		**Company**	
	Executive/ Managing Director	**Non-Executive Directors**	**Executive/ Managing Director**	**Non-Executive Directors**
	RM	**RM**	**RM**	**RM**
Below RM50,000	-	1	-	1
50,001 – 100,000	-	1	-	3
100,001 – 150,000	-	2	-	-
150,001 – 200,000	-	-	-	-
400,001 - 450,000	-	-	1	-
800,001 – 850,000	1	-	-	-

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

Part III - Remuneration (continued)

7. Remuneration of Directors and Senior Management (continued)

7.1 Detailed Disclosure of Directors' Remuneration (continued)

ii) Analysis of Directors' Remuneration (continued)

The Directors do receive additional remuneration for services rendered in the subsidiaries (apart from that received at the Company's level).

Details of the Directors' Remuneration (including benefits-in-kind) of each Director during the financial year ended 30 June 2024 are as follows:

No.	Name	Company ('000)						
		Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Dato' Seri Abdul Azim Bin Mohd Zabidi	-	6	-	-	-	-	6
2	Ong Tee Kein	72	5	-	-	-	-	77
3	Tan Sik Eek	-	-	359	-	-	47	406
4	Chew Shin Yong, Mark	72	6	-	-	-	-	78
5	Ong Siew Min	72	6	-	-	-	-	78

No.	Name	Group ('000)						
		Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1	Dato' Seri Abdul Azim Bin Mohd Zabidi	-	6	-	-	-	-	6
2	Ong Tee Kein	96	5	-	-	-	-	101
3	Tan Sik Eek	-	-	744	-	-	92	836
4	Chew Shin Yong, Mark	96	6	-	-	-	-	102
5	Ong Siew Min	72	6	-	-	-	-	78

7.2 Remuneration of Top Five (5) Senior Management

The Company understands the need for transparency in the disclosure of its key senior management remuneration, and is of the opinion that the disclosure of remuneration details may be detrimental to its business interests, given the competitive landscape for key personnel with the requisite knowledge, technical expertise and working experience in the Company's business activities, where intense headhunting is a common industry challenge. Accordingly, such disclosure of specific remuneration information may give rise to recruitment and talent retention issues.

While the Company has set policies and procedures in setting the remuneration of key personnel, such disclosure may also be misconstrued so as to hinder its recruitment and retention of personnel.

The Company is of the view that the interest of the shareholders would not be prejudiced as a result of such non-disclosure of the Company's top five (5) senior management personnel who are not Directors on named basis.

PRINCIPLE A : BOARD LEADERSHIP AND EFFECTIVENESS (CONTINUED)

Part III - Remuneration (continued)

7. Remuneration of Directors and Senior Management (continued)

7.2 Remuneration of Top Five (5) Senior Management (continued)

The number of top five (5) senior management whose remuneration (comprising salary, bonus and other emoluments) for the financial year ended 30 June 2024 within the successive bands of RM50,000 is as follows:

Remuneration Band	Number of top five (5) Senior Management
Below RM50,000	-
RM50,001 to RM100,000	-
RM100,001 to RM150,000	-
RM150,001 to RM200,000	-
RM200,001 to RM250,000	1

PRINCIPLE B : EFFECTIVE AUDIT AND RISK MANAGEMENT

Part I – AC

8. AC

The AC is relied upon by the Board to, amongst others, provides advice in the areas of financial reporting, external audit, internal control environment and internal audit process, review of related party transactions as well as conflict of interest situation. The AC also undertakes to provide oversight on the risk management framework of the Group.

The AC is chaired by a Senior Independent Non-Executive Director who is distinct from the Chairman of the Board and all members of the AC are independent directors and financially literate. The composition of the AC, including its roles and responsibilities as well as a summary of its activities carried out during the financial year, are set out in the AC Report on pages 55 to 58 of this Annual Report.

The Company take cognizance that the latest MCCG 2021 has changed and recommended to observe a cooling-off period of at least 3 years before appointing a former key audit partner as a member of the AC. The AC has adopted a policy that requires a former key audit partner to observe a cooling-off period of at least three (3) years before being appointed as a member of the AC, and the said policy has been incorporated in the terms of reference of the AC, a copy which is available on the corporate website. The Terms of Reference of the AC was last reviewed on 27 February 2024 and remains unchanged.

Nevertheless, no former key audit partner of the external auditors of the Company is appointed as a Company Director and a member of the AC.

The AC maintains a transparent and professional relationship with the external auditors of the Company. The external auditors fill an essential role by enhancing the reliability of the Company's Annual Audited Financial Statements and giving assurance to stakeholders of the reliability of the Annual Audited Financial Statements. The external auditors have an obligation to bring any significant defects in the Company's system of control and compliance to the attention of the Management; and if necessary, to the AC and the Board.

The AC is empowered by the Board to review any matters concerning the appointment and re-appointment, resignation or dismissal of external auditors and review and evaluate factors relating to the independence of the external auditors. The terms of engagement for services provided by the external auditors are reviewed by the AC prior to submission to the Board for approval. Feedback based on the assessment areas is obtained from the AC, the Executive/Managing Director, the internal auditor and senior management, wherever applicable.

PRINCIPLE B : EFFECTIVE AUDIT AND RISK MANAGEMENT (CONTINUED)

Part I – AC (continued)

8. AC (continued)

In addition, the AC undertakes an annual assessment of the suitability and independence of the external auditors as well as the performance of the external auditors, including the review of calibre of the audit firm, quality of processes, audit team, independence and objectivity, audit scope and planning, audit fees and audit communications. Further, the Board, through the recommendation of the NC, had evaluated the effectiveness of the AC and members of the AC in August 2024.

On the other hand, the AC has also sought written assurance from the external auditors, confirming that they are, and have been, independent throughout the conduct of the audit engagement with the Company in accordance with the independence criteria set out by the Malaysian Institute of Accountants. The external auditors provided such declaration in their annual audit plan presented to the AC prior to the commencement of audit for a particular financial year.

In this regard, the AC had on 28 May 2024, assessed the independence of ChengCo PLT [201806002622 (LLP0017004-LCA) & AF0886] ["ChengCo"] as external auditors of the Company as well as reviewed the level of non-audit services to be rendered by ChengCo to the Company for the financial year ended 30 June 2024. The AC was satisfied with ChengCo's technical competency and audit independence and took note that the quantum of non-audit fee charged thereto was not material as compared to the total audit fees paid or to be payable to ChengCo. Details of statutory audit, audit-related and non-audit fees paid/payable in the financial year ended 30 June 2024 to the external auditors are set out in the Other Compliance Information of this Annual Report. Having satisfied itself with their performance and fulfilment of criteria as set out in the Non-Audit Services Policy as well as received the assurance from ChengCo as stated above, the AC will recommend their re-appointment to the Board, upon which the shareholders' approval will be sought at the 17th AGM.

Part II – Risk Management and Internal Control Framework

9. Risk Management and Internal Control Framework

The Board oversees, reviews and monitors the operation, adequacy and effectiveness of the Group's system of internal controls. The Board defines the level of risk appetite, approves and oversees the operation of the Group's Risk Management Framework, and assesses its effectiveness and reviews any major/ significant risk facing the Group. The risk framework also includes pertinent risk management policies and guidelines to provide structured guidance to personnel across the Group in addressing risk management. The risk appetite of the Group is articulated via the use of risk parameters in the framework, covering financial and non-financial metrics, to assess the likelihood or risks occurring and the impact thereof should the risks crystallise.

The AC oversees the risk management framework of the Group, reviews the risk assessment and management policies formulated by Management regularly together with the Internal Auditors and makes relevant recommendations to Management to update the Group Risk Profile. The AC also discusses with the Board on areas of high risk faced by the Group and the adequacy of compliance and control throughout the organisation, and makes relevant recommendations to the Board to manage residual risks.

The Board has been integrating the risk issues into their decision-making process whilst maintaining the flexibility to lead the business of the Group through the ever-changing internal and external environments.

The Company continues to maintain and review its internal control procedures to ensure the protection of its assets and its shareholders' investment.

Details of the main features of the Company's risk management and internal controls framework are further elaborated in the AC Report and the Statement on Risk Management and Internal Control on pages 59 and 61 of this Annual Report.

PRINCIPLE B : EFFECTIVE AUDIT AND RISK MANAGEMENT (CONTINUED)

Part II – Risk Management and Internal Control Framework (continued)

10. Governance, Risk Management and Internal Control Framework

The Board has outsourced the internal audit function to an independent assurance provider, namely Wensen Consulting Asia (M) Sdn. Bhd. to provide an independent appraisal over the system of internal control of the Group and reports directly to the AC. The responsibilities of the Internal Auditors include providing independent and objective reports on the state of internal controls and the significant operating units in the Group to the AC, with recommendations for improvement to the control procedures, so that remedial actions can be taken in relation to weaknesses noted in the systems.

The outsourced internal audit function is headed by the Group Managing Director, who is assisted by an audit team comprising the Engagement Director. The Group Managing Director is a Practicing Member of the Institute of Singapore Chartered Accountants (ISCA), a member of the Malaysian Institute of Accountants (MIA) and a Fellow Member of the Chartered Association of Certified Accountants (FCCA) as well as a chartered member of Institute of Internal Auditors Malaysia (CMIIA), with more than 20 years of experience in auditing while other team members are accounting graduates with a minimum qualification of a degree obtained from overseas and/or local universities. The number of staffs deployed for the internal audit reviews was 2 to 3 staffs per visit including the engagement leader.

In addition, the internal audit personnel/team are free from any relationships or conflict of interests with the Company, to ensure the Internal Auditors' objectivity and independence are not impaired and the internal audit function is carried out in accordance with a recognised framework.

During the financial year, the internal auditors have conducted review on the Group in accordance to the Internal Audit Plans, which have been approved by the AC.

The Internal Auditors will perform periodic testing of the internal control systems to ensure that the system is robust.

The Statement on Risk Management and Internal Control as included on pages 59 and 61 of this Annual Report provides the overview of the internal control framework adopted by the Company during the financial year ended 30 June 2024.

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

Part I – Communication with Stakeholders

11. Continuous Communication Between Company and Stakeholders

The Group recognises the importance of prompt and timely dissemination of information to the shareholders and the investors, in order for these stakeholders to be able to make informed investment decisions. Towards this, the Company's website at https://www.fintec.global/ incorporates a corporate section which provides all relevant information on the Company and is accessible by the public. This corporate section enhances the investor relations function by including all announcements made, annual reports as well as the corporate and governance structure of the Company.

The Company has put in place a Corporate Disclosure Policy with the objective to ensure communications to the public are timely, factual, accurate, complete, broadly disseminated and where necessary, filed with regulators in accordance with applicable laws. The Executive/Managing Director is the spokesperson of the Company on all matters relating to the Company to ensure compliance with the disclosure obligations as well as overseeing and co-ordinating disclosure of information. The Board delegated the authority to the Executive/Managing Director of the Company to ensure that Corporate Disclosure Policy is being adhered to by senior Management and the Company Secretaries in respect to disclosure obligations. The Executive/Managing Director is also given the authority to approve all announcements.

In addition, the Directors engage with shareholders at least once a year during the AGM to understand their needs and seek their feedback.

The Board is committed to ensuring that the shareholders and other stakeholders are well informed of the major developments of the Company and the information is communicated to them through the publication of the Annual Report, various timely announcements, disclosures made during the financial year and the release of financial results on the quarterly basis to Bursa Securities.

PRINCIPLE C : INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS (CONTINUED)

Part II – Conduct of General Meetings

12. Shareholder Participation at General Meetings

The AGM is the principal forum for shareholder dialogue, allows shareholders to review the Group's performance via the Company's Annual Report and pose questions to the Board for clarification.

The Board encourages the attendance of the shareholders at the Company's AGM. The notice period of the forthcoming 17th AGM given to the shareholders is 28 days in advance, which is in compliance with the minimum of 28 clear days stipulated in the MCCG 2021. The shareholders are thus provided with ample time to review the annual report, to appoint proxies and to collate questions to be asked at the AGM. The Chairman shall ensure the Board is accessible to shareholders and an open channel of communication is cultivated.

All the Directors shall endeavour to present in person to engage directly with, and be accountable to the shareholders for their stewardship of the Company at the AGM. The proceedings of the AGM will include the presentation of the external auditors' unqualified report to the shareholders, and a Q&A session during which the Chairman will invite shareholders to raise questions pertaining to the Company's financial statements and other items for adoption at the meeting, before putting a resolution to vote. The Directors and the external auditors will be in attendance to respond to the shareholders' queries.

In addition, to encourage greater shareholders' participation at the general meetings, the Company have explored to leverage on technology to facilitate hybrid or full virtual general meetings and remote shareholders' participation at general meetings.

The Company does not have meetings in remote locations and the Company had leverage on technology to facilitate shareholders to attend the AGM via virtual meetings. However, the Company did not implement the voting in absentia thus far.

The Company's general meetings have always been held at a venue which is easily accessible previously for physical AGM and the Company had been investing and leverage on technology to facilitate full virtual general meetings and remote shareholders' participation at general meetings for its last AGM.

Shareholders who are unable to attend the AGM physically or via virtual AGM are entitled to appoint representatives or proxy/proxies/Chairman to vote on their behalf in their absence.

This CG Overview Statement was approved by the Board on 21 October 2024.

A. AUDIT AND NON-AUDIT FEES

The audit and non-audit fees paid or payable to the external auditors for the financial year ended 30 June 2024 is as follows:-

Details of fees	Group (RM)	Company (RM)
- Statutory Audit Fees	269,236	58,000
- Non-Audit Fee for review of Statement of Risk Management and Internal Control and Adjustment to the Conversion Price of ICPS pursuant to share consolidation	15,000	15,000
Total	**284,236**	**73,000**

B. MATERIAL CONTRACTS

During the financial year ended 30 June 2024, there were no material contract entered into by the Company and its subsidiaries involving Directors and major shareholders' interests which was still subsisting at the end of the financial year or since the end of the previous financial year.

C. RECURRENT RELATED PARTY TRANSACTIONS

During the financial year ended 30 June 2024, the Company did not enter into any recurrent related party transactions of revenue or trading nature.

D. UTILISATION OF PROCEEDS

(i) Rights Issue with Warrants C

The Company had undertaken a Rights Issue with Warrants C, which was completed on 28 December 2020 following the listing and quotation of 1,432,718,739 Rights Shares and 1,146,174,828 Warrants C on the ACE Market of Bursa Securities. The Rights Issue with Warrants C had raised gross proceeds of RM114,617,000.00.

As at 31 March 2022, the Company has yet to fully utilise the proceeds raised from the Rights Issue with Warrants C within the stipulated timeframe, i.e. by 27 June 2022 and requires additional time to utilise the balance proceeds amounting to approximately RM593,000.00 for the construction of factory building for the gloves business. In view thereof, the Board had resolved to extend the time frame for the utilisation of the said proceeds for another six (6) months period from 28 June 2022 to 27 December 2022 to provide additional time for the Group to utilise the balance of proceeds for the construction of factory building for the gloves business.

The Company had subsequently resolved to vary the utilisation of proceeds raised from the Rights Issue with Warrants C as follows:-

Description	As at 31 March 2022				Proposed Variation of Utilisation (RM'000)	After Proposed Variation of Utilisation (RM'000)
	Proposed Utilisation (RM'000)	Reallocation of Utilisation (RM'000)	Actual Utilisation (RM'000)	Balance Unutilised proceeds (RM'000)		
Construction of factory building for the Gloves Business	15,232	5,000	(19,639)	593	8,670	9,263
Capital expenditure for the Gloves Business	83,176	#(5,000)	(34,234)	43,942	(13,670)	30,272
Working capital for the Gloves Business	15,498	13	(8,284)	7,227	5,000	12,227
Estimated expenses for the Corporate Exercises	711	*(13)	(698)	-	-	-
Total	**114,617**	**-**	**(62,855)**	**51,762**	**-**	**51,762**

D. UTILISATION OF PROCEEDS (CONTINUED)

(i) Rights Issue with Warrants C (continued)

Due to the delay in the utilisation of proceeds for the construction of factory building for the gloves business, the Board had subsequently resolved to extend the time frame for the utilisation of the said proceeds for another twelve (12) months period from 28 December 2022 to 27 December 2023.

The status of utilisation of proceeds raised from the Rights Issue with Warrants C as at 30 June 2023 is as follows:-

Description	Proposed Utilisation RM'000	Reallocation RM'000	Actual Utilisation RM'000	Balance Unutilised proceeds RM'000	Deviation RM'000	Timeframe for utilisation from receipt of proceeds i.e. from 28 December 2020	Intended timeframe	Proposed Revised timeframe
Construction of factory building for the Gloves Business	15,232	13,670	(22,558)	6,344	-	Within 6 months	27 December 2022	27 December 2023
Capital expenditure for the Gloves Business	83,176	#(18,670)	(51,662)	12,844	-	Within 24 months	27 December 2022	27 December 2023
Working capital for the Gloves Business	15,498	(687)	(9,293)	5,518	-	Within 24 months	27 December 2022	27 December 2023
Estimated expenses for the corporate exercise	711	*(13)	(698)	-	-	Immediate	-	-
Working Capital for the Group	-	**5,700	(5,319)	381	-	Within 24 months	27 December 2022	27 December 2023
Total	**114,617**	**-**	**(89,530)**	**25,087**	**-**	**-**	**-**	**-**

Note:

The balance unutilised proceeds of RM18,670,000.00 has been reallocated from Capital expenditure for the Gloves Business to (i) Construction of factory building for the Gloves Business (i.e. RM13,670,000.00) and (ii) Working capital for the Gloves Business (i.e. RM5,000,000.00).

* *The balance unutilised proceeds of RM13,000.00 for the estimated expenses for the corporate exercise had been reclassified into Working Capital.*

** *RM5,700,000.00 (less than 5% of the total proceeds) have been reallocated from working capital for the Glove Business to working capital for the Group.*

As at 30 September 2023, the Company had fully utilised the proceeds for the purpose of constructing the factory building and there was a balance unutilised proceeds of RM3.51 million.

D. UTILISATION OF PROCEEDS (CONTINUED)

(i) Rights Issue with Warrants C (continued)

In view of the balance unutilised proceeds, the Company had resolved to vary the utilisation of proceeds raised from the Rights Issue with Warrants C as follows:-

Description	As at 30 September 2023				Proposed Variation of Utilisation (RM'000)	After Proposed Variation of Utilisation (RM'000)
	Proposed Utilisation (RM'000)	Reallocation of Utilisation (RM'000)	Actual Utilisation (RM'000)	Balance Unutilised proceeds (RM'000)		
Construction of factory building for the Gloves Business	15,232	13,670	(25,391)	3,511	(3,511)	-
Capital expenditure for the Gloves Business	83,176	(18,670)	(52,007)	12,499	(9,200)	3,299
Working capital for the Gloves Business	15,498	(687)	(10,496)	4,315	-	4,315
Estimated expenses for the Corporate Exercises	711	(13)	(698)	-	-	-
Working capital for the Group	-	5,700	(5,600)	100	12,711	12,811
Total	**114,617**	**-**	**(94,192)**	**20,425**	**-**	**20,425**

The remaining unutilised proceeds of RM12.71 million (i.e. from "Construction of factory building for the Gloves Business" and "Capital expenditure for the Gloves Business") has been reallocated to the category of "Working capital for the Group" in order to meet the Group's on-going working capital requirements.

Furthermore, the Board had resolved to further extend the time frame for the utilisation of the said balance unutilised proceeds for another twelve (12) months period from 28 December 2023 to 27 December 2024 to provide additional time for the Group to utilise the said balance unutilised proceeds.

The status of utilisation of proceeds raised from the Rights Issue with Warrants C as at 30 June 2024 is as follows:-

Description	Proposed Utilisation RM'000	Reallocation RM'000	Actual Utilisation RM'000	Balance Unutilised proceeds RM'000	Deviation RM'000	Timeframe for utilisation from receipt of proceeds i.e. from 28 December 2020	Intended timeframe	Proposed Revised timeframe
Construction of factory building for the Gloves Business	15,232	10,159	(25,391)	-	-	Within 6 months	27 December 2023	-
Capital expenditure for the Gloves Business	83,176	#(27,870)	(52,076)	3,230	-	Within 24 months	27 December 2023	27 December 2024
Working capital for the Gloves Business	15,498	(687)	(13,533)	1,278	-	Within 24 months	27 December 2023	27 December 2024
Estimated expenses for the corporate exercise	711	*(13)	(698)	-	-	Immediate	-	-
Working Capital for the Group	-	**18,411	(13,402)	5,009	-	Within 24 months	27 December 2023	27 December 2024
Total	**114,617**	**-**	**(105,100)**	**9,517**	**-**	**-**	**-**	**-**

D. UTILISATION OF PROCEEDS (CONTINUED)

(i) Rights Issue with Warrants C (continued)

Note:

\# *RM27,870,000.00 has been reallocated from Capital expenditure for the Gloves Business to (i) Construction of factory building for the Gloves Business (i.e. RM10,159,000.00) and (ii) Working capital for the Group (i.e. RM17,711,000.00).*

* *The balance unutilised proceeds of RM13,000.00 for the Estimated expenses for the Corporate Exercises had been reclassified into Working capital for the Group.*

** *RM687,000.00 has been reallocated from Working capital for the Gloves Business to Working capital for the Group.*

E. EMPLOYEES' SHARE OPTIONS SCHEME ("ESOS")

The ESOS of the Company was approved by the shareholders of the Company at the Extraordinary General Meeting held on 26 October 2020 and is governed by the ESOS By-Laws.

The ESOS was implemented with effect from 25 March 2021 and shall be in force for a period of five (5) years and may be extended for such further period, at the sole and absolute discretion of the Board, provided always that the Initial Scheme Period above and such extension of the scheme made pursuant to the By-Laws shall not in aggregate exceed a duration of ten (10) years from the effective date of the ESOS or such other longer period as may be permitted by Bursa Securities or any other relevant authorities.

Prior to 9 May 2024, a total of 2,541,678,000 options were offered to eligible employees under the ESOS since 25 March 2021. Notwithstanding this, only 1,622,000,000 options were exercised by the eligible employees and the remaining options had lapsed.

On 9 May 2024, the Company had undertaken and completed the consolidation of every 30 existing ordinary shares of the Company into 1 ordinary share ("Share Consolidation").

Subsequent to the Share Consolidation, a total of 5,301,000 options were offered to eligible employees under the ESOS on 2 September 2024 and the same were fully exercised by the eligible employees.

There is one (1) ESOS in existence and no option was granted by the Company during the financial year ended 30 June 2024 as follows:-

Total number of options / shares outstanding as at 1 July 2023	Total number of options exercised during the financial year ended 30 June 2024	Total number of options / shares granted during the financial year ended 30 June 2024	Total number of options / shares lapsed during the financial year ended 30 June 2024	Total options/ shares outstanding as at 30 June 2024
-	-	-	-	-

Options granted to Directors and Chief Executive

Total number of options / shares outstanding as at 1 July 2023	Aggregate options exercised or vested during the financial year ended 30 June 2024	Aggregate options / shares granted during the financial year ended 30 June 2024	Aggregate options/ shares outstanding as at 30 June 2024
-	-	-	-

Options granted to Directors and Senior Management

	During the financial year ended 30 June 2024	Since commencement of the ESOS on 25 March 2021
Aggregate maximum allocation in percentage	Nil	70%
Actual percentage granted	Nil	48.08%

E. EMPLOYEES' SHARE OPTIONS SCHEME ("ESOS") (CONTINUED)

Breakdown of the options offered to and exercised by non-executive Directors pursuant to ESOS in respect of the financial year are as follows:-

Name of Directors	Amount of Options Granted	Amount of Options Exercised
Dato' Seri Abdul Azim Bin Mohd Zabidi	Nil	Nil
Ong Tee Kein	Nil	Nil
Chew Shin Yong, Mark	Nil	Nil
Ong Siew Min	Nil	Nil

F. PROPERTIES

The list of properties of the Company as at 30 June 2024 is as follows:-

Location	Description	Land area	Existing use	Date of Acquisition	Tenure	Approximate age of buildings (years)	Net Book Value as at 30.06.2024 RM'000
Lot 2265, Geran Mukim 6711, Town of Kulim District of Kulim Kedah	Factory	1,630 square metres	Manufacturing of Effective microorganism	2014	Freehold	19	841
Lot 2264, Geran Mukim 6710, Town of Kulim District of Kulim Kedah	Factory	836 Square metres	Storage	2014	Freehold	19	560
Lot 304994, Mukim Hulu Kinta, Perak	Factory	18,746 Square metres	Glove business	2020	99 years up to 30 July 2096	3	53,398

The Board of Directors of FINTEC is pleased to present the report of the AC for the financial year ended ("FYE") 30 June 2024.

A. COMPOSITION AND MEETINGS

The composition of the AC and the attendance by each member at the Committee meetings held during the FYE 30 June 2024 are as follows:-

Members	Attendance of meetings	Percentage attendance
Ong Tee Kein *(Chairman)* *Senior Independent Non-Executive Director*	5/5	100%
Chew Shin Yong, Mark *Independent Non-Executive Director*	5/5	100%
Ong Siew Min *Independent Non-Executive Director*	5/5	100%

The composition of the AC complied with the Rule 15.09(1)(a), (b) and (c) which composed of 3 members and all the committee members are independent non-executive directors. The Chairman of the AC, Mr Ong Tee Kein, a Senior Independent Non-Executive Director of the Company, is a member of Malaysian Institute of Accountant. Further, no alternate director is appointed as a member of the AC.

B. TERMS OF REFERENCE OF AC

The full details of terms of reference of the AC are published on the Company's website at https://www.fintec.global/.

The Board assesses the performance of the AC through an annual Board Committee evaluation and is satisfied that they are able to discharge their function, duties and responsibilities in accordance with the terms of reference of the AC revised and adopted on 27 May 2022, which is published on the Company's website.

The terms of reference of the AC shall be revised from time to time to ensure compliance with the corporate governance, the guidelines and requirements and amongst other, the rights of the AC shall include:-

(a) the authority to investigate any matter within its terms of reference and have the right of direct access to anyone in the Company to conduct a special investigation to be carried out for fraud, violation of code of conduct or an illegal act;
(b) the resources which are required to perform its duties;
(c) full and unrestricted access to any information pertaining to the Group;
(d) direct communication channels with the external auditors and the internal auditors;
(e) the right to obtain independent professional or other advice and to invite outside experts or advisors such as valuers, or tax consultants with relevant experience and expertise to attend the AC meetings (if required) and to brief the AC at the Company's expense; and
(f) the right to convene meetings with the internal auditors and the external auditors, excluding the attendance of the executive board members, Management or employees of the Group, whenever deemed necessary.

Further, the AC held five (5) meetings during the financial year and the Managing Director and senior management were invited to all the meetings to facilitate direct communication and to provide clarifications on the audit issues, operation matters as well as the risk management and internal controls of the Group. In addition, the Internal Auditors and External Auditors were also invited to attend the AC meetings held to present their reports, audit findings and recommendations to the AC to facilitate them in discharging their duties and responsibilities and reporting to the Board on matters which warrants the attention and decisions of the Board.

The AC met with the External Auditors twice during the financial year without the presence of the Managing Director and senior management to deliberate and raise specific audit matters which required the attention and opinion of the AC and Management's cooperation with the External Auditors, sharing of information and proficiency and adequacy of the resources in the financial reporting functions.

B. TERMS OF REFERENCE OF AC (CONTINUED)

Discussion and audit issues tabled at AC meetings, including the decisions made and rationale adopted in arriving at such decisions were recorded. Thereafter, the Minutes of the AC meetings were tabled for confirmation at the following AC meeting. Recommendations and decisions made by the AC were also presented to the Board for approval, whenever necessary, which included but not limited to the quarterly financial results, audited financial statements, audit reports and major audit findings. During the presentation by the AC Chairman at the Board of Directors' Meetings, the AC Chairman also conveyed to the Board the significant concerns or major audit issues raised by the Internal Auditors, External Auditors and the AC itself.

During the financial year under review, the AC also adopted the COI Policy on 27 February 2024.

The COI Policy provides guidance to the AC and the Board on the action plan, measures to be taken to resolve, eliminate, or mitigate such COI or potential COI situation.

The AC also recommended that each Directors, identified key senior management or any person(s) who would fall within the parameter set out in the COI Policy to perform a quarterly declaration of their COI or potential COI arises by completing the COI Questionnaire and Annual COI Disclosure Form for the AC's discussion and assessment of the action required.

The AC had accordingly reviewed all the COI or potential COI's declarations (excluding a related party transaction) made by the respective persons as at the financial year end under review and concluded that sufficient disclosure of all COI or potential COI (excluding a related party transaction) had been made and documented and the AC is satisfied save for those recurrent or related party transactions that had been disclosed earlier, there were no other COI or potential COI noted during the financial year under review.

C. SUMMARY OF ACTIVITIES OF THE AUDIT COMMITTEE

During the FYE 30 June 2024, the AC has carried out its duties as set out in terms of reference, which are summarised as follows:-

Ensuring Financial Statements Comply with Applicable Financial Reporting Standards:

a. Reviewed the quarterly financial results, audited financial statements and annual report of the Group and the Company and ensure, amongst others, that they comply with applicable financial reporting standards prior to submission to the Board of Directors for consideration and approval.
b. Reviewed any changes in the implementation of major accounting policies and practices to the Group.
c. Monitored the integrity of the financial statements of the Company and assessed whether the financial report represents a true and fair view of the Company's performance and ensured compliance with the regulatory requirements.

Reviewing the Audit Findings of the External Auditors and Assessing their Performance, Suitability and Independence of External Auditors:

a. Reviewed the external auditors' audit plans, its scope of work and nature for the financial year of the Group.
b. Reviewed the External Auditors' findings arising from audits and in particular, responses, appropriate action taken by Management.
c. Reviewed the fees (both audit and non-audit) and expenses paid to the External Auditors and assessed the independence of the External Auditors for the re-appointment as External Auditors. The AC is of the opinion that the independence of the External Auditors has not been compromised based on the confirmation provided by the External Auditors.
d. Conducted private meeting(s) with the External Auditors without the presence of Managing Director or employees of the Group.

C. SUMMARY OF ACTIVITIES OF THE AUDIT COMMITTEE (CONTINUED)

Overseeing the Governance Practices in the Group:

a. Reviewed the minutes of meetings of the AC.
b. Reviewed the acquisition of major investment, investments in quoted and unquoted securities or fixed assets prior recommending the same to the Board of Directors for approval.
c. Reviewed the Terms of Reference of the AC.
d. Reviewed the financial status of the Company and its investee companies.
e. Reviewed the Risk Management Framework and Policy.
f. Reviewed the Portfolio Investment of the Group.
g. Reviewed and issued the AC Report for inclusion in the Annual Report.

Reviewing the Audit Findings of the Internal Auditors and Assisting the Board in Reviewing the Effectiveness and Adequacy of Systems of Internal Control in the Key Operation Processes:

a. Reviewed the internal audit reports prepared by the Internal Auditors and the action plans taken by Management to resolve the issues to ensure adequacy of the internal control system.
b. Reviewed and discussed with the internal auditors, their audit findings, recommendations made, management's response to the audit findings and proposed action plans, including those issues arising during the course of audit (in the absence of Management where necessary).
c. Reviewed the effectiveness and efficiency of the internal controls system in place and the risk factors affecting the Company.
d. Reviewed the Statement of Sustainability.
e. Reviewed the Risk Management Update Report.

Related Party Transactions and/or Conflict of Interest

a. Reviewed related party transactions entered into by the Group and any COI or potential COI situation that may arise within the Group and ensured that all transactions are at arm's length basis. There were no material related party transactions noted during the financial year under review.

D. INTERNAL AUDIT FUNCTION

The Group's internal audit function which reports directly to the AC, is outsourced to a professional services firm, namely Wensen Consulting Asia (M) Sdn. Bhd. The Internal Auditors provide the AC with an independent assessment on the adequacy and effectiveness of the Group's risk management and system of internal control. The professional fees incurred for the internal audit function in respect of the FYE 30 June 2024 amounted to RM10,000.

The role of the internal audit function is independent and not related to the Group's External Auditors. The internal audit function includes evaluation on the processes by which significant risks are identified, assessed and managed and ensures that instituted controls are appropriate and effectively applied and the risk exposures are consistent with the Company's risk management policy.

The internal audit division conducts scheduled internal audits based on the audit plan presented to and approved by the AC. The audit focuses on areas with high risk and ascertains that the risks are effectively mitigated by controls. Periodic reports are then tabled to the AC on improvement, recommendations and follow-ups to close the gap.

During the FYE 30 June 2024, the internal auditors carried out duties in areas covering internal audit on the operations of Fintec Glove Sdn. Bhd. with respect to its key business processes (i.e. Sales and Collection Management, Procurement and Payment Management, Human Resources and Payroll Management and Financial Statement Close Processing Management). In addition, the internal auditors had updated the AC on the status of implementation of the recommendation actions for the following companies in the following aspects:-

D. INTERNAL AUDIT FUNCTION (CONTINUED)

(i) Fintec Global Berhad - Review on Delegation of Authority; and

The Internal Audit Reports were tabled to the AC at the AC Meeting to review and discuss the major concerns and risks including the appropriate actions for improvement to be undertaken by Management.

The outsourced internal audit function is headed by the Group Managing Director, who is assisted by an audit team comprising the Engagement Director. The Group Managing Director is a Practicing Member of the Institute of Singapore Chartered Accountants (ISCA), a member of the Malaysian Institute of Accountants (MIA) and a Fellow Member of the Chartered Association of Certified Accountants (FCCA) as well as a chartered member of Institute of Internal Auditors Malaysia (CMIIA), with more than 20 years of experience in auditing while other team members are accounting graduates with a minimum qualification of a degree obtained from overseas and/or local universities. The number of staffs deployed for the internal audit reviews was 2 to 3 staffs per visit including the engagement leader, and the team are free from any relationships or COIs with the Company, to ensure the Internal Auditors' objectivity and independence are not impaired.

The details of the Internal Audit Function are set out in the Statement on Risk Management and Internal Control of this Annual Report.

DIRECTORS' RESPONSIBILITY STATEMENT ON FINANCIAL STATEMENTS

In accordance to the Companies Act 2016, the Directors are obliged to prepare the financial statements for each financial year in accordance with the applicable Malaysian Financial Reporting Standards ("MFRSs"), the International Financial Reporting Standards ("IFRSs") and the requirements of the Companies Act 2016 in Malaysia.

The primary aim of the Directors is to present a balanced and understandable assessment of the Group's position and prospects through its annual financial statements and quarterly financial results to its shareholders. In presenting the financial statements, the Group had used appropriate accounting policies, consistently applied and supported by reasonable judgements and estimates. The quarterly financial results were reviewed by the AC and approved by the Board of Directors before being announced to the public through Bursa Securities.

The Directors of the Company are required to ensure that the financial statements for each financial year are properly drawn up in accordance with the provisions of the Companies Act, 2016 and applicable approved accounting standards in Malaysia as well as the ACE LR of Bursa Securities so as to give a true and fair view of the state of affairs of the Group and the Company as at the end of the financial year and of the results and cash flows of the Group and the company for that period.

The Directors are satisfied that in preparing the financial statements of the Group for the FYE 30 June 2024, the Group had used appropriate accounting policies and applied them consistently, prudently and reasonably. The Directors also ensure that all applicable approved accounting standards are adhered to in the preparation of the financial statements.

In addition, the Directors are responsible for taking reasonable steps to safeguard the assets of the Company and the Group, to detect and prevent fraud and other irregularities.

INTRODUCTION

In line with Rule 15.26(b) of the ACE LR of Bursa Securities, the Board of FINTEC is pleased to provide the following Statement on Risk Management and Internal Control ("Statement").

The Statement, which outlines the nature and scope of risk management and internal control of FINTEC and its subsidiaries (collectively as a Group) during the FYE 2024, is guided by the "Statement on Risk Management and Internal Control - Guidelines for Directors of Listed Issuers" (Para. 32) and with the MCCG 2021 (Practice 10.1 and 10.2).

BOARD RESPONSIBILITY

The Board acknowledges the importance of a sound risk management and internal controls being embedded into the culture, processes and structures of the Group. The system of internal controls covers financial, operational and compliance controls. The Board affirms its overall responsibility for the Group's systems of risk management and internal control and for reviewing the effectiveness and efficiency of these systems to ensure its viability and robustness. It should be noted, however, that such systems are designed to manage, rather than eliminate risks of failure to achieve corporate objectives. Inherently, it can only provide reasonable and not absolute assurance against material misstatements, losses or breaches of laws and regulations.

RISK MANAGEMENT

The risk management process includes the process of identifying, evaluating, assessing, treating, monitoring, reporting and reviewing the risks which include financial, operational and compliance areas. This process is regularly reviewed by the Board in compliance with the relevant guidelines, to ensure a proper balance between risks encountered by the Group and potential returns to shareholders.

KEY PROCESSES OF INTERNAL CONTROL

The Group's internal control system comprises the following key processes:

i) Separation of Functions

The Group maintains a formal organisational structure that includes clear delegation of responsibilities and accountability. The Group's business objectives are communicated to the respective personnel in relation to their respective roles so that they understand and held accountable for the achievement of these objectives. The authority limits, roles and responsibilities and line of reporting are also documented in writing as a formal medium of communication.

Annual review of organisational structure was carried out to ensure proper discharge of duties to enable good business and regulatory governance. Segregation of duties is practised whereby conflicting tasks are assigned to different employees to reduce the scope for error and fraud.

ii) Planning, Monitoring and Reporting

An annual planning and budgetary exercise is undertaken requiring all divisions to prepare plans and budgets for the forthcoming year. These are deliberated to the Managing Director/Board before implemented.

The Board is updated on the Group's performance at the scheduled meetings where the Group's business progress and actual versus budget performance are reviewed by the Board on a half-yearly basis. However, financial performance are presented to the Board on a quarterly basis for their review, consideration and approval.

This is a flow of information to the Board on all aspects of the Group's operations to facilitate the monitoring of performance against the Group's corporate strategy and business plans. The Board also plays an active role in discussing and reviewing the business plans, strategies, performance and risks encountered by the Group.

KEY PROCESSES OF INTERNAL CONTROL (CONTINUED)

iii) Risk Management

There is active involvement by the Managing Director in the day-to-day business operations of the Group. Scheduled operational and management meetings are held to discuss and review the business plans, budgets, financial and operational performances of the Group.

The Board is committed to identify business and other risks that are inherent in the environment in which the Group operates and to ensure the implementation of appropriate control mechanism to mitigate these risks. In assisting it to discharge its duties and responsibilities, the Board through the AC, senior management and the internal audit ("IA") function, will carry out annually of the adequacy and the integrity of the Group's internal control system and management information system, including system for compliance with applicable laws, regulations, rules, directives and guidelines.

iv) Audits

The Group out-sourced the IA function to an independent professional consultancy firm during the financial year under review to review the risk management and internal control systems of the Group and report directly to the AC. The main objective of this audit is to provide a reasonable assurance that the risk management and internal control systems of the Group are operated adequately, satisfactorily and effectively.

Upon completion of the audit, the internal auditors presented their report and discussed their findings and recommendations for improvement to the AC. All key risks were assessed by using qualitative measures based on the significance of its impact to the Group and the likelihood of its occurrence. An assessment of impact and its likelihood of occurrence are evaluated, indicating the level of attention and mitigation actions required. Areas with higher risk levels are given priority and incorporated into the IA plan. Reviews and recommendations are then carried out based on resources allocated, focusing on areas that required immediate mitigation, remedy and rectification. All agreed management action plans are presented to the Board for approval via the AC.

The AC of the Group reviews the internal control issues identified by the Internal Auditors, the External Auditors and Management, and evaluates the effectiveness and adequacy of the Group's risk management and internal control systems. It also reviews the IA function with particular emphasis on the scope of frequency of audits and the adequacy of resources. The minutes of the AC meetings are presented to the Board of the Company on quarterly basis.

The review of IA activities for the FYE 30 June 2024 was conducted on the following areas:

- Sales and Collection Management
- Procurement and Payment Management
- Human Resources and Payroll Management
- Financial Statement Close Processing Management

The total fee incurred for Wensen Consulting Asia (M) Sdn. Bhd. in the FYE 30 June 2024 was RM10,000.

v) Policies and Procedures

Documented policies and procedures for key business processes are formalised and regularly reviewed as well as updated to ensure its effectiveness and able to continually and adequately support the Group's business activities at all times as the Group continues to grow.

KEY PROCESSES OF INTERNAL CONTROL (CONTINUED)

vi) Code of Conduct and Ethics

The Group has a set of Code of Conduct and Ethics which outlines the conduct of business and the standards of behaviour/ ethical conduct. The Board is guided by the Code of Conduct and Ethics in discharging its oversight role effectively. It requires the Board to observe high ethical business standards, honesty and integrity and to apply these values to all aspects of the Group's business and professional practice.

The Group adopted zero tolerance policy against all forms of bribery and corruption, whereby an ABAC Policy was established, which was reviewed by the internal auditors and approved by the AC and the Board. It provides an avenue to the employees, directors or external parties to report of any improper conduct as defines in the ABAC Policy against any employees or director, in a safe and confidential manner. The ABAC Policy set out the stance on area relevant to bribery and corruption, expected conduct by the employees in adhering to the highest levels of integrity and ethics, and guidelines pertaining to governance and risk assessment. AC has the overall responsibility in overseeing the implementation and monitoring of the ABAC Policy and ensuring effective administration of the ABAC Policy.

CONCLUSION

The Board is of the opinion that the Group's system of internal control and risk management is operating adequately and effectively in all material aspects for the financial year under review up to the date of approval of this statement. The Board has appraised and confirms the effectiveness, adequacy and integrity of the system of internal control in operation during the financial year under review. The Board remains committed towards building a sound system of internal controls within an effective risk management framework. The Board acknowledges that internal controls must continuously improve to support the Group in achieving its key objectives.

REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

As required by Rule 15.23 of ACE LR of Bursa Securities, the external auditors have reviewed this Statement. Their review was performed in accordance with Recommended Practice Guide 5 (Revised) issued by the Malaysian Institute of Accountants and has reported to the Board that nothing has come to their attention that causes them to believe that this Statement is inconsistent with their understanding of the process adopted by the Board in the review of the adequacy and effectiveness of the risk management and internal controls within the Group.

This Statement has been approved by the Board of Directors at the meeting held on 21 October 2024.

FINANCIAL STATEMENTS

The Directors hereby submit their report and the audited financial statements of the Group and of the Company for the financial year ended 30 June 2024.

Principal activities

The principal activities of the Company are technology incubation and investment holding, manufacturing and sale of rubber gloves. The principal activities of the subsidiary companies are disclosed in Note 12 to the financial statement.

There have been no significant changes in the nature of these activities during the financial year other than those disclosed in the financial statements.

Results

	Group RM	Company RM
Profit/(Loss) for the financial year	23,183,021	(6,072,126)
Loss for the financial year attributable to:		
Owners of the parent	23,880,890	(6,072,126)
Non-controlling interest	(697,869)	-
	23,183,021	(6,072,126)

Reserves and provisions

There were no material transfers to or from reserves and provisions during the financial year.

Dividends

No dividend has been paid or declared by the Company since the end of previous financial year. The Directors do not recommend any dividend for the current financial year ended 30 June 2024.

Directors

The Directors of the Company who held office during the financial year and during the period from the end of the financial year to the date of this report are:

Dato' Seri Abdul Azim Bin Mohd Zabidi
Tan Sik Eek*
Ong Tee Kein*
Chew Shin Yong, Mark*
Ong Siew Min

* Director of the company and certain subsidiary company

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

Directors' interests in shares

The shareholdings in the Company and related corporations of those who were Directors at the end of the financial period, as recorded in the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016 in Malaysia, are as follows:

	Number of Ordinary Shares				
	As at 01.07.2023	**Consolidated**	**Bought**	**Sold**	**As at 30.06.2024**
In the Company					
Direct Interest:					
Tan Sik Eek	666,666	(644,444)	-	-	22,222

	Number of Warrants C			
	As at 01.07.2023	**Expired**	**Exercised**	**As at 30.06.2024**
In the Company				
Direct Interest:				
Tan Sik Eek	266,666	(266,666)	-	-

On 9 May 2024, the existing Shares were consolidated of every 30 existing Shares held by the Shareholders into 1 consolidated Shares.

By virtue of Tan Sik Eek's interest in the shares of the Company. Tan Sik Eek is also deemed to be interested in the shares of all the related corporations to the extent the Company has an interest.

The other Directors in office at the end of the financial year, did not hold any interest in the Ordinary Shares of the Company and related corporations during the financial year, according to the register required to be kept under Section 59 of the Companies Act 2016 in Malaysia.

Directors' benefits

Since the end of the previous financial year, no director of the Company has received nor become entitled to receive any benefit (other than a included in the aggregate amount of emoluments received or due and receivable by the Directors as shown in the financial statements) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

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

Directors' remuneration and fee

	Group		Company	
	2024 RM	**2023 RM**	**2024 RM**	**2023 RM**
Executive Directors:-				
- salaries and other emoluments	798,070	1,189,818	362,802	367,450
- defined contribution plan	89,514	82,548	43,092	43,092
Total executive directors' remuneration	887,584	1,272,366	405,894	410,542
Non-executive Directors:-				
- other emoluments	23,000	23,580	23,000	23,580
- fees	264,024	272,962	216,024	198,024
Total non-executive directors' remuneration	287,024	296,542	239,024	221,604
	1,174,608	1,568,908	644,918	632,146

Indemnity for directors, officers and auditor

There was no indemnity given to effected for any director, officer or auditor of the Group and of the Company.

Issue of shares and debentures

During the financial year, the Company increased its issued share capital from RM368,725,640 to RM405,033,161 by the way of:

(a) issuance of 3,300,000 new ordinary shares at RM0.11, pursuant to the conversion from Irredeemable Convertible Preference Shares

(b) issuance of 2,400 new ordinary shares at RM0.08 per ordinary shares, pursuant to the conversion from Warrant C.

(c) issuance of 314,400 new ordinary shares at RM3.30, pursuant to the conversion from Irredeemable Convertible Preference Shares

The newly issued shares ranked pari passu in all respects with the previously issued shares.

There was no issue of debentures by the Company during the financial year.

Share issuance scheme ("SIS")

The SIS is governed by the By-Laws approved by the shareholders at an Extraordinary General Meeting held on 5 June 2015. The SIS was implemented on 29 July 2015 and is in force for a period of five (5) years. The Company extended its existing SIS for a further five (5) years, to 28 July 2025.

The salient features of the SIS are as follows:

(a) The total number of shares to be issued under the SIS shall not exceed, in aggregate, thirty percent (30%) of the issued share capital (excluding treasury shares, if any) of the Company at any point of time during the tenure of the SIS for the eligible persons of the Company and its subsidiary companies who fulfil the eligibility criteria for participation in the SIS. In addition, not more than ten percent (10%) of the shares available under the SIS shall be allocated to any eligible person who, either individually or collectively through either individually or collectively through persons connected with the eligible person, holds twenty percent (20%) or more in the issued share capital of the Company (excluding treasury shares, if any);

(b) Each share option entitles the eligible person to subscribe for one (1) new ordinary share in the Company at the price to be determined by the Board upon recommendation of the Option Committee, shall be based on the higher of the five (5)-day volume weighted average market price of the share, as quoted on Ace Market of Bursa Malaysia, immediately preceding the date of offer with a discount of not more than ten percent (10%), if deemed appropriate, or such lower or higher limit in accordance with any prevailing guidelines issued by Bursa Malaysia or any other relevant authorities, as amended from time to time;

(c) Any share options which have not been exercised shall automatically lapse and be of no further legal effect if acceptance is not received on or before the exercise period; and

(d) All new ordinary shares issued pursuant to the SIS will rank pari passu in all respects with the then existing issued ordinary shares of the Company, except that the new ordinary shares so issued will not be entitled to any dividends, rights, allotments and/or other distributions declared, made or paid to shareholders prior to the date of allotment of such new ordinary shares, and will be subjected to all the provisions of the Articles of the Company relating to transfer, transmission or otherwise.

During the financial year, the Company did not issue any new ordinary shares pursuant to the SIS.

Employees' share option scheme ("ESOS")

The ESOS is governed by the By-Laws approved by the shareholders at an Extraordinary General Meeting held on 26 October 2020. The ESOS was implemented on 25 March 2021 and is in force for a period of five (5) years.

The salient features of the ESOS are as follows:

(a) The total number of shares to be issued under the ESOS shall not exceed, in aggregate, thirty percent (30%) of the issued share capital (excluding treasury shares, if any) of the Company at any point of time during the tenure of the ESOS for the eligible persons of the Company and its subsidiary companies who fulfil the eligibility criteria for participation in the ESOS. In addition, not more than ten percent (10%) of the shares available under the SIS shall be allocated to any eligible person who, either individually or collectively through persons connected with the eligible person, holds twenty percent (20%) or more in the issued share capital of the Company (excluding treasury shares, if any);

(b) Each share option entitles the eligible person to subscribe for one (1) new ordinary share in the Company at the price to be determined by the Board upon recommendation of the Option Committee, shall be based on the higher of the five (5)-day volume weighted average market price of the share, as quoted on Ace Market of Bursa Malaysia, immediately preceding the date of offer with a discount of not more than ten percent (10%), if deemed appropriate, or such lower or higher limit in accordance with any prevailing guidelines issued by Bursa Malaysia or any other relevant authorities, as amended from time to time;

(c) Any share options which have not been exercised shall automatically lapse and be of no further legal effect if acceptance is not received on or before the exercise period; and

(d) All new ordinary shares issued pursuant to the ESOS will rank pari passu in all respects with the then existing issued ordinary shares of the Company, except that the new ordinary shares so issued will not be entitled to any dividends, rights, allotments and/or other distributions declared, made or paid to shareholders prior to the date of allotment of such new ordinary shares, and will be subjected to all the provisions of the Articles of the Company relating to transfer, transmission or otherwise.

During the financial year, the Company did not issue any new ordinary shares pursuant to the ESOS.

Warrants

<u>WARRANT 2014/2024 ("WARRANTS A")</u>

On 28 April 2014, the Company listed and quoted 420,200,000 free detachable Warrants A pursuant to the Rights Issue with Warrants Exercise on the basis of one (1) Warrant A for every one (1) Rights Share subscribed.

The Warrants A are constituted by the Deed Poll dated 17 March 2014 ("Deed Poll A").

The salient features of the Warrants A are as follows:

(a) Each Warrant A entitles the registered holder thereof ("Warrant holder(s)") to subscribe for one (1) new ordinary share in the Company at an exercise price of RM0.10 during the 10-year period expiring on 19 April 2024 ("Exercise Period"), subject to the adjustments as set out in the Deed Poll A;

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

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

On 5 June 2017, the Company has completed the Proposed Share Consolidation involves the consolidation of every 3 ordinary shares in the Company into 1 ordinary share. Upon completion of the Share Consolidation, the total 393,888,400 outstanding Warrants A in the Company were consolidated into 170,092,838 Warrants A. Subsequently, the total number of outstanding warrants and exercise price were adjusted with effect from 26 November 2020 pursuant to the Rights Issue with Warrants C, which was completed on 28 December 2020.

Warrants (continued)

WARRANT 2020/2023 ("WARRANTS C")

On 28 December 2020, the Company has listed and quoted 1,146,174,828 free detachable Warrants C pursuant to the Rights Issue with Warrants C on the basis of five (5) Rights Shares together with four (4) free Warrant C for every five (5) existing ordinary shares of the Company.

The warrants C are constituted by the Deed Poll dated 10 November 2020 ("Deed Poll C").

The Salient features of the Warrants C are as follows:

(a) Each Warrant C entitles the registered holder to subscribe for one (1) new ordinary share in the Company at an exercise price of RM0.08 during the three (3)-year period expiring on 20 December 2023 ("Exercise Period"), subject to the adjustments in accordance with the provisions of the Deed Poll C;

(b) At the expiry of the Exercise Period, any Warrants C which have not been exercised will thereafter lapse and cease to be valid;

(c) The exercise price and/or the number of unexercised Warrants C shall be adjusted in the event of any alteration in the share capital of the Company at any time during the tenure of the Warrants C by reason of any issue of shares, consolidation, subdivision or capital reduction in accordance with the provisions of the Deed Poll C; and

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

The movements in the Warrants A and Warrants C are as follows:

	Entitlement For Ordinary Shares			
	As at 01.07.2023	**Expired**	**Exercised**	**As at 30.06.2024**
Warrants A	170,092,838	(170,092,838)	-	-
Warrants C	1,146,126,828	(1,146,124,428)	(2,400)	-
	1,316,219,666	(1,316,217,266)	(2,400)	-

Options granted over unissued shares

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

Other statutory information

Before the financial statements of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that:

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

Before the financial statements of the Group and of the Company were made out, the Directors took reasonable steps to ascertain that (continued):

(ii) any current assets which were unlikely to be realised in the ordinary course of business have been written down to an amount which they might be expected so to realise.

Other statutory information (continued)

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

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

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

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

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

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

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

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

No contingent liability or other liability of the Group and of the Company has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the Directors, will or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due.

In the opinion of the Directors, the results of the operations of the Group and of the Company for the financial year ended 30 June 2024 have not been substantially affected by any item, transaction or event of a material and unusual nature nor has any such item, transaction or event occurred in the interval between the end of the financial period and the date of this report.

Auditors' remuneration

The auditors' remuneration of the Group and of the Company for the financial year ended 30 June 2024 amounted to RM273,865 and RM77,000 respectively.

Auditors

The auditors, CHENGCO PLT, have indicated their willingness to continue in office.

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

TAN SIK EEK
Director

ONG TEE KEIN
Director

Kuala Lumpur
Date : 21 October 2024

***Statement** by Directors*

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

In the opinion of the Directors, the accompanying financial statements as set out on pages 73 to 119 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 2016 in Malaysia, so as to give a true and fair view of the financial position of the Group and of the Company as at 30 June 2024 and of their financial performance and their cash flows for the financial year ended on that date.

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

TAN SIK EEK
Director

ONG TEE KEIN
Director

Kuala Lumpur
Date : 21 October 2024

***Statutory** Declaration*

Pursuant to Section 251(1)(B) of the Companies Act 2016 in Malaysia

I, TAN SIK EEK, being the director primarily responsible for the financial management of FINTEC GLOBAL BERHAD, do solemnly and sincerely declare that to the best of my knowledge and belief, the accompanying financial statements as set out on pages 73 to 119 are in my opinion 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 in Malaysia.

Subscribed and solemnly declared by the above-named at)
Puchong, Selangor)
)

TAN SIK EEK
Director

Before me,

SAMUEL JOHN A/L PONNIAH
No : B437

COMMISSIONER FOR OATHS
Date : 21 October 2024

Independent *Auditors' Report*
To the Members of Fintec Global Berhad

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of FINTEC GLOBAL BERHAD, which comprise the statements of financial position as of 30 June 2024 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year ended 30 June 2024, and notes to the financial statements, including a summary of material accounting policies, as set out on 73 to 119.

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 2024 and of their financial performance and their cash flows for the financial year ended 30 June 2024 in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

We are independent of the Group and of the Company in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("By- Laws") and the International Ethics Standards Board for Accountants' International Code of Ethics for Professional Accountants (including International Independence Standards) ("IESBA Code") and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and 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 period. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined the matters described below to be the key audit matters to be communicated in our report.

(i) Impairment/written off of non-trade receivables, deposits and prepayments

As at 30 June 2024, the Group's gross non-trade receivables, deposits and prepayments amounted to RM32,280,560.

The management has performed an impairment assessment and review on the non-trade receivables, deposits and prepayments made by the Group.

Our procedures included:

(a) Discussed with management to understand their critical judgement used by them for the impairment assessment including the identification of indicator of impairment of prepayment and determination of recoverable amounts of non-trade receivables, deposits and prepayment;

(b) Examination of post year end cash receipts – as evidence of recoverability of recorded receivables;

(c) Examination of aged receivable listing to identify potential irrecoverable balances supplemented by enquiry into the reasons for provision/non-provision and corroboration of explanations received; and

(d) Verified prepayment paid with the relevant supporting documents.

Report on the Audit of the Financial Statements (continued)

Key audit matters (continued)

(ii) Impairment of amount due from subsidiaries

As at 30 June 2024, the gross carrying amount of the amount due from subsidiaries amounted to RM99,967,490. The Company carries significant amount due from subsidiaries which are subject to a high credit risk exposure.

Due to the significance of the amount due from subsidiaries in determining the probability of default we consider this to be an area of audit focus.

Our procedures included:

(a) Assessed and tested reasonableness of the Company's expected credit losses model, and key assumptions made by management; and

(b) Assessed whether financial statements disclosures are adequate and appropriately reflect the Company's exposure to credit risk, arising from subsidiary companies.

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.

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

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

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

Responsibilities of the Directors for the Financial Statements

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

Report on the Audit of the Financial Statements (continued)

Auditors' Responsibilities for the Audit of the Financial Statements (continued)

As part of an audit in accordance with approved standards on auditing in Malaysia and International Standards on Auditing, we exercise professional judgment 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.

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.

CHENGCO PLT
201806002622
(LLP0017004-LCA) & AF0886
Chartered Accountants

YAP PENG BOON
02118/12/2024 J
Chartered Accountant

Kuala Lumpur,
Date : 21 October 2024

Statements of *Profit or Loss and Other Comprehensive Income*

For the Financial Year Ended 30 June 2024

		Group		Company	
	Note	2024 RM	2023 RM	2024 RM	2023 RM
Revenue	3a	26,007,688	22,278,247	-	-
Cost of sales		(23,468,382)	(22,489,788)	-	-
Gross profit/(loss)		2,539,306	(211,541)	-	-
Other operating Income	3b	32,480,088	5,179,906	4,426,725	1,323,925
Administrative expenses		(11,235,675)	(9,974,832)	(10,487,106)	(4,311,150)
Other operating expenses		(562,760)	(27,464,542)	-	-
Profit/(Loss) from Operations		23,220,959	(32,471,009)	(6,060,381)	(2,987,225)
Finance cost	5	(34,182)	(32,559)	(11,745)	(9,094)
Profit/(Loss) before tax	6	23,186,777	(32,503,568)	(6,072,126)	(2,996,319)
Tax expenses	7	(3,756)	-	-	-
Net Profit/(Loss) for the financial year		23,183,021	(32,503,568)	(6,072,126)	(2,996,319)
Currency translation differences		57,923	246,250	-	-
Total comprehensive profit/(loss) for the financial year		23,240,944	(32,257,318)	(6,072,126)	(2,996,319)
Net Profit/(Loss) attributable to:					
Owners of the Parent		23,880,890	(31,821,035)	(6,072,126)	(2,996,319)
Non-controlling interest		(697,869)	(682,533)	-	-
		23,183,021	(32,503,568)	(6,072,126)	(2,996,319)
Total comprehensive profit/(loss) for the financial year attributable to:					
Owners of the Parent		23,938,813	(31,574,785)	(6,072,126)	(2,996,319)
Non-controlling Interest		(697,869)	(682,533)	-	-
		23,240,944	(32,257,318)	(6,072,126)	(2,996,319)
Profit/(Loss) attributable to owners of the Company per Ordinary Share (sen)					
- Basic (sen)	8	12.09	(0.54)		
- Diluted (sen)	8	11.79	(0.43)		

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

Statements of *Financial Position*

As at 30 June 2024

		Group		Company	
	Note	2024 RM	2023 RM	2024 RM	2023 RM
ASSETS					
Non-current assets					
Property, plant and equipment	9	70,183,955	73,669,642	1,436,720	1,468,763
Right-of-use assets	10	1,201,444	114,104	1,201,444	114,104
Intangible assets	11	-	-	-	-
Investment in subsidiaries	12	-	-	109,967,490	101,556,700
Investment in unquoted shares	13	977,486	977,486	-	-
Marketable securities	14	101,161,347	69,518,028	-	-
Asset held for sale	15	-	25,200,000	-	-
		173,524,232	169,479,260	112,605,654	103,139,567
Current assets					
Inventories	16	17,384	3,319,274	-	-
Trade receivables	17	851,805	274,393	-	-
Non-trade receivables, deposits and prepayments	18	32,280,560	25,472,243	784,035	217,855
Amount due from subsidiaries	19	-	-	-	1,098,762
Marketable securities	14	21,784,077	18,888,142	-	-
Current tax assets		63,198	356,211	-	-
Short term investment	20	-	13,215,958	-	13,215,958
Cash and bank balances		12,304,609	14,406,358	366,839	1,101,657
		67,301,633	75,932,579	1,150,874	15,634,232
TOTAL ASSETS		240,825,865	245,411,839	113,756,528	118,773,799
EQUITY AND LIABILITIES					
Share capital	21	405,033,161	368,725,640	405,033,161	368,725,640
Irredeemable convertible preference shares	22	16,432,152	17,832,672	16,432,152	17,832,672
Reserves	23	(183,298,774)	(172,330,777)	(310,259,199)	(269,280,264)
Equity attributable to owners of the parent		238,166,539	214,227,535	111,206,114	117,278,048
Non-controlling interest		(3,328,407)	(2,630,538)	-	-
Total equity		234,838,132	211,596,997	111,206,114	117,278,048
NON-CURRENT LIABILITY					
Lease liabilities	24	910,819	-	910,819	-
CURRENT LIABILITIES					
Trade payables	25	2,798,181	5,303,097	-	-
Non-trade payables, deposit received and accruals	26	1,983,969	28,384,319	130,449	92,403
Lease liabilities	24	294,764	127,426	294,764	127,426
Amount due to subsidiaries	19	-	-	1,214,382	1,275,922
		5,076,914	33,814,842	1,639,595	1,495,751
Total liabilities		5,987,733	33,814,842	2,550,414	1,495,751
TOTAL EQUITY AND LIABILITIES		240,825,865	245,411,839	113,756,528	118,773,799

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

Statements of *Changes in Equity*
For the Financial Year Ended 30 June 2024

	← Attributable to owners of the company →							
	← Non-distributable →				Distributable			
Group	**Share capital RM**	**Translation reserve RM**	**Irredeemable convertible preference shares RM**	**Warrants reserve RM**	**Accumulated losses RM**	**Sub-total RM**	**Non-controlling interest RM**	**Total equity RM**
2024								
At 1 July 2023	368,725,640	214,039	17,832,672	35,240,261	(207,785,077)	214,227,535	(2,630,538)	211,596,997
Transactions with owners:								
Issuance of ordinary shares pursuant to conversion of ICPS	1,400,520	-	(1,400,520)	-	-	-	-	-
Adjustment on exercised of Warrant C	265	-	-	(73)	-	192	-	192
Adjustment on expiration of Warrants	34,906,736	-	-	(35,240,188)	333,452	-	-	-
Total transaction with owners	36,307,521	-	(1,400,520)	(35,240,261)	333,452	192	-	192
Profit/(Loss) for the year	-	-	-	-	23,880,889	23,880,889	(697,869)	23,183,020
Foreign currency translation differences for foreign operations	-	57,923	-	-	-	57,923	-	57,923
Total comprehensive loss for the year	-	57,923	-	-	23,880,889	23,938,812	(697,869)	23,240,943
Balance at 30 June 2024	405,033,161	271,962	16,432,152	-	(183,570,736)	238,166,539	(3,328,407)	234,838,132
2023								
At 1 July 2022	368,618,968	(32,211)	7,369,079	45,810,526	(175,964,042)	245,802,320	(1,948,005)	243,854,315
Transactions with owners:								
Issuance of ordinary shares pursuant to conversion of ICPS	111,980	-	(111,980)	-	-	-	-	-
Adjustment on expiration of Warrant B	(5,308)	-	10,575,573	(10,570,265)	-	-	-	-
Total transaction with owners	106,672	-	10,463,593	(10,570,265)	-	-	-	-
Loss for the year	-	-	-	-	(31,821,035)	(31,821,035)	(682,533)	(32,503,568)
Foreign currency translation differences for foreign operations	-	246,250	-	-	-	246,250	-	246,250
Total comprehensive loss for the year	-	246,250	-	-	(31,821,035)	(31,574,785)	(682,533)	(32,257,318)
Balance at 30 June 2023	368,725,640	214,039	17,832,672	35,240,261	(207,785,077)	214,227,535	(2,630,538)	211,596,997

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

Statements of Changes in Equity
For the Financial Year Ended 30 June 2024

	← Non-distributable		→	Distributable	
Company	**Share capital RM**	**Irredeemable convertible preference shares RM**	**Warrants reserve RM**	**Accumulated losses RM**	**Total equity RM**
2024					
At 1 July 2023	368,725,640	17,832,672	35,240,261	(304,520,525)	117,278,048
Transactions with owners:					
Issuance of ordinary shares pursuant to conversion of ICPS	1,400,520	(1,400,520)	-	-	-
Adjustment on exercise of Warrant C	265	-	(73)	-	192
Adjustment on expiration of Warrants	34,906,736	-	(35,240,188)	333,452	-
Total transaction with owners	36,307,521	(1,400,520)	(35,240,261)	333,452	192
Total comprehensive loss for the year	-	-	-	(6,072,126)	(6,072,126)
Balance at 30 June 2024	405,033,161	16,432,152	-	(310,259,199)	111,206,114
2023					
At 1 July 2022	368,618,968	7,369,079	45,810,526	(301,524,206)	120,274,367
Transactions with owners:					
Issuance of ordinary shares pursuant to conversion of ICPS	111,980	(111,980)	-	-	-
Adjustment on expiration of Warrant B	(5,308)	10,575,573	(10,570,265)	-	-
Total transaction with owners	106,672	10,463,593	(10,570,265)	-	-
Total comprehensive loss for the year	-	-	-	(2,996,319)	(2,996,319)
Balance at 30 June 2023	368,725,640	17,832,672	35,240,261	(304,520,525)	117,278,048

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

Statements of *Cash Flows*
As at 30 June 2024

	Note	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Cash flows from operating activities					
Profit/(Loss) before tax		23,186,777	(32,503,568)	(6,072,126)	(2,996,319)
Adjustments for:					
Depreciation of property, plant and equipment		3,352,714	745,764	379,167	50,262
Depreciation of right use of assets		152,725	91,757	152,725	136,944
Fair value (gain)/loss on marketable securities		(30,332,723)	21,649,211	-	-
Gain on fair value on short term investment		(259,516)	(1,060,161)	(259,516)	(1,060,161)
Gain on foreign exchange - unrealised		(169,441)	(1,415,218)	-	-
Gain on disposal of property, plant and equipment		(400,000)	(762,060)	-	-
Gain on derecognition of lease liabilities		-	(648)	-	-
Bad debts recovered		-	-	-	-
Impairment/(Reversal) on:		-	-		
- trade receivables		(1,032,030)	(1,751,887)	-	-
- non-trade receivables		335,804	-	-	-
- property, plant and equipment		100,210	-	-	-
- amount due from subsidiaries		-	-	2,016,145	-
- inventories		92,582	-	-	-
- investments in unquoted shares		-	2,871,423	-	-
- investment in subsidiaries		-	-	1,198,177	-
- asset held for sale		-	2,940,000	-	-
Interest expenses		34,182	32,559	11,745	9,094
Interest income		(341,450)	(234,430)	(8,759)	(816)
Bad debt written off		-	3,000	-	-
Property, plant and equipment written off		-	908	-	-
Operating loss before working capital changes		(5,280,166)	(9,393,350)	(2,582,442)	(3,860,996)
Purchase of marketable securities		(4,199,424)	(15,578,250)	-	-
Decrease in inventories		3,248,004	369,921	-	-
(Increase)/Decrease in receivables		(6,358,273)	5,642,987	(566,180)	(34,606,100)
Decrease in payables		(3,214,894)	(6,452,815)	38,046	689,040
Cash used in operations		(15,804,753)	(25,411,507)	(3,110,576)	(37,778,056)
Tax refund/(paid)		289,238	(88,050)	-	-
Interest received		315,127	1,850	8,759	816
Net cash used in operating activities		(15,200,388)	(25,497,707)	(3,101,817)	(37,777,240)
Cash flows from investing activities					
Purchase of property, plant and equipment		(88,685)	(1,883,238)	(8,360)	(9,035)
Withdrawal of short-term investment		13,475,474	37,456,282	13,475,474	37,456,282
Proceeds on disposal of property, plant and equipment		-	900,000	-	-
Net cash from investing activities		13,386,789	36,473,044	13,467,114	37,447,247

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

Statements of Cash Flows
As at 30 June 2024

	Note	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Cash flows from financing activities					
Advance to subsidiary companies		-	-	(10,865,114)	-
Repayment to subsidiary companies		-	-	(61,540)	-
Proceeds from issuance of shares capital under conversion of warrant		192	-	192	-
Proceeds from issuance of shares capital under exercised of ESOS/SIS		-	-	-	-
Repayment lease liabilities		(161,908)	(161,461)	(161,908)	(146,965)
Interest paid:					
- Loan interest		(22,437)	(28,960)	-	-
- Lease liabilities		(11,745)	(3,599)	(11,745)	(9,094)
Net cash used in financing activities		(195,898)	(194,020)	(11,100,115)	(156,059)
Net increase/(decrease) in cash and cash equivalents		(2,009,497)	10,781,317	(734,818)	(486,052)
Effects of exchange rate changes		(92,252)	119,467	-	-
Cash and cash equivalents at the beginning of financial year		14,406,358	3,505,574	1,101,657	1,587,709
Cash and cash equivalents at end of financial year	(i)	12,304,609	14,406,358	366,839	1,101,657

Notes:

(i) Cash and cash equivalents

Cash and cash equivalents comprise the following:

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Cash and bank balances	12,304,609	14,406,358	366,839	1,101,657

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

1. Basis of preparation

(a) Statement of compliance

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

(b) Adoption of new and amended standards

The Group and the Company has adopted the following MFRS and Interpretations (collectively referred to as "MFRSs"), issued by the Malaysian Accounting Standards Board ("MASB") and effective for the financial periods beginning on or after 1 January 2023;

- Amendments to MFRS 17, *Insurance Contracts*
- Amendments to MFRS 17, I*nitial Application of MFRS 17 and MFRS 9 – Comparative Information (Amendment to MFRS 17)*
- Amendments to MFRS 101, *Presentation of Financial Statements – Disclosures of Accounting Estimates*
- Amendments to MFRS 108, *Accounting Policies, Changes in Accounting Estimates and Errors – Definition of Accounting Estimates*
- Amendments to MFRS 112, *Income Tax – Deferred Tax related to Assets and Liabilities arising from a Single Transaction*

The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) did not have any material impact on the Group's financial statements.

(c) Standards issued but not yet effective

The Company has not adopted the following standards that have been issued as at the reporting date but are not yet effective:

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2024

- Amendments to MFRS 16, *Lease Liability in a Sale and Leaseback*
- Amendments to MFRS 101, P*resentation of Financial Statements – Non-current Liabilities with Covenants and Classification of Liabilities as Current or Non-current*
- Amendments to MFRS 107, *Statement of Cash Flows and MFRS 7, Financial Instruments: Disclosures - Supplier Finance Arrangements*

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2025

- Amendments to MFRS 121, *The Effects of Changes in Foreign Exchange Rates - Lack of Exchangeability*

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2026

- Amendments to MFRS 9, *Financial Instruments and MFRS 7, Financial Instruments: Disclosures – Classificaion and Measurement of Financial Instruments*
- Amendments to MFRS 1, *First-time Adoption of Malaysian Financial Reporting Standards – Hedge Accounting by A First-time Adopter*
- Amendments to MFRS 7, *Financial Instruments: Disclosures – Gain or Loss on Derecognition*
- Amendments to MFRS 9, *Financial Instruments: Disclosures – Derecognition of Lease Liabilities and Transaction Price*
- Amendments to MFRS 10, *Consolidated Financial Statements – Determination of a 'De Facto Agent'*
- Amendments to MFRS 107, *Statement of Cash Flows – Cost Method*

MFRSs, Interpretations and amendments effective for annual periods beginning on or after 1 January 2027

- Amendments to MFRS 18, *Presentation and Disclosure in Financial Statements*
- Amendments to MFRS 19, *Subsidiaries without Public Accountability; Disclosure*

1. Basis of preparation (continued)

(c) Standards issued but not yet effective (continued)

The Company has not adopted the following standards that have been issued as at the reporting date but are not yet effective: (continued)

MFRSs, Interpretations and amendments effective for annual periods beginning on or after a date yet to be confirmed

- Amendments to MFRS 10 and MFRS 128, *Consolidated Financial Statements and Investments in Associates and Joint Ventures - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

The Group and the Company plan to adopt the above applicable new MFRS and amendments/improvements to MFRS when they become effective.

(d) Basis of measurement

The financial statements have been prepared on the historical cost and fair value basis unless otherwise as stated in summary of material accounting policies.

(e) Significant accounting estimates and judgements

Estimates and judgements are continually evaluated by the Directors and management and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances. The estimates and judgements that affect the application of the Group's and of the Company's accounting policies and disclosures, and have a significant risk of causing a material adjustment to the carrying amounts of assets, liabilities, income and expenses are discussed below:

(i) Income Taxes

There are certain transactions and computations for which the ultimate tax determination may be different from the initial estimate. The Group recognises tax liabilities based on its understanding of the prevailing tax laws and estimates of whether such taxes will be due in the ordinary course of business. Where the final outcome of these matters is different from the amounts that were initially recognised, such difference will impact the income tax and deferred tax provisions in the year in which such determination is made.

(ii) Depreciation of Property, Plant and Equipment

The estimates for the residual values, useful lives and related depreciation charges for property, plant and equipment are based on commercial factors which could change significantly as a result of technical innovations and competitors' actions in response to the market conditions.

The Group and the Company anticipate that the residual values of its property, plant and equipment will be insignificant. As a result, residual values are not being taken into consideration for the computation of the depreciable amount.

Changes in the expected level of usage and technological development could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised.

(iii) Impairment of Non-financial Assets

When the recoverable amount of an asset is determined based on the estimate of the value in use of the cash-generating unit to which the asset is allocated, the management is required to make an estimate of the expected future cash flows from the cash-generating unit and also to apply a suitable discount rate in order to determine the present value of those cash flows.

1. Basis of preparation (continued)

(e) Significant accounting estimates and judgements (continued)

(iv) Fair Value Estimates for Certain Financial Assets and Liabilities

The Group carries certain financial assets and liabilities at fair value, which requires extensive use of accounting estimates and judgement. While significant components of fair value measurement were determined using verifiable objective evidence, the amount of changes in fair value would differ if the Group uses different valuation methodologies. Any changes in fair value of these assets and liabilities would affect profit and/or equity.

(v) Deferred Tax Assets and Liabilities

Deferred tax implications arising from the changes in corporate income tax rates are measured with reference to the estimated realisation and settlement of temporary differences in the future periods in which the tax rates are expected to apply, based on the tax rates enacted or substantively enacted at the end of the reporting year. While management's estimates on the realisation and settlement of temporary differences are based on the available information at the statements of financial position date, changes in business strategy, future operating performance and other factors could potentially impact on the actual timing and amount of temporary differences realised and settled. Any difference between the actual amount and the estimated amount would be recognised in the profit or loss in the period in which actual realisation and settlement occurs.

(vi) Lease term

In determining the lease term, management considers all fact and circumstances that create an economic incentive to exercise an extension option, or not exercise a termination option. Extension options (or periods after termination options) are only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

(vii) Incremental borrowing rate of leases

In determining the incremental borrowing rate, the Company uses recent third-party financing received by the Company as a starting point and makes adjustments specific to the lease, for e.g. term and security.

(viii) Provision for Liabilities

Provision for liabilities are based on management's judgement on the likelihood of liabilities crystallising and best estimates on the amounts required to settle the liabilities arising from legal and constructive obligations. A change in circumstances which could cause estimates to change include changes in market trends and conditions, regulatory environment, employees' behaviours and other factors that may change the amount of provisions in the statement of financial position. The difference between the actual amount and the estimated amount would be recognised in the profit or loss in the period in which the change occurs.

(ix) Impairment of Goodwill

Goodwill is tested for impairment annually and at other times when such indicators exist. This requires management to estimate the expected future cash flows of the cash-generating units to which goodwill is allocated and to apply a suitable discount rate in order to determine the present value of those cash flows. The future cash flows are most sensitive to budgeted gross margins, growth rates estimated and discount rate used. If the expectation is different from the estimation, such difference will impact the carrying value of goodwill.

(x) Impairment of Unquoted Shares

Unquoted shares is tested for impairment annually and at other times when such indicators exist. This requires management to estimate the expected future cash flows of the cash-generating units to which goodwill is allocated and to apply a suitable discount rate in order to determine the present value of those cash flows. The future cash flows are most sensitive to budgeted gross margins, growth rates estimated and discount rate used. If the expectation is different from the estimation, such difference will impact the carrying value of unquoted shares.

2. Summary of material accounting policies

(a) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities, including structured entities, controlled by the Group. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The Group considers it has de-facto power over an investee when, despite not having the majority of voting rights, it has the current ability in circumstances where the size of the Group's voting rights relative to the size and dispersion of holdings of other shareholders to direct the activities of the investee that significantly affect the investee's return. Potential voting rights are considered when assessing control only when such rights are substantive.

Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Business combinations are accounted for using the acquisition method on the acquisition date. The consideration transferred includes the fair value of assets transferred, equity interest issued by the Group and liabilities assumed. Identifiable assets acquired, liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

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

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

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recognised as goodwill. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in profit or loss.

Investments in subsidiaries are measured in the Company's statement of financial position at cost less any impairment losses, unless the investment is classified as held for sale or distribution. The cost of investment includes transaction costs.

(ii) Business combinations

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.

For new acquisitions, the Group measures the cost of goodwill at the acquisition date as:

- The fair value of the consideration transferred; plus
- The recognised amount of any non-controlling interests in the acquiree; plus
- If the business combination is achieved in stages, the fair value of the existing equity interest in the acquiree; less
- The net recognised amount (generally fair value) of the identifiable assets acquired and liabilities assumed.

When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss. For each business combination, the Group elects whether it measures the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets at the acquisition date.

Transaction costs, other than those associated with the issue of debt or equity securities that the Group incurs in connection with a business combination are expensed as incurred.

2. Summary of material accounting policies (continued)

(a) Basis of consolidation (continued)

(iii) Non-controlling interests

Non-controlling interests at the end of the reporting period, being the equity in a subsidiary not attributable directly or indirectly to the equity holders of the Company, are presented in the consolidated statement of financial position and statement of changes in equity within equity, separately from equity attributable to the owners of the Company. Non-controlling interests in the results of the Group is presented in the consolidated statement of profit or loss and other comprehensive income as an allocation of the profit and loss and the other comprehensive income for the year between non-controlling interests and the owners of the Company.

Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so caused the non-controlling interests to have a deficit balance.

(iv) Transactions with non-controlling interests

Transactions with non-controlling interests are accounted for using the entity concept method, whereby, transactions with non-controlling interests are accounted for as transactions with owners.

On acquisition of non-controlling interest, the difference between the consideration and the Group's share of the net assets acquired is recognised directly in equity. Gain or loss on disposal to non-controlling interests is recognised directly in equity.

(v) Loss of control

Upon the loss of control of a subsidiary, the Group derecognises the assets and liabilities of the subsidiary, any non-controlling interests and the other components of equity related to the subsidiary. Any surplus or deficit arising on the loss of control is recognised in the profit or loss. If the Group retains any interest in the previous subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently it is accounted for as equity accounted investee or as an available-for-sale financial asset depending on the level of influence retained.

(vi) Transactions eliminated on consolidation

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

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

(vii) Associate

An associate is an entity, not being a subsidiary or a joint venture, in which the Group and the Company has significant influence. An associate is equity accounted for from the date the Group and the Company obtains significant influence until the date the Group and the Company ceases to have significant influence over the associate.

The Group's investments in associates are accounted for using the equity method. Under the equity method, the investment in associates is measured in the statement of financial position at cost plus post acquisition changes in the Group's share of net assets of the associates. Goodwill relating to associates is included in the carrying amount of the investments. Any excess of the Group's share of the net fair value of the associates identifiable assets, liabilities and contingent liabilities over the cost of the investments is excluded from the carrying amount of the investments and is instead included as income in the determination of the Group's share of the associates profit or loss for the period in which the investment is acquired.

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

2. Summary of material accounting policies (continued)

(b) Foreign currencies

(i) Functional and presentation currency

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

(ii) Foreign currency transactions

Transactions in foreign currencies are measured in the respective functional currencies of the Group and of the Company and its subsidiaries are recorded on initial recognition in the functional currencies at exchange rates approximating those ruling at the transaction dates.

Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary items denominated in foreign currencies that are measured at historical cost are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items denominated in foreign currencies measured at fair value are translated using the exchange rates at the date when the fair value was determined.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the reporting date are recognised in profit or loss except for exchange differences arising on monetary items that form part of the Group's and of the Company's net investment in foreign operations, which are recognised initially in other comprehensive income and accumulated under foreign currency translation reserve in equity. The foreign currency translation reserve is reclassified from equity to profit or loss of the Group and of the Company on disposal of the foreign operation.

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

The principal exchange rates for every unit of foreign currency ruling used at reporting date are as follows:

	2024 RM	**2023 RM**
1 United States Dollar	4.72	4.67
1 Hong Kong Dollar	0.60	0.60
1 Australian Dollar	3.13	3.09

(c) Revenue and other income

(i) Sale of Marketable Securities

The Group and the Company was involved in investing and trading in quoted securities. Revenue recognised at the point in time when the Group and the Company sells the market securities.

Payment of the transaction price is due immediately when the sales of the investment securities was happen.

(ii) Sale of Goods

The Group and the Company is providing business in manufacturing and commercializing fertilizers and medical glove business. The performance obligation is to deliver fertilizers and medical gloves to end users.

As the performance obligation is satisfied at a point in time when the Group and the Company transfers control of the goods to the customers, whereby the goods are delivered to the customers, revenue is lall recognised based on the selling price set by the management.

No element of financing is deemed present as the sales are made with cash term.

2. Summary of material accounting policies (continued)

(c) Revenue and other income (continued)

(iii) Interest Income

Interest income recognised on an accrual basis, based on effective yield on the investment.

The Group and the Company is engaging in providing inter alia general loans and corporate financing services and any other related credit services.

(iv) Dividend Income

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

(d) Employee benefits expenses

(i) Short term benefits

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

(ii) Defined contribution plans

The Group's and the Company's contribution to defined contribution plans are charged to the profit or loss in the period to which they relate. Once the contributions have been paid, the Group and the Company have no further liability in respect of the defined contribution plans.

(e) Borrowing costs

All interest and other costs incurred in connection with borrowings are expensed as incurred as part of finance costs. Finance costs comprise interest paid and payable on borrowings. Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, recognised used as part of the cost of those assets.

(f) Tax expense

(i) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date.

Current taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity.

(ii) Deferred tax

Deferred tax is provided in full, using the liability method, on temporary differences arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements.

Deferred tax liabilities are recognised for all taxable temporary differences other than those that arise from goodwill or excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the business combination costs or from the initial recognition of an asset or liability in a transaction which is not a business combination and at the time of the transaction, affects neither accounting profit nor taxable profit.

Deferred tax assets are recognised for all deductible temporary differences, unused tax losses and unused tax credits to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences, unused tax losses and unused tax credits can be utilised.

2. Summary of material accounting policies (continued)

(f) Tax expense (continued)

(ii) Deferred tax (continued)

The carrying amounts of deferred tax assets are reviewed at the end of each reporting period and reduced to the extent that it is no longer probable that sufficient future taxable profits will be available to allow all or part of 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 period when the asset is realised or the liability is settled, based on the tax rates that have been enacted or substantively enacted at the end of the reporting period.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred income taxes relate to the same taxation authority.

Deferred tax relating to items recognized outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transactions either in other comprehensive income or directly in equity and deferred tax arising from a business combination is included in the resulting goodwill or excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over the business combination costs.

(g) Impairment

(i) Financial assets

The Group and the Company recognised loss allowances for expected credit losses on financial assets measured at amortised cost, expected credit losses are a probability-weighted estimate of credit losses.

The Group and the Company measure loss allowances at an amount equal to lifetime expected credit loss, except for cash and bank balances. Loss allowances for trade receivables are always measured at an amount equal to lifetime expected credit loss.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit loss, the Group and the Company consider reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's and the Company's historical experience and informed credit assessment and including forward-looking information, where available.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of the asset, which 12-month expected credit losses are the portion of expected credit losses that result from default events that are possible within the 12-months after the reporting date. The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group and the Company are exposed to credit risk.

The Group and the Company estimate the expected credit losses on trade receivables using a provision matrix with reference to historical credit loss experience.

An impairment loss in respect of financial assets measured at amortised cost recognised in profit or loss and the carrying amount of the asset is reduced through the use of an allowance amount.

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

The gross carrying amount of a financial asset is written off (either partially or full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's and the Company's procedures for recovery amounts due.

2. Summary of material accounting policies (continued)

(g) Impairment (continued)

(II) Impairment Of Non-Financial Assets

The Group and the Company assess at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when an annual impairment assessment for an asset is required, the Group and the Company make an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's fair value less costs to sell and its value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units ("CGUs")).

In assessing value in use, the estimated future cash flows expected to be generated by the asset are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset. Where the carrying amount of an asset exceeds its recoverable amount, the asset is written down to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

Impairment losses are recognised in profit or loss except for assets that are previously revalued where the revaluation was taken to other comprehensive income. In this case the impairment is also recognised in other comprehensive income up to the amount of any previous revaluation.

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss unless the asset is measured at revalued amount, in which case the reversal is treated as a revaluation increase. Impairment loss on goodwill is not reversed in a subsequent period.

(h) Property, plant and equipment

All items of property, plant and equipment are initially recorded at cost. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and to the Company and the cost of the item can be measured reliably.

Subsequent to recognition, property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses, if any. When significant parts of property, plant and equipment are required to be replaced in intervals, the Group and the Company recognise such parts as individual assets with specific useful lives and depreciation, respectively. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

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

2. Summary of material accounting policies (continued)

(h) Property, plant and equipment (continued)

Depreciation of other property, plant and equipment is provided for on a straight-line basis, at the following annual rates:

	Method	Useful lives (years)
Leasehold land	Straight line	78
Factory	Straight line	50
Buildings	Straight line	10
Computers	Straight line	3-5
Furniture and fittings	Straight line	10
Lab equipment	Straight line	5-10
Motor vehicles	Straight line	5-10
Office equipment	Straight line	5
Plant and machinery	Straight line	5-10
Renovation	Straight line	5
Signboard	Straight line	5-10

The carrying amount of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying amount may not be recoverable.

The residual value, useful life and depreciation method are reviewed at each financial year end, and adjusted prospectively, if appropriate.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of the asset is included in the profit or loss in the year the asset is derecognised.

(i) Asset under construction

There is no depreciation of the accumulated costs until the project is completed and the asset is placed into service.

(j) Asset held for sale

Non-current assets for disposal groups are classified as held for sales if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. The condition is regarded as met only when the sale is highly probable and the asset for disposal group is available for immediate sale in its present condition subject only to terms that are usual and customary.

Immediately before classification as held for sale, the measurement of the non-current asset for all the assets and liabilities in a disposal group is brought up-to-date in accordance with applicable of MFRSs. Then, on initial classification as held for sale, non-current assets and inventories are measured in accordance with MFRS 5 that is at the lower of carrying amount and fair value less costs to sell. Any differences are included in the profit or loss.

A component of the Group is classified as a discontinued operation when the criteria to be classified as held for sale have been met or it has been disposed off and such a component represents a separate major line of business or geographical area of operations, is part of a single co-ordinated major line of business or geographical area of operations or is a subsidiary acquired exclusively with a view of resale.

2. Summary of material accounting policies (continued)

(k) Leases

Definition of a lease

At inception of a contract, the Group and the Company assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group and the Company assesses whether:

(i) the contract involves the use of an identified asset this may be specified explicitly or implicitly, and should be physically distinct or represent substantially all of the capacity of a physically distinct asset. If the supplier has a substantive substitution right, then the asset is not identified; and

(ii) the Group and the Company has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and

(iii) the Group and the Company has the right to direct the use of the asset. The Group and the Company has the right to direct the use of the asset when it has the decision-making rights that are most relevant to changing how and for what purpose the asset is used. In rare cases where the decision about how and for what purpose the asset is used is predetermined, the Group and the Company has the right to direct the use of an asset if either:

- the Group and the Company has the right to operate the asset; or

- the Group and the Company designed the asset in a way that predetermines how and for what purpose it will be used.

At inception or on reassessment of a contract that contains a lease component, the Group and the Company allocates the consideration in the contract to each lease component on the basis of their relative stand-alone prices.

Recognition and initial measurement

As a leasee

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

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be reliably determined, the Company's incremental borrowing rate. Generally, the Group and the Company uses its incremental borrowing rate as the discount rate.

Lease payments included in the measurement of the lease liability comprise the following:

(i) fixed payments; including in-substance fixed payments less any incentives receivable;

(ii) variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;

(iii) amounts expected to be payable under a residual value guarantee; and

(iv) payments for purchase or termination options that are reasonably certain to be exercised.

2. Summary of material accounting policies (continued)

(k) Leases (continued)

Recognition and initial measurement (cont'd)

As a leasee (cont'd)

The Group and the Company excludes variable lease payments that linked to future performance or usage of the underlying asset from the lease liability. Instead, these payments are recognized in profit or loss in the period in which the performance or use occurs.

The Group and the Company has elected not recognised right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group and the Company recognises the lease payment associated with these leases as an expense on a straight-line bases over the lease term.

As a lessor

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

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

Subsequent measurement

As a lessee

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when:

(i) there is a change in future lease payments arising from the change in an index or rate; or

(ii) there is a change in the Group's and the Company's estimate of the amount expected to be payable under a residual value guarantee; or

(iii) there is a change of its assessment on whether it will exercise a purchase, extension or termination option; or

(iv) there is any lease modifications.

When the lease liability is remeasured, other than lease modifications, a corresponding adjustment is made to the carrying amount of the right-of-use asset, or in profit and loss if the carrying amount of the right-of-use asset has been reduced to zero. The Group and the Company recognised lease payments received under operating leases as income on a straight-line basis over the lease term as part of "revenue".

(l) Intangible assets

(i) Goodwill on consolidation

Goodwill is initially measured at cost. Following initial recognition, goodwill is measured at cost less accumulated impairment losses.

For the purpose of impairment testing, goodwill acquired is allocated, from the acquisition date, to each of the Group's cash-generating unit that are expected to benefit from the synergies of the combination.

2. Summary of material accounting policies (continued)

(l) Intangible assets (continued)

(i) Goodwill on consolidation (continued)

The cash-generating units to which goodwill has been allocated are tested for impairment annually and whenever there is an indication that the cash-generating units may be impaired, by comparing the carrying amount of the cash-generating units, including the allocated goodwill, with the recoverable amount of the cash-generating units. Where the recoverable amount of the cash-generating units is less than the carrying amount, an impairment loss recognised in the profit or loss. Impairment loss recognised for goodwill are not reversed in subsequent periods.

The cash-generating units to which goodwill has been allocated are tested for impairment annually and whenever there is an indication that the cash-generating units may be impaired, by comparing the carrying amount of the cash-generating units, including the allocated goodwill, with the recoverable amount of the cash-generating units. Where the recoverable amount of the cash-generating units is less than the carrying amount, an impairment loss is recognised in the profit or loss. Impairment losses recognised for goodwill are not reversed in subsequent periods.

Where goodwill forms part of a cash-generating unit and part of the operation within that cash-generating unit is disposed of, the goodwill associated with the operation disposed of is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed of in this circumstance is measured based on the relative fair values of the operations disposed of and the portion of the cash-generating unit retained.

Goodwill and fair value adjustments arising on the acquisition of foreign operation on or after 1 January 2006 are treated as assets and liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated in accordance with the accounting policy set out in Note 2(b) to the financial statements.

Goodwill and fair value adjustments which arose on acquisitions of foreign operation before 1 January 2006 are deemed to be assets and liabilities of the Group and the Company and are recorded in RM at the rates prevailing at the date of acquisition.

(m) Financial assets

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

For purposes of subsequent measurement financial assets are classified in four categories:

- Amortised cost
- Fair value through other comprehensive income – debt instruments
- Fair value through other comprehensive income – equity instruments
- Fair value through profit or loss

(i) Amortised costs

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

Interest income is recognised by applying effective interest rate to the gross carrying amount except for credit impaired financial assets where the effective interest rate is applied to the amortised cost.

2. Summary of material accounting policies (continued)

(m) Financial assets (continued)

(ii) Fair value through other comprehensive income

(a) Debt instruments

Fair value through other comprehensive income category comprises debt investment where it is held within a business model whose objective is achieve by both collecting contractual cash flows and selling the debt investment, and its contractual term give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The debt instrument is not designated as at fair value through profit or loss. Interest income calculated using the effective interest method, foreign exchange gains and losses and impairment are recognised in profit or loss. On derecognition, gains and losses accumulated in other comprehensive income are reclassified to profit or loss.

Interest income is recognised by applying effective interest rate to the gross carrying amount except for credit impaired financial assets where the effective interest rate is applied to the amortised cost.

(b) Equity instruments

This category comprises investment in equity that is not held for trading, and the Group and the Company irrevocably elect to present subsequent changes in the investment's fair value in other comprehensive income. This election is made on an investment-by-investment basis. Dividends are recognised as income in profit or loss unless the dividend clearly represents a recovery of part of the cost of investment. Other net gains and losses are recognised in other comprehensive income. On derecognition, gains and losses accumulated in other comprehensive income are not reclassified to profit or loss.

(iii) Fair value through profit or loss

All financial assets not measured at amortised cost as described above are measured at fair value through profit or loss. This includes derivative financial assets (except for a derivative that is a designated and effective hedging instrument). On initial recognition, the Group and the Company may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at fair value through other comprehensive income as at fair value through profit or loss if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise. Financial assets recognised as fair value through profit or loss are subsequently measured at their fair value. Net gains or losses, including any interest or dividend income, are recognised in the profit or loss.

All financial assets, except for those measured at fair value through profit or loss and equity investments measured at fair value through other comprehensive income, are subject to impairment assessment.

(n) Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and on hand, short term and other highly liquid investments that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value.

(o) Financial Liabilities

(i) Fair value through profit or loss

Fair value through profit or loss category comprises financial liabilities that are derivatives (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument), contingent consideration in a business combination and financial liabilities that are specifically designated into this category upon initial recognition.

2. Summary of material accounting policies (continued)

(o) Financial Liabilities (continued)

(i) Fair value through profit or loss (continued)

On initial recognition, the Group and the Company may irrevocably designate a financial liability that otherwise meets the requirements to be measured at amortised cost as at fair value through profit or loss:

(a) if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise;
(b) a group of financial liabilities or assets and financial liabilities is managed and its performance is evaluated on a fair value basis, in accordance with a documented risk management or investment strategy, and information about the group is provided internally on that basis to the Group's key management personnel; or
(c) if a contract contains one or more embedded derivatives and the host is not a financial asset in the scope of MFRS 9, where the embedded derivative significantly modifies the cash flows and separation is not prohibited.

Financial liabilities recognised as fair value through profit or loss are subsequently measured at their fair value with gains or losses, including any interest expense are recognised in the profit or loss.

For financial liabilities where it is designated as fair value through profit or loss upon initial recognition, the Group and the Company recognises the amount of change in fair value of the financial liability that is attributable to change in credit risk in the other comprehensive income and remaining amount of the change in fair value in the profit or loss, unless the treatment of the effects of changes in the liability's credit risk would create or enlarge an accounting mismatch.

(ii) Amortised cost

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

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

(p) Provisions

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

(q) Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group and of the Company after deducting all of its liabilities.

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

(r) Operating segments

For management purposes, the Group is organised into operating segments based on their products and services. The management of the Company regularly reviews the segment results in order to allocate resources to the segments and to assess the segment performance. Additional disclosures on each of these segments are shown in the Note 28 to the financial statements, including the factors used to identify the reportable segments and the measurement basis of segment information.

(s) Contingencies

(i) Contingent liabilities

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

2. Summary of material accounting policies (continued)

(s) Contingencies (continued)

(ii) Contingent assets

Where an inflow of economic benefits of an asset is probable where it arises from past events and where existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the entity, the asset is not recognised in the statements of financial position but is disclosed as a contingent asset. When the inflow of benefit is virtually certain, then the related asset recognised.

3. Revenue and other income

(a) Revenue

The revenue of the Group and of the Company consists of the following:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Sale of goods	1,749,395	2,401,464	-	-
Proceeds from sale of marketable securities	24,122,578	19,639,343	-	-
Interest income	135,715	232,580	-	-
Dividend income	-	4,860	-	-
	26,007,688	22,278,247	-	-

Gain/(Loss) on disposal of marketable securities recognised in profit or loss is arrived at based on following:

	Group	
	2024 RM	2023 RM
Proceeds from sale of marketable securities	24,122,578	19,639,343
Less: Cost of investments	(21,349,047)	(19,863,599)
Gain/(Loss) on disposal recognised in profit or loss	2,773,531	(224,256)

(b) Other operating income

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Reversal on impairment on:				
- amount due to subsidiaries	-	-	4,011,002	-
- trade receivables	1,066,315	1,751,887	-	-
Interest income	205,735	1,850	8,759	816
Gain on foreign exchange:				
- Unrealised	169,441	1,415,218	-	-
- Realised	-	7,811		
Gain on derecognition of lease liabilities	-	648	-	-
Gain on changes of fair value on marketable securities	30,332,723	-	-	-
Gain on fair value on short term investment	259,516	1,060,161	259,516	1,060,161
Gain on disposal of property, plant and equipment	400,000	762,060	-	-
Other income	46,358	180,271	147,448	262,948
	32,480,088	5,179,906	4,426,725	1,323,925

3. Revenue and other income (continued)

(c) Disaggregation of revenue

2024	**Sale of goods RM**	**Proceeds from sale of marketable securities RM**	**Interest income RM**	**Total RM**
Sale of goods	1,749,395	-	-	1,749,395
Proceeds from sale of marketable securities	-	24,122,578	-	24,122,578
Interest income	-	-	135,715	135,715
	1,749,395	24,122,578	135,715	26,007,688
Time of revenue recognised:				
- At a point in time	1,749,395	24,122,578	-	25,871,973
- Others	-	-	135,715	135,715
	1,749,395	24,122,578	135,715	26,007,688
Geographical market				
- Malaysia	1,525,147	24,122,578	135,715	25,783,440
- United States	224,248	-	-	224,248
	1,749,395	24,122,578	135,715	26,007,688
2023				
Sale of goods	2,401,464	-	-	2,401,464
Proceeds from sale of marketable securities	-	19,639,343	-	19,639,343
Interest income	-	-	232,580	232,580
Dividend income	-	4,860	-	4,860
	2,401,464	19,644,203	232,580	22,278,247
Time of revenue recognised:				
- At a point in time	2,401,464	19,644,203	-	22,045,667
- Others	-	-	232,580	232,580
	2,401,464	19,644,203	232,580	22,278,247
Geographical market				
- Malaysia	2,173,819	19,644,203	232,580	22,050,602
- United States	227,645	-	-	227,645
	2,401,464	19,644,203	232,580	22,278,247

4. Employee benefits expenses

	Group		**Company**	
	2024 RM	**2023 RM**	**2024 RM**	**2023 RM**
Salaries and wages	2,482,175	2,368,080	599,318	1,824,614
Defined contribution plan	298,165	285,204	72,376	223,307
Other employee benefits	281,685	662,315	119,804	363,000
	3,062,025	3,315,599	791,498	2,410,921
Directors' remuneration:				
- fee	264,024	272,962	216,024	198,024
- salaries and other emoluments	1,129,364	1,295,946	428,894	434,122
	1,393,388	1,568,908	644,918	632,146
	4,455,413	4,884,507	1,436,416	3,043,067

5. Finance cost

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Other interest	22,437	28,960	-	-
Interest on lease liabilities	11,745	3,599	11,745	9,094
	34,182	32,559	11,745	9,094

6. Profit/(Loss) before tax

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Profit/(Loss) before tax is arrived after charging:				
Auditors' remunerations				
Statutory:				
- current year	246,865	163,465	50,000	45,000
- underprovision in prior year	16,465	-	-	-
Non-statutory:				
- current year	27,000	31,000	27,000	31,000
- underprovision in prior year	4,034	-	4,034	-
Bad debts written off	-	3,000	-	-
Depreciation of property, plant and equipment	3,352,714	745,764	379,167	50,262
Depreciation of right-of-use assets	152,725	91,757	152,725	136,944
Impairment loss on:				
- trade receivables	34,285	-	-	-
- other receivables	335,804	-	-	-
- property, plant and equipment	100,211	-	-	-
- asset held for sale	-	2,940,000	-	-
- inventories	92,582	-	-	-
- amount due from subsidiaries	-	-	2,016,145	-
- investments in unquoted shares	-	2,871,423	-	-
- investment in subsidiaries	-	-	5,209,179	-
Loss on change of fair value on marketable securities	-	21,649,211	-	-
Property, plant and equipment written off	-	908	-	-

7. Tax expenses

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Tax expenses				
- For the financial year	3,756	-	-	-

Reconciliation of tax expense

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Profit/(Loss) before tax	23,186,777	(32,503,568)	(6,072,126)	(2,996,319)
Tax calculated at statutory tax rate of 24%	5,564,826	(7,800,856)	(1,457,310)	(719,117)
Effect of tax rate in foreign jurisdictions				
Non-deductible expenses	2,550,434	7,928,060	264,193	225,438
Non-taxable income	(11,825,610)	(1,314,523)	(1,062,414)	(317,742)
Utilisation of deferred tax asset not recognized previously	(174,385)	(473,317)	-	-
Deferred tax assets not recognised during the year	3,888,491	1,660,636	2,255,531	811,421
	(5,561,070)	7,800,856	1,457,310	719,117
Under provision of tax expense in prior years	-	-	-	-
	3,756	-	-	-

7. Tax expenses (continued)

Reconciliation of tax expense (continued)

The amounts of temporary differences for which no deferred tax assets have been recognized in the statement of financial position are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Property, plant and equipment	(5,682,534)	(5,423,377)	(17,599)	(21,123)
Unabsorbed capital allowances	7,981,398	7,140,932	18,439	-
Unutilised tax losses	96,502,056	81,607,930	9,376,083	-
	98,800,920	83,325,485	9,376,923	(21,123)

Deferred tax assets have not been recognized in respect of these items as it is not probable that the future taxable profit of the Group and of the Company will be available against which the deductible temporary differences can be utilised.

Unutilised tax losses arising from year of assessment 2021 can be carried forward for a period 10 years for set off against future taxable profits. However, unutilised tax losses which arose up to the year of assessment 2021 to be utilised up to the year of assessment 2031.

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Utilisation period				
Expiring in YA 2029	6,836,099	7,049,675	-	-
Expiring in YA 2030	5,352,695	5,865,728	-	-
Expiring in YA 2031	11,914,530	11,914,530	-	-
Expiring in YA 2032	32,064,336	32,064,336	-	-
Expiring in YA 2033	4,057,665	4,057,665	-	-
Expiring in YA 2034	20,655,996	20,655,996	-	-
Expiring in YA 2035	15,620,735	-	9,376,083	-
	96,502,056	81,607,930	9,376,083	-

8. Profit/(Loss) per share

(a) Basic profit/loss per ordinary share

The basic profit/(loss) per share amount is calculated by dividing the profit for the year attributable to ordinary shareholders by the number of ordinary shares in issue during the financial year.

	Group	
	2024 RM	2023 RM
Profit/(Loss) attributable to owners of the parent	23,880,890	(31,821,035)
Weighted average number of ordinary shares at end of financial year	197,506,962	5,922,814,654
Basic profit/(loss) attributable to owners of the Company per ordinary share (sen)	12.09	(0.54)

(b) Diluted profit/(loss) per ordinary share

	Group	
	2024 RM	2023 RM
Profit/(Loss) attributable to owners of the parent	23,880,890	(31,821,035)
Weighted average number of ordinary shares at end of financial year	202,476,762	7,461,942,706
Diluted profit/(loss) attributable to owners of the Company per ordinary share (sen)	11.79	(0.43)

9. Property, plant and equipment

Group	Freehold Land RM	Leasehold Land RM	Factory RM	Buildings RM	Computers RM	Furniture and fittings RM	Lab equipment RM	Motor vehicles RM	Office equipment RM	Plant and machinery RM	Renovation RM	Signboard and trademark RM	Asset under cons-truction RM	Factory Equipment RM	Total RM
2024															
Cost															
At 1 July 2023	1,000,000	5,434,230	500,000	292,000	4,069,600	78,195	777,298	168,910	123,662	8,049,643	2,849,359	19,816	62,671,614	623,659	86,657,986
Additions	-	-	-	-	77,260	-	-	-	-	-	11,425	-	-	-	88,685
Written off	-	-	-	-	(12,391)	(1,730)	(10,000)	-	-	(2,927,395)	(42,639)	-	-	-	(2,994,155)
Adjustment	-	-	-	-	-	-	-	-	-	-	-	-	(122,055)	-	(122,055)
Translation difference	-	-	-	-	748	-	-	-	-	-	-	-	-	-	748
Reclassification	-	-	49,222,729	-	-	-	-	-	-	13,326,830	-	-	(62,549,559)	-	-
At 30 June 2024	1,000,000	5,434,230	49,722,729	292,000	4,135,217	76,465	767,298	168,910	123,662	18,449,078	2,818,145	19,816	-	623,659	83,631,209
Accumulated depreciation															
At 1 July 2023	-	202,815	89,167	195,901	790,750	37,488	771,260	138,337	111,580	3,128,263	1,443,969	8,709	-	100,827	7,019,066
Written off	-	-	-	-	(5,576)	(375)	(4,000)	-	-	(841,665)	(10,041)	-	-	-	(861,657)
Charge for the financial year	-	71,582	994,455	-	424,887	901	-	30,282	7,362	1,341,360	412,792	2,708	-	66,385	3,352,714
Translation differences	-	-	-	-	140	-	-	-	-	-	-	-	-	-	140
At 30 June 2024	-	274,397	1,083,622	195,901	1,210,201	38,014	767,260	168,619	118,942	3,627,958	1,846,720	11,417	-	167,212	9,510,263
Accumulated impairment															
At 1 July 2023	-	-	-	96,099	10,556	33,502	6,000	-	193	4,850,051	971,986	891	-	-	5,969,278
Additions	-	-	-	-	3,218	3,021	-	-	79	62,649	30,536	708	-	-	100,211
Written off	-	-	-	-	(6,815)	(1,357)	(6,000)	-	-	(2,085,727)	(32,599)	-	-	-	(2,132,498)
30 June 2024	-	-	-	96,099	6,959	35,166	-	-	272	2,826,973	969,923	1,599	-	-	3,936,991
Carrying amount															
At 30 June 2024	1,000,000	5,159,833	48,639,107	-	2,918,057	3,285	38	291	4,448	11,994,147	1,502	6,800	-	456,447	70,183,955

9. Property, plant and equipment (continued)

Group	Freehold Land RM	Leasehold Land RM	Factory RM	Buildings RM	Computers RM	Furniture and fittings RM	Lab equipment RM	Motor vehicles RM	Office equipment RM	Plant and machinery RM	Renovation RM	Signboard and trademark RM	Asset under cons-truction RM	Factory Equipment RM	Total RM
2023															
Cost															
At 1 July 2022	1,000,000	5,434,230	500,000	292,000	3,990,904	75,250	777,298	628,710	123,662	8,049,643	2,828,307	16,036	74,991,292	598,664	99,305,996
Additions	-	-	-	-	78,696	2,945	-	-	-	-	22,500	3,780	1,750,322	24,995	1,883,238
Disposals	-	-	-	-	-	-	-	(459,800)	-	-	-	-	-	-	(459,800)
Written off	-	-	-	-	-	-	-	-	-	-	(1,448)	-	-	-	(1,448)
Transfer to asset held for sale (Note 15)	-		-		-		-		-	-	-	-	(14,070,000)	-	(14,070,000)
At 30 June 2023	1,000,000	5,434,230	500,000	292,000	4,069,600	78,195	777,298	168,910	123,662	8,049,643	2,849,359	19,816	62,671,614	623,659	86,657,986
Accumulated depreciation															
At 1 July 2022	-	131,233	79,167	195,901	386,812	36,821	771,260	360,945	96,642	3,119,537	1,371,935	5,465	-	39,911	6,595,629
Disposals	-	-	-	-	-	-	-	(321,860)	-	-	-	-	-	-	(321,860)
Written off	-	-	-	-	-	-	-	-	-	-	(540)	-	-	-	(540)
Charge for the financial year	-	71,582	10,000	-	403,865	667	-	99,252	14,938	8,726	72,574	3,244	-	60,916	745,764
Translation differences	-	-	-	-	73	-	-	-	-	-	-	-	-	-	73
At 30 June 2023	-	202,815	89,167	195,901	790,750	37,488	771,260	138,337	111,580	3,128,263	1,443,969	8,709	-	100,827	7,019,066
Accumulated impairment															
At 1 July 2022 and 30 June 2023	-	-	-	96,099	10,556	33,502	6,000	-	193	4,850,051	971,986	891	-	-	5,969,278
Carrying amount															
At 30 June 2023	1,000,000	5,231,415	410,833	-	3,268,294	7,205	38	30,573	11,889	71,329	433,404	10,216	62,671,614	522,832	73,669,642

9. Property, plant and equipment (continued)

Company	Freehold land RM	Factory RM	Buildings RM	Computers RM	Furniture and fittings RM	Lab equipment RM	Motor vehicles RM	Office equipment RM	Plant and machinery RM	Renovation RM	Signboard RM	Total RM
2024												
Cost												
At 1 July 2023	1,000,000	500,000	292,000	186,948	72,700	759,835	35,000	79,547	850,000	1,873,660	5,228	5,654,918
Additions	-	-	-	8,360	-	-	-	-	-	-	-	8,360
Transfer	-	-	-	-	-	-	-	-	-	338,764	-	338,764
At 30 June 2024	1,000,000	500,000	292,000	195,308	72,700	759,835	35,000	79,547	850,000	2,212,424	5,228	6,002,042
Accumulated depreciation												
At 1 July 2023	-	89,166	195,901	142,011	36,746	759,799	31,208	70,827	850,000	1,024,862	5,228	3,205,748
Charge for the financial year	-	10,000	-	21,545	524	-	3,500	6,334	-	337,264	-	379,167
At 30 June 2024	-	99,166	195,901	163,556	37,270	759,799	34,708	77,161	850,000	1,362,126	5,228	3,584,915
Accumulated impairment												
At 1 July 2023 and 30 June 2024	-	-	96,099	3,366	32,145	-	-	-	-	848,798	-	980,408
Carrying amount												
At 30 June 2024	1,000,000	400,834	-	28,386	3,285	36	292	2,386	-	1,500	-	1,436,720
2023												
Cost												
At 1 July 2022	1,000,000	500,000	292,000	179,863	70,750	759,835	35,000	79,547	850,000	1,873,660	5,228	5,645,883
Additions	-	-	-	7,085	1,950	-	-	-	-	-	-	9,035
At 30 June 2023	1,000,000	500,000	292,000	186,948	72,700	759,835	35,000	79,547	850,000	1,873,660	5,228	5,654,918
Accumulated depreciation												
At 1 July 2022	-	79,166	195,901	120,073	36,368	759,799	27,708	56,917	850,000	1,024,862	4,692	3,155,486
Charge for the financial year	-	10,000	-	21,938	378	-	3,500	13,910	-	-	536	50,262
At 30 June 2023	-	89,166	195,901	142,011	36,746	759,799	31,208	70,827	850,000	1,024,862	5,228	3,205,748
Accumulated impairment												
At 1 July 2022 and 30 June 2023	-	-	96,099	3,366	32,145	-	-	-	-	848,798	-	980,407
Carrying amount												
At 30 June 2023	1,000,000	410,834	-	41,571	3,809	36	3,792	8,720	-	1	-	1,468,763

10. Right-of-use assets

The following table summarises the carrying amount of the Group and Company's right-of-use asset and the movements during the year:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM	**RM**	**RM**	**RM**
Cost				
Building				
At beginning of financial year	821,640	1,211,979	821,640	821,640
Addition	1,240,065	-	1,240,065	-
Expiry of contract /Derecognition	(821,640)	(390,339)	(821,640)	-
At end of financial year	1,240,065	821,640	1,240,065	821,640
Accumulated depreciation				
At beginning of financial year	707,536	629,971	707,536	570,592
Depreciation for the financial year	152,725	91,757	152,725	136,944
Derecognition/Expiry of contract	(821,640)	(14,192)	(821,640)	-
At end of financial year	38,621	707,536	38,621	707,536
Carrying amount	1,201,444	114,104	1,201,444	114,104

The Company leases office and the contract term was three (3) years with an extension option of renewal of contract.

11. Intangible assets

	Group	
	2024	**2023**
	RM	**RM**
Goodwill, at cost		
At beginning of financial year	2,363,549	2,363,549
Less: impairment	(2,363,549)	(2,363,549)
At end of financial year	-	-

The management has reassessed the future economic benefit of the goodwill and determined the recoverable amount to be Nil. Hence, a full impairment loss of RM2,363,549 was recognised in the prior financial years.

12. Investment in subsidiaries

	Company	
	2024	**2023**
	RM	**RM**
Unquoted shares, at cost		
At beginning and at end of financial year	21,103,480	21,103,480
Less: impairment		
At beginning and at end of financial year	(11,103,480)	(11,103,480)
	10,000,000	10,000,000

12. Investment in subsidiaries (continued)

	Company 2024 RM	Company 2023 RM
Equity contribution to subsidiaries	366,112,550	356,503,583
Less: Impairment		
At beginning of financial year	(264,946,883)	(264,946,883)
Additions	(5,209,179)	-
Reversal	4,011,002	-
At end of financial year	(266,145,060)	(264,946,883)
	99,967,490	91,556,700
	109,967,490	101,556,700

Equity contribution to subsidiaries represents amount owing by subsidiaries which is non-trade in nature and interest free. The settlement of the amount is neither planned nor likely to occur in the near foreseeable future as it is the intention of the company to treat the amount as long term source of capital to the subsidiaries. As this amount is, in substance, a part of the net investment in subsidiaries, it is stated at cost less accumulated impairment, if any.

Details of the subsidiary companies are as follows:

Name of subsidiaries	Country of incorporation	Percentage of equity held (%) 2024	Percentage of equity held (%) 2023	Principal activities
Gro Asia Agritechnology Sdn. Bhd	Malaysia	100	100	Carrying out research, development, and commercialization of agricultural and farming technologies
Asiabio Capital Sdn. Bhd. ("ACSB")	Malaysia	100	100	Investing and trading in quoted securities and related activities
Hexa Bonanza Sdn. Bhd.	Malaysia	50	50	Contracting works for biomass technologies and manufacturing of peeled lumber using biomass.
Fintec Capital Sdn. Bhd.	Malaysia	100	100	Engage in providing inter alia general loans, micro and corporate financing services and any other credit services in relation thereto.
Artisan Semesta Sdn. Bhd. ("ASSB")	Malaysia	100	100	Manufacturing and trading in agricultural related products and supplying solar photovoltaic (PV) energy
Asiabio Builders Sdn. Bhd. ("ABSB")	Malaysia	100	100	Dormant
Fintec Ventures Sdn. Bhd.	Malaysia	100	100	Dormant
Fintec Global Limited ("FGL")	British Virgin Islands	100	100	Investing and trading in quoted securities and related activities
Fintec Glove Sdn. Bhd. ("FGSB")	Malaysia	100	100	Manufacturing and trading of personal protective healthcare equipment and rubber gloves machinery and leasing of rubber gloves machinery and ancillary equipment
Fintec Global (HK) Limited ("Fintec Global")*	Hong Kong	100	100	Investment and trading

12. Investment in subsidiaries (continued)

Details of the subsidiary companies are as follows (continued):

Name of subsidiaries	Country of incorporation	Percentage of equity held (%) 2024	2023	Principal activities
Subsidiary company of Fintec Global :				
Fintec North America LLC*	United States of America	60	60	Medical glove business.
Gold Champagne (HK) Limited*	Hong Kong	100	100	Dormant

* Not audited by CHENGCO PLT.

13. Investment in unquoted shares

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Unquoted shares, at cost				
At beginning of financial year	15,630,654	27,553,247	-	6,223,341
Write off	-	(11,922,593)	-	(6,223,341)
At end of financial year	15,630,654	15,630,654	-	-
Less: Accumulated impairment				
At beginning of financial year	(14,653,168)	(23,704,338)	-	(6,223,341)
Addition	-	(2,871,423)	-	-
Write off	-	11,922,593	-	6,223,341
At end of financial year	(14,653,168)	(14,653,168)	-	-
Net carrying amount	977,486	977,486	-	-

Impairment testing of investment in unquoted shares

The net carrying amount is referred to the recoverable amount of investment in unquoted shares. The recoverable amount has been determined based on value-in-use calculations using cash flows projection obtained from the invested entities by management covering a ten years period which is in accordance to the lease terms of leasehold building that generating income.

The key assumptions used for value-in-use calculations are:

	Group 2024	Group 2023
Occupancy rate	82-85%	68-75%
Growth rate	1%	2%
Discount rate	6.95%	7.41%

13. Investment in unquoted shares (continued)

Impairment testing of investment in unquoted shares (continued)

The following describes each key assumption on which management has based its cash flow projections to undertake impairment testing of investment in unquoted shares:

(i) Occupancy rate

The occupancy rate is the average rate experienced over the last year, adjusted for market and economic conditions and internal resource efficiency based on both external and sources.

(ii) Growth rate

Growth rate is the forecasted annual growth rate over the ten years projection period. It is based on weighted average growth rate experienced over the past three to five years, and market outlook over the forecasted years.

The weighted average growth rates used are consistent with the long-term growth for the industry. Cash flows beyond the five-year projection period are extrapolated using the long-term growth rates.

(iii) Discount rate

Discount rate was estimated based on the industry weighted average cost of capital. The discount rate applied to the cash flow projections is pre-tax and reflects management's estimate of the risks specific to the Group at the date of assessment.

<u>Sensitivity to changes in assumptions</u>

Based on the sensitivity analysis performed, management expects that there is no reasonably possible change in key assumptions that would cause the carrying value of the investment in unquoted shares to exceed its recoverable amount.

14. Marketable Securities

	Group	
	2024 RM	**2023 RM**
Non-current assets		
Quoted shares, in Malaysia	101,161,347	69,518,028
Current assets		
Quoted shares, in Malaysia	21,290,294	18,401,259
Quoted shares, outside Malaysia	493,783	486,883
Total marketable securities classified as fair value through profit or loss, stated at market value	122,945,424	88,406,170

The currency exposure profile of marketable securities is as follows:

	Group	
	2024 RM	**2023 RM**
Ringgit Malaysia	122,451,641	87,919,287
Australian Dollar	493,783	486,883
	122,945,424	88,406,170

15. Asset held for sale

	Group 2024 RM	Group 2023 RM
At Cost		
Property, plant and equipment	25,200,000	28,140,000
Less: Impairment losses	-	(2,940,000)
Less: Disposal	(25,200,000)	-
	-	25,200,000

Movements of the accumulated impairment losses is as follows:

	Group 2024 RM	Group 2023 RM
At beginning of financial year	2,940,000	-
Addition (Note 6)	-	2,940,000
Written off	(2,940,000)	-
At end of financial year	-	2,940,000

16. Inventories

	Group 2024 RM	Group 2023 RM
At Cost		
Beverage	-	2,087,325
Nitrile glove	17,384	826,273
Raw materials	-	365,139
Fertiliser	-	40,537
	17,384	3,319,274
Recognised in profit or loss:		
Inventories recognised as cost of sales	1,895,216	1,791,487

17. Trade receivables

The Group's normal trade credit terms range from 30 days (2023: 30 days). Other credit terms are assessed and approved on a case-by-case basis.

	Group 2024 RM	Group 2023 RM
Trade receivables	886,090	1,340,708
Less: impairment losses	(34,285)	(1,066,315)
	851,805	274,393

Movements of the accumulated impairment losses (individually impaired):

	Group 2024 RM	Group 2023 RM
At beginning of financial year	1,066,315	2,818,202
Additional of impairment loss on receivables (Note 3(c))	34,285	-
Reversal of impairment loss on receivables (Note 3(b))	(1,066,315)	(1,751,887)
At end of financial year	34,285	1,066,315

18. Non-trade receivables, deposits and prepayments

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Non-trade receivables	23,412,214	21,085,795	4,608	-
Less: Impairment				
At beginning of financial year	-	-	-	-
Addition	(335,804)	-	-	-
At end of financial year	(335,804)	-	-	-
	23,076,410	21,085,795	4,608	-
Deposits	9,160,822	5,872,167	121,406	112,395
Less: Impairment				
At beginning of financial year	(2,290,511)	(2,290,511)	-	-
Addition	-	-	-	-
Reversal	-	-	-	-
At end of financial year	(2,290,511)	(2,290,511)	-	-
	6,870,311	3,581,656	121,406	112,395
Accrual Income	-	-	-	57,456
Less: Impairment				
At beginning of financial year	-	-	-	-
Addition	-	-	-	-
At end of financial year	-	-	-	-
	-	-	-	57,456
Prepayments	2,408,895	879,848	658,021	48,004
Less: Impairment				
At beginning of financial year	(75,056)	(75,056)	-	-
Addition	-	-	-	-
At end of financial year	(75,056)	(75,056)	-	-
	2,333,839	804,792	658,021	48,004
	32,280,560	25,472,243	784,035	217,855

19. Amount due from/(to) subsidiaries

	Company 2024 RM	Company 2023 RM
Amount due from subsidiaries	2,485,516	1,568,133
Less: Impairment		
At beginning of financial year	(469,371)	(265,416,254)
Additional	(2,016,145)	-
Transfer to equity contribution to subsidiaries	-	264,946,883
At end of financial year	(2,485,516)	(469,371)
	-	1,098,762
Amount due to subsidiaries	(1,214,382)	(1,275,922)

The amount due from/(to) subsidiaries represented non-trade, unsecured, interest-free advances and is recoverable/(repayable) on demand.

20. Short term investment

	Group and Company	
	2024	**2023**
	RM	**RM**
Fair value through profit or loss		
Current		
Beginning of the year	13,215,958	49,612,079
Addition	-	46,000,000
Interest income	23	816
Dividend income	5,895	-
Disposal	(13,458,606)	(83,371,614)
Trustee fee	(22,789)	(85,484)
Fair value gain	259,519	1,060,161
End of the year	-	13,215,958

Highly liquid money market fund, which is readily convertible to known amounts of cash and is subject to an insignificant risk of changes in value.

The short term investment effective interest rates is approximately 3.00% (2023: 3.00%) per annum.

21. Share capital

	Group and Company			
	2024	**2023**	**2024**	**2023**
	Number of Ordinary Shares		**RM**	**RM**
Issued share capital				
At 1 July	5,923,815,474	5,922,797,474	368,725,640	368,618,968
- Pursuant to exercise of SIS	-	-	-	-
- Pursuant to exercise of ESOS	-	-	-	-
- Pursuant to conversion of ICPS	3,614,400	1,018,000	1,400,520	111,980
- Pursuant to exercise of Warrant C	2,400	-	192	-
- Pursuant to Share Consolidation	(5,729,554,452)	-	-	-
- Share-based payment	-	-	-	-
- Warrant Reserve adjustment for Warrants	-	-	34,906,809	(5,308)
At 30 June	197,877,822	5,923,815,474	405,033,161	368,725,640

In the previous financial year ended 30 June 2023, the Company had:

(a) increased its issued share capital by issuance of 1,018,000 new ordinary shares at RM0.11 each, pursuant to the conversion of 1,399,750 ICPS.

During the financial year ended 30 June 2024, the Company had:

(a) increased its issued share capital by issuance of 3,300,000 new ordinary shares at RM0.11, pursuant to the conversion of 4,537,500 ICPS.

(b) increased its issued share capital by issuance of 314,400 new ordinary shares at RM3.30, pursuant to the conversion of 432,300 ICPS.

The newly issued shares rank pari passu in all respects with the previously issued shares.

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

22. Irredeemable convertible preference shares ("ICPS")

	Group and Company			
	2024	2023	2024	2023
	Number of ICPS		RM	RM
ICPS of RM0.08/2.40 each				
Issued ICPS				
At beginning of financial year	222,908,385	224,308,135	17,832,672	7,369,079
Share consolidation	(211,092,203)	-	-	-
Conversion of ICPS to ordinary shares	(4,969,800)	(1,399,750)	(1,400,520)	(111,980)
Warrant Reserve adjustment for Warrant B	-	-	-	10,575,573
At end of financial year	6,846,382	222,908,385	16,432,152	17,832,672

On 11 December 2017, the Company listed and quoted of 899,284,472 new ICPS in the Company at an issue price of RM0.08 per ICPS and 89,928,341 free detachable Warrants B on the basis of ten (10) ICPS together with one (1) free Warrants B for every Five (5) existing ordinary shares of the Company. Warrants B has expired on 18 December 2022.

On 9 May 2024, the existing Shares were consolidated of every 30 existing Shares held by the Shareholders into 1 consolidated Shares.

The salient features of the ICPS are as follows:

(a) The ICPS holders will have the right to convert the ICPS into the Company's new ordinary shares at a conversion price of RM0.16 during the ten (10)-year period expiring on 4 December 2027 ("Exercise Period");

(b) At the expiry of the Exercise Period, any ICPS which have not been converted shall be automatically converted into new fully-paid ordinary Shares at the conversion price;

(c) The holders of ICPS shall not be entitled to be paid with any dividends;

(d) Conversion of ICPS into new ordinary shares at the conversion price in the following manner:-

(e) The conversion shares shall rank pari passu in all respects with the then existing shares of the Company except that they shall not be entitled to any dividends, rights, allotments and/or other distributions, the entitlement date of which is prior to the date of conversion of the ICPS; and

  (i) By surrendering for cancellation the ICPS with an aggregate issue price of the ICPS equivalent to the Conversion Price, subject to a minimum of 1 ICPS and a maximum of 2 ICPS for every one (1) new ordinary share; and

  (ii) By paying the difference between the aggregate issue price of ICPS surrendered and the Conversion Price, if any, in cash, for every 1 new ordinary share;

(f) The ICPS holders shall not be entitled to voting rights except where the rights of ICPS holders are affected or on a resolution for the winding up of the Company.

23. Reserves

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Non-distributable:				
Warrant reserve	-	35,240,261	-	35,240,261
Distributable				
Foreign exchange translation	271,962	214,039	-	-
Accumulated losses	(183,570,736)	(207,785,077)	(310,259,199)	(304,520,525)
	(183,298,774)	(172,330,777)	(310,259,199)	(269,280,264)

23. Reserves (continued)

Warrant reserve

The Warrants reserve is in respect of the fair value for free warrants issued pursuant to the Right Issue. Fair value of the Warrants A, Warrants B and Warrants C are RM0.00085, RM0.1176 and RM0.0305 respectively.

24. Lease liabilities

The following table summarises the carrying amount of the Company's right-of-use asset and the movements during the year:

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM	**RM**	**RM**	**RM**
Representing:				
Current	294,764	127,426	294,764	127,426
Non-Current	910,819	-	910,819	-
	1,205,583	127,426	1,205,583	127,426
Recognised in profit or loss				
Interest expense on lease liabilities	11,745	3,599	11,745	9,094

The finance lease payables bear effective interest at rates between 4.40% to 6.75% (2023: 4.40%) per annum. The Company leases office and the contract term ranges from one (1) years with an extension option of renewal of contract.

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM	**RM**	**RM**	**RM**
Future minimum lease payment				
Not later than 1 year	367,176	130,050	367,176	130,050
Later than 1 year and not later than 5 years	1,007,401	-	1,007,401	-
Total minimum lease payments	1,374,577	130,050	1,374,577	130,050
Less: Future finance charges	(168,994)	(2,624)	(168,994)	(2,624)
	1,205,583	127,426	1,205,583	127,426

25. Trade payables

The normal trade credit terms granted to the Group range from 60 to 90 days (2023: 60 to 90 days).

26. Non-trade payables, deposit received and accruals

	Group		Company	
	2024	**2023**	**2024**	**2023**
	RM	**RM**	**RM**	**RM**
Non-trade payables	416,568	158,092	25,153	31,903
Deposits received	1,090,906	26,651,275	-	-
Accruals	476,495	1,574,952	105,296	60,500
	1,983,969	28,384,319	130,449	92,403

27. Significant related party transactions

(a) Identities of related parties

Parties are considered to be related to the Group, if the Group has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties could be individuals or other parties.

Related parties of the Group include:

(i) Direct and indirect subsidiaries as disclosed in Note 12 to the financial statements;
(ii) Key management personnel, which comprises persons (including the Directors of the Group) having authority and responsibility for planning, deciding and controlling the activities of the Group directly or indirectly; and
(iii) Entities in which certain Directors, who are also the substantial shareholders of the parent, have substantial shareholding interests.

(b) Compensation of Key Management Personnel

The Group considers the directors to be the key management personnel. Disclosure of their remuneration is made in Directors' remuneration to the Directors' report.

28. Operating Segments

(a) Business segments

The Group is organised into five major business segments in the current year:

(i) Technology incubation
(ii) Portfolio investment
(iii) Biotechnology products
(iv) Financial services
(v) Glove business

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss for the financial period, in certain respects as set out below, is measured differently from operating profit or loss in the consolidated financial statements.

Group 2024	Technology incubation RM	Portfolio investment RM	Biotechnology Products RM	Financial services RM	Glove business RM	Elimination RM	Total RM
Revenue							
Sales to external customers	-	24,122,579	369,653	135,715	1,379,741	-	26,007,688
Results							
Segment results	(2,857,859)	31,841,792	(1,070,752)	710,692	(5,395,408)	(7,506)	23,220,959
Interest expenses	(11,745)	(15,559)	(3,303)	-	(6,878)	3,303	(34,182)
Net unallocated expenses	-	-	-	-	-	-	-
Profit/(Loss) before taxation	(2,869,604)	31,826,233	(1,074,055)	710,692	(5,402,286)	(4,203)	23,186,777
Income tax expense	-	-	-	-	(3,756)	-	(3,756)
Profit/(Loss) for the year	(2,869,604)	31,826,233	(1,074,055)	710,692	(5,406,042)	(4,203)	23,183,021

28. Operating Segments (continued)

Group 2024	Technology incubation RM	Portfolio investment RM	Biotechnology Products RM	Financial services RM	Glove business RM	Elimination RM	Total RM
Assets							
Segment assets	4,091,039	164,342,889	113,729	1,198,238	71,079,970	-	240,825,865
Unallocated assets	-	-	-	-	-	-	-
Total assets	4,091,039	164,342,889	113,729	1,198,238	71,079,970	-	240,825,865
Liabilities							
Segment liabilities	1,336,032	86,628	238,811	1,230,135	3,096,127	-	5,987,733
Unallocated liabilities	-	-	-	-	-	-	-
Total liabilities	1,336,032	86,628	238,811	1,230,135	3,096,127	-	5,987,733
Other information							
Capital expenditure	8,360	-	11,425	-	(53,155)	-	(33,370)
Depreciation of property, plant and equipment	379,167	-	14,131	-	2,959,416	-	3,352,714
Depreciation of right of use assets	152,725	-	107,406	-	-	(107,406)	152,725
Impairment loss/(reversal) on							
- trade receivables	-	-	10,688	(1,066,315)	23,597	-	(1,032,030)
- non-trade receivable	-	259,448	76,356	-	-	-	335,804
- Property, plant and equipment	-	-	100,210	-	-	-	100,210
- inventories	-	-	92,582	-	-	-	92,582
Bad debt written off	-	-	-	-	-	-	-
Gain on short term investment	(259,516)	-	-	-	-	-	(259,516)
Gain on foreign exchange - unrealised	-	(153,755)	-	-	(15,686)	-	(169,441)
Gain on disposal of property, plant and equipment	-	-	-	-	(400,000)	-	(400,000)
Fair value loss on marketable securities	-	(30,332,723)	-	-	-	-	(30,332,723)

Group 2023	Technology incubation RM	Portfolio investment RM	Biotechnology Products RM	Financial services RM	Glove business RM	Elimination RM	Total RM
Revenue							
Sales to external customers	-	19,644,203	1,588,890	232,580	812,574	-	22,278,247
Results							
Segment results	(2,987,224)	(23,775,435)	(771,692)	1,877,960	(6,799,605)	(15,013)	(32,471,009)
Interest expenses	(9,094)	(20,737)	(12,887)	(834)	(8,223)	19,216	(32,559)
Net unallocated expenses	-	-	-	-	-	-	-
Loss before taxation	(2,996,318)	(23,796,172)	(784,579)	1,877,126	(6,807,828)	4,203	(32,503,568)
Income tax expense	-	-	-	-	-	-	-
Loss for the year	(2,996,318)	(23,796,172)	(784,579)	1,877,126	(6,807,828)	4,203	(32,503,568)
Assets							
Segment assets	16,118,338	124,877,326	909,139	2,728,865	100,943,033	(164,862)	245,411,839
Unallocated assets	-	-	-	-	-	-	-
Total assets	16,118,338	124,877,326	909,139	2,728,865	100,943,033	(164,862)	245,411,839

28. Operating Segments (continued)

Group 2023	Technology incubation RM	Portfolio investment RM	Biotechnology Products RM	Financial services RM	Glove business RM	Elimination RM	Total RM Liabilities
Liabilities							
Segment liabilities	219,829	74,187	418,876	886,198	32,384,817	(169,065)	33,814,842
Unallocated liabilities	-	-	-	-	-	-	-
Total liabilities	219,829	74,187	418,876	886,198	32,384,817	(169,065)	33,814,842
Other information							
Capital expenditure	9,035	-	27,129	-	1,847,074	-	1,883,238
Depreciation of property, plant and equipment	50,262	-	10,995	-	684,507	-	745,764
Depreciation of right of use assets	136,944	-	161,109	8,515	-	(214,811)	91,757
Impairment loss/(reversal) on							
- trade receivables	-	-	-	(1,751,887)	-	-	(1,751,887)
- non-trade receivable	-	-	-	-	-	-	-
- unquoted shares	-	2,871,423	-	-	-	-	2,871,423
- Property, plant and equipment	-	-	-	-	2,940,000	-	2,940,000
Bad debt written off	-	3,000	-	-	-	-	3,000
Gain on short term investment	(1,060,161)	-	-	-	-	-	(1,060,161)
Gain on foreign exchange - unrealised	-	(1,380,203)	-	-	(35,015)	-	(1,415,218)
Gain on disposal of property, plant and equipment	-	-	-	-	(762,060)	-	(762,060)
Fair value loss on marketable securities	-	21,649,211	-	-	-	-	21,649,211

29. Financial instruments

Categories of financial instruments

The table below provides an analysis of the categories of financial instruments categorised as follows:

(a) Financial assets and liabilities measured at fair value through profit or loss ("FVTPL"); and
(b) Financial assets and liabilities measured at amortised cost ("AC").

Group	Carrying amount RM	FVTPL RM	AC RM
2024			
Financial assets			
Marketable securities	122,945,424	122,945,424	-
Trade receivables	851,805	-	851,805
Non-trade receivables, deposits (excluding prepayments)	29,946,721	-	29,946,721
Short term investment	-	-	-
Cash and bank balances	12,304,609	-	12,304,609
	166,048,559	122,945,424	43,103,135
Financial liabilities			
Lease liabilities	1,205,583	-	1,205,583
Trade payables	2,798,181	-	2,798,181
Non-trade payables and accruals	1,983,969	-	1,983,969
	5,987,733	-	5,987,733

29. Financial Instruments (continued)

Categories of financial instruments (continued)

The table below provides an analysis of the categories of financial instruments categorised as follows: (continued)

(a) Financial assets and liabilities measured at fair value through profit or loss ("FVTPL"); and
(b) Financial assets and liabilities measured at amortised cost ("AC").

Company	Carrying amount RM	FVTPL RM	AC RM
2024			
Financial assets			
Non-trade receivables, deposits (excluding prepayments)	126,014	-	126,014
Amount due from subsidiaries	-	-	-
Short term investment	-	-	-
Cash and bank balances	366,839	-	366,839
	492,853	-	492,853
Financial liabilities			
Lease liability	1,205,583	-	1,205,583
Non-trade payables and accruals	130,449	-	130,449
Amount due to subsidiaries	1,214,382	-	1,214,382
	2,550,414	-	2,550,414
Group			
2023			
Financial assets			
Marketable securities	88,406,170	88,406,170	-
Trade receivables	274,393	-	274,393
Non-trade receivables, deposits (excluding prepayments)	24,667,451	-	24,667,451
Short term investment	13,215,958	13,215,958	-
Cash and bank balances	14,406,358	-	14,406,358
	140,970,330	101,622,128	39,348,202
Financial liabilities			
Lease liabilities	127,426	-	127,426
Trade payables	5,303,097	-	5,303,097
Non-trade payables and accruals	28,384,319	-	28,384,319
	33,814,842	-	33,814,842
Company			
2023			
Financial assets			
Non-trade receivables, deposits (excluding prepayments)	169,851	-	169,851
Amount due from subsidiaries	1,098,762	-	1,098,762
Short term investment	13,215,958	13,215,958	-
Cash and bank balances	1,101,657	-	1,101,657
	15,586,228	13,215,958	2,370,270
Financial liabilities			
Lease liability	127,426	-	127,426
Non-trade payables and accruals	92,403	-	92,403
Amount due to subsidiaries	1,275,922	-	1,275,922
	1,495,751	-	1,495,751

29. Financial instruments (continued)

Financial risk management objectives and policies

The Group and the Company are exposed to financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, interest rate risk, market risk and liquidity risk.

The Group's and the Company's financial risk management policy seeks to ensure that adequate financial resources are available for the development of the Group's and of the Company's businesses whilst managing its credit risk, market risk, interest rate risk, and liquidity risk.

The following sections provide details regarding the Group's and the Company's exposure to the above mentioned financial risks and the objectives, policies and processes for the management of these risks.

Credit risk

Credit risk is the risk of a financial loss if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's and the Company's exposure to credit risk arises principally from the individual characteristics of each customer.

Trade receivables

At each reporting date, the Group and the Company assess whether any of the trade receivables are credit impaired.

The gross carrying amounts of credit impaired trade receivables 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 amounts subject to the write-off. Nevertheless, trade receivables that are written off could still be subject to enforcement activities.

There are no significant changes as compared to previous year.

Credit risk concentration profile

The Group's major concentration of credit risk relates to the amounts owing by 3 (2023:5) major customers/broker which constituted approximately 94% (2023: 98%) of its trade receivables as at the end of the reporting period.

Exposure to credit risk

As the Group and the Company do not hold any collateral, the maximum exposure to credit risk is represented by the carrying amount of the financial assets as at the end of the reporting period.

Recognition and measurement of impairment loss

The Company uses a provision matrix to measure ECLs of trade receivables.

Loss rates are based on actual credit loss experience over the past three (3) years. The Company also considers differences between (a) economic conditions during the period over which the historic data has been collected, (b) current conditions and (c) the Company's view of economic conditions over the expected lives of the receivables. Nevertheless, the Company believes that these factors are immaterial for the purpose of impairment calculation for the financial period.

29. Financial instruments (continued)

Credit risk (continued)

Trade receivables (continued)

Ageing analysis

The ageing analysis of the Group trade receivables, as at reporting date is as follows:

Group	Gross carrying amount RM	Credit impaired RM	Carrying amount RM
2024			
Not past due	826,323	-	826,323
Past due:			
- less than 3 months	127	-	127
- more than 3 months	59,640	(34,285)	25,355
	886,090	(34,285)	851,805
2023			
Not past due	187,297	-	187,297
Past due:			
- less than 3 months	87,096	-	87,096
- more than 3 months	1,066,315	(1,066,315)	-
	1,340,708	(1,066,315)	274,393

Cash and cash equivalents

The cash and cash equivalents are held with banks and financial institutions. As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statement of financial position.

As at the end of the reporting period, the Group and the Company did not recognised any allowance for impairment losses.

Deposits

Credit risks on deposits are mainly arising from deposits paid for office buildings rented. These deposits will be refunded at the end of each lease terms. The Company manages the credit risk together with the leasing arrangement.

As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statement of financial position.

As at the end of the reporting period, the Group and the Company did not recognised any allowance for impairment losses.

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates and interest rates, will affect the Company's financial position or cash flows.

Interest rate risk

The Group's and the Company's primary interest rate risk relates to interest earning from deposits with licensed banks from financial institutions.

		Group and Company	
2024	**Effective interest rate per annum %**	**Within one year**	**Total RM**
Financial asset			
Short term investment	3.00	-	-

29. Financial instruments (continued)

Interest rate risk (continued)

2023	Effective interest rate per annum %	Group and Company Within one year	Total RM
Financial asset			
Short term investment	3.00	13,215,958	13,215,958

Interest rate risk sensitivity analysis

The following table details the sensitivity analysis to a reasonably possible change in the interest rates as at the end of the reporting period, with all other variables held constant:

	Group and Company 2024 Increase/ (Decrease) RM	2023 Increase/ (Decrease) RM
Effects on profit after taxation		
Increase of 10 basis points ("bp")	-	10,044
Decrease of 10 basis points ("bp")	-	(10,044)

Liquidity risk

The Group and the Company monitor and maintain a level of cash and cash equivalents deemed adequate by management to finance the Group's and the Company's operations and to mitigate the effects of fluctuations in cash flows.

Maturity analysis

The table below summarises the maturity profile of the Group's and of the Company's financial liabilities as at reporting date based on undiscounted contractual payments:

Group	Carrying amount RM	Contractual interest rate	Contractual cash flows RM	Within 1 year RM	After 1 year RM
2024					
Lease liabilities	1,205,583	4.40 – 6.75	1,374,577	367,176	1,007,401
Trade payables	2,798,181	-	2,798,181	2,798,181	-
Non-trade payables and accruals	1,983,969	-	1,983,969	1,983,969	-
	5,987,733		6,156,727	5,149,326	1,007,401
2023					
Lease liabilities	127,426	4.40	130,050	130,050	-
Trade payables	5,303,097	-	5,303,097	5,303,097	-
Non-trade payables and accruals	28,384,319	-	28,384,319	28,384,319	-
	33,814,842		33,817,466	33,817,466	-

29. Financial instruments (continued)

Maturity analysis (continued)

The table below summarises the maturity profile of the Group's and of the Company's financial liabilities as at reporting date based on undiscounted contractual payments (continued):

Company	Carrying amount RM	Contractual interest rate	Contractual cash flows RM	Within 1 year RM	After 1 year RM
2024					
Lease liability	1,205,583	4.40 – 6.75	1,374,577	367,176	1,007,401
Non-trade payables and accruals	130,449	-	130,449	130,449	-
Amount due to subsidiaries	1,214,382	-	1,214,382	1,214,382	-
	2,550,414		2,719,408	1,712,007	1,007,401
2023					
Lease liability	127,426	4.40	130,050	130,050	-
Non-trade payables and accruals	92,403	-	92,403	92,403	-
Amount due to subsidiaries	1,275,922	-	1,275,922	1,275,922	-
	1,495,751		1,498,375	1,498,375	-

Foreign currency risk

Foreign currency risk is the risk of fluctuation in fair value or future cash flows of a financial instruments as a result of changes in foreign exchange rates. The Group's and the Company's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's and the Company's operating activities (when sales, purchases and borrowings that are denominated in a foreign currency).

The Group's and the Company's unhedged financial assets that are not denominated in their functional currencies are as follows:

	Group and Company 2024 Australia Dollar RM	2023 Australia Dollar RM
Balances recognized in the statement of financial position		
Marketable securities	493,783	486,883

<u>Sensitivity analysis for foreign currency risk</u>
The Group's and the Company's principal foreign currency exposure relates mainly to Australia Dollar ("AUD").

The following table demonstrates the sensitivity to a reasonably possible changes in the AUD, with all other variables held constant on the Group's and the Company's total equity and profit for the financial year.

	Change in percentage	Effect in profit for the financial year RM	Effect on the equity RM
2024	+10	37,528	37,528
	-10	(37,528)	(37,528)
2023	+10	37,003	37,003
	-10	(37,003)	(37,003)

29. Financial instruments (continued)

Fair values

The financial assets maturing within the next 12 months approximated fair values due to the relatively short-term maturity of the financial instruments except for amount due from/(to) subsidiaries as it is not practical to estimate the fair value to principally to a lack a of fixed repayment term entered by the parties involved and without incurring excessive costs. The directors are at the opinion that the carrying amounts recorded at the balance sheet date do not differ significantly from the values that would eventually be recovered.

Fair value hierarchy

The table below analyses financial instrument carried at fair value, by valuation method. The different levels have been defined as follows:

Level 1: Quoted prices (unadjusted) in active markets for identical assets or liabilities.
Level 2: Inputs other than quoted prices included within Level 1 that are observable for assets or liabilities, either directly (i.e. as prices) or indirectly (i.e. derived from prices).
Level 3: Inputs for the assets or liabilities that are not based on observable market data (unobservable inputs).

	2024 RM	2023 RM
Group		
Level 1		
Short term investment	-	13,215,958
Marketable securities	122,945,424	88,406,170

The Group does not have any financial liabilities carried at fair value nor any financial instruments classified as Level 2 and Level 3 as at 30 June 2024.

30. Reconciliation of liabilities arising from financing activities

The table below show the details changes in the liabilities of the Group and of the Company arising from financing activities, including both cash and non-cash changes.

	At beginning of the financial year RM	Financing cash flows (i) RM	New lease RM	Other changes (ii) RM	At end of the financial year RM
2024					
Group					
Lease liabilities	127,426	(161,908)	1,240,065	-	1,205,583
Company					
Lease liabilities	127,426	(161,908)	1,240,065	-	1,205,583
2023					
Group					
Lease liabilities	665,683	(161,461)	-	(376,796)	127,426
Company					
Lease liabilities	274,391	(146,965)	-	-	127,426

(i) The financing cash flows represent payment of lease liabilities and net proceeds from/repayment of bank borrowings in the statements of cash flows.
(ii) Other changes include derecognition of lease contracts

31. General information

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

The principal activities of the Company are technology incubation and investment holding, manufacturing and sale of rubber gloves. The principal activities of the subsidiary companies are disclosed in Note 12 to the financial statements.

There has been no significant change in the nature of these activities during the financial year other than disclosed in the financial statements.

The registered office of the Company is located at Level 13, Menara 1 Sentrum, 201, Jalan Tun Sambanthan, Brickfields, 50470 Kuala Lumpur.

The address of the principal place of business of the Company is Lot 13.1, Level 13, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan.

The financial statements were approved and authorised for issue by the Board of Directors on 21 October 2024.

Analysis of Shareholdings
As at 30 September 2024

Issued and Paid-Up Share Capital	:	RM422,499,008.54 comprising of 203,263,622 ordinary shares*
Class of Shares	:	Ordinary shares
Voting Rights	:	One (1) vote per ordinary share

Note:
* *The issued and paid-up share capital of the Company prior to the share consolidation, which was completed on 9 May 2024, was RM421,465,313.54 comprising of 5,927,117,874 ordinary shares.*

Analysis of Shareholdings

Size of Holdings	No. of shareholders	% of shareholders	No. of shares held	% of shareholdings
1 – 99	3,363	18.47	82,069	0.040
100 – 1,000	4,755	26.11	2,432,492	1.19
1,001 – 10,000	7,400	40.64	29,121,019	14.33
10,001 – 100,000	2,439	13.39	70,877,104	34.87
100,001 – 10,163,180*	253	1.39	100,750,938	49.57
10,163,181 and above**	0	0.00	0	0.00
TOTAL	**18,210**	**100.00**	**203,263,622**	**100.00**

Note:
* *less than 5 % of issued shares*
** *5% and above of issued shares*

List of Directors' Shareholdings

	Direct		Deemed	
	No. of Shares	%	No. of Shares	%
Dato' Seri Abdul Azim Bin Mohd Zabidi	-	-	-	-
Ong Tee Kein	-	-	-	-
Tan Sik Eek	22,222	0.01	-	-
Chew Shin Yong, Mark	-	-	-	-
Ong Siew Min	-	-	-	-

List of Substantial Shareholders (based on Register of Substantial Shareholders)

Shareholders	Direct		Deemed	
	No. of Shares	%	No. of Shares	%
CPE Growth Capital Limited	1,061,272	0.52	-	-
Adamas Finance Asia Limited	-	-	1,061,272 [i]	0.52

Note:
[i] *Deemed interest by virtue of the shareholdings in CPE Growth Capital Limited*

List of Top 30 Shareholders

	Name	No. of shares held	Percentage (%)
1	Affin Hwang Nominees (Asing) Sdn. Bhd. *Exempt An for SFGHK Limited (Account Client)*	7,581,100	3.729
2	M & A Nominee (Tempatan) Sdn. Bhd. *Exempt An for SFGHK Limited (Account Client)*	5,717,666	2.812
3	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. *Pledged Securities Account for Tay Hock Soon (MY1055)*	5,520,466	2.715
4	Cartaban Nominees (Asing) Sdn. Bhd. *Exempt An for Standard Chartered Bank Singapore (EFGBHK-Asing)*	5,500,000	2.705
5	Chin Wah Yin	3,000,026	1.475
6	Choo Kwang Wah	2,600,000	1.279
7	UOB Kay Hian Nominees (Asing) Sdn. Bhd. *Exempt An for UOB Kay Hian Pte Ltd (A/C Clients)*	2,240,333	1.102
8	Koh Heok Teo	2,200,033	1.082
9	Kong Kwai Ching	1,652,000	0.812
10	Kenanga Nominees (Tempatan) Sdn. Bhd. *Chin Kiam Hsung*	1,313,333	0.646
11	Law Kok Wah	1,300,000	0.639
12	Eng Hong Palm Oil Mill Sdn. Berhad	1,266,666	0.623
13	HLIB Nominees (Tempatan) Sdn. Bhd. *Pledged Securities Account for Ong Kim Leng*	1,116,666	0.549
14	Lim Wee Yang	1,085,466	0.534
15	Chin Kiam Hsung	1,060,000	0.521
16	AllianceGroup Nominees (Tempatan) Sdn. Bhd. *Pledged Securities Account for Yong Loy Huat (7000875)*	1,000,000	0.491
17	UOB Kay Hian Nominees (Asing) Sdn. Bhd. *Exempt An for UOB Kay Hian Pte Ltd (A/C Clients)*	922,550	0.453
18	Ong Kim Leng	910,990	0.448
19	TA Nominees (Tempatan) Sdn. Bhd. *Pledged Securities Account for Ong Eng Taik*	835,000	0.410
20	Ooi Ee How	833,333	0.409
21	Geoffrey Lim Fung Keong	830,000	0.408
22	Phuah Soon Kee	750,000	0.368
23	Amsec Nominees (Tempatan) Sdn. Bhd. *Pledged Securities Account for Quek See Kui*	679,860	0.334
24	Siah Mun Yee	677,246	0.333
25	Wong Thim Ho	670,866	0.330
26	Maybank Nominees (Tempatan) Sdn. Bhd. *Lim Kah Eng*	629,773	0.309
27	Kenanga Nominees (Tempatan) Sdn. Bhd. *Rakuten Trade Sdn. Bhd. for Khor Ban Seng*	582,700	0.286
28	Tan Seng Chee	566,666	0.278
29	Kenanga Nominees (Tempatan) Sdn. Bhd. *Rakuten Trade Sdn. Bhd. for Lim Mui Hui*	553,333	0.272
30	Cimsec Nominees (Tempatan) Sdn. Bhd. *CIMB for Boey Tze Nin (PB)*	505,560	0.248
	TOTAL	**54,101,632**	**26.600**

Analysis of *Preference Shareholdings*
As at 30 September 2024

Type of Securities	:	Irredeemable Convertible Preference Shares (“ICPS”)
Total Number of ICPS issued	:	899,284,472
Total Number of Outstanding ICPS	:	6,729,782*
Conversion Price	:	RM3.30#
Voting Right	:	An ICPS does not carry any right to vote at any general meeting of the Company except for the right to vote in person or by proxy or by attorney at such meeting in each of the following circumstances until and unless the holders of ICPS convert their ICPS into ordinary shares:-

(a) on a proposal considering the reduction of the share capital of the Company (excluding any cancellation of capital which is lost or unrepresented by assets);
(b) on a proposal for the sale of the whole of the Company’s property, business and undertaking;
(c) on a proposal that directly affects the rights and privileges attached to the ICPS;
(d) on a proposal to wind-up the Company; and
(e) during the winding-up of the Company

Where the holders of ICPS are entitled to vote at any general meeting, every ICPS shall on a poll, carry 1 vote for each ordinary share into which the ICPS are convertible upon exercise of the Conversion Right (based on the Conversion Mode) and every ordinary share shall, notwithstanding any other provision of the Constitution, carry 1 vote for each such share.

The holders of ICPS shall have the right to receive notices, reports and accounts and attend meetings, of which shareholders are entitled.

Notes:
* *The total number of outstanding ICPS prior to the share consolidation, which was completed on 9 May 2024, was 218,370,885.*
\# *The conversion price of the ICPS has been adjusted from RM0.11 to RM3.30 pursuant to the share consolidation, which was completed on 9 May 2024.*

Analysis of ICPS Shareholdings

Size of Holdings	No. of ICPS holders	% of ICPS holders	No. of ICPS held	% of ICPS holdings
1 – 99	129	14.04	2,986	0.04
100 – 1,000	229	24.92	120,940	1.80
1,001 – 10,000	438	47.66	1,505,042	22.36
10,001 – 100,000	116	12.62	3,168,860	47.09
100,001 – 336,488*	5	0.54	1,105,766	16.43
336,489 and above**	2	0.22	826,188	12.28
TOTAL	**919**	**100.00**	**6,729,782**	**100.00**

Note:
* *less than 5 % of issued ICPS*
** *5% and above of issued ICPS*

List of Directors’ ICPS Shareholdings

	Direct		Deemed	
	No. of ICPS	%	No. of ICPS	%
Dato’ Seri Abdul Azim Bin Mohd Zabidi	-	-	-	-
Ong Tee Kein	-	-	-	-
Tan Sik Eek	-	-	-	-
Chew Shin Yong, Mark	-	-	-	-
Ong Siew Min	-	-	-	-

List of Top 30 ICPS Holders

	Name	No. of ICPS held	Percentage (%)
1	M & A Nominee (Tempatan) Sdn. Bhd. *Exempt An for SFGHK Limited (Account Client)*	489,333	7.271
2	Ng Yoke Hin	336,855	5.005
3	Geoffrey Lim Fung Keong	256,833	3.816
4	Kenanga Nominees (Tempatan) Sdn. Bhd. *Pledged Securities Account for Goh Yuan Shen*	233,333	3.467
5	Bo Eng Chee	216,000	3.209
6	Ong Soi Tat	200,000	2.971
7	Lee Chong Pa	199,600	2.965
8	Maybank Nominees (Tempatan) Sdn. Bhd. *Pledged Securities Account for Heng Poh Suan*	98,133	1.458
9	Citigroup Nominees (Asing) Sdn. Bhd. *Exempt An for OCBC Securities Private Limited (Client A/C-NR)*	88,890	1.320
10	HLIB Nominees (Tempatan) Sdn. Bhd. *Pledged Securities Account for Ong Kim Leng*	83,333	1.238
11	Low Lee Seng	71,111	1.056
12	Affin Hwang Nominees (Tempatan) Sdn. Bhd. *Pledged Securities Account for Kong Kok Chuen (KON0167C)*	70,666	1.050
13	Liew Cha Wee	69,743	1.036
14	Neo Say Yeow	68,333	1.015
15	Chin Yam Meng	66,666	0.990
16	Yong Hock Men	66,666	0.990
17	Lim Yaw Yeu	65,533	0.973
18	Le Chang Low	60,000	0.891
19	Kenanga Nominees (Tempatan) Sdn. Bhd. *Pledged Securities Account for Wong Lip Ken*	56,666	0.842
20	Ng Sze Mooi	53,333	0.792
21	Ting Poi Ling	50,003	0.743
22	Goh Cheng Foong	50,000	0.742
23	Lang Thiam Leong	50,000	0.742
24	Lim Chin Hong	50,000	0.742
25	Lim E @ Lim Hoon Nam	50,000	0.742
26	Teh Bee Khay	50,000	0.742
27	Siau Boon Fei	46,726	0.694
28	Chiew Yoon Ming	46,666	0.693
29	Kenanga Nominees (Tempatan) Sdn. Bhd. *Rakuten Trade Sdn. Bhd. for Lee Siew Mun*	46,066	0.684
30	Siew Soo Ching	41,666	0.619
	TOTAL	**3,332,154**	**49.498**

Notice of *Annual General Meeting*

NOTICE IS HEREBY GIVEN that the Seventeenth Annual General Meeting ("AGM") of the Company will be conducted on a fully virtual basis from the Broadcast Venue at Lot 4.1, Level 4, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan (https://rebrand.ly/FintecAGM) on Friday, 29 November 2024 at 10.30 a.m. for the purpose of considering the following businesses:-

AGENDA

Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 30 June 2024 together with the Reports of the Directors and the Auditors thereon. ***(Please refer to Explanatory Note 1)***

2. To re-elect Mr Ong Tee Kein, a Director who is retiring in accordance with Regulation 97 of the Company's Constitution. ***Ordinary Resolution 1***

3. To re-elect Mr Chew Shin Yong, Mark, a Director who is retiring in accordance with Regulation 97 of the Company's Constitution. ***Ordinary Resolution 2***

4. To approve the payment of Directors' Fees up to RM708,000.00 for the period commencing from the date immediately after the Seventeenth ("17th") AGM until the conclusion of the next AGM. ***Ordinary Resolution 3***

5. To approve the payment of Directors' Remuneration (excluding Directors' Fees) payable to the Board of the Company and its subsidiaries up to RM50,000.00 for the period commencing from the date immediately after the 17th AGM until the conclusion of the next AGM. ***Ordinary Resolution 4***

6. To re-appoint ChengCo PLT as the Auditors of the Company and to authorise the Directors to determine their remuneration for the ensuing year. ***Ordinary Resolution 5***

As Special Business

To consider and if thought fit, to pass the following resolution, with or without modifications:-

7. **As Ordinary Resolution** ***Ordinary Resolution 6***
   - Proposed Waiver of Statutory Pre-Emptive Rights of the Shareholders and Authority to Issue Shares

   "THAT subject always to the Companies Act 2016, Constitution of the Company and approvals from Bursa Malaysia Securities Berhad and any other governmental/regulatory bodies, where such approval is necessary, authority be and is hereby given to the Directors pursuant to Sections 75 and 76 of the Companies Act 2016 to issue and allot not more than ten percent (10%) of the total number of issued shares (excluding treasury shares) of the Company at any time upon any such terms and conditions and for such purposes as the Directors may in their absolute discretion deem fit or in pursuance of offers, agreements or options to be made or granted by the Directors while this approval is in force until the conclusion of the next Annual General Meeting of the Company.

   THAT pursuant to Section 85 of the Companies Act 2016 to be read together with Regulation 54 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered with new shares ranking equally to the existing issued shares of the Company arising from any issuance of new shares in the Company pursuant to this mandate.

   AND THAT the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or other forms of distribution which may be declared, made or paid before the date of allotment of such new shares."

8. To transact any other business of which due notice shall have been given.

BY ORDER OF THE BOARD

NG SALLY (MAICSA 7060343 / SSM PC NO. 202008002702)
GOH XIN YEE (LS 0010359 / SSM PC NO. 202008000375)
Company Secretaries

30 October 2024
Kuala Lumpur

NOTES:

1. The Company shall request Bursa Malaysia Depository Sdn. Bhd. in accordance with Regulation 62 of the Company's Constitution to issue a General Meeting Record of Depositors as at 22 November 2024. Only depositor whose name appears on the Record of Depositors as at 22 November 2024 shall be entitled to attend, participate, speak and vote at this meeting.

2. Each member entitled to attend and vote in person may appoint not more than two (2) proxies to attend, speak and vote in its stead but his attendance shall automatically revoke the proxy's authority.

3. A proxy may, but need not, be a Member of the Company and there shall be no restriction as to the qualification of the proxy. Where a Member appoints more than one (1) proxy, he shall specify the proportions of his holdings to be represented by each proxy, failing which the appointment shall be invalid.

4. 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 in ordinary shares of the Company standing to the credit of such Securities Account.

5. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiples beneficial owners in one (1) Securities Account ("Omnibus Account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.

6. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, if such appointer is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. The Directors may, but shall not be bound to require evidence of the authority of any such attorney or officer.

7. The instrument appointing a proxy or the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of ShareWorks Sdn. Bhd. at 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur or via e-mail to ir@shareworks.com.my not less than forty-eight (48) hours before the time for holding the meeting, i.e. before 10.30 a.m., Wednesday, 27 November 2024, or at any adjourned thereof.

EXPLANATORY NOTES ON ORDINARY AND SPECIAL BUSINESS:

(i) Item 1 of the Agenda

This agenda item is meant for discussion only, as the provision of Section 248(1) and Section 340(1)(a) of the Companies Act 2016 ("the Act") does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward for voting.

(ii) Items 2 & 3 of the Agenda

Mr Ong Tee Kein and Mr Chew Shin Yong, Mark are standing for re-election as Directors of the Company under the retirement by rotation in accordance with Regulation 97 of the Company's Constitution and being eligible, have offered themselves for re-election at the 17th AGM.

The profiles of the retiring Directors are set out in the Profile of Directors of the 2024 Annual Report.

(iii) Items 4 & 5 of the Agenda

Section 230(1) of the Act provides amongst others, that "the fees" of the directors and "any benefits" payable to the directors of a listed company and its subsidiaries shall be approved at a general meeting. In this respect, the Board agreed that the shareholders' approval shall be sought at the 17th AGM on the Directors' Remuneration in two (2) separate resolutions as below:-

- Resolution 3 on payment of Directors' Fees up to RM708,000.00 for the period commencing from the date immediately after the 17th AGM until the conclusion of the next AGM ("Relevant Period"); and
- Resolution 4 on payment of Directors' Remuneration (excluding Directors' Fees) payable to the Board of the Company and its subsidiaries up to RM50,000.00 for the Relevant Period.

The payment of the Directors' Fees up to RM708,000.00 for the Relevant Period will only be made if the proposed Resolution 3 has been passed at the 17th AGM pursuant to Regulation 105 of the Company's Constitution and Section 230(1) of the Act.

EXPLANATORY NOTES ON ORDINARY AND SPECIAL BUSINESS:

(iii) Items 4 & 5 of the Agenda (continued)

The Directors' Remuneration (excluding Directors' Fees) comprises the allowances and other emoluments payable to the Board of the Company and its subsidiaries as follows:-

	Executive/ Managing Director (RM'000)	Independent Non-Executive Directors (RM'000)	Total (RM'000)
Meeting allowance	-	50	50
Other Benefits & Emolument	-	-	-
Total	**-**	**50**	**50**

The estimated total amount of remuneration (excluding Directors' Fees) for the Relevant Period of RM50,000.00 were determined based on the various factors including the number of scheduled meetings for the Board and Board Committees as well as the extent of involvement of the respective Directors.

Payment of Directors' Fees up to RM708,000.00 for the Relevant Period and Directors' Remuneration (excluding Directors' Fees) will be made by the Company and its subsidiaries on a monthly basis and/or as and when incurred if the proposed Resolutions 3 and 4 have been passed at the 17th AGM. The Board is of the view that it is just and equitable for the Directors to be paid the Directors' Fees up to RM708,000.00 for the Relevant Period and Directors' Remuneration (excluding Directors' Fees) on a monthly basis and/or as and when incurred, particularly after they have discharged their responsibilities and rendered their services to the Company and its subsidiaries throughout the Relevant Period. In the event where the payment of Directors' Fees and Directors' Remuneration (excluding Directors' Fees) payable during the Relevant Period exceeded the estimated amount sought at the 17th AGM, shareholders' approval will be sought at the next AGM.

(iv) Item 6 of the Agenda

The Audit Committee ("AC") has carried out an assessment of the suitability, objectivity and independence of the external auditors, ChengCo PLT ("ChengCo") and was satisfied with the suitability of ChengCo based on the quality of audit, performance, competency and sufficiency of resources that the external audit team had provided to the Group.

The Board therefore approved the AC's recommendation on the re-appointment of ChengCo as the external auditors of the Company and the same be put forward for the shareholders' approval at the forthcoming 17th AGM.

(v) Item 7 of the Agenda

The proposed Ordinary Resolution 6, if passed, will allow the Company to waive the statutory pre-emptive rights of the shareholders of the Company to be offered with new shares ranking equally to the existing issued shares of the Company arising from any issuance of new shares in the Company pursuant to this mandate. Accordingly, the Company wishes to seek approval from the shareholders for the Directors to issue shares to any person, whether a member or not, in such numbers or proportions as the Directors may determine under this mandate.

This mandate, if passed, will also give flexibility to the Directors of the Company to issue shares up to a maximum of ten per centum (10%) of the issued share capital of the Company at the time of such issuance of shares and for such purposes as they consider would be in the best interest of the Company to raise funds quickly and efficiently to ensure the long-term sustainability of the Company without having to convene separate general meetings. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company.

This is the renewal of mandate obtained from the shareholders at the last AGM held on 28 November 2023 ("the Previous Mandate").

The Company has not issued any new shares under the Previous Mandate that was approved at the last AGM which will lapse at the conclusion of the 17th AGM to be held on 29 November 2024. Accordingly, no proceeds were raised at this juncture.

The purposes of this general mandate is for further possible fund raising exercises including but not limited to placement of shares for the purpose of funding the Group's technology incubation fund, current and/or future investment projects, working capital, repayment of borrowings and/or acquisitions.

ADMINISTRATIVE GUIDE FOR THE SEVENTEENTH ANNUAL GENERAL MEETING ("17TH AGM")

Date	:	Friday, 29 November 2024
Time	:	10.30 a.m.
Broadcast Venue	:	Lot 4.1, Level 4, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan
Mode of Meeting	:	The 17th AGM will be held on a fully virtual basis and entirely via remote participation and voting via an online meeting platform operated by InsHub Sdn. Bhd. at https://rebrand.ly/FintecAGM

1. BROADCAST VENUE

The 17th AGM of the Company will be conducted on a fully virtual basis through live streaming from the Broadcast Venue.

The Broadcast Venue of the 17th AGM is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016, whereby the main venue of the meeting shall be in Malaysia and the Chairman of the meeting shall be present at the main venue of the meeting. Shareholders/proxy(ies) from the public **WILL NOT BE ALLOWED** to attend the 17th AGM in person at the Broadcast Venue on the day of the meeting.

2. SHAREHOLDERS' PARTICIPATION AT THE 17th AGM VIA REMOTE PARTICIPATION AND VOTING ("RPV") FACILITIES

Shareholders are to attend, speak (including posing questions to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the 17th AGM using the RPV facilities via https://rebrand.ly/FintecAGM.

For the avoidance of doubt, preference shareholders of the Company have no right to vote at this 17th AGM.

A shareholder who has appointed a proxy or attorney or authorised representative to participate at this 17th AGM via RPV facilities must request his/her proxy or attorney or authorised representative to register himself/herself for RPV at https://rebrand.ly/FintecAGM.

We **strongly encourage** you to participate in the 17th AGM via the RPV facilities. You may also consider appointing the Chairman of the Meeting as your proxy to attend and vote on your behalf at the 17th AGM.

Kindly refer to the Procedures for RPV as set out below for the requirements and procedures.

3. PROCEDURES FOR RPV

Please read and follow the requirements and procedures below to engage in remote participation through live streaming and online remote voting at the 17th AGM using the RPV facilities:-

Procedure		Action
BEFORE THE 17TH AGM DAY		
(a)	Register as a participant in the Virtual 17th AGM	• Using your computer, access to the website at https://rebrand.ly/FintecAGM. Click on the REGISTER link to register as a participant for the 17th AGM. • If you are using mobile devices, you can also scan the QR code provided on the left to access the registration page. Click **REGISTER** and enter your email, followed by **NEXT** to fill in your details to register for the 17th AGM. • Upon submission of your registration, you will receive an e-mail notifying you that your registration has been received and is pending verification. • The event is powered by **Cisco Webex**. You are recommended to download and install Cisco Webex Meetings (available for PC, Mac, Android, and iOS).

3. PROCEDURES FOR RPV (CONTINUED)

Procedure		Action
BEFORE THE 17TH AGM DAY		
(b)	Submit your online registration to participate in the 17th AGM remotely.	• Registration for the 17th AGM is **open from 30 October 2024 and the registration will be closed on 27 November 2024 at 10:30 a.m.** Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the 17th AGM to ascertain their eligibility to participate the 17th AGM using the RPV facilities. • Clicking on the link will redirect you to the 17th AGM event page. Click on the **REGISTER** link for the online registration form. • Complete your particulars in the registration page. Your name **MUST** match your CDS account name [not applicable to proxy(ies) or corporate representative(s) or attorney(s)]. • Kindly fill in the CDS account number and indicate the number of shares you hold. If you have more than one CDS account, please state the CDS account number and indicate the number of shares held separately with a comma (,). • Read and agree to the Terms & Conditions and confirm the Declaration. • Please review your registration and ensure all information given is accurate before you proceed to click **SUBMIT** to register for your remote participation. Failure to do so will result in your registration being rejected. • System will send an e-mail to notify that your registration for remote participation is received and pending verification. • After verification of your registration against the Record of Depositors as at **22 November 2024**, the system will send you an e-mail **after 22 November 2024** to approve or reject your registration for remote participation. *(Note: Please allow sufficient time for approval of the registration for the RPV.)*

ON THE DAY OF THE 17TH AGM		
(a)	Participating the Virtual 17th AGM	• Two reminder e-mails will be sent to your inbox. First reminder will be sent one day before the 17th AGM day, while the second reminder will be sent an hour before the commencement of the 17th AGM. • Click **JOIN EVENT** in the reminder email for remote participation at the 17th AGM at any time from 9:30 a.m., i.e. an hour before the commencement of the 17th AGM on **Friday, 29 November 2024 at 10:30 a.m.** • Please ensure you have downloaded and installed Cisco Webex Meetings application before attending the Virtual 17th AGM.
(b)	Participate through Live Streaming	• You will be given a short briefing on the RPV facilities. • Your microphone will be muted throughout the whole session. • If you have any question for the Chairman/ Board of Directors, you may use the **Q&A PANEL** to transmit your questions. The Chairman/ Board of Directors will endeavour to respond to relevant questions submitted by remote participants during the 17th AGM. If there is time constraint, the responses will be e- mailed to you at the earliest possible, after the meeting. • The meeting session will be recorded. • Please note that the quality of the live streaming is dependent on the bandwidth and stability of the internet connection at your location.
(c)	Online Remote Voting	• The Chairman of the Meeting will announce the commencement of the voting session and the end of the voting session of the 17th AGM. • The voting link will appear under the "**SLIDO**" panel on the right-hand side of your computer screen. You are required to indicate your votes for the resolutions that are tabled for voting within the given time frame. • Confirm and click the **SUBMIT** button upon completion to submit your votes. • The decision of votes cannot be changed once it is submitted.
(d)	End of remote participation	• Upon the announcement by the Chairman on the closure of the 17th AGM, the live streaming will end.

4. ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY

Only members whose names appear on the Record of Depositors as at 22 November 2024 shall be eligible to participate in the 17th AGM or appoint proxy(ies) or corporate representative(s) or attorney(s) and/or the Chairman of the Meeting to participate and vote on his/her behalf.

The hard copy of the proxy forms and/or documents relating to the appointment of proxy(ies) or corporate representative(s) or attorney(s) for the 17th AGM shall be deposited by hand or post with the Company's poll administrator, ShareWorks Sdn. Bhd., at 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, Malaysia or via e-mail to ir@shareworks.com.my not later than **Wednesday, 27 November 2024** at **10.30 a.m.**

All members are strongly encouraged to participate and vote remotely at the 17th AGM using the RPV facilities. The procedures and requisite documents to be submitted by the respective members to facilitate remote participation and voting are summarised as below:-

(I) For Individual Members

If an individual member is unable to participate in the 17th AGM, he/she is encouraged to appoint proxy(ies) or the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

(II) For Corporate Members

Corporate members [through the appointment of Corporate Representative(s) or proxy(ies)] who wish to participate and vote remotely at the 17th AGM must contact the Company's poll administrator with the details set out below for assistance and is required to deposit the following documents to the Company's poll administrator not later than **Wednesday, 27 November 2024** at **10:30 a.m.**:

(a) Certificate of appointment of its Corporate Representative or Proxy Form under the seal of the corporation;
(b) Copy of the Corporate Representative's or proxy's MyKad (front and back)/Passport; and
(c) Corporate Representative's or proxy's email address and mobile phone number.

Upon receipt of such documents, the Company's poll administrator will respond to your remote participation request.

If a corporate member [through the appointment of Corporate Representative(s) or proxy(ies)] is unable to participate in the 17th AGM, the corporate member is encouraged to appoint the Chairman of the Meeting as its proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

(III) For Institutional Members

The beneficiaries of the shares under a Nominee Company's CDS account ("Institutional member(s)") who wish to participate and vote remotely at the 17th AGM may request its Nominee Company to appoint him/her as a proxy to participate and vote remotely at the 17th AGM. The Nominee Company must then contact the Company's poll administrator with the details set out below for assistance and is required to deposit the following documents to the Company's poll administrator no later than **Wednesday, 27 November 2024** at **10:30 a.m.**:

(a) Proxy Form under the seal of the Nominee Company;
(b) Copy of the proxy's MyKad (front and back)/Passport; and
(c) Proxy's email address and mobile phone number.

If an institutional member is unable to participate in the 17th AGM, the institutional member is encouraged to appoint the Chairman of the Meeting as its proxy and indicate the voting instructions in the Proxy Form in accordance with the notes and instructions printed therein.

5. REVOCATION OF PROXY

Please note that if a Shareholder has submitted his/her Proxy Form prior to the 17th AGM and subsequently decides to personally participate in the 17th AGM via RPV facilities, the Shareholder must contact the Company's poll administrator to revoke the appointment of his/her proxy no later than **Wednesday, 27 November 2024 at 10:30 a.m.**

6. VOTING AT MEETING

The voting at the 17th AGM will be conducted on a poll in accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities"). The Company has appointed ShareWorks Sdn. Bhd. as the poll administrator to conduct the poll voting electronically and SharePolls Sdn. Bhd. as Independent Scrutineers to verify the poll results.

Shareholders can proceed to vote on the resolutions before the end of the voting session which will be announced by the Chairman of the Meeting and submit your votes at any time from the commencement of the voting session announced by the Chairman of the Meeting. Kindly refer to the "**Procedures for RPV**" provided above for guidance on how to vote remotely via the RPV facilities. The Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolution tabled for voting is duly passed or otherwise.

7. RESULTS OF THE VOTING

The resolutions proposed at the 17th AGM and the results of the voting for the same will be announced at the 17th AGM and subsequently via an announcement made by the Company through Bursa Securities at www.bursamalaysia.com.

8. NO RECORDING OR PHOTOGRAPHY

By participating at the 17th AGM, you agree that no part of the 17th AGM proceedings may be recorded, photographed, stored in any retrieval systems, reproduced, transmitted or uploaded in any form, platform or social media or by any means whether it is mechanical, electronical, photocopying, recording or otherwise without the prior written consent of the Company. The Company reserves the rights to take appropriate legal actions against anyone who violates this rule.

9. NO DOOR GIFT/ FOOD PACKS/ ANY VOUCHER

There will be NO distribution of door gifts or food packs or any vouchers.

10. ENQUIRY

If you have any enquiries on the above, please contact the following designated persons during office hours on Mondays to Fridays from 9:00 a.m. to 5:30 p.m. (except on public holidays):-

(i) **For Registration, logging in and system related**:

InsHub Sdn. Bhd.
Name : Ms. Eris/ Mr. Calvin / Ms. Ameera
Contact No. : +603-7688 1013
Email : vgm@mlabs.com

(ii) **For Proxy Form and other matters**:

ShareWorks Sdn. Bhd.
Name : Mr. Kou / Mr. Chan
Contact No. : +603-6201 1120
Fax No. : +603-6201 3121
Email : ir@shareworks.com.my

PROXY FORM

CDS Account No.

No. of shares held

FINTEC GLOBAL BERHAD
[Registration No.: 200701016619 (774628-U)]
(Incorporated in Malaysia)

I/We, …………………………………………………………………………Tel. No.: ……………………………………………..
[Full name in block and NRIC No. / Company No.]

of ……
[Address]

being a member/members of **FINTEC GLOBAL BERHAD**, hereby appoint:-

Full Name (in block)	NRIC/Passport/Company No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and/or (delete as appropriate)

Full Name (in block)	NRIC/Passport/Company No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing him, the Chairman of the meeting as my/our proxy to attend and to vote for me/us on my/our behalf and, if necessary, to demand for a poll at the Seventeenth Annual General Meeting of the Company to be conducted on a fully virtual basis from the Broadcast Venue at Lot 4.1, Level 4, Menara Lien Hoe, No. 8, Persiaran Tropicana, Tropicana Golf & Country Resort, 47410 Petaling Jaya, Selangor Darul Ehsan (https://rebrand.ly/FintecAGM) on Friday, 29 November 2024 at 10.30 a.m. or any adjournment thereof, and to vote as indicated below:-

Item	Agenda	Resolution	FOR	AGAINST
1.	Re-election of Mr Ong Tee Kein as Director	Ordinary Resolution 1		
2.	Re-election of Mr Chew Shin Yong, Mark as Director	Ordinary Resolution 2		
3.	Payment of Directors' Fees up to RM708,000.00 for the period commencing from the date immediately after the Seventeenth ("17th") AGM until the conclusion of the next AGM ("Relevant Period")	Ordinary Resolution 3		
4.	Payment of Directors' Remuneration (excluding Directors' Fees) payable to the Board of the Company and its subsidiaries up to RM50,000.00 for the Relevant Period	Ordinary Resolution 4		
5.	Re-appointment of Auditors	Ordinary Resolution 5		
6.	Proposed Waiver and Authority to Issue Shares	Ordinary Resolution 6		

Please indicate with an 'X' in the space provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific direction, your proxy may vote or abstain as he thinks fit.

Signed this ______________________________

____
Signature of Shareholder(s)/Common Seal

Notes:

1. *The Company shall request Bursa Malaysia Depository Sdn. Bhd. in accordance with Regulation 62 of the Company's Constitution to issue a General Meeting Record of Depositors as at 22 November 2024. Only depositor whose name appears on the Record of Depositors as at 22 November 2024 shall be entitled to attend, participate, speak and vote at this meeting.*
2. *Each member entitled to attend and vote in person may appoint not more than two (2) proxies to attend, speak and vote in its stead but his attendance shall automatically revoke the proxy's authority.*
3. *A proxy may, but need not, be a Member of the Company and there shall be no restriction as to the qualification of the proxy. Where a Member appoints more than one (1) proxy, he shall specify the proportions of his holdings to be represented by each proxy, failing which the appointment shall be invalid.*
4. *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 in ordinary shares of the Company standing to the credit of such Securities Account.*
5. *Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiples beneficial owners in one (1) Securities Account ("Omnibus Account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.*
6. *The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or, if such appointer is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised. The Directors may, but shall not be bound to require evidence of the authority of any such attorney or officer.*
7. *The instrument appointing a proxy or the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power or authority shall be deposited at the office of ShareWorks Sdn. Bhd. at 2-1, Jalan Sri Hartamas 8, Sri Hartamas, 50480 Kuala Lumpur, or via e-mail to ir@shareworks.com.my not less than forty-eight (48) hours before the time for holding the meeting, i.e. before 10.30 a.m., Wednesday, 27 November 2024, or at any adjourned thereof.*

Please fold here to seal

AFFIX
STAMP

FINTEC GLOBAL BERHAD
[Registration No.: 200701016619 (774628-U)]

c/o ShareWorks Sdn. Bhd.
2-1, Jalan Sri Hartamas 8
Sri Hartamas
50480 Kuala Lumpur

Please fold here to seal

WWW.FINTEC.GLOBAL

FINTEC GLOBAL BERHAD
Registration No.: 200701016619 (774628-U)

Lot 13.1, Level 13, Menara Lien Hoe,
No. 8, Persiaran Tropicana, Tropicana Golf &
Country Resort, 47410 Petaling Jaya,
Selangor Darul Ehsan.

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