TechnoDex

ANNUAL REPORT

2025

CONTENTS

CORPORATE PROFILE

Technodex Bhd. ("TDex" or "the Company") is a MSC-Status company and a leading eBusiness enabler, providing innovative Information and Communication Technology ("ICT") solutions and services that empower businesses to thrive in the digital economy. Established on 10 September 2003 and subsequently converted into a public limited company on 7 April 2005, TDex was listed on the MESDAQ Market of Bursa Malaysia Securities Berhad (now known as the ACE Market) on 23 August 2006 under stock name and code TDEX (0132).

Since its inception, TDex and its subsidiaries ("the Group") have been committed to delivering comprehensive ICT and eBusiness solutions that drive digital transformation across diverse industries. Guided by a team of experienced professionals and entrepreneurs from various sectors, the Group has successfully evolved from a traditional ICT service provider into a comprehensive and expanding eBusiness service provider. Today, the Group's diversified business portfolio encompasses ICT solutions and services, recruitment and outsourcing services, IT hardware solutions, as well as Website-as-a-Service ("WaaS") and Digital Marketing Solutions.

OUR VALUES

For Our Clients

Our mission is to deliver value-driven ICT and eBusiness solutions that exceed expectations. We are committed to continuous innovation and service excellence, ensuring that every solution we deliver enhances our clients' competitiveness, operational efficiency, and digital presence. By consistently raising the bar in quality and innovation, we create synergistic value and mutual growth for both our clients and the Group.

For Our Shareholders and Employees

We believe people are the cornerstone of success. Our strength lies in our collective expertise, collaboration, and shared vision for growth. We strive to foster a culture built on innovation, integrity, and mutual respect, where both individuals and the organisation thrive together.

Through this commitment, we aim to generate sustainable value, growth, and long-term returns for our shareholders, while providing our employees with opportunities to learn, lead, and excel.

OUR BUSINESSES

The Group offers a vast selection of value-added services through technological capabilities. Amongst them are: -

1. Hardware, Software and Professional Services

i. **ICT Professional Services** comprise Application Development Services, Application Support and Maintenance Services and IT Consultation Services.

ii. **Cyber Security Solutions and Services**, focusing on cutting-edge solutions like Extended Detection and Response (XDR) and Security Operations Center (SOC) capabilities, through partnerships with industry leaders.

iii. **IT Hardware Solution Development and Support and Maintenance**, we provide a wide range of Automatic Identification and Data Capture (AIDC) devices for manufacturing, logistics, healthcare, and government sectors, Point of Sale (POS) hardware solutions tailored for retail and food and beverage industries, desktops and laptops and related peripherals for consumer and commercial use, labelling solutions and managed services.

iv. **Website-as-a-Service (WaaS) and Digital Marketing Solutions** offering a seamless, subscription-based approach to website management and digital marketing, this service ensures businesses have an optimized, secure online presence. It includes website design, hosting, ongoing updates, SEO, social media management, and targeted advertising. The result is a hassle-free solution that drives engagement, boosts visibility, and supports business growth in the digital space.

2. Manpower Outsourcing and Recruitment Services

The Group provides end-to-end human capital solutions to help clients build high-performing teams and enhance workforce efficiency. Our services include sourcing, selecting, and outsourcing professionals, with a focus on top-tier Information Technology ("IT") talent and non-IT professionals in the financial and engineering sectors.

In addition, the Group offers Corporate Training (HRD Corp Certified) programmes aimed at enhancing workforce competency and productivity, alongside Human Resource and ICT Consultancy Services to assist clients in strategic workforce planning and organisational ICT development. The division also provides Payroll Outsourcing Services, enabling clients to streamline administrative processes and ensure efficient, compliant payroll management.

CORPORATE STRUCTURE

Technodex Bhd.
(Incorporated in Malaysia)

100% — **Grayscale Technologies Sdn Bhd**
(Incorporated in Malaysia)
- Providing Information Technology Products and related services
- Carrying out relevant research and development activities on Information Technology

100% — **Technodex Accubits Sdn Bhd**
(Incorporated in Malaysia)
- Developing and selling IT products and related services to focus on Fintech, Artifical Intelligence (AI), Internet of Things (IOT), Big Data Intelligence and Mobile & Web Application Development

100% — **Grayscale360 Sdn Bhd**
(Incorporated in Malaysia)
- Engaged in the business of provisions information technology products and related services to focus website development and digital marketing services

99.09% — **Upscale Sdn Bhd**
(Incorporated in Malaysia)
- Information Technology Professionals Outsourcing Services
- Information Communication Technology Consultancy
- Information Communication Technology Project Management Services

100% — **Techscale Sdn Bhd**
(Incorporated in Malaysia)
- Providing Information and Technology Products and related services
- Carrying out relevant research and development activities

100% — **Evoscale Sdn Bhd**
(Incorporated in Malaysia)
- Supplying computer hardware, components and all kind of computer related products

100% — **Green Forte Sdn Bhd**
(Incorporated in Malaysia)
- Provision of turnkey information technology and engineering solutions and related services that focuses on renewable, environment friendly and green technology industries
- Property development and general construction

100% — **Ecoscale Sdn Bhd**
(Incorporated in Malaysia)
- Provision of turnkey information technology and engineering solutions and related services that focuses on renewable, environment friendly and green technology industries
- Property development and general construction

CORPORATE INFORMATION

BOARD OF DIRECTORS

YTM DATO' SERI DIRAJA TAN SRI TENGKU ABDUL HAMID THANI IBNI ALMARHUM SULTAN BADLISHAH
Non-Independent Non-Executive Chairman

PEH LIAN HWA
Non-Independent Non-Executive Deputy Chairman

TAN SZE CHONG
Executive Director

DATUK KOAY XING BOON
Executive Director

TAN BOON WOOI
Non-Independent Non-Executive Director

DATUK ABD HAMID BIN ABU BAKAR
Independent Non-Executive Director

FAIRUZ KARTINI BINTI AHMAD
Independent Non-Executive Director

AUDIT COMMITTEE

Fairuz Kartini Binti Ahmad, Chairperson

Datuk Abd Hamid Bin Abu Bakar, Member

YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah, Member

NOMINATION AND REMUNERATION COMMITTEE

Datuk Abd Hamid Bin Abu Bakar, Chairman

Fairuz Kartini Binti Ahmad, Member

YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah, Member

STOCK EXCHANGE LISTING

ACE Market of Bursa Malaysia Securities Berhad
Stock Name: TDEX
Stock Code: 0132

REGISTERED OFFICE

Third Floor, No. 77, 79 & 81
Jalan SS21/60, Damansara Utama
47400 Petaling Jaya, Selangor Darul Ehsan
Tel: 603-7725 1777
Email: info@cospec.com.my

CORPORATE OFFICE

Unit E-07-03, Menara Suezcap 2, KL Gateway
No. 2, Jalan Kerinchi, Gerbang Kerinchi Lestari
59200 Kuala Lumpur
Tel: 6018-227 5383
E-mail: finance@technodex.com
Website: www.technodex.com

AUDITORS

CAS MALAYSIA PLT (201606003206)
LLP0009918-LCA & AF 1476
Chartered Accountants
B-5-1, IOI Boulevard
Jalan Kenari 5, Bandar Puchong Jaya
47170 Puchong, Selangor Darul Ehsan
Tel: 603-8075 2300
Fax: 603-8600 5463

SHARE REGISTRAR

Boardroom Share Registrars Sdn Bhd
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan
Tel: 603-7890 4700
Fax: 603 -7890 4670
Email: bsr.helpdesk@boardroomlimited.com

COMPANY SECRETARIES

Tea Sor Hua (MACS 01324)
(SSM PC NO. 201908001272)

Lee Xiang Yee (MAICSA 7068124)
(SSM PC NO. 202408000069)

PRINCIPAL BANKERS

AmBank (M) Berhad
Ambank Islamic Berhad
CIMB Bank Berhad
CIMB Islamic Bank Berhad
Malayan Banking Berhad
OCBC Bank (Malaysia) Berhad

MANAGEMENT DISCUSSION AND ANALYSIS

1 OVERVIEW OF THE GROUP'S BUSINESS

Technodex Bhd. ("TDex"), since its establishment in 2003, has been dedicated to delivering comprehensive Information and Communication Technology ("ICT") solutions and services. With a proven track record of executing projects on time and within budget, TDex consistently aligns its technological expertise with clients' business strategies to drive both top-line growth and bottom-line efficiency.

Together with its subsidiaries ("the Group"), TDex offers a broad range of ICT solutions and services, catering to government agencies and private sector enterprises alike. Capitalising on its technological strengths and domain expertise, the Group supports clients through a wide spectrum of ICT services across the following business segments:

TechnoDex

KEY BUSINESS SEGMENTS & SUBSIDIARIES

Hardware, Software and Professional Services

ICT Professional Services

grayscale

GRAYSCALE TECHNOLOGIES SDN BHD
(Incorporated in Malaysia)

- Application Development, Support & Maintenance
- IT Solutions & Consultation
- Cybersecurity Solutions & Services

grayscale360

GRAYSCALE360 SDN BHD
(Incorporated in Malaysia)

- Website-as-a-Service (WaaS)
- Digital Marketing solutions

IT Hardware Solutions, Managed Services, and Fulfillment Services

EVOSCALE

EVOSCALE SDN BHD
(Incorporated in Malaysia)

- Automatic Identification and Data Capture (AIDC) and Point of Sale (POS) hardware solutions
- Manage Services
- Trade of IT related hardware & peripherals

Manpower Outsourcing and Recruitment Services

ICT recruitment and Outsourcing Services

Upscale

UPSCALE SDN BHD
(Incorporated in Malaysia)

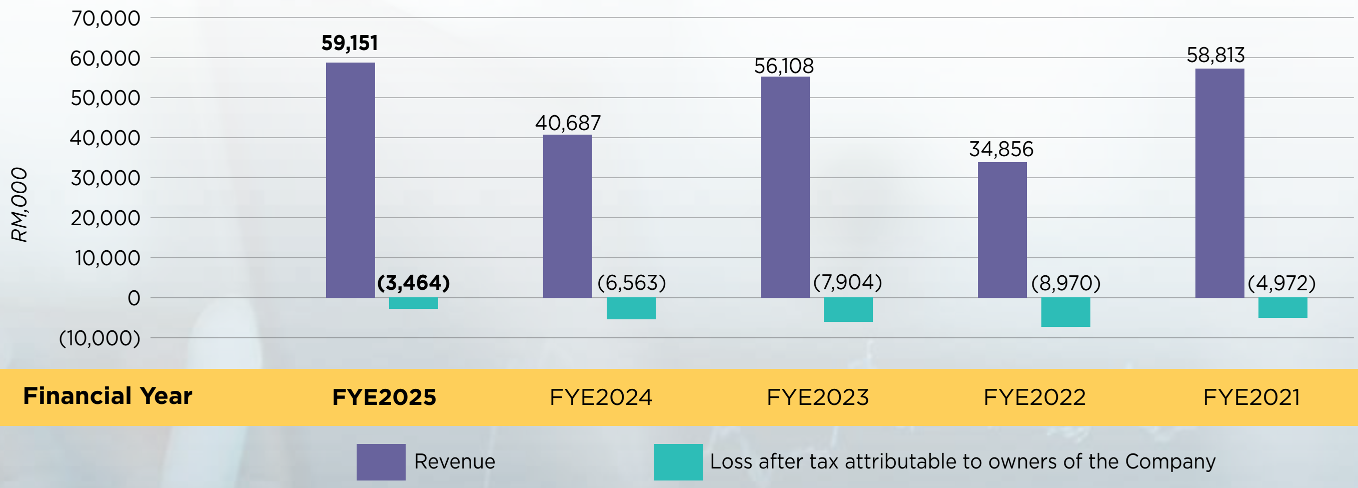
- Recruitment & Outsourcing Services
- Corporate Training (HRD Corp Certified)
- Human Resource & ICT Consultancy Services
- Payroll Outsourcing Services

We aim to enhance profitability and strengthen our market presence to support long-term sustainability and growth. To achieve this, we remain committed to delivering high-quality solutions and services while continuously improving our offerings. This ongoing commitment enables us to expand our customer base and drive business growth in both local and regional markets.

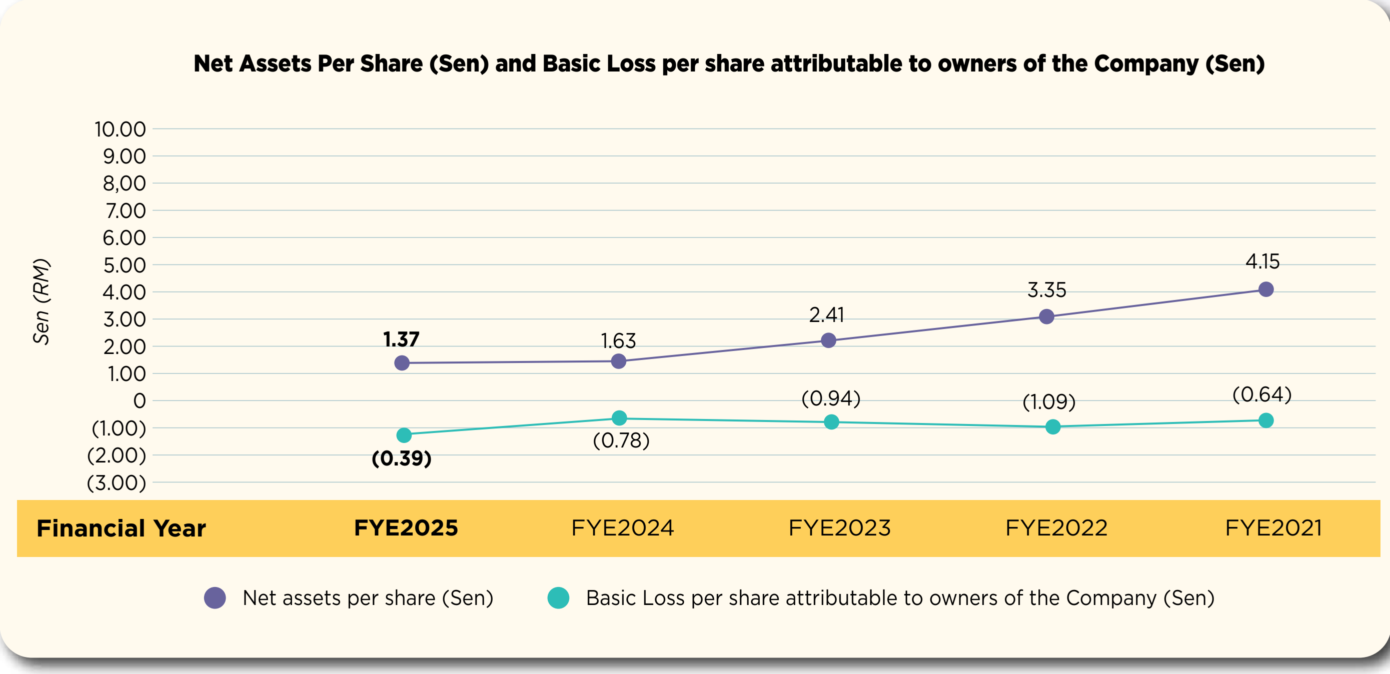
2 GROUP FINANCIAL HIGHLIGHTS

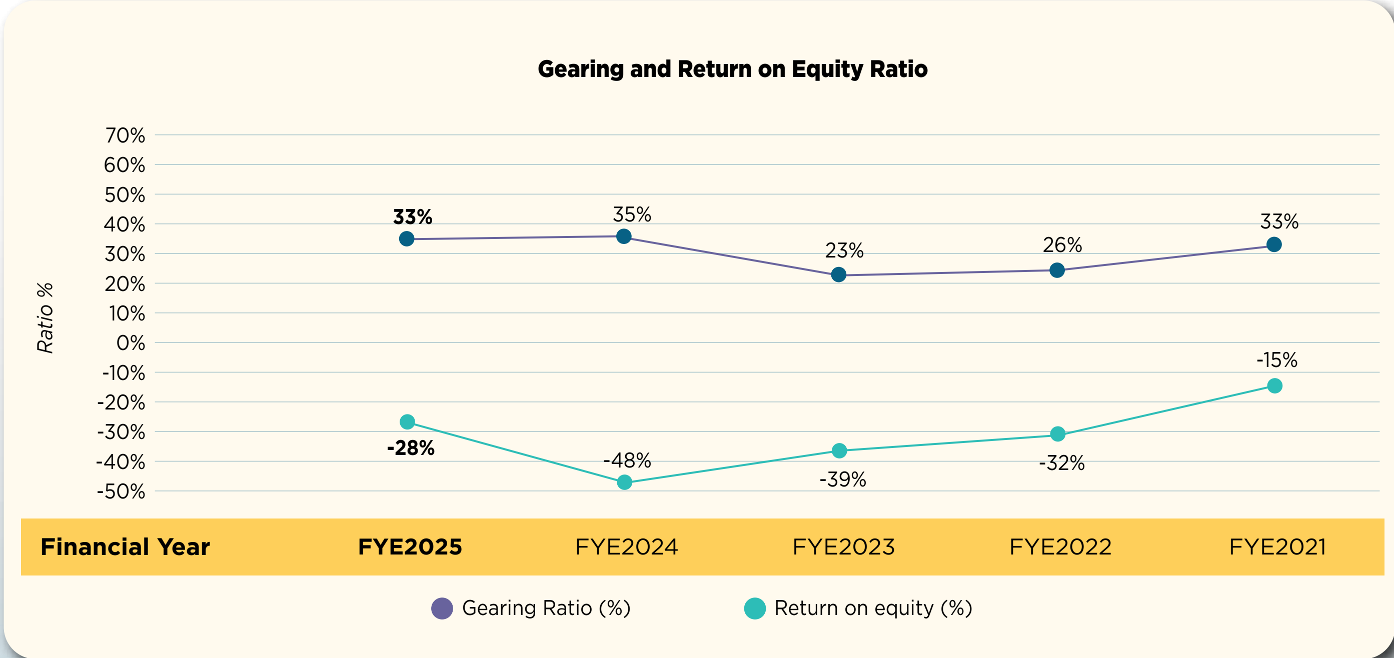
Financial Year	FYE2025	FYE2024	FYE2023	FYE2022	FYE2021
	RM'000	RM'000	RM'000	RM'000	RM'000
5 years key financial highlights					
Revenue	59,151	40,687	56,108	34,856	58,813
Loss after tax attributable to owners of the Company	(3,464)	(6,563)	(7,904)	(8,970)	(4,972)
Basic Loss per share attributable to owners of the Company (Sen)	(0.39)	(0.78)	(0.94)	(1.09)	(0.64)
Net assets per share (Sen)	1.37	1.63	2.41	3.35	4.15
Total finance lease, loan and borrowing	4,040	4,869	4,639	7,395	11,039
Total equity attributable to owners of the Company	12,190	13,806	20,378	28,282	33,479
Gearing Ratio	33%	35%	23%	26%	33%
Return on equity attributable to owners of the Company	-28%	-48%	-39%	-32%	-15%
Dividend per share	-	-	-	-	-

Revenue and LAT - 5 Years Highlight



2 GROUP FINANCIAL HIGHLIGHTS (CONT'D)



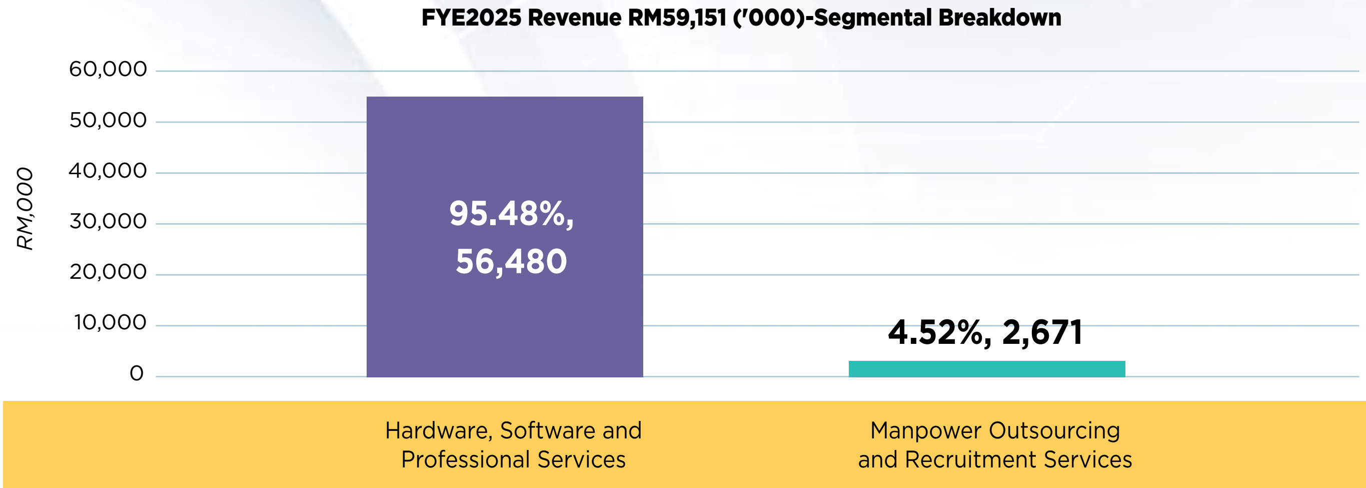


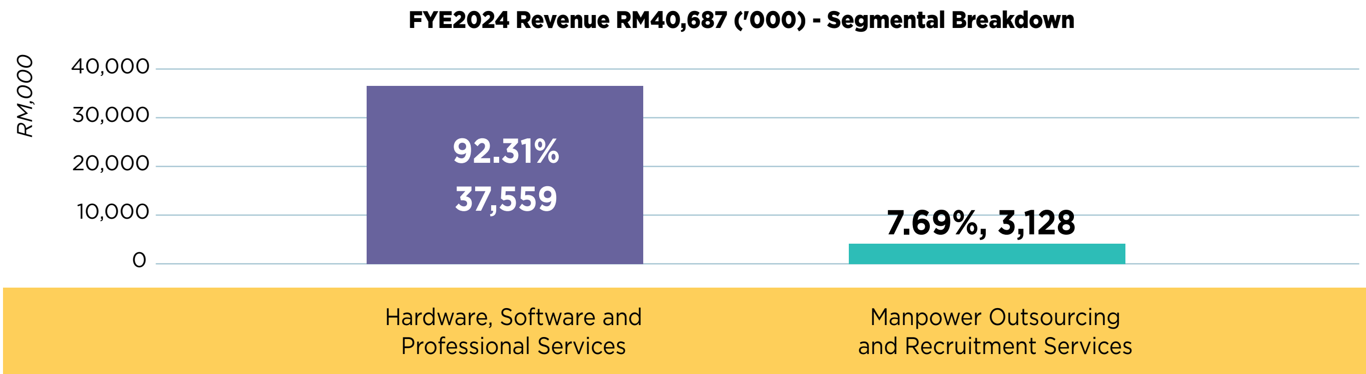
3 FINANCIAL REVIEW FYE2025 vis-à-vis FYE2024

Certain key financial indicators pertaining to our financial performance and position for the financial year ended 30 June 2025 ("FYE2025") vis-à-vis the financial year ended 2024 ("FYE2024") are as follows:-

	FYE2025	FYE2024	Variance	
	RM'000	RM'000	RM'000	%
Our financial performance				
Revenue	59,151	40,687	18,464	45.4%
Gross profit	3,590	3,258	332	10.2%
Other operating income	215	203	12	5.9%
Employment benefits and key management personnel's remuneration	(4,194)	(5,393)	1,199	-22.2%
Depreciation & amortisation	(743)	(845)	102	-12.1%
Other expenses	(1,806)	(3,452)	1,646	-47.7%
Finance costs	(323)	(322)	(1)	0.3%
Loss before tax for the financial year ("LBT")	(3,261)	(6,551)	3,290	-50.2%
Taxation	(204)	(21)	(183)	871.4%
Loss after tax for the financial year ("LAT")	(3,465)	(6,572)	3,107	-47.3%
Our financial position				
Non-current asset	1,638	2,206	(568)	-25.7%
Current assets	21,581	19,786	1,795	9.1%
Total assets	23,219	21,992	1,227	5.6%
Non-current liability	323	302	21	7.0%
Current liabilities	10,737	7,913	2,824	35.7%
Total Liabilities	11,060	8,215	2,845	34.6%
Non-controlling interest	(30)	(29)	(1)	3.4%
Total equity attributable to owners of the Company	12,190	13,806	(1,616)	-11.7%
Net current assets	10,844	11,873	(1,029)	-8.7%

3 FINANCIAL REVIEW FYE2025 vis-à-vis FYE2024 (CONT'D)





Review of Financial Performance

The Group recorded a higher revenue of RM59.15 million for the financial year ended 30 June 2025 ("FYE2025"), compared to RM40.69 million in the previous financial year ("FYE2024"). The increase of RM18.46 million, or 45.4%, was mainly driven by stronger contributions from the hardware, software, and professional services segment, which rose significantly from RM37.56 million in FYE2024 to RM56.48 million in FYE2025, representing an uplift of RM18.92 million. This improvement was largely attributable to higher hardware sales orders, supported by an overall recovery in market sentiment.

The Group's Loss After Tax ("LAT") narrowed to RM3.46 million in FYE2025, from RM6.57 million in FYE2024, an improvement of RM3.11 million, or 47.3%.

The reduction in losses was primarily attributed to the following factors:

- Improved gross profit, driven by higher hardware sales;
- Lower employee benefits and key management remuneration expenses, resulting from cost optimisation initiatives and the streamlining of business operations; and
- Reduced other operating expenses, mainly due to the absence of the RM1.15 million goodwill impairment on consolidation recorded in the preceding year, coupled with ongoing cost-streamlining efforts to enhance operational efficiency.

These positive developments were, however, partially offset by higher tax provisions for a subsidiary that recorded taxable profits during the financial year.

3 FINANCIAL REVIEW FYE2025 vis-à-vis FYE2024 (CONT'D)

Review of Financial Position and Liquidity

As at 30 June 2025, the Group's financial position remained sound, with shareholders' funds of RM12.19 million reflecting a sound equity base, and net current assets of RM10.84 million indicating a healthy liquidity position.

Non-current assets, comprising property, plant and equipment, right-of-use assets and other investment, amounted to RM1.64 million as at FYE2025 compared to RM2.21 million in the preceding financial year, representing a decrease of RM0.57 million or 25.7%. The decline was mainly attributable to the depreciation of property, plant and equipment and right-of-use assets, as well as a fair value loss on investment in quoted shares, with no major additions or capital expenditure incurred during the year under review.

Current assets increased by RM1.79 million, or 9.1%, from RM19.79 million in FYE2024 to RM21.58 million in FYE2025. The increase was mainly attributable to higher trade receivables and cash balances arising from improved revenue performance, stronger collection efforts from trade debtors, as well as proceeds received from the issuance of private placement shares during the year.

On the liabilities front, the Group's total liabilities increased by RM2.85 million, or 34.7%, from RM8.21 million in FYE2024 to RM11.06 million in FYE2025. The increase was primarily due to higher current liabilities, which rose by RM2.84 million, or 35.9%, mainly attributable to higher trade and other payables in line with increased business activities and purchase volume. The increase was, however, partially offset by a reduction in bank overdraft balances resulting from improved cash flow management and stronger collection from trade receivables. Non-current liabilities increased marginally by RM0.02 million, or 7%, mainly due to additional lease liabilities.

As a result, the Group's total equity attributable to owners of the Company decreased to RM12.19 million as at 30 June 2025, from RM13.81 million as at 30 June 2024, reflecting the loss after tax of RM3.46 million recorded during the financial year. The decrease was, however, partially offset by proceeds of RM1.84 million received from the issuance of private placement shares during the year.

The Group's operations continue to be financed through a mix of internal and external funding sources. Internal funds comprise shareholders' equity and cash generated from operations, while external funds primarily include bank borrowings and credit terms granted by suppliers. These funds are principally utilised to meet working capital requirements and to cover operating, administrative, selling, and distribution expenses. The Group continues to adopt prudent financial management practices to ensure sufficient liquidity in supporting ongoing operations and business growth.

The management believes that, after taking into account the Group's cash and bank balances, expected cash flows from operations, shareholders' equity from the private placement exercise, and available financing facilities, the Group will have adequate working capital to meet its current and foreseeable operational requirements.

Save as disclosed above, the Group is not aware of any other known trends or events that are reasonably likely to have a material effect on its operations, performance, financial condition, or liquidity.

4 OPERATING ACTIVITIES & FORWARD-LOOKING

During the financial year under review, the Group continued to strengthen its core operations and implement measures to enhance overall performance. The focus remained on growing revenue and improving efficiency across its key business segments IT hardware distribution, software and professional services, and recruitment and outsourcing activities.

a) IT Hardware Solutions and ICT Professional Services

The Group's IT hardware division recorded strong growth in FYE2025, driven by higher sales of POS systems, AIDC devices, and managed services. This was mainly supported by nationwide government subsidy and assistance programmes implemented through efficient cashless system deployment initiatives. The Group also benefited from increased demand for e-Invoicing–compliant POS systems in line with government-led digitalisation efforts. Moving forward, the Group aims to introduce new product lines, improve efficiency, and expand into key Southeast Asia markets to capture new growth opportunities.

b) Recruitment, Training and Consultancy Services

The Group's human capital division has undertaken cost optimisation initiatives while shifting its focus to higher-margin business areas such as executive search and corporate training. It continues to expand its HRD Corp–claimable and self-funded training programmes, including cybersecurity, ESG strategy, and e-Invoicing, to strengthen recurring income and profitability.

c) Expansion of IT Solutions and Digital Services

The Group is broadening its IT solutions and digital service offerings in line with evolving market needs. A key initiative is the Smart Farming project in collaboration with Universiti Teknologi MARA (UiTM), which aims to develop an innovative Urban Farming Cabin system integrated with IoT technology. The pilot R&D phase is tentatively scheduled to begin in January 2026. In addition, the Group's website management and digital marketing service continues to support businesses in maintaining secure and optimised online operations. These initiatives reflect the Group's commitment to innovation and may contribute positively to future performance, subject to successful commercialisation.

d) Forward-Looking Outlook

The Group remains focused on exploring new growth avenues and expanding its earnings base through investments in higher-margin segments, strategic partnerships, and potential mergers or acquisitions. Barring unforeseen circumstances, the Board remains cautiously optimistic of achieving improved performance in FYE2026.

5 ANTICIPATED OR KNOWN RISKS

The Group recognises that its operations and financial performance are subject to various internal and external risks. The key risks and mitigation measures are summarised below:

i) Technological Obsolescence and Market Changes
Rapid technological developments and evolving customer needs may affect competitiveness. The Group mitigates this by investing in R&D, updating products and services, and maintaining strong partnerships, covering POS, AIDC, cybersecurity, and smart solutions.

ii) Competitive Risk
The IT hardware and recruitment sectors are highly competitive, which could exert pricing pressures. The Group leverages long-term client relationships, provides value-added and customised services, and focuses on higher-margin segments to sustain profitability.

iii) Credit and Liquidity Risk
Credit risk arises primarily from trade receivables. Delayed or defaulted payments may impact cash flow. Mitigation measures include trade credit insurance, rigorous credit monitoring, strict credit control, and a diversified customer base. Liquidity is managed through prudent cash flow practices and access to banking facilities or equity fundraising, including private placements if required.

iv) Dependence on Key Personnel
The Group relies on the expertise of key management and technical staff. Mitigation includes employee development, succession planning, and retention programmes to ensure operational continuity.

v) Economic and Regulatory Risk
General economic conditions, regulatory changes, and government initiatives may affect operations. The Group closely monitors developments and adapts its strategies and business model to align with market and policy shifts.

The Board is of the view that these risks are well-managed through proactive planning, monitoring, and operational controls. The Group will continue to strengthen resilience by diversifying revenue streams, expanding regionally, and focusing on higher-value business segments to support sustainable long-term growth.

6 DIVIDEND POLICY

The declaration of interim dividends and the recommendation of a final dividend are at the discretion of the Board of Directors. No dividends have been paid, declared, or proposed since the end of the previous financial year, and the Directors do not recommend any final dividend for FYE 2025.

As an investment holding company, the Group's ability to pay dividends depends on the dividends and distributions received from its subsidiaries. The payment of dividends or other distributions by the subsidiaries will be determined by their distributable profits, operating results, financial condition, capital expenditure plans, and any other factors that the Board considers relevant.

PROFILE OF DIRECTORS

YTM DATO' SERI DIRAJA TAN SRI TENGKU ABDUL HAMID THANI IBNI ALMARHUM SULTAN BADLISHAH

Malaysian, Aged 74, Male
Non-Independent Non-Executive Chairman

YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah ("Tengku Abdul Hamid") was appointed to the Board on 26 October 2020 as the Independent Non-Executive Chairman and was subsequently re-designated to Non-Independent Non-Executive Chairman on 22 September 2023. He has been appointed as a member of the Audit Committee and Nomination and Remuneration Committee on 16 October 2025. He is also a substantial shareholder of the Company.

Tengku Abdul Hamid graduated in 1971 with a Diploma in Hotel Management from the Mara Institute of Technology.

He is the Executive Chairman of the THB Group of Companies whose core business is federal road maintenance in Penang, Kedah and Perlis, State JPS roads, development and construction in Kedah. He has more than 35 years of experience in the business sector.

Tengku Abdul Hamid is also the Executive Chairman of THB Power Sdn. Bhd., a large-scale power plant in Kedah, Malaysia. He also holds the position of Chairman in Gurun Power Generation Sdn. Bhd., an independent power producer.

He does not hold any directorship in other public companies and listed corporations but holds directorship in several private limited companies.

He is the father of Tunku Izzudin Shah Bin Tengku Abdul Hamid Thani, who is a Director of Grayscale Technologies Sdn. Bhd., a subsidiary of the Company.

He attended three (3) out of four (4) Board Meetings held during the financial year ended 30 June 2025.

PEH LIAN HWA

Malaysian, Aged 62, Male
Non-Independent Non-Executive Deputy Chairman

Mr. Peh Lian Hwa ("Mr. Peh") was appointed to the Board on 26 October 2020 as the Non-Independent Non-Executive Deputy Chairman. Mr. Peh is also a major shareholder of the Company.

Mr. Peh completed his tertiary education in 1984 and is a self-made entrepreneur with over 40 years of experience in the property development and construction industry. He is the founder of Teguh Harian Group, a well-established property developer in the northern region of Malaysia. He began his career in building materials trading and construction, and has since overseen the Group's expansion into commercial, industrial, and residential developments, as well as specialised projects including hotels, retail malls, medical centres, a five-star hotel, and a quarry.

He provides strategic leadership to the Board and assists the Chairman in assessing the performance, effectiveness, and contributions of the Board.

Currently, Mr. Peh is the Managing Director of Waja Konsortium Berhad, a company listed on the ACE Market of Bursa Malaysia Securities Berhad and also holds directorships in several private limited companies.

He is the father of Mr. Peh Yueh Han, who is a Director of Grayscale Technologies Sdn. Bhd. and Ecoscale Sdn. Bhd., the subsidiaries of the Company.

He attended three (3) out of four (4) Board Meetings held during the financial year ended 30 June 2025.

TAN SZE CHONG

Malaysian, Aged 56, Male
Executive Director

Mr. Tan Sze Chong ("Mr. Tan") joined the Board on 22 December 2011, as the Non-Independent Non-Executive Director. He was re-designated as the Executive Director and assumed the position as the Group Managing Director of the Company on 20 September 2013. He was subsequently re-designated as an Executive Director of the Company on 26 October 2020.

Mr. Tan holds a Bachelor of Business in Marketing and Business Management and a Master of Business Administration from the University of North Florida, USA, completed in 1991 and 1992, respectively. He has over 30 years of experience in credit information and market research, beginning his career as a Research Analyst in 1993 and later holding managerial roles before founding InfoCredit International Sdn. Bhd. in 1997.

Mr. Tan was the Managing Director of Dun & Bradstreet Malaysia from 2000, where he introduced credit training, expanded into IPO market research, and later co-founded Credit Bureau Malaysia, serving as its CEO from 2011 to 2013.

As Executive Director, Mr. Tan oversees the Group's strategic direction, focusing on corporate planning, business growth, and financial strategy.

Mr. Tan does not hold any directorship in other public companies and listed corporations but holds directorship in several private limited companies.

He attended all four (4) Board Meetings held during the financial year ended 30 June 2025.

DATUK KOAY XING BOON

Malaysian, Aged 43, Male
Executive Director

Datuk Koay Xing Boon ("Datuk Dennis Koay") was appointed to the Board as Executive Director on 8 July 2022. He is also a substantial shareholder of the Company.

Datuk Dennis Koay holds a Bachelor's degree in Law from the University of Northumbria. He is a self-made entrepreneur who began his property investment career in 2005 and later expanded into power and energy, investment holdings, and consulting services focused on project development and government relations. Since 1 September 2024, he has been serving as the Chief Strategy and Investment Officer of Varia Berhad.

Datuk Dennis Koay was awarded the Ahli Mahkota Kedah (A.M.K.) in 2015, and in August 2025, he was bestowed the Darjah Mulia Seri Melaka (D.M.S.M) by the Yang di-Pertua Negeri Melaka in recognition of his exemplary service and contributions.

He does not hold any directorship in other public companies and listed corporations but holds directorship in several private limited companies.

He attended all four (4) Board Meetings held during the financial year ended 30 June 2025.

TAN BOON WOOI

Malaysian, Aged 52, Male
Non-Independent Non-Executive Director

Mr. Tan Boon Wooi ("Mr. Tan") was appointed to the Board on 8 January 2014 as a Non-Independent Non-Executive Director. He was re-designated as an Executive Director on 29 June 2016. Subsequently, he was re-designated as a Non-Independent Non-Executive Director of the Company on 26 January 2021.

Mr. Tan graduated from the University of Southern Queensland, Australia with a Bachelor of Business in Accountancy in 1994. He furthered his education by obtaining a Master's Degree in Business Administration from the Southern University College, Malaysia.

He is a trained accountant and entrepreneur, possesses more than 20 years of extensive experience across various sectors. He commenced his career with an international accounting firm. He is a member of the Malaysian Institute of Accountants (MIA) and director of several private companies in logistics, property development and business advisory.

Mr. Tan is an Executive Director of Xin Synergy Group Berhad, a company listed on Main Market of Bursa Malaysia Securities Berhad.

He attended three (3) out of four (4) Board Meetings held during the financial year ended 30 June 2025.

FAIRUZ KARTINI BINTI AHMAD

Malaysian, Aged 58, Female
Independent Non-Executive Director

Pn. Fairuz Kartini Binti Ahmad ("Pn. Fairuz"), an Independent Non-Executive Director, joined the Board on 31 May 2023. She has been re-designated as Chairperson of the Audit Committee on 16 October 2025 and is a member of Nomination and Remuneration Committee.

Pn. Fairuz has over 30 years of experience in finance and procurement. She holds a Bachelor of Arts (Hons) in Finance with Accounting from the University of East London, UK (1990), and is a certified ACCA member (1993), awarded Fellowship in 2002. She became a member of the Malaysian Institute of Accountants in 2001.

She began at a local audit firm before joining Sime Darby Group in 1994, where she advanced from Finance Executive to Accountant, playing key roles in Finance Management, Operational Leadership, Procurement, and Governance with a focus on sustainability. From 2015 to 2021, she was an Independent Non-Executive Director at Syarikat Perumahan Negara Berhad.

She currently serves as an Independent Non-Executive Director in our company, fostering growth, innovation, and responsible leadership.

She does not hold any directorship in other public companies and listed corporations.

She attended all four (4) Board Meetings held during the financial year ended 30 June 2025.

DATUK ABD HAMID BIN ABU BAKAR

Malaysian, Aged 70, Male
Independent Non-Executive Director

Datuk Abd Hamid bin Abu Bakar ("Datuk Abd Hamid") was appointed to the Board on 20 December 2016 as a Non-Independent Non-Executive Director and re-designated as an Independent Non-Executive Director on 27 June 2019. Datuk Abd Hamid is a member of the Audit Committee and the Chairman of the Nomination and Remuneration Committee.

Datuk Abd Hamid graduated with a Bachelor of Surveying in Property Management from University of Technology Malaysia in 1979 and obtained a Postgraduate Diploma in Property Valuation and Management from Sheffield Hallam University, UK, in 1997. He became a Registered Valuer in 1982, certified by the Board of Valuers, Appraisers and Estate Agents Malaysia.

Datuk Abd Hamid has over 30 years of experience in property valuation and management. He served in Valuation and Property Services Department (JPPH) from 1979, culminating as Director General, and was also President of the Board of Valuers, Appraisers and Estate Agents Malaysia from 2012 to 2015. He also served as Adjunct Professor at Universiti Teknologi Malaysia from 2012 to 2015.

He does not hold any directorship in other public companies and listed corporations but holds directorship in several private limited companies.

He attended all four (4) Board Meetings held during the financial year ended 30 June 2025.

Notes:

1. None of the Directors have family relationships with any Director and/or major shareholder of the Company except for the following:
   a) Mr. Peh Lian Hwa is the father of Mr. Peh Yueh Han, who is a Director of Grayscale Technologies Sdn. Bhd. and Ecoscale Sdn. Bhd., subsidiaries of the Company.
   b) YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah is the father of Tunku Izzudin Shah Bin Tengku Abdul Hamid Thani, who is a Director of Grayscale Technologies Sdn. Bhd., a subsidiary of the Company.
2. None of the Directors have any conflict of interest or potential conflict of interest, including interest in any competing business with the Company and its subsidiaries.
3. None of the Directors have been convicted of any offences in the past five (5) years or been imposed with any public sanctions or penalties by relevant regulatory bodies during the financial year ended 30 June 2025.

PROFILE OF KEY SENIOR MANAGEMENT

TAM YUN KIAM

Malaysian, Aged 52, Male
Chief Financial Officer
TechnoDex Bhd.

Mr. Tam Yun Kiam ("Mr. Tam") was appointed as the Chief Financial Officer of the Group on 15 May 2025, following his tenure as the Group Financial Controller since July 2019. He oversees the Group's financial management, human resources, and administrative functions.

Mr. Tam is a qualified Chartered Accountant and Chartered Management Accountant, and a member of the Malaysian Institute of Accountants (MIA) and The Chartered Institute of Management Accountants (CIMA), England.

He joined the Group on 5 June 2017 and brings with him over 27 years of experience across auditing, taxation, business advisory, corporate finance, human resource management, and both financial and management accounting. His career spans various sectors, including chartered accountancy and consultancy firms, medium-sized enterprises, and public listed companies involved in fast-moving consumer goods (FMCG), manufacturing, trading, retail, system integration, project management, and consultancy.

Throughout his tenure, Mr. Tam has collaborated closely with the Executive Directors in managing the Group's operations and driving the execution of its strategic plans. He has supported the Board in successfully implementing a range of corporate exercises, including fund-raising, capital restructuring, and mergers and acquisitions.

Mr. Tam attends every Board meeting, supporting policy implementation and helping the Board fulfill its statutory duties in corporate governance, internal controls, risk management, and financial reporting, while assisting in ensuring the Group's compliance with corporate and regulatory requirements.

CHUA KEONG LOONG

Malaysian, Aged 48, Male
Chief Executive Officer
TechScale Sdn. Bhd.
Evoscale Sdn. Bhd.

Mr. Chua Keong Loong ("Mr. Chua") was appointed as the Chief Executive Officer on 1 January 2019, overseeing the business operations of TechScale Sdn. Bhd. ("TechScale") and EvoScale Sdn. Bhd. ("EvoScale").

Mr. Chua started his career in the IT industry in 1997, he progressively covered Sales and Technical-Marketing roles obtaining outstanding results. His commendable sales abilities in the Technology sector allowed him to achieve ambitious results in the industry that induced him to start and successfully grow his own IT Distribution Company in 2003. In 2015, upon merger with TechnoDex Group, Mr. Chua was appointed as the General Manager to Evoscale.

He was mostly involved in entrepreneurial activities throughout his career and always receive unanimous consensus and admiration for his achievements from the market, including the most prestigious 2010 Golden Bull business award and in the same year, the "Best top-100 of SMEs" in Malaysia. In 2011, he was confirmed through the SME Golden Bull as a recognition for his great Sales performances. In the same year, Mr. Chua received the Top SME Young Entrepreneur 2011 award and two years later he achieved the best top 100 of SMEs prize and the SME Excellent Eagles – Golden Eagle.

Currently, Mr. Chua is responsible for managing the overall operations and management of TechScale and EvoScale.

TUNKU IZZUDIN SHAH BIN TENGKU ABDUL HAMID THANI

Malaysian, aged 28, Male
Chief Marketing Officer
TechnoDex Bhd.

Tunku Izzudin Shah bin Tengku Abdul Hamid Thani ("Tunku Izzudin") was appointed Chief Marketing Officer of TechnoDex Bhd. ("TDex") on 17 May 2021, overseeing the Group's operations and strategic marketing initiatives.

He began his career as Head of IT in a digital advertising company, managing over 10,000 devices and partners before rising to Chief Executive Officer. At 27, he was appointed Group Chief Marketing Officer at TDex, where he led cost optimization, workflow improvements, and demand-generation strategies that elevated internal products and services.

Currently managing Grayscale Technologies Sdn. Bhd. ("Grayscale"), Tunku Izzudin has been instrumental in shaping a sustainable and diversified business model across multiple IT verticals. Under his stewardship, the Company expanded into AgriTech, leveraging technology to modernize Malaysia's agricultural sector. He also personally oversaw the signing of a key MoU with UiTM Penang, strengthening collaboration between academia and industry to drive innovation and practical solutions.

In parallel, he runs Grayscale360, a creative digital marketing agency that specializes in website development, branding, digital strategy, and performance-driven marketing solutions. By combining creativity with technology, Grayscale360 helps businesses amplify brand presence, engage audiences, and scale effectively in the digital economy.

His leadership style emphasizes trust, empowerment, and accountability, nurturing individual strengths while fostering a culture of ownership and innovation. He has directed joint ventures delivering technology workshops for government agencies and co-developing digital solutions to address national challenges. Additionally, Grayscale played a pivotal role in supporting FRENDS in achieving recognition on the Gartner Quadrant, underscoring his commitment to advancing Malaysia's role in the global technology landscape.

Looking ahead, his vision for TDex, Grayscale, and Grayscale360 is to spearhead Malaysia's digital transformation through state-of-the-art technology solutions and creative strategies, while driving sustainability through diversification into sectors such as AgriTech. He remains steadfast in his commitment to innovation, robust financial performance, and ethical business practices.

Tunku Izzudin is the son of YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah, the Non-Independent Non-Executive Chairman of the Company.

Notes:

1. Saved as disclosed above, none of the Key Senior Management have any family relationship with the Directors and/or major shareholders of the Company.

2. None of the Key Senior Management has any conflict of interest or potential conflict of interest, including interest in any competing business with the Company and its subsidiaries.

3. None of the Key Senior Management has been convicted of any offence in the past five (5) years or imposed on any public sanctions or penalties by relevant regulatory bodies during the financial year ended 30 June 2025.

4. None of the Key Senior Management holds any directorship in public companies and listed issuers.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

INTRODUCTION

The Board of Directors ("the Board") of Technodex Bhd. ("TDex" or "the Company") is committed towards ensuring good corporate governance practices are implemented and maintained throughout the Company and its subsidiaries ("the Group") as a fundamental part of discharging its duties to enhance shareholders' value, consistent with the principles and best practices as set out in the Malaysian Code on Corporate Governance ("MCCG"), the ACE Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and the Corporate Governance Guide.

The Board is pleased to set out below the Corporate Governance Overview Statement ("CG Overview Statements") which describes the manner in which the Group has applied the following principles of the MCCG during the financial year ended 30 June 2025 ("FYE 2025"):

A. Principle A - Board leadership and effectiveness;
B. Principle B - Effective audit and risk management; and
C. Principle C - Integrity in corporate reporting and meaningful relationships with stakeholders.

This CG Overview Statement augmented with a Corporate Governance Report ("CG Report") serves in compliance with Rule 15.25(2) of the Listing Requirements of Bursa Securities to provide a detailed articulation on the application of the Group's corporate governance practices as set out in the MCCG throughout the FYE 2025. This CG Report is available on the Company's corporate website at www.technodex.com, as well as via an announcement on the website of Bursa Securities at www.bursamalaysia.com.

PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS

PART I - BOARD RESPONSIBILITIES

1.1 Board and Board Committee

The Board collectively leads and is responsible for the performance and affairs of the Group, including practicing a high level of good governance. All Board members are expected to show good stewardship and act professionally as well as upholding the core values of integrity and enterprise with due regard to their fiduciary duties and responsibilities.

The Board has the responsibility in leading and directing the Group towards realising long-term objectives and increasing shareholders' value. The Board retains full and effective control of the Group's strategic plans, implements an appropriate system of risk management and ensures the adequacy and integrity of the Group's system of internal control.

Broadly, the Board assumes the following principal responsibilities in discharging its fiduciary and leadership functions:

- Reviewing and adopting a strategic plan for the Group, including addressing the Group's business strategies for promoting sustainability.
- Overseeing the conduct of the Group's business, and evaluating whether or not its businesses are being properly managed.
- Identifying principal business risks faced by the Group and ensuring the implementation of appropriate internal controls and mitigating measures to address such risks.
- Ensuring that all candidates appointed to the Board are of sufficient calibre, including having in place a process to provide for the orderly succession of the members of the Board.
- Overseeing the development and implementation of an investor relations programme and stakeholder communications policy.
- Reviewing the adequacy and integrity of the Group's internal control and management information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines.

The Board has also delegated certain responsibilities to the following committees to assist in the execution of its responsibilities:

a. Audit Committee ("AC"); and
b. Nomination and Remuneration Committee ("NRC") (Collectively referred to as "Board Committees")

The Board Committees' Terms of Reference ("TOR") can be accessed via the Company's corporate website, www.technodex.com.

Each Board Committee operates in accordance with its respective TOR approved by the Board. The Board upon the recommendation of the NRC, appoints the members and chairman of each Board Committee.

The role of the Board Committees is to advise and make recommendations to the Board. However, the ultimate responsibility for the final decision on all matters lies with the Board. The Chairman of various committees provide a verbal report on the outcome of their committee meetings to the Board, and any further deliberation is made at the Board level, if required.

1.2 The Chairman of the Board

The Board is led by its Chairman, YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah who holds the Non-Independent Non-Executive position and is primarily responsible for the leadership, effectiveness, conduct and governance of the Board. The roles of the Chairman are set out in the Board Charter.

1.3 The Chairman and Executive Directors

In line with good corporate practices, the roles of the Chairman and Executive Directors are distinct and separate to ensure that there is a balance of power and authority.

The Chairman is responsible for the leadership, effectiveness, conduct and governance of the Board while the Executive Directors have overall responsibility for the day-to-day management of the business and implementation of the Board's policies and decisions. The detailed roles and responsibilities of the Chairman and Executive Directors are set out in the Board Charter.

1.4 Qualified and Competent Company Secretaries

The Board is supported by two (2) Company Secretaries, who are experienced and qualified to act as Company Secretaries under Section 235(2) of the Companies Act 2016 ("Act") and are also registered holders of the Practicing Certificate issued by the Companies Commission of Malaysia. All Directors have access to the advice and service of the Company Secretaries.

The Company Secretaries consistently participate in relevant training programs, conferences, or seminars organised by authorities and professional bodies. This ensures they stay updated on corporate governance developments and regulatory changes pertinent to their role, enabling them to provide valuable advisory services to the Board.

The Board acknowledges that the Company Secretaries play an important role and will ensure that the Company Secretaries fulfill the functions for which they have been appointed.

During the FYE 2025, all Board and Board Committees meetings were properly convened, accurate and proper records of the proceedings and resolutions passed were taken and maintained in the statutory records of the Company.

Overall, the Board is satisfied with the performance and support rendered by the Company Secretaries and their team to the Board in the discharge of her duties and functions.

1.5 Meeting of Board and Board Committees

To facilitate the Directors' time planning, an annual meeting calendar is prepared in advance of each new year by the Company Secretaries. The meeting calendar provides the Directors with scheduled dates for meetings of the Board and Board Committees as well as the Annual General Meeting ("AGM"). The closed periods for dealing in securities by Directors and principal officers based on the scheduled dates of meetings for making announcements of the Group's quarterly results were also provided therein.

The Directors receive notices of meetings together with the meeting papers, typically at least five (5) working days prior to the date of meetings. This provides sufficient details of matters to be deliberated during the meeting and the information provided therein is not confined to financial data but includes also non-financial information, both quantitative and qualitative, which is deemed critical for the Directors' knowledge and information in arriving at a sound and informed decision.

The deliberations and conclusions of matters discussed in the Board or Board Committees meetings are duly recorded in the minutes of meetings. The draft minutes are circulated for the Board or Committee Chairman's review within a reasonable timeframe after the meetings. The minutes of meetings accurately captured the deliberations and decisions of the Board and/or the Board Committees, including whether any Director abstains from voting or deliberating on a particular matter.

All the records of proceedings and resolutions passed are kept at the registered office of the Company.

For matters which require the Board's decision on an urgent basis outside the Board meetings, board papers along with the Directors' Written Resolution will be circulated for the Board's consideration. All written resolutions approved by the Board will be tabled for notation at the next Board meeting.

1.6 Board Charter

The Board Charter sets out the composition and balance, roles and responsibilities, operations and processes of the Company. The Board Charter also serves as a source of reference and primary induction literature, providing insights to new Board members.

The Board Charter is subject to periodic review and is updated as and when necessary to ensure it remains consistent with the Group's policies and procedures, the Board's overall responsibilities as well as changes to legislation and regulations.

The Board Charter is published on the Company's corporate website at www.technodex.com.

1.7 Code of Ethics and Conduct

The Board has adopted a Code of Ethics and Conduct to proactively promote and maintain an ethical corporate culture and enhance corporate governance standards across the Group. The Code of Ethics and Conduct outlines general principles and provides guidance on ethical behavior and professional conduct for Directors and employees, emphasising their duties and obligations. To underscore the importance of the Code of Ethics and Conduct, it has been incorporated in the Board Charter of the Company, which sets out the Board's functions, authority, roles, and responsibilities.

The Code of Ethics and Conduct is published on the Company's corporate website at www.technodex.com.

The Board will review the Code of Ethics and Conduct from time to time to ensure that it continues to remain relevant and appropriate with the prescribed requirements and best corporate governance practices.

1.8 Whistleblowing Policy

The Board has adopted a Whistle Blowing Policy to provide an avenue for all employees of the Group and members of the public to report or disclose any violations or wrongdoings that may be observed in the Group without fear or retaliation should they act in good faith when reporting such concerns. The Whistle Blowing Policy aligns with the Act and Section 17A of the MACC Act ("the Acts"), offering protection to individuals who disclose breaches or non-compliance with the Acts or report serious offences such as fraud and dishonesty.

The Board will review and update the Whistle Blowing Policy at least once every three (3) years to ensure that it remains relevant to the Group's changing business circumstances and/or comply with the applicable laws and regulations.

The Whistle Blowing Policy is published on the corporate website of the Company at www.technodex.com.

1.9 Anti-Bribery and Corruption Policy ("ABC Policy")

In line with the Malaysian Anti-Corruption Commission (Amendment) Act 2018 ("MACC Act 2018"), the Company has put in place ABC Policy to encourage a culture of integrity and transparency in all of the Group's activities. This policy which adheres to the Listing Requirements of Bursa Securities and the Guidelines on Adequate Procedures issued pursuant to Section 17A(5) of the MACC Act 2018, generally sets out the responsibilities of the Company, and all individuals who work for the Group, in observing and upholding the Group's position on bribery and corruption and provides key anti-bribery and corruption principles that apply to all interactions with the Group's customers, business partners, and other third parties, as well as guidelines for the prevention, management, and remediation of bribery and corruption related risks.

The ABC Policy will be reviewed at least once every three (3) years and in accordance with the needs of the Company to ensure it continues to remain relevant and appropriate. The ABC Policy is published on the Company's corporate website at www.technodex.com.

1.10 Directors' Fit and Proper Policy

In line with Rule 15.01A of the Listing Requirements of Bursa Securities, the Board had adopted the Directors' Fit and Proper Policy which serves as a guide to the NRC and the Board in their review and assessment of the potential candidates for appointment to the Board of the Group as well as the retiring Directors who are seeking re-election at the annual general meeting.

The Directors' Fit and Proper Policy ensures that the NRC and the Board adhere to rigorous standards in their evaluation of candidates, enabling them to select Directors who possess the necessary qualifications, experience, and integrity to serve effectively on the Board.

The Directors' Fit and Proper Policy shall be reviewed by the Board from time to time as it may deem necessary to ensure that they remain consistent with the Board's objectives, current law and practices.

The Directors' Fit and Proper Policy is published on the Company's corporate website at www.technodex.com.

1.11 Conflict of Interest Policy

The Board had adopted a Conflict of Interest Policy which sets forth guidelines and procedures to identify, disclose, and address conflicts of interest that may arise within the Group. This ensures that any actual, potential and perceived conflicts of interest are effectively managed. This policy is also designed to ensure compliance with the Listing Requirements of Bursa Securities and the provisions under the Act, as well as to uphold the highest standards of corporate governance and transparency.

The Board will review the Conflict of Interest Policy from time to time and make any necessary amendments to ensure it remains consistent with the Board's objectives, current law, and practices.

1.12 Sustainability Governance

The Board believes that sustainable business practices are essential to the creation of long-term value and that responsibly running the business is intrinsically tied to achieving operational excellence.

In terms of structural oversight over sustainability including strategies, priorities and targets, it is reposed at the Board level with Management being responsible for operational execution with respect to Environmental, Social and Governance factors as part of the Group's corporate strategy.

As fiduciary to the Company's shareholders, the Board is focused on maintaining exemplary corporate governance practices, which include a commitment to ethics, integrity and corporate responsibility. The Board also ensures the Company's internal and external stakeholders are well informed on the sustainability strategies, priorities, targets as well as overall performance which the Sustainability Statement has provided a detailed articulation in this Annual Report.

PART II – COMPOSITION OF THE BOARD

2.1 Board Composition

The current Board composition of the Company represents a mix of knowledge, skills and expertise which assist the Board in effectively discharging its stewardship and responsibilities. The Board currently has seven (7) members comprising one (1) Non-Independent Non-Executive Chairman, one (1) Non-Independent Non-Executive Deputy Chairman, two (2) Executive Directors, one (1) Non-Independent Non-Executive Director and two (2) Independent Non-Executive Directors. The composition is as follows: -

Name	Designation
YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah	Non-Independent Non-Executive Chairman
Peh Lian Hwa	Non-Independent Non-Executive Deputy Chairman
Tan Sze Chong	Executive Director
Datuk Koay Xing Boon	Executive Director
Tan Boon Wooi	Non-Independent Non-Executive Director
Datuk Abd Hamid Bin Abu Bakar	Independent Non-Executive Director
Fairuz Kartini Binti Ahmad	Independent Non-Executive Director

This current composition of the Board complies with Rule 15.02(1) of the Listing Requirements of Bursa Securities, which requires at least two (2) Directors or one-third (1/3) of the Board, whichever is the higher, are Independent Directors.

The Board currently has one (1) female director which is Pn. Fairuz Kartini Binti Ahmad as the Independent Non-Executive Director, which reflects the Board's commitment towards achieving a more gender diversified Board.

The presence of Independent Non-Executive Directors ensures that views, consideration, judgment and discretion exercised by the Board in decision making remain objective and independent whilst assuring the interest of other parties such as minority shareholders are fully addressed and adequately protected as well as being accorded with due consideration.

2.2 Tenure of Independent Directors

The Board acknowledges the recommendation by the MCCG that the tenure of an Independent Non-Executive Director should not exceed a cumulative term of nine (9) years. However, if the Board intends to retain a Director who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, the Board must justify its decision and seek the shareholders' approval through a two-tier voting process at a general meeting. Furthermore, the Board recognises that as per the Listing Requirements of Bursa Securities, the tenure of an Independent Non-Executive Director should not exceed a cumulative term of twelve (12) years.

During the financial period under review, none of our Directors has served the Board as an Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years.

Based on the assessment carried out during the financial year under review, the Board is satisfied with the level of independence demonstrated by all the Independent Non-Executive Directors and their abilities to act in the best interest of the Company.

The Company has not adopted a policy that limits the tenure of its Independent Non-Executive Directors to nine (9) years. Notwithstanding that, the Company conducts an annual evaluation of their independence through the Annual Evaluation of Independence of Directors. This evaluation ensures that the Independent Non-Executive Directors remain free from any business or other relationship that could compromise their independent judgement or their ability to act in the best interests of the Company.

2.3 Appointment of Board and Senior Management

Appointment of the Board and recruitment of Senior Management are based on objective criteria, merit and besides gender diversity, due regard is placed for a required mix of skills, experience, independence, age, integrity, core competencies and cultural background.

The members of the Board are appointed in a formal and transparent practice as endorsed by the MCCG. The NRC scrutinises the candidates and recommends the same for the Board's approval. In discharging this duty, the NRC will assess the suitability of an individual by taking into account the individual's mix of skill, functional knowledge, expertise, experience, professionalism, integrity and/or other commitments that the candidate shall bring to complement the Board.

In searching for suitable candidates, the NRC may receive suggestions from existing Board Members, Management and major shareholders. The NRC is also open to referrals from external sources or independent search firms.

2.4 Board Diversity and Key Senior Management Team

The Board is supportive of the diversity of the Board and Key Senior Management team. The Group strictly adheres to the practice of non-discrimination of any form, whether based on race, age, religion and gender throughout the organisation, including the selection of Board members and Key Senior Management. The Board encourages a dynamic and diverse composition by nurturing suitable and potential candidates equipped with competency, skills, experience, character, time commitment, integrity and other qualities in meeting the future needs of the Group.

In the event that a vacancy occur on the Board, the Board, facilitated by the NRC, will factor in female representation when identifying suitable candidates. However, the selection of a new Board member will not be based solely on gender but will also consider the candidate's skill sets, experience, and knowledge. The Company's primary focus in new appointments is always to choose the most qualified candidates. Therefore, the usual selection criteria, emphasising a robust combination of competencies, skills, extensive experience, and knowledge to enhance the Board, remains paramount.

In view of the gained attention of boardroom diversity as an important element of a well-functioned organization, the Board has adopted a Gender Diversity Policy which provides a framework for the Company to improve its gender diversity at the Board and senior management level. Presently, the Board consists of one (1) female Director, namely Pn. Fairuz Kartini Binti Ahmad.

2.5 Board Committees

The Board Committees are set up to manage specific tasks for which the Board is responsible within clearly defined TOR. This ensures that the Board members can spend their time more efficiently while the Board Committees are entrusted with the authority to examine particular issues.

The Board has established two (2) Board Committees and the membership of each committee is set out in the table below:-

Composition	AC	NRC
YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah *(Non-Independent Non-Executive Chairman)*	Member	Member
Peh Lian Hwa *(Non-Independent Non-Executive Deputy Chairman)*	N/A	N/A
Tan Sze Chong *(Executive Director)*	N/A	N/A
Datuk Koay Xing Boon *(Executive Director)*	N/A	N/A
Tan Boon Wooi *(Non-Independent Non-Executive Director)*	N/A	N/A
Datuk Abd Hamid Bin Abu Bakar *(Independent Non-Executive Director)*	Member	Chairman
Fairuz Kartini Binti Ahmad *(Independent Non-Executive Director)*	Chairperson	Member

The TOR of the respective Board Committees are available on the Company's website at www.technodex.com.

2.6 NRC

The NRC of the Company is chaired by Datuk Abd Hamid Bin Abu Bakar, an Independent Non-Executive Director of the Company.

The NRC of the Company comprises the following members, all being Non-Executive Directors:

Name	Designation
Datuk Abd Hamid Bin Abu Bakar (Chairman)	Independent Non-Executive Director
Fairuz Kartini Binti Ahmad (Member)	Independent Non-Executive Director
YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah (Member)	Non-Independent Non-Executive Chairman

The NRC of the Company 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 NRC will scrutinise the candidates and recommend the same for the Board's approval. In discharging this duty, the NRC will assess the suitability of an individual by taking into account the individual's mix of skill, functional knowledge, expertise, experience, professionalism, integrity and/or other commitments that the candidate can bring to complement the Board.

In searching for suitable candidates, the NRC may leverage on various sources and gain access to a wider pool of potential candidates. Besides the recommendation from the existing Board members, management and major shareholders, the NRC also refers to the potential candidates from the industry taking into consideration their education, skills and experience background.

The Terms of Reference of the NRC is published on the corporate website of the Company at www.technodex.com.

The activities carried out by the NRC during the FYE 2025 are as follows: -

(i) Reviewed and assessed the performance of all Directors of the Company.
(ii) Evaluated the balance of skills, knowledge and experience of the Board and in the light of this evaluation, reviewed the role of the Non-Independent Non-Executive Chairman and Executive Directors respectively, to ensure a balance of power and authority, and a clear division of responsibilities.
(iii) Reviewed and assessed the performance of the AC.
(iv) Reviewed the independence of the Independent Directors of the Company.
(v) Reviewed and recommended to the Board for consideration, the re-election of Directors who retired by rotation pursuant to the Constitution of Company at the Annual General Meeting.
(vi) Reviewed and recommended to the Board the remuneration package and directors' fee and/or benefit of all the Directors of the Company.
(vii) Reviewed and recommended to the Board for approval, the appointment of new Chief Financial Officer.

2.7 Board Appointment and Re-appointment Process

The NRC is tasked by the Board to make independent recommendations for appointments to the Board. In evaluating the suitability of candidates, the NRC considers, inter-alia, the character, experience, integrity, commitment, competency, qualification and track record of the proposed new nominee for appointment to the Board. In the case of a nominee for the position of Independent Non-Executive Director, NRC evaluates the nominee's ability to discharge such responsibilities/functions as expected from Independent Non-Executive Directors. The Board has in the review of the skills of Directors, including information technology, legal, public relations and experience in the retailing industry as the matrix of skills of Directors that would be prioritised when selecting candidates for appointment to the Board.

In accordance with the Listing Requirements of Bursa Securities and the Company's Constitution, one-third (1/3) of the Directors of the Company for the time being shall retire at the AGM of the Company provided always that all Directors, shall retire from office at least once in every three (3) years but shall be eligible for re-election at the AGM. Additionally, the Directors appointed to fill a casual vacancy or as an addition to the Board shall hold office only until the conclusion of the next AGM and shall be eligible for re-election.

In assessing the candidates' eligibility for re-election, the NRC considers their competencies, commitment, contribution, performance based on their respective performance evaluation to the Board and their ability to act in the best interest of the Company.

The Board makes recommendations concerning the re-election, re-appointment and continuation in office of any Director for shareholders' approval at the AGM.

2.8 Annual Assessment of Effectiveness of the Board and Board Committees as whole

The Board recognises the importance of assessing the effectiveness of individual Directors, the Board as a whole and its Board Committees. The NRC has entrusted the task of reviewing and evaluating the individual Director's performance and the effectiveness of the Board and the Board Committees on an annual basis.

The NRC is required to report annually to the Board an assessment of the performance of the Board and the Board Committees. This will be discussed with the Board. The NRC will also evaluate each individual Director's contributions to the effectiveness of the Board and the relevant Board Committees.

In evaluating the performance of Non-Executive Directors, certain criteria were established and adopted, amongst others, attendance at Board and/or Board Committee meetings, adequate preparation for Board and/or Board Committee meetings, regular contribution to Board and/or Board Committee meetings, personal input to the role and other contributions to the Board and/or Board Committee as a whole.

In evaluating the performance of Executive Directors, the assessment was carried out against diverse key performance indicators, amongst others, financial performance, strategic, operations management and business plans, product development, conformance and compliance, stakeholders' relation, employee training and development, succession planning and personal input to the role.

2.9 Board and Board Committees' Meetings

The Board meets at least once every quarter on a scheduled basis and additional meetings are to be convened as and when deemed necessary. All the Directors have attended more than 50% of the total Board Meetings held during the FYE 2025 and complied with the requirement on attendance at Board meetings as stipulated in the Listing Requirements of Bursa Securities.

The number of meetings held and attended by each member of the Board and Board Committees during the FYE 2025 are as follows:

Type of Meetings / Name of Directors	Board of Directors	AC	NRC
	No. of Meetings Attended		
YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah[(1)]	3/4	N/A	N/A
Peh Lian Hwa	3/4	N/A	N/A
Tan Sze Chong	4/4	N/A	N/A
Datuk Koay Xing Boon	4/4	N/A	N/A
Tan Boon Wooi	3/4	N/A	N/A
Datuk Abd Hamid Bin Abu Bakar	4/4	4/4	1/1
Saifulrizam Bin Zainal *(Resigned on 31 July 2025)*	3/4	3/4	0/1
Fairuz Kartini Binti Ahmad	4/4	4/4	1/1

Note:
(1) YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah was appointed as a member of AC and NRC on 16 October 2025.

To facilitate the Directors' time planning, the meetings calendar was prepared in advance for each new year by the Company Secretaries. The calendar provides the Directors with scheduled dates for meetings of the Board and Board Committees as well as the Annual General Meeting.

2.10 Directors' Training

The Directors are encouraged to attend relevant seminars and training programmes to equip themselves with the knowledge to effectively discharge their duties as Directors. In addition, individual Directors are responsible for determining their continuous training needs to keep abreast of changes in both the regulatory and business environments as well as with new developments within the industry in which the Group operates.

The Board will assess the training needs of the Directors and ensure Directors have access to continuing education programmes.

The Directors will continue to undergo annually other relevant training programmes, courses, talks, conferences and seminars to keep abreast of relevant changes in laws and regulations, and development in the industry in order to further enhance their skills and knowledge.

The training programmes, seminars and/or conferences attended by the Directors during the FYE 2025 are as follows:

Name of Directors	Programmes/Seminars attended
YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah	• Mandatory Accreditation Programme Part II: Leading for Impact (LIP) • Beneficial Ownership Reporting • Key Amendments to the Listing Requirements of Bursa Securities
Peh Lian Hwa	• Mandatory Accreditation Programme Part II: Leading for Impact (LIP) • Beneficial Ownership Reporting • Key Amendments to the Listing Requirements of Bursa Securities
Tan Sze Chong	• Mandatory Accreditation Programme Part II: Leading for Impact (LIP) • Beneficial Ownership Reporting • Key Amendments to the Listing Requirements of Bursa Securities
Datuk Koay Xing Boon	• Mandatory Accreditation Programme Part II: Leading for Impact (LIP) • Beneficial Ownership Reporting • Key Amendments to the Listing Requirements of Bursa Securities
Tan Boon Wooi	• Mandatory Accreditation Programme Part II: Leading for Impact (LIP) • Beneficial Ownership Reporting • Key Amendments to the Listing Requirements of Bursa Securities
Datuk Abd Hamid Bin Abu Bakar	• Mandatory Accreditation Programme Part II: Leading for Impact (LIP) • Beneficial Ownership Reporting • Key Amendments to the Listing Requirements of Bursa Securities
Fairuz Kartini Binti Ahmad	• Mandatory Accreditation Programme Part II: Leading for Impact (LIP) • Beneficial Ownership Reporting • Key Amendments to the Listing Requirements of Bursa Securities

Part III – REMUNERATION

3.1 Remuneration Policy

The Board through NRC aims to set remuneration at levels that are sufficient to attract and retain Directors.

The Board had through the NRC, established a formal and transparent remuneration policies and procedures which set out the principles and guidelines for the Board and the NRC to determine the remuneration of Directors and/or Senior Management of the Company, which takes into account the demands, complexities and performance of the Company as well as skills and experience required.

The remuneration is reviewed by the NRC on an annual basis prior to making its recommendations to the Board for approval. In its review, the NRC considers various factors including the Directors' fiduciary duties, time commitments and expertise expected from them and the Company's performance.

The Remuneration Policy is available at the Company's corporate website at www.technodex.com.

3.2 Remuneration of Directors

The Board determines the remuneration of Executive Directors and Non-Executive Directors by taking into consideration the recommendations of the NRC. Each Director shall abstain from the deliberation and voting on matters pertaining to their own remuneration. The aggregate amounts of Directors' fees to be paid to the Directors are subject to the approval of the shareholders at the AGM.

The remuneration of the Directors of the Company and the Group for the FYE 2025 are as follows: -

The Company

Name of Directors	RM'000						
	Fees	Allowance	Salary	Bonus	Benefits in Kind	Other Emoluments	Total
YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah	120	-	-	-	-	-	120
Peh Lian Hwa	120	-	-	-	-	-	120
Tan Sze Chong	-	-	240	-	-	-	240
Datuk Koay Xing Boon	-	-	240	-	-	-	240
Tan Boon Wooi	30	-	-	-	-	-	30
Datuk Abd Hamid Bin Abu Bakar	30	-	-	-	-	-	30
Saifulrizam Bin Zainal (Resigned on 31 July 2025)	30	-	-	-	-	-	30
Fairuz Kartini Binti Ahmad	30	-	-	-	-	-	30
TOTAL	**360**	**-**	**480**	**-**	**-**	**-**	**840**

The Group

Name of Directors	RM'000						
	Fees	Allowance	Salary	Bonus	Benefits in Kind	Other Emoluments	Total
YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah	120	-	-	-	-	-	120
Peh Lian Hwa	120	-	-	-	-	-	120
Tan Sze Chong	-	-	240	-	-	-	240
Datuk Koay Xing Boon	-	-	240	-	-	-	240
Tan Boon Wooi	30	-	-	-	-	-	30
Datuk Abd Hamid Bin Abu Bakar	30	-	-	-	-	-	30
Saifulrizam Bin Zainal (Resigned on 31 July 2025)	30	-	-	-	-	-	30
Fairuz Kartini Binti Ahmad	30	-	-	-	-	-	30
TOTAL	**360**	**-**	**480**	**-**	**-**	**-**	**840**

3.3 Remuneration of Senior Management

The remuneration of the Senior Management of the Group for the FYE 2025 is as follows:-

Range of Remuneration	No. of Senior Management
RM150,001 to RM200,000	2
RM200,001 to RM250,000	1

Due to the confidentiality and sensitivity of the remuneration packages of Senior Management as well as security concerns, the Board opts not to disclose the Senior Management's remuneration components on a named basis in the bands of RM50,000.

The Board is of the view that the disclosure of the remuneration of Senior Management would not be in the best interest of the Company given the competitive human resources environment and may give rise to recruitment and talent retention issues. The Board is of the opinion that the disclosure of Senior Management's aggregated remuneration on an unamed basis in the bands of RM50,000 is adequate.

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

PART I – AC

4.1 Effective and Independent AC

The AC is relied upon by the Board to, amongst others, provide advice and oversee in the areas of financial reporting, external audit, internal control environment and internal audit processes, review of related party transactions as well as conflict of interest situations.

The AC is chaired by Pn. Fairuz Kartini Binti Ahmad, an Independent Non-Executive Director who is distinct from the Chairman of the Board. The Chairman of the AC is a member of the Malaysian Institute of Accountants (MIA).

The AC comprises three (3) members. The composition of the AC complies with the Listing Requirements of Bursa Securities and the recommendation of MCCG, whereby all three (3) AC member are Non-Executive Directors. None of them has appointed alternate directors.

None of the members of AC were former key audit partners and to uphold utmost independence, the Board has no intention to appoint any former key audit partner as a member of the AC.

The term of office and performance of the AC and its members are reviewed by the NRC annually to determine whether such AC and members have carried out their duties in accordance with the terms of reference.

4.2 External Auditors

The Board maintains a transparent and professional relationship with the Group's external auditors which has been accorded the authority to communicate directly with the external auditors. The criteria for the external auditors' assessment include quality of services, the sufficiency of resources, communication and interaction, audit planning, independence, objectivity and professional scepticism. In determining the independence of the external auditors, the AC reviewed and assessed all aspects of their relationships with them including the processes, policies and safeguards adopted by the Group and the external auditors relating to audit independence. The AC also reviewed and assessed the external auditor's performance and independence.

The AC meets with the external auditors to review the scope and adequacy of the audit process, updates on the financial reporting standards, the financial statements and their audit findings. In addition, the external auditors are invited to attend the Company's AGM so that they are available to answer any questions from shareholders on the conduct of the statutory audit and the contents of the Annual Audited Financial Statements.

PART II – RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

5.1 Risk Management and Internal Control

The Board acknowledges its overall responsibilities for maintaining a sound system of internal controls which includes financial controls, operational and compliance controls and risk management to safeguard shareholders' interests and the Company's assets. The Group's system of internal control is regularly reviewed to ensure its effectiveness. While acknowledging its responsibility for the system of internal control, the Board is aware that such a system cannot eliminate risks and thus can never be an absolute assurance against the Group's failure to achieve its objectives. The Group's Statement on Risk Management and Internal Control for the FYE 2025 is as set out in this Annual Report.

5.2 Internal Audit Function

The internal audit function is outsourced to an independent professional consulting firm namely Vaersa Advisory Sdn. Bhd. ("IA") to carry out internal audit services for the Group. The IA is precluded from providing any services that may impair their independence or conflict with their role as Internal Auditors.

To ensure that the responsibilities of IA are fully discharged, the AC had evaluated the performance of the IA for the FYE 2025. The AC concluded its assessment that the IA has sufficient experience and resources to satisfy their terms of reference and adequately deliver quality services to the Company and its subsidiaries.

The details of the internal audit function and activities are set out in the AC Report of this Annual Report.

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

PART I – COMMUNICATION WITH STAKEHOLDERS

6.1 Continuous Communication with Stakeholders

The Board is committed to provide effective communication to its shareholders and the general public regarding the business, operations and financial performance of the Group and where necessary, information filed with regulators is in accordance with all applicable legal and regulatory requirements. Shareholders will receive regular communication from the Company through the release of announcements, quarterly reports, annual reports and circulars to Bursa Securities.

The Company's corporate website at www.technodex.com serves as one of the most convenient ways for shareholders and members of the public to gain access to corporate information, news, events, and announcements to Bursa Securities relating to the Group.

The Board has also created an investor relation section on the Company's corporate website at www.technodex.com for information on corporate, financial, corporate governance and stock prices, which is accessible to the public.

6.2 Corporate Disclosure Policy

The Board is committed to provide effective communication to its shareholders and the general public regarding the business, operations and financial performance of the Group and where necessary, that information filed with regulators is in accordance with all applicable legal and regulatory requirements.

The Board has formalised and adopted a Corporate Disclosure Policy to promote comprehensive, accurate and timely disclosure pertaining to the Company and the Group to regulators, shareholders and stakeholders.

PART II – CONDUCT OF GENERAL MEETINGS

7.1 Annual General Meeting

The Board will ensure that the general meetings of the Company are conducted in an efficient manner and serve as a mode of shareholders' communication. These include the supply of comprehensive and timely information to shareholders and encouraging active participation at the general meetings.

The AGM remains a principal forum used by the Group for communication with its shareholders. The AGM provides an opportunity for the shareholders to seek and clarify any issues on the resolutions being proposed and also matters relating to the performance, developments within and the future direction of the Group.

In line with Practice 13.1 of MCCG, the notice convening the Twentieth ("20th") AGM was issued to shareholders at least 28 days before the 20th AGM, which gives shareholders sufficient time to read through the Annual Report and prepare themselves to attend the 20th AGM or to appoint a proxy to attend and vote on their behalf.

At the AGM, the shareholders are encouraged to participate in discussing the resolutions proposed or future developments of the Group's operations in general. The Board, the Management team and the Company's External Auditors are present to answer questions raised and provide clarification as requested by the shareholders.

All resolutions set out in the Notice of 20th AGM were put to vote by poll and the votes cast were validated by an independent scrutineer appointed by the Company. The outcome of all resolutions proposed at the general meeting is announced to Bursa Securities at the end of the meeting day.

7.2 Effective Communication and Proactive Engagement

All Directors had attended the 20th AGM of the Company held on 10 December 2024 and were accountable to the shareholders for their stewardship of the Company, save for Mr. Tan Boon Wooi and Pn. Fairuz Kartini Binti Ahmad, who were absent for the 20th AGM due to prior engagement that require their immediate attention at that time.

The Chairman of the Board and its Board Committees members were available to respond to shareholders' queries concerning the Company and the Group at the 20th AGM.

From the Company's perspective, the AGM also serves as a forum for Directors to engage with the shareholders personally to understand their needs and seek their feedback. The Board welcomes questions and feedback from the shareholders during and at the end of shareholders' meetings and ensures their queries are responded to properly and systematically.

The Board had ensured that the required infrastructure and tools were in place to enable the smooth broadcast of the 20th AGM and meaningful engagement with the shareholders. The summary of the key matters discussed at the 20th AGM was also published on the Company's corporate website for the shareholders' information.

STATEMENT BY THE BOARD ON CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board has deliberated, reviewed and approved this CG Overview Statement. The Board considers and is satisfied that to the best of its knowledge, the Company has fulfilled its obligations under the MCCG, the relevant chapters of the Listing Requirements on corporate governance and all applicable laws and regulations throughout the FYE 2025, except for the departures set out in the CG Report.

The Company shall continue to strive for high standards of corporate governance through the Group, and the highest level of integrity and ethical standards in all of its business dealings.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

Introduction

The Board of Directors ("the Board") of Technodex Bhd. ("TDex" or "the Company") is committed towards maintaining a sound system of internal control and risk management and is pleased to provide this Statement on Risk Management and Internal Control ("this Statement") which outlines the scope and nature of internal controls and risk management of TDex and its subsidiaries ("the Group") for the financial year ended 30 June 2025 ("FYE 2025").

For the purpose of disclosure, this Statement is prepared pursuant to Rule 15.26(b) of the ACE Market Listing Requirements ("Listing Requirement") of Bursa Malaysia Securities Berhad ("Bursa Securities") and is guided by the Principles and best practices outlined in the Malaysian Code on Corporate Governance as well as the Statement on Risk Management & Internal Control: Guidelines for Directors of Listed Issuers issued by Bursa Securities.

Responsibility for Risk Management and Internal Control

The Board recognises the importance of risk management and risk-based internal audit to establish and maintain a sound system of risk management and internal control. The Board affirms its overall responsibility for the Group's systems of internal control and for reviewing the adequacy and integrity of those systems. Because of the limitations that are inherent in any system of internal control, those systems are designed to manage rather than eliminate the risk of failure to achieve business objectives, and can only provide reasonable and not absolute assurance against material misstatement, fraud or loss.

The Board has received assurance from the Executive Directors that the Group's risk management and internal control have operated adequately and effectively in all material aspects, based on the risk management and internal control system of the Group during the financial year under review.

Risk Management Framework

The Board regards the Management of core risks as an integral and critical part of the day-to-day operations of the Group. The experience, knowledge and expertise to identify and manage such risks throughout the financial year under review enable the Group to make cautious, mindful and well-informed decisions through the formulation and implementation of requisite action plans and monitoring regimes which are imperative in ensuring the accomplishment of the Group's objectives.

Internal Control System

The Key Elements of the Group's Internal Control System include:

a. Clearly defined Terms of Reference of the Board Committee, i.e. Audit Committee, Nomination and Remuneration Committee.
b. Organisational structure with clearly defined lines of responsibility, authority and accountability.
c. Policies and procedures for key business processes are formalised and documented for implementation and continuous improvements.
d. Clearly defined authorisation limits at appropriate levels are set out for controlling and approving capital expenditures and expenses.
e. Clearly defined Internal Policies, Standard Operating Procedures and Personnel Manual as the key framework for good internal control practices.
f. Regular Management and Operation meetings were conducted to ensure activities and risk mitigation actions were executed as proposed.
g. Key information covering financial performance and key business aspects are provided to the Senior Management and Board of Directors on a regular and timely basis.
h. There has been active participation by the Executive Directors in the day-to-day running of business operations and regular dialogue and reporting to the Board of Directors.

Internal Audit Functions

The Board acknowledges the importance of the internal audit function. The Board has outsourced its internal audit function to an independent professional consulting firm as part of its efforts to provide adequate and effective internal control systems. The internal audit function is carried out in accordance with the internal audit plan as reviewed by the Audit Committee. The internal audit function adopts accepted auditing practices in addition to independent and objective reporting on the state of the Group's internal control system.

During the financial year under review, the outsourced Internal Auditors have carried out reviews on the following areas/processes:

- critical business processes;
- identifying risks and internal control gaps;
- assessed the effectiveness and adequacy of the existing state of internal control of the key subsidiary and recommended possible improvements to the internal control systems.

This is to provide reasonable assurance that such a system continues to operate satisfactorily and effectively within the Group. The Board continuously takes measures to strengthen the control environment.

During the financial year under review, there were no material losses incurred as a result of weaknesses in the internal control system that would require disclosure in this Annual Report. The Board will continue to improve and enhance the existing system of risk management and internal control to ensure its adequacy and relevance in safeguarding the shareholders' interests and the Group's assets.

The total cost incurred for the internal audit function was RM14,000 for the FYE 2025.

Review of Statement by External Auditors

Pursuant to Rule 15.23 of the Listing Requirement of Bursa Securities, the external auditors have reviewed the Statement on Risk Management and Internal Control for inclusion in the Annual Report for the FYE 2025. Their review was performed in accordance with Audit and Assurance Practice Guide 3 ("AAPG"): Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report, issued by the Malaysian Institute of Accountants.

AAPG 3 does not require the external auditors to consider whether this Statement covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management process and system of internal control. AAPG 3 also does not require the external auditors to consider whether the processes described to deal with the material internal control aspects of significant problems, if any, disclosed in this Annual Report will, in fact, remedy the problems.

Based on their review, the external auditors 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 reviewing the adequacy and integrity of the Group's internal control system.

Adequacy and Effectiveness of the Group's Risk Management and Internal Control System

For the FYE 2025 under review up to the date of this Statement, the Board is of the view that the risk management and internal control system is sound and adequate to safeguard the Group's operations and assets at the existing level of operations of the Group. No material weakness and/or reported shortfall in the risk management and internal control system has resulted and/or given rise to any material loss, contingency and/or uncertainty.

This Statement is made in accordance with the resolution of the Board dated 28 October 2025.

AUDIT COMMITTEE REPORT

OBJECTIVE OF THE AUDIT COMMITTEE

The principal objective of the Audit Committee ("AC" or "the Committee") are to assist the Board of Directors ("the Board") of Technodex Bhd. ("TDex" or "the Company") in discharging its statutory duties and responsibilities in relation to corporate governance, internal control systems, risk management framework, management and financial reporting practices of the Company and its subsidiaries ("the Group") and to ensure proper disclosure to the shareholders of the Company.

COMPOSITION OF THE AUDIT COMMITTEE

The AC comprises the following members:-

Name	Designation
Fairuz Kartini Binti Ahmad, Chairperson (re-designated on 16 October 2025)	Independent Non-Executive Director
Datuk Abd Hamid Bin Abu Bakar, Member	Independent Non-Executive Director
YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah, Member (appointed on 16 October 2025)	Non-Independent Non-Executive Chairman

The Company has complied with Rule 15.09 of the ACE Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") which requires all members of the AC to be Non-Executive Directors with a majority of them being Independent Directors and Practice 9.1 of the Malaysian Code on Corporate Governance where the Chairman of the AC is not chairman of the Board. In addition, the Chairman of the AC is a member of the Malaysian Institute of Accountants (MIA).

The authorities and duties of the AC are clearly governed by its Terms of Reference. The Terms of Reference of the AC is available at the corporate website of the Company at www.technodex.com.

During the financial year under review, the AC convened four (4) meetings and the attendance of each Audit Committee member is as follows:

Name	Attendance
Saifulrizam Bin Zainal (cessation of office on 31 July 2025)	3/4
Fairuz Kartini Binti Ahmad	4/4
Datuk Abd Hamid Bin Abu Bakar	4/4
YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah (appointed on 16 October 2025)	N/A

The presence of the External Auditors and/or the Internal Auditors at the AC meetings can be requested if required by the AC. Other members of the Board and the Management of the Group may attend the meeting (specific to the relevant meeting and to the matters being discussed) upon invitation of the AC.

SUMMARY OF WORKS DURING THE FINANCIAL YEAR

The summary of the activities carried out by the AC during the financial year under review amongst others, included the following:

i. Reviewed the unaudited quarterly report on consolidated financial results including the announcements pertaining thereto. The discussion focused particularly on any changes in or implementation of major accounting policy changes, significant and unusual events and compliance with accounting standards and other legal requirements before recommending to the Board for approval and release of the announcement to Bursa Securities.

ii. Reviewed the Annual Financial Statements of the Company and its subsidiaries ("the Group") ("AFS") to ensure the said AFS were drawn up in accordance with the Malaysian Financial Reporting Standard before recommending to the Board for consideration and approval.

iii. Reviewed with the External Auditors, the audit plan and scope of the statutory audit of the Group's financial statements for the financial year ended 30 June 2025 before the audit commences to ensure the scope of the external audit is comprehensive.

iv. Reviewed with External Auditors, the Audit Status Report upon completion of the annual audit, covering findings on the results and issues arising from their audit of the financial statements of the Group and their resolutions of such issues highlighted in their report to the AC.

v. Met with the External Auditors without the presence of Executive Directors and Management to discuss audit findings, assistance given by the Management to the External Auditors or any observations noted during the audit process.

vi. Considered and recommended the re-appointment of External Auditors of the Company and their audit fees to the Board for consideration based on the competency, efficiency and independence as demonstrated by the External Auditors during their audit.

vii. Evaluated the performance of the External Auditors and Internal Auditors of the Company.

viii. Self-appraised the performance of the AC and submitted the evaluation form to the NRC for assessment.

ix. Reviewed the reports for the internal audit function and considered the findings of internal audit investigations and the Management responses thereon, and ensured that appropriate actions were taken on the recommendations raised by the Internal Auditors.

x. Reviewed the related party transactions and/or recurrent related party transactions, if any, that transpired within the Group to ensure that the transactions entered into were at arm's length basis and on normal commercial terms.

xi. Reviewed the Corporate Governance Overview Statement, Corporate Governance Report, Audit Committee Report, Statement on Risk Management and Internal Control, Sustainability Statement and Additional Compliance Information as well to ensure adherence to legal and regulatory reporting requirements before recommending to the Board for approval for inclusion in the Company's Annual Report.

xii. Reviewed the Conflict Of Interest ("COI") questionnaires submitted by the Directors and key members of senior management of the Group. Based on the review, no significant COI were identified that would necessitate further examination and implementation of specific mitigation measures.

INTERNAL CONTROL REVIEW AND INTERNAL AUDIT FUNCTION

The Group has outsourced its internal audit function to Vaersa Advisory Sdn. Bhd., an independent professional services firm, to conduct an independent review of the Group's systems of internal control.

The internal audit assignment is led by Mr. Quincy Gan Hoong Huat, the Executive Director of Vaersa Advisory Sdn Bhd. The internal audit review is staffed by eight(8) internal audit personnel including a senior individual. The Internal Auditors team is free from any relationships with the Company or conflicts of interest. This will ensure that the internal audit function does not impair their objectivity and independence.

The internal audit function has adopted the International Professional Practices Framework set by the Institute of Internal Auditors and ensures that staff are professionally guided and trained to develop the appropriate competencies to perform their duties during the internal audit review.

The activities carried out by the Internal Auditors of the Group during the financial year under review were as summarised below: -

i. Conducted an internal audit on the adequacy and effectiveness of the Enterprise Risk Management of the Company and its subsidiaries namely Grayscale Technologies Sdn. Bhd., Upscale Sdn. Bhd., Evoscale Sdn. Bhd. and Techscale Sdn. Bhd.

ii. Conducted an internal audit to assess the adequacy and effectiveness of the system of internal control and compliance with the Company's policies and procedures relating to Operations Management for the subsidiaries, namely Grayscale Technologies Sdn. Bhd. and Grayscale360 Sdn. Bhd., as well as Inventory Management for the subsidiary, Evoscale Sdn. Bhd.

iii. Presentation of the internal audit findings at the AC meeting. The results of the audit together with the Management's response and proposed action plans were reviewed by the AC.

The internal audit reviews did not reveal any significant weakness which would result in material losses, contingencies or uncertainties that would require disclosure in the annual report.

The AC was satisfied with the competency, experience and resources of the internal audit function for discharging its role and responsibilities.

The total cost incurred by the Group for the outsourced internal audit services for financial year ended 30 June 2025 amounted to RM14,000.

STATEMENT OF DIRECTORS' RESPONSIBILITY

The Board of Directors ("the Board") are required to ensure that the financial statements are prepared in accordance with the provisions of the Companies Act 2016 ("Act") and the applicable approved accounting standards are prescribed by the Malaysian Accounting Standards Board so as to give a true and fair view of the state of affairs of the Company and its subsidiaries ("the Group") as at 30 June 2025 and of the results and cash flows of the Group for the financial year ended.

In preparing those financial statements of the Group for the financial year ended 30 June 2025, the Board have:-

- **responsible for ensuring proper accounting records are kept, which disclose with reasonable accuracy;**
- **adopted and consistently applied suitable accounting policies;**
- **made judgements and estimates that are prudent and reasonable;**
- **ensured applicable financial reporting standards have been followed, subject to any material departures disclosed and explained in the financial statements; and**
- **prepared it on a going concern basis unless it is inappropriate to presume that the Group will continue in business.**

The Board has ensured that the quarterly report and annual audited financial statements of the Company are released to Bursa Malaysia Securities Berhad in a timely manner in order to keep the investing public informed of the Group's latest performance and developments.

The Board has also ensured that the Group maintains proper accounting records in accordance with the Act. The Board also has the overall responsibility of taking such steps as are reasonable open to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

SUSTAINABILITY STATEMENT

Technodex Bhd. ("TDex" or "the Company") remains committed to delivering long-term sustainable value and developing a successful business that benefits all stakeholders including shareholders, employees, customers, suppliers, and the broader community.

Beyond ensuring the long-term profitability of our core business, the Company and its subsidiaries ("Group")'s sustainability initiatives are anchored around four key focus areas: marketplace, environment, community, and workplace.

Marketplace
– Customer Satisfaction and Ethical Practices

The Group is committed to safeguarding the interests of all stakeholders not only shareholders, but also customers, suppliers, and business partners. It is fundamental to our operations that all products and services are delivered with the highest quality standards, meeting or exceeding customer expectations.

Customer feedback is actively gathered during business engagements to ensure continuous improvement and to strengthen our culture of open communication, trust, and reliability. The Group also upholds ethical business practices and transparency in all dealings to maintain confidence among our stakeholders.

Environment
– Responsible Resource Management

While the Group does not operate in an environmentally sensitive sector, we recognise our responsibility to minimise our environmental impact and carbon footprint.

We continue to adopt practical initiatives aimed at reducing resource consumption and promoting sustainable practices. These include:

- Reducing energy use by switching off unused lights and air-conditioning units;
- Practising responsible paper management by printing only when necessary; and
- Recycling used printed materials through secure shredding and ensuring shredded paper is repurposed into other paper-based products.

Through these ongoing initiatives, the Group strives to foster environmental awareness and contribute positively to resource efficiency.

Community Care
– Social Responsibility and Engagement

The Group acknowledges that long-term business sustainability is closely tied to the well-being of the communities in which we operate. As a socially responsible organisation, we actively contribute to community development through educational engagement and talent-building initiatives.

In particular, the Group collaborates with local universities to offer internship opportunities, providing students with valuable exposure to real-world industry experience. Through these initiatives, TDex aims to nurture future talent and contribute meaningfully to community development, embodying our vision to be a responsible and impactful corporate citizen in the region.

Workplace
– Employee Development and Well-being

Our employees are the foundation of our continued success. The Group is committed to fostering a safe, inclusive, and supportive work environment where all staff can thrive.

We encourage internal engagement activities to promote teamwork, motivation, and workplace satisfaction. The safety, health, and well-being of our employees remain key priorities.

In line with our human capital development strategy, we regularly organise internal and external training programmes to enhance employees' knowledge and professional skills. These programmes are designed to support career progression, boost productivity, and align individual goals with the Group's long-term objectives.

Conclusion

Sustainability remains an integral part of the Group's business philosophy. By embedding responsible practices across our operations — in the marketplace, environment, community, and workplace. TDex strives to create lasting value and contribute positively to society while ensuring the continued growth and success of the Group.

ADDITIONAL COMPLIANCE INFORMATION

1. UTILISATION OF PROCEEDS RAISED FROM THE CORPORATE PROPOSALS

30% of the total number of issued shares

The Company had on 4 October 2019 announced to undertake a private placement of new ordinary shares of up to 30% of the total number of issued shares of the Company ("30% Private Placement") and completed the issuance and allotment of 176,666,600 new ordinary shares at the issue price of RM0.03 and RM0.0366 per share on 22 May 2020. The Company has raised total proceeds of RM5.874 million from the 30% Private Placement.

The Board had on 23 September 2024 resolved to extend the timeframe for the utilisation of proceeds raised for business expansion and expansion for another 24 months period until 21 November 2026 allowing the Company to have additional time to utilise the balance of the proceeds.

The status of utilisation of the total proceeds from the 30% Private Placement are as follows:

Description	Proposed raised (RM'000)	Actual Utilisation (RM'000)	Unutilised Proceed (RM'000)	Intended Timeframe for Utilisation	Revised Timeframe for Utilisation	Extended Timeframe for Utilisation
Information Technology contracts and/or orders	4,175	(4,175)	-	Within 18 months	-	-
Business expansion	1,500	(1,388)	112	Within 18 months	Within 54 months	Within 78 months
Expenses in relation to the 30% Private Placement	200	(200)	-	Within 1 month	-	-
TOTAL	**5,875**	**(5,763)**	**112**			

10% of the total number of issued shares

On 31 January 2024, the Company announced to undertake a private placement of up to 84,379,642 new ordinary shares in TDex ("Placement Shares") representing not more than 10% of the total number of issued shares ("Private Placement") and was completed the issuance and allotment of 42,000,000 new ordinary shares at the issue price of RM0.0440 on 28 August 2025. The Company has raised total proceeds of RM1.848 million from the Private Placement.

The status of utilisation of the total proceeds from the Private Placement are as follows:-

Description	Amount of Proceed Raised (RM'000)	Actual Utilisation (RM'000)	Balance Unutilised (RM'000)	Timeframe for Utilisation of Proceeds
Information Technology contracts and/or orders	1,428	(500)	928	Within 12 months
Working capital	-	-	-	Within 12 months
Expenses in relation to the Private Placement	420	(224)	196	Within 1 month
TOTAL	**1,848**	**(724)**	**1,124**	

2. AUDIT AND NON-AUDIT FEES

The amount of audit and non-audit fees paid or payable to the external auditors by the Company and its subsidiaries ("the Group") for the financial year ended 30 June 2025 are as follows: -

	Company RM	**Group** RM
Audit Fee	47,000	132,000
Non - Audit Fee	8,000	8,000

3. MATERIAL CONTRACTS

There were no material contracts entered into by the Group involving the Directors' and/or major shareholders' interest during the financial year ended 30 June 2025.

4. RECURRENT RELATED PARTY TRANSACTION ("RRPT")

The details of the RRPTs that occurred during the financial year ended 30 June 2025 are disclosed in audited financial statements. For the financial year ended 30 June 2025, no shareholder mandate was required for the RRPT entered by the Group pursuant to Rule 10.09 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad.

REPORTS AND FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

DIRECTORS' REPORT

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 2025.

PRINCIPAL ACTIVITIES

The Company is principally engaged in the investment holding and provision of information technology products and related services, and carrying out relevant research and development activities.

The information on the name, place of incorporation, principal activities and percentage of effective equity interest held by the Company in each subsidiary are disclosed in Note 8 to the financial statements.

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

FINANCIAL RESULTS

	Group 2025 RM	Company 2025 RM
Loss for the financial year	(3,464,890)	(9,124,049)
Attributable to:		
Owners of the Company	(3,463,563)	(9,124,049)
Non-controlling interests	(1,327)	-
	(3,464,890)	(9,124,049)

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

RESERVES AND PROVISIONS

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

DIVIDENDS

No dividend has been paid or declared during the financial year. The directors do not recommend that a dividend to be paid in respect of the current financial year.

SHARES AND DEBENTURES

During the financial period, the ordinary share capital of the Company was increased from 843,796,423 units to 885,796,423 units by way of private placement of 42,000,000 units new ordinary shares of RM0.044 each.

The new shares issued during the financial year ranked pari passu in all aspects with the existing ordinary shares of the Group and the Company.

There were no debentures issued during the financial year.

OPTIONS GRANTED OVER UNISSUED SHARES

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

DIRECTORS

The name of the directors of the Company in office during the financial year and the period from the end of the financial year to the date of this report are:

YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah

Peh Lian Hwa

Tan Sze Chong

Datuk Koay Xing Boon

Tan Boon Wooi

Datuk Abd Hamid bin Abu Bakar

Saifulrizam bin Zainal (Resigned on 31 July 2025)

Fairuz Kartini binti Ahmad

The names of the directors of the subsidiaries of the Company during the financial year and the period from the end of the financial year to the date of this report, not including those directors listed above are:

Peh Yueh Han

Jithin Vijayan Geetha (Resigned on 20 September 2024)

Shameer Thaha (Resigned on 20 September 2024)

Tunku Izzudin Shah Bin Tengku Abdul Hamid Thani

DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of directors in office at the end of the financial year in the ordinary shares of the Company during the financial year were as follows:

	Number of ordinary shares			
Shareholdings in the name of directors	As at 01.07.2024	Acquired	Sold	As at 30.06.2025
Direct interest				
YTM Dato'Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah	46,150,000	-	-	46,150,000
Peh Lian Hwa	137,482,600	-	-	137,482,600
Tan Sze Chong	24,029,066	-	-	24,029,066
Tan Boon Wooi	33,065,000	-	-	33,065,000
Datuk Koay Xing Boon	50,796,100	-	-	50,796,100
Indirect interest				
Tan Sze Chong#	17,667,666	-	-	17,667,666
Tan Boon Wooi@	9,316,300	-	-	9,316,300

\# *Deemed interested by virtue of his spouse's interest in Technodex Bhd.*

@ *Deemed interested by virtue of his interest in Lian Soon Express Sdn. Bhd. pursuant to Section 8(4) of the Companies Act 2016.*

By virtue of their interest in the shares of the Company, the above directors are also deemed to have interests in the shares of the subsidiary companies to the extent the directors have their interests.

Other than disclosed above, the other directors in office at the end of the financial year did not have any interest in the shares of the Company or its related corporations during the financial year.

DIRECTORS' REMUNERATIONS

The details of the directors' remuneration paid or payable to the directors or past directors of the Group and of the Company during the financial year are disclosed in Note 29 to the financial statements.

None of the directors or past directors of the Group and of the Company have received any other benefits otherwise than in cash from the Group and the Company during the financial year.

No payment has been paid to or payable to any third party in respect of the services provided to the Group and the Company by the directors or past directors of the Group and of the Company during the financial year.

INDEMNITY AND INSURANCE COSTS

During the financial year, total amount of indemnity given to or insurance premium paid for the directors and officers of the Company is RM14,000 per annum.

There was no indemnity given to or insurance effected for any officers and auditors of the Company during the financial year.

DIRECTORS' BENEFITS

During and at the end of the financial year, no arrangements subsisted to which the Company is a party, with the objects of enabling directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of the Company or any body corporate.

Since the end of the previous financial year, none of the directors of the Company have received or become entitled to receive a benefit (other than a benefit included in the aggregate amount of remuneration received or due and receivable by the directors shown in the financial statements or the fixed salary of a full-time employee of the Company as shown in Note 29 to 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.

During the financial year, the fees and other benefits received and receivables by the directors or past directors of the Group and of the Company are as follows:

	Group 2025 RM	Company 2025 RM
Non-executive directors:		
Fees	360,000	360,000
Executive directors:		
Other emoluments:		
- Salaries, bonuses and allowance	480,000	480,000
- Employees Provident Fund (EPF) and Social Security Organisation (SOCSO)	59,995	59,995
- Employment Insurance System (EIS)	274	274
	900,269	900,269

OTHER STATUTORY INFORMATION

Before the financial statements of the Group and of the Company were prepared, the directors took reasonable steps:

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

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

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

(i) which would render it necessary to write off for any bad debts or the amount of the provision for doubtful debts to respect of the financial statements of the Group and of the Company; or

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

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

(iv) not otherwise dealt with in this report or 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 which has arisen since the end of the financial year which secures the liabilities of any other person; or

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

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

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

SIGNIFICANT EVENTS DURING AND SUBSEQUENT TO THE FINANCIAL YEAR

No significant events occur subsequent to the financial year.

AUDITORS

The auditors, CAS Malaysia PLT, Chartered Accountants, retire at the forthcoming annual general meeting and do not wish to seek re-appointment.

Auditors' remuneration of the Group and the Company for the financial period year ended 30 June 2025 were as follows:

	Group	**Company**
	RM	RM
Statutory audit	132,000	47,000
Non-statutory audit	8,000	8,000
	140,000	55,000

Signed on behalf of the Board of Directors in accordance with a resolution of the directors dated 28 October 2025.

TAN SZE CHONG
Director

KOAY XING BOON
Director

STATEMENT BY DIRECTORS

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

We, TAN SZE CHONG and KOAY XING BOON, being two of the directors of TECHNODEX BHD., do hereby state that, in the opinion of the directors, the accompanying financial statements as set out on pages 50 to 113 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 2025 and of its financial performance and cash flows for the financial year then ended.

Signed on behalf of the Board of Directors in accordance with a resolution of the directors dated 28 October 2025.

TAN SZE CHONG
Director

KOAY XING BOON
Director

STATUTORY DECLARATION

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

I, TAN SZE CHONG, being the director primarily responsible for the accounting records and financial management of TECHNODEX BHD., do solemnly and sincerely declare that the accompanying financial statements set out on pages 50 to 113 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.

Subscribed and solemnly declared by
TAN SZE CHONG
at Puchong in the state of Selangor Darul Ehsan
on 28 October 2025

TAN SZE CHONG

Before me,

MUHAMMAD NASIR BIN IDRIS
[B766]
Commissioner for Oath

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF TECHNODEX BHD.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of TECHNODEX BHD., which comprise the statements of financial position as at 30 June 2025 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including a summary of material accounting policies, as set out on pages 50 to 113.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 30 June 2025, and of their financial performance and their cash flows for the financial year then ended in accordance with 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 year. These matters were addressed in the context of our audit of the financial statements of the Group and of the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have determined that there are no key audit matters to communicate for the Company's standalone financial statement.

Key audit matters	How our audit addressed the key audit matters
(a) Impairment assessment of trade receivables	
Refer to Note 3.5, 4.7 and 12 to the financial statements. Trade receivables of the Group amounting to RM7,774,188 are significant to the Group as these represent approximately 30% of the total assets.	Our audit procedures included: i. circularisation of receivables for confirmation of balances; ii. reviewed ageing of trade receivables and check for adequacy of allowance for impairment; iii. evaluated the basis and evidence used by management for the impairment test and adequacy of allowance for impairment made;

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D)

Key Audit Matters (cont'd)

Key audit matters (cont'd)	How our audit addressed the key audit matters (cont'd)
(a) Impairment assessment of trade receivables (cont'd)	
The key associated risk is the recoverability of the invoiced trade receivables as the recoverability of these receivables required management judgement in determining the adequacy of the impairment losses associated with each individual trade receivables.	Our audit procedures included: (cont'd) iv. assessed cash receipts subsequent to the end of the reporting period for its effect in reducing amounts outstanding as at the end of the reporting period and recoverability of outstanding trade receivables; v. assessed the reasonableness of the Group's expected credit loss ("ECL") model by reviewing the probability of default using historical data and forward-looking information adjustment applied by the Group; vi. identified any loss events subsequent to the end of reporting period for indications of increase in credit risk; vii. made inquiries of management to assess the rationale underlying the relationship between the forward-looking information and expected credit losses; and viii. evaluated the adequacy of the Group's disclosure for trade receivables.

(b) Impairment assessment of investment in subsidiary companies	
Refer to Note 3.4, 4.5 and 8 to the financial statements. As at 30 June 2025, the net carrying amount of investment in subsidiary companies of the Company amounted to RM11,646,649 which representing for approximately 60% of the Company's total assets. We focused on this area and considered impairment on investment in subsidiary companies as key audit matter as the determination of recoverable amounts of subsidiaries based on value-in-use calculations by management involved a significant degree of judgements and assumptions.	Our audit procedures include: i. enquired management on latest development and status of the subsidiary companies; ii. assessed the appropriateness and reasonableness of cash flows forecast and projections by comparison to future outlook, reviewing business plans and through discussion with management; iii. assessed the management's determination of the discount rate by evaluating the appropriateness of the models used and the reasonableness of the inputs thereon; and iv. performed sensitivity analysis to stress test the key assumptions used by management in the impairment model.

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D)

Information Other than the Financial Statements and Auditors' Report thereon

The directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, which we obtained prior to the date of this auditors' 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 do not cover the other information and we do not express any form of assurance conclusion thereon.

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

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

Responsibilities of the Directors for the Financial Statements

The directors of the Group and 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.

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

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

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

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

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D)

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

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

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

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

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

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

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

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.

CAS MALAYSIA PLT
[201606003206 (LLP0009918-LCA) & AF 1476]
Chartered Accountants

TAN WEE SIANG
[No. 03418/02/2027(J)]
Chartered Accountant

Date: 28 October 2025
Puchong

STATEMENTS OF FINANCIAL POSITION

AS AT 30 JUNE 2025

		Group		Company	
		2025	2024	2025	2024
	Note	RM	RM	RM	RM
NON-CURRENT ASSETS					
Property, plant and equipment	5	505,337	621,754	253,840	344,246
Right-of-use assets	6.1	779,425	1,124,882	247,973	493,525
Intangible assets	7	-	-	-	-
Investment in subsidiary companies	8	-	-	11,646,649	16,669,580
Goodwill on consolidation	9	-	-	-	-
Other investment	10	353,000	458,900	353,000	458,900
		1,637,762	2,205,536	12,501,462	17,966,251
CURRENT ASSETS					
Inventories	11	7,202,915	7,955,328	-	-
Trade receivables	12	7,774,188	6,539,504	1,743,798	1,654,634
Other receivables	13	404,862	478,343	163,855	144,053
Contract asset		53,888	-	-	-
Amount due from subsidiary companies	14	-	-	6,056,218	8,527,445
Tax recoverable		19,623	292,864	10,304	10,304
Fixed deposits with licensed banks	15	3,420,642	3,080,344	800,000	519,660
Cash and bank balances		2,705,582	1,439,730	91,991	564,676
		21,581,700	19,786,113	8,866,166	11,420,772
TOTAL ASSETS		23,219,462	21,991,649	21,367,628	29,387,023

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

	Note	Group 2025 RM	Group 2024 RM	Company 2025 RM	Company 2024 RM
EQUITY AND LIABILITIES					
EQUITY					
Share capital	16	18,478,672	16,630,672	18,478,672	16,630,672
Capital reserves	17	11,287,508	19,813,026	11,287,507	19,813,026
Accumulated losses	18	(17,576,211)	(22,638,166)	(9,124,049)	(8,525,519)
Total equity attributable to owners of the Company		12,189,969	13,805,532	20,642,130	27,918,179
Non-controlling interest	8	(30,331)	(29,004)	-	-
TOTAL EQUITY		12,159,638	13,776,528	20,642,130	27,918,179
NON-CURRENT LIABILITY					
Lease liabilities	6.2	322,647	302,397	8,773	232,256
		322,647	302,397	8,773	232,256
CURRENT LIABILITIES					
Trade payables	19	5,360,443	2,309,179	-	-
Other payables	19	1,403,047	1,016,773	457,935	407,314
Amount due to subsidiary companies	14	-	-	12,725	566,842
Bank overdraft	20	3,205,967	3,723,088	-	-
Lease liabilities	6.2	511,690	843,336	246,065	262,432
Provision for Tax		123,139	-	-	-
Deferred income	21	132,891	20,348	-	-
		10,737,177	7,912,724	716,725	1,236,588
TOTAL LIABILITIES		11,059,824	8,215,121	725,498	1,468,844
TOTAL EQUITY AND LIABILITIES		23,219,462	21,991,649	21,367,628	29,387,023

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

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

		Group		Company	
		2025	2024	2025	2024
	Note	RM	RM	RM	RM
Revenue	23	59,151,081	40,687,374	231,600	861,600
Less: Cost of sales	24	(55,560,587)	(37,429,261)	-	-
GROSS PROFIT		3,590,494	3,258,113	231,600	861,600
Add: Other operating income		215,527	202,600	351,491	660,429
Add: Reversal of impairment losses on amount due from subsidiary		-	-	-	347,110
Less: Employment benefits		(2,528,810)	(3,392,149)	(697,707)	(1,004,756)
Less: Key management personnel's remuneration	29	(1,665,505)	(2,000,819)	(1,336,378)	(1,312,156)
Less: Depreciation and amortisation		(743,572)	(844,647)	(365,977)	(482,872)
Less: Impairment losses on amount due from subsidiary companies		-	-	(1,592,520)	-
Less: Impairment losses on trade receivables		(48,783)	(85,923)	-	(17,500)
Less: Other expenses		(1,757,794)	(3,366,628)	(5,691,856)	(7,536,010)
LOSS FROM OPERATIONS		(2,938,443)	(6,229,453)	(9,101,347)	(8,484,155)
Less: Finance costs	25	(322,658)	(322,268)	(22,702)	(41,364)
LOSS BEFORE TAXATION	26	(3,261,101)	(6,551,721)	(9,124,049)	(8,525,519)
Less: Taxation	27	(203,789)	(20,534)	-	-
LOSS AFTER TAXATION		(3,464,890)	(6,572,255)	(9,124,049)	(8,525,519)
Other comprehensive income for the financial year		-	-	-	-
TOTAL COMPREHENSIVE EXPENSE FOR THE FINANCIAL YEAR		(3,464,890)	(6,572,255)	(9,124,049)	(8,525,519)
LOSS AFTER TAXATION ATTRIBUTABLE TO:					
Owners of the Company		(3,463,563)	(6,563,338)		
Non-controlling interest	8	(1,327)	(8,917)		
		(3,464,890)	(6,572,255)		
TOTAL COMPREHENSIVE EXPENSE FOR THE FINANCIAL YEAR, NET OF TAX ATTRIBUTABLE TO:					
Owners of the Company		(3,463,563)	(6,563,338)		
Non-controlling interest	8	(1,327)	(8,917)		
		(3,464,890)	(6,572,255)		
Basic and diluted loss per share attributable to owners of the Company (sen)	28	(0.39)	(0.78)		

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

		Attributable to owners of the Company					
		Non-distributable					
Group	Note	**Share capital** RM	**Capital reduction reserves** RM	**Accumulated losses** RM	**Total** RM	**Non-controlling interest** RM	**Total equity** RM
Balance as at 1 July 2024		16,630,672	19,813,026	(22,638,166)	13,805,532	(29,004)	13,776,528
Utilisation of capital reduction credit: - to write off accumulated losses	16	-	(8,525,518)	8,525,518	-	-	-
Issuance of ordinary shares	16	1,848,000	-	-	1,848,000	-	1,848,000
Loss and total comprehensive expense for the financial year		-	-	(3,463,563)	(3,463,563)	(1,327)	(3,464,890)
Balance as at 30 June 2025		18,478,672	11,287,508	(17,576,211)	12,189,969	(30,331)	12,159,638
Balance as at 1 July 2023		58,630,672	-	(38,253,031)	20,377,641	(28,809)	20,348,832
Capital reduction		(42,000,000)	42,000,000	-	-	-	-
Utilisation of capital reduction credit: - to write off accumulated losses		-	(22,186,974)	22,186,974	-	-	-
Effect in change in shareholding in subsidiary company		-	-	(8,771)	(8,771)	8,722	(49)
Loss and total comprehensive expense for the financial year		-	-	(6,563,338)	(6,563,338)	(8,917)	(6,572,255)
Balance as at 30 June 2024		16,630,672	19,813,026	(22,638,166)	13,805,532	(29,004)	13,776,528

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

Company	Note	Attributable to owners of the Company — Non-distributable — Share capital RM	Non-distributable — Capital reduction reserves RM	Accumulated losses RM	Total equity RM
Balance as at 1 July 2023		58,630,672	-	(22,186,974)	36,443,698
Capital reduction	16	(42,000,000)	42,000,000	-	-
Utilisation of capital reduction credit: - to write off accumulated losses	16	-	(22,186,974)	22,186,974	-
Loss and total comprehensive expense for the financial year		-	-	(8,525,519)	(8,525,519)
Balance as at 30 June 2024		16,630,672	19,813,026	(8,525,519)	27,918,179
Utilisation of capital reduction credit: - to write off accumulated losses		-	(8,525,519)	8,525,519	-
Issuance of ordinary shares	16	1,848,000	-	-	1,848,000
Loss and total comprehensive expense for the financial year		-	-	(9,124,049)	(9,124,049)
Balance as at 30 June 2025		18,478,672	11,287,507	(9,124,049)	20,642,130

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

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

	Note	Group 2025 RM	Group 2024 RM	Company 2025 RM	Company 2024 RM
CASH FLOWS FROM OPERATING ACTIVITIES					
Loss before taxation		(3,261,101)	(6,551,721)	(9,124,049)	(8,525,519)
Depreciation					
Property, plant and equipment	5	157,317	179,931	94,916	121,788
Right-of-use assets	6.1	586,255	664,716	271,061	361,084
Impairment losses:					
Goodwill on consolidation	9	-	1,154,149	-	-
Investment in a subsidiary companies	8	-	-	5,022,931	6,273,164
Amount due from subsidiary companies	14	-	-	1,592,521	-
Trade receivables	12	48,783	85,923	-	17,500
Finance cost					
Bank overdraft interest	25	270,062	272,800	-	-
Lease liabilities interest	6.2	52,596	49,468	20,194	10,998
Inter-company interest	25	-	-	2,508	30,366
Interest income	26	(60,181)	(121,288)	-	(51,501)
Gain on termination of lease	6.2	(12,338)	(2,670)	-	(2,670)
Inventories written off	11	-	295,745	-	-
Fair value loss on other investment	10	105,900	-	105,900	-
Provision/(Reversal) for slow-moving inventories	11	51,482	(206,347)	-	-
Reversal on impairment trade receivable	12	(56,933)	-	-	-
Reversal on impairment lossess for amount due from subsidiary company	14	-	-	-	(347,110)
Unrealised gain on foreign exchange	26	(35,577)	(59,648)	-	-
Operating loss before working capital changes		(2,153,735)	(4,238,942)	(2,014,018)	(2,111,900)
Decrease/(Increase) in inventories		700,931	(2,423,749)	-	-
(Increase)/Decrease in receivables		(1,171,364)	280,331	(108,966)	(369,226)
Increase in payables		3,437,538	258,869	50,621	15,926
Increase in deferred income		112,543	20,348	-	-
Cash generated from/(used in) operations		925,913	(6,103,143)	(2,072,363)	(2,465,200)
Interest received		60,181	121,288	-	51,501
Interest paid		(322,658)	(322,268)	(22,702)	(41,364)
Income tax refund		228,082	-	-	-
Income tax paid		(35,491)	(36,026)	-	-
Net cash generated from/ (used in) operating activities		856,027	(6,340,149)	(2,095,065)	(2,455,063)

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

	Note	Group 2025 RM	Group 2024 RM	Company 2025 RM	Company 2024 RM
CASH FLOWS FROM INVESTING ACTIVITIES					
Acquisition of non-controlling interest	8	-	(49)	-	(49)
Change in fixed deposits with maturity of more than 3 months		(307,818)	(122,555)	-	-
Fixed deposit placed as security value		237,655	(5,994)	-	-
Advance to subsidiaries		-	-	878,706	603,764
Purchase of property, plant and equipment	5	(40,900)	(2,867)	(4,510)	(2,782)
Net cash generated from/ (used in) investing activities		(111,063)	(131,465)	874,196	600,933
CASH FLOWS FROM FINANCING ACTIVITIES					
Proceeds from private placement		1,848,000	-	1,848,000	-
Net repayment of lease liabilities	6.2	(539,856)	(673,036)	(265,359)	(371,170)
Repayment to subsidiary companies		-	-	(554,117)	(417,934)
Net cash (used in)/generated from financing activities		1,308,144	(673,036)	1,028,524	(789,104)
Net increase/(decrease) in cash and cash equivalents		2,053,108	(7,144,650)	(192,345)	(2,643,234)
Cash and cash equivalents as at beginning of the financial year		(1,753,493)	5,391,157	1,084,336	3,727,570
Cash and cash equivalents as at end of the financial year		299,615	(1,753,493)	891,991	1,084,336
Cash and cash equivalents comprise of:					
Fixed deposits with licensed banks	15	3,420,642	3,080,344	800,000	519,660
Cash and bank balances		2,705,582	1,439,730	91,991	564,676
Fixed deposits with maturity of more than 3 months*	15	(2,620,642)	(2,312,824)	-	-
Bank overdraft	20	(3,205,967)	(3,723,088)	-	-
Deposits held as security value	15	-	(237,655)	-	-
		299,615	(1,753,493)	891,991	1,084,336

** Included in fixed deposits with maturity of more than 3 months was an amount of RM2,620,642 (2024: RM2,312,824) which has been pledged to licensed banks as security for banking facilities of the Group.*

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

Reconciliation of movement of liabilities to cash flows arising from financing activities

Group	At 1 July 2024 RM	Net changes from financing activities RM	Drawdown of lease liabilities RM	Other changes RM	At 30 June 2025 RM
Lease liabilities	1,145,733	(539,856)	882,275	(653,815)	834,337

	At 1 July 2023 RM	Net changes from financing activities RM	Drawdown of lease liabilities RM	Other changes RM	At 30 June 2024 RM
Lease liabilities	1,324,705	(673,036)	506,084	(12,020)	1,145,733

Company	At 1 July 2024 RM	Net changes from financing activities RM	Drawdown of lease liabilities RM	Other changes RM	At 30 June 2025 RM
Advances to subsidiaries	566,842	(554,117)	-	-	12,725
Lease liabilities	494,688	(265,359)	25,509	-	254,838
	1,061,530	(819,476)	25,509	-	267,563

Company	At 1 July 2023 RM	Net changes from financing activities RM	Drawdown of lease liabilities RM	Other changes RM	At 30 June 2024 RM
Advances to subsidiaries	984,776	(417,934)	-	-	566,842
Lease liabilities	375,880	(371,170)	501,998	(12,020)	494,688
	1,360,656	(789,104)	501,998	(12,020)	1,061,530

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2025

1. GENERAL INFORMATION

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

The Company's registered office is located at Third Floor, No. 77, 79 & 81, Jalan SS21/60, Damansara Utama, 47400 Petaling Jaya, Selangor Darul Ehsan.

The principal place of business of the Company is located at Unit E-07-03, Menara Suezcap 2, KL Gateway, No. 2, Jalan Kerinchi, Gerbang Kerinchi Lestari, 59200 Kuala Lumpur.

The consolidated financial statements of the Company as at and for the financial year ended 30 June 2025 comprise the Company and its subsidiaries (together referred to as the "Group"). The financial statements of the Company as at and for the financial year ended 30 June 2025 do not include other entities.

The Company is principally engaged in the business of investment holding and providing information technology products and related services, and carrying out relevant research and development activities.

The principal activities of the subsidiary companies are disclosed in Note 8 to the financial statements.

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

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

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

2.1 Statement of compliance

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

The accounting policies adopted by the Group and the Company are consistent with those adopted in the previous financial year.

2.2 Going concern

During the financial year, the Group and the Company reported net losses of RM3,464,890 and RM9,124,049 respectively. However, the Group and the Company have positive shareholder fund of RM12,159,638 and RM20,642,130. The Group and the Company also has net current asset of RM10,844,523 and RM8,149,441 as at the end of the financial year.

The Group and the Company have taken and will take various measures to weather through as follows:

(a) Working capital management
The Group and the Company have implemented cost control by cutting headcount to streamline the cost. The Group and the Company continuously relook at the efficiency of the organisation structure and the right resource size to achieve further savings in human resource cost.

(b) Funding
During the financial year, the Company has announced a proposal to raise fund by undertaking private placement of up to 84,379,642 ordinary shares at an issued price to be determined at a later date. the proposed private placement has been approved by the Bursa Securities on 30 August 2024. These will help the Group and Company to strengthen its equity base and liquidity.

(c) Future expansion plan
The Group and the Company plan to expand their market presence in the other countries in the South East Asia region to boost their revenue stream in IT sector.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS (CONT'D)

2.2 Going concern (cont'd)

The Group's and the Company's management have made an assessment of its ability to continue as a going concern and is satisfied that it has the resources to continue in business for the foreseeable future. Furthermore, management is not aware of any material uncertainties that may cast significant doubt upon the Group's and the Company's ability to continue as a going concern. Therefore, the financial statements continue to be prepared on the going concern basis.

2.3 Adoption of Amendments to MFRSs and Annual Improvements

At the beginning of the financial year, the Group and the Company have adopted the following Amendments to MFRSs and Annual Improvements which are mandatory for the financial periods beginning on or after 1 July 2024:

Amendments to MFRS 7	Financial Instruments: Disclosures - Supplier Financing Arrangements
Amendments to MFRS 16	Lease liability in a Sales and Leaseback
Amendments to MFRS 101	Presentation of Financial Statements Non-Current Liabilities with Covenants and Classification of Liabilities as Current and Non-Current
Amendments to MFRS 107	Statement of Cash Flows -Supplier Financing Arrangements

2.4 Standards issued but not yet effective

The Group has not applied in advance the following accounting standards and/or interpretations (including the consequential amendments, if any) that have been issued by the MASB but are not yet effective for this interim financial report: -

Effective for financial periods beginning on or after 1 January 2025

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

Effective for financial periods beginning on or after 1 January 2026

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 - 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

Effective for financial periods beginning on or after 1 January 2027

MFRS 18	Presentation and Disclosure in Financial Statements
MFRS 19	Subsidiaries without Public Accountability Disclosures

Effective date to be determined by Malaysian Accounting Standards Board

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

The Group and the Company will adopt the above mentioned standards, amendments or interpretations, if applicable, when they become effective in respective financial periods. The directors do not expect any material impact to the financial statements upon adoption of the above pronouncements.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS (CONT'D)

2.5 Basis of measurement

The financial statements of the Group and of the Company have been prepared on the historical cost basis except as disclosed in the financial statements.

2.6 Functional and presentation currency

These financial statements are presented in Ringgit Malaysia ("RM"), which is the Group's and the Company's functional currency. All financial information are presented in RM, unless otherwise stated.

3. SUMMARY OF MATERIAL ACCOUNTING POLICIES

3.1 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at 30 June 2025.

The financial statements of the Company's subsidiaries are prepared for the same reporting date as the Company, using consistent accounting policies to like transactions and events in similar circumstances.

(a) Subsidiaries and business combination

Subsidiaries are consolidated using the acquisition method of accounting. Under the acquisition method of accounting, subsidiaries are fully consolidated from the date on which control is transferred to the Group and de-consolidated from the date that control ceases. The consideration is measured at the fair value of the assets given, equity instruments issued and liabilities incurred at the date of exchange.

Business combinations are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred measured at fair value on the date of acquisition and the amount of any non-controlling interests in the acquiree.

(b) Non-controlling interests

Non-controlling interests ("NCI") represent the portion of profit or loss and net assets in subsidiaries not owned, directly and indirectly by the Company. NCI are presented separately in the consolidated statements of profit or loss and other comprehensive income and within equity in the consolidated statements of financial position, but separate from parent shareholders' equity. Total comprehensive income is allocated against the interest of NCI, even if this results in a deficit balance. Changes in the Company owners' ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. In such circumstances, the carrying amounts of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interests are adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributed to owners of the parent.

(c) 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.

3. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

3.2 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.

For goodwill, the recoverable amount is estimated at each financial year end or more frequently when indicators of impairment are identified.

An asset's recoverable amount is the higher of its fair value less costs to sell and its value in use. For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of non-financial assets or cash-generating units ("CGU").

In assessing value in use, the estimated future cash flows expected to be generated by the assets 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 assets. 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.

The Group and the Company recognised impairment losses in profit or loss. Impairment losses in respect of goodwill are not reversed.

3.3 Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and in hand, demand deposits, and short term, highly liquid investments that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value with original maturities of three months or less, and are used by the Group and the Company in management of their short term funding requirements. These also include bank overdrafts that form an integral part of the Group's cash management.

3.4 Financial assets

(i) Classification

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

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income ("FVOCI"), and fair value through profit or loss ("FVTPL").

(ii) Initial recognition and measurement

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient, the Group and the Company initially measure a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient are measured at the transaction price determined under MFRS 15.

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

3. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

3.4 Financial assets (cont'd)

(iii) Subsequent measurement

For the purpose of subsequent measurement under MFRS 9, financial assets are classified as follows:

3.4.1 Financial assets at amortised cost

Financial assets shall be measured at amortised cost if both of the following conditions are met:

(a) the financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and

(b) the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Financial assets at amortised cost are subsequently measured using the effective interest rate ("EIR") method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Group's and the Company's financial assets at amortised cost includes trade and other receivables, cash and bank balances, fixed deposits with licensed banks and amount due from subsidiary companies balances.

3.4.2 Financial assets at FVTPL

Financial assets at FVTPL include financial assets held for trading, financial assets designated upon initial recognition at FVTPL, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at FVTPL, irrespective of the business model.

Financial assets categorised as fair value through profit or loss are measured in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

The Group's and the Company's financial assets at FVTPL includes other investment as disclosed in Note 10.

3.5 Impairment of financial assets

The Group and the Company recognise an allowance for expected credit losses ("ECL") for all financial assets measured at amortised cost, debt instruments measured at fair value through other comprehensive income. ECL are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group and the Company expect to receive, discounted at an approximation of the original effective interest rate.

The Group and the Company measure loss allowance at an amount equal to lifetime ECL, except for debt securities that are determined to have low credit risk at the reporting date, cash and bank balances and other debt securities for which credit risk has not increased significantly since initial recognition, which are measured at 12-month ECL. For trade receivables, contract assets and loss allowance are measured based on lifetime ECL at each reporting date. The Group and the Company estimate the ECL on trade receivables using a provision matrix with reference to historical credit loss experience, adjusted for forward looking factor specific to the debtors and the economic environment.

Lifetime ECL are the ECL that result from all possible default events over the expected life of the asset, while the 12-month ECL are the portion of the ECL that result from default events that are possible within the 12 months after the reporting date.

3. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

3.5 Impairment of financial assets (cont'd)

In determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating ECL, the Group and the Company consider reasonable and supportable information that is relevant and available without undue cost or effort.

An impairment loss in respect of the financial assets measured at amortised cost and debt investments measured at fair value through other comprehensive income are recognised in profit or loss. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows of the financial asset.

At each reporting date, the Group and the Company assess whether the financial assets carried at amortised cost and debt securities carried at fair value through other comprehensive income 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 that financial asset have occurred.

(a) Simplified approach for trade receivables

For trade receivables, the Group applies a simplified approach in calculating ECLs. Therefore, the Group does not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

Significant increase in credit risk

The Group considers the probability of default upon initial recognition of the asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group compares the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. The assessment considers available, reasonable and supportable forward-looking information such as:

- internal credit rating/assessment;
- external credit rating (as far as available);
- actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the debtor's ability to meet its obligations;
- actual or expected significant changes in the operating results of the debtor (where available);
- significant increases in credit risk on other financial instruments of the same debtor;
- significant changes in the value of the collateral supporting the obligation or in the quality of third-party guarantees or credit enhancements and;
- significant changes in the expected performance and behaviour of the debtor, including changes in the payment status of debtor in the Group and changes in the operating results of the debtor.

The Group considers a receivable as credit impaired when one or more events that have a detrimental impact on the estimated cash flow have occurred. These instances include adverse changes in the financial capability of the debtor and default or significant delay in payments. However, in certain cases, the Group may also consider a financial asset to be in default when internal or external information indicates that the Group is unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off to profit or loss when there is no reasonable expectation of recovering the contractual cash flows.

3. SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONT'D)

3.5 Impairment of financial assets (cont'd)

(a) Simplified approach for trade receivables (cont'd)

Grouping of instruments for ECL measured on collective basis

Collective assessment

To measure ECL, trade receivables are grouped into categories. The categories are differentiated by the different business risks and are subject to different credit assessments. Contract assets relate to unbilled work in progress and have substantially the same risk characteristics as the trade receivables for the same types of contracts. The Group considers the expected loss rates for trade receivables as a reasonable approximation of the loss rates for contract assets with similar risk characteristics.

Individual assessment

Trade receivables which are in default or credit-impaired are assessed individually.

Note 12 set out the measurement details of ECL.

(b) General 3-stages approach for other receivables and advances to subsidiaries

At each reporting date, the Group and the Company measure ECL through loss allowance at an amount equal to 12 month ECL if credit risk on a financial instrument or a group of financial instruments has not increased significantly since initial recognition. For all other financial instruments, a loss allowance at an amount equal to lifetime ECL is required.

For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

Note 13 and 14 set out the measurement details of ECL.

3.6 Financial liabilities

Financial liabilities are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability.

The categories of financial liabilities at an initial recognition are as follows:

3.6.1 Amortised cost

The Group's and the Company's financial liabilities are 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.

3.6.2 Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantees issued are initially measured at fair value. Subsequently, they are measured at higher of:

(a) the amount of the loss allowance; and
(b) the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance to the principles of MFRS 15, Revenue from Contracts with Customers.

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

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in conformity with MFRSs requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of the revenue and expenses during the reporting period. It also requires directors to exercise their judgement in the process of applying the Group's and the Company's accounting policies. Although these estimates and judgement are based on the directors' best knowledge of current events and actions, actual results may differ.

The areas involving a higher degree of judgement or complexity that have the most significant effect on the Group's and the Company's financial statements, or areas where assumptions and estimates that have a significant risk of resulting in a material adjustment to the Group's and the Company's financial statements within the next financial year are disclosed as follows:

4.1 Depreciation of property, plant and equipments and right-of-use assets

The costs of property, plant and equipments and right-of-use assets are depreciated on a straight- line basis over the asset's estimated economic useful lives. Management estimates the useful lives of these property, plant and equipments and right-of-use assets to be within a range of 1 to 10 years. These are common life expectancies applied in this industry.

Changes in the expected level of usage and technological developments could impact the economic useful lives and the residual values of these assets and therefore future depreciation charges could be revised. The carrying amounts of the Group's and of the Company's property, plant and equipments and right-of-use assets at the reporting date are disclosed in Note 5 and Note 6.1 to the financial statements.

4.2 Amortisation of intangible assets

The costs of intangible assets are amortised on a straight-line basis over the asset's estimated economic useful lives. Management estimates the useful lives of these intangible assets to be not exceeding 5 years begin from the period when the intangible assets are available for use. These are common life expectancies applied in this industry.

Changes in the expected level of usage and technological developments could impact the economic useful lives and the residual values of these assets and therefore future amortisation charges could be revised. The carrying amounts of the Group's intangible assets at the reporting date are disclosed in Note 7 to the financial statements.

4.3 Impairment of non-financial assets

When 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.

4.4 Impairment of goodwill

The Group and the Company perform an annual assessment of the carrying value of its goodwill against the recoverable amount of the CGUs to which the goodwill have been allocated. The measurement of the recoverable amount of CGUs are determined based on the value-in-use method, incorporating the present value of estimated future cash flows expected to arise from the respective CGU's ongoing operations. Management judgement is used in the determination of the assumptions made, particularly the cash flow projections, discount rates and the growth rates used. The estimation of pre-tax cash flows is sensitive to the periods for which the forecasts are available and to assumptions regarding the long-term sustainable cash flows, and reflect management's view of future performance.

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONT'D)

4.5 Impairment of investment in subsidiaries

Investment in subsidiaries are assessed for impairment losses whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. Such assessment required the directors to make estimates of the recoverable amount. Impairment loss is recognised for the amount by which the carrying amount of the assets exceed its recoverable amount, which is higher of an asset's fair value less cost to sell and its value in use. The carrying amounts of investment in subsidiaries are disclosed in Note 8 to the financial statements.

4.6 Write down for obsolete or slow moving inventories

The Group writes down its obsolete or slow moving inventories based on assessment of their estimated net selling price. Inventories are written down when events or changes in circumstances indicate that the carrying amounts could not be recovered. Reviews are made periodically by management to evaluate the adequacy of the write down for obsolete or slow moving inventories. Where expectations differ from the original estimates, the differences would impact the carrying amount of inventories.

The carrying amounts of the Group's inventories are disclosed in Note 11.

4.7 Provision for expected credit losses of trade receivables

The Group uses a provision matrix to calculate ECLs for trade receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns (i.e., by geographical region, product type, customer type and rating).

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions (i.e., gross domestic product) are expected to deteriorate over the next year which can lead to an increased number of defaults in the manufacturing sector, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future. The information about the ECLs on the Group's trade receivables is disclosed in Note 12.

4.8 Deferred tax assets

Deferred tax assets are recognised for all unused tax losses, unabsorbed capital allowances and other deductible temporary differences to the extent that it is probable that future taxable profits would be available against which the tax losses, capital allowances and other deductible temporary differences could be utilised. Significant management judgement is required to determine the amount of deferred tax assets that could be recognised, based on the likely timing and extent of future taxable profits together with future tax planning strategies. Total carrying value of unrecognised tax losses, unabsorbed capital allowances and other taxable temporary differences of the Group and of the Company are disclosed in Note 27.

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (CONT'D)

4.9 Income taxes

There are certain transactions and computations for which the ultimate tax determination may be different from the initial estimate. The Group and the Company recognised 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.

4.10 Determining the lease term of contracts with renewal options – the Group and the Company as lessee

The Group and the Company determine the lease term as non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised.

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

The Group and the Company included the renewal period as part of the lease term for leases of building with shorter non-cancellable period (i.e., one to three years). The Group typically exercises its option to renew for these leases because there will be a significant negative effect on profit if a replacement building for rent is not readily available.

4.11 Leases - Estimating the incremental borrowing rate

The Group and the Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate ("IBR") to measure lease liabilities. The IBR is the rate of interest that the Group and the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. The IBR therefore reflects what the Group and the Company 'would have to pay', which requires estimation when no observable rates are available (such as for subsidiaries that do not enter into financing transactions) or when they need to be adjusted to reflect the terms and conditions of the lease (for example, when leases are not in the subsidiary's functional currency). The Group and the Company estimates the IBR using observable inputs (such as market interest rates) when available and is required to make certain entity-specific estimates (such as the subsidiary's stand-alone credit rating).

5. PROPERTY, PLANT AND EQUIPMENT

Group 2025	Computer and software RM	Electrical and equipment RM	Furniture and fittings RM	Machineries RM	Office equipment RM	Tele-communication equipment RM	Renovation RM	Total RM
At cost								
Balance as at 1 July 2024	738,075	78,384	448,262	350,500	263,408	30,049	712,820	2,621,498
Additions	40,390	-	-	-	510	-	-	40,900
Balance as at 30 June 2025	778,465	78,384	448,262	350,500	263,918	30,049	712,820	2,662,398
Less: Accumulated depreciation								
Balance as at 1 July 2024	699,041	48,491	243,466	233,083	195,677	30,023	432,546	1,882,327
Charge for the financial year	18,141	15,522	40,731	-	13,117	-	69,806	157,317
Balance as at 30 June 2025	717,182	64,013	284,197	233,083	208,794	30,023	502,352	2,039,644
Less: Accumulated impairment losses								
Balance as at 1 July 2024	-	-	-	117,417	-	-	-	117,417
Balance as at 30 June 2025	-	-	-	117,417	-	-	-	117,417
Net carrying amount								
Balance as at 30 June 2025	61,283	14,371	164,065	-	55,124	26	210,468	505,337

5. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

Group 2024	Computer and software RM	Electrical and equipment RM	Furniture and fittings RM	Machineries RM	Office equipment RM	Tele-communication equipment RM	Renovation RM	Total RM
At cost								
Balance as at 1 July 2023	737,990	78,384	445,480	350,500	263,408	30,049	712,820	2,618,631
Additions	85	-	2,782	-	-	-	-	2,867
Balance as at 30 June 2024	738,075	78,384	448,262	350,500	263,408	30,049	712,820	2,621,498
Less: Accumulated depreciation								
Balance as at 1 July 2023	678,572	38,984	204,795	233,083	182,529	30,023	334,410	1,702,396
Charge for the financial year	20,469	9,507	38,671	-	13,148	-	98,136	179,931
Balance as at 30 June 2024	699,041	48,491	243,466	233,083	195,677	30,023	432,546	1,882,327
Less: Accumulated impairment losses								
Balance as at 1 July 2023	-	-	-	117,417	-	-	-	117,417
Balance as at 30 June 2024	-	-	-	117,417	-	-	-	117,417
Net carrying amount								
Balance as at 30 June 2024	39,034	29,893	164,065	-	67,731	26	280,274	621,754

5. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

Company 2025	Computer and software RM	Electrical and equipment RM	Furniture and fittings RM	Office equipment RM	Renovation RM	Total RM
At cost						
Balance as at 1 July 2024	57,243	78,384	295,928	116,962	405,527	954,044
Additions	4,000	-	-	510	-	4,510
Balance as at 30 June 2025	61,243	78,384	295,928	117,472	405,527	958,554
Less: Accumulated depreciation						
Balance as at 1 July 2024	39,790	48,491	145,046	100,028	276,443	609,798
Charge for the financial year	7,542	8,236	31,146	3,515	44,477	94,916
Balance as at 30 June 2025	47,332	56,727	176,192	103,543	320,920	704,714
Net carrying amount						
Balance as at 30 June 2025	13,911	21,657	119,736	13,929	84,607	253,840
2024						
At cost						
Balance as at 1 July 2023	57,243	78,384	293,146	116,962	405,527	951,262
Additions	-	-	2,782	-	-	2,782
Balance as at 30 June 2024	57,243	78,384	295,928	116,962	405,527	954,044
Less: Accumulated depreciation						
Balance as at 1 July 2023	32,651	38,984	116,192	96,548	203,635	488,010
Charge for the financial year	7,139	9,507	28,854	3,480	72,808	121,788
Balance as at 30 June 2024	39,790	48,491	145,046	100,028	276,443	609,798
Net carrying amount						
Balance as at 30 June 2024	17,453	29,893	150,882	16,934	129,084	344,246

5. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

(i) The cost of fully depreciated property, plant and equipment that are still in used are as follows:

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Computer and software	478,187	478,187	21,415	25,413
Furniture and fittings	39,582	39,020	4,208	3,750
Office equipment	133,099	132,679	82,577	82,157
Tele-communication equipment	30,049	30,049	-	-
Renovation	54,008	54,008	-	-
	734,925	733,943	108,200	111,320

(ii) Purchase of property, plant and equipment

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Cost of property, plant and equipment purchased	40,900	2,867	4,510	2,782
Less: Amount financed through loan and borrowings	-	-	-	-
Cash disbursed for purchase of property, plant and equipment	40,900	2,867	4,510	2,782

5.1 Material accounting policy information

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Depreciation on the property, plant and equipment is calculated so as to write off the cost or valuation of the assets to their residual values on a straight line basis over the expected useful lives of the assets, summarised as follows:

Computer and software	20% - 40%
Electrical and equipment	20%
Furniture and fittings	10% - 20%
Machineries	14%
Office equipment	10% - 20%
Tele-communication equipment	15%
Renovation	10% - 20%

Depreciation of an asset begins when it is ready for its intended use.

Residual values and useful lives of assets are reviewed, and adjusted if appropriate, at each reporting date.

6. LEASES

6.1 Right-of-use assets

The Group as lessee

2025	Computer and software RM	Motor vehicles RM	Buildings RM	Total RM
At cost				
Balance as at 1 July 2024	637,350	1,145,300	1,770,539	3,553,189
Addition	25,699	-	399,301	425,000
Disposal	(190)	-	(178,056)	(178,246)
Balance as at 30 June 2025	662,859	1,145,300	1,991,784	3,799,943
Less: Accumulated depreciation				
Balance as at 1 July 2024	604,044	766,797	1,057,466	2,428,307
Charge for the financial year	31,128	116,660	438,467	586,255
Disposal	-	-	5,956	5,956
Balance as at 30 June 2025	635,172	883,457	1,501,889	3,020,518
Net carrying amount				
Balance as at 30 June 2025	27,687	261,843	489,895	779,425

2024	Computer and software RM	Motor vehicles RM	Buildings RM	Total RM
At cost				
Balance as at 1 July 2023	623,193	1,145,300	1,432,113	3,200,606
Addition	18,024	-	488,060	506,084
Disposal	(3,867)	-	(149,634)	(153,501)
Balance as at 30 June 2024	637,350	1,145,300	1,770,539	3,553,189
Less: Accumulated depreciation				
Balance as at 1 July 2023	576,731	601,453	729,558	1,907,742
Charge for the financial year	31,180	165,344	468,192	664,716
Disposal	(3,867)	-	(140,284)	(144,151)
Balance as at 30 June 2024	604,044	766,797	1,057,466	2,428,307
Net carrying amount				
Balance as at 30 June 2024	33,306	378,503	713,073	1,124,882

6. LEASES (CONT'D)

6.1 Right-of-use assets (cont'd)

The Company as lessee

2025	Computer and software RM	Motor vehicles RM	Buildings RM	Total RM
At cost				
Balance as at 1 July 2024	191,895	365,142	1,189,477	1,746,514
Addition	25,699	-	-	25,699
Disposal	(190)	-	-	(190)
Balance as at 30 June 2025	217,404	365,142	1,189,477	1,772,023
Less: Accumulated depreciation				
Balance as at 1 July 2024	166,094	365,140	721,755	1,252,989
Charge for the financial year	27,031	-	244,030	271,061
Balance as at 30 June 2025	193,125	365,140	965,785	1,524,050
Net carrying amount				
Balance as at 30 June 2025	24,279	2	223,692	247,973

2024	Computer and software RM	Motor vehicles RM	Buildings RM	Total RM
At cost				
Balance as at 1 July 2023	177,957	365,142	851,051	1,394,150
Addition	13,938	-	488,060	501,998
Disposal	-	-	(149,634)	(149,634)
Balance as at 30 June 2024	191,895	365,142	1,189,477	1,746,514
Less: Accumulated depreciation				
Balance as at 1 July 2023	137,876	316,455	577,858	1,032,189
Charge for the financial year	28,218	48,685	284,181	361,084
Disposal	-	-	(140,284)	(140,284)
Balance as at 30 June 2024	166,094	365,140	721,755	1,252,989
Net carrying amount				
Balance as at 30 June 2024	25,801	2	467,722	493,525

6. LEASES (CONT'D)

6.1 Right-of-use assets (cont'd)

Addition on right-of-use assets:

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Addition of right-of-use assets	425,000	506,084	25,699	501,998
Less: Financed through lease liabilities	(425,000)	(506,084)	(25,699)	(501,998)
Cash disbursed for addition of right-of-use assets	-	-	-	-

6.2 Lease liabilities

The Group as lessee

	Computer and software	Motor vehicles	Buildings	Total
	RM	RM	RM	RM
Carrying amount				
Balance as at 1 July 2024	32,812	383,574	729,347	1,145,733
New leases entered into during the financial year	25,509	-	856,766	882,275
Lease agreement terminated during the financial year	-	-	(653,815)	(653,815)
Lease payments	(33,475)	(95,097)	(463,880)	(592,452)
Interest expense	2,933	16,883	32,780	52,596
Balance as at 30 June 2025	27,779	305,360	501,198	834,337
Carrying amount				
Balance as at 1 July 2023	48,246	562,219	714,240	1,324,705
New leases entered into during the financial year	18,024	-	488,060	506,084
Lease agreement terminated during the financial year	-	-	(12,020)	(12,020)
Lease payments	(35,270)	(199,944)	(487,290)	(722,504)
Interest expense	1,812	21,299	26,357	49,468
Balance as at 30 June 2024	32,812	383,574	729,347	1,145,733

6. LEASES (CONT'D)

6.2 Lease liabilities (cont'd)

The Company as lessee

	Computer and software RM	Motor vehicles RM	Buildings RM	Total RM
Carrying amount				
Balance as at 1 July 2024	25,039	-	469,649	494,688
New leases entered into during the financial year	25,509	-	-	25,509
Lease payments	(28,873)	-	(256,680)	(285,553)
Interest expense	2,484	-	17,710	20,194
Balance as at 30 June 2025	24,159	-	230,679	254,838
Carrying amount				
Balance as at 1 July 2023	41,695	60,428	273,757	375,880
New leases entered into during the financial year	13,938	-	488,060	501,998
Lease agreement terminated during the financial year	-	-	(12,020)	(12,020)
Lease payments	(31,943)	(61,332)	(288,893)	(382,168)
Interest expense	1,349	904	8,745	10,998
Balance as at 30 June 2024	25,039	-	469,649	494,688

The Group and the Company as a lessee

	Group		Company	
Lease liabilities - secured	2025 RM	2024 RM	2025 RM	2024 RM
Represented by:				
Current liabilities	64,401	383,576	-	-
Non-current liabilities	244,583	-	-	-
	308,984	383,576	-	-
Lease liabilities - unsecured				
Represented by:				
Current liabilities	447,289	459,760	246,065	262,432
Non-current liabilities	78,064	302,397	8,773	232,256
	525,353	762,157	254,838	494,688
Lease liabilities - total	834,337	1,145,733	254,838	494,688

6. LEASES (CONT'D)

6.2 Lease liabilities (cont'd)

The Group and the Company as a lessee (cont'd)

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Minimum lease payment				
- Not later than one year	466,552	870,873	253,998	279,723
- Later than one year and not later than five years	431,901	309,134	9,088	238,106
	898,453	1,180,007	263,086	517,829
Future finance charges on lease liabilities	(64,116)	(34,274)	(8,248)	(23,141)
Present value of lease liabilities	834,337	1,145,733	254,838	494,688
Present value of lease liabilities is analysed as follows:				
Current liabilities				
- Not later than one year	511,690	843,336	246,065	262,432
Non-current liabilities				
- Later than one year and not later than five years	322,647	302,397	8,773	232,256
	834,337	1,145,733	254,838	494,688

Rates of interest charged per annum:	%	%	%	%
Lease liabilities owing to financial institutions	5.77 - 5.87	5.77 - 5.87	-	-
Lease liabilities owing to non-financial institutions	3.41 - 7.70	3.55 - 7.70	3.55 - 7.70	3.55 - 7.70

(a) The Group and the Company have certain low value leases of computer and software with amount of RM20,000 and below. The Group and the Company apply the "lease of low- value assets" exemptions for these leases.

(b) Computer and software
The Group and the Company have entered into non-cancellable operating lease agreement for the use of computer and software for a period between one (1) to three (3) years, with no renewal or purchase option after the end of lease term date included in the agreement.

(c) Motor Vehicles
The Group and the Company have entered into non-cancellable hire-purchase agreement for the use of motor vehicles for a period three (3) years, with an option to purchase the right-of-use asset at the end of lease term date included in the agreement. The depreciation of the right-of use assets are over the useful life of 5 years.

(d) Buildings
The Group and the Company have entered into non-cancellable operating lease agreement for the use of buildings for a period between one (1) to three (3) years, with an option to renew the lease after the end of lease term date included in the agreement.

Extension options
Some leases of buildings contain extension options exercisable by the Group up to two (2) years before the end of the non-cancellable contract period. Where practicable, the Group seeks to include extension options in new leases to provide operational flexibility. The extension options held are exercisable only by the Group and not by the lessors. The Group assesses at lease commencement whether it is reasonably certain to exercise the extension options. The Group reassesses whether it is reasonably certain to exercise the options if there is a significant event or significant change in circumstances within its control.

6. LEASES (CONT'D)

6.2 Lease liabilities (cont'd)

The Group and the Company as a lessee (cont'd)

(e) The following are the amounts recognised in profit or loss:

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Depreciation of right-of- use assets (included in other expenses)	586,255	664,716	271,061	361,084
Interest on lease liabilities (included in cost of sales and finance cost)	52,596	49,468	20,194	10,998
Expense relating to lease of low-value assets (included in other expenses) (Note 26)	5,793	5,510	1,289	3,832
Gain on termination of lease	(12,338)	(2,670)	-	(2,670)
	632,306	717,024	292,544	373,244

(f) At the end of the financial year, the Group and the Company had total cash outflow for leases of RM592,452 (2024:RM722,504) and RM285,553 (2024:RM382,168) respectively.

(g) At the end of the financial year, the Group and the Company had total cash outflow for low- value assets of RM5,793 (2024:RM5,510) and RM1,289 (2024:RM3,832) respectively.

6.3 Material accounting policy information

The Group and the Company present right-of-use assets and lease liabilities as separate lines in the statement of financial position.

6.3.1 The Group and the Company as a lessee

Right-Of-Use Assets

The Group and the Company recognise right-of-use assets at the commencement date of the lease. Right-of-use assets are measured at cost, less accumulated depreciation and impairment losses, and adjusted for any remeasurement of the lease liability. The cost of the right-of-use asset comprises of the amount of lease liabilities adjusted for the lease payments that are paid at or before the commencement date, plus any initial direct costs incurred and an estimate of costs to be incurred for dismantling and removing the underlying asset or restoring the underlying asset or the site on which it is located, less any lease incentives received. If the Group and the Company are reasonably certain that the ownership of the underlying asset will be transferred to them by the end of the lease term, the right-of-use asset are depreciated from the commencement date to the end of the useful life of the underlying asset. Otherwise, the right-of-use asset are depreciated on a straight-line basis from the commencement date to the earlier of the end of its useful life or the end of the lease term.

Depreciation on the right-of-use assets are calculated using straight-line basis over the earlier of the estimated useful lives of the right-of-use assets of the end of the lease term. The lease terms of right-of-use assets are as follows:

Buildings	1 to 3 years
Motor vehicles	20%
Computer and software	1 to 3 years

If ownership of the leased asset transfers to the Group and the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

6. LEASES (CONT'D)

6.3 Material accounting policy information (cont'd)

6.3.1 The Group and the Company as a lessee (cont'd)

Lease Liabilities

At the commencement date of the lease, the Group and the Company recognise lease liabilities measured at the present value of lease payments to be made over the lease term.

Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group and the Company use its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable.

Short-term leases and leases of low-value assets

The Group and the Company elected to apply exemption to those short term leases in which the lease term is 12 months or less from the commencement date and without purchase option. Besides, exemption is also applied for the lease of low value assets. The lease payments incurred on the exempted leases are recognised as expenses on a straight- line basis over the lease term.

Lease term

The lease term includes non-cancellable period of a lease together with periods covered by:
(a) an option to extend if the Group and the Company are reasonably certain to exercise the option.
(b) an option to terminate if the Group and the Company are reasonably certain not to exercise the option.

Under some of the leases, the Group and the Company are offered with the option to extend the lease term for additional one to three years. The Group and the Company apply judgement in considering all relevant facts and circumstances that create an economic incentive to exercise the extension option or not to exercise the termination option, to evaluate whether it is reasonably certain that the option will be exercised. After the commencement date, the Group and the Company reassess the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise the option to renew or not to terminate.

6.3.2 Leases in which the Group is a lessor

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on straight-line basis over the leases terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

7. INTANGIBLE ASSETS

	Group 2025 RM	Group 2024 RM
At cost		
Balance as at beginning and end of the financial year	19,526,100	19,526,100
Less: Accumulated amortisation		
Balance as at beginning of the financial year	14,711,766	14,711,766
Charge for the financial year	-	-
Balance as at end of the financial year	14,711,766	14,711,766
Less: Accumulated impairment losses		
Balance as at beginning and end of the financial year	4,814,334	4,814,334
Charge for the financial year	-	-
Balance as at end of the financial year	4,814,334	4,814,334
Net carrying amount		
Balance as at end of the financial year	-	-

Intangible assets of the Group and of the Company relate to the SurfsTeK rSupport Intelligent Solutions ("SrIS"), e-HR and Vulnerability Assessment Penetration Tool ("VAPT").

7.1 Material accounting policy information

An intangible asset shall be recognised if, and only if it is probable that the expected future economic benefits that are attributable to the asset will flow to the entity and that the cost of the asset can be measured reliably. An entity shall assess the probability of the expected future economic benefits using reasonable and supportable assumptions that represent management's best estimate of the set of economic conditions that will exist over the useful life of the asset. An intangible asset shall be measured initially at cost.

Intangible assets that have been capitalised are amortised on a straight line basis over the period of their expected benefit, but not exceeding 5 years commencing from the period when the intangible assets are available for use.

Goodwill

Goodwill represents the excess of the consideration and the fair value of previously held interests over the Group's share of the fair value of identifiable assets, liabilities and contingent liabilities of the acquiree at the date of acquisition.

Goodwill is stated at cost less accumulated impairment losses. Goodwill is allocated to cash- generating units for the purpose of impairment testing.

8. INVESTMENT IN SUBSIDIARY COMPANIES

	Company 2025 RM	Company 2024 RM
Unquoted shares, at cost		
Balance as at beginning of the financial year	38,796,124	38,796,075
Additions	-	49
Balance as at end of the financial year	38,796,124	38,796,124
Less: Accumulated impairment losses		
Balance as at beginning of the financial year	22,126,544	15,853,380
Impairment losses recognised during the financial year	5,022,931	6,273,164
Balance as at end of the financial year	27,149,475	22,126,544
Net carrying amount		
Balance as at end of the financial year	11,646,649	16,669,580

The management carried out impairment assessment of the recoverable amounts of its investment in subsidiaries. The impairment losses provided in investments in application, support, services and hardware and e-commerce and manpower outsourcing segments subsidiary companies as the subsidiary companies reported continued losses. The recoverable amounts are based on the value-in-use of the respective subsidiary companies.

Based on management's impairment assessment, impairment losses on the cost of investments in application, support, services and hardware subsidiary companies of RM1,250,751 (2024: RM4,888,198) and manpower outsourcing subsidiary company of RM3,772,180 (2024: RM1,384,966) respectively were recognised during the financial year.

Name of subsidiaries	Effective equity interest 2025	Effective equity interest 2024	Country of incorporation and principal place of business	Principal activities
Grayscale Technologies Sdn. Bhd. ^	100%	100%	Malaysia	Providing information technology products and related services, and carrying out relevant research and development activities.
Green Forte Sdn. Bhd. ^	100%	51%	Malaysia	Dormant.
Grayscale 360 Sdn. Bhd. ^	100%	100%	Malaysia	Engaged in the business of provisions information technology products and related services to focus website development and digital marketing services.
Techscale Sdn. Bhd.	100%	100%	Malaysia	Providing information and technology products and related services, and carrying out relevant research and development activities.
Ecoscale Sdn. Bhd. ^	100%	100%	Malaysia	Dormant.
Upscale Sdn. Bhd. ^(b)	99.09%	99.09%	Malaysia	Provision of information technology professional outsourcing services, information communication technology consultancy and information communication technology project management services.

8. INVESTMENT IN SUBSIDIARY COMPANIES (CONT'D)

Name of subsidiaries	Effective equity interest		Country of incorporation and principal place of business	Principal activities
	2025	2024		
Subsidiary companies of Techscale Sdn. Bhd.				
Evoscale Sdn. Bhd. ^	100%	100%	Malaysia	Supplying computer hardware, components and all kind of computer related products.
Subsidiary company of Grayscale Technologies Sdn. Bhd.				
Technodex Accubits Sdn. Bhd. ^ (a)	100%	51%	Malaysia	Dormant.

^ *Audited by CAS Malaysia PLT.*

(a) Acquisition of 49% equity interest in Technodex Accubits Sdn. Bhd.

On 8 November 2024, Accubits Technologies Private Limited has transferred 49% equity interest to Grayscale Technologies Sdn. Bhd. The transfer of shares from Accubits Technologies Private Limited to Grayscale Technologies Sdn. Bhd. lead to change in effective control interest from 51% to 100% during the financial year.

(b) Non-controlling interest

The Group's subsidiaries that have material non-controlling interest ("NCI") are as follows:-

2025	**Upscale Sdn. Bhd. ("USB")**	**Green Forte Sdn. Bhd. ("GFSB")**	**Technodex Accubits Sdn. Bhd. ("TASB")**	**Total**
NCI percentage of ownership interest and voting interest (%)	0.91	-	-	-
Carrying amount of NCI	(30,331)	-	-	(30,331)
Loss allocated to NCI	(1,327)	-	-	(1,327)
2024				
NCI percentage of ownership interest and voting interest (%)	0.91	-	49	-
Carrying amount of NCI	(15,093)	49	(13,960)	(29,004)
Loss allocated to NCI	(3,322)	(617)	(4,978)	(8,917)

8. INVESTMENT IN SUBSIDIARY COMPANIES (CONT'D)

(b) Non-controlling interest (cont'd)

The summarised financial information for each subsidiary that has non-controlling interest are material to the Group is provided below. This information is based on amounts before inter-company eliminations.

Summarised statement of profit or loss for financial year ended:

2025	USB RM	Total RM
Revenue	2,724,243	2,724,243
Loss for the financial year	(145,790)	(145,790)
Total comprehensive expenses	(145,790)	(145,790)
Attributable to non-controlling interests	(1,327)	(1,327)

2024	TASB RM	GFSB RM	USB RM	Total RM
Revenue	-	-	3,128,477	3,128,477
Loss for the financial year	(10,160)	(87,123)	(365,013)	(462,296)
Total comprehensive expenses	(10,160)	(87,123)	(365,013)	(462,296)
Attributable to non-controlling interests	(4,978)	(617)	(3,322)	(8,917)

Summarised statement of financial position as at:

2025	USB RM	Total RM
Current assets	2,132,480	2,132,480
Current liabilities	(2,691,024)	(2,691,024)
Net liabilities	(558,544)	(558,544)

2024	TASB RM	GFSB RM	USB RM	Total RM
Non-current assets	-	-	7,790	7,790
Current assets	398	3,650	2,813,620	2,817,668
Current liabilities	(28,887)	(110,526)	(3,234,163)	(3,373,576)
Net liabilities	(28,489)	(106,876)	(412,753)	(548,118)

8. INVESTMENT IN SUBSIDIARY COMPANIES (CONT'D)

(b) Non-controlling interest (cont'd)

Summarised cash flow information for financial year ended:

2025	**USB**	**Total**
	RM	RM
Net cash flows generated from operating activities	274,700	274,700
Net cash flows used in investing activities	(23,810)	(23,810)
Net cash flows generated from financing activities	415,834	415,834

2024	**TASB**	**GFSB**	**USB**	**Total**
	RM	RM	RM	RM
Net cash flows used in operating activities	(10,816)	(70,008)	(596,017)	(676,841)
Net cash flows used in investing activities	-	-	(23,425)	(23,425)
Net cash flows (used in)/generated from financing activities	10,816	73,608	(18,899)	65,525

9. GOODWILL ON CONSOLIDATION

	Group	
	2025	2024
	RM	RM
At cost		
Balance as at beginning and end of the financial year	2,713,542	2,713,542
Less: Accumulated impairment losses		
Balance as at beginning of the financial year	2,713,542	1,559,393
Impairment losses recognised during the financial year	-	1,154,149
Balance as at end of the financial year	2,713,542	2,713,542
Net carrying amount		
Balance as at end of the financial year	-	-

The Group considers each subsidiary company as a single CGU. The carrying amount of goodwill amounting to Nil (2024: RM Nil) has been allocated to the investment manpower outsourcing CGU.

The recoverable amounts of a CGU is determined based on the value-in-use calculation. The key assumptions used in the computation of value in use are gross margin, discount rates, growth rates, projected cash flows from use and terminal value.

The projected cash flows from use are derived from the most recent financial budgets approved by Board for the next five years and extrapolated cash flows for the following years based on estimated growth rates. The growth rate used is based on the expected projection of the manpower outsourcing services.

The gross margin used is based on past performance and the expectation of market development.

The value-in-use calculation is determined using discounted cash flow projection discounted at rates which reflects current market assessment of the time value of money and risks relating to the relevant CGU.

9. GOODWILL ON CONSOLIDATION (CONT'D)

The key assumptions used for determining value in use are as follows:

	Group	
	2025	2024
	%	%
Gross margin	5 - 37	30 - 31
Growth rate	5 - 9	10 - 28
Discount rate	10	5.80

The management carried out an annual review of the recoverable amounts of its goodwill at each financial year. The impairment lossess of Nil (2024:RM1,154,149) provided was attributable to manpower outsourcing CGU of the subsidiary company because it reported continued loss.

The Group believes that any reasonable possible change in the above key assumptions applied are not likely to materially cause the recoverable amounts to be lower than their carrying amounts.

10. OTHER INVESTMENT

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Quoted shares in Malaysia, at fair value:-				
Balance as at beginning of the financial year	458,900	458,900	458,900	458,900
Fair value loss	(105,900)	-	(105,900)	-
Balance as at end of the financial year	353,000	458,900	353,000	458,900

(i) Investment in quoted shares of the Group and of the Company are designated at fair value through profit or loss. Fair value of these equity shares is determined by reference to published price quotations in an active market.

(ii) Quoted shares if the Group and the Company are categorised as Level 1 in the fair value hierarchy. Fair value of the quoted shares of the Group and the Company are estimated based on unadjusted closing price in active market.

11. INVENTORIES

	Group	
	2025	2024
	RM	RM
At cost		
Trading stocks - computer peripheral	7,202,915	7,955,328
Recognised in profit or loss:		
Inventories recognised as cost of sales	49,808,051	33,532,162
Inventories written off	-	295,745
Provision/(Reversal) for slow moving inventory	51,482	(206,347)

Inventories written off and provision for slow moving inventories is excluded from cost of sales.

11. INVENTORIES (CONT'D)

11.1 Material accounting policy information

Inventories are stated at the lower of cost and net realisable value. Costs incurred in bringing the inventories to their present location and condition are determined on the first-in-first-out basis.

Net realisable value represents the estimated selling price for inventories less all estimated costs of completion and costs necessary to make the sale.

12. TRADE RECEIVABLES

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Trade receivables				
- third parties	8,957,518	7,730,984	17,500	17,500
- subsidiary companies	-	-	1,906,878	1,817,714
Trade receivables - gross	8,957,518	7,730,984	1,924,378	1,835,214
Less: Allowance for impairment losses	(1,183,330)	(1,191,480)	(180,580)	(180,580)
Trade receivables - net	7,774,188	6,539,504	1,743,798	1,654,634

Movement in the allowance for impairment losses

The allowance account in respect of the trade receivables are used to record impairment losses. The creation and release of allowance for impaired receivables have been included in 'other expenses' in the profit or loss. Unless the Group and the Company are satisfied that recovery of the amount is possible, then the amount considered irrecoverable is written off against the receivable directly.

An impairment analysis is performed at each reporting date using a provision matrix to measure expected credit losses. The provision rates are based on days past due for groupings of various customer segments with similar loss patterns. The calculation reflects the probability-weighted outcome and reasonable and supportable information that is available at the reporting date about past events, current conditions and forecasts of future economic conditions.

Group

The movement in the allowance for impairment losses of trade receivables during the financial year are as follows:

2025	**Lifetime ECL**	**Credit impaired**	**Total**
	RM	RM	RM
Balance as at beginning of the financial year	-	1,191,480	1,191,480
Allowance for impairment losses	-	48,783	48,783
Reversal of allowance for impairment losses	-	(56,933)	(56,933)
Balance as at end of the financial year	-	1,183,330	1,183,330

2024			
Balance as at beginning of the financial year	-	1,105,557	1,105,557
Allowance for impairment losses	-	85,923	85,923
Balance as at end of the financial year	-	1,191,480	1,191,480

12. TRADE RECEIVABLES (CONT'D)

Group (cont'd)

Based on the Group's historical collection experience, the amounts of trade receivables presented on the statements of financial position represent the amount exposed to credit risk. The management believes that no additional credit risk beyond the amounts provided for collection losses is inherent in the net trade receivables.

The reversal of allowance for impairment lossess on trade receivables is due to the collection made from the trade receivables which had previously impaired.

Company

The movement in the allowance for impairment losses of trade receivables during the financial year are as follows:

2025	Lifetime ECL	Credit impaired	Total
	RM	RM	RM
Balance as at beginning and end of the financial year	-	180,580	180,580
2024			
Balance as at beginning of the financial year	-	163,080	163,080
Addition	-	17,500	17,500
Balance as at beginning and end of the financial year	-	180,580	180,580

The allowance for impairment losses of trade receivables are those trade receivables that are individually impaired. These trade receivables are in significant difficulties and have defaulted on payments. They are not secured by any collateral or credit enhancement.

Group

The ageing of the receivables and allowance for impairment losses provided for above are as follows:

		Allowance for impairment losses		
2025	Gross carrying amount	ECL (Collectively assessed)	ECL (Individually assessed)	Net balance
	RM	RM	RM	RM
Neither past due	6,971,719	-	-	6,971,719
Past due 1 - 30 days	89,241	-	-	89,241
Past due 31 - 60 days	937	-	-	937
Past due 61 - 90 days	9,080	-	-	9,080
More than 90 days past due	703,211	-	-	703,211
	7,774,188	-	-	7,774,188
Credit Impaired				
More than 90 days past due	1,183,330	-	(1,183,330)	-
	8,957,518	-	(1,183,330)	7,774,188

12. TRADE RECEIVABLES (CONT'D)

Group (cont'd)

2024	Gross carrying amount RM	Allowance for impairment losses ECL (Collectively assessed) RM	ECL (Individually assessed) RM	Net balance RM
Neither past due	4,309,456	-	-	4,309,456
Past due 1 - 30 days	1,206,936	-	-	1,206,936
Past due 31 - 60 days	552,476	-	-	552,476
Past due 61 - 90 days	108,308	-	-	108,308
More than 90 days past due	362,328	-	-	362,328
	6,539,504	-	-	6,539,504
Credit Impaired				
More than 90 days past due	1,191,480	-	(1,191,480)	-
	7,730,984	-	(1,191,480)	6,539,504

Company

The ageing of the receivables and allowance for impairment losses provided for above are as follows:

2025	Gross carrying amount RM	Allowance for impairment losses ECL (Collectively assessed) RM	ECL (Individually assessed) RM	Net balance RM
Neither past due	21,096	-	-	21,096
Past due 1 - 30 days	21,096	-	-	21,096
Past due 31 - 60 days	21,275	-	-	21,275
Past due 61 - 90 days	21,275	-	-	21,275
More than 90 days past due	1,659,056	-	-	1,659,056
	1,743,798	-	-	1,743,798
Credit Impaired				
More than 90 days past due	180,580	-	(180,580)	-
	1,924,378	-	(180,580)	1,743,798
2024				
Neither past due	91,456	-	-	91,456
Past due 1 - 30 days	61,294	-	-	61,294
Past due 31 - 60 days	-	-	-	-
Past due 61 - 90 days	61,275	-	-	61,275
More than 90 days past due	1,440,609	-	-	1,440,609
	1,654,634	-	-	1,654,634
Credit Impaired				
More than 90 days past due	180,580	-	(180,580)	-
	1,835,214	-	(180,580)	1,654,634

The maximum exposure of credit risk at the reporting date is the carrying value of receivables mentioned above. The Group does not hold any collateral as security.

The Group's normal trade credit term range from 30 to 60 days (2024: 30 to 60 days). Other credit terms are assessed and approved on a case by case basis.

13. OTHER RECEIVABLES

		Group		Company	
		2025	2024	2025	2024
	Note	RM	RM	RM	RM
Other receivables	(i)	472,018	527,005	34,539	21,994
Less: Allowance for impairment losses		(349,610)	(349,610)	-	-
		122,408	177,395	34,539	21,994
Deposits		170,863	156,866	104,089	90,093
Prepayments	(ii)	111,591	144,082	25,227	31,966
		282,453	300,948	129,316	122,059
		404,862	478,343	163,855	144,053

(i) Other receivables represented non-trade transactions which are unsecured, interest free and repayable on demand.

The movement in the allowance for impairment losses of other receivables during the financial year are as follows:

	Group	
	2025	2024
	RM	RM
Balance as at beginning/ end of the financial year	349,610	349,610

(ii) Included in prepayment of the Group is an amount payment to supplier for purchase of inventories.

14. AMOUNT DUE FROM/(TO) SUBSIDIARY COMPANIES

	Company	
	2025	2024
	RM	RM
Amount due from subsidiary companies	13,659,303	14,538,009
Less: Allowance for impairment losses	(7,603,085)	(6,010,564)
Amount due from subsidiary companies - net	6,056,218	8,527,445
Amount due from subsidiary companies, comprise of:		
- Interest bearing	4,104,857	7,956,807
- Non-interest bearing	9,554,446	6,581,202
	13,659,303	14,538,009
Amount due to subsidiary companies:		
- Interest bearing	-	(479,030)
- Non-interest bearing	(12,725)	(87,812)
	(12,725)	(566,842)

The amount due from/(to) subsidiary companies represented non-trade transactions which are unsecured and repayable on demand.

14. AMOUNT DUE FROM/(TO) SUBSIDIARY COMPANIES (CONT'D)

The movement in the allowance for impairment losses of amount due from subsidiary companies during the financial year are as follows:

	Company	
	2025	2024
	RM	RM
Balance as at beginning of the financial year	6,010,564	6,357,674
Addition	1,592,521	-
Reversal of impairment losses	-	(347,110)
Balance as at end of the financial year	7,603,085	6,010,564
Rate of interest charged per annum:		
Loan facility from/(to) subsidiary companies	5.0% - 6.9%	5.0% - 6.9%

15. FIXED DEPOSITS WITH LICENSED BANKS

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
With maturity of 1 to 3 months	800,000	767,520	800,000	519,660
With maturity of more than 3 months	2,620,642	2,312,824	-	-
	3,420,642	3,080,344	800,000	519,660

Included in fixed deposits with licensed banks of the Group at the end of the reporting year was which has been pledged to licensed banks as security for banking facilities of the Group as follows:

	2025	2024
	RM	RM
Fixed deposit pledge:		
Less than 3 months	800,000	237,655
More than 3 months	2,620,642	2,312,824
	3,420,642	2,550,479

The effective interest rates and maturity period of the fixed deposits with licensed banks at the reporting date are as follows:

	Group	
	2025	2024
Effective interest rates	1.80% - 3.15%	1.80% - 3.15%
Maturity period	one month to twelve months	one month to twelve months

	Company	
	2025	2024
Effective interest rates	1.80% - 2.80%	1.80% - 2.80%
Maturity period	one to twelve months	one to twelve months

16. SHARE CAPITAL

	Group/Company			
	2025	2024	2025	2024
	Number of shares (units)		RM	RM
Issued and fully paid-up:				
Balance as at beginning of the financial year	843,796,423	843,796,423	16,630,672	58,630,672
Issued during financial year	42,000,000	-	1,848,000	-
Reduction in share capital	-	-	-	(42,000,000)
Balance as at end of the financial year	885,796,423	843,796,423	18,478,672	16,630,672

During the financial period, the ordinary share capital of the Company units to 885,796,423 units by way of private placement of 42,000,000 units new ordinary shares of RM0.044 each.

16.1 Material accounting policy information

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

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

17. CAPITAL RESERVES

During the previous financial year, the Company completed a capital reduction exercise pursuant to Section 116 of the Companies Act 2016 to eliminate accumulated losses.

During the financial year, the Company utilised RM8,525,518 (2024: RM22,186,974) from the Capital Reduction Reserve to eliminate its remaining accumulated losses.

18. ACCUMULATED LOSSES

The Group and the Company reported accumulated losses position as at reporting date.

19. TRADE AND OTHER PAYABLES

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Trade payables	5,360,443	2,309,179	-	-
Add:				
Accruals	1,213,182	635,603	432,092	195,324
Deposits received	13,044	18,818	-	-
Other payables	176,821	362,352	25,843	211,990
	1,403,047	1,016,773	457,935	407,314
Total trade and other payables	6,763,490	3,325,952	457,935	407,314
Total financial liabilities carrying at amortised costs	6,763,490	3,325,952	457,935	407,314

Included in accruals is an amount of RM322,500 (2024: RM90,000) due to directors and former directors in respect of outstanding remuneration and fees of the Group and of the Company.

The trade payables are non-interest bearing and the normal trade credit terms received by the Group range from 30 to 60 days (2024: 30 to 60 days).

20. BANK OVERDRAFT

	Group 2025 RM	Group 2024 RM
Current liability		
Secured		
Bank overdraft	3,205,967	3,723,088
	3,205,967	3,723,088
Total loan and borrowing		
Secured		
Bank overdraft	3,205,967	3,723,088
	3,205,967	3,723,088

Rates of interest charged per annum:

	Group 2025 %	Group 2024 %
Bank overdraft	BLR + 1.25	BLR + 1.25

(a) Bank overdraft

Bank overdraft is secured by the following:

(i) Open All Monies Facilities Agreement to be entered into between one of the subsidiary companies and the bank;

(ii) First party pledge of fixed deposit of RM2,200,000 created by three of the subsidiary companies by way of an Open All Monies memorandum of deposit. The interest earned shall be capitalised and retained as security; and

(iii) Open All Monies corporate guarantee by the Company.

20.1 Material accounting policy information

Borrowings are recognised initially at fair value, net of transaction costs incurred with any difference between the initial fair value and proceeds (net of transaction costs) being charged to profit or loss at initial recognition. In subsequent periods, borrowings are stated at amortised cost using the effective interest method with the difference between the initial fair value and the redemption value is recognised in the profit or loss over the period of the borrowings.

Profit, interest, dividends, losses and gains relating to a financial instrument, or a component part, classified as a liability is reported within finance cost in the profit or loss.

Borrowings are classified as current liabilities unless the Group and the Company have an unconditional right to defer settlement of the liability for at least 12 months after the financial position date.

Fees paid on the establishment of loan facilities are recognised as transaction costs of the loan to the extent that it is probable that some or all of the facility will be drawn down. In this case, the fee is deferred until the draw-down occurs. To the extent there is no evidence that it is probable that some or all of the facility will be drawn down, the fee is capitalised as a pre-payment for liquidity services and amortised over the period of the facility to which it relates.

21. DEFERRED INCOME

The deferred income primarily relates to the Group's provision for contract placement sales during the financial year to reflect the probability of staffs resign during the guarantee period of 1 month to 3 months.

	Group	
	2025	2024
	RM	RM
Deferred income		
Advance received	132,891	20,348
Analysed as:		
Current	132,891	20,348
	132,891	20,348

The changes to the deferred income are as follows:

	Group	
	2025	2024
	RM	RM
At the beginning of the financial year	20,348	-
Billings issued during the financial year	461,218	101,657
Reversal of deferred income during the financial year	(348,675)	(81,309)
	132,891	20,348

22. NET ASSETS PER SHARE.

	Group	
	2025	2024
	RM	RM
Net assets (RM)	12,159,638	13,776,528
Number of issued ordinary shares as at 30 June (units)	885,796,423	843,796,423
Net assets per share (RM)	0.014	0.016

23. REVENUE

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Revenue comprises the following:				
(i) Revenue from contract with customers	59,151,081	40,687,374	-	-
(ii) Revenue from other sources:				
- Management fee income	-	-	231,600	861,600
	59,151,081	40,687,374	231,600	861,600

23. REVENUE (CONT'D)

23.1 Disaggregation of revenue from contracts with customers

The Group's revenue is disaggregated by principal geographical areas, major product and services line and timing of revenue recognition. This is consistent with the revenue information as disclosed in Note 32 Segment Information.

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Major products and services line				
Sales of hardware	56,051,016	37,302,844	-	-
Information technology services	428,599	272,156	-	-
Recruitment and outsourcing services	2,671,466	3,112,374	-	-
Finance lease income	-	-	-	-
Management fee	-	-	231,600	861,600
	59,151,081	40,687,374	231,600	861,600
Timing of revenue recognition:				
At point in time	56,916,471	38,347,512	-	-
At over time	2,234,610	2,339,862	231,600	861,600
	59,151,081	40,687,374	231,600	861,600

23.2 Revenue from remaining performance obligations

Revenue from remaining performance obligations where goods have not been delivered or services have not been rendered as at the reporting date are:

	Group	
	2025	2024
	RM	RM
Rendering of services		
- Within 1 year	648,642	1,508,466
- Between 1 to 2 years	-	168,227
	648,642	1,676,693

23.3 Material accounting policy information

Revenue is measured at fair value of consideration received or receivable. The following describe the performance obligation in contracts with customers:-

23.3.1 Sale of goods

Revenue from sales of goods is recognised at the point in time when the customer obtains control of goods, which is generally at the time of delivery. Revenue is measured at the fair value of the consideration received or receivables, net of discounts and taxes applicable to the revenue.

23.3.2 Rendering of services

Revenue for the services rendered will be recognised over time measured using output method on a monthly basis. The customers simultaneously receives and consumes the benefit as the Group provides the services and the services do not create an alternative use to the Group and have an enforceable right to payment for performances completed to- date.

23. REVENUE (CONT'D)

23.3 Material accounting policy information (cont'd)

23.3.3 Management fees

Management fee is recognised on an accrual basis when service is rendered.

23.3.4 Interest income

Interest income is recognised as it accrues, taking into account the principal outstanding and the effective rate over period of maturity.

23.4 Perfomance obligation

Nature of goods and services

The following information reflects the typical transaction of the Group:

Segment	Nature of goods or services	Timing of recognition or method used to recognise revenue	Significant payment terms	Variable element in consideration	Obligation for return and refunds	Warranty
Sales of hardware	Sales of computer hardware	Revenue is recognised at a point in time upon delivery of goods to the customers.	Generally due within 30 to 60 days from invoice date.	Not applicable	Not applicable	Not applicable
IT services	Cybersecurity	Revenue is recognised at a point in time when the services are rendered.	Generally due within 30 to 60 days from invoice date.	Not applicable	Not applicable	Not applicable
	Service and maintenance	Revenue is recognised over time when the customer simultaneously receives and consumes the benefits.	Generally due within 30 to 60 days from invoice date.	Not applicable	Not applicable	Not applicable
Recruitment and outsourcing	Contract placement	Revenue is recognised at a point in time when the services are rendered.	Generally due within 30 to 60 days from invoice date.	For placement business, the Group is giving a 3 months guarantee period for each successful placement.	If a suitable placement cannot be found within 60 working days, the placement fee will be converted into credit against any other position within the next 12 months.	Not applicable
	Outsourcing fees	Revenue is recognised over time when the customer simultaneously receives and consumes the benefits.	Generally due within 30 to 60 days from invoice date.	Not applicable	Not applicable	Not applicable

24. COST OF SALES

	Group 2025 RM	Group 2024 RM
Other cost of sales	54,059,790	36,247,342
Contractor cost:		
Salaries and other benefits	1,435,290	1,161,026
Employee's provident fund	65,507	20,893
	55,560,587	37,429,261

25. FINANCE COSTS

	Group 2025 RM	Group 2024 RM	Company 2025 RM	Company 2024 RM
Bank overdraft interest	270,062	272,800	-	-
Lease liabilities interest (Note 6.2)	52,596	49,468	20,194	10,998
Inter-company interest	-	-	2,508	30,366
	322,658	322,268	22,702	41,364

26. LOSS BEFORE TAXATION

	Note	Group 2025 RM	Group 2024 RM	Company 2025 RM	Company 2024 RM
Loss before taxation is arrived at:					
after charging					
Auditors' remuneration:					
Statutory audit		132,000	132,000	47,000	47,000
Non-statutory audit		8,000	8,000	8,000	8,000
Depreciation:					
Property, plant and equipment	5	157,317	179,931	94,916	121,788
Right-of-use assets	6.1	586,255	664,716	271,061	361,084
Directors' remuneration:					
Fees	29	360,000	360,000	360,000	360,000
Other emoluments	29	540,269	675,090	540,269	539,918
Other key management personnel:					
Salaries and other benefits	29	679,000	857,423	387,000	366,000
Other employment benefits	29	86,236	108,306	49,109	46,238
Fair value loss on investment in quoted shares	10	105,900	-	105,900	-

26. LOSS BEFORE TAXATION (CONT'D)

		Group		Company	
		2025	2024	2025	2024
	Note	RM	RM	RM	RM
Loss before taxation is arrived at: (cont'd)					
after charging (cont'd)					
Finance costs:					
Bank overdraft interest	25	270,062	272,800	-	-
Lease liabilities interest	6.2	52,596	49,468	20,194	10,998
Inter-company interest	25	-	-	2,508	30,366
Impairment loss on:					
Goodwill on consolidation	9	-	1,154,149	-	-
Amount due from subsidiary companies	14	-	-	1,592,520	-
Investment in a subsidiary company	8	-	-	5,022,931	6,273,164
Trade receivables	12	48,783	85,923	-	17,500
Interest income from subsidiaries		-	-	(287,626)	(364,999)
Inventory written off	11	-	295,745	-	-
Loss on foreign exchange:					
Realised		76,083	-	-	-
Provision/(Reversal) for slow-moving inventories	11	51,482	(206,347)	-	-
Rental of computer equipment	6	5,793	5,510	1,289	3,832
Staff costs:					
Salaries and other benefits		2,298,555	3,174,856	642,196	974,220
Other employment benefits		230,255	217,293	73,512	84,296
Gain on foreign exchange:					
Realised		-	(14,911)	-	-
Unrealised		(35,577)	(59,648)	-	-
Gain on termination of lease		(12,338)	(2,670)	-	(2,670)
Reversal of impairment losses on:					
Amount due from subsidiary	14	-	-	-	(347,110)
Interest income		(60,181)	(121,288)	-	(51,501)

26.1 Material accounting policy information

26.1.1 Short term employee benefits

Wages, salaries, social security contributions, paid annual leave, paid sick leave, bonuses and non-monetary benefits are recognised as 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. Short term non-accumulating compensated absences such as sick leave are recognised when the absences occur.

26.1.2 Defined contribution plans

The contributions are charged as an expense in the financial period in which the employees render their services. As required by law, the Group and the Company make such contributions to the Employees Provident Fund ("EPF").

27. TAXATION

	Group 2025 RM	Group 2024 RM	Company 2025 RM	Company 2024 RM
Current				
Provision for current financial year	203,789	1,491	-	-
Underprovision in previous financial year	-	19,043	-	-
Tax expense for the financial year	203,789	20,534	-	-

The reconciliation of income tax expense applicable to the loss before taxation at the statutory tax rate to income tax expense at the effective tax rate of the Group and of the Company is as follows:

	Group 2025 RM	Group 2024 RM	Company 2025 RM	Company 2024 RM
Loss before taxation	(3,261,101)	(6,551,721)	(9,124,049)	(8,525,519)
Tax at the statutory tax rate of 24% during the financial year	(782,664)	(1,572,413)	(2,189,772)	(2,046,125)
Non-deductible expenses	1,960,067	1,076,044	1,637,904	158,618
Non-taxable income	(1,763,941)	(1,928,470)	-	-
Utilisation of previously unrecognised deferred tax assets	(37,364)	(11,374)	-	-
Deferred tax assets not recognised	827,691	2,437,704	551,868	1,887,507
Underprovision of taxation in previous financial year	-	19,043	-	-
Tax expense for the current financial year	203,789	20,534	-	-

(a) Deferred tax assets

Unrecognised deferred tax assets

Below are the unabsorbed tax losses, unutilised capital allowances and other deductible temporary differences of the Group and the Company which has not been recognised in the financial statements as they are not probable to be used to offset against the taxable profits of the companies of the Group:

	Group 2025 RM	Group 2024 RM	Company 2025 RM	Company 2024 RM
Unabsorbed capital allowances	1,741,707	1,697,933	1,649,155	1,605,626
Unutilised tax losses	45,589,001	42,403,417	16,540,670	14,298,926
Other temporary differences	1,498,367	1,429,822	84,318	75,841
Lease liability	528,975	758,784	254,837	494,688
Right of use of asset	(517,582)	(742,520)	(247,972)	(493,524)
	48,840,468	45,547,436	18,281,008	15,981,557
Unrecognised deferred tax assets at 24%	11,721,712	10,931,385	4,387,442	3,835,574

27. TAXATION (CONT'D)

(a) Deferred tax assets (cont'd)

Unrecognised deferred tax assets (cont'd)

The unabsorbed capital allowances can be carried forward indefinitely and unutilised tax losses can be carried forward for a maximum period of seven (7) consecutive years of assessment ("YA") effective from year 2019 and it can only be utilised against income from the same business source. Pursuant to Section 8 of the Finance Act 2021, the unutilised tax losses is allowed to be carried forward for a period of maximum of ten (10) consecutive years of assessment. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profits will be available against which the Group and the Company can utilise the benefits. The availability of unabsorbed capital allowances and unutilised tax losses for offsetting against future taxable profits of the respective companies within the Group and the Company are subject to requirements under the Income Tax Act, 1967 and guidelines issued by the tax authority, as follows:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Utilisation period				
Indefinite	3,251,467	3,144,020	1,740,338	1,682,631
Expired by YA 2028	14,827,958	14,827,958	8,394,990	8,394,990
Expired by YA 2029	4,837,626	4,837,626	117,957	117,957
Expired by YA 2030	3,790,060	3,790,060	99,444	99,444
Expired by YA 2031	4,356,001	4,356,001	673,657	673,657
Expired by YA 2032	5,419,965	5,652,540	1,146,271	1,146,271
Expired by YA 2033	4,785,484	4,785,484	1,962,259	1,962,259
Expired by YA 2034	4,315,121	4,153,748	1,904,348	1,904,348
Expired by YA 2035	3,256,786	-	2,241,744	-
	48,840,468	45,547,437	18,281,008	15,981,557

27.1 Material accounting policy information

27.1.1 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 in the countries where the Group operates and generates taxable income.

27.1.2 Deferred tax

Deferred tax is provided using the liability method on temporary differences at the financial year end between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all taxable temporary differences, except for the deferred tax liability that arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss.

27. TAXATION (CONT'D)

27.1 Material accounting policy information (cont'd)

27.1.2 Deferred tax (cont'd)

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

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profits will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on tax rates (and tax laws) that have been enacted or substantively enacted at the reporting date.

The Group and the Company offset deferred tax assets and deferred tax liabilities if and only if it has a legally enforceable right to set off current tax assets and current tax liabilities and the deferred tax assets and deferred tax liabilities relate to income taxes levied by the same taxation authority on either the same taxable entity or different taxable entities which intend either to settle current tax liabilities and assets on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

28. LOSS PER SHARE

(a) Basic loss per ordinary share

The calculation of basic loss per ordinary share at 30 June 2025 is based on the loss attributable to ordinary shareholders and divided by weighted average number of ordinary shares outstanding, calculated as follows:

	Group	
	2025	2024
Loss attributable to owner of the company (RM)	(3,463,563)	(6,563,338)
Weighted average number of ordinary shares (units)	885,796,423	843,796,423
Basic loss per ordinary share attributable to owner of the Company (sen)	(0.39)	(0.78)

(b) Diluted loss per ordinary share

The group does not have any potential dilutive ordinary shares, thus, diluted loss per ordinary share is not presented.

29. KEY MANAGEMENT PERSONNEL'S REMUNERATION

The aggregate amounts of emoluments received and receivable by key management personnel of the Group and of the Company during the financial year are as follows:

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Executive directors:				
Non-fee emoluments				
- Salaries, bonuses and allowance	480,000	600,000	480,000	480,000
- Employees Provident Fund (EPF) and Social Security Organization (SOCSO)	59,995	74,773	59,995	59,680
- Employment Insurance System (EIS)	274	317	274	238
	540,269	675,090	540,269	539,918
Executive directors:				
Fees	360,000	360,000	360,000	360,000
Less: Overprovision in prior financial years	-	-	-	-
	360,000	360,000	360,000	360,000
Total directors' remuneration	900,269	1,035,090	900,269	899,918
Other key management personnel compensation				
- Salaries, bonuses and allowance	679,000	857,423	387,000	366,000
- Employees Provident Fund (EPF) and Social Security Organization (SOCSO)	85,748	107,752	48,835	46,000
- Employment Insurance System (EIS)	488	554	274	238
	765,236	965,729	436,109	412,238
	1,665,505	2,000,819	1,336,378	1,312,156

30. SIGNIFICANT RELATED PARTY DISCLOSURES

(a) Identities of related parties

A party is related to an entity if:-

(i) directly, or indirectly through one or more intermediaries, the party:-
- controls, is controlled by, or is under common control with, the entity (this includes parents, subsidiaries and fellow subsidiaries);
- has an interest in the entity that gives it significant influence over the entity; or
- has joint control over the entity;

(ii) the party is an associated of the entity;

(iii) the party is a joint venture in which the entity is a venturer;

(iv) the party is a member of the key management personnel of the entity or its parent;

(v) the party is a close member of the family of any individual referred to in (i) or (iv);

(vi) the party is an entity that is controlled, joint controlled or significantly influenced by, or for which significant voting power in such entity resides with, directly or indirectly, any individual referred to in (iv) or (v);

(vii) the party is a post-employment benefit plan for the benefit of employees of the entity, or of any entity that is a related party of the entity; or

(viii) the party it is a part provides key management personnel services to the reporting entity or to the parent of the reporting entity.

30. SIGNIFICANT RELATED PARTY DISCLOSURES (CONT'D)

(a) Identities of related parties (cont'd)

Close members of the family of an individual are those family members who may be expected to influence, or be influenced by, that individual in their dealings with entity.

The Group and the Company have related party relationships with its directors, key management personnel and entities within the same group of companies.

(b) In addition to the information detailed elsewhere in the financial statements, the Group and the Company carried out the following transactions with its related parties during the financial year:

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Subsidiaries companies				
Management fee (Note 23)	-	-	(231,600)	(861,600)
Interest income	-	-	(287,626)	(364,999)
Advance from subsidiaries	-	-	878,706	603,764
Advance to subsidiaries	-	-	(554,117)	(417,934)

(c) The key management personnel comprised all the directors of the Group and of the Company whose remuneration during the year are disclosed in Note 29.

(d) Other investment in quoted shares
The Company has acquired other investment in quoted shares in which the director of the Company has the common interest in those Company.

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Quoted shares (Note 10)				
- Cost	458,900	458,900	458,900	458,900
- Fair value loss	(105,900)	-	(105,900)	-
	353,000	458,900	353,000	458,900

The directors of the Group and of the Company are of the opinion that the related party transactions have been entered into the normal course of business on an arm's length basis and have been established on terms and conditions that are not materially different from those obtainable in transactions with unrelated parties.

31. FINANCIAL GUARANTEES CONTRACTS

	Company	
	2025	2024
	RM	RM
Corporate guarantee - unsecured		
Issued to third parties for supplies of good and services to a subsidiary company	500,000	500,000
Banking facilities granted to certain subsidiary companies	3,205,967	3,723,088

As at the end of the reporting year, there was no indication that any subsidiary company would default on repayment.

The corporate guarantee have not been recognised since the fair value on initial recognition was not material as the repayment is on schedule and no liability.

32. SEGMENT INFORMATION

Operating segments are prepared in a manner consistent with the internal reporting provided to the Group's chief operating decision maker in order to allocate resources to segments and to assess their performance. For management purposes, the Group is organised into business units based on their products and services, which comprises the following:

(i)	Application support & services and hardware	Application development service, application support and maintenance service, data solutions and services, trading of desktop and laptop for consumer and commercial use, point of sales computers and related peripherals.
(ii)	Manpower outsourcing	Sourcing, selecting and outsourcing to fill for human resource needs.
(iii)	E-Commerce	Online payment gateway services.
(iv)	Others	Provide Group level corporate services and treasury functions and investments.

The Group has aggregated certain operating segments to form a reportable segment due to the similar nature and operational characteristics of the products.

Management monitors the operating results of its business units separately for the purpose of decisions making about resource allocation and performance assessment. Segment performance is evaluated based on operating profit or loss which, in certain respects as explained in the table below, is measured differently from operating profit or loss in the consolidated financial statements.

32.1 Allocation basis and transfer pricing

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. Unallocated items comprise mainly corporate assets, liabilities and expenses. Segment revenue, expenses and results include transfers between business segments. These transfers are eliminated on consolidation.

32.2 Geographical information

Segmental reporting by geographical regions has only been prepared for revenue as the Group's assets are located in Malaysia, Singapore, Thailand, Philippines and other countries. Sales to external customers disclosed in geographical segments are based on the geographical location of its customers.

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Revenue				
- Malaysia	58,432,584	40,124,598	231,600	861,600
- Singapore	73,110	-	-	-
- Philippines	-	123,599	-	-
- Thailand	645,387	434,379	-	-
- Others	-	4,798	-	-
	59,151,081	40,687,374	231,600	861,600
Total revenue	59,151,081	40,687,374	231,600	861,600

32. SEGMENT INFORMATION (CONT'D)

32.3 Business segment

Group

2025	Note	Application support & services and hardware RM	Manpower outsourcing RM	Others RM	Eliminations RM	Total as per consolidated financial statements RM
Revenue						
External revenue	23	56,479,615	2,671,466	-	-	59,151,081
Inter-segment revenue		79,105	52,777	231,600	(363,482)	-
		56,558,720	2,724,243	231,600	(363,482)	59,151,081
Results						
Segment results (external)		161,910	(9,418)	(9,022,996)	6,615,452	(2,255,052)
Interest income		36,372	26,317	287,626	(290,134)	60,181
Finance costs	25,26	(431,232)	(158,857)	(22,703)	290,134	(322,658)
Depreciation and amortisation	26	373,764	(3,832)	(365,976)	-	(743,572)
Loss before taxation		(606,714)	(145,790)	(9,124,049)	6,615,452	(3,261,101)
Tax expense						(203,789)
Loss after taxation						(3,464,890)
Non-controlling interests						1,327
Net loss attributable to owners of the Company						(3,464,563)
Other information						
Segment assets		26,040,371	2,132,481	21,367,628	(26,321,018)	23,219,462
Segment liabilities		23,890,078	2,691,024	725,497	(16,246,775)	11,059,824
Capital expenditure		435,691	-	30,208	-	465,899
Non-cash income other than depreciation		91,245	-	105,900	-	197,145

32. SEGMENT INFORMATION (CONT'D)

32.3 Business segment (cont'd)

Group

2024	Note	Application support & services and hardware RM	Manpower outsourcing RM	Others RM	Eliminations RM	Total as per consolidated financial statements RM
Revenue						
External revenue	23	37,575,000	3,112,374	-	-	40,687,374
Inter-segment revenue		226,316	16,103	861,600	(1,104,019)	-
		37,801,316	3,128,477	861,600	(1,104,019)	40,687,374
Results						
Segment results (external)		(1,623,770)	(236,444)	(7,263,636)	4,771,905	(4,351,945)
Interest income	26	48,928	51,226	416,500	(395,366)	121,288
Finance costs	25,26	(500,586)	(175,684)	(41,364)	395,366	(322,268)
Depreciation and amortisation	26	(357,665)	(4,112)	(482,870)	-	(844,647)
Impairment on goodwill	9	-	-	(1,154,149)	-	(1,154,149)
Loss before taxation		(2,433,093)	(365,014)	(8,525,519)	4,771,905	(6,551,721)
Tax expense						(20,534)
Loss after taxation						(6,572,255)
Non-controlling interests						8,917
Net loss attributable to owners of the Company						(6,563,338)
Other information						
Segment assets		23,004,455	2,821,409	29,387,023	(33,221,238)	21,991,649
Segment liabilities		25,168,373	3,234,163	1,468,843	(21,656,258)	8,215,121
Capital expenditure		506,169	-	2,782	-	508,951
Non-cash income other than depreciation		62,308	35,865	17,500	-	115,673

32.4 Major customers

During the financial year, major customer with revenue equal to or more than 10% of the Group revenue are as follows:

	Group 2025 RM	Group 2024 RM
All common control companies of Customer A	11,250,796	5,081,883
	11,250,796	5,081,883

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

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 risks.

The Group and the Company are exposed to financial risk arising from their operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk, interest rate risk, foreign currency risk, equity price risk and market price risk.

The board of directors and management reviews and agrees policies and procedures for the management of these risks, which are executed by the Chief Financial Officer, Head of Finance and other heads of business units. The audit committee provides an independent oversight to the effectiveness of the risk management process.

The main areas of the financial risks faced by the Group and the Company and the policy in respect of the major areas of treasury activity are set out as follows:

33.1 Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group's and the Company's exposure to credit risk mainly arises from its receivables below. For bank balances, the Group and the Company minimise credit risk by dealing exclusively with reputable financial institution.

The Group assessed ECL for trade receivables based on two different approaches, namely collective assessment and individual debtor assessment.

(i) Collective approach

To measure the expected credit losses under the collective approach, trade and other receivables and contract assets have been grouped based on shared credit risk characteristics and number of days past due. The expected loss rates are developed based on the historical credit loss rates. The historical loss rates are further adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables.

The Group has identified (i) internal credit rating and (ii) actual or expected significant adverse changes in business, financial or economic conditions that are expected to cause a significant change to the debtor's ability to meet its obligation to be the most relevant factors, and accordingly adjust the historical loss rates based on expected changes in these factors.

(ii) Individual debtor assessment

The Group applies individual debtor assessment for debtors with different risk characteristics, where the credit risk information of these debtors is obtained and monitored individually. The Group assesses the lifetime ECL when takes into consideration as follows:

PD - Probability of default	The likelihood that the borrower cannot pay during the contractual period
LGD - Loss given default	Percentage of contractual cash flows that will not be collected if default happens
EAD - Exposure at default	Outstanding amount that is exposed to default risk

The Group has taken into account the probability-weighted recoverable amount determined via the evaluation of a range of possible outcomes. In deriving the PD and LGD, the Group considers historical data of each debtor by category and adjusts for forward-looking macroeconomic data. The Group has identified the industry and geographical area which the debtor operates in, to be the most relevant factors, and accordingly adjusts the historical loss rates based on expected changes in these factors. Loss allowance is measured at a probability-weighted amount that reflects the possibility that a credit loss occurs and the possibility that no credit loss occurs. No significant changes to estimation techniques or assumptions were made during the reporting period.

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

33.1 Credit risk (cont'd)

(a) Trade receivables

Credit risk is minimised by monitoring the financial standing of the debtors on an ongoing concern basis. The Group and the Company do not have any major concentration of credit risks related to any individual customer and counterparty. The maximum exposure to credit risk is disclosed in Note 12 to the financial statements, representing the carrying amount of the trade receivables recognised on the statements of financial position.

The exposure of credit risk for trade receivables by geographical region is as follows:

	Group	
	2025	2024
	RM	RM
- Malaysia	7,380,817	6,185,498
- Thailand	393,371	351,953
- Others	-	2,053
	7,774,188	6,539,504

(b) Advances to subsidiaries

The Company provides unsecured advances to its subsidiaries and monitors the results of the subsidiaries regularly. The maximum exposure to credit risk is represented by their carrying amounts in the statement of financial position. As at 30 June 2025, the Company had made sufficient allowance for impairment loss on advances to its subsidiaries. The Company does not specifically monitor the ageing of the advances to its subsidiaries.

(c) Other receivables and other financial assets

For other receivables and other financial assets (including cash and cash equivalents), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties. At the reporting date, the Group and the Company's maximum exposure to credit risk arising from other receivables and other financial assets is represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

The Group and the Company consider the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group and the Company compare the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information.

The maximum exposure to credit risk are disclosed in Note 13 to the financial statements, representing the carrying amount of the other receivables a recognised on the statement of financial position.

(d) Financial guarantees

The Company provides unsecured financial guarantees to financial institutions in respect of banking facilities granted to certain subsidiary companies and the default is remote. The exposure to credit risk is disclosed in Note 31 and liquidity and cashflow risk is disclosed in Note 33.4 to the financial statements, representing the total banking facilities granted to the subsidiary companies as at the reporting date.

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

33.2 Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's and of the Company's financial instruments will fluctuate because of the changes in market interest rates. The Group's and the Company's exposure to interest rate risk relates to interest-bearing financial assets and liabilities. Interest-bearing financial assets includes fixed deposits with licensed banks. Interest-bearing liabilities includes bank overdraft and lease liabilities.

The bank overdraft at floating rate exposes the Group to cash flow interest rate risk whilst lease liabilities and term loan at fixed rates expose the Group to fair value interest rate risk.

The interest rates per annum on the bank overdraft are disclosed in Note 20.

The Group adopts a strategy of mixing fixed and floating rate borrowing to minimise exposure to interest rate risk. The Company also reviews its debt portfolio to ensure favourable rates are obtained.

Sensitivity analysis for interest rate risk

Group	Change in basis point	Effect on loss for the financial year RM	Effect on equity RM
30 June 2025	+100	32,060	24,365
	-100	(32,060)	(24,365)
30 June 2024	+100	37,231	28,295
	-100	(37,231)	(28,295)

33.3 Foreign currency risk

Transactions in currencies other than the Group's and the Company's functional currency ("foreign currencies") are recorded in the functional currency using the exchange rates prevailing at the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are translated at the rates prevailing on the reporting date. Non-monetary items carried at fair value that are denominated in foreign currencies are translated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not translated.

Exchange differences arising on the settlement of monetary items, and on the translation of monetary items, are included in profit or loss for the period. 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.

The Group and the Company are not significantly exposed to foreign currency risk as the majority of the Group's and of the Company's transactions, assets and liabilities are denominated in Ringgit Malaysia. The currencies giving rise to this risk are primarily United States Dollar

Foreign exchange exposures in transactional currencies other than functional currencies of the operating entities are managed by entering into forward contracts and the borrowing amounts are kept to an acceptable level.

Currency risks arise on account of monetary assets and liabilities being denominated in a currency that is not the functional currency of the entity. The currency exposure profile of the Group's and the Company's financial assets and financial liabilities are disclosed in the respective notes to the financial statements.

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

33.3 Foreign currency risk (cont'd)

The net unhedged financial assets/(liabilities) of the Group at year end that are not denominated in Ringgit Malaysia are as follows:

Group

2025	USD RM	Total RM
Cash and bank balances	147,203	147,203
Trade and other receivables	358,480	358,480
Trade payables	(55,772)	(55,772)
	449,911	449,911
2024		
Cash and bank balances	169,639	169,639
Trade and other receivables	354,006	354,006
Trade payables	(5,639)	(5,639)
	518,006	518,006

Sensitivity analysis for foreign currency risk

Group	Change in basis point	Effect on loss for the financial year RM	Effect on equity RM
30 June 2025	+100	(449,911)	(341,932)
	-100	449,911	341,932
30 June 2024	+100	(518,006)	(393,685)
	-100	518,006	393,685

33.4 Liquidity and cash flow risk

Liquidity risk is the risk that the Group and the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities.

The Group and the Company manage liquidity risk by maintaining sufficient cash. In addition, the Group and the Company maintain bank facilities such as working capital lines deemed adequate by the management to ensure it will have sufficient liquidity to meet its liabilities when they fall due.

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

33.3 Liquidity and cash flow risk (cont'd)

The following table sets out the maturity profile of the Group's and the Company's financial liabilities as at the end of the reporting period based on undiscounted contractual cash flows.

Group

2025	Carrying amount RM	Contractual interest rate %	Contractual cash flow RM	Not later than 1 year RM	Later than 1 year but not more than 5 years RM	More than 5 years RM
Trade and other payables	6,763,490	-	6,763,490	6,763,490	-	-
Bank overdraft	3,205,967	BLR + 1.25	3,205,967	3,205,967	-	-
Lease liabilities	834,337	3.41 - 7.70	898,453	466,552	431,901	-
Deferred income	132,891		132,891	-	-	-
	10,936,685		11,000,801	10,436,009	431,901	-
2024						
Trade and other payables	3,325,952	-	3,325,952	3,325,952	-	-
Bank overdraft	3,723,088	BLR + 1.25	3,723,088	3,723,088	-	-
Lease liabilities	1,145,733	3.55 - 7.70	1,180,007	870,873	309,134	-
Deferred income	20,348		20,348	-	-	-
	8,215,121		8,249,395	7,919,913	309,134	-

Company

2025	Carrying amount RM	Contractual interest rate %	Contractual cash flow RM	Not later than 1 year RM	Later than 1 year but not more than 5 years RM	More than 5 years RM
Other payables	457,935	-	457,935	457,935	-	-
Lease liabilities	254,838	3.55 - 7.70	263,086	253,998	9,088	-
Amount due to subsidiary companies	12,725	3.30 - 6.90	12,725	12,725	-	-
Financial guarantee contracts	3,705,967	5.00	3,705,967	3,705,967	-	-
	4,431,465		4,439,713	4,430,625	9,088	-
2024						
Other payables	407,314	-	407,314	407,314	-	-
Lease liabilities	494,688	3.55 - 7.70	517,829	279,723	238,106	-
Amount due to subsidiary companies	566,842	3.30 - 6.90	566,842	566,842	-	-
Financial guarantee contracts	4,223,088	5.00	4,223,088	4,223,088	-	-
	5,691,932		5,715,073	5,476,967	238,106	-

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

33.5 Classification of financial instruments

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Financial assets				
Fair value through profit or loss (FVTPL)				
Other investment	353,000	458,900	353,000	458,900
	353,000	458,900	353,000	458,900
Amortised costs				
Trade receivables	7,774,188	6,539,504	1,743,798	1,654,634
Other receivables	313,717	334,261	138,628	112,087
Contract asset	53,888	-	-	-
Amount due from subsidiary companies	-	-	6,056,218	8,527,445
Fixed deposits with licensed banks	3,420,642	3,080,344	800,000	519,660
Cash & bank balances	2,705,582	1,439,730	91,991	564,676
	14,268,017	11,393,839	8,830,635	11,378,502
Financial liabilities				
Amortised costs				
Trade payables	5,360,443	2,309,179	-	-
Other payables	1,403,047	1,016,773	457,935	407,314
Lease liabilities	834,337	1,145,733	254,838	494,688
Bank overdraft	3,205,967	3,723,088	-	-
Deferred income	132,891	20,348	-	-
Amount due to subsidiary companies	-	-	12,725	566,842
	10,936,685	8,215,121	725,498	1,468,844

33.6 Fair value of financial instruments

Fair value hierarchy

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either in the principal market for the asset or liability or in the absence of a principal market, in the most advantageous market for the asset or liability. The principal or the most advantageous market must be accessible by the Group and the Company.

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

33.6 Fair value of financial instruments (cont'd)

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

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

Level 2: Level 2 fair value is estimated using inputs other than quoted prices included within Level 1 that are observable for the financial assets or liabilities, either directly or indirectly.

Level 3: Level 3 fair value is estimated using unobservable inputs for the financial assets or liabilities.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy based on the lowest level input that is significant to the fair value measurement as a whole.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group and the Company determine whether transfers have occurred between levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the financial year end.

Loan and borrowings and lease liability

The fair value of these financial instruments which is determine for disclosure purposes, are estimated by discounting expected future cash flows at market increment lending rate for similar types of lending, borrowing or leasing arrangements at the reporting date.

The responsibility for managing the above risks is vested with the directors. The table below analyses financial instruments that is carried at fair value.

	Financial instruments that are carried at fair value			
Group and Company	Level 1 RM	Level 2 RM	Level 3 RM	Total RM
2025				
Financial asset				
Other investment	353,000	-	-	353,000
2024				
Financial asset				
Other investment	458,900	-	-	458,900

33. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D)

33.6 Fair value of financial instruments (cont'd)

The table below analyses financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value.

Group	Financial instruments that are not carried at fair value and whose carrying amount are reasonable approximation of fair value			
	Level 1 RM	Level 2 RM	Level 3 RM	Total RM
2025				
Financial liability				
Lease liabilities	-	-	834,337	834,337
2024				
Financial liabilities				
Lease liabilities	-	-	1,145,733	1,145,733

The table below analyses financial instruments that are not carried at fair value and whose carrying amounts are reasonable approximation of fair value.

Company	Financial instruments that are not carried at fair value and whose carrying amount are reasonable approximation of fair value			
	Level 1 RM	Level 2 RM	Level 3 RM	Total RM
2025				
Financial liabilities				
Lease liabilities	-	-	254,838	254,838
2024				
Financial liabilities				
Lease liabilities	-	-	494,688	494,688

Policy on transfer between levels

The fair value of an asset or liability to be transferred between levels is determined as of the date of the event or change in circumstances that caused the transfer.

There has been no transfer between Level 1 and 2 fair values during the financial year.

Lease liabilities

The fair value of these financial instruments which is determine for disclosure purposes are estimated by discounting expected future cash flows at market increment lending rate for similar types of lending, borrowing or leasing arrangements at the reporting date.

The responsibility for managing the above risks is vested in the directors.

34. CAPITAL MANAGEMENT

The primary objective of the Group's and of the Company's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Group and the Company manage the capital structure and makes adjustments to it, in light of changes in economic conditions. No changes were made in the objectives, policies or processes during the financial year ended 30 June 2025.

The Group and the Company monitor capital using a net debt equity ratio, which is net debts divided by total capital. The Group's and the Company's net debts include lease liabilities and bank overdraft. Total capital comprises share capital and reserves attributable to equity holders of the Group and of the Company. The Group and the Company are not subject to externally imposed capital requirements.

	Group		**Company**	
	2025	2024	2025	2024
	RM	RM	RM	RM
Lease liabilities	834,337	1,145,733	254,838	494,688
Bank overdraft	3,205,967	3,723,088	-	-
Total debt	4,040,304	4,868,821	254,838	494,688
Total equity attributable to equity holders of the Group and the Company	12,189,969	13,805,532	20,642,130	27,918,179
Net debt against equity ratio	0.33	0.35	0.01	0.02

ANALYSIS OF SHAREHOLDINGS
AS AT 30 SEPTEMBER 2025

Total number of Issued Shares : 885,796,423 Ordinary Shares
Class of Equity Securities : Ordinary shares ("Shares")
Voting Rights : One (1) vote for every share held

DISTRIBUTION SCHEDULE OF SHAREHOLDERS

Size of Holdings	No. of Holders	%	No. of Shares	%
Less than 100 shares	107	4.22	4,430	*
100 – 1,000 shares	210	8.27	95,049	0.01
1,001 – 10,000 shares	694	27.34	4,639,391	0.52
10,001 – 100,000 shares	1,068	42.08	44,835,639	5.06
100,001 – less than 5% of issued shares	456	17.97	630,534,114	71.19
5% and above of issued shares	3	0.12	205,687,800	23.22
Total	**2,538**	**100.00**	**885,796,423**	**100.00**

* Negligible

SUBSTANTIAL SHAREHOLDERS' SHAREHOLDINGS
(As per the Register of Substantial Shareholders)

Name of Substantial Shareholders	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
Peh Lian Hwa	137,482,600	15.52	-	*
Datuk Koay Xing Boon	50,796,100	5.73	-	-
YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah	46,150,000	5.21	-	-

DIRECTORS' SHAREHOLDING
(As per the Register of Directors' Shareholdings)

Name of Directors	Direct		Indirect	
	No. of Shares	%	No. of Shares	%
YTM Dato' Seri DiRaja Tan Sri Tengku Abdul Hamid Thani Ibni Almarhum Sultan Badlishah	46,150,000	5.21	-	-
Peh Lian Hwa	137,482,600	15.52	-	-
Tan Sze Chong	24,029,066	2.71	17,667,666*	1.99
Datuk Koay Xing Boon	50,796,100	5.73	-	-
Tan Boon Wooi	33,065,000	3.73	9,316,300#	1.05
Datuk Abd Hamid Bin Abu Bakar	-	-	-	-
Fairuz Kartini Binti Ahmad	-	-	-	-

Note: * Deemed interested by virtue of his spouse's interest in Technodex Bhd.
Deemed interested by virtue of his interest in Lian Soon Express Sdn. Bhd. pursuant to Section 8(4) of the Companies Act, 2016.

30 LARGEST SECURITIES ACCOUNT HOLDERS

(without aggregating securities from different securities accounts belonging to the same person)

No.	Name	No. of Shares Held	%
1.	Mercsec Nominees (Tempatan) Sdn. Bhd. *- Pledged securities account for Peh Lian Hwa*	108,741,700	12.28
2.	Mercsec Nominees (Tempatan) Sdn. Bhd. *- Pledged securities account for Koay Xing Boon*	50,796,100	5.74
3.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. *- Pledged securities account for Tengku Abdul Hamid Thani Ibni Sultan Badlishah (MY3722)*	46,150,000	5.21
4.	Amsec Nominees (Tempatan) Sdn. Bhd. *- Pledged securities account for Yeoh Guan Fook*	37,380,400	4.22
5.	Kenanga Nominees (Tempatan) Sdn. Bhd. *- Pledged securities account for Tan Boon Wooi*	33,065,000	3.73
6.	Mok Shiaw Hang	29,280,000	3.31
7.	Amsec Nominees (Tempatan) Sdn. Bhd. *- Pledged securities account – AmBank (M) Berhad for Peh Lian Hwa (Smart)*	28,740,900	3.25
8.	Tew Ah Keng	25,100,000	2.83
9.	Ong San Leong	24,063,500	2.72
10.	Tan Sze Chong	24,029,066	2.71
11.	Amsec Nominees (Tempatan) Sdn. Bhd. *- Pledged securities account for Keh Chuan Seng*	23,014,900	2.60
12.	Heng Ling Jy	15,667,666	1.77
13.	Maybank Nominees (Tempatan) Sdn. Bhd. *- Maybank Private Wealth Management for Foong Kuok Jian (PW-M00088)(197120)*	13,444,800	1.52
14.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. *- Pledged securities account for Yeo Ann Seck (MY0696)*	13,000,000	1.47
15.	Amsec Nominees (Tempatan) Sdn. Bhd. *- Pledged securities account – AmBank (M) Berhad for Keh Chuan Seng (Smart)*	11,944,100	1.35
16.	Tan Yaw Hock	11,196,500	1.26
17.	Tew Ah Keng	10,999,000	1.24
18.	Ong San Leong	10,000,000	1.13
19.	Li Dan	9,980,700	1.13
20.	Saw Chee Leong	9,694,000	1.09
21.	Mersec Nominees (Tempatan) Sdn. Bhd. *- Pledged securities account for Choong Chee Meng*	9,540,000	1.08
22.	Lian Soon Express Sdn. Bhd.	9,316,300	1.05
23.	Alice Lim Lay Koon	8,500,000	0.96
24.	Gentry Loh Guo Xiong	7,200,000	0.81
25.	Ong Mei Ling	6,580,500	0.74
26.	Alliancegroup Nominees (Tempatan) Sdn. Bhd. *- Pledged securities account for Lui Yuen Qiu (7001122)*	6,014,650	0.68
27.	Kerk Lee Hua	5,735,000	0.65
28.	Chong Siew Chui	5,518,866	0.62
29.	Maybank Nominees (Tempatan) Sdn. Bhd. *- Ooi Sze Jeat*	5,510,000	0.62
30.	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. *- Pledged securities account for Tew Ah Keng (MY2561)*	5,300,000	0.60

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Twenty-First Annual General Meeting ("21st AGM" or "Meeting") of TECHNODEX BHD. ("TDEX or "the Company") will be held at the Function Room 1 & 2 (Level 1), Main Lobby, Kuala Lumpur Golf & Country Club (KLGCC), 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur on Wednesday, 10 December 2025 at 11:00 a.m. or at any adjournment thereof, to transact the following businesses with or without any modifications:

AGENDA

As Ordinary Business:

1. To receive the Audited Financial Statements for the financial year ended 30 June 2025 together with the reports of the Directors and Auditors thereon. **Please refer to Explanatory Note 1**

2. To approve the payment of Directors' fees and/or benefits of up to RM360,000.00 for the period commencing from the date immediately after this 21st AGM until the date of the next Annual General Meeting ("AGM") of the Company. **Ordinary Resolution 1**

3. To re-elect the following Directors who retire by rotation pursuant to Clause 85 of the Company's Constitution:-

   (i) Datuk Abd Hamid Bin Abu Bakar **Ordinary Resolution 2**

   (ii) Datuk Koay Xing Boon **Ordinary Resolution 3**

4. To note the retirement of CAS Malaysia PLT as Auditors of the Company at the conclusion of the 21st AGM. **Please refer to Explanatory Note 4**

5. To grant mandate to the Board of Directors ("Board") to appoint new Auditors. **Ordinary Resolution 4**

   To consider and if though fit, to pass the following ordinary resolution:-

   THAT following the retirement of CAS Malaysia PLT as Auditors of the Company at the conclusion of 21st AGM, the Board be and is hereby authorised to identify and appoint new Auditors of the Company to fill the vacancy in accordance with Section 271(5) of the Companies Act 2016, and that such new Auditors shall hold office until the conclusion of the next AGM at a remuneration to be agreed upon between the Directors and the newly appointed Auditors.

As Special Business:
To consider and if thought fit, pass the following resolution:

6. **GENERAL AUTHORITY FOR THE DIRECTORS TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 ("ACT")** **Ordinary Resolution 5**

   "THAT subject always to the Constitution of the Company, the Act, the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant governmental/regulatory authorities, where required, the Directors of the Company, be and are hereby authorised and empowered pursuant to Sections 75 and 76 of the Act, to issue and allot new ordinary shares in the Company ("Shares") to such persons, at any time, and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) at any point of time ("Mandate") AND the Directors be and also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Securities AND such authority shall continue in force until the conclusion of the next AGM of the Company held next after the approval was given or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is the earlier.

   AND THAT the new Shares to be issued pursuant to the Mandate, shall, upon issuance and allotment, rank pari passu 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 any other forms of distribution that which may be declared, made or paid before the date of allotment of such new Shares."

7. To transact any other business of which due notice shall have been given.

By order of the Board

TEA SOR HUA (MACS 01324) (SSM PC NO. 201908001272)
LEE XIANG YEE (MAICSA 7068124) (SSM PC NO. 202408000069)
Company Secretaries

Petaling Jaya, Selangor Darul Ehsan
31 October 2025

Notes:

(a) A member who is entitled to attend, participate, speak and vote at the Meeting shall be entitled to appoint more than one (1) proxy to attend, participate, speak and vote at the Meeting in his/her stead. Where a member appoints more than (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.

(b) A proxy may, but need not, be a member of the Company. A member may appoint any person to be his proxy. A proxy appointed to attend, speak, and vote at the Meeting shall have the same rights as the member to speak at the Meeting.

(c) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.

(d) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple 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. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.

(e) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.

(f) To be valid, the instrument appointing a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time for holding the Meeting or adjourned Meeting:-

    (i) **In hard copy form**

    In the case of an appointment made in hard copy form, the proxy form must be deposited at the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.

    (ii) **By Electronic Form**

    The proxy form can be electronically submitted via e-mail to bsr.helpdesk@boardroomlimited.com (for Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee only) or submitted via Boardroom Smart Investor Portal at http://investor.boardroomlimited.com.

(g) For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 63(b) of the Company's Constitution to issue a General Meeting Record of Depositors as at 3 December 2025. Only members whose names appear in the General Meeting Record of Depositors as at 3 December 2025 shall be regarded as members and entitled to attend, participate, speak and vote at the Meeting.

(h) All the resolutions set out in this Notice of the Meeting will be put to vote by poll.

(i) The members are advised to refer to the Administrative Notes on the registration process for the Meeting.

EXPLANATORY NOTES

1. **Item 1 of the Agenda – Audited Financial Statements for the financial year ended 30 June 2025**

    This Agenda is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require the formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda is not put forward for voting.

2. **Item 2 of the Agenda – Directors' Fees and/or Benefits**

    Pursuant to Section 230(1) of the Act, the Directors' fees and/or any benefits payable to the Directors of a listed company and its subsidiaries shall be approved by the shareholders at a general meeting. This resolution is to facilitate payment of Directors' fees and/or benefits for the period commencing from the date immediately after this 21st AGM until the date of the next AGM of the Company. In the event the proposed amount is insufficient due to more meetings or an enlarged Board size, approval will be sought at the next AGM for such shortfall.

3. Item 3 of the Agenda – Re-election of Directors

Clause 85 of the Company's Constitution provides that one-third (1/3) of the Directors of the Company for the time being or if their number is not a multiple of three (3), then the number nearest to one-third (1/3) shall retire by rotation at an AGM of the Company and be eligible for re-election provided always that all Directors shall retire from office at least once every three (3) years but shall be eligible for re-election.

Following thereof, Datuk Abd Hamid Bin Abu Bakar and Datuk Koay Xing Boon will retire pursuant to Clause 85 of the Company's Constitution (collectively referred to as "Retiring Directors"). The Retiring Directors being eligible, have offered themselves for re-election at the Meeting.

The Board has endorsed the Nomination and Remuneration Committee's recommendation to seek shareholders' approval to re-elect the Retiring Directors as they possess the required skill sets to facilitate and contribute to the Board's effectiveness and value.

The Retiring Directors had abstained from all deliberations and decisions on their own eligibility to stand for re-election at the Board meeting.

The details and profiles of the Retiring Directors are provided in the Company's Annual Report 2025.

4. Items 4 and 5 of the Agenda – Retirement and Appointment of Auditors

CAS Malaysia PLT has recently informed the Company of their decision not to seek for re-appointment as Auditors of the Company at the 21st AGM. To avoid any delay in the statutory audit process, the Board seeks shareholders' approval to authorise the Directors to appoint new Auditors and to determine their remuneration accordingly. The appointment will be made in compliance with the provisions of the Act, and a further announcement will be made upon the appointment of the new Auditors in due course.

5. Item 6 of the Agenda – General Authority for the Directors to allot and issue shares pursuant to Sections 75 and 76 of the Act

The Ordinary Resolution 5 proposed under item 6 of the Agenda is to seek a general mandate for issuance and allotment of shares by the Company pursuant to Sections 75 and 76 of the Act. This Ordinary Resolution, if passed, will empower the Directors to issue and allot new Shares in the Company up to an amount not exceeding in total ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) for such purposes as the Directors consider would be in the interest of the Company. This authority, unless revoked or varied by the Company at a general meeting, will expire at the conclusion of the next AGM or the expiration of the period within which the next AGM is required by law to be held, whichever is earlier.

This general mandate will provide flexibility to the Company for issuance and allotment of shares for any possible fund-raising activities, including but not limited to further placing of shares, for the purpose of funding future investment project(s), working capital and/or acquisition(s), investments and/or for issuance of shares as a form of settlement of purchase consideration or repayment of borrowings or debt settlement / repayment or such other applications as the Directors may deem fit and expedient in the best interest of the Company.

The Company had at its Twentieth AGM held on 10 December 2024 ("20th AGM"), obtained a general mandate pursuant to Sections 75 and 76 of the Act from its shareholders, to empower the Directors to issue and allot Shares in the Company to such persons, at any time, and upon such terms and conditions and for such purposes, as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued Shares of the Company (excluding treasury shares, if any) at any point in time ("General Mandate"). This General Mandate will expire at the conclusion of the 21st AGM.

The Company had undertaken a private placement exercise pursuant to the General Mandate ("Private Placement"). As at the date of this Notice, the Company had issued a total of 42,000,000 new ordinary shares under the Private Placement and raised total proceeds of RM1,848,000.00.

The details of utilisation of proceeds raised from the Private Placement were as follows:

Description	Amount of Proceed Raised (RM'000)	Actual Utilisation (RM'000)	Balance Unutilised (RM'000)	Intended Time Frame for Utilisation
Information Technology contracts and/or orders	1,428	(500)	928	Within 12 months
Working capital	-	-	-	Within 12 months
Expenses in relation to the Private Placement	420	(224)	196	Within 1 month
TOTAL	**1,848**	**(724)**	**1,124**	

TECHNODEX BHD.
[Registration No.: 200301025214 (627634-A)]
(Incorporated in Malaysia)

ADMINISTRATIVE DETAILS OF THE TWENTY-FIRST ("21ST") ANNUAL GENERAL MEETING ("AGM")

Meeting Date	:	Wednesday, 10 December 2025
Time	:	11:00 a.m.
Venue	:	Function Room 1 & 2 (Level 1), Main Lobby, Kuala Lumpur Golf & Country Club (KLGCC), 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur

REGISTRATION

(i) Registration will start at 10:00 a.m. at Function Room 1 & 2 (Level 1), Main Lobby, Kuala Lumpur Golf & Country Club (KLGCC), 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur, Malaysia.

(ii) Please present your original MyKad/passport to the registration staff for verification.

(iii) Upon verification, you are required to write your name and sign the attendance list placed on the registration table.

(iv) You will be given an identification wristband with a personalised QR Code upon registration and only be allowed to enter the meeting hall if you are wearing the identification wristband. Please retain the identification wristband for voting.

(v) If you are attending the meeting as a member as well as a proxy, you will be registered once and will be given only one identification wristband to enter the meeting hall.

(vi) No person will be allowed to register on behalf of another person even with the original MyKad/passport of the other person.

DIGITAL COPIES OF AGM DOCUMENTS

As part of our dedicated commitment to sustainable practices, please scan the QR code for the following documents of the Company, which are also available on and can be downloaded from Bursa Malaysia Securities Berhad's website at https://www.bursamalaysia.com/ under Company Announcements and the Company's website at www.technodex.com.

1. Annual Report 2025
2. Corporate Governance Report 2025
3. Notice of the 21st AGM and Proxy Form
4. Administrative Notes

Shareholders of the Company who wish for a printed copy of the Annual Report 2025 should submit your request to the email address at finance@technodex.com and must provide all the required information accurately, i.e. full name, CDS Account Number, full mailing address and shareholder's mobile number. However, please consider the environmental concern before you decide to request for the printed copy.

ENTITLEMENT TO PARTICIPATE AND VOTE

In respect of deposited securities, only shareholders whose names appear on the Record of Depositors on 3 December 2025 (General Meeting Record of Depositors) shall be eligible to attend the 21st AGM and/or appoint proxy(ies) to attend, participate and/or vote on his/her behalf.

APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

In accordance with the Company's Constitution, shareholders are entitled to vote at the AGM either personally, electronically or by proxy. As the 21st AGM will be conducted at Function Room 1 & 2 (Level 1), Main Lobby, Kuala Lumpur Golf & Country Club (KLGCC), 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur, Malaysia, shareholders who are unable to participate in the AGM are encouraged to appoint the Chairman of the Meeting as his/her proxy and indicate the voting instructions in the Proxy Form. All Proxy Forms and documents relating to the appointment of proxy/proxies or attorney or authorised corporate representative for the AGM whether in hard copy or by electronic means must be deposited with or submitted to Boardroom no later than 11:00 a.m. on Monday, 8 December 2025.

The appointment of Proxy may be made in hard copy or electronic form as follows:

1. **In hard copy form**
   Shareholders may deposit the duly executed proxy form at the Share Registrar's office of the Company, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan.

2. **In electronic form**
   The proxy form can be electronically submitted via the Boardroom Smart Investor Portal ("BSIP") at https://investor.boardroomlimited.com. The steps are as follows:

Step 1 – Register Online with BSIP (for first time registration only)
[Note: If you have already signed up with BSIP, you are not required to register again. You may proceed to Step 2 – eProxy Lodgement.

- Access the website at https://investor.boardroomlimited.com.
- Click "Register" to sign up as a user.
- Complete registration with all the required information. Upload and attach a softcopy of your Identity Card (NRIC) (front and back) or Passport. Click "Register".
- You will receive an email from BSIP Online for email address verification. Click on "Verify Email Address" from the email received to continue with the registration.
- For corporate shareholder, kindly upload the authorisation letter as well. Click "Sign up".
- Once your email address is verified, you will be re-directed to BSIP Online for verification of mobile number.
- Click on "Request OTP Code" and an OTP code will be sent to the registered mobile number. You will need to enter the OTP code and click "Enter" to complete the process.
- Once your mobile number is verified, registration of your new BSIP account will be pending for final verification.
- An email will be sent to you to inform the approval of your BSIP account within one (1) business day.
- Subsequently, you can login at https://investor.boardroomlimited.com with the email address and password filled up by you during the registration to proceed.

Step 2 – eProxy Lodgement

Individual and Corporate Shareholder
- Log in to https://investor.boardroomlimited.com using your user ID and password from Step 1 above.
- Select [TECHNODEX BHD. (21st) ANNUAL GENERAL MEETING] from the list of Meeting Event and click "Enter".
- Click "Submit eProxy form".
- Read and accept the General Terms and Conditions and enter your CDS account number.
- Enter your CDS account number and the number of shares held.
- Select your proxy — either the Chairman of the meeting or individual named proxy(ies) and enter the required particulars of your proxy(ies).
- Indicate your voting instructions — FOR or AGAINST or ABSTAIN. If you wish to have your proxy(ies) to act upon his/her discretion, please indicate DISCRETIONARY.
- Review and confirm your proxy(ies) appointment. Click "Apply". Download or print the eProxy form as acknowledgement.

Authorised Nominee and Exempt Authorised Nominee
- Login to https://investor.boardroomlimited.com using your user ID and password from Step 1 above.
- Select [TECHNODEX BHD. (21st) ANNUAL GENERAL MEETING] from the list of Meeting Event and click "Enter".
- Click on "Submit eProxy Form".
- Select the company you would like to represent.
- Proceed to download the file format for "Submission of Proxy Form" from the investor portal.
- Prepare the file for the appointment of proxy(ies) by inserting the required data.
- Proceed to upload the duly completed proxy(ies) appointment file.
- Review and confirm your proxy(ies) appointment and click "Submit".
- Download or print the eProxy Form as acknowledgement.

REVOCATION OF PROXY

If you have submitted your Proxy Form and subsequently decide to appoint another person or wish to participate in our AGM by yourself, please write in to bsr.helpdesk@boardroomlimited.com to revoke the earlier appointed proxy forty-eight (48) hours before the AGM. On revocation, your proxy(ies) will not be allowed to participate in the 21st AGM. In such event, you should advise your proxy accordingly.

VOTING PROCEDURE

- In accordance with Rule 8.31A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, the voting at the AGM will be conducted by poll. The Company has appointed Boardroom Share Registrars Sdn. Bhd. as the Poll Administrator to conduct the poll by way of electronic polling ("e-Polling") and Sky Corporate Services Sdn. Bhd. as the Scrutinisers to verify and validate the poll results.
- During the AGM, the Chairman will invite the Poll Administrator to brief on the e-Polling housekeeping rules. The voting session will commence as soon as the Chairman calls for the poll to be opened and until such time when the Chairman announces the closure of the poll.
- For the purpose of this AGM, Shareholder/Proxy will be ushered by the Poll Administrator representatives to the polling stations to cast their votes via e-Polling.
- Upon completion of the voting session, the Scrutineers will verify the poll results followed by the Chairman's declaration whether the resolutions are duly carried or otherwise.

PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS

Shareholders may submit questions to the Board in advance of the 21st AGM by emailing to general@technodex.com no later than 11:00 a.m. on Monday, 8 December 2025. The Board will endeavor to respond to the questions received at the AGM.

NO RECORDING OR PHOTOGRAPHY

Strictly no recording or photography of proceedings of the 21st AGM is allowed.

ENQUIRY

If you have any enquiries prior to the AGM, please contact the following during office hours from Monday to Friday (9:00 a.m. to 5:00 p.m.):

Technodex Bhd.
Unit E-07-03, Menara Suezcap 2
KL Gateway
No. 2, Jalan Kerinchi,
Gerbang Kerinchi Lestari
59200 Kuala Lumpur
Malaysia
General Line : +018 227 5383
Email : finance@technodex.com

Boardroom Share Registrars Sdn. Bhd.
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan
Malaysia
General Line : +603-7890 4700
Fax Number : +603-7890 4670
Email : bsr.helpdesk@boardroomlimited.com

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member of the Company has consented to the use of such data for purposes of processing and administration by the Company (or its agents); and to comply with any laws, listing rules, regulations and/or guidelines. The member agrees that he/she will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the shareholder's breach of warranty.

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PROXY FORM

TechnoDex

TECHNODEX BHD.
[Registration No.: 200301025214 (627634-A)]
(Incorporated in Malaysia)

NO. OF SHARES HELD	
CDS ACCOUNT NO.	

I/We*____NRIC/Passport/RegistrationNo.*____________________________of
[full name in capital letters]

____
[full address]

with email address______________________________________mobile phone no.______________________________

being a member/members* of TECHNODEX BHD. (“the Company”) hereby appoint(s):-

Full Name (in capital letters)	NRIC/Passport No.:	Proportion of Shareholdings	
		No. of shares	%
Full Address (in capital letters)			
Contact No.:			
Email Address:			

and/or *

Full Name (in capital letters)	NRIC/Passport No.:	Proportion of Shareholdings	
		No. of shares	%
Full Address (in capital letters)			
Contact No.:			
Email Address:			

or failing him/her*, the Chairman of the Meeting as my/our* proxy to vote for me/us* on my/our* behalf at the Twenty-First Annual General Meeting of the Company (“21st AGM” or “Meeting”) to be held at the Function Room 1 & 2 (Level 1), Main Lobby, Kuala Lumpur Golf & Country Club (KLGCC), 10, Jalan 1/70D, Off Jalan Bukit Kiara, 60000 Kuala Lumpur on Wednesday, 10 December 2025 at 11:00 a.m. or at any adjournment thereof.

Please indicate with an “X” in the appropriate spaces how you wish your votes to be cast. If no specific direction as to vote is given, the Proxy will vote or abstain from voting at his/her discretion.

No.	Ordinary Resolutions	For	Against
1.	To approve the payment of Directors’ fees and/or benefits of up to RM360,000.00 for the period commencing from the date immediately after this 21st AGM until the date of the next AGM of the Company.		
2.	To re-elect Datuk Abd Hamid Bin Abu Bakar as a Director of the Company.		
3.	To re-elect Datuk Koay Xing Boon as a Director of the Company.		
4.	To grant mandate to the Board of Directors to appoint new Auditors.		
5.	To approve the general authority for the Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016.		

** delete whichever not applicable.*

Dated this ____________________day of____________________, 2025

____
Signature of Member(s) /
Common Seal

NOTES:

(a) A member who is entitled to attend, participate, speak and vote at the Meeting shall be entitled to appoint more than one (1) proxy to attend, participate, speak and vote at the Meeting in his/her stead. Where a member appoints more than (1) proxy, he/she shall specify the proportion of his/her shareholdings to be represented by each proxy.
(b) A proxy may but need not be a member of the Company. A member may appoint any person to be his proxy. A proxy appointed to attend, speak, and vote at the Meeting shall have the same rights as the member to speak at the Meeting.
(c) Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
(d) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple 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. The appointment of multiple proxies shall not be valid unless the proportion of its shareholdings represented by each proxy is specified.
(e) The instrument appointing a proxy shall be in writing under the hand of the appointor or his attorney duly authorised in writing or, if the appointor is a corporation, either under the seal or under the hand of an officer or attorney duly authorised.
(f) To be valid, the instrument appointing a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than forty-eight (48) hours before the time for holding the Meeting or adjourned Meeting:-
    (i) In hard copy form
    In the case of an appointment made in hard copy form, the proxy form must be deposited at the Company’s Share Registrar, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan, Malaysia.
    (ii) By Electronic Form
    The proxy form can be electronically submitted via e-mail to bsr.helpdesk@boardroomlimited.com (for Corporate Shareholders, Authorised Nominee and Exempt Authorised Nominee only) or submitted via Boardroom Smart Investor Portal at http://investor.boardroomlimited.com.
(g) For the purpose of determining a member who shall be entitled to attend the Meeting, the Company will be requesting Bursa Malaysia Depository Sdn. Bhd. in accordance with Clause 63(b) of the Company’s Constitution to issue a General Meeting Record of Depositors as at 3 December 2025. Only members whose names appear in the General Meeting Record of Depositors as at 3 December 2025 shall be regarded as members and entitled to attend, participate, speak and vote at the Meeting.
(h) All the resolutions set out in this Notice of the Meeting will be put to vote by poll.
(i) The members are advised to refer to the Administrative Notes on the registration process for the Meeting.

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AFFIX
STAMP

The Share Registrar of

TechnoDex Bhd.

[Registration No.: 200301025214 (627634-A)]

Boardroom Share Registrars Sdn Bhd
Ground Floor or 11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan

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TechnoDex Bhd
[Registration No.: 200301025214 (627634-A)]
Unit E-07-03, Menara Suezcap 2,
KL Gateway, No. 2 Jalan Kerinchi,
Gerbang Kerinchi Lestari,
59200 Kuala Lumpur,
Malaysia.
Tel: 6018-227 5383

www.technodex.com