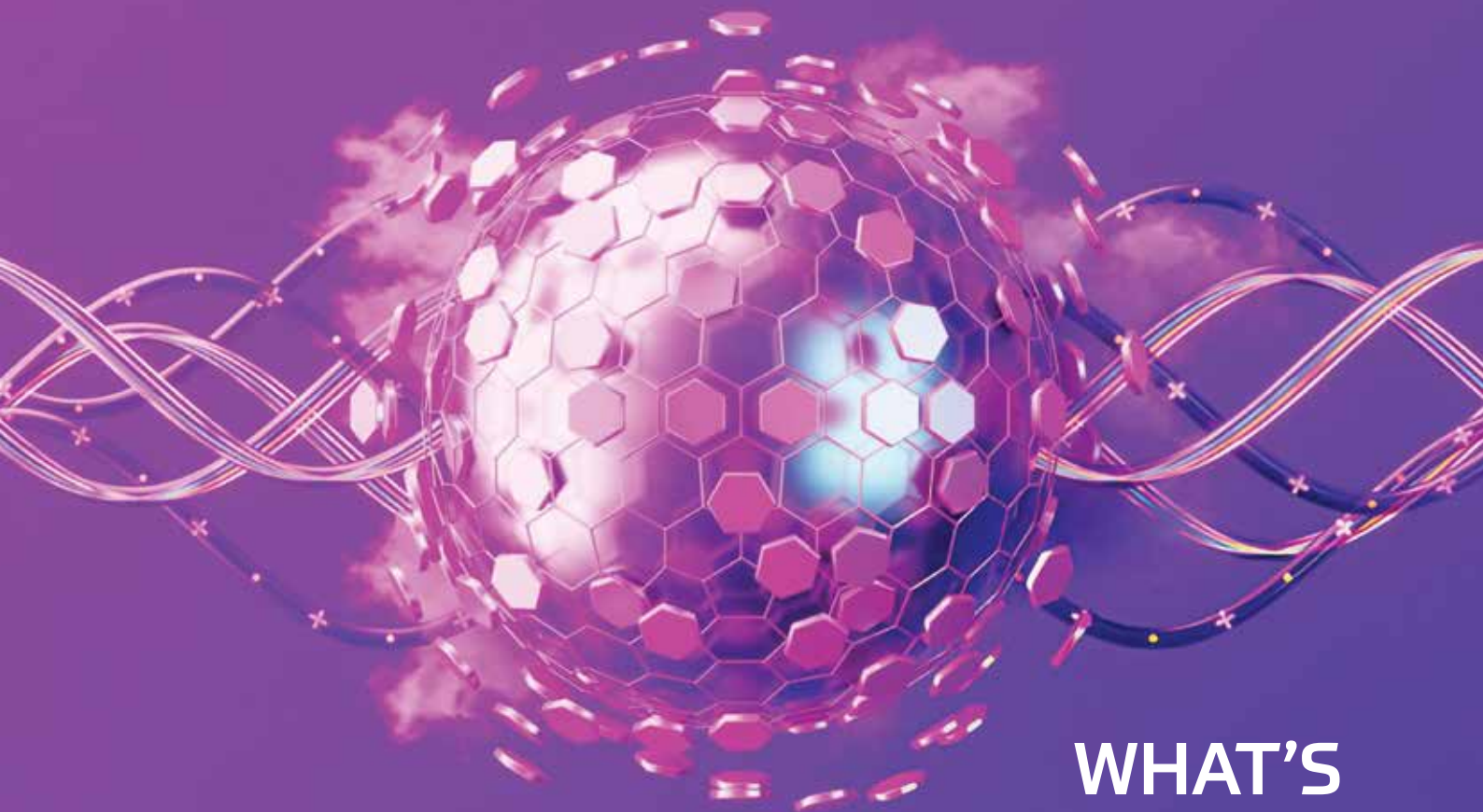




**ARB BERHAD**  
199701033435 (448934-M)

Annual  
Report  
**2025**





# WHAT'S INSIDE

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## WHO WE ARE



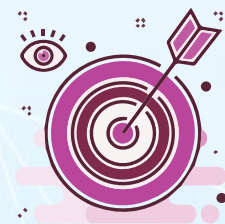
### WE ARE ARB

Established in Malaysia in October 1997 and listed on the Main Market of Bursa Malaysia in February 2004, ARB Berhad ("the Group") has successfully transitioned from its origins in the timber industry to become a specialist in IT solutions.

In April 2019, the Group underwent a strategic corporate transformation and rebranded as ARB Berhad to reinforce our new corporate identity and core values. This diversification has since driven substantial growth, enabling us to secure high-value contracts and establish a global network of premier clients and partners. Reflecting this evolution, ARB officially transitioned its listing to the Technology sector (Software Sub-Sector) in April 2020. Most recently, in December 2023, the Group streamlined its portfolio by demerging the IoT segment.

Currently, our core focus lies in Cloud, CRM, and Platform solutions, a strategy designed to minimize dependency on third-party vendors while aggressively expanding our market share. This impressive growth is a testament to our seasoned management team, whose multifaceted expertise has been vital to our achievements. Guided by this strong leadership and a steadfast commitment to excellence, we are well-positioned to maintain our growth momentum and reach even more ambitious milestones.

### OUR VISION



Developing innovative AI and robotics technology solutions that are sustainable and designed to benefit future generations

## WHO WE ARE (CONT'D)



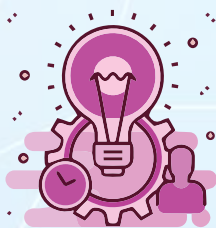
### Obstacles is an opportunity

- Dare to accept failures and move forward with hope

### Innovation is Our Drive

- A commitment to innovation and excellence

## OUR MISSION



We continuously develop our technology capabilities and industry expertise, while optimising resources to deliver innovative solutions and services that broaden our market reach, increase revenue, and sustain our profitability

### Teamwork

- To work towards a common objective
- Believe in the team means believe in success

### Commitment

- Dedicated to keep promise to our customers, business partners and suppliers



## THIS IS WHAT WE DO

The global digital economy is evolving rapidly, driven by advancements in artificial intelligence, intelligent automation, cloud computing, and data-driven technologies. These innovations are transforming how organisations operate, compete, and deliver value.

In Malaysia, national initiatives such as the implementation of the National Fourth Industrial Revolution (4IR) Policy and Malaysia Digital Economy Blueprint are accelerating digital adoption and strengthening the country's technology ecosystem.

ARB is dedicated to providing high-impact IT solutions and services that support a sustainable future in response to the Malaysia's digital transformation. Our portfolio is built on innovation, specifically tailored to meet the ever-evolving requirements of our clients. These offerings include comprehensive solutions in Cloud, CRM, and Platform technologies.

### ► What is Cloud?

Cloud computing refers to a system that delivers hosted services over the internet. It enables users to access computing resources and IT infrastructure on demand, promoting flexibility, scalability, and improved operational efficiency.

### ► What is CRM?

Customer Relationship Management (CRM) is a set of integrated, data-driven software solutions used to manage and store information about existing and potential customers. Its main goal is to strengthen relationships, improve internal processes, and support long-term business growth through better customer engagement.

### ► What is Platform?

A platform is a cloud-based environment that combines software, hardware, and technology to support business operations and IT systems. It acts as a foundation for managing workflows and improving customer interaction, while also enabling the sourcing and use of hardware and software solutions within an integrated system. Our platform segment includes the provision of hardware trading.

### ► What we provide?

The Group is a technology solutions provider specialising in enterprise digital transformation. Our offerings are designed to help organisations harness technology to enhance performance, drive growth, and build sustainable value.

#### **Custom Solution Development**

Designing and implementing tailored business solutions to meet the unique requirements of organisations across diverse industries.

#### **Process Optimization**

Streamlining business operations and workflows to improve efficiency, agility, and long-term organisational performance.

#### **Seamless Integration & Support**

Delivering end-to-end implementation, system integration, and technical support to ensure smooth adoption of new technologies and transformation initiatives.

## 5 YEARS GROUP FINANCIAL HIGHLIGHTS

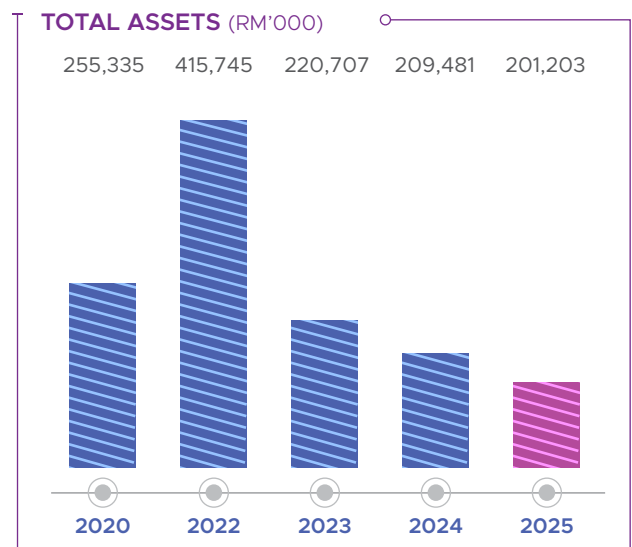
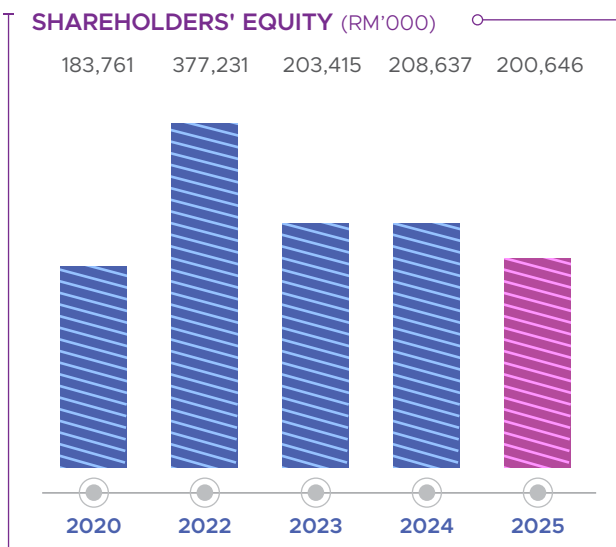
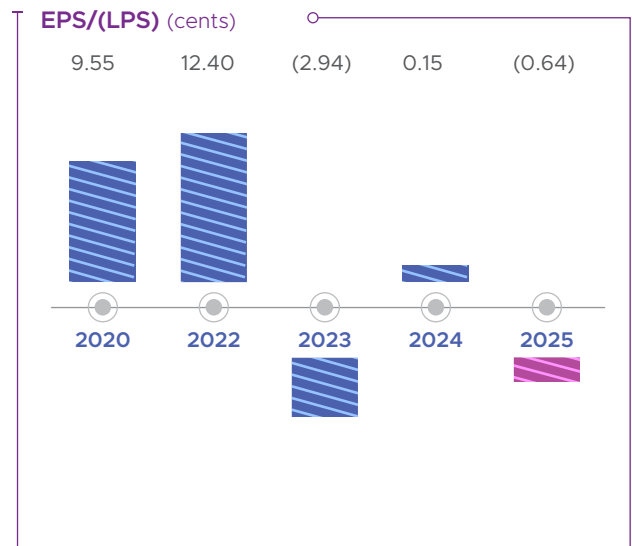
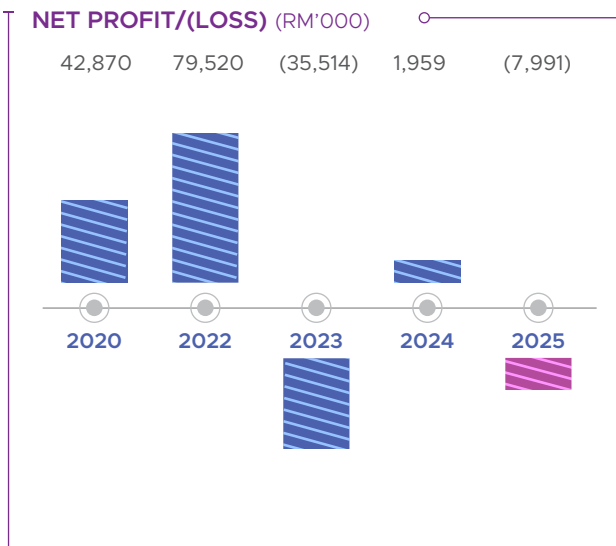
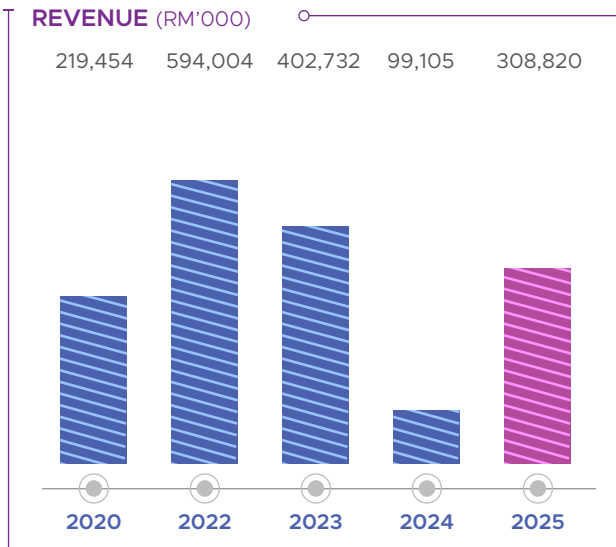
| Year ended                                      | 31 December<br>2020 | 30 June <sup>*</sup><br>2022 | 31 December <sup>**</sup><br>2023 | 31 December<br>2024 | 31 December<br>2025 |
|---|---------------------|------------------------------|-----------------------------------|---------------------|---------------------|
| <b>Results (RM'000)</b>                         |                     |                              |                                   |                     |                     |
| Revenue   | 219,454             | 594,004                      | 402,732                           | 99,105              | 308,820             |
| Profit/(Loss) before tax                        | 44,223              | 96,197                       | (58,338)                          | 2,097               | (7,976)             |
| Net profit/(loss)                               | 42,870              | 79,520                       | (35,514)                          | 1,959               | (7,991)             |
| EPS/(LPS) (cents)                               | 9.55                | 12.40                        | (2.94)                            | 0.15                | (0.64)              |
| <b>Statement of Financial Position (RM'000)</b> |                     |                              |                                   |                     |                     |
| Share capital                                   | 93,290              | 196,935                      | 199,673                           | 201,606             | 201,606             |
| Shareholders' equity                            | 183,761             | 377,231                      | 203,415                           | 208,637             | 200,646             |
| Total assets                                    | 255,335             | 415,745                      | 220,707                           | 209,481             | 201,203             |
| Share Capital<br>(number of shares '000)        | 454,924             | 1,216,435                    | 1,235,990                         | 1,249,802           | 1,249,802           |
| Net assets per share (RM)                       | 0.40                | 0.31                         | 0.16                              | 0.17                | 0.16                |
| <b>Ratio (%)</b>                                |                     |                              |                                   |                     |                     |
| PBT/(LBT) margin                                | 20.2                | 16.2                         | (14.5)                            | 2.1                 | (2.6)               |
| Return on shareholders equity                   | 23.3                | 21.1                         | (17.5)                            | 0.9                 | (4.0)               |

\* In financial period 2022, the Group has changed its financial year end from 31 December to 30 June (18-months)

\*\* In financial period 2023, the Group has changed its financial year end from 30 June to 31 December (18-months)



## 5 YEARS GROUP FINANCIAL HIGHLIGHTS (CONT'D)



# CORPORATE INFORMATION

## BOARD OF DIRECTORS



### YUEN YA TING

Independent Non-Executive  
Chairperson

### HONG ZI SHEN

Executive Director

### KHOR CHIN MENG

Independent Non-Executive  
Director

### AIMAN AFFUDIN BIN RAMLEE

Independent Non-Executive  
Director

### AUDIT COMMITTEE

#### *Chairman*

#### **Khor Chin Meng**

*Independent Non-Executive Director*

#### *Member*

#### **Yuen Ya Ting**

*Independent Non-Executive  
Chairperson*

#### **Aiman Afiffudin Bin Ramlee**

*Independent Non-Executive Director*

### REMUNERATION COMMITTEE

#### *Chairman*

#### **Aiman Afiffudin Bin Ramlee**

*Independent Non-Executive Director*

#### *Member*

#### **Khor Chin Meng**

*Independent Non-Executive Director*

#### **Yuen Ya Ting**

*Independent Non-Executive  
Chairperson*

### NOMINATION COMMITTEE

#### *Chairman*

#### **Aiman Afiffudin Bin Ramlee**

*Independent Non-Executive Director*

#### *Member*

#### **Khor Chin Meng**

*Independent Non-Executive Director*

#### **Yuen Ya Ting**

*Independent Non-Executive  
Chairperson*

### COMPANY SECRETARY

#### **TAN TONG LANG**

(MAICSA 7045482/  
SSM PC No. 202208000250)

### REGISTERED OFFICE

B-21-1, Level 21, Tower B  
Northpoint Mid Valley City  
No. 1, Medan Syed Putra Utara  
59200 Kuala Lumpur  
Wilayah Persekutuan  
Tel No.: 03-9770 2200  
Fax No.: 03-2201 7774  
Email: boardroom@boardroom.com.my

### HEAD OFFICE/PRINCIPAL PLACE OF BUSINESS

No. 29-3A, Q Sentral  
2A, Jalan Stesen Sentral 2  
Kuala Lumpur Sentral  
50470 Kuala Lumpur  
Tel No.: 03 - 2276 5955

### AUDITORS

Messrs Jamal,  
Amin & Partners (AF1067)  
Chartered Accountants  
No. 62-1, 1<sup>st</sup> Floor, Jalan 2/23A  
Off Jalan Genting Klang  
Taman Danau Kota, Setapak  
53300 Kuala Lumpur  
Tel no: 03-4142 1626  
Email: jap@jamalamin.com.my

### PRINCIPAL BANKERS

CIMB Bank Berhad

### SHARE REGISTRAR

Aldpro Corporate Services Sdn Bhd  
B-21-1, Level 21, Tower B  
Northpoint Mid Valley City  
No. 1, Medan Syed Putra Utara  
59200 Kuala Lumpur  
Wilayah Persekutuan  
Tel No.: 03 -9770 2200  
Fax No.: 03 -2201 7774  
Email: admin@aldpro.com.my

### STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia  
Securities Berhad  
Stock name: ARBB (7181)

### WEBSITE

www.arbberhad.com

### INVESTOR RELATIONS

Email: contact@arbberhad.com

# PROFILE OF BOARD OF DIRECTORS

## YUEN YA TING

Independent Non-Executive Chairperson



45 years



Malaysian



Female

### DATE OF APPOINTMENT

17 November 2022

### DATE OF RE-DESIGNATION

28 December 2023

### MEMBERSHIP(S) OF BOARD COMMITTEES

- Audit Committee (Member)
- Nomination Committee (Member)
- Remuneration Committee (Member)

### QUALIFICATION(S)

- Associate member of The Malaysian Institute of Chartered Secretaries and Administrators (MAICSA)
- Professional Diploma in Corporate Administration

### WORKING EXPERIENCE(S) AND OCCUPATION(S)

Ms Yuen Ya Ting ("Ms Julia") has more than 20 years of professional experience in company secretarial practice. She was pursuing her career in a few secretarial firms and then a public listed company. She has established her first secretarial firm since 2017 and a second secretarial firm since 2023.

### PRESENT DIRECTORSHIP(S) IN PUBLIC COMPANY(IES) AND/OR LISTED ISSUER

Independent Non-Executive Director of ARB IOT Group Limited

### DECLARATION

Ms Julia does not have any family relationship with any Director and/or major shareholder of the Company. She does not have any conflict of interest or potential conflict of interest, including any interest in any competing business with ARB or its subsidiaries and has no conviction for any offences within the past 5 years other than traffic offences, if any during the financial year ended 31 December 2025.

## HONG ZI SHEN

Executive Director



45 years



Malaysian



Male

### DATE OF APPOINTMENT

10 July 2023

### MEMBERSHIP(S) OF BOARD COMMITTEES

None

### QUALIFICATION(S)

- Master of Data Science (Computer Science), University Malaya
- Bachelor of Engineering (Computer Science), Tsinghua University of China
- Diploma in Information Technology, New Era University College of Malaysia

### WORKING EXPERIENCE(S) AND OCCUPATION(S)

Mr Hong Zi Shen ("Mr Hong") was appointed to the Board of Directors of ARB Berhad as an Executive Director of the Company on 10 July 2023. Mr Hong has more than 20 years of experience in telecommunications and software industries. Since 2018, he has held the position of Chief Technology Officer and Co-Founder at Axflix Sdn Bhd, leading the company's technical direction and fostering innovation. Throughout his career, Mr Hong has shown a commitment to excellence and has made significant contributions to the technology sector.

### PRESENT DIRECTORSHIP(S) IN PUBLIC COMPANY(IES) AND/OR LISTED ISSUER

None

### DECLARATION

Mr Hong does not have any family relationship with any Director and/or major shareholder of the Company. His interest in the securities of the Company is disclosed in the Annual Report and he has no conflict of interest or potential conflict of interest, including any interest in any competing business with ARB or its subsidiaries. He has no convictions for any offences within the past 5 years other than traffic offences, if any during the financial year ended 31 December 2025.

## PROFILE OF BOARD OF DIRECTORS (CONT'D)

### KHOR CHIN MENG

Independent Non-Executive Director



53 years



Malaysian



Male

#### DATE OF APPOINTMENT

31 January 2019

#### MEMBERSHIP(S) OF BOARD COMMITTEES

- Audit Committee (Chairman)
- Nomination Committee (Member)
- Remuneration Committee (Member)

#### QUALIFICATION(S)

- Fellow member of the Association of Chartered Certified Accountant (FCCA), United Kingdom

#### WORKING EXPERIENCE(S) AND OCCUPATION(S)

Mr Khor Chin Meng ("Mr Khor") has more than 20 years of professional experience in auditing and taxation. He started his career since 1996 by joining a Malaysia audit firm. He became a partner of a corporate firm in 1997 and owned a Tax Advisory firm since 2010.

#### PRESENT DIRECTORSHIP(S) IN PUBLIC COMPANY(IES) AND/OR LISTED ISSUER

Independent Non-Executive Director of ARB IOT Group Limited

#### DECLARATION

Mr Khor does not have any family relationship with any Director and/or major shareholder of the Company. He does not have any conflict of interest or potential conflict of interest, including any interest in any competing business with ARB or its subsidiaries and has no conviction for any offences within the past 5 years other than traffic offences, if any during the financial year ended 31 December 2025.

### AIMAN AFIFFUDIN

### BIN RAMLEE

Independent Non-Executive Director



36 years



Malaysian



Male

#### DATE OF APPOINTMENT

11 October 2023

#### MEMBERSHIP(S) OF BOARD COMMITTEES

- Nomination Committee (Chairman)
- Remuneration Committee (Chairman)
- Audit Committee (Member)

#### QUALIFICATION(S)

- Associate member of Malaysia Institute of Accountants (MIA)
- Bachelor of Accounting, University Tenaga Nasional

#### WORKING EXPERIENCE(S) AND OCCUPATION(S)

Encik Aiman Afiffudin Bin Ramlee ("En. Aiman") is a Managing Partner of AR & Associates, a firm registered with the Malaysian Institute of Accountants. He has experience with a demonstrated history of working in the management consulting industry with various type of clients from companies listed on Bursa Malaysia Securities Berhad and small or medium-sized enterprise (SME). He also skilled in Accounting, Malaysian Financial Reporting Standards (MFRS), Assurance and Internal Audit review. He currently serves as the Chief Financial Officer of Supergen Berhad. Currently, he is also a licensed Company Secretary governed by Companies Commission of Malaysia.

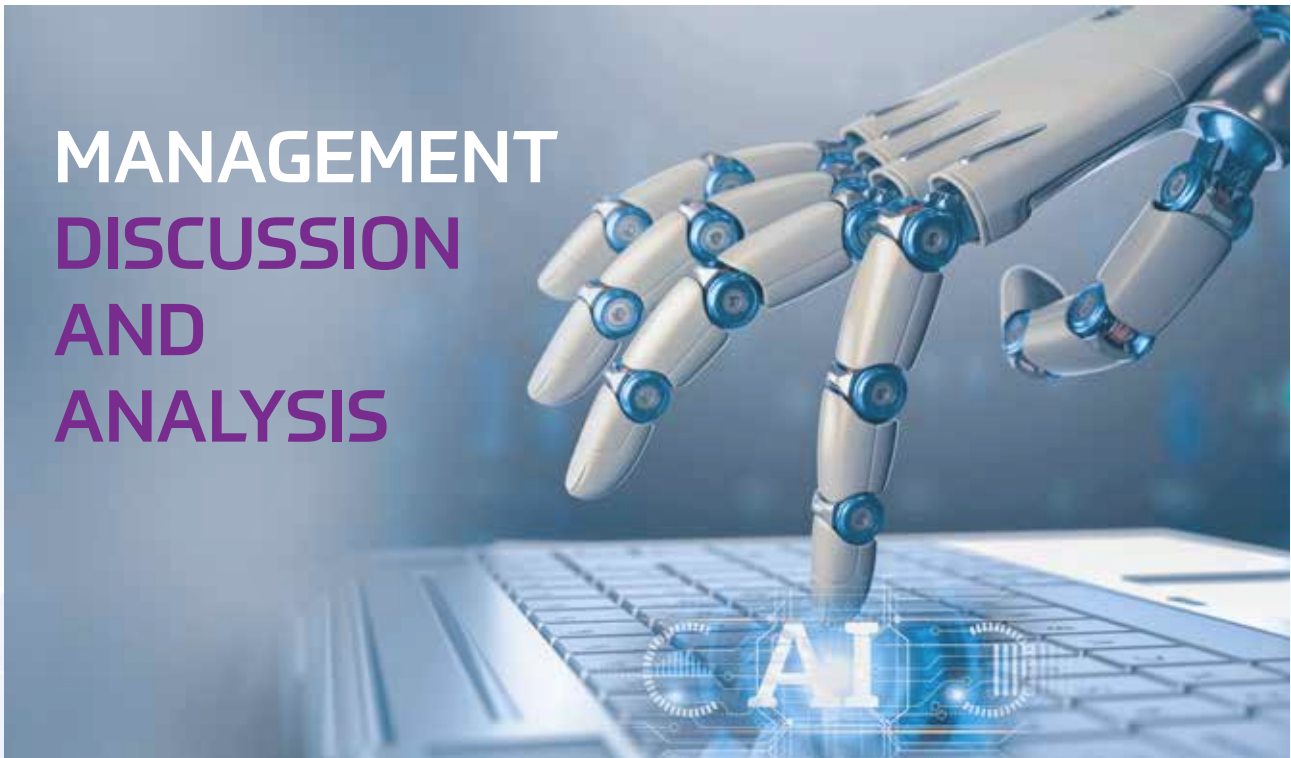
#### PRESENT DIRECTORSHIP(S) IN PUBLIC COMPANY(IES) AND/OR LISTED ISSUER

None

#### DECLARATION

En. Aiman does not have any family relationship with any Director and/or major shareholder of the Company. He does not have any conflict of interest or potential conflict of interest, including any interest in any competing business with ARB or its subsidiaries and has no conviction for any offences within the past 5 years other than traffic offences, if any during the financial year ended 31 December 2025.

# MANAGEMENT DISCUSSION AND ANALYSIS



## ► OUR OPERATING ENVIRONMENT AND OUTLOOK

The Malaysian economy advanced by 6.3% in the fourth quarter of 2025 (3Q 2025: 5.4%), driven mainly by domestic demand. Growth in household spending was higher, driven by positive labour market conditions and income-related policy support. The strong investment growth was underpinned by stronger machinery and equipment spending, particularly for data centres, and ongoing implementation of multi-year projects by both the private and public sectors. In the external sector, exports continued to strengthen, led mainly by stronger exports of electrical and electronics (E&E) goods. Inbound tourism and information and communication technology (ICT)-related services also contributed to services exports growth and surplus in the current account balance. Meanwhile, imports remained strong driven by the rebound in intermediate goods to support economic activity and productive capital-related goods reflecting the realisation of ongoing investment projects.

On the supply side, growth was mainly accounted for by the expansion in the services and manufacturing sectors. Higher growth in the services sector was mainly driven by consumer-related subsectors, government services as well as ICT subsector following the operationalisation of data centres. In the manufacturing sector, performance was driven by stronger production in the E&E sub-sector induced by higher demand from the global technology expansion, alongside the increased output of consumer-related goods. Meanwhile, the agriculture sector strengthened, reflecting higher growth for palm oil amid less severe floods compared to last year. On a quarter-on-quarter, seasonally-adjusted basis, growth expanded by 0.8% (3Q 2025: 2.7%).

Headline inflation remained stable at 1.3% (3Q 2025: 1.3%) while core inflation increased to 2.3% (3Q 2025: 2%). The increase was mainly driven by faster price increases in certain core items (e.g. jewellery and watches) and base effects from mobile communication services inflation. This was largely offset by lower prices for selected administered items, particularly for electricity (-10.3%; 3Q 2025: -4.6%) and petrol (-2%; 3Q 2025: -0.6%), in line with larger discounts related to electricity generation costs during the quarter and the targeted RON95 fuel subsidy implemented beginning October 2025. Inflation pervasiveness, measured by the share of consumer price index (CPI) items registering monthly price increases, declined to 39.6% during the quarter (3Q 2025: 43.8%), remaining below the historical fourth-quarter average of 41.7%. In line with previous expectations, headline and core inflation in 2025 averaged at 1.4% and 2%, respectively (2024: headline and core inflation both averaged at 1.8%).

In the fourth quarter of 2025, the ringgit's nominal effective exchange rate (NEER) appreciated by 3.8% against currencies of Malaysia's major trading partners. The ringgit appreciated by 3.9% against the US dollar. These movements were driven by both external and domestic factors. On the external front, the narrowing of interest rate differentials following the US Federal Reserve's policy rate cuts in October and December has supported the ringgit during the quarter. In addition, the ringgit's appreciation was driven by lower tariff-related uncertainties as the US concluded trade agreements with several of its trading partners in the region, including Malaysia. Domestically, Malaysia's positive economic prospects, underpinned by reform efforts, have continued to reinforce investor confidence and improved overall sentiment in domestic financial markets.

# MANAGEMENT DISCUSSION AND ANALYSIS

## (CONT'D)

### ► OUR OPERATING ENVIRONMENT AND OUTLOOK (CONT'D)

For 2025, the ringgit appreciated by 10.2% against the US dollar while the ringgit's NEER appreciation was at 6.3%. Moving forward, movements in the ringgit will continue to be influenced by external factors. Nonetheless, resilient domestic fundamentals are expected to provide enduring support to the ringgit. Furthermore, the coordinated efforts by the Government and Bank Negara Malaysia (BNM) will continue to encourage healthy two-way flows in the domestic financial markets. These ongoing efforts include the Qualified Resident Investor (QRI) programme that offers resident corporates the flexibility to reinvest abroad, and proactive engagements with investors, exporters, and importers. BNM will also continue to ensure the orderly functioning of the domestic foreign exchange market.

Going forward, headline inflation is expected to remain moderate in 2026 amid the continued easing in global cost conditions. The modest commodity price outlook would help to contain cost pressures on inflation. Core inflation is expected to remain broadly stable and close to its long-term average in 2026, reflecting continued expansion in economic activity and the absence of excessive demand pressures. The domestic policy reforms implemented in 2025, such as the Sales and Service Tax (SST) expansion and targeted RON95 subsidy rationalisation, are projected to result in only modest effects on inflation in 2026.

(Source: *Economic and Financial Developments in Malaysia in the Fourth Quarter of 2025* dated 13 February 2026) [https://www.bnm.gov.my/-/qb25q4\\_en\\_pr](https://www.bnm.gov.my/-/qb25q4_en_pr)

As ARB progresses into year of 2026, the Group continues to strengthen its strategic positioning within the Cloud, CRM and Platform segments. Our growth trajectory is driven by deepening of strategic partnerships, continuous enhancement of our business models, targeted market expansion initiatives, and optimisation of internal expertise to reinforce our competitive advantage.

In line with the increasing demand for automation, intelligent systems and knowledge engineering, the Group remains committed to sustained investments in the area of artificial intelligence, big data mining and advanced analytics solutions. These investments are aimed at expanding our technological capabilities, enhancing product differentiation and strengthening long-term revenue potential.

### ► VISIONS AND STRATEGIES

The technology sector continues to evolve rapidly, with cloud computing, intelligent platforms and AI-driven solutions becoming fundamental to enterprise resilience and scalability. The sustained adoption of remote connectivity, automation and data-driven decision-making is reshaping business models across industries. As organisations accelerate their digital transformation journeys, demand for secure, scalable and integrated cloud-based ecosystems is expected to remain robust in both the near and long term.



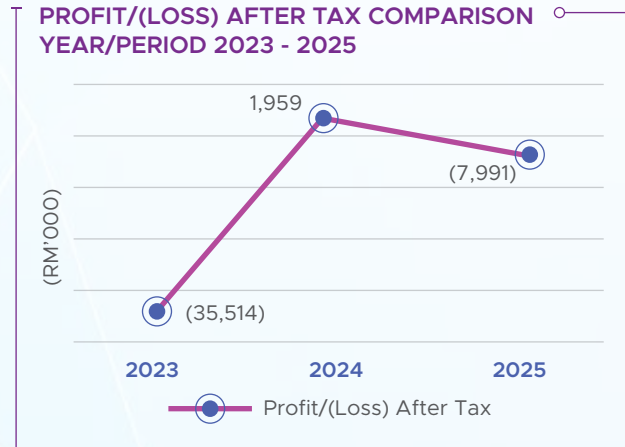
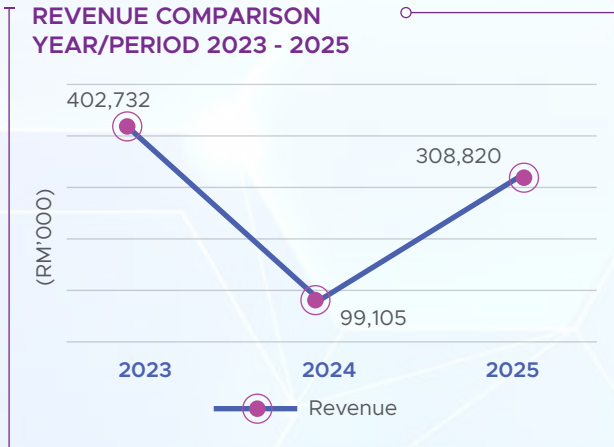
## MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

### GROUP BUSINESS OPERATIONS AND PERFORMANCE

#### GROUP BUSINESS OPERATIONS

ARB is principally engaged in the activities of investment holding and management services. The core operations of our Group are carried out by subsidiaries which are involved in Cloud, CRM and Platforms related businesses.

#### Group Performance



Our Group's revenue for the FY2025 has increased by 211.6% or RM209.71 million as compared to the revenue of RM99.11 million recorded in FY2024. The higher revenue was mainly due to increase in revenue from the Platform segment.

In FY2025, our Group recorded a loss after taxation ("LAT") of RM7.99 million as compared to profit after taxation ("PAT") of RM1.96 million in FY2024. The LAT is mainly due to impairment loss on property, plant and equipment.

#### Segmental Performance

In FY 2025, our Group is mainly focusing on Cloud and Platform segments.

|                     | Cloud Segment<br>(RM'000) | CRM Segment<br>(RM'000) | Platform<br>Segment<br>(RM'000) | Total<br>(RM'000) |
|---------------------|---------------------------|-------------------------|---------------------------------|-------------------|
| <b>FY2025</b>       |                           |                         |                                 |                   |
| Revenue             | 69,500                    | -                       | 239,320                         | 308,820           |
| Segment result      | 860                       | -                       | (12,438)                        | (11,578)          |
| Segment assets      | 320                       | -                       | 200,576                         | 200,896           |
| Segment liabilities | (153)                     | -                       | (137)                           | (290)             |

|                     | Cloud Segment<br>(RM'000) | CRM Segment<br>(RM'000) | Platform<br>Segment<br>(RM'000) | Total<br>(RM'000) |
|---------------------|---------------------------|-------------------------|---------------------------------|-------------------|
| <b>FY2024</b>       |                           |                         |                                 |                   |
| Revenue             | 2,385                     | 6,200                   | 90,520                          | 99,105            |
| Segment result      | 631                       | 771                     | (595)                           | 807               |
| Segment assets      | 29,446                    | -                       | 78,859                          | 108,305           |
| Segment liabilities | (215)                     | -                       | (192)                           | (407)             |

In FY2025, our Group revenue was generated of approximately RM308.8 million, contributed from sale of provision of Platform and Cloud segments. The Group recorded a loss of approximately RM11.6 million, the segment assets and liabilities were recorded at approximately RM200.9 million and RM0.3 million respectively.

# MANAGEMENT DISCUSSION AND ANALYSIS

## (CONT'D)

### ► GROUP BUSINESS OPERATIONS AND PERFORMANCE

#### GROUP BUSINESS OPERATIONS (CONT'D)

##### Segmental Performance (Cont'd)

In FY2024, our Group revenue was generated of approximately RM99.1 million mainly contributed from sale of provision of Platform solution and CRM segment. The Group recorded a profit of approximately RM0.8 million, the segment assets and liabilities were recorded at approximately RM108.3 million and RM0.4 million respectively.

##### Group Cashflow

|  | FY2025<br>RM'000 | FY2024<br>RM'000 |
|--|------------------|------------------|
| Net cash (used in)/generated from operating activities | (16,365)         | 23,137           |
| Net cash used in from investing activities             | -                | (28,084)         |
| Net cash generated from financing activities           | (101)            | 6,850            |
| Cash and cash equivalents                              | 5,274            | 21,740           |

Our Group's capital expenditure and working capital is funded through our Group's existing cash and balances and internally generated funds from its business.

Our Group recorded a net decrease in cash and cash equivalents of RM16.5 million to RM5.3 million in FY2025 as compared to RM21.7 million in FY2024. This was mainly due to the following:

- (i) The Group recorded a net cash outflow from operating activities of RM16.4 million for the financial year ended 31 December 2025, as compared to a net cash inflow of RM23.1 million in the preceding financial year. The reversal in operating cash flow position was primarily attributable to changes in working capital movements, including timing differences in receivables collection and settlement of payables.
- (ii) The Group recorded no net cash movement from investing activities for the financial year ended 31 December 2025, as compared to a net cash outflow of RM28.1 million in the preceding financial year. The prior year outflow was primarily attributable to dilution of subsidiaries.
- (iii) The Group recorded a net cash outflow from financing activities of RM0.1 million in FY2025, compared to a net cash inflow of RM6.9 million in FY2024. The decrease was primarily attributable to the absence of significant financing movements during the current financial year, whereas the prior year included higher movements relating to fixed deposits.

### ► FUTURE OUTLOOK

Malaysia's economic outlook for 2026 remains positive, supported by resilient domestic demand, continued private investment and the implementation of strategic initiatives under the national development agenda. According to the Ministry of Finance Malaysia, the Malaysian economy is projected to expand between 4.0% and 4.5% in 2026, driven by increased investments, infrastructure development and expansion in both the services and manufacturing sectors.

The technology and digital economy sectors are expected to play an increasingly important role in driving economic growth. Government policies continue to prioritise the adoption of digital technologies, artificial intelligence ("AI"), advanced manufacturing and semiconductor-related industries as key high-value sectors to strengthen Malaysia's competitiveness in the global economy.



## MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

### ► FUTURE OUTLOOK (CONT'D)

Malaysia's technology sector continues to benefit from growing demand for artificial intelligence solutions, cloud computing services and data centre investments. The increasing adoption of AI-driven applications and digital platforms by businesses is expected to support sustained growth in the information technology industry in the coming years.

*(Source: Economic Outlook 2026, Ministry of Finance Malaysia)*

The Group will continue to channel its efforts and resources towards strengthening and expanding its Platform segment, particularly in artificial intelligence ("AI") and robotics-related solutions, which the Board believes offer significant long-term growth potential.

The Group's key strategic initiatives include:

1. **AI Platforms and Machine Learning Integration:** The Group aims to enhance its platform capabilities through the integration of AI algorithms and machine learning technologies. These enhancements are intended to deliver advanced analytics, predictive insights, and intelligent automation, thereby improving operational efficiency and supporting informed decision-making for clients.
2. **Mobile-Enabled Solutions:** The Group will continue to improve mobile accessibility across its platforms to ensure seamless user experience. Enabling access to essential functions and real-time data through mobile interfaces is expected to enhance productivity, responsiveness, and overall user convenience.
3. **Robotics and Intelligent Systems Development:** The Group plans to further develop robotics solutions embedded with AI-driven capabilities, including vision systems, autonomous navigation, and human-robot collaboration features. These innovations are expected to expand the applicability of the Group's solutions across multiple industries.

Moving forward, the Group intends to strengthen its presence within existing markets through strategic investments, collaborations, and selective mergers and acquisitions that are complementary to its core businesses. Such initiatives are aimed at enhancing operational synergies, expanding technological capabilities, and generating sustainable long-term value for shareholders.

### ► ANTICIPATED RISKS AND MITIGATION ACTIONS

The Group operates in a dynamic and competitive industry environment. The following risk factors may adversely affect the Group's business prospects and financial performance, together with the corresponding mitigation strategies undertaken by the Group.

#### a) Competition risk

The information technology industry is characterised by intense competition and rapid technological advancements. The Group faces competition from both established industry players and new market entrants offering innovative solutions. Competitive pressures may arise in areas such as pricing, service quality, technological capabilities, brand positioning, and customer support.

There can be no assurance that the Group will be able to maintain or enhance its competitive position in the market. The introduction of more advanced or cost-effective solutions by competitors may result in reduced market share, margin compression, or loss of customers, which could adversely affect the Group's financial performance.

To mitigate this risk, the Group continuously reviews and refines its business strategies to remain responsive to market developments. The Group places strong emphasis on innovation, research and development, and adoption of emerging technologies to enhance its product offerings and service quality. In addition, the Group prioritises strengthening long-term relationships with customers, strategic partners, and stakeholders to reinforce market presence and sustain competitiveness.

## MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

### ▶ ANTICIPATED RISKS AND MITIGATION ACTIONS (CONT'D)

#### b) Credit risk

The Group's primary credit risk from trade and other receivables. We manage and minimise this risk by selectively interacting and associating with creditworthy business partners. For FY2025, our Group will maintain stringent credit control procedures. We regularly monitor long outstanding trade receivables, which are deemed to be highly dependent on risk exposure.

#### c) Technology obsolescence risk

The information technology ("IT") industry operates in a rapidly evolving environment where continuous innovation and technological advancements drive the development of new products and solutions. As a result, the Group's ability to remain competitive depends significantly on its capacity to adapt to technological changes and continuously enhance its offerings to meet evolving market demands.

Technology obsolescence represents a key risk to the Group. There can be no assurance that the Group's products and solutions will remain relevant or competitive in the IT industry over time.

Should the Group fail to keep pace with technological developments or to continuously improve and innovate its products and solutions in line with changing customer expectations and industry trends, the Group may experience a loss of market share to competitors. Such developments could adversely affect the Group's business operations and financial performance.

To mitigate this risk, the Group remains committed to continuously enhancing its technology capabilities and developing flexible, scalable and compatible digital ecosystems. In addition, the Group places emphasis on providing comprehensive after-sales support and ongoing system enhancements to ensure that customers are able to effectively adopt and benefit from emerging digital technologies.



# SUSTAINABILITY STATEMENT

Our Economic, Environmental, Social and Governance (“EESG”)

## ► INTRODUCTION

This Sustainability Statement (“**the Statement**”) presents ARB Berhad and its subsidiaries’ (“**ARB**” or “**the Group**”) continued commitment to responsible and sustainable business practices. It highlights the Group’s efforts and performance in identifying, managing, and responding to material Economic, Environmental, Social and Governance (“**EESG**”) risks and opportunities that are integral to long-term business resilience and stakeholder value creation.

This Sustainability Statement has been prepared to provide an overview of the Group’s approach, activities, impacts and initiatives in relation to EESG matters, which are embedded into our day-to-day operations and business activities.

With significant impacts across EESG areas, the Group is committed to adopting sustainable business practices and contributing positively to the community.

This Sustainability Statement covered for the financial year ended 31 December 2025 (“**FY 2025**”). The information and data disclosed in this Sustainability Statement were derived from internal reporting processes, systems and records.

The Group has identified and addressed the material sustainability risks and opportunities (collectively known as “**Material Sustainability Matters**”) relevant to our Group’s operations and how these Material Sustainability Matters are managed to ensure that our business is conducted in a responsible manner.

# SUSTAINABILITY STATEMENT

## (CONT'D)



### ▶ SCOPE OF DISCLOSURES

The scope of this Statement covers the activities and performance of ARB's identified material matters as well as relevant sustainability initiatives and practices adopted for FY 2025. This Statement presents ARB's EESG performance, as well as its positive impact on relevant industries, economy and society.

The Group establishes contact as needed with our wide range of stakeholder to ensure our approach to sustainability is well informed. Our stakeholders include customers, employees, investors, suppliers, business partner, government and regulator.

### ▶ REPORTING PERIOD AND BOUNDARY

This Statement cover the sustainable performance of the Group from 1 January 2025 to 31 December 2025. Historical information of the previous year was included for comparison.

### ▶ REPORTING GUIDELINES AND STANDARDS

This Statement is prepared in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad in relation to Sustainability Reporting Guide.

### ▶ STATEMENT OF ASSURANCE

The Company did not seek external assurance for the Sustainability Statement. The Management has undertaken the necessary steps to perform internal verification to enhance the accuracy and completeness of the sustainability data reported in this Statement. The information provided in this Statement is based on best-effort basis and is subject to further improvement in future reporting cycles.

### ▶ OUR APPROACH

Our sustainability framework focuses on assessing EESG risks and opportunities while aligning with the Group's corporate governance structure and social responsibilities. By applying a good corporate governance framework, environmentally responsible practices and sound social policies, ARB can achieve sustainable growth and enhance long-term value for our shareholders.

### ▶ FEEDBACK AND COMMENTS

To improve our sustainability approaches, we welcome any feedback from our valued stakeholders. If you would like to submit feedback or request for further clarification, kindly email to [contact@arbberhad.com](mailto:contact@arbberhad.com)

## SUSTAINABILITY STATEMENT (CONT'D)

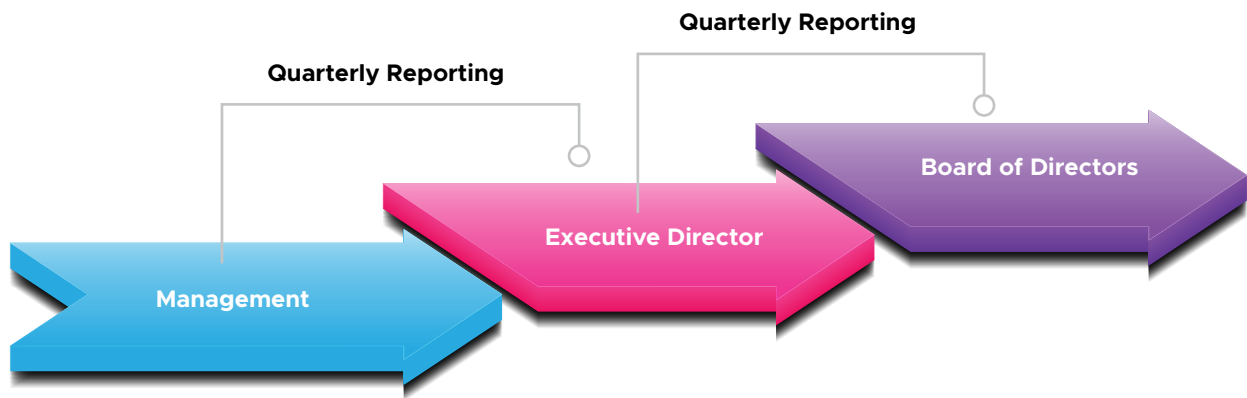
### ► SUSTAINABILITY GOVERNANCE

The Company is committed to ensuring sustainability is considered when performing its business activities. This includes carrying out business activities in a responsible manner, considering not only financial results but other important aspects of business, which include EESG.

The sustainability governance structure in ARB is overseen primarily by the Board of Directors (“**Board**”) who decides on strategic directions including how sustainability matters are integrated directly into the Group’s operation.

The Board oversight of the Group’s sustainability strategy and performance as well as reviews the progress and sets the aspirations on sustainability matters. Meanwhile, the Management that led by the Executive Director is tasked to assist the Board in managing the sustainability-related matters which include but not limited to set the direction, targets and driving the Group’s objective on sustainability.

Our sustainability structure is as follows:



The management will always observe, monitor and assess the sustainability frameworks and process, and any sustainability-related matters, and report to the Board.

| Parties            | Responsibilities   |
|--------------------|--|
| Board              | <ul style="list-style-type: none"> <li>Oversees the sustainability framework and policies</li> </ul>   |
| Executive Director | <ul style="list-style-type: none"> <li>Identify the strategies for the management of sustainability issues</li> <li>Responsible for monitoring the implementation of sustainability strategy</li> <li>Carry out the sustainability efforts and ensure best practices of sustainability are embedded across the Group</li> </ul>  |
| Management         | <ul style="list-style-type: none"> <li>Review and monitors the Group’s sustainability framework and processes</li> <li>Oversees the delivery of sustainability strategy, including review of strategic planning and to recommend strategic sustainability policies and framework to the Board</li> <li>Drives the sustainability efforts, including discussing and monitoring sustainability issues and stakeholders engagement</li> <li>Implementation of sustainability initiatives, including create awareness among employees, maintain sustainability standards and review the progress</li> <li>Complies data and information for the preparation of Sustainability Statement</li> <li>Recommend improvements to sustainability effort and action plans</li> </ul> |







# SUSTAINABILITY STATEMENT

## (CONT'D)

### ► STAKEHOLDER ENGAGEMENT

Stakeholders are individuals or groups that have an effect or are affected by our Group's activities. Our stakeholders play a critical role in influencing how we conduct our business operations and shape our strategic decisions. Through active engagement, we aim to understand and meet their expectations while delivering long term value and promoting business sustainability.

The table below lists the needs of our different stakeholder groups and how we engaged and addressed their needs:

| Stakeholder Group  | Sustainability Concern   | Engagement Approach  | Frequency           |
|--|--|--|---------------------|
| <b>Customers</b><br>                    | <ul style="list-style-type: none"> <li>Meeting product expectations in terms of quality, cost, price and delivery standards</li> <li>Delivering new and innovative products</li> <li>Utilising resources responsibly</li> </ul>                            | <ul style="list-style-type: none"> <li>Feedback on product and customers' expectations</li> <li>Working with customers as part of the product development process</li> <li>Customer retention</li> </ul> | Ongoing             |
| <b>Employees</b><br>                   | <ul style="list-style-type: none"> <li>Training and development</li> <li>Maintaining safe and conducive work environments</li> <li>Remain in compliance with local labour laws and regulations</li> </ul>  | <ul style="list-style-type: none"> <li>Training programmes</li> <li>Annual appraisals</li> <li>Employee engagement</li> <li>Management meetings</li> </ul>   | Regular, ongoing    |
| <b>Suppliers</b><br>                  | <ul style="list-style-type: none"> <li>Payment schedule and credit terms</li> <li>Product and services quality</li> <li>Cost efficiency and introduction of products</li> <li>Create awareness of Group policy and commitment to sustainability</li> </ul> | <ul style="list-style-type: none"> <li>Formal and informal meeting</li> <li>Process improvement</li> </ul>   | Ongoing             |
| <b>Investors</b><br>                  | <ul style="list-style-type: none"> <li>Corporate information</li> <li>Financial &amp; operational performance</li> <li>Company strategy and direction</li> </ul>   | <ul style="list-style-type: none"> <li>Financial announcement and reporting</li> <li>Annual general meeting</li> <li>Corporate website</li> <li>Bursa announcement</li> <li>Annual report</li> </ul>     | Quarterly, Annually |
| <b>Governments and Regulators</b><br> | <ul style="list-style-type: none"> <li>Remain in compliance with relevant regulations</li> <li>Compliance and standards</li> </ul>   | <ul style="list-style-type: none"> <li>Meetings and discussions</li> <li>Written correspondences</li> <li>Periodical monitoring and reporting</li> </ul>   | Ad-hoc              |
| <b>Local Communities</b><br>          | <ul style="list-style-type: none"> <li>Local employment</li> <li>Education grant</li> </ul>  | <ul style="list-style-type: none"> <li>Internship opportunities</li> <li>Education grant to researcher</li> </ul>  | Ongoing             |



## SUSTAINABILITY STATEMENT (CONT'D)

### ► MATERIAL ASSESSMENT

For the 2025 financial year, the Group conducted a materiality assessment identifying thirteen key EESG matters. These are integrated into a sustainability framework consisting of four strategic focus areas. This structure enables the Group to address stakeholder concerns effectively, in accordance to Bursa Malaysia Securities Berhad's sustainability reporting requirements.

The material issues that were prioritised and determined are as follows:

| Sustainability Pillars | Focus Area   | Goals  | Material Matters   |
|------------------------|--|--|--|
| Economic               | <ul style="list-style-type: none"> <li>Strengthening Economic Outlook</li> </ul>                             | <ul style="list-style-type: none"> <li>Ensure sustainable financial growth and long-term value creation</li> <li>Uphold ethical business practices across all operations</li> <li>Maintain a responsible and resilient supply chain</li> </ul>   | <ol style="list-style-type: none"> <li>Financial Performance</li> <li>Business Conduct</li> <li>Supply Chain Management</li> </ol>   |
| Environment            | <ul style="list-style-type: none"> <li>Green Efforts</li> <li>Minimising Environmental Footprint</li> </ul>  | <ul style="list-style-type: none"> <li>Improve energy efficiency and reduce overall energy consumption</li> <li>Promote responsible water usage and conservation practices</li> </ul>  | <ol style="list-style-type: none"> <li>Energy Management</li> <li>Water Management</li> <li>Emissions Management</li> </ol>  |
| Social                 | <ul style="list-style-type: none"> <li>Work Environment</li> <li>Valuing People and Community</li> </ul>     | <ul style="list-style-type: none"> <li>Provide a healthy, safe and inclusive workplace</li> <li>Uphold fair labour practices and standards</li> <li>Enhance employee welfare, development and well-being</li> <li>Foster diversity, equity and inclusion</li> <li>Support community engagement and social contributions</li> </ul> | <ol style="list-style-type: none"> <li>Healthy and safe working environment</li> <li>Labour Practices &amp; Standards</li> <li>Employees' welfare</li> <li>Diversity, equity and inclusion</li> <li>Community support</li> </ol> |
| Governance             | <ul style="list-style-type: none"> <li>Ethical Governance</li> <li>Risk and Compliance Management</li> </ul> | <ul style="list-style-type: none"> <li>Strengthen data protection and cybersecurity practices</li> <li>Uphold integrity, transparency and zero tolerance towards bribery and corruption</li> </ul>   | <ol style="list-style-type: none"> <li>Data Privacy &amp; Security</li> <li>Anti-Bribery &amp; Corruption</li> </ol>   |

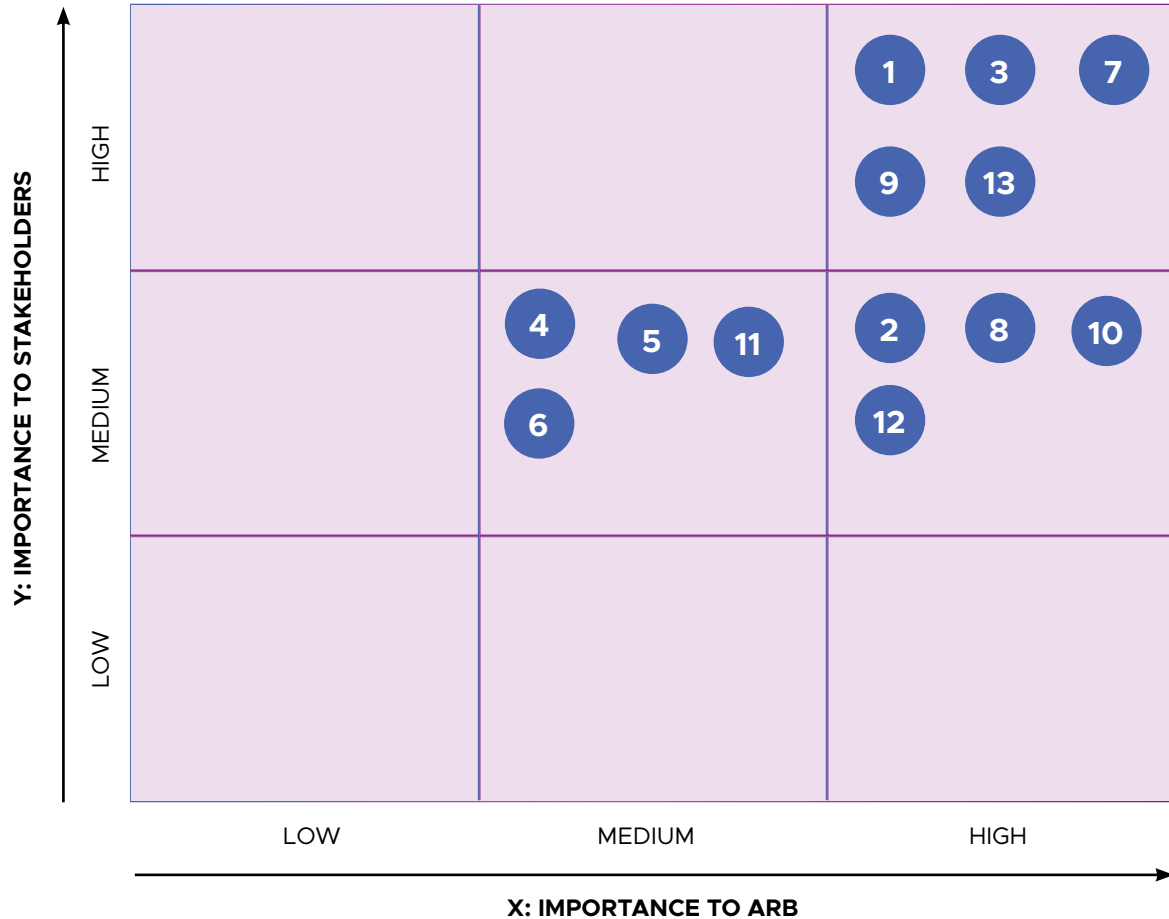
Through ongoing stakeholder engagement, the Company has identified, assessed and prioritised material sustainability topics that are most significant to the Group's operations and have the greatest influence on stakeholders' decision-making.

The materiality matrix outlines our sustainability priorities by ranking key EESG factors based on their significance to the business and stakeholders. For FY2025, the Company identified thirteen material matters as they were deemed relevant to the business, with the top five (5) material matters being: Financial Performance, Supply Chain Management, Healthy and safe working environment, Employees' welfare and Anti-Bribery & Corruption.

# SUSTAINABILITY STATEMENT

(CONT'D)

## ▶ MATERIAL ASSESSMENT (CONT'D)



## ECONOMIC

### 1. FINANCIAL PERFORMANCE

| OUR PROGRESS                               | FP 2023 | FY 2024 | FY 2025 |
|--|---------|---------|---------|
| Revenue (RM'million)                       | 402.7   | 99.1    | 308.8   |
| Net (loss) / Profit after tax (RM'million) | (35.5)  | 2.0     | (8.0)   |

During the FY2025, the Group generated a revenue of RM308.8 million, an increase of RM209.7 million or 211.6% from the corresponding FY 31 December 2024 of RM99.1 million.

In line with the increase in revenue, the Group recorded a loss after tax ("**LAT**") of RM8.0 million, mainly due to impairment of loss on property, plant and equipment.

For more information about the Group's financial performance, please refer to the 5 Years Group Financial Highlights and Management Discussion and Analysis of this Annual Report.



# SUSTAINABILITY STATEMENT

## (CONT'D)

### ECONOMIC (CONT'D)

#### 2. BUSINESS CONDUCT

ARB's commitment to business is focused on strong corporate governance and prudent management in view of challenging economic environment. We adopt a 'zero tolerance' approach towards corruption. We strive to achieve this by observing the following practices and communicate them with our stakeholders.

- Whistleblowing Policy
- Code of Conduct and Ethics
- Anti-Bribery & Corruption Policy
- Board Charter
- Statement of Corporate Governance

#### Integrity Operational Matters

ARB is persistently investing effort in incorporating sustainability practices into our core business operations. We recognised that commercially viability is intertwined with sustainability. Hence, we are gradually integrating relevant environmental, social, ethical and governance requirements across all division within the Group.

We conduct our activities in accordance with the laws, rules, and regulations in the various places that we operate as well as support our employees to consistently uphold the highest standard of integrity and accountability.

#### Anti-Bribery and Anti-Corruption Policy

Our Group has issued Anti-Bribery and Anti-Corruption Policy pursuant to section 17A of the Malaysian Anti-Corruption Commission Act 2009 ("MACC Act 2009"). The objectives of this Anti-Bribery and Anti-Corruption Policy are listed as below:

- To foster the growth of a business environment that is free from corruption;
- To ensure all personnel of the Group take reasonable measures to ensure their daily activities do not involve corrupt activities;
- To provide guidance on how to recognise and deal with bribery and corruption issues; and
- To avoid penalty from the relevant authorities due to non-compliance and any acts related to integrity and anti-corruption.

Any non-compliance to this policy shall constitute a serious offence warranting disciplinary action or possible lawsuit and dismissal of the offender subject to management discretion.

The details of the policy can be found at our website: <https://www.arbberhad.com/investor-relations>

#### Risk Management Assessment

There can be no assurance that our Group will not expose to any risks inherent to the industry that our Group is currently operating in. The potential risks that occurred might cause any material adverse effect on the business, operations and financial performance of the Group. In order to mitigate such risks, our Group has established sound risk management framework to manage risks and governance. Our Board shall use our best endeavours to continuously monitor and manage risks by consistently undertake the necessary risk assessment.

| OUR PROGRESS   | FP 2023 | FY 2024 | FY 2025 |
|--|---------|---------|---------|
| Percentage of operations assessed for corruption-related cases | 100%    | 100%    | 100%    |
| Number of confirmed incidents of corruption                    | 0       | 0       | 0       |

# SUSTAINABILITY STATEMENT

## (CONT'D)

### ECONOMIC (CONT'D)

#### 2. BUSINESS CONDUCT (CONT'D)

##### Whistle Blowing Policies

Our existing Whistle Blowing Policies can be found at our website: <https://www.arbberhad.com/investor-relations>

##### Corporate Governance and Compliance

ARB is committed to the principles and best practices of corporate governance as laid out in the Malaysian Code on Corporate Governance (“MCCG”) 2021 to ensure that standards of corporate governance are being observed throughout the Group with the ultimate objective of enhancing long term shareholders’ value and returns to our stakeholders.

Details of our corporate governance framework and practices are elaborated in the Corporate Governance Overview Statement of ARB Annual Report 2025 as well as Corporate Governance Report which is available at the Company website: <https://www.arbberhad.com/investor-relations>

#### 3. SUPPLY CHAIN MANAGEMENT

Supply chain management is critical in facilitating our operations and the Group strives to build long term mutually beneficial relationships with our suppliers. Therefore, we engage with our suppliers in fair, transparent and ethical manner. We review our suppliers based on, amongst others, price and payment terms, products and service quality. Suppliers who share similar core values with us would be our preferred suppliers.

All of our suppliers are sourced locally. This is because we believe in contributing to our local economic growth and sustaining a healthy ecosystem for local players. We find that engaging local partners enhances the Group’s efficiency by allowing us to deal with potential risks that may arise from supply chain disruptions.

| OUR PROGRESS                              | FP 2023 | FY 2024 | FY 2025 |
|---|---------|---------|---------|
| Proportion of spending on local suppliers | 100%    | 100%    | 100%    |

### ENVIRONMENTAL

As part of our continuing efforts towards environmental sustainability, our Group ensures that there are sufficient measures to prevent any adverse impact on the environment.

#### 4. ENERGY MANAGEMENT

Effective energy management is essential for reducing operational costs, minimizing environmental impact, and contributing to global efforts to mitigate climate change. As energy consumption is a significant factor in the production processes, efficient energy use not only enhances the company’s sustainability but also supports long-term financial stability. By focusing on reducing energy usage, the Group can minimize our carbon footprint and adhere to environmental regulations, fostering a responsible business model.

The Group is committed to reducing electricity consumption across all of our operations. To achieve this, we have implemented various energy-saving initiatives, including optimizing production processes and encouraging employees to adopt energy-efficient practices. Employees are regularly reminded to switch off lights and appliances during rest periods or off days to conserve energy. Additionally, power-saving features or sleep modes are enabled on computers, photocopiers, and other equipment to reduce power consumption when not in use.



## SUSTAINABILITY STATEMENT (CONT'D)

### ENVIRONMENTAL (CONT'D)

The Group also monitors energy usage and continuously explores opportunities to improve energy efficiency in our operations. By focusing on sustainable energy practices, we aim to reduce our overall environmental impact.

| OUR PROGRESS                                  | FP 2023   | FY 2024  | FY 2025  |
|---|-----------|----------|----------|
| Total electricity consumption (approximately) | 129.5 MWh | 19.1 MWh | 24.8 MWh |

### 5. WATER MANAGEMENT

We acknowledge that clean water is a limited natural resource, and it is essential to support the practical needs of society. Hence the Group is adopting water conservation initiatives by using water more efficiently and reducing unnecessary usage including close monitoring of our water consumption to identify wastage of continuous improvement in our operations.

| OUR PROGRESS                            | FP 2023 | FY 2024 | FY 2025 |
|---|---------|---------|---------|
| Total water consumption (approximately) | 7.2 m3  | 1.9 m3  | 4.75 m3 |

Water usage across the Group is primarily associated with office workplace activities. The Group does not operate water-intensive industrial processes, and water consumption does not constitute a primary operational risk at this stage.

Nevertheless, water consumption is monitored to meet Bursa Malaysia's mandatory disclosure requirements and to support responsible resource management. The Group remains mindful of opportunities to encourage prudent water use within office environments through basic conservation practices and employee awareness, while maintaining compliance with reporting expectations and transparency standards.

### 6. EMISSIONS MANAGEMENT

In FY 2025, the Group has established its commitments in disclosure of Greenhouse Gas ("**GHG**") emissions from our operations as part of our efforts to mitigate the impacts of climate change and support Malaysia's aspiration to achieve net zero GHG emissions by 2050.

Our Scope 2 emissions are calculated based on purchased electricity consumption across the Group's offices based on emission factors sourced from Centralised Sustainability Intelligence (CSI) Solution platform by Bursa Malaysia. The Group has no Scope 1 emissions and has not quantified Scope 3 emissions from business travel and employee commuting.

| OUR PROGRESS                           | FY 2025 |
|--|---------|
| Scope 2 emissions (tCO <sub>2</sub> e) | 17.82   |

### SOCIAL

The Group values social sustainability, understanding its importance for both our Company and the communities where we operate. We are committed to applying these principles in all areas of our business. This commitment is a key part of our values and guides us to make decisions that have a positive social impact, provide value to our stakeholders, and support the well-being and empowerment of everyone in society.

As part of the Group's efforts to create long-term value and build a sustainable organisation, we focus on strengthening our sustainability programs in these key areas:

- Providing a healthy and safe working environment
- Implementing fair labor practices to attract and retain skilled employees
- Supporting employee well-being
- Promoting diversity and inclusiveness

# SUSTAINABILITY STATEMENT

## (CONT'D)

### SOCIAL (CONT'D)

#### 7. HEALTHY AND SAFE WORKING ENVIRONMENT

Ensuring the health and safety of our employees is a priority in all aspect of our business operation. Maintaining a safe and supportive working environment not only protects our employees from injury and illness but also fosters a culture of well being and accountability within the organisation.

Occupational Health and Safety (“**OHS**”) remains a fundamental aspect as it safeguards the well-being of employees, while reducing accidents and injuries. Priority safety boosts operational efficiency, ensures regulatory compliance, and support our health and safety initiatives.



In FY 2025, we conducted the following safety and health training programs to promote safety awareness among employees.

| OUR PROGRESS                               | FP 2023 | FY 2024 | FY 2025 |
|--|---------|---------|---------|
| Staff attended OSH Training                | 20      | 11      | 12      |
| Percentage of staff attending OSH Training | 99%     | 91%     | 86%     |

#### Work-related Injuries

By fostering a culture of safety awareness, we aim to minimize workplace incidents and promote a healthy and secure environment for all employees. The Group remains committed in maintaining zero fatalities year on year by preventing and minimizing any workplace related incidents.

| OUR PROGRESS                              | FP 2023 | FY 2024 | FY 2025 |
|---|---------|---------|---------|
| Number work-related fatalities            | 0       | 0       | 0       |
| Lost-Time Incident Rate (“ <b>LTIR</b> ”) | Nil     | Nil     | Nil     |
| Total Number of work-related injuries     | Nil     | Nil     | Nil     |



## SUSTAINABILITY STATEMENT (CONT'D)

### SOCIAL (CONT'D)

#### 8. LABOUR PRACTICES & STANDARDS

The Group always believe that employees are the greatest asset and the backbone of our long-term success. It is crucial to have a motivated workforce that is well equipped to meet current and future challenges. We consistently provide learning and development opportunities to employees to enable them to achieve personal growth and better work performance.

Our Group has always placed great importance on nurturing a learning culture and continuous effort to retain talent. We aim continues to support our talent in achieving their ambitions by enabling them to explore new opportunities and build their expertise. In addition, we also conduct regular employee engagement events to strengthen the communication at different levels.

We provide 'on-the-job' training opportunities coupled with coaching and formal training. We believe the emphasis on 'on-the-job' learning broadens our employees' experiences and sharpens their functional and people skills for their career development.

The following table shows the percentage of employees that are contractors or temporary staff:

| Employment type            | FY 2024 | FY 2025 |
|----------------------------|---------|---------|
| Contracted/temporary staff | 0%      | 0%      |

The following table shows the total hours of training by employee category:

| Total hours of training by employee category | FP 2023   | FY 2024    | FY 2025    |
|--|-----------|------------|------------|
| Management                                   | 16        | 148        | 64         |
| Executive                                    | 24        | 92         | 96         |
| Non-Executive / Technical Staff              | 0         | 4          | 4          |
| Intern                                       | 0         | 4          | 90         |
| <b>Total training hours</b>                  | <b>40</b> | <b>248</b> | <b>254</b> |

The following table shows the total turnover by employee category:

| Staff voluntary turnover rate  | FY 2024  | FY 2025  |
|--------------------------------|----------|----------|
| Management                     | 4        | 3        |
| Executive                      | 0        | 4        |
| Non-Executive                  | 1        | 2        |
| <b>Total employee turnover</b> | <b>5</b> | <b>9</b> |

#### Human Rights Violations

There was no complaint received from any regulatory bodies during FY 2025 in regards to human rights violations against our employees.

#### 9. EMPLOYEES' WELFARE

The Group is committed to continuously look after the benefits and welfare of its employees and endeavors its best to ensure that adequate resources which include various services, facilities and amenities are provided to the employees for their economic betterment, social status improvement, healthy well-being and efficiency in performing their duty with the company.

We protect employee welfare by offering competitive salaries, incentives, and rewards to boost morale. In addition to monetary benefits, we provide annual leave, sick leave, and hospitalization leave. Additionally, we award commitment incentives to staffs who have well-performed and demonstrated their positive dedication to their works.

# SUSTAINABILITY STATEMENT (CONT'D)

## SOCIAL (CONT'D)

### 9. EMPLOYEES' WELFARE (CONT'D)

In line with our commitment to fostering employee well-being and promoting a positive work environment, we have organised several activities and initiatives:

- Annual Employee Recognition Gala
- Employee Appreciation Event
- Employee Development Workshop



#### ARB Internship

ARB Internship Programme aims at developing offers an opportunity to under graduate students to gain valuable hands on exposure in their field of study. We train the students individual and include: -

- enhancing leadership skills among others, via involvement in group-wide special projects; and
- face-to-face development interventions where a dedicated coach and mentor is assigned to guide the students throughout their internship journey.



# SUSTAINABILITY STATEMENT (CONT'D)

## SOCIAL (CONT'D)

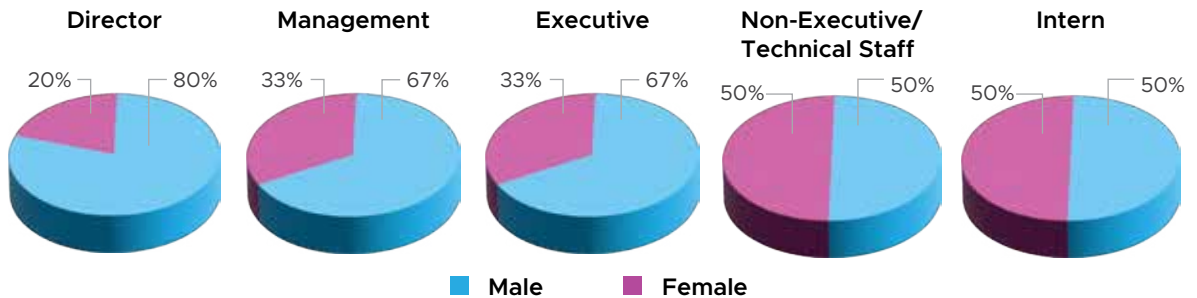
### 10. DIVERSITY, EQUITY, AND INCLUSION

The Group has a zero-tolerance policy for discrimination of any kind, whether based on gender, age, disability, political views, or other factors. Diversity is crucial for fostering an inclusive workplace that promotes creativity, innovation, and different perspectives. A diverse workforce enhances problem-solving capabilities and drives better decision-making, as it brings together individuals from various backgrounds, experiences, and viewpoints. Furthermore, promoting diversity and inclusion not only aligns with corporate social responsibility but also reflects the values of equality and respect, creating a positive work environment where all employees can thrive.

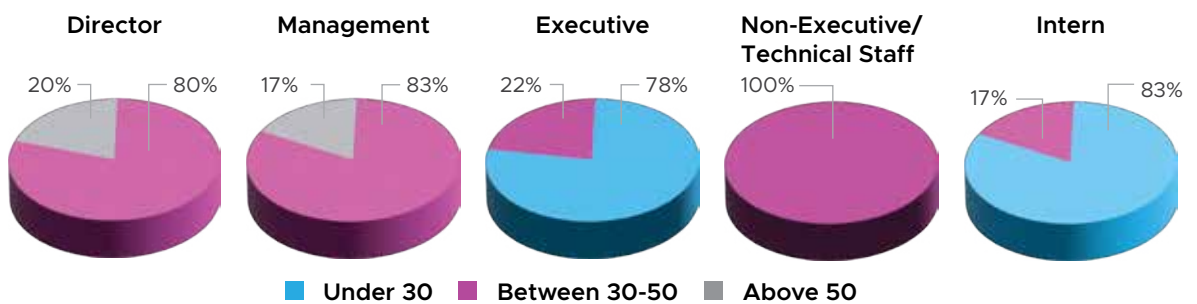
While the Group does not have a fixed policy regarding workplace diversity, it is committed to providing equal employment opportunities and creating a work environment where all employees can perform, excel, and collaborate, regardless of their religion, ethnicity, gender, age, or nationality. The Group values diversity in skills, experiences, cultures, and age, recognizing that this variety enhances overall performance and fosters a more dynamic workplace.

Our Group strives to create a work environment that values diversity, equity, and inclusion to promote unity and collaboration, which leads to better business results. A diverse and inclusive team not only supports personal growth but is also essential for keeping our employees, boosting their dedication, and driving our group's overall success, resilience, and improved performance.

#### 1. By Gender



#### 2. By Age Group



# SUSTAINABILITY STATEMENT

(CONT'D)

## SOCIAL (CONT'D)

### 11. COMMUNITY SUPPORT

We are dedicated to making a positive impact on the communities where we operate. Our community engagement efforts focus on meaningful contributions, including donations to local charities. By building strong partnerships with local organizations, we aim to create shared values, empower communities, and support their long-term well-being.

#### ***Collaboration with Universiti Kebangsaan Malaysia (“UKM”)***

Our Group has continued collaborated with UKM to provide a platform for younger generation and public to equip with readied and developed skill for upcoming technology trend of 4.0.

In 2025, the Company has provided the research grant to researcher, as follows:

| Researcher              | Research Title  |
|-------------------------|---|
| Dr. Ummul Hanan Mohamad | Mengkaji Prestasi Pelayan Komputer Kecerdasan Buatan (AI) Berkuasa Tinggi untuk Pemprosesan Data dan Analisis Projek Kecerdasan Buatan<br><br><i>(A Study on the Performance of High-Performance Artificial Intelligence (AI) Computer Servers for Data Processing and Analysis in AI Projects)</i> |

This initiative reflects the commitment to advancing innovation, strengthening industry–university collaboration, and supporting the growth of Malaysia’s artificial intelligence ecosystem. Through this contribution, ARB aims to encourage impactful research that enhances high-performance computing capabilities and promotes sustainable technological development within the community.

| OUR PROGRESS   | FP 2023 | FY 2024 | FY 2025 |
|--|---------|---------|---------|
| Total amount invested in the community (RM'000)                | 542.2   | 15      | 10      |
| Total number of beneficiaries of the investment in communities | 1       | 1       | 1       |





## SUSTAINABILITY STATEMENT (CONT'D)

### GOVERNANCE

#### 12. Data Privacy & Security

We recognise the importance of protecting the data privacy and security of our employees, business partners, suppliers and customers. Our dedication to upholding data privacy and security is fundamental to our sustainability efforts and reflects our values of confidentiality, availability and integrity of data. During FY 2025, we recorded zero complaint concerning breaches of customer privacy and loss of customer data.

#### 13. Anti-Bribery & Corruption

The Board has established an Anti-Bribery & Corruption Policy that is not only applicable to Directors and employees of the Group, but also to business associates such as suppliers, consultants, agents, representatives, and service providers who perform services for or on behalf of the Group.

The Anti-Bribery & Corruption Policy is publicly accessible on the corporate website at <https://www.arbberhad.com/investor-relations>.

Our Group is committed to conducting business in an honest and ethical manner, and it takes a zero-tolerance approach to bribery and corruption. The Anti-Bribery & Corruption Policy addresses and provides guidance in relation to high-risk transactions or activities such as gifts, entertainment, and hospitality; donations and sponsorship; facilitation payments; dealing with public officials; and conflict of interest situations.

We adopt a risk-based approach towards anti-bribery and anti-corruption, where corruption risk assessment is conducted to prioritise risk areas. All business divisions of the Group have been assessed for corruption risk.

The following table shows the percentage of employees received anti-corruption training:

| OUR PROGRESS      | FP 2023     | FY 2024    | FY 2025     |
|-------------------|-------------|------------|-------------|
| Top Management    | 100%        | 100%       | 100%        |
| Senior Management | 100%        | 100%       | 100%        |
| Management        | 100%        | 100%       | 100%        |
| Executive         | 100%        | 80%        | 100%        |
| Non-Executive     | 100%        | 0%         | 100%        |
| <b>Total</b>      | <b>100%</b> | <b>91%</b> | <b>100%</b> |

There were no reports of any bribery or corruption cases through any of our reporting channels including the whistleblowing channel in FY 2025.

# SUSTAINABILITY STATEMENT

(CONT'D)

## PRESCRIBED TABLE

| ARB BERHAD<br>BMLR Transition Period |  | Date & Time: 2026-04-13_17:10:24<br>FYE 31/12/2025 |        |        |           |         |  |
|--------------------------------------|--|--|--------|--------|-----------|---------|--|
| Sustainability Matter                | Metric   | Measurement Unit                                   | 2025   | Target | Assurance | Remarks |  |
| Bursa (Anti-corruption)              | Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category - Top Management    | Percentage   | 100.00 | -      | Internal  | -       |  |
| Bursa (Anti-corruption)              | Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category - Senior Management | Percentage   | 100.00 | -      | Internal  | -       |  |
| Bursa (Anti-corruption)              | Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category - Management        | Percentage   | 100.00 | -      | Internal  | -       |  |
| Bursa (Anti-corruption)              | Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category - Executive         | Percentage   | 100.00 | -      | Internal  | -       |  |
| Bursa (Anti-corruption)              | Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category - Non-Executive     | Percentage   | 100.00 | -      | Internal  | -       |  |
| Bursa (Anti-corruption)              | Bursa C1(b) Percentage of operations assessed for corruption-related risks   | Percentage   | 100.00 | -      | Internal  | -       |  |
| Bursa (Anti-corruption)              | Bursa C1(c) Confirmed incidents of corruption and action taken   | Number   | 0      | -      | Internal  | -       |  |
| Bursa (Community/Society)            | Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer        | RM   | 10,000 | -      | Internal  | -       |  |



# SUSTAINABILITY STATEMENT (CONT'D)

## PRESCRIBED TABLE (CONT'D)

| ARB BERHAD<br>BMLR Transition Period |   | Date & Time: 2026-04-13_17:10:24<br>FYE 31/12/2025 |       |        |           |         |  |
|--------------------------------------|---|--|-------|--------|-----------|---------|--|
| Sustainability Matter                | Metric  | Measurement Unit                                   | 2025  | Target | Assurance | Remarks |  |
| Bursa (Community/Society)            | Bursa C2(b) Total number of beneficiaries of the investment in communities  | Number   | 1     | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by employee category (Management Male)   | Percentage   | 67.00 | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by employee category (Management Female) | Percentage   | 33.00 | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by employee category (Executive Male)    | Percentage   | 67.00 | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by employee category (Executive Female)  | Percentage   | 33.00 | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category (Non-Executive/Technical Staff Male)                    | Percentage   | 50.00 | -      | Internal  | -       |  |

# SUSTAINABILITY STATEMENT

(CONT'D)

## PRESCRIBED TABLE (CONT'D)

| ARB BERHAD<br>BMLR Transition Period |  | Date & Time: 2026-04-13_17:10:24<br>FYE 31/12/2025 |       |        |           |         |  |
|--------------------------------------|--|--|-------|--------|-----------|---------|--|
| Sustainability Matter                | Metric   | Measurement Unit                                   | 2025  | Target | Assurance | Remarks |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by employee category (Non-Executive/Technical Staff Female) | Percentage   | 50.00 | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by employee category (Intern Male)                          | Percentage   | 50.00 | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by employee category (Intern Female)                        | Percentage   | 50.00 | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by employee category (Management Under 30)                     | Percentage   | 0.00  | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by employee category (Management Between 30-50)                | Percentage   | 83.00 | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by employee category (Management Above 50)                     | Percentage   | 17.00 | -      | Internal  | -       |  |



# SUSTAINABILITY STATEMENT (CONT'D)

## PRESCRIBED TABLE (CONT'D)

| ARB BERHAD<br>BMLR Transition Period |  | Date & Time: 2026-04-13_17:10:24<br>FYE 31/12/2025 |        |        |           |         |
|--------------------------------------|--|--|--------|--------|-----------|---------|
| Sustainability Matter                | Metric   | Measurement Unit                                   | 2025   | Target | Assurance | Remarks |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by employee category (Executive Under 30)                          | Percentage   | 78.00  | -      | Internal  | -       |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by employee category (Executive Between 30-50)                     | Percentage   | 22.00  | -      | Internal  | -       |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by employee category (Executive Above 50)                          | Percentage   | 0.00   | -      | Internal  | -       |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by employee category (Non-executive/Technical Staff Under 30)      | Percentage   | 0.00   | -      | Internal  | -       |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by employee category (Non-executive/Technical Staff Between 30-50) | Percentage   | 100.00 | -      | Internal  | -       |

# SUSTAINABILITY STATEMENT (CONT'D)

## PRESCRIBED TABLE (CONT'D)

| ARB BERHAD<br>BMLR Transition Period |   | Date & Time: 2026-04-13_17:10:24<br>FYE 31/12/2025 |       |        |           |         |  |
|--------------------------------------|---|--|-------|--------|-----------|---------|--|
| Sustainability Matter                | Metric  | Measurement Unit                                   | 2025  | Target | Assurance | Remarks |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by employee category (Non-executive/Technical Staff Above 50) | Percentage   | 0.00  | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by employee category (Intern Under 30)                        | Percentage   | 83.00 | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by employee category (Intern Between 30-50)                   | Percentage   | 17.00 | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by employee category (Intern Above 50)                        | Percentage   | 0.00  | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(b) Percentage of directors by gender and age group - Male  | Percentage   | 80.00 | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(b) Percentage of directors by gender and age group - Female  | Percentage   | 20.00 | -      | Internal  | -       |  |
| Bursa (Diversity)                    | Bursa C3(b) Percentage of directors by gender and age group - Under 30  | Percentage   | 0.00  | -      | Internal  | -       |  |



# SUSTAINABILITY STATEMENT (CONT'D)

## PRESCRIBED TABLE (CONT'D)

Date & Time: 2026-04-13\_17:10:24  
FYE 31/12/2025

ARB BERHAD  
BMLR Transition Period

| Sustainability Matter                | Metric   | Measurement Unit     | 2025  | Target | Assurance | Remarks |
|--------------------------------------|--|----------------------|-------|--------|-----------|---------|
| Bursa (Diversity)                    | Bursa C3(b) Percentage of directors by gender and age group - Between 30-50)             | Percentage           | 80.00 | -      | Internal  | -       |
| Bursa (Diversity)                    | Bursa C3(b) Percentage of directors by gender and age group - Above 50                   | Percentage           | 20.00 | -      | Internal  | -       |
| Bursa (Energy Management)            | Bursa C4(a) Total energy consumption   | Megawatt-hours (MWh) | 24.8  | -      | Internal  | -       |
| Bursa (Health and safety)            | Bursa C5(a) Number of work-related fatalities  | Number               | 0     | -      | Internal  | -       |
| Bursa (Health and safety)            | Bursa C5(b) Lost time incident rate ("LTIR")   | Rate                 | 0     | -      | Internal  | -       |
| Bursa (Health and safety)            | Bursa C5(c) Number of employees trained on health and safety standards                   | Number               | 12    | -      | Internal  | -       |
| Bursa (Labour practices & standards) | Bursa C6(a) Total Hours of Training by employee category - Management                    | Hours                | 64    | -      | Internal  | -       |
| Bursa (Labour practices & standards) | Bursa C6(a) Total Hours of Training by employee category - Executive                     | Hours                | 96    | -      | Internal  | -       |
| Bursa (Labour practices & standards) | Bursa C6(a) Total Hours of Training by employee category - Non-executive/technical staff | Hours                | 4     | -      | Internal  | -       |
| Bursa (Labour practices & standards) | Bursa C6(a) Total Hours of Training by employee category - Intern                        | Hours                | 90    | -      | Internal  | -       |
| Bursa (Labour practices & standards) | Bursa C6(b) Percentage of employees that are contractors or temporary staff              | Percentage           | 0.00  | -      | Internal  | -       |

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# SUSTAINABILITY STATEMENT

(CONT'D)

## PRESCRIBED TABLE (CONT'D)

Date & Time: 2026-04-13\_17:10:24  
FYE 31/12/2025

ARB BERHAD  
BMLR Transition Period

| Sustainability Matter                | Metric   | Measurement Unit               | 2025   | Target | Assurance | Remarks |
|--------------------------------------|--|--------------------------------|--------|--------|-----------|---------|
| Bursa (Labour practices & standards) | Bursa C6(c) Total number of employee turnover by employee category - Management                                    | Number                         | 3      | -      | Internal  | -       |
| Bursa (Labour practices & standards) | Bursa C6(c) Total number of employee turnover by employee category - Executive                                     | Number                         | 4      | -      | Internal  | -       |
| Bursa (Labour practices & standards) | Bursa C6(c) Total number of employee turnover by employee category - Non-Executive                                 | Number                         | 2      | -      | Internal  | -       |
| Bursa (Labour practices & standards) | Bursa C6(d) Number of substantiated complaints concerning human rights violations                                  | Number                         | 0      | -      | Internal  | -       |
| Bursa (Supply chain management)      | Bursa C7(a) Proportion of spending on local suppliers  | Percentage                     | 100.00 | -      | Internal  | -       |
| Bursa (Data privacy and security)    | Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data | Percentage                     | 0.00   | -      | Internal  | -       |
| Bursa (Water)                        | Bursa C9(a) Total volume of water used   | cubic meters (m <sup>3</sup> ) | 4.75   | -      | Internal  | -       |

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# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors (“**Board**”) of ARB Berhad (“**ARB**” or “**Company**”) recognises the importance of adopting high standard of corporate governance throughout the Company and its subsidiaries (“**the Group**” or “**Group of Companies**”) as a fundamental part of discharging its responsibilities to protect and enhance stakeholders’ interest and to continue delivering sustainable performance of its Group.

This Statement is made pursuant to Paragraph 15.25 of the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”) and the Board is pleased to present the Group’s application of the principles as set out in the Malaysian Code on Corporate Governance (“**MCCG**”) 2021.

In line with ARB’s intent to enhance its corporate governance disclosure, this Statement is complemented with a Corporate Governance Report (“**CG Report**”), based on the prescribed format by Bursa Securities which details down the application of each Practice set out in the MCCG. The CG Report is made available on ARB’s website at <https://www.arbberhad.com/investor-relations> together with an announcement of the same on the website of Bursa Securities.

This Statement should also be read in tandem with the other statements in this Annual Report (e.g. Statement on Risk Management and Internal Control, Audit Committee Report and Sustainability Statement) for a more holistic and granular understanding of the Group’s corporate governance framework and practices which may be better explained in the context of the respective statements.

## PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

### PART I - BOARD RESPONSIBILITIES

The Board is collectively responsible to discharge their duties and responsibilities at all times as fiduciaries in the interests of the Company and shall act with integrity for creating and delivering long-term success of the Group and sustainable value to the shareholders and various stakeholders. The Board determines the Group’s vision and mission to guide and set the pace for its current operations and future development.

The Board delegates authority to management, and monitors and evaluates the implementation of policies, strategies and business plans.

In ensuring orderly and effective discharging of its duties and responsibilities, the Board has established and delegated the authority to the Board Committees, namely, the Audit Committee, Nomination Committee and Remuneration Committee to monitor and evaluate the implementation of policies, strategies and business plans, internal control systems and risk management.

The Board appoints the Chairman and members of each Committee and the Board Committees operate within their approved Terms of Reference set by the Board. The Chairman of each Board Committee reports to the Board on the deliberation and outcome of the Committee meetings and make appropriate recommendations thereon to the Board for its consideration and decision.

The Executive Directors are responsible for the day-to-day management of the business to ensure that the business operates continuously in conformity with the implementation of Board’s policies, strategies and decisions. In addition, the Independent Directors, who constitute a majority of the Board, provide effective oversight over management and ensure that there is independence of judgement.

Practice 1.4 of the MCCG recommends that the Chairman of the Board should not be a member of the Audit Committee, Nomination Committee, and Remuneration Committee. As the Company has a moderate sized Board comprising of only four (4) members, the Chairperson, Ms Yuen Ya Ting, is also a member for Audit Committee, Nomination Committee and Remuneration Committee. Through her active participation and extensive board and corporate experience, the discussions and decisions made at these committees have greatly benefited from her input. The Company believes that the Board’s objective in receiving or assessing committees’ reports has not been diminished in any way.

The Board members have direct and unrestricted access, to all relevant Company’s information and to the senior management personnel to assist them in the discharge of their duties and responsibilities and to enable them to make informed decisions. The Board also has direct communication channels with the External Auditors, Internal Auditors and Board Committees. As and when necessary, the Board members may seek independent professional advice, at the Company’s expense, in the furtherance of their duties.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## (CONT'D)

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

#### PART I - BOARD RESPONSIBILITIES (CONT'D)

The Board is supported by one (1) suitably qualified Company Secretary who serves as corporate governance counsel to the Board. The Company Secretary assists the Board in adhering to the relevant corporate governance legislative promulgations and internal policies and procedures and appraises the Board on the latest statutory and regulatory requirements relating to corporate governance.

The Board and Board Committees' meetings are conducted in hybrid manner to allow the Board members to join the meetings in-person or via a virtual meeting platform. The meeting materials are distributed electronically at least seven (7) days prior to the meetings to allow preparation and meaningful discussion by the Board and Board Committees members during the meetings. All proceedings of meetings, including issues raised, deliberations and decisions of the Board and Board Committees are properly minutes and filed in the statutory records of the Company by the Company Secretary.

In between Board meetings, approvals on matters requiring the sanction of the Board are sought by way of Directors' written resolutions enclosing all the relevant information to enable the Board to make informed decisions. All Directors' written resolutions approved by the Board are tabled for notation at the subsequent Board meeting. The Board also perused the decisions deliberated by the Board Committees through minutes of these Board Committees meetings. The Chairman of the respective Board Committees is responsible for informing the Board at the Directors' Meetings of any salient matters noted by the Board Committees and which may require the Board's direction.

#### Board Charter

The Company's Board Charter provides guidance and clarity regarding the roles and responsibilities of the Board and the Board Committees, the requirements of Directors in carrying out their roles and in discharging their duties towards the Company as well as the Board's operating practices. To ensure that it remains relevant, the Board Charter will be periodically reviewed and updated in accordance with the needs of the Company and any new regulations that may have an impact on the discharge of the Board's responsibilities.

A copy of the Board Charter is available for reference at the Company's website at <https://www.arbberhad.com/investor-relations>.

#### Code of Conduct and Ethics

The Board is committed to creating an environment whereby ethics and professionalism are placed in the highest priority in line with good corporate governance practices. The Board shall observe and adhere to the Code of Conduct and Ethics.

The Code of Conduct and Ethics is a guide to assist the Group's Directors and all levels of employees in living up to the Group's high ethical business standards and provides guidance on the way employees should conduct themselves when dealing with other parties doing business with the Group. It also sets out and identifies the appropriate communication on and feedback channels, which facilitate whistleblowing. The Directors have maintained strong oversight of the performance and implementation of corporate governance for the Group.

The Board will review the Code of Conduct and Ethics when necessary to ensure it remains relevant and appropriate. The details of the Code of Conduct and Ethics are available for reference at the Company's website at <https://www.arbberhad.com/investor-relations>.

#### Whistle Blowing Policy

The Company has in place the Whistle Blowing Policy for its Directors and employees of the Group and is designed to provide them with proper internal reporting channels and guidance to disclose any wrongdoing or improper conduct relating to unlawful conducts, inappropriate behaviour, malpractices, any violation of established written policies and procedures within the Group or any action that is or could be harmful to the reputation of the Company and/or compromise the interests of the shareholders, clients and the public without fear of reprisal, victimisation, harassment or subsequent discrimination.

The details of the Whistle Blowing Policy are available for reference at the Company's website at <https://www.arbberhad.com/investor-relations>.



# CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

### PART I - BOARD RESPONSIBILITIES (CONT'D)

#### Anti-Bribery and Anti-Corruption Policy

The Company has adopted an Anti-Bribery and Anti-Corruption Policy ("ABAC Policy"), which is made available at the Company's website at <https://www.arbberhad.com/investor-relations>.

The Board has adopted a zero-tolerance approach against all forms of Bribery and Corruption, as defined in the ABAC Policy, and takes a strong stance against such acts. The ABAC Policy leverages on the core principles of the Company as set out in the Company's Code of Conduct and Ethics. The ABAC Policy serves as a guideline on how to deal with Bribery and Corruption which may arise in the course of business of the Company.

#### Directors' Fit and Proper Policy

The Board has established the Directors' Fit and Proper Policy, to ensure that any person to be appointed or elected/re-elected as a Director of the Group possesses the necessary quality and character as well as integrity, competency and commitment to enable the discharge of the responsibilities required of the appointed position in the most effective manner. The Directors' Fit and Proper Policy is accessible on the Company's website at <https://www.arbberhad.com/investor-relations>.

#### Sustainability

The Company is committed to operating in a sustainable manner, as this will not only create value to the Company, but also to the employees, business communities and society surrounding us. The details pertaining the sustainability governance can refer to the sustainability statement of this Annual Report.

### PART II - BOARD COMPOSITION

#### Board Composition and Balance

The Nomination Committee ("NC") ensures that the composition of the Board is refreshed periodically. The tenure of each director is reviewed by the Nomination Committee and annual re-election of a director should be contingent on satisfactory evaluation of the director's performance and contribution to the Board. It also reviews the performance of all directors, including their independence (for independent directors) annually and those with satisfactory evaluations are recommended to the Board for re-election.

At present, the Board comprises one (1) Executive Director and three (3) Non-Executive Directors, all of whom are Independent Directors. The composition of the Board complies with Paragraph 15.02 of the MMLR of Bursa Securities whereby at least two (2) or one third (1/3) of its Board members are independent directors and one (1) director is a woman as well as the recommendation of MCCG whereby at least half of the Board comprises of independent directors.

#### Re-election of Directors

The procedures for the annual re-election of directors are set out in the Company's Constitution. In accordance with the Company's Constitution, one-third (1/3) of the Directors for the time being or, if their number is not a multiple of three (3), the number nearest to one-third (1/3) with minimum of one (1), shall retire from office and an election of Directors shall take place. The Constitution further provides that each Director shall retire once every three (3) years but shall be eligible for re-election.

Newly appointed directors shall hold office only until the next Annual General Meeting ("AGM") and shall be eligible for re-election.

The re-election of each director is voted separately. To assist shareholders in their decision, sufficient information such as personal profile, meetings attendance and their shareholdings in the Group of each Director/ person standing for re-election/ election are furnished in the Annual Report.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

## (CONT'D)

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

#### PART II - BOARD COMPOSITION (CONT'D)

##### Tenure of Independent Directors

As at the date of this statement, none of the independent directors have served the Company for more than nine (9) years.

##### Boardroom Diversity

The Board acknowledges the recommendation of MCCG and recognises the importance of boardroom diversity. In driving the long-term vision of the Group, it is essential for the Board to possess an optimum mix of skills, qualifications and experience that can support the Group in responding to changing market dynamics, evolving business models and emergence of novel risks. The combination of the skills, experience and expertise of the incumbent Directors allows the Board to apply breadth and depth of perspective when deliberating on contentious issues.

The Board constantly advocates fair and equal participation and opportunity for all individuals of the right calibre without any specific discrimination as to the age, ethnicity or gender of the candidates concerned. The Board has been taking steps to seek out female candidates based on meritocracy with the optimum mix of skills, knowledge and experience to fill Board positions.

##### Gender Diversity Policy

The Board is supportive with the recommendation of MCCG and recognises the importance of establishment of gender diversity policy. However, the Group does not have the workforce gender policy currently. Currently, the Board comprises one (1) female director which reflects the Board's commitment towards achieving a more gender diversified Board. This also in line with the requirement of MMLR whereby the listed issuer must have at least one (1) woman director in the board.

##### New Candidates for Board Appointment

The NC is tasked by the Board to make independent recommendations for appointments to the Board. Appointment of Directors shall be based on objective criteria, merit and with due regard for diversity in skills, experience, age, cultural background and gender.

In making these recommendations, the NC shall assess the suitability of candidates, considering the character, integrity, competence, professionalism, time commitment and other qualities of the candidates, before recommending their appointments to the Board for approval.

The Company Secretary will ensure that all appointments are properly made, and that legal and regulatory requirements are complied with.

During the financial year ended 31 December 2025, there was no any new appointment of Director took place.

##### Nomination Committee

The NC comprises three (3) Directors, all of whom are Independent Non-Executive Directors. The NC is spear-headed by an Independent Non-Executive Director as specified under Practice 5.8 of the MCCG.

The members of the NC are as follows:-

##### Chairman

Aiman Afiffudin Bin Ramlee

Independent Non-Executive Director

##### Members

Khor Chin Meng

Independent Non-Executive Director

Yuen Ya Ting

Independent Non-Executive Chairperson



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

#### PART II - BOARD COMPOSITION (CONT'D)

##### Nomination Committee (Cont'd)

The Terms of Reference of the NC can be viewed at the Company's website at <https://www.arbberhad.com/investor-relations>.

During the financial year ended 31 December 2025, the NC had assisted the Board on the following functions:

- Performed an assessment on the Board, Board Committees and individual Directors;
- Reviewed and recommended the re-election of Directors pursuant to the Company's Constitution;
- Assessed the independence of the Company's Independent Directors and recommended the continuance of Independent Directors;
- Reviewed the size and composition of the Board and made recommendations to the Board as regards any changes that may, in their view, be beneficial to the Company; and
- Reviewed the effectiveness of the Board as a whole, committees of the Board and the contribution of individual directors.

##### Annual Evaluation of Effectiveness of the Board, Board Committees and Directors

The Board has, through the NC, undertaken a formal and objective annual evaluation to assess the effectiveness of the Board and the Board Committees as a whole and the contribution of each Director, including the independence of the Independent Non-Executive Director, making reference to the guides available and good corporate governance compliance. The evaluation process was carried out by sending the following customized assessment forms to Directors:-

- i. Audit Committee Evaluation Form;
- ii. Board and Board Committee Evaluation Form;
- iii. Directors' Evaluation Form;
- iv. Evaluation of Level of Independence of a Director;
- v. Evaluation of Internal Audit Function; and
- vi. External Auditors Evaluation Form.

Each Director is provided with the assessment forms for their completion prior to the meeting. The results of all assessments and comments by the Directors are summarized and deliberated at the NC meeting and thereafter the NC's Chairman will report the results and deliberation to the Board.

Based on the evaluations conducted for the financial year ended 31 December 2025, the NC and the Board were satisfied with the performance of the individual Directors, Board as a whole, Board Committees as well as the independence and objective judgements that the Independent Directors have brought to the Board.

##### Time Commitment and Directorship in Other Public Listed Companies

Under the Board Charter, the directorships in other public listed companies in Malaysia held by any Board member at any one time shall not exceed any number as may be prescribed by the relevant authorities. In addition, at the time of appointment, the Board shall obtain the Director's commitment to devote sufficient time to carry out his responsibilities. Any Director is, while holding office, at liberty to accept other Board appointments in other companies so long as the appointment is not in conflict with the Company's business and does not affect the discharge of his/her duty as a Director of the Company. To ensure the Directors have the time to focus and fulfill their roles and responsibilities effectively, one (1) criterion as agreed by the Board is that they must not hold directorships at more than five (5) public listed companies as prescribed in Paragraph 15.06 of MMLR.

The dates scheduled for Board meetings, Board Committee meetings and meeting of members are set in advance and circulated to the Directors to facilitate the Directors' time planning. At the end of each Board and Committee meetings, the date of the next meetings is to be reconfirmed. Each Board member is expected to achieve at least 50% attendance of total Board meetings in any applicable financial year with appropriate leave of absence be notified to the Chairman and/or Company Secretaries, where applicable.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(CONT'D)

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

### PART II - BOARD COMPOSITION (CONT'D)

#### Time Commitment and Directorship in Other Public Listed Companies (Cont'd)

During the financial year ended 31 December 2025, all Directors have dedicated adequate time and effort to attend Board and Board Committee meetings held to deliberate on matters under their purview. The meeting attendance of Directors during the financial year ended 31 December 2025 are furnished below:-

| Name of Directors          | Meeting Attendance | Percentage of Attendance |
|----------------------------|--------------------|--------------------------|
| Yuen Ya Ting               | 5/5                | 100%                     |
| Khor Chin Meng             | 5/5                | 100%                     |
| Hong Zi Shen               | 5/5                | 100%                     |
| Aiman Afiffudin Bin Ramlee | 5/5                | 100%                     |

#### Continuing Education Programs

All Directors have completed the Mandatory Accreditation Programme as required by Bursa Securities.

The Board believes that continuous training for Directors is vital for the Board members to enhance their skills and knowledge and to enable them to discharge their duties effectively. As such, the Directors will continuously attend the necessary training programmes, conferences, seminars, exhibitions and/or forums to keep abreast with the current developments in the various industries as well as the current changes in laws and regulatory requirements.

The Directors, after assessing and identifying their own training needs, attended the following conferences, seminars and training programmes:

| Name of Directors          | Seminars/Conferences/<br>Training Programmes Attended   | Date of Attendance  |
|----------------------------|---|---|
| Yuen Ya Ting               | <ol style="list-style-type: none"> <li>Seminar On “[SSM Webinar] MBRS 2.0 For Preparers - Financial Statements”</li> <li>Mandatory Accreditation Programme Part II</li> <li>MAICSA REGULATORY FORUM 2025 - Evolving Regulatory Landscape: Strengthening Corporate Resilience and Governance Integrity</li> </ol>            | 28-29 April 2025<br>20 - 21 May 2025<br>9 December 2025     |
| Khor Chin Meng             | <ol style="list-style-type: none"> <li>Role and responsibilities of the Board of Directors in Timely Financial Reporting and the Practical Considerations</li> <li>Mandatory Accreditation Programme Part II</li> <li>Strategic Oversight in Strategy Implementation: Getting Execution Right at the Board Level</li> </ol> | 25 April 2025<br>18-19 June 2025<br>28 July 2025            |
| Hong Zi Shen               | <ol style="list-style-type: none"> <li>Smart Work with Python</li> </ol>  | 26 November 2025  |
| Aiman Afiffudin Bin Ramlee | <ol style="list-style-type: none"> <li>Mandatory Accreditation Programme Part II</li> <li>MBRS 2.0 For Preparers - Financial Statements</li> <li>Anti-Money Laundering &amp; Counter Financing of Terrorism (AML/CFT) - Framework, Obligations, and the Critical Role of Suspicious Transaction Reporting</li> </ol>        | 13 - 14 January 2025<br>11 - 12 August 2025<br>5 March 2026 |

The Board of Directors is also constantly updated with relevant reading materials and technical updates, which will enhance their knowledge and equip themselves with the necessary skills to effectively discharge their duty as Directors of the Company. In addition, relevant guidelines on statutory and regulatory requirements were circulated to the Board from time to time for Board reference.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

#### PART III - REMUNERATION

##### Remuneration Committee

The Board has instituted a set of policies and procedures to govern the remuneration of Directors and Senior Management. The policies and procedures serve as guidelines for the Board in remunerating Directors and Senior Management with a view to attract, retain and motivate talented and high-calibre individuals.

The Board has established a Remuneration Committee (“**RC**”) to assist the Board in its oversight function on matters pertaining to Remuneration of Directors and Senior Management.

The RC, which is chaired by Aiman Afiffudin Bin Ramlee, the Independent Non-Executive Director. The RC comprises exclusively of Independent Non-Executive Directors to assist the Board for determining the Directors’ remuneration.

The members of the RC are as follows:-

##### Chairman

Aiman Afiffudin Bin Ramlee Independent Non-Executive Director

##### Members

Khor Chin Meng Independent Non-Executive Director  
Yuen Ya Ting Independent Non-Executive Chairperson

The Terms of Reference of the RC can be viewed at the Company’s website at <https://www.arbberhad.com/investor-relations>.

During the financial year ended 31 December 2025, the RC reviewed the payment of Directors’ fees and other benefits payable to Directors and made its recommendation to the Board.

##### Remuneration Policy

The RC is authorised by the Board to establish a formal and transparent procedure for developing policy for remuneration of the Executive Directors of the Company and for fixing the remuneration packages of individual Director. The RC also determines and recommends to the Board any performance-related pay schemes for Executive Directors.

The Board believes in a remuneration policy that fairly supports the Directors’ responsibilities and fiduciary duties in steering the Group to achieve its long-term goals and enhance shareholders’ value. The Board offers a competitive remuneration package in order to attract, develop and retain talented individuals to serve as directors.

The RC’s principal objective is to evaluate, deliberate and recommend to the Board a remuneration policy for Executive Directors that is fairly guided by market norms and industry practice. The RC also recommends the Executive Directors’ remuneration and benefits based on his individual performance and that of the Group.

The determination of the remuneration for Non-Executive Directors is a matter of the Board as a whole. The level of remuneration for Non-Executive Directors reflects the amount paid by other comparable organisations, adjusted for the experience and levels of responsibilities undertaken by the Non-Executive Directors concerned. The remuneration package of Non-Executive Directors will be a matter to be deliberated by the Board, with the Director concerned abstaining from deliberations and voting on deliberations in respect of his individual remuneration. In addition, the Company also reimburses reasonable out-of-pocket expenses incurred by all the Executive Directors in the course of their duties as Directors of the Company. The aggregate annual Directors’ fees and other benefits payable are to be approved by shareholders at the AGM based on recommendations of the Board.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

(CONT'D)

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

### PART III - REMUNERATION (CONT'D)

#### Details of Directors' Remuneration

In determining the level and component parts of Directors' remuneration, the RC takes into consideration the demands, complexities and performance of the Group as well as the time commitment, skills and experience that are required as Directors. The detailed disclosure of Directors' remuneration at the Company's and Group's level for the financial year ended 31 December 2025 are as follows:

#### The Company

| Name of Directors          | Fee (RM)      | Allowance (RM) | Salary (RM) | Bonus (RM) | Benefits in Kind (RM) | Other Emoluments (RM) | Total (RM)    |
|----------------------------|---------------|----------------|-------------|------------|-----------------------|-----------------------|---------------|
| Yuen Ya Ting               | 24,000        | -              | -           | -          | -                     | 1,500                 | 25,500        |
| Khor Chin Meng             | 24,000        | -              | -           | -          | -                     | 1,500                 | 25,500        |
| Aiman Afiffudin Bin Ramlee | 24,000        | -              | -           | -          | -                     | 1,500                 | 25,500        |
| <b>TOTAL</b>               | <b>72,000</b> | <b>-</b>       | <b>-</b>    | <b>-</b>   | <b>-</b>              | <b>4,500</b>          | <b>76,500</b> |

#### The Group

| Name of Directors           | Fee (RM)      | Allowance (RM) | Salary (RM)    | Bonus (RM)   | Benefits in Kind (RM) | Other Emoluments (RM) | Total (RM)     |
|-----------------------------|---------------|----------------|----------------|--------------|-----------------------|-----------------------|----------------|
| Yuen Ya Ting                | 24,000        | -              | -              | -            | -                     | 1,500                 | 25,500         |
| Khor Chin Meng              | 24,000        | -              | -              | -            | -                     | 1,500                 | 25,500         |
| Aiman Afiffudin Bin Ramlee  | 24,000        | -              | -              | -            | -                     | 1,500                 | 25,500         |
| Hong Zi Shen                | -             | 320            | 360,000        | -            | -                     | -                     | 360,320        |
| Muhammad Ritzwan Bin Roslan | 12,000        | -              | 48,000         | 6,000        | -                     | -                     | 66,000         |
| <b>TOTAL</b>                | <b>84,000</b> | <b>320</b>     | <b>408,000</b> | <b>6,000</b> | <b>-</b>              | <b>4,500</b>          | <b>502,820</b> |

#### Senior Management's Remuneration

Key management personnel are defined as those people who have authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly and provide key management personnel services to the Group.

The total remuneration received by the senior management of the Group including salary, bonus, benefits in-kind and other emoluments in bands width of RM50,000 for the financial year ended 31 December 2025 are as follows:

| Range of Remuneration | Number of Senior Management |
|-----------------------|-----------------------------|
| Below RM100,000       | 1                           |
| RM100,001 – RM150,000 | -                           |
| RM150,001 – RM200,000 | -                           |
| RM200,001 – RM250,000 | -                           |
| RM250,001 and above   | 1                           |



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

#### PART III - REMUNERATION (CONT'D)

##### Senior Management's Remuneration (Cont'd)

The remuneration of these top two (2) senior management of the Company disclosed above is on an aggregate basis. At this particular juncture, the Board is of the opinion that the disclosure of the Senior Management personnel's names and the various remuneration components (salary, bonus, benefits in-kind, other emoluments) would not be in the best interest of the Group due to confidentiality and security concerns.

### PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

#### PART I - AUDIT COMMITTEE ("AC")

The AC comprises solely of Independent Directors to provide a robust and impartial oversight on financial reporting, audit and risk management processes. The members of the AC are as follows: -

| Directors                  | Designation                                    |
|----------------------------|--|
| Khor Chin Meng             | Chairman / Independent Non-Executive Director  |
| Yuen Ya Ting               | Member / Independent Non-Executive Chairperson |
| Aiman Afiffudin Bin Ramlee | Member / Independent Non-Executive Director    |

The AC is chaired by an Independent Director who is not the Chairman of the Board, therefore observed the recommendation of Practice 9.1 of MCCG which stipulates that the Chairman of the AC shall not be the Chairman of the Board.

The vast experience of the AC members in the areas of accounting, finance and auditing allows the AC to collectively possess the requisite financial literacy to have a sound understanding of the financial matters of the Group. The AC has unrestricted access to both the internal and external auditors, who in turn report directly to the AC.

#### Assessment of Suitability and Independence of External Auditors

The AC has established formal and transparent arrangements to maintain an appropriate relationship with the external auditors. This includes undertaking an annual assessment to ascertain the suitability, objectivity, and independence of the external auditors. The Auditors will highlight to the AC and the Board on matters that require the Board's attention.

The AC is responsible for reviewing the audit, recurring audit-related and non-audit services provided by the External Auditors. The AC has been explicitly accorded the power to communicate directly with both the External Auditors and Internal Auditors. The terms of engagement for services provided by the External Auditors are reviewed by the AC prior to submission to the Board for approval. The effectiveness and performance of the External Auditors are reviewed annually by the AC.

To assess or determine the suitability and independence of the External Auditors, the AC has taken into consideration of the following:

- i) the adequacy of the experience and resources of the External Auditors;
- ii) the External Auditor's ability to meet deadlines in providing services and responding to issues in a timely manner as contemplated in the external audit plan;
- iii) the nature of the non-audit services provided by the External Auditors and fees paid for such services relative to the audit fee; and
- iv) whether there are safeguards in place to ensure that there is no threat to the objectivity and independence of the audit arising from the provision of non-audit services or tenure of the External Auditors.

# CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

## PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

### PART I - AUDIT COMMITTEE ("AC") (CONT'D)

#### Assessment of Suitability and Independence of External Auditors (Cont'd)

Annual appointment or re-appointment of the External Auditors is via shareholders' resolution at the AGM on the recommendation of the Board. The External Auditors are being invited to attend the AGM of the Company to respond and reply to the Shareholders' enquiries on the conduct of the statutory audit and the preparation and contents of the audited financial statement.

Where necessary, the AC will meet with the External Auditors without the presence of Executive Directors and members of management to ensure that the independence and objectivity of the External Auditors are not compromised and matters of concerns expressed by the AC are duly recorded by the Company Secretaries.

In presenting the Audit Planning Memorandum to the AC, the External Auditors have highlighted their internal policies and procedures with respect to their audit independence and objectivity which include safeguards and procedures and independent policy adopted by the External Auditors.

The AC is satisfied with the competence and independence of the External Auditors for the financial year ended 31 December 2025.

#### Part II - Risk Management and Internal Control Framework

The Board acknowledges the significance of a sound system of risk management and internal control to manage the overall risk exposure of the Group. The Board has ultimate responsibility for reviewing the Company's risks, approving the risk management framework and policy and overseeing the Company's strategic risk management and internal control framework to achieve its objectives within an acceptable risk profile as well as safeguarding the interest of stakeholders and shareholders and the Group's assets.

The key features of the Risk Management Framework are presented in the Statement on Risk Management and Internal Control of the Company as set out in this Annual Report.

The Board has engaged a professional service provider to assume the Internal Audit Function of the Group. The Internal Auditors conducted regular audit reviews and assessed the effectiveness and adequacy of the governance, risk management and internal controls in the Group. These reviews were reported to the AC directly by the Internal Auditors.

During the financial year ended 31 December 2025 the internal audit function is outsourced to Indah Corporate Governance Sdn Bhd which reports directly to the AC.

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

### PART I - COMMUNICATION WITH STAKEHOLDERS

The Board recognises the importance of ongoing engagement and communication with the stakeholders of the Company, which will build mutual trust and better understanding. The Company is committed to providing its stakeholders on timely basis with transparent, accurate and quality disclosure of the Company's operations, financial conditions, and future prospects in conformity with applicable legal and regulatory requirements.

The Annual Report is made available on ARB's website, and it provides a balanced, comparable and meaningful assessment of the Group's position and prospects as well as comprehensive details about business activities and financial performance for the financial year.

The Company's website at <https://www.arbberhad.com/investor-relations> incorporates an Investor Relations section which provides all relevant information on the Company which are accessible to the public. This section enhances the Investor Relations function by including all announcements made by the Company and its annual reports.



## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

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

#### PART I – COMMUNICATION WITH STAKEHOLDERS (CONT'D)

The quarterly financial results are announced to Bursa Securities after the Board's approval. This is important in ensuring equal and fair access to information by the investing public.

Shareholders and investors may also forward their queries to the Company via email to [contact@arbberhad.com](mailto:contact@arbberhad.com).

In addition to the dissemination of information to shareholders and other interested parties via announcements to Bursa Securities, its website, circulars and press releases, the Board is of the view that the annual and any extraordinary general meetings as ideal opportunities to communicate with shareholders.

The Chairman or the Executive Directors of the Company will brief shareholders on the Company's projects and elaborate further on proposals for which the approval of shareholders is being sought at general meetings.

Whilst the Company aims to provide as much information as possible to its shareholders, it is also mindful of the legal and regulatory framework governing the release of material and price-sensitive information.

#### PART II- CONDUCT OF GENERAL MEETINGS

The Annual General Meeting ("AGM") and Extraordinary General Meeting of the Company are important platforms for the Directors and senior management to engage with the shareholders to facilitate greater understanding of the Company's business, governance and performance. Shareholders are encouraged to actively participate during AGMs by raising questions and providing feedback to the Board and Senior Management.

During the financial year ended 31 December 2024, all Directors including the respective Chairmen of the Board Committees were present during the Twenty-Sixth (26<sup>th</sup>) AGM to facilitate the shareholder engagement and provide clear and meaningful responses to shareholders' concerns and queries. Feedback gathered during the AGM are evaluated and considered for further action by the Board and Senior Management.

The notice of the upcoming AGM will be made available to shareholders more than twenty-eight (28) days prior to the meeting in order to provide shareholders with sufficient time to review the Group's financial and operational performance as well as the resolutions that are to be tabled during the AGM.

The Company has implemented poll voting for all the resolutions set out in the Notice of AGM and Extraordinary General Meeting. In addition, the Company appointed scrutineer to validate the votes cast at the general meetings.

### STATEMENT BY THE BOARD ON CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board has deliberated, reviewed and approved this Corporate Governance 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 MMLR of Bursa Securities on corporate governance and all applicable laws and regulations throughout the financial year ended 31 December 2025, except for the departures set out in the CG Report. The Company shall continue to strive for high standards of corporate governance throughout the Group, and the highest level of integrity and ethical standards in all of its business dealings.

This Statement together with the CG Report was approved by the Board on 7 April 2026.

## STATEMENT OF DIRECTORS' RESPONSIBILITY

IN RESPECT OF THE AUDITED FINANCIAL STATEMENTS  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

This statement is prepared as required under the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

Pursuant to the Companies Act 2016 (“**Act**”), the Directors are required to prepare the financial statements for each financial year which give a true and fair view of the state of affairs of the Group and of the Company at the end of the financial year, and of the results and cash flows of the Group and of the Company for the financial year ended.

The Directors consider that, in preparing the financial statements for the financial year ended 31 December 2025, the Group has adopted appropriate accounting policies and applied them consistently, made judgements and estimates that are reasonable and prudent, and prepared the financial statements on a going concern basis. The Directors also consider that all applicable approved accounting standards have been followed.

The Directors are responsible for ensuring that the Group and the Company keep accounting records which disclose, with reasonable accuracy at any time, the financial position of the Group and of the Company and which enable them to ensure that the financial statements comply with the provisions of the Act and the applicable approved accounting standards in Malaysia.



## ADDITIONAL COMPLIANCE INFORMATION

### 1. AUDIT AND NON-AUDIT FEES PAID TO EXTERNAL AUDITORS

During the financial year ended 31 December 2025, the amounts of audit and non-audit fees paid/ payable by the Company and the Group to the External Auditors were as follows:

|                   | Company<br>(RM'000) | Group<br>(RM'000) |
|-------------------|---------------------|-------------------|
| Audit Fees        | 194,000             | 254,000           |
| Non-Audit Fees    | 6,000               | 6,000             |
| <b>TOTAL FEES</b> | <b>200,000</b>      | <b>260,000</b>    |

### 2. MATERIAL CONTRACTS

There were no material contracts involving the Directors', chief executive (who is not a Director) and major shareholders' interests, either subsisting at the end of the financial year ended 31 December 2025 or, if not then subsisting, entered into since the end of the previous financial year.

### 3. CONTRACTS RELATING TO LOAN

During the financial year ended 31 December 2025, there were no material contracts relating to loans entered into by the Company involving Directors and major shareholders.

### 4. UTILISATION OF PROCEEDS FROM CORPORATE EXERCISE

The Company did not raise funds through any corporate proposals during the financial year ended 31 December 2025.

### 5. RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE AND TRADING NATURE ("RRPTs")

There was no material Recurrent Related Party Transactions of a revenue or trading nature during the financial year ended 31 December 2025.

## DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

Pursuant to Paragraph 9.25A of the Main Market Listing Requirements, below are the financial data that are relevant for purpose of Shariah screening by the Shariah Advisory Council of the Securities Commission Malaysia. These include financial data of Shariah non-permissible income arising from the Group's business activities and interest-based financial position.

### (a) Group Total Income and Total Asset

| Total Income            | Remark | Group              |              |
|-------------------------|--------|--------------------|--------------|
|                         |        | 2025<br>(RM)       | 2024<br>(RM) |
| Revenue                 |        | 308,819,500        | 99,105,102   |
| Other income            |        | 4,252,914          | 4,368,295    |
| Interest/Finance income |        | 192,535            | 575,923      |
| <b>Total</b>            |        | <b>313,264,949</b> | 104,049,321  |
| <b>Total Assets</b>     |        | <b>201,202,533</b> | 209,480,866  |

### (b) Business Activities

| Shariah Non-Compliant Activities | Remark | Group        |              |
|----------------------------------|--------|--------------|--------------|
|                                  |        | 2025<br>(RM) | 2024<br>(RM) |
| Business activities              |        | N/A          | N/A          |
| <b>Total</b>                     |        | <b>N/A</b>   | N/A          |

### (c) Component of Financial Position

#### (i) Cash Component

| Islamic Accounts / Instruments   | Remark | Group            |              |
|----------------------------------|--------|------------------|--------------|
|                                  |        | 2025<br>(RM)     | 2024<br>(RM) |
| Cash at bank                     |        | 5,274,478        | 21,739,702   |
| <b>Total Cash</b>                |        | <b>5,274,478</b> | 21,739,702   |
| Conventional Account/Instruments | Remark | Group            |              |
|                                  |        | 2025<br>(RM)     | 2024<br>(RM) |
| Cash                             |        | N/A              | N/A          |
| <b>Total Cash</b>                |        | <b>N/A</b>       | N/A          |



## DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING (CONT'D)

### (c) Component of Financial Position (Cont'd)

#### (ii) Debt Component

| Islamic Financing      | Remark | Group        |              |
|------------------------|--------|--------------|--------------|
|                        |        | 2025<br>(RM) | 2024<br>(RM) |
| Current                |        | N/A          | N/A          |
| Non-Current            |        | N/A          | N/A          |
| <b>Total Financing</b> |        | <b>N/A</b>   | <b>N/A</b>   |

| Conventional Borrowing | Remark | Group        |              |
|------------------------|--------|--------------|--------------|
|                        |        | 2025<br>(RM) | 2024<br>(RM) |
| Current                |        | N/A          | N/A          |
| Non-Current            |        | N/A          | N/A          |
| <b>Total Debt</b>      |        | <b>N/A</b>   | <b>N/A</b>   |

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## A. INTRODUCTION

The Board of Directors (“**the Board**”) of ARB Berhad (“**the Company**”) is pleased to present the Statement on Risk Management and Internal Control of the Company and its subsidiaries (“**the Group**”) which outlines the nature and scope of risk management and internal control systems of the Group for the financial year ended FYE 31 December 2025 (“**FY 2025**”). The Statement on Risk Management and Internal Control is made in compliance with paragraph 15.26(b) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“**MMLR**”), Malaysian Code on Corporate Governance (“**MCCG**”) and the *Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Companies* (“**SORMIC Guide 2025**”).

The primary objective of this disclosure is to provide stakeholders with insights into the Group’s governance framework and the effectiveness of its risk management processes. By following the SORMIC Guide 2025, the Board intends to enhance governance, transparency, and stakeholder confidence.

## B. BOARD RESPONSIBILITY

The Board acknowledges its overall responsibility for the Group’s risk management and internal control system to safeguard shareholders’ investment and the Group’s assets as well as reviewing its effectiveness, adequacy and integrity on a regular basis.

The system of internal control covers governance, risk management, financial, organisational, operational and compliance controls. However, due to the limitations that are inherent in any system of internal control, the Group’s system of internal control is designed to manage, rather than eliminate the risk of failure to achieve the corporate objectives. Accordingly, it only provides reasonable but not absolute assurance against material misstatement or loss.

The Board, through the Audit Committee, implements the risk management and internal control practices within the Group. Management is required to apply good judgement in assessing the risks faced by the Group, assessing the Group’s ability to reduce the incidence and impact of risks.

The Board was assisted by the Audit Committee to fulfil its responsibilities in internal audit function.

## C. RISK MANAGEMENT

The Board recognises that risk management is an integral part of the Group’s business operations and has put in place the Risk Management Framework within the Group as an on going process for identifying, evaluating, monitoring and managing the significant risk affecting the achievement of its business objectives.

The risk identification process involves reviewing and identifying the possible risk exposure arising from changes in both external business environment and internal operating conditions. The risk measurement guidelines consist of financial and non-financial qualitative measures of risk consequences based on the risk likelihood rating and risk impact rating. The risk control actions are prioritised and implemented as per the risk control actions assigned to the respective risk owners.

Risk profile consists of principal business risks which are identified and documented in the Standard Operating Procedures (“**SOP**”) governing risk management processes and reporting procedures are in place to support and outlined the policies and procedures for the implementation of the risk management framework.

The Board is assisted by the Audit Committee which is chaired by an Independent Director. The Audit Committee closely monitors the risk management function and there are continuous plans to enhance the level of knowledge of risk management and understanding of risks affecting the Group among senior management and the Board to ensure that it is responsive to the changes in the business environment.

Being an integral part of the Group’s operations, each employee is entrusted with the responsibility for managing or mitigating risks and internal controls associated with operations and ensuring compliance with the applicable laws and regulations. Management is responsible for creating a risk awareness culture and to build the necessary environment for effective risk management. The process requires management to identify and assess all type of risks, magnitude of impact as well as to identify and evaluate the adequacy and application of mechanism in place to manage, mitigate or eliminate these risks.



## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

### D. INTERNAL AUDIT FUNCTION

The internal audit function is outsourced to external service providers (“**Internal Auditors**”) to provide independent assurance and serves to assist the Group to provide an adequate and effective internal control system and reports directly to the Audit Committee on an annual basis. The Internal Auditors are free from any relationships or conflict of interest, which could impair their objectivity and independence of the internal audit function and do not have any direct operational responsibility or authority over any of the audited activities. The Audit Committee is of the opinion that the internal audit function is effective and able to function independently.

Audit findings and recommendations for possible improvement to the internal controls of the Group are discussed and agreed with the management and the internal audit report is presented to the Audit Committee. The internal auditors will follow-up on the implementation of the audit recommendations by the management to ensure that corrective action, where required, are taken.

The Internal Auditors adopted the Committee of Sponsoring Organisations of the Treadway Commission (COSO) control framework throughout the audit implementation as a basis for assessing the adequacy and effectiveness of the Company’s risk and control processes. COSO framework components comprise the five (5) interrelated control elements as follow:-

#### (i) **Organizational Control Environment**

Provides an atmosphere in which people conduct their activities and carry out their control responsibilities. It serves as the foundation for the other components.

#### (ii) **Risk Assessment**

Identify, assess, and manage the risks to the achievement of specific objectives.

#### (iii) **Control Activities**

Helps to ensure that management directives to address the risk are carried out.

#### (iv) **Information & Communication**

Ensure the relevant information is captured and communicated throughout the organisation.

#### (v) **Monitoring**

Monitor to evaluate the quality of the performance and ensure continuous improvement from time to time.

The Group has outsourced its internal audit function to Indah Corporate Governance Sdn Bhd. For the financial year ending 31 December 2025, an internal audit was performed on the General Information Technology (IT) Management of the Group of companies.

The Internal Auditors submit a proposed risk-based internal audit plan to the Audit Committee for review and approval. Based on their internal audit reviews, observations were presented by the Internal Auditors, together with Management’s response and proposed action plans, to the Audit Committee for reviewing during the meeting. For the FY 2025, the total cost incurred for the outsourced internal audit function was RM10,168.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

(CONT'D)

## E. KEY ELEMENTS OF INTERNAL CONTROL

The Board confirms that there is a continuous process for identifying, evaluating and managing the significant risks faced by the Group. Key activities that have been established in reviewing the adequacy and integrity of the system of internal control are as follows:

### (i) Organisation Structure

The Group has a defined organisational structure that is aligned with its business and operation requirements.

### (ii) Establishment of Audit Committee

The Audit Committee review and monitors the Group's system of internal control on behalf of the Board and review the report from the Internal Auditors.

### (iii) Limits of authority and responsibility

A clear organisational structure with key job functions and well-defined responsibilities is established and communicated to all levels of the organisation.

### (iv) Standard Operating Policies and Procedures

The SOPs have been established to serve as a general management guide for daily operations. These policies and procedures are reviewed as and when necessary to reflect changing risks or to resolve any operational deficiencies. It is also to promote efficiency and accountability for the Group.

### (v) Board and Management Meetings

Regular Board and management meetings are held where information is provided to the Board and management covering financial performance and operations.

### (vi) Planning, monitoring and reporting

The Audit Committee reviews the quarterly unaudited financial results to monitor the Group's progress in achieving the Group's objectives.

## F. ASSURANCE FROM MANAGEMENT

According to the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers, the Board has received assurance from the Executive Director regarding the adequacy and effectiveness of the Group's risk management and internal control operation in all material aspect. It is therefore of the view that risk management and internal control system is satisfactory and no material internal control failure was noted.

## G. REVIEW OF THE STATEMENTS

As required by Paragraph 15.23 of the MMLR, the external auditors have reviewed this Statement on Risk Management and Internal Control for inclusion in the Annual Report 2025. The assurance review was performed in accordance with Audit and Assurance Practice Guide 3 ("AAPG") issued by the Malaysian Institute of Accountants. Based on their review, nothing has come to their attention causing them to believe that this statement is factually inaccurate or inconsistent with the disclosures required by the SORMIC Guide 2025.

## H. CONCLUSION

The Board is satisfied that the existing risk management and internal control systems available is satisfactory, adequate and effective for the Group's business operation. The Board continues to take appropriate action plans to strengthen the risk management and internal control systems to meet the Group's objectives.

This statement was approved by the Board on 7 April 2026.



## AUDIT COMMITTEE REPORT

### (A) Composition

Throughout the financial year ended 31 December 2025 (“**FYE 2025**”), the Audit Committee (“**AC**”) comprised:-

| Directors                  | Designation                                    |
|----------------------------|--|
| Khor Chin Meng             | Chairman / Independent Non-Executive Director  |
| Yuen Ya Ting               | Member / Independent Non-Executive Chairperson |
| Aiman Afiffudin Bin Ramlee | Member / Independent Non-Executive Director    |

The AC comprises three (3) members, all of whom are Independent Non-Executive Directors. None of the Independent Non-Executive Directors have appointed Alternate Directors. The Chairman of the AC, Mr Khor Chin Meng is a Fellow Member of the Fellowship of Chartered Certified Accountant (FCCA) fulfilling the requisite qualifications under Paragraph 15.09(1)(c) of the Main Market Listing Requirements (“**MMLR**”) of Bursa Malaysia Securities Berhad (“**Bursa Securities**”). All members of the AC are financially literate and are able to analyse and interpret financial statements in order to effectively discharge their duties and responsibilities as members of the AC.

### (B) Meetings and Attendance

During FYE 2025, the AC conducted five (5) meetings. The details of attendance of the members of the AC are as follows:

| Name                       | Attendance | Percentage of Attendance |
|----------------------------|------------|--------------------------|
| Khor Chin Meng             | 5/5        | 100%                     |
| Yuen Ya Ting               | 5/5        | 100%                     |
| Aiman Afiffudin Bin Ramlee | 5/5        | 100%                     |

*(The AC meeting for FYE 2025 was held on 21 February 2025, 23 April 2025, 27 May 2025, 27 August 2025 and 27 November 2025 respectively.)*

The Directors of the Company, internal auditors, external auditors and the relevant key personnel were invited to attend the meeting as and when necessary, in order to facilitate direct communications in respect on matters of significant concern of interest.

The AC meetings were structured through the use of agendas and relevant meeting papers which were distributed to the AC prior to the meetings. The meetings were of adequate length to allow the AC to accomplish its agenda with sufficient time to discuss emerging issues. The AC conducted its meetings in an open and constructive manner and encouraged focused discussion, questioning and expressions of differing opinions.

The external auditors will report their findings of the significant accounting and auditing issues to the AC for review, deliberation and decision making. The finance team will present the unaudited quarterly financial statements, as well as other financial reporting related matters for the AC’s deliberation and recommendation to the Board for approval, where appropriate. The Chairman of the AC will report and highlight the key issues discussed at each AC meeting to the Board accordingly.

### (C) Term of Reference

The terms of reference of the AC outlining the composition, authorities, roles and responsibilities of the AC, which are consistent with the requirements of the MMLR of Bursa Securities and the recommendations of the Malaysian Code on Corporate Governance, are available on the Company’s website at <https://www.arbberhad.com/investor-relations>.

## AUDIT COMMITTEE REPORT (CONT'D)

### (D) Conflict of Interest

Pursuant to Paragraph 15.12 of the MMLR, the AC is responsible for reviewing the conflict of interest situation that arose, persist or may arise within the Group, including any transaction, procedure or course of conduct that raises questions of management integrity, and the measures taken to resolve, eliminate or mitigate such conflict.

During FYE 2025, the AC had reviewed the Group's conflict of interest or potential conflict of interest on quarterly basis and they noted that there were no any conflict of interest or potential conflict of interest that arose, persist or may arise including any transaction, procedure or course of conduct that raises question of management integrity within the Group.

### (E) Summary of Work

During the FYE 2025, the AC worked closely with the External Auditors, Internal Auditors and Management to monitor, oversee, review and evaluate the effectiveness and adequacy of the Group's risk management and internal control, financial management and reporting. During FYE 2025, the following activities were carried out by the AC:-

- a) Reviewed the unaudited quarterly financial results announcements of the Company and of the Group prior to the Boards' approval with particular focus on compliance with financial reporting standards in Malaysia and provisions of the Companies Act 2016 and the Group's accounting policies and practice;
- b) Reviewed the Audit Planning Memorandum for FYE 2025;
- c) Reviewed the external auditors terms of engagement and the audit plan of the Company and of the Group for FYE 2025;
- d) Evaluated the performance of the external auditors for FYE 2025 covering areas such as calibre, quality processes, audit team, audit scope, audit communication, audit governance and independence and considered and recommended the re-appointment of the external auditors;
- e) Reviewed and assessed the adequacy of the scope and functions of the internal audit plan;
- f) Reviewed the internal audit reports presented and considered the findings of internal audit through the review of the internal audit reports tabled and management responses thereof;
- g) Reviewed the effectiveness of the Group's system of internal control;
- h) Reviewed related party transactions and conflict of interest situation that may arise within the Company or the Group;
- i) Reviewed the Company's compliance with the MMLR, applicable Approved Accounting Standards and other relevant legal and regulatory requirements; and
- j) Reviewed the relevant statements/report contained in the Annual Report 2025.



## AUDIT COMMITTEE REPORT (CONT'D)

### (F) Internal Audit Function and Activities

The Internal Audit (“**IA**”) function is considered an integral part of the assurance framework within the Group. IA function plays an intermediary role in that it assists in the discharge of the oversight function which is delegated by the Board to the AC. It serves as a mean of obtaining sufficient assurance of regular review and/or appraisal of the adequacy and effectiveness of the system of internal controls from the perspective of governance, risks and control.

The Group outsources its IA function to Indah Corporate Governance Sdn Bhd (“**Indah**”), which has adequate resources and appropriate standing to undertake its work independently and objectively to provide reasonable assurance to the AC regarding the adequacy and effectiveness of risk management, internal control and governance systems.

The personnel conducting and carrying out the IA function are free from any relationship or conflict of interest or undue influence of others which could impair their independence. Indah reports directly to the AC.

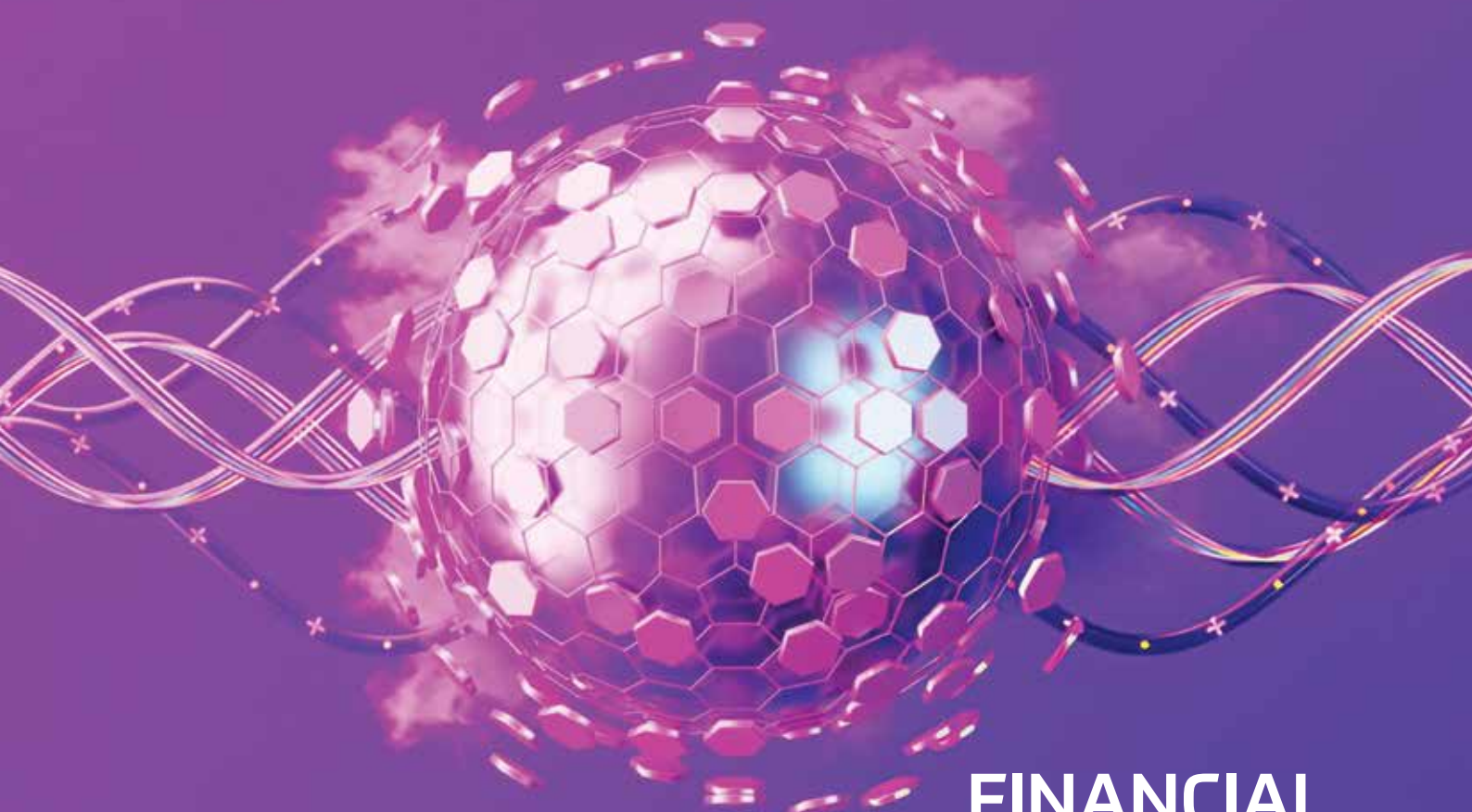
The total cost incurred for the IA function of the Group in respect of the FYE 2025 amounted to RM10,168.

The summary of the works undertaken by the internal auditors during the period under review are as follows:-

- (a) Internal Audit Plan for financial year ending 31 December 2025;
- (b) General Information Technology (IT) Management.

The AC and Board are satisfied with the performance of the outsourced IA and have taken the decision to continue with the outsourcing of the IA function.

For further details on the risk management and internal control, please refer to the Statement on Risk Management and Internal Control set out in this Annual Report.



# FINANCIAL STATEMENTS

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## DIRECTORS' REPORT

The Directors hereby present their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 December 2025.

### PRINCIPAL ACTIVITIES

The Company is principally engaged in the provision of management services and investment holding. The principal activities of the subsidiaries are described in Note 8 to the financial statements. There have been no significant changes in the nature of these principal activities of the Group and of the Company during the financial year.

### RESULTS

|   | <b>Group</b><br><b>RM'000</b> | <b>Company</b><br><b>RM'000</b> |
|---|-------------------------------|---------------------------------|
| (Loss)/Profit for the financial year attributable to: |                               |                                 |
| Owners of the Company                                 | (7,991)                       | 3,846                           |
| Non-controlling interests                             | -                             | -                               |
|   | <u>(7,991)</u>                | <u>3,846</u>                    |

### DIVIDENDS

No dividend has been proposed, declared or paid by the Company since the end of the previous financial year. The Director does not recommend the payment of any dividend for the current financial year.

### RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the financial year other than those presented in the statements of changes in equity.

### ISSUE OF SHARES AND DEBENTURES

The Company did not issue any new shares or debentures during the financial year.

## DIRECTORS' REPORT (CONT'D)

### 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 Directors who have held office during the financial year and up to the date of this report are as follows:

#### The Company

Khor Chin Meng

Hong Zi Shen

Yuen Ya Ting

Aiman Afiffudin Bin Ramlee

#### Subsidiaries (excluding those who are already listed above)

Muhammad Ritzwan Bin Roslan

### DIRECTORS' INTERESTS

The Directors holding office at the end of the financial year and their beneficial interests in ordinary shares and options over ordinary shares of the Company and of its related corporations during the financial year ended 31 December 2025 as recorded in the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016 in Malaysia were as follows:

#### The Company

|                         | Number of ordinary shares |          |          | As at<br>31.12.2025 |
|-------------------------|---------------------------|----------|----------|---------------------|
|                         | As at<br>1.1.2025         | Acquired | Disposed |                     |
| <b>Direct interest:</b> |                           |          |          |                     |
| Hong Zi Shen            | 2,100,000                 | -        | -        | 2,100,000           |

By virtue of his interests in the shares of the Company, the Director is also deemed to be interested in the shares of all the subsidiaries to the extent the Company has an interest.

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



## DIRECTORS' REPORT (CONT'D)

### **DIRECTORS' BENEFITS**

Since the end of the previous financial period, none of the Directors have received or become entitled to receive any benefit (other than those benefits included in the aggregate amount of remuneration received or due and receivable by the Directors as shown in the financial statements) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest, other than the following:

- (a) certain Directors who may be deemed to derive benefits by virtue of trade transactions entered into with companies in which certain Directors have substantial financial interests;
- (b) certain Directors who received remuneration from the subsidiaries as Directors of the subsidiaries.

The details of the above transactions are disclosed in Note 22(c) to the financial statements.

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

### **DIRECTORS' REMUNERATION**

The Directors' remuneration of the Group and of the Company are amounted to RM502,820 (2024: RM317,148) and RM76,500 (2024: RM78,000) respectively during the financial year.

### **INDEMNITIES AND INSURANCE FOR DIRECTORS, OFFICERS AND AUDITORS**

No indemnities have been given or insurance premiums paid, during or since the end of the financial year, for any person who is or has been the Director or auditor of the Group and of the Company.

## DIRECTORS' REPORT (CONT'D)

### OTHER STATUTORY INFORMATION REGARDING THE GROUP AND THE COMPANY

#### (I) AS AT THE END OF THE FINANCIAL YEAR

- (a) 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 allowance for doubtful debts and have satisfied themselves that all known bad debts had been written off and that adequate provision had been made for doubtful debts; and
  - (ii) to ensure that any current assets other than debts, which were unlikely to realise their book values in the ordinary course of business have been written down to their estimated realisable values.
- (b) 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.

#### (II) FROM THE END OF THE FINANCIAL YEAR TO THE DATE OF THIS REPORT

- (c) The Directors are not aware of any circumstances:
- (i) which would require the writing off of bad debts or the making of allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any material extent; or
  - (ii) which would render the values attributed to 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
- (d) In the opinion of the Directors:
- (i) there has not arisen any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made; and
  - (ii) no contingent or other liability has become enforceable, or is likely to become enforceable, within the period of twelve (12) months after the end of the financial year which will or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due.



## DIRECTORS' REPORT (CONT'D)

### OTHER STATUTORY INFORMATION REGARDING THE GROUP AND THE COMPANY (CONT'D)

#### (III) AS AT THE DATE OF THIS REPORT

- (e) There are no charges on the assets of the Group and of the Company which have arisen since the end of the financial year to secure the liabilities of any other person.
- (f) There are no contingent liabilities of the Group and of the Company which have arisen since the end of the financial year.
- (g) The Directors are not aware of any circumstances not otherwise dealt with in this report or the financial statements which would render any amount stated in the financial statements of the Group and of the Company misleading.

#### AUDITORS

The auditors, JAMAL, AMIN & PARTNERS, have expressed their willingness to continue in the office. The auditors' remuneration of the Group and of the Company are amounted to RM254,000 (2024: RM394,000) and RM194,000 (2024: RM300,000) respectively during the financial year.

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

**HONG ZI SHEN**  
Director

**KHOR CHIN MENG**  
Director

Kuala Lumpur, Malaysia  
7 April 2026

## STATEMENTS OF FINANCIAL POSITION

### AS AT 31 DECEMBER 2025

|  | Note | Group          |                | Company        |                |
|--|------|----------------|----------------|----------------|----------------|
|  |      | 2025<br>RM'000 | 2024<br>RM'000 | 2025<br>RM'000 | 2024<br>RM'000 |
| <b>ASSETS</b>                                      |      |                |                |                |                |
| <b>Non-current assets</b>                          |      |                |                |                |                |
| Property, plant and equipment                      | 6    | -              | 17,777         | -              | -              |
| Right-of-use assets                                | 7    | 145            | 214            | -              | -              |
| Investment in subsidiaries                         | 8    | -              | -              | -              | -              |
|  |      | <u>145</u>     | <u>17,991</u>  | <u>-</u>       | <u>-</u>       |
| <b>Current assets</b>                              |      |                |                |                |                |
| Trade receivables                                  | 9    | 69,864         | 86,905         | -              | -              |
| Other receivables                                  | 10   | 125,920        | 82,845         | -              | 80,805         |
| Amounts due from a subsidiary                      | 11   | -              | -              | 211,708        | 126,642        |
| Cash and cash equivalents                          | 12   | 5,274          | 21,740         | 24             | 553            |
|  |      | <u>201,058</u> | <u>191,490</u> | <u>211,732</u> | <u>208,000</u> |
| <b>TOTAL ASSETS</b>                                |      | <b>201,203</b> | <b>209,481</b> | <b>211,732</b> | <b>208,000</b> |
| <b>EQUITY AND LIABILITIES</b>                      |      |                |                |                |                |
| <b>Equity attributable to owners of the parent</b> |      |                |                |                |                |
| Share capital                                      | 13   | 201,606        | 201,606        | 201,606        | 201,606        |
| Reserves   | 14   | (960)          | 7,031          | 9,912          | 6,066          |
|  |      | <u>200,646</u> | <u>208,637</u> | <u>211,518</u> | <u>207,672</u> |
| <b>TOTAL EQUITY</b>                                |      | <b>200,646</b> | <b>208,637</b> | <b>211,518</b> | <b>207,672</b> |

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



STATEMENTS OF FINANCIAL POSITION  
AS AT 31 DECEMBER 2025  
(CONT'D)

|                                     | Note | Group          |                | Company        |                |
|-------------------------------------|------|----------------|----------------|----------------|----------------|
|                                     |      | 2025<br>RM'000 | 2024<br>RM'000 | 2025<br>RM'000 | 2024<br>RM'000 |
| <b>LIABILITIES</b>                  |      |                |                |                |                |
| <b>Non-current liabilities</b>      |      |                |                |                |                |
| Lease liabilities                   | 7    | 17             | 88             | -              | -              |
|                                     |      | <u>17</u>      | <u>88</u>      | <u>-</u>       | <u>-</u>       |
| <b>Current liabilities</b>          |      |                |                |                |                |
| Trade payables                      | 15   | 3              | -              | -              | -              |
| Other payables and accruals         | 16   | 394            | 607            | 214            | 328            |
| Lease liabilities                   | 7    | 122            | 100            | -              | -              |
| Current tax liability               |      | 21             | 49             | -              | -              |
|                                     |      | <u>540</u>     | <u>756</u>     | <u>214</u>     | <u>328</u>     |
| <b>TOTAL LIABILITIES</b>            |      | <u>557</u>     | <u>844</u>     | <u>214</u>     | <u>328</u>     |
| <b>TOTAL EQUITY AND LIABILITIES</b> |      | <u>201,203</u> | <u>209,481</u> | <u>211,732</u> | <u>208,000</u> |

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

## STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

|   | Note | Group          |                | Company        |                |
|---|------|----------------|----------------|----------------|----------------|
|   |      | 2025<br>RM'000 | 2024<br>RM'000 | 2025<br>RM'000 | 2024<br>RM'000 |
| Revenue   | 17   | 308,820        | 99,105         | 54             | 27,095         |
| Cost of sales   |      | (297,371)      | (94,852)       | -              | -              |
| Gross profit  |      | 11,449         | 4,253          | 54             | 27,095         |
| Other income  |      | 4,445          | 4,944          | 4,255          | 2              |
| Administrative expenses   |      | (7,995)        | (5,248)        | (463)          | (735)          |
| Other expenses  |      | (15,866)       | (1,833)        | -              | (20,767)       |
| Finance costs   |      | (9)            | (19)           | -              | -              |
| <b>(Loss)/Profit before tax</b>   | 18   | <b>(7,976)</b> | <b>2,097</b>   | <b>3,846</b>   | <b>5,595</b>   |
| Taxation  | 19   | (15)           | (138)          | -              | 1              |
| <b>(Loss)/Profit for the financial year</b>                                   |      | <b>(7,991)</b> | <b>1,959</b>   | <b>3,846</b>   | <b>5,596</b>   |
| <b>Other comprehensive income for the year, net of tax</b>                    |      |                |                |                |                |
| Items that may be reclassified subsequently to profit or loss:                |      |                |                |                |                |
| Gain on foreign currency translation  |      | -              | 3,338          | -              | -              |
| <b>Total comprehensive income/(loss)</b>                                      |      | <b>(7,991)</b> | <b>5,297</b>   | <b>3,846</b>   | <b>5,596</b>   |
| <b>(Loss)/Profit for the financial year attributable to:</b>                  |      |                |                |                |                |
| Owners of the Company   |      | (7,991)        | 1,884          | 3,846          | 5,596          |
| Non-controlling interests   | 8(f) | -              | 75             | -              | -              |
|   |      | <b>(7,991)</b> | <b>1,959</b>   | <b>3,846</b>   | <b>5,596</b>   |
| <b>Total comprehensive (loss)/income attributable to:</b>                     |      |                |                |                |                |
| Owners of the Company   |      | (7,991)        | 5,222          | 3,846          | 5,596          |
| Non-controlling interests   | 8(f) | -              | 75             | -              | -              |
|   |      | <b>(7,991)</b> | <b>5,297</b>   | <b>3,846</b>   | <b>5,596</b>   |
| <b>(Loss)/Earnings per share attributable to Owners of the Company (sen):</b> |      |                |                |                |                |
| Basic   | 20   | (0.64)         | 0.15           |                |                |
| Diluted   | 20   | (0.64)         | 0.15           |                |                |

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

## STATEMENTS OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

| Group  | Attributable to Owners of the Company |                   |  |                           |              |
|--|---------------------------------------|-------------------|--|---------------------------|--------------|
|  | Share capital                         | Retained earnings | Total attributable to Owners of the parent | Non-controlling interests | Total equity |
|  | RM'000                                | RM'000            | RM'000                                     | RM'000                    | RM'000       |
| <b>As at 1 January 2025</b>  | 201,606                               | 7,031             | 208,637                                    | -                         | 208,637      |
| Profit for the financial year  | -                                     | (7,991)           | (7,991)                                    | -                         | (7,991)      |
| Gain on foreign currency translations  | -                                     | -                 | -  | -                         | -            |
| Other comprehensive income   | -                                     | -                 | -  | -                         | -            |
|  | -                                     | (7,991)           | (7,991)                                    | -                         | (7,991)      |
| <b>Transaction with Owners of the Company</b>  |                                       |                   |  |                           |              |
| Issuance of shares pursuant to conversion of ICPS                                    | -                                     | -                 | -  | -                         | -            |
| Acquisitions of additional interests in subsidiaries from non-controlling interests: |                                       |                   |  |                           |              |
| - Accretion of equity interests  | -                                     | -                 | -  | -                         | -            |
| Effects of dilution of interests in subsidiaries                                     | -                                     | -                 | -  | -                         | -            |
| Total transactions with Owners of the Company  | -                                     | -                 | -  | -                         | -            |
| <b>As at 31 December 2025</b>  | 201,606                               | (960)             | 200,646                                    | -                         | 200,646      |

Note

13

STATEMENTS OF CHANGES IN EQUITY  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025  
(CONT'D)

**Group (Cont'd)**

|  | Attributable to Owners of the Company |   |                              |                   |  |                           |              |
|--|---------------------------------------|---|------------------------------|-------------------|--|---------------------------|--------------|
|  | Non-distributable                     |   |                              | Distributable     |  |                           |              |
|  | Share capital                         | Irredeemable convertible preference shares ("ICPS") | Exchange translation reserve | Retained earnings | Total attributable to Owners of the parent | Non-controlling interests | Total equity |
| Note   | RM'000                                | RM'000  | RM'000                       | RM'000            | RM'000                                     | RM'000                    | RM'000       |
| <b>As at 1 January 2024</b>  | 199,673                               | 1,933   | (3,338)                      | 5,147             | 203,415                                    | 1,572                     | 204,987      |
| Profit for the financial year  | -                                     | -   | -                            | 1,884             | 1,884                                      | 75                        | 1,959        |
| Gain on foreign currency translations  | -                                     | -   | 3,338                        | -                 | 3,338                                      | -                         | 3,338        |
| Other comprehensive income   | -                                     | -   | 3,338                        | -                 | 3,338                                      | -                         | 3,338        |
|  | -                                     | -   | 3,338                        | 1,884             | 5,222                                      | 75                        | 5,297        |
| <b>Transaction with Owners of the Company</b>                                      |                                       |   |                              |                   |  |                           |              |
| Issuance of shares pursuant to conversion of ICPS                                  | 1,933                                 | (1,933)   | -                            | -                 | -  | -                         | -            |
| Acquisitions of additional interests in subsidiary from non-controlling interests: |                                       |   |                              |                   |  |                           |              |
| - Accretion of equity interests  | -                                     | -   | -                            | -                 | -  | 1                         | 1            |
| Effects of dilution of interests in a subsidiary                                   | -                                     | -   | -                            | -                 | -  | (1,648)                   | (1,648)      |
| Total transactions with Owners of the Company                                      | 1,933                                 | (1,933)   | -                            | -                 | -  | (1,647)                   | (1,647)      |
| <b>As at 31 December 2024</b>  | 201,606                               | -   | -                            | 7,031             | 208,637                                    | -                         | 208,637      |

13



STATEMENTS OF CHANGES IN EQUITY  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025  
(CONT'D)

**Company**

|  | <b>Attributable to Owners of the Company</b> |               |  |                     |
|--|--|---------------|--|---------------------|
|  | <b>Share capital</b>                         | <b>ICPS</b>   | <b>Distributable Accumulated losses/Retained earning</b> | <b>Total equity</b> |
| <b>Note</b>  | <b>RM'000</b>                                | <b>RM'000</b> | <b>RM'000</b>  | <b>RM'000</b>       |
| <b>As at 1 January 2025</b>                                  | 201,606                                      | -             | 6,066  | 207,672             |
| Profit for the financial year/<br>Total comprehensive income | -  | -             | 3,846  | 3,846               |
| <b>As at 31 December 2025</b>                                | <b>201,606</b>                               | <b>-</b>      | <b>9,912</b>   | <b>211,518</b>      |
| <b>As at 1 January 2024</b>                                  | 199,673                                      | 1,933         | 470  | 202,076             |
| Loss for the financial period/<br>Total comprehensive loss   | -  | -             | 5,596  | 5,596               |
| <b>Transaction with Owners of the Company</b>                |  |               |  |                     |
| Issuance of shares pursuant to conversion of ICPS            | 13   | 1,933         | (1,933)  | -                   |
| Total transactions with Owners of the Company                |  | 1,933         | (1,933)  | -                   |
| <b>As at 31 December 2024</b>                                | <b>201,606</b>                               | <b>-</b>      | <b>6,066</b>   | <b>207,672</b>      |

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

## STATEMENTS OF CASH FLOWS

### FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

|   | Group           |               | Company       |               |
|---|-----------------|---------------|---------------|---------------|
|   | 2025            | 2024          | 2025          | 2024          |
|   | RM'000          | RM'000        | RM'000        | RM'000        |
| <b>CASH FLOWS FROM OPERATING ACTIVITIES</b>               |                 |               |               |               |
| (Loss)/Profit before tax                                  | (7,976)         | 2,097         | 3,846         | 5,595         |
| Adjustments for:  |                 |               |               |               |
| Depreciation of property, plant and equipment             | 5,000           | 2,274         | -             | -             |
| Depreciation of right-of-use assets                       | 112             | 386           | -             | -             |
| Finance costs   | 9               | 19            | -             | -             |
| Gain on termination of leases                             | -               | (1)           | -             | -             |
| Dividend income   | -               | -             | -             | (26,945)      |
| Interest income   | (193)           | (576)         | (2)           | (2)           |
| Impairment loss on property, plant and equipment          | 12,777          | -             | -             | -             |
| Impairment loss on other investments, net                 | -               | -             | -             | 400           |
| Impairment loss on amount due from subsidiaries           | -               | -             | -             | 16,134        |
| Impairment loss on trade and other receivables            | 3,088           | 9,660         | -             | 4,233         |
| (Gain)/loss on disposal of subsidiaries                   | -               | (4,120)       | -             | -             |
| Gain on dilution of subsidiaries                          | -               | (8,141)       | -             | -             |
| Loss on disposal of other investment                      | -               | 314           | -             | -             |
| Operating profit/(loss) before changes in working capital | 12,817          | 1,912         | 3,844         | (585)         |
| Changes in working capital:                               |                 |               |               |               |
| Trade receivables   | 13,954          | (50,327)      | -             | -             |
| Other receivables   | (43,075)        | (93,793)      | 80,805        | 86,130        |
| Trade payables  | 2               | (9,763)       | -             | -             |
| Other payables and accruals                               | (213)           | 174,577       | (113)         | (742)         |
| Cash (used in)/generated from operations                  | (16,515)        | 22,606        | 84,536        | 84,803        |
| Interest received   | 193             | 576           | 2             | 2             |
| Income tax paid   | (43)            | (45)          | -             | 1             |
| <b>Net cash (used in)/from operating activities</b>       | <b>(16,365)</b> | <b>23,137</b> | <b>84,538</b> | <b>84,806</b> |



STATEMENTS OF CASH FLOWS  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025  
(CONT'D)

|  | Group           |                 | Company         |                 |
|--|-----------------|-----------------|-----------------|-----------------|
|  | 2025<br>RM'000  | 2024<br>RM'000  | 2025<br>RM'000  | 2024<br>RM'000  |
| <b>CASH FLOWS FROM INVESTING ACTIVITIES</b>                      |                 |                 |                 |                 |
| Advances to subsidiaries   | -               | -               | (85,067)        | (142,776)       |
| Net cash (outflow)/inflow upon disposal of subsidiaries          | -               | (5)             | -               | -               |
| Net cash (outflow)/inflow upon dilution of subsidiaries          | -               | (8,079)         | -               | -               |
| Capital contribution to subsidiaries                             | -               | -               | -               | 31,347          |
| Dividend received from subsidiaries                              | -               | -               | -               | 26,945          |
| Purchase of property, plant and equipment                        | -               | (20,000)        | -               | -               |
| <b>Net cash (used in)/ from investing activities</b>             | <b>-</b>        | <b>(28,084)</b> | <b>(85,067)</b> | <b>(84,484)</b> |
| <b>CASH FLOWS FROM FINANCING ACTIVITIES</b>                      |                 |                 |                 |                 |
| Decrease/(Increase) in fixed deposits with the licensed banks    | -               | 7,267           | -               | -               |
| Payment of lease liabilities                                     | (101)           | (417)           | -               | -               |
| <b>Net cash from financing activities</b>                        | <b>(101)</b>    | <b>6,850</b>    | <b>-</b>        | <b>-</b>        |
| <b>Net (decrease)/increase in cash and cash equivalents</b>      | <b>(16,466)</b> | <b>1,903</b>    | <b>(529)</b>    | <b>322</b>      |
| Effects of exchange rate changes                                 | -               | 3,338           | -               | -               |
| <b>Cash and cash equivalents at beginning of the year/period</b> | <b>21,740</b>   | <b>16,499</b>   | <b>553</b>      | <b>231</b>      |
| <b>Cash and cash equivalents at end of the year/period</b>       | <b>5,274</b>    | <b>21,740</b>   | <b>24</b>       | <b>553</b>      |
| <b>Cash and cash equivalents comprised:</b>                      |                 |                 |                 |                 |
| Cash and bank balances   | 5,274           | 21,740          | 24              | 553             |
|  | <b>5,274</b>    | <b>21,740</b>   | <b>24</b>       | <b>553</b>      |

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

# NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

## MATERIAL ACCOUNTING POLICY INFORMATION

### 1. CORPORATE INFORMATION

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

The registered office of the Company is located at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No.1, Medan Syed Putra Utara, 59200 Kuala Lumpur, W.P. Kuala Lumpur. The principal place of business of the Company is located at 29-03A, Q Sentral, 2A, Jalan Stesen Sentral 2, Kuala Lumpur Sentral, 50470 Kuala Lumpur, W.P. Kuala Lumpur.

The Company is principally engaged in the provision of management services and investment holding. The principal activities of the subsidiaries are described in Note 8 to the financial statements. There have been no significant changes in the nature of these principal activities of the Group and the Company 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 7 April 2026.

### 2. BASIS FOR PREPARATION

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

The accounting policies adopted are consistent with those of the previous financial period except for the effects of adoption of new MFRSs during the financial year. The new MFRSs and Amendments to MFRSs adopted during the financial year are disclosed in Note 24(a) to the financial statements.

The financial statements of the Group and of the Company have been prepared under the historical cost convention except as otherwise stated in the financial statements.

The financial statements are presented in Ringgit Malaysia (“RM”) which is also the functional currency of the Company and all values are rounded to the nearest thousand (RM'000), unless otherwise indicated.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 3. OPERATING SEGMENTS

The Group's businesses are organised into business units based on their products and services provided. The performance of each segment is measured based on the internal management report reviewed by Chief Operating Decision Maker. The Group is organised into 4 main business segments as follows:

- (a) Cloud
- (b) Customer relationship Management ("CRM")
- (c) Platform
- (d) Investment holding and others

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment.

Segment results, assets and liabilities include items directly attributable to a segment as well as those that can be allocated on a reasonable basis. The inter-segment transactions have been entered into at arms-length with terms mutually agreed between the segments and have been eliminated to arrive at the Group's results.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 3. OPERATING SEGMENTS (CONT'D)

##### (a) Business segments

The following table provides an analysis of the Group's revenue, results, assets, liabilities and other information by business segment:

|   | Cloud<br>RM'000 | Platform<br>RM'000 | Investment<br>holding<br>and others<br>RM'000 | Total<br>RM'000 |
|---|-----------------|--------------------|---|-----------------|
| <b>2025</b>   |                 |                    |   |                 |
| <b>Assets</b>   |                 |                    |   |                 |
| Segment assets  | 320             | 200,576            | 307   | 201,203         |
| Deferred tax assets and tax recoverable                                 | -               | -                  | -   | -               |
| Total assets  | <u>320</u>      | <u>200,576</u>     | <u>307</u>                                    | <u>201,203</u>  |
| <b>Liabilities</b>  |                 |                    |   |                 |
| Segment liabilities   | 153             | 137                | 246   | 536             |
| Deferred tax liabilities and tax payable                                | 6               | 11                 | 4   | 21              |
| Total liabilities   | <u>159</u>      | <u>148</u>         | <u>250</u>                                    | <u>557</u>      |
| <b>Additions to non-current assets:</b>                                 |                 |                    |   |                 |
| Property, plant and equipment   | -               | -                  | -   | -               |
| <b>Revenue</b>  |                 |                    |   |                 |
| Total revenue   | 37,033          | 271,820            | 66  | 308,919         |
| - Inter-segment revenue   | (33)            | -                  | (66)  | (99)            |
| Revenue from external parties   | <u>37,000</u>   | <u>271,820</u>     | <u>-</u>                                      | <u>308,820</u>  |
| <b>Results</b>  |                 |                    |   |                 |
| Segment profit/(loss)   | 860             | (12,438)           | 3,611   | (7,967)         |
| Finance costs   | (8)             | (1)                | -   | (9)             |
| Profit/(Loss) before tax  | <u>852</u>      | <u>(12,439)</u>    | <u>3,611</u>                                  | <u>(7,976)</u>  |
| Tax expense   | (4)             | (11)               | -   | (15)            |
| Profit/(Loss) for the financial year                                    | <u>848</u>      | <u>(12,450)</u>    | <u>3,611</u>                                  | <u>(7,991)</u>  |
| <b>Items included in the business segment performance analysis are:</b> |                 |                    |   |                 |
| Depreciation of:  |                 |                    |   |                 |
| - property, plant and equipment   | -               | 5,000              | -   | 5,000           |
| - right-of-use assets   | 98              | 14                 | -   | 112             |



## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

#### (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 3. OPERATING SEGMENTS (CONT'D)

##### (a) Business segments (Cont'd)

The following table provides an analysis of the Group's revenue, results, assets, liabilities and other information by business segment: (Cont'd)

|   | Cloud<br>RM'000 | IoT<br>RM'000 | CRM<br>RM'000 | Platform<br>RM'000 | Investment<br>holding<br>and others<br>RM'000 | Total<br>RM'000 |
|---|-----------------|---------------|---------------|--------------------|---|-----------------|
| <b>2024</b>   |                 |               |               |                    |   |                 |
| <b>Assets</b>   |                 |               |               |                    |   |                 |
| Segment assets  | 29,446          | -             | -             | 78,859             | 101,176                                       | 209,481         |
| Deferred tax assets and tax recoverable                                 | -               | -             | -             | -                  | -   | -               |
| <b>Liabilities</b>  |                 |               |               |                    |   |                 |
| Segment liabilities   | 215             | -             | -             | 192                | 388   | 795             |
| Deferred tax liabilities and tax payable                                | 2               | -             | (529)         | 1                  | 46  | (480)           |
| Total liabilities   | 217             | -             | (529)         | 193                | 434   | 315             |
| <b>Additions to non-current assets:</b>                                 |                 |               |               |                    |   |                 |
| Property, plant and equipment   | -               | -             | -             | 20,000             | -   | 20,000          |
| <b>Revenue</b>  |                 |               |               |                    |   |                 |
| Total revenue   | 2,403           | -             | 6,200         | 90,526             | 150   | 99,279          |
| - Inter-segment revenue   | (18)            | -             | -             | (6)                | (150)   | (174)           |
| Revenue from external parties   | 2,385           | -             | 6,200         | 90,520             | -   | 99,105          |
| <b>Results</b>  |                 |               |               |                    |   |                 |
| Segment profit/(loss)   | 631             | -             | 771           | (595)              | 1,309   | 2,116           |
| Finance costs   | (17)            | -             | -             | (2)                | -   | (19)            |
| Profit/(Loss) before tax  | 614             | -             | 771           | (597)              | 1,309   | 2,097           |
| Tax expense   | (71)            | -             | (1)           | (1)                | (65)  | (138)           |
| Profit/(Loss) for the financial year                                    | 543             | -             | 770           | (598)              | 1,244   | 1,959           |
| <b>Items included in the business segment performance analysis are:</b> |                 |               |               |                    |   |                 |
| Depreciation of:  |                 |               |               |                    |   |                 |
| - property, plant and equipment   | 52              | -             | -             | 2,222              | -   | 2,274           |
| - right-of-use assets   | 343             | -             | -             | 43                 | -   | 386             |

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 3. OPERATING SEGMENTS (CONT'D)

##### (b) Geographical segments

The Group operates predominantly in Malaysia and revenue from overseas is insignificant. Accordingly, the information by geographical segment is not presented.

##### (c) Major customers

There are two (2) (2024: two (2)) major customers contributing to 60% (2024: 98%) of the Group's revenue.

#### 4. CAPITAL MANAGEMENT

The primary objective of the capital management is to maintain strong capital base, good credit rating and healthy capital ratios, in order to support the Group's businesses and maximizing shareholders' value. To achieve this objective, the Group may make adjustments to the capital structure in view of changes in economic conditions, such as adjusting the amount of dividend payment, returning of capital to shareholders or issuing new shares.

The Group monitors capital utilisation on the basis of net debt-to-equity ratio, which is net debt divided by the Shareholders' funds. The net debt-to-equity ratios at the end of the year is as follows:

|                                 | Group          |                 | Company        |                |
|---------------------------------|----------------|-----------------|----------------|----------------|
|                                 | 2025<br>RM'000 | 2024<br>RM'000  | 2025<br>RM'000 | 2024<br>RM'000 |
| Lease liabilities               | 139            | 188             | -              | -              |
| Less: Cash and cash equivalents | (5,274)        | (21,740)        | (24)           | (553)          |
| <b>Net cash</b>                 | <b>(5,135)</b> | <b>(21,552)</b> | <b>(24)</b>    | <b>(553)</b>   |
| <b>Total capital</b>            | <b>200,646</b> | <b>208,637</b>  | <b>211,518</b> | <b>207,672</b> |

Gearing ratio is not presented as the Group and the Company are in net cash position.

The Group and the Company have no external borrowings. The debt-to-equity ratio does not provide a meaningful indicator of the risk of borrowings.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 5. FINANCIAL RISK MANAGEMENT

The overall financial risk management objective of the Group is to optimise its shareholders' value and not to engage in speculative transactions.

The Group is exposed mainly to market risk (which comprises foreign currency risk and interest rate risk), credit risk and liquidity and cash flow risk arising from their business activities.

##### (a) Market risk: Foreign currency risk

Foreign exchange risk arises when future commercial transactions or recognised assets or liabilities are denominated in a currency that is not the entity's functional currency.

The Group also holds cash and bank balances and deposits with licensed banks denominated in USD for working capital purposes. At the end of each reporting period, such foreign currency balances amounted to RMNil (2024: RMNil).

##### Sensitivity analysis for foreign currency risk

The following table demonstrates the sensitivity analysis of the Group's profit after tax to a reasonably possible change in exchange rate against the respective functional currency of the Group, with all other variables held constant.

|                                | <b>Group</b>  |               |
|--------------------------------|---------------|---------------|
|                                | <b>2025</b>   | <b>2024</b>   |
|                                | <b>RM'000</b> | <b>RM'000</b> |
| <b>(Loss)/Profit after tax</b> |               |               |
| USD/RM                         |               |               |
| - strengthen by 10%            | -             | -             |
| - weaken by 10%                | -             | -             |

##### (b) Market risk: Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the financial instruments of the Group and of the Company will fluctuate because of changes in market interest rates. The exposure to market risk of the Group for changes in interest rates primarily relates to the deposits placed with licensed banks and lease liabilities of the Group during the financial year.

The Group's exposed to interest rate risk from the interest-bearing financial instruments is negligible. As such, sensitivity analysis is not disclosed.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 5. FINANCIAL RISK MANAGEMENT (CONT'D)

##### (c) Credit risk

Exposure to credit risk arises mainly from sales made on credit terms and deposits with licensed banks. The Group controls the credit risk on sales by ensuring that its customers have sound financial position and credit history. The Group also seeks to invest cash assets safely and profitably with approved financial institutions in line with the policy of the Group.

##### Exposure to credit risk

At the end of each reporting period, the maximum exposure to credit risk of the Group and of the Company is represented by the carrying amount of each class of financial assets recognised in the statements of financial position. Information regarding credit enhancement for trade and other receivables is disclosed in Notes 9 and 10 respectively.

##### Credit risk concentration profile

The credit risk concentration profile has been disclosed in Note 9.

##### (d) Liquidity and cash flow risk

Liquidity and cash flow risks are the risks that the Group and the Company will not be able to meet their financial obligation when they are fall due. The exposure of the Group and of the Company to liquidity risk are principally from their payable and lease liabilities.

The Group actively manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that all operating, investing and financing needs are met. In executing its liquidity risk management strategy, the Group measures and forecasts its cash commitments and maintains a level of cash and cash equivalents deemed adequate to finance the activities of the Group.

The analysis of financial instruments by remaining contractual maturities has been disclosed in Notes 7,15 and 16 respectively.



NOTES TO THE FINANCIAL STATEMENTS  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025  
(CONT'D)

**MATERIAL ACCOUNTING POLICY INFORMATION**

**6. PROPERTY, PLANT AND EQUIPMENT**

**Group**

**2025**

| <b>Cost</b>                  | <b>Computer<br/>system<br/>RM'000</b> | <b>Furniture,<br/>fittings,<br/>and office<br/>equipment<br/>RM'000</b> | <b>Plant and<br/>machinery<br/>RM'000</b> | <b>Renovation<br/>RM'000</b> | <b>Total<br/>RM'000</b> |
|------------------------------|---------------------------------------|---|---|------------------------------|-------------------------|
| At the beginning of the year | 49,761                                | -   | -   | -                            | 49,761                  |
| Additions                    | -                                     | -   | -   | -                            | -                       |
| Disposal                     | -                                     | -   | -   | -                            | -                       |
| At the end of the year       | 49,761                                | -   | -   | -                            | 49,761                  |

**Accumulated depreciation**

|                              |        |   |   |   |        |
|------------------------------|--------|---|---|---|--------|
| At the beginning of the year | 13,218 | - | - | - | 13,218 |
| Charge for the period        | 5,000  | - | - | - | 5,000  |
| Disposal                     | -      | - | - | - | -      |
| At the end of the year       | 18,218 | - | - | - | 18,218 |

**Accumulated impairment**

|                              |        |   |   |   |        |
|------------------------------|--------|---|---|---|--------|
| At the beginning of the year | 18,766 | - | - | - | 18,766 |
| Charge for the period        | 12,777 | - | - | - | 12,777 |
| At the end of the year       | 31,543 | - | - | - | 31,543 |

|                            |   |   |   |   |   |
|----------------------------|---|---|---|---|---|
| <b>Net carrying amount</b> | - | - | - | - | - |
|----------------------------|---|---|---|---|---|

NOTES TO THE FINANCIAL STATEMENTS  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025  
(CONT'D)

**MATERIAL ACCOUNTING POLICY INFORMATION**

**6. PROPERTY, PLANT AND EQUIPMENT (CONT'D)**

**Group (Cont'd)**

**2024**

| <b>Cost</b>                  | <b>Computer<br/>system<br/>RM'000</b> | <b>Furniture,<br/>fittings,<br/>and office<br/>equipment<br/>RM'000</b> | <b>Plant and<br/>machinery<br/>RM'000</b> | <b>Renovation<br/>RM'000</b> | <b>Total<br/>RM'000</b> |
|------------------------------|---------------------------------------|---|---|------------------------------|-------------------------|
| At the beginning of the year | 77,579                                | 181   | -   | -                            | 77,760                  |
| Additions                    | 20,000                                | -   | -   | -                            | 20,000                  |
| Disposal of subsidiaries     | (47,818)                              | (181)   | -   | -                            | (47,999)                |
| At the end of the year       | <u>49,761</u>                         | <u>-</u>  | <u>-</u>                                  | <u>-</u>                     | <u>49,761</u>           |

**Accumulated depreciation**

|                              |               |          |          |          |               |
|------------------------------|---------------|----------|----------|----------|---------------|
| At the beginning of the year | 33,355        | 94       | -        | -        | 33,449        |
| Charge for the period        | 2,228         | 46       | -        | -        | 2,274         |
| Disposal of subsidiaries     | (22,365)      | (140)    | -        | -        | (22,505)      |
| At the end of the year       | <u>13,218</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>13,218</u> |

**Accumulated impairment**

|                              |               |          |          |          |               |
|------------------------------|---------------|----------|----------|----------|---------------|
| At the beginning of the year | 44,214        | -        | -        | -        | 44,214        |
| Charge for the period        | (25,448)      | -        | -        | -        | (25,448)      |
| At the end of the year       | <u>18,766</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>18,766</u> |
| <b>Net carrying amount</b>   | <u>17,777</u> | <u>-</u> | <u>-</u> | <u>-</u> | <u>17,777</u> |



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 6. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

- (a) All items of property, plant and equipment are initially measured at cost. After initial recognition, property, plant and equipment are stated at cost less accumulated depreciation and any accumulated impairment losses.
- (b) Depreciation is calculated to write down the cost of the assets to their residual values on a straight line basis over their estimated useful lives. The estimated useful lives represent common life expectancies applied in the various business segments of the Group. The principal annual rates used are as follows:

|  |           |
|--|-----------|
| Computer system                          | 10% - 33% |
| Furniture, fittings and office equipment | 10%       |
| Plant and machinery                      | 20% - 33% |
| Renovation                               | 10% - 20% |

- (c) Included in computer system of the Group are carrying amount of RM Nil (2024: RM17,777,000) related to hardware and software system.
- (d) The Group assessed whether there are any indications of impairment of certain property, plant and equipment during the financial year. In doing this, management considered the current environment, taking into consideration the impact of environment and performance of Cash Generating Units (“CGUs”).

The recoverable amount of a CGU is determined based on value-in-use calculations using cash flow projections derived from financial budgets approved by management.

Management has made estimates about future results and key assumptions applied to cash flow projections of the CGUs. These key assumptions are applied to cash flow projections of the CGUs and include forecast growth in future revenues and operating profit margins, as well as determining appropriate pre-tax discount rates and growth rates.

NOTES TO THE FINANCIAL STATEMENTS  
 FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025  
 (CONT'D)

**MATERIAL ACCOUNTING POLICY INFORMATION**

**7. RIGHT-OF-USE ASSETS / LEASE LIABILITIES**

**Right-of-use assets**

|                                   | <b>Group</b>  |               |
|-----------------------------------|---------------|---------------|
|                                   | <b>2025</b>   | <b>2024</b>   |
| <b>Premises and office spaces</b> | <b>RM'000</b> | <b>RM'000</b> |
| <b>Cost</b>                       |               |               |
| At the beginning of the year      | 214           | 1,998         |
| Additions                         | 43            | 342           |
| Disposal of subsidiaries          | -             | (1,998)       |
| Termination of leases             | -             | (128)         |
| At the end of the year            | <u>257</u>    | <u>214</u>    |
| <b>Accumulated depreciation</b>   |               |               |
| At the beginning of the year      | -             | 1,082         |
| Charge for the period             | 112           | 386           |
| Disposal of subsidiaries          | -             | (1,425)       |
| Termination of leases             | -             | (43)          |
| At the end of the year            | <u>112</u>    | <u>-</u>      |
| <b>Net carrying amount</b>        | <u>145</u>    | <u>214</u>    |

**Lease liabilities**

|                                   | <b>Group</b>  |               |
|-----------------------------------|---------------|---------------|
|                                   | <b>2025</b>   | <b>2024</b>   |
| <b>Premises and office spaces</b> | <b>RM'000</b> | <b>RM'000</b> |
| At the beginning of the year      | 188           | 942           |
| Additions                         | 43            | 325           |
| Disposal of subsidiaries          | -             | (595)         |
| Demerger of subsidiaries          | -             | -             |
| Interest charged                  | 9             | 19            |
| Termination of leases             | -             | (86)          |
| Payment of:                       |               |               |
| - principal                       | (92)          | (398)         |
| - interest                        | (9)           | (19)          |
| At the end of the year            | <u>139</u>    | <u>188</u>    |



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 7. RIGHT-OF-USE ASSETS / LEASE LIABILITIES (CONT'D)

##### Lease liabilities (Cont'd)

##### Premises and office spaces (Cont'd)

|   | <b>Group</b>  |               |
|---|---------------|---------------|
|   | <b>2025</b>   | <b>2024</b>   |
|   | <b>RM'000</b> | <b>RM'000</b> |
| Represented by:                                       |               |               |
| Current liabilities                                   | 122           | 100           |
| Non-current liabilities                               | 17            | 88            |
|   | <u>139</u>    | <u>188</u>    |
| Lease liabilities owing to non-financial institutions | <u>139</u>    | <u>188</u>    |

- (a) The Group leases office spaces in the location which it operates. The lease of the shop lots and office spaces comprised fixed payment over the lease term.
- (b) The right-of-use assets are initially measured at cost, which comprise the initial amount of the lease liabilities adjusted for any lease payments made at or before the commencement date of the leases. After initial recognition, right-of-use assets are stated at cost less accumulated depreciation and any accumulated impairment losses, and adjusted for any re-measurement of the lease liabilities.

The right-of-use assets are depreciated on the straight-line basis over the earlier of the estimated useful lives of the right-of-use assets or the end of the lease term. The lease terms for premises and office spaces are 2 to 3 years.

- (c) The Group has certain leases of premises, office spaces and equipments with lease term of twelve (12) months or less, and low value leases of office equipment of RM20,000 and below. The Group applies the "short-term lease" and "lease of low-value assets" exemptions for these leases.
- (d) The following are the amounts recognised in profit or loss:

|  | <b>Group</b>  |               |
|--|---------------|---------------|
|  | <b>2025</b>   | <b>2024</b>   |
|  | <b>RM'000</b> | <b>RM'000</b> |
| Administrative expenses:                         |               |               |
| - Depreciation of right-of-use assets            | 112           | 386           |
| - Expense relating to short-term leases          | 218           | 218           |
| - Expense relating to leases of low-value assets | 2             | 2             |

**NOTES TO THE FINANCIAL STATEMENTS**  
 FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025  
 (CONT'D)

**MATERIAL ACCOUNTING POLICY INFORMATION**

**7. RIGHT-OF-USE ASSETS / LEASE LIABILITIES (CONT'D)**

**Lease liabilities (Cont'd)**

**Premises and office spaces (Cont'd)**

(d) The following are the amounts recognised in profit or loss: (Cont'd)

|   | <b>Group</b>  |               |
|---|---------------|---------------|
|   | <b>2025</b>   | <b>2024</b>   |
|   | <b>RM'000</b> | <b>RM'000</b> |
| Finance costs:                          |               |               |
| - Interest expense on lease liabilities | 9             | 19            |

(e) The table below summarises the maturity profile of the lease liabilities as at the end of the reporting period based on contractual undiscounted repayment obligations as follows:

| <b>Group</b>      | <b>Weighted<br/>average<br/>incremental<br/>borrowing rate<br/>%</b> | <b>Within one<br/>year<br/>RM'000</b> | <b>One to five<br/>years<br/>RM'000</b> | <b>Total<br/>RM'000</b> |
|-------------------|--|---------------------------------------|---|-------------------------|
| <b>2025</b>       |  |                                       |   |                         |
| Lease liabilities | 5.08   | 83                                    | 23                                      | 106                     |
| <b>2024</b>       |  |                                       |   |                         |
| Lease liabilities | 5.08   | 104                                   | 104                                     | 208                     |

(f) The Group leases several assets that include extension and termination options. These are used to maximise operational flexibility in terms of managing the assets used in the Group's operations. Management determines whether these extension and termination options are reasonably certain to be exercised.

As at 31 December 2024, there are no undiscounted potential future rental payments that are not included in the lease term (2023: Nil).

(g) Lease liabilities are fixed rate instruments. Sensitivity analysis at the end of the reporting period is not presented as it is not affected by changes in interest rates.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 7. RIGHT-OF-USE ASSETS / LEASE LIABILITIES (CONT'D)

##### Lease liabilities (Cont'd)

##### Premises and office spaces (Cont'd)

- (h) For the purpose of the statements of cash flows, the reconciliation of liabilities arising from financing activities as follows:

|                              | <b>Group</b>  |               |
|------------------------------|---------------|---------------|
|                              | <b>2025</b>   | <b>2024</b>   |
|                              | <b>RM'000</b> | <b>RM'000</b> |
| At the beginning of the year | 188           | 942           |
| Cash flows                   | (101)         | (417)         |
| Non-cash flows:              |               |               |
| - Additions                  | 43            | 325           |
| - Accretion of interest      | 9             | 19            |
| - Disposal of subsidiaries   | -             | (595)         |
| - Termination of leases      | -             | (86)          |
| At the end of the year       | <u>139</u>    | <u>188</u>    |

#### 8. INVESTMENT IN SUBSIDIARIES

|                          | <b>Company</b> |               |
|--------------------------|----------------|---------------|
|                          | <b>2025</b>    | <b>2024</b>   |
|                          | <b>RM'000</b>  | <b>RM'000</b> |
| Unquoted shares, at cost | #_             | #_            |
| Capital contribution     | -              | -             |
|                          | <u>-</u>       | <u>-</u>      |

# Amount is RM1.

- (a) Investments in subsidiaries, which are eliminated on consolidation, are stated in the separate financial statements of the Company at cost less impairment losses, if any.

All components of non-controlling interests shall be measured at their acquisition-date fair values, unless another measurement basis is required by MFRSs. The choice of measurement basis is made on a combination-by-combination basis. Subsequent to initial recognition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 8. INVESTMENT IN SUBSIDIARIES (CONT'D)

- (a) The Group controls an investee if and only if the Group has: (i) Power over the investee; (ii) Exposure, or right to variable returns from its involvement with the investee; and (iii) The ability to use its power over the investee to affect its returns.

An investee that the Group has less than a majority of the voting or similar rights, the Group consider all relevant facts and circumstances in assessing whether it has power over an investee when, including: (i) the contractual arrangement with the other vote holders of the investee; (ii) rights arising from other contractual agreements; and (iii) the voting rights of the Group and potential voting rights.

The Group treats a portion of an investee as a deemed separate entity and controls the deemed separate entity. Specified assets of the investee are the only source of payment for specified liabilities of the investee. Parties other than those with the specified liability do not have rights or obligations related to the specified assets or to residual cash flows from those assets. In substance, none of the returns from the specified assets can be used by the remaining investee and none of the liabilities of the deemed separate entity are payable from the assets of the remaining investee. Thus, in substance, all the assets, liabilities and equity of that deemed separate entity are ring-fenced from the overall investee.

The Group identified the activities that significantly affect the returns of the deemed separate entity and how those activities are directed in order to assess whether it has power over that portion of the investee. The Group also consider whether it has exposure or rights to variable returns from its involvement with that deemed separate entity and the ability to use its power over that portion of the investee to affect the amount of the investor's returns when assessing the control of the deemed separate entity.

Upon loss of control of a subsidiary, the Group's profit or loss is calculated as the difference between (i) the fair value of the consideration received and of any investment retained in the former subsidiary and (ii) the previous carrying amount of the assets (including any goodwill) and liabilities of the subsidiary and any non-controlling interests.

- (b) The principal place of business of the subsidiaries are in Malaysia and/or incorporated in Malaysia unless indicated otherwise. The details of the subsidiaries are as follows:

| Name of company                          | Effective interest<br>in equity |            | Principal activities |
|--|---------------------------------|------------|----------------------|
|  | 2025<br>%                       | 2024<br>%  |                      |
| ARB Asset Sdn. Bhd.                      | 100                             | (e)(1) 100 | ^ Investment holding |
| <i>Subsidiary of ARB Asset Sdn. Bhd.</i> |                                 |            |                      |
| ARB Tower Sdn. Bhd.                      | 100                             | 100        | ^ Investment holding |



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 8. INVESTMENT IN SUBSIDIARIES (CONT'D)

(b) The principal place of business of the subsidiaries are in Malaysia and/or incorporated in Malaysia unless indicated otherwise. The details of the subsidiaries are as follows: (Cont'd)

| Name of company                           | Effective interest<br>in equity |            | Principal activities   |
|---|---------------------------------|------------|--|
|   | 2025                            | 2024       |  |
|   | %                               | %          |  |
| <i>Subsidiary of ARB Tower Sdn. Bhd.</i>  |                                 |            |  |
| ARB Cell Sdn. Bhd.                        | 100                             | (e)(2) 100 | ^ Investment holding   |
| <i>Subsidiary of ARB Cell Sdn. Bhd.</i>   |                                 |            |  |
| ARB Cloud Cosec Sdn. Bhd.                 | 100                             | 100        | ^ Dormant  |
| ARB Vision Sdn. Bhd.                      | 100                             | (e)(3) 100 | ^ Investment holding   |
| <i>Subsidiary of ARB Vision Sdn. Bhd.</i> |                                 |            |  |
| ARB Analysis Sdn. Bhd.                    | 100                             | 100        | ^ Provision of ERP and Customer Relationship Management system ("CRM") |
| ARB WM Sdn. Bhd.                          | 100                             | (e)(4) 100 | ^ Investment holding   |
| <i>Subsidiary of ARB WM Sdn. Bhd.</i>     |                                 |            |  |
| ARB Wemeet Sdn. Bhd.                      | 100                             | 100        | ^ Business in provision of virtual meeting platform                    |

^ In the current financial year, the status of these subsidiaries have been changed, due to the Group undertook an internal restructuring exercise to streamline the efficiency of the group corporate structure.

The financial statements of all subsidiaries used in consolidation are prepared as of 31 December 2025.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 8. INVESTMENT IN SUBSIDIARIES (CONT'D)

(c) In the previous financial year, the Group completed the following subscriptions, acquisitions, disposals and incorporations of companies:

- (1) On 30 May 2024, ARB Berhad acquired 1 ordinary shares representing 100% equity interest of ARB Asset Sdn. Bhd. from ARB Digital Technology Sdn. Bhd. for a total cash consideration of RM1. Following the internal reorganisation, ARB Asset Sdn. Bhd. and its subsidiary company, namely ARB Tower Sdn. Bhd. became a wholly-owned subsidiary of ARB Berhad.
- (2) On 10 July 2024, ARB Tower Sdn. Bhd. acquired 1 ordinary shares representing 100% equity interest of ARB Cell Sdn. Bhd. from ARB Digital Technology Sdn. Bhd. for a total cash consideration of RM1. Following the internal reorganisation, ARB Cell Sdn. Bhd. and its subsidiary company, namely ARB Cloud Cosec Sdn. Bhd. became a wholly-owned subsidiary of ARB Tower Sdn. Bhd.
- (3) On 31 May 2024, ARB Tower Sdn. Bhd. subscribed 9 ordinary shares representing 90% equity interest of ARB Vision Sdn. Bhd. for a total cash consideration of RM9. Following the internal reorganisation, ARB Vision Sdn. Bhd. and its subsidiary company, namely ARB Analysis Sdn. Bhd. became a subsidiary of ARB Tower Sdn. Bhd.

On 20 December 2024, ARB Tower Sdn. Bhd. acquired remaining 1 ordinary shares representing 10% equity interest of ARB Vision Sdn. Bhd. for a total cash consideration of RM1. Following the internal reorganisation, ARB Vision Sdn. Bhd. and its subsidiary company, namely ARB Analysis Sdn. Bhd. became a wholly-owned subsidiary of ARB Tower Sdn. Bhd.

- (4) On 30 May 2024, ARB Tower Sdn. Bhd. acquired 1 ordinary shares representing 100% equity interest of ARB WM Sdn. Bhd. from ARB Digital Technology Sdn. Bhd. for a total cash consideration of RM1. Following the internal reorganisation, ARB WM Sdn. Bhd. and its subsidiary company, namely ARB WeMeet Sdn. Bhd. became a wholly-owned subsidiary of ARB Tower Sdn. Bhd.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 8. INVESTMENT IN SUBSIDIARIES (CONT'D)

##### (d) Disposal of equity interest in subsidiaries

##### 2024

- (i) In the previous financial year, there are disposal of ARB Net Sdn. Bhd., ARB Smartech Sdn. Bhd. and its subsidiary, and ARB Fintech Sdn. Bhd.

The effects on the Group's financial statements are as follows:

|   | <b>RM'000</b> |
|---|---------------|
| Cash proceeds   | * -           |
| Less: Cost of investment in subsidiaries                        | -             |
| Gain on disposal of subsidiaries at subsidiaries' company level | -             |
| Post-acquisition reserves recognised up to the date of disposal | 4,120         |
| Gain on disposal of subsidiaries at the Group level             | <u>4,120</u>  |

The value of assets and liabilities of disposal and deemed disposal of subsidiaries as at date of disposal are as follows:

|   | <b>RM'000</b>  |
|---|----------------|
| Right-of-use assets                                 | 574            |
| Other receivables, prepayments and deposits         | 293            |
| Cash and bank balances                              | 5              |
| Other payables and accruals                         | (4,397)        |
| Lease liabilities                                   | (595)          |
| Net assets/(liabilities)                            | <u>(4,120)</u> |
| Gain on disposal of subsidiaries at the Group level | 4,120          |
| Net disposal proceeds                               | * -            |
| Cash and cash equivalents of subsidiaries disposed  | <u>5</u>       |
| Net cash outflow upon disposal of subsidiaries      | <u>5</u>       |

\* Amount is less than RM1,000.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

#### MATERIAL ACCOUNTING POLICY INFORMATION

#### 8. INVESTMENT IN SUBSIDIARIES (CONT'D)

(e) Changes in stake of equity interest in subsidiaries

**2024**

- (i) In the previous financial year, there are changes in stake of equity interest in Youth Inspired Sdn. Bhd. and its subsidiary, OMC One Sdn. Bhd., ARB Holdings Sdn. Bhd. and its subsidiary, ARB IoT Limited as well as ARB Digital Technology Sdn. Bhd. and its subsidiaries.

The value of assets and liabilities of deemed dilution of subsidiaries are as follows:

|  | <b>RM'000</b> |
|--|---------------|
| Property, plant and equipment                                  | 46            |
| Intangible assets  | 31            |
| Trade receivables  | 6,298         |
| Other receivables, prepayments and deposits                    | 153,984       |
| Cash and bank balances   | 8,479         |
| Current tax asset  | 47            |
| Other payables and accruals                                    | (172,282)     |
| Trade payables   | (1,700)       |
| Current tax liability  | (1,082)       |
|  | (6,179)       |
| Less : Non-controlling interest                                | (1,648)       |
| Net assets/(liabilities)                                       | (7,827)       |
| Gain/(Loss) on dilution of a subsidiary company at Group level | 8,227         |
| Net disposal proceeds  | 400           |
| Cash and cash equivalents of subsidiaries diluted              | (8,479)       |
| Net cash outflow upon dilution of subsidiaries                 | (8,079)       |
| <br>   |               |
| ARB share of net asset   | 314           |
| <br>   |               |
| NCI share of net liabilities                                   | (8,141)       |
| Less : NCI consideration                                       | * -           |
| Gain on dilution of equity interest in subsidiaries            | (8,141)       |

\* Amount is less than RM1,000.



NOTES TO THE FINANCIAL STATEMENTS  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025  
(CONT'D)

**MATERIAL ACCOUNTING POLICY INFORMATION**

**8. INVESTMENT IN SUBSIDIARIES (CONT'D)**

(f) Subsidiaries with non-controlling interests

Subsidiaries of the Group that have material non-controlling interests (NCI) are as follows:

| <b>2024</b>  | <b>ARB Axflix</b> | <b>Youth<br/>Inspired<br/>Group</b> | <b>Other<br/>individually<br/>immaterial<br/>subsidiaries</b> | <b>Total</b> |
|--|-------------------|-------------------------------------|---|--------------|
| NCI percentage of ownership interest and voting interest (%) | 49%               | 49%                                 |   |              |
| Carrying amount of NCI (RM'000)                              | -                 | -                                   | -   | -            |
| (Loss)/Profit allocated to NCI (RM'000)                      | (31)              | 107                                 | (1)   | 75           |
| Total comprehensive (loss)/income allocated to NCI (RM'000)  | (31)              | 107                                 | (1)   | 75           |

Summarised financial information of the subsidiaries that have material NCI as at the end of each reporting period prior to intra-group elimination are as follows:

|  | <b>ARB Axflix<br/>RM'000</b> | <b>Youth<br/>Inspired<br/>Group<br/>RM'000</b> |
|--|------------------------------|--|
| <b>Results</b>                                       |                              |  |
| Revenue  | 18                           | 2,284  |
| (Loss)/Profit for the financial year                 | (64)                         | 219  |
| Total comprehensive (loss)/income                    | (64)                         | 219  |
| Cash flows (used in)/from operating activities       | (66)                         | 524  |
| Cash flows from investing activities                 | -                            | -  |
| Cash flows used in financing activities              | -                            | (500)  |
| Net (decrease)/increase in cash and cash equivalents | (66)                         | 24   |

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

#### MATERIAL ACCOUNTING POLICY INFORMATION

##### 9. TRADE RECEIVABLES

|                                | <b>Group</b>  |               |
|--------------------------------|---------------|---------------|
|                                | <b>2025</b>   | <b>2024</b>   |
|                                | <b>RM'000</b> | <b>RM'000</b> |
| <b>Current</b>                 |               |               |
| Trade receivables              |               |               |
| - Third parties                | 72,340        | 87,500        |
| Less : Impairment losses       |               |               |
| - Individual assessment        | (2,476)       | (595)         |
| <b>Total trade receivables</b> | <b>69,864</b> | <b>86,905</b> |

- (a) Trade receivables are classified as financial assets measured at amortised cost.
- (b) Trade receivables are non-interest bearing and the normal credit terms of trade receivables granted by the Group ranged from 180 to 210 days (2024: 180 to 210 days). Other credit terms are assessed and approved on a case-by-case basis. They are recognised at their original invoices amounts, which represent their fair values on initial recognition.
- (c) Impairment for trade receivables that do not contain a significant financing component are recognised based on the simplified approach using the lifetime expected credit losses.

The Group uses an allowance matrix to measure the expected credit loss of trade receivables from individual customers.

The expected loss rates are based on the historical credit losses experienced by the Group. The historical loss rates are then adjusted for current and forward-looking information on macroeconomic factors affecting the customers of the Group. The Group has identified the base lending rate, unemployment rate, inflation rate and labor force participation as the key macroeconomic factors. Nevertheless, the Group believe that these factors are immaterial for the purpose of impairment calculation for the period.

For trade receivables, which are reported net, such impairments are recorded in a separate impairment account with the loss being recognised within administrative expenses in the statements of profit or loss and other comprehensive income. On confirmation that the trade receivable would not be collectable, the gross carrying value of the asset would be written off against the associated impairment.

Management exercised significant judgments in determining the probability of default by trade receivables and appropriate forward-looking information.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 9. TRADE RECEIVABLES (CONT'D)

- (d) Lifetime expected loss provision for trade receivables of the Group and of the Company are as follows:

| <b>Group</b> | <b>Gross<br/>carrying<br/>amount<br/>RM'000</b> | <b>Impairment<br/>losses<br/>RM'000</b> | <b>Total<br/>RM'000</b> |
|--------------|---|---|-------------------------|
| <b>2025</b>  |   |   |                         |
| Current      | 72,340  | (2,476)                                 | 69,864                  |
| Past due:    |   |   |                         |
| 1 to 30 days | -   | -                                       | -                       |
|              | <u>72,340</u>                                   | <u>(2,476)</u>                          | <u>69,864</u>           |
| <b>2024</b>  |   |   |                         |
| Current      | 87,500  | (595)                                   | 86,905                  |
| Past due:    |   |   |                         |
| 1 to 30 days | -   | -                                       | -                       |
|              | <u>87,500</u>                                   | <u>(595)</u>                            | <u>86,905</u>           |

- (e) The movement in impairment losses on trade receivables are as follows:

|                                    | <b>Group</b>           |                        |
|------------------------------------|------------------------|------------------------|
|                                    | <b>2025<br/>RM'000</b> | <b>2024<br/>RM'000</b> |
| At the beginning of the year       | 595                    | 1,325                  |
| Net Charge/(Reversal) for the year | 1,881                  | (730)                  |
| At the end of the year             | <u>2,476</u>           | <u>595</u>             |

- (f) The credit risk concentration profile of the trade receivables at the end of the reporting period are as follows:

|                   | <b>Group</b>           |                        |
|-------------------|------------------------|------------------------|
|                   | <b>2025<br/>RM'000</b> | <b>2024<br/>RM'000</b> |
| <b>By country</b> |                        |                        |
| Malaysia          | <u>69,864</u>          | <u>86,905</u>          |

There are two (2) (2024: two (2)) customers concentrated in trade receivables balances. The Group does not have significant exposure to single customers or to industry groups and does not anticipate the carrying amounts recorded at the end of the reporting period to be significantly different from the values that would eventually be received.

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 10. OTHER RECEIVABLES

|                          | Group          |                | Company        |                |
|--------------------------|----------------|----------------|----------------|----------------|
|                          | 2025<br>RM'000 | 2024<br>RM'000 | 2025<br>RM'000 | 2024<br>RM'000 |
| Deposits                 | 127,127        | 2,040          | -              | -              |
| Other receivables        | -              | 85,058         | -              | 85,058         |
|                          | 127,127        | 87,098         | -              | 85,058         |
| Less : Impairment losses | (1,207)        | (4,253)        | -              | (4,253)        |
|                          | 125,920        | 82,845         | -              | 80,805         |

- (a) Other receivables and deposits are classified as financial assets measured at amortised cost.
- (b) Impairment for other receivables are recognised based on the simplified approach within MFRS 9 using the forward looking expected credit loss model. The methodology used to determine the amount of the impairment is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. For those in which the credit risk has not increased significantly since initial recognition of the financial asset, twelve month expected credit losses along with gross interest income are recognised. For those in which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised.

The Group defined significant increase in credit risk based on payment trends and past due information.

A financial asset is 'credit impaired' when one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred.

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

- (i) Significant financial difficulties of the debtor;
- (ii) It is probable that the debtor will enter bankruptcy or other financial reorganisation; or
- (iii) The disappearance of an active market for a security because of financial difficulties.

The probability of non-payment by other receivables is adjusted by forward looking information as stated in Note 9(c) and multiplied by the amount of the expected loss arising from default to determine the twelve month or lifetime expected credit loss for the other receivables.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 10. OTHER RECEIVABLES (CONT'D)

(c) The movement in impairment losses on other receivables are as follows:

|                                     | Group          |                | Company        |                |
|-------------------------------------|----------------|----------------|----------------|----------------|
|                                     | 2025<br>RM'000 | 2024<br>RM'000 | 2025<br>RM'000 | 2024<br>RM'000 |
| At the beginning of the year/period | 4,253          | 8,188          | 4,253          | 20             |
| Net Charge for the year             | 1,207          | 10,390         | -              | 4,233          |
| Disposal of subsidiaries            | -              | (14,499)       | -              | -              |
| Exchange differences                | -              | 174            | -              | -              |
| At the end of the year/period       | 5,460          | 4,253          | 4,253          | 4,253          |

#### 11. AMOUNTS DUE FROM A SUBSIDIARY

|                               | Company        |                |
|-------------------------------|----------------|----------------|
|                               | 2025<br>RM'000 | 2024<br>RM'000 |
| Amounts due from a subsidiary | 227,842        | 142,776        |
| Less: Impairment loss         | (16,134)       | (16,134)       |
|                               | 211,708        | 126,642        |

Amounts due from a subsidiary is classified as financial assets measured at amortised cost.

Amounts due from a subsidiary was non-trade in nature, unsecured, interest-free, repayable upon demand and where to be settled in cash.

#### 12. CASH AND CASH EQUIVALENTS

|                        | Group          |                | Company        |                |
|------------------------|----------------|----------------|----------------|----------------|
|                        | 2025<br>RM'000 | 2024<br>RM'000 | 2025<br>RM'000 | 2024<br>RM'000 |
| Cash and bank balances | 5,274          | 21,740         | 24             | 553            |
|                        | 5,274          | 21,740         | 24             | 553            |

Cash and bank balances are classified as financial assets measured at amortised cost. It is highly liquid investments that are readily convertible to a known amount of cash and are subject to insignificant changes in value with original maturities period of three months or less.

## NOTES TO THE FINANCIAL STATEMENTS

### FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

#### MATERIAL ACCOUNTING POLICY INFORMATION

#### 13. SHARE CAPITAL

|  | Group and Company           |                  |                             |                  |
|--|-----------------------------|------------------|-----------------------------|------------------|
|  | 2025                        |                  | 2024                        |                  |
|  | Number of<br>shares<br>'000 | Amount<br>RM'000 | Number of<br>shares<br>'000 | Amount<br>RM'000 |
| <b>Issued and fully paid<br/>ordinary shares</b>     |                             |                  |                             |                  |
| At the beginning of the year                         | 1,249,802                   | 201,606          | 1,235,990                   | 199,673          |
| Issuance of shares pursuant to<br>conversion of ICPS | -                           | -                | 13,812                      | 1,933            |
| At the end of the year                               | 1,249,802                   | 201,606          | 1,249,802                   | 201,606          |

- (a) In the previous financial year, the Company issued 13,811,830 new ordinary shares pursuant to the conversion of 193,369,528 Irredeemable Convertible Preference Shares ("ICPS") at a conversion price of RM0.14 each.
- (b) Owners of the parent are entitled to receive dividends as and when declared by the Company and are entitled to one (1) vote per ordinary share at meetings of the Company. All ordinary shares rank pari passu with regard to the residual assets of the Company.

#### 14. RESERVES

|                      | Group  |        | Company |        |
|----------------------|--------|--------|---------|--------|
|                      | 2025   | 2024   | 2025    | 2024   |
|                      | RM'000 | RM'000 | RM'000  | RM'000 |
| <b>Distributable</b> |        |        |         |        |
| Retained earnings    | (960)  | 7,031  | 9,912   | 6,066  |
|                      | (960)  | 7,031  | 9,912   | 6,066  |



NOTES TO THE FINANCIAL STATEMENTS  
FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025  
(CONT'D)

**MATERIAL ACCOUNTING POLICY INFORMATION**

**15. TRADE PAYABLES**

|                 | <b>Group</b>  |               |
|-----------------|---------------|---------------|
|                 | <b>2025</b>   | <b>2024</b>   |
|                 | <b>RM'000</b> | <b>RM'000</b> |
| <b>Current</b>  |               |               |
| Trade payables  |               |               |
| - Third parties | 3             | -             |

- (a) Trade payables are classified as financial liabilities measured at amortised cost.
- (b) Trade payables are non-interest bearing and the normal trade credit terms granted to the Group range from 30 to 90 days (2024: 30 to 90 days).
- (c) The table below summarises the maturity profile of the trade payables as at the end of the reporting period on contractual undiscounted repayment obligations as follows:

| <b>Group</b>   | <b>Weighted<br/>average<br/>incremental<br/>borrowing rate</b> | <b>Within one<br/>year</b> |
|----------------|--|----------------------------|
|                | <b>%</b>   | <b>RM'000</b>              |
| <b>2025</b>    |  |                            |
| Trade payables | -  | 3                          |
| <b>2024</b>    |  |                            |
| Trade payables | -  | -                          |

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 16. OTHER PAYABLES AND ACCRUALS

|           | Group      |            | Company    |            |
|-----------|------------|------------|------------|------------|
|           | 2025       | 2024       | 2025       | 2024       |
|           | RM'000     | RM'000     | RM'000     | RM'000     |
| Accruals  | 394        | 590        | 214        | 328        |
| Provision | -          | 17         | -          | -          |
|           | <u>394</u> | <u>607</u> | <u>214</u> | <u>328</u> |

- (a) Other payables and accruals are classified as financial liabilities measured at amortised cost.
- (b) The maturity profile of other payables of the Group and the Company at the end of the reporting period based on contractual undiscounted repayment obligations is repayable on demand or within one (1) year.

#### 17. REVENUE

|  | Group          |               | Company   |               |
|--|----------------|---------------|-----------|---------------|
|  | 2025           | 2024          | 2025      | 2024          |
|  | RM'000         | RM'000        | RM'000    | RM'000        |
| <b>Revenue from contracts with customers</b> |                |               |           |               |
| Sale of goods                                | 308,820        | 98,959        | -         | -             |
| Rendering of information technology services | -              | 146           | -         | -             |
| Management fee                               | -              | -             | 54        | 150           |
| Dividend income                              | -              | -             | -         | 26,945        |
|  | <u>308,820</u> | <u>99,105</u> | <u>54</u> | <u>27,095</u> |
| <b>Timing of revenue recognition</b>         |                |               |           |               |
| Transferred at a point in time               | 308,820        | 99,105        | 54        | 27,095        |
| Transferred over time                        | -              | -             | -         | -             |
|  | <u>308,820</u> | <u>99,105</u> | <u>54</u> | <u>27,095</u> |

- (a) Sale of goods

Revenue from sale of goods is recognised at a point in time when the Group satisfies a performance obligation by transferring a promised good (i.e. an asset) to a customer. An asset is transferred as and when a customer obtains control of that asset which coincides with the delivery of goods and acceptance by the customer.

There is no material right of return provided to the customers on the sale of goods and there is no significant financing component in the revenue arising from sale of goods as the sales are made on the normal credit terms not exceeding twelve (12) months.

Revenue from rendering of information technology services is recognised when the Group renders services to a customer and such customer is able to receive and consume such services. The Group has a present right to the payment of the services rendered.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 17. REVENUE (CONT'D)

##### (b) Management fee

Management fee is the provision of management services to subsidiaries and recognised over time when subsidiaries simultaneously receive and consume the benefits.

##### (c) Dividend income

Dividend income is recognised when the right to receive dividend payment is established.

#### 18. (LOSS)/PROFIT BEFORE TAX

|  | Group          |                | Company        |                |
|--|----------------|----------------|----------------|----------------|
|  | 2025<br>RM'000 | 2024<br>RM'000 | 2025<br>RM'000 | 2024<br>RM'000 |
| (Loss)/Profit before tax is arrived at after charging: |                |                |                |                |
| Auditors' remuneration:                                |                |                |                |                |
| - Statutory audit                                      |                |                |                |                |
| Auditor of the Company                                 |                |                |                |                |
| - current year/period                                  | 254            | 394            | 194            | 300            |
| - under provision in prior period                      | -              | -              | -              | -              |
| - current year/period                                  | -              | 18             | -              | -              |
| - over provision in prior period                       | -              | -              | -              | -              |
| - Other services                                       | 188            | 6              | 110            | 6              |
| Depreciation of:                                       |                |                |                |                |
| - property, plant and equipment                        | 5,000          | 2,274          | -              | -              |
| - right-of-use assets                                  | 112            | 386            | -              | -              |
| Expenses on financial liabilities at amortised costs:  |                |                |                |                |
| - Interest expense of lease liabilities                | 9              | 19             | -              | -              |
| Impairment loss on property, plant and equipment       | 12,777         | -              | -              | -              |
| Impairment loss on other investment, net               | -              | -              | -              | 400            |
| Impairment loss on trade and other receivables         | 3,088          | 9,660          | -              | 4,233          |
| Impairment loss on amount due from subsidiaries        | -              | -              | -              | 16,134         |
| Loss on disposal of other investment                   | -              | 314            | -              | -              |
| Low value assets - rental of equipment                 | 3              | 2              | -              | -              |
| Short term leases - rental of premises                 | -              | 218            | -              | -              |
| And crediting:   |                |                |                |                |
| Gain on disposal of subsidiaries, net                  | -              | (4,120)        | -              | -              |
| Gain on dilution of subsidiaries                       | -              | (8,141)        | -              | -              |
| Gain on termination of lease                           | -              | (1)            | -              | -              |
| Income on financial asset at amortised cost:           |                |                |                |                |
| - Interest income                                      | (193)          | (576)          | (2)            | (2)            |

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 19. TAXATION

|  | Group          |                | Company        |                |
|--|----------------|----------------|----------------|----------------|
|  | 2025<br>RM'000 | 2024<br>RM'000 | 2025<br>RM'000 | 2024<br>RM'000 |
| Income tax                               |                |                |                |                |
| - Current period provision               | 15             | 138            | -              | -              |
| - (Over)/Under provision in prior period | #_             | #_             | -              | (1)            |
|  | 15             | 138            | -              | (1)            |

# Amount is less than RM1,000.

- (a) Malaysian income tax is calculated at the statutory tax rate of 24% (2024: 24%) of the estimated taxable profit for the fiscal year.
- (b) Numerical reconciliation between the average effective tax rate and the applicable tax rate of the Group and of the Company is as follows:

|  | Group          |                | Company        |                |
|--|----------------|----------------|----------------|----------------|
|  | 2025<br>RM'000 | 2024<br>RM'000 | 2025<br>RM'000 | 2024<br>RM'000 |
| (Loss)/Profit before tax                           | (7,976)        | 2,097          | 3,846          | 5,595          |
| Tax at Malaysian statutory rate of 24% (2024: 24%) | (1,914)        | 503            | 923            | 1,343          |
| Tax effects in respect of:                         |                |                |                |                |
| Non-allowable expenses                             | (962)          | 2,343          | (992)          | 40             |
| Non-taxable income                                 | 8              | (7,515)        | -              | (6,467)        |
| Changes in unrecognised temporary differences      | -              | -              | -              | -              |
| Tax exempt income                                  | -              | -              | -              | -              |
| Deferred tax assets not recognised                 | 2,881          | 4,956          | 69             | 5,084          |
|  | 13             | 287            | -              | -              |

|   | Group          |                | Company        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2025<br>RM'000 | 2024<br>RM'000 | 2025<br>RM'000 | 2024<br>RM'000 |
| Utilisation of unrecognised deferred tax assets | -              | (149)          | -              | -              |
|   | 13             | 138            | -              | -              |
| (Over)/Under provision in prior year            |                |                |                |                |
| - Income tax                                    | 2              | -              | -              | (1)            |
| - Deferred tax                                  | -              | -              | -              | -              |
| Tax expense                                     | 15             | 138            | -              | (1)            |



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 19. TAXATION (CONT'D)

##### (c) Unrecognised deferred tax assets

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

|  | Group          |                | Company        |                |
|--|----------------|----------------|----------------|----------------|
|  | 2025<br>RM'000 | 2024<br>RM'000 | 2025<br>RM'000 | 2024<br>RM'000 |
| Unabsorbed capital allowances          | 36,207         | 32,612         | 4              | 4              |
| Unused tax losses                      |                |                |                |                |
| Expires by 30 June/31 December 2028    | 55             | 55             | 55             | 55             |
| Expires by 30 June/31 December 2030    | 319            | 319            | 319            | 319            |
| Expires by 30 June/31 December 2031    | 155            | 155            | 155            | 155            |
| Expires by 30 June/31 December 2032    | 158            | 149            | 149            | 149            |
| Expires by 30 June/31 December 2033    | 1,293          | 1,293          | 1,260          | 1,260          |
| Expires by 30 June/31 December 2034    | 734            | 21,194         | 734            | 21,185         |
| Expires by 30 June/31 December 2035    | 595            | -              | 286            | -              |
| Other deductible temporary differences | 4,000          | (3,826)        | -              | -              |
|  | <u>43,516</u>  | <u>51,951</u>  | <u>2,962</u>   | <u>23,127</u>  |

Deferred tax assets of certain subsidiaries have not been recognised in respect of these items as it is not probable that taxable profits of the subsidiaries would be available against which the deductible temporary differences could be utilised.

The amount and availability of these items to be carried forward up to the periods as disclosed above are subject to the agreement of the respective local tax authorities.

#### 20. EARNINGS/(LOSS) PER ORDINARY SHARE ("EPS/(LPS)")

##### (a) Basic (LPS)/EPS

The basic EPS/(LPS) of the Group is calculated based on the profit/(loss) attributable to Owners (ordinary equity holders) of the Company divided by the weighted average number of ordinary shares in issue.

|   | Group     |           |
|---|-----------|-----------|
|   | 2025      | 2024      |
| (Loss)/ Profit attributable to Owners of the Company (RM'000) | (7,991)   | 1,884     |
| Weighted average number of ordinary shares in issue ('000)    | 1,249,137 | 1,249,137 |
| Basic (LPS)/EPS (sen)   | (0.64)    | 0.15      |

## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 20. EARNINGS/(LOSS) PER ORDINARY SHARE ("EPS/(LPS)") (CONT'D)

##### (b) Diluted (LPS)/EPS

The diluted EPS/(LPS) of the Group is calculated based on the profit/(loss) attributable to Owners (ordinary equity holders) of the Company divided by the weighted average number of ordinary shares in issue adjusted to assume conversion of all dilutive potential ordinary shares arising from ICPS as follow:

|  | <b>Group</b> |             |
|--|--------------|-------------|
|  | <b>2025</b>  | <b>2024</b> |
| (Loss)/ Profit attributable to Owners of the Company (RM'000)                    | (7,991)      | 1,884       |
| Weighted average number of ordinary shares in issue ('000)                       | 1,249,137    | 1,249,137   |
| Effect of dilution of assumed conversion of ICPS ('000)                          | -            | -           |
| Adjusted weighted average number of ordinary shares in issue and issuable ('000) | 1,249,137    | 1,249,137   |
| Diluted (LPS)/EPS (sen)  | (0.64)       | 0.15        |

#### 21. EMPLOYEE BENEFITS

|   | <b>Group</b>  |               |
|---|---------------|---------------|
|   | <b>2025</b>   | <b>2024</b>   |
|   | <b>RM'000</b> | <b>RM'000</b> |
| Salaries, wages, bonuses and allowances | 1,828         | 831           |
| Defined contribution plans              | 219           | 101           |
| Social security contributions           | 10            | 5             |
| Other employee benefits                 | 19            | 17            |
|   | <b>2,076</b>  | <b>954</b>    |

#### 22. RELATED PARTY DISCLOSURES

##### (a) Identification of related parties

Parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

Related parties also include Key Management Personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group and of the Company either directly or indirectly. The Key Management Personnel include all the Directors of the Group and of the Company.

The Group has related party relationship with its subsidiaries, Directors and companies in which Directors of the Group have interest.



## NOTES TO THE FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 22. RELATED PARTY DISCLOSURES (CONT'D)

- (b) The Group and the Company had the following transactions with related parties during the financial period:

|   | Group          |                | Company        |                |
|---|----------------|----------------|----------------|----------------|
|   | 2025<br>RM'000 | 2024<br>RM'000 | 2025<br>RM'000 | 2024<br>RM'000 |
| Transactions with subsidiaries companies:   |                |                |                |                |
| - Management fees income  | -              | -              | 54             | 150            |
| - Dividend Income   | -              | -              | -              | 26,945         |
| Transactions with companies in which<br>a Major Shareholder and their family<br>members have financial interests: |                |                |                |                |
| - Revenue   | -              | 20             | -              | -              |
| - Office rental expense   | -              | (44)           | -              | -              |

The related party transactions described above were carried out on agreed contractual terms and conditions and in the ordinary course of business between the related parties of the Group and the Company.

All intragroup transactions, balances, income and expenses are eliminated in full on consolidation.

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

- (c) Compensation of key management personnel

The key management personnel comprise the Directors of the Group and their remuneration during the financial year are as follows:

|                          | Group          |                | Company        |                |
|--------------------------|----------------|----------------|----------------|----------------|
|                          | 2025<br>RM'000 | 2024<br>RM'000 | 2025<br>RM'000 | 2024<br>RM'000 |
| Executive Directors:     |                |                |                |                |
| - fee                    | 12             | 44             | -              | -              |
| - non-fee emoluments     | 414            | 195            | -              | -              |
| Non-executive Directors: |                |                |                |                |
| - fee                    | 72             | 72             | 72             | 72             |
| - non-fee emoluments     | 5              | 6              | 5              | 6              |
|                          | 503            | 317            | 77             | 78             |

#### 23. SIGNIFICANT EVENTS SUBSEQUENT TO THE END OF THE REPORTING PERIOD

There were no material subsequent events from the end of the period and ending on the date of this report.

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(CONT'D)

### MATERIAL ACCOUNTING POLICY INFORMATION

#### 24. FINANCIAL REPORTING STANDARDS

##### (a) MFRSs, Amendments to MFRSs and Interpretations adopted

The significant accounting policies adopted by the Group are consistent with those adopted in the audited financial statements of the Group for the financial year ended 31 December 2025.

- (i) MFRSs, Amendments to MFRSs and Interpretations effective for annual periods beginning on or after 1 January 2025
  - Amendments to MFRS 121 *The Effect of Changes in Foreign Exchange Rates - Lack of Exchangeability*

##### (b) New/Revised MFRSs, Amendments to MFRSs and Interpretations not adopted

- (i) MFRSs, Amendments to MFRSs and Interpretations effective for annual periods beginning on or after 1 January 2026
  - Amendments to MFRS 9 *Financial Instruments* and MFRS 7 *Financial Instruments: Disclosures- Amendments to the Classification and Measurement of Financial Instruments*
  - Annual Improvements to MFRS Accounting Standards—Volume 11
  - Amendments to MFRS 9 and MFRS 7 *Contracts Referencing Nature-dependent Electricity*
- (ii) MFRSs, Amendments to MFRSs and Interpretations effective for annual periods beginning on or after 1 January 2027
  - MFRS 18 *Presentation and Disclosure in Financial Statements*
  - MFRS 19 *Subsidiaries without Public Accountability: Disclosures*
  - Amendments to MFRS 19 *Subsidiaries without Public Accountability: Disclosures*
- (iii) MFRSs, Amendments to MFRSs and Interpretations effective date yet to be confirmed
  - Amendments to MFRS 10 *Consolidated Financial Statements and MFRS 128 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 are in the process of assessing the impact of implementing these Amendments since the effects would only be observable for future financial year.

## STATEMENT BY DIRECTORS PURSUANT TO SECTION 251(2) OF THE COMPANIES ACT 2016

In the opinion of the Directors, the financial statements set out on pages 65 to 105 have drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards, and the provisions of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025 and of the financial performance and cash flows of the Group and of the Company for the financial period then ended.

On behalf of the Board,

**HONG ZI SHEN**  
Director

**KHOR CHIN MENG**  
Director

Kuala Lumpur, Malaysia  
7 April 2026

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

I, HONG ZI SHEN, being the Director primarily responsible for the financial management of ARB BERHAD, do solemnly and sincerely declare that the financial statements set out on pages 65 to 105 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by  
the abovenamed at Kuala Lumpur  
in the Federal Territory  
on 7 April 2026

**HONG ZI SHEN**

Before me:

Commissioner for Oaths

# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARB BERHAD

## Report on the Audit of the Financial Statements

### Opinion

We have audited the financial statements of **ARB BERHAD**, which comprise the Statements of Financial Position as at 31 December 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 year then ended, and notes to the financial statements, including a summary of material accounting policy information, as set out on pages 65 to 105.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025, and of their financial performance and their cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, and the requirements of the Companies Act, 2016 in Malaysia.

### Basis for Opinion

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

### Independence and Other Ethical Responsibilities

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



## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARB BERHAD (CONT'D)

### 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 the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

#### i. Impairment of Trade and Other Receivables

The Group's trade and other receivables representing 97% of the Group's total current assets as at 31 December 2025. The assessment of recoverability of receivables involved judgements and estimation uncertainty in analysing historical bad debts, customer concentration, customer creditworthiness and customer payment terms.

Our audit procedures are as follows:

- We obtained understanding and evaluated the Group's credit risk policy, and tested the processes used by management to assess credit exposures.
- We assessed the recoverability of trade and other receivables by checking past payment trend and assessing the receipts during the financial year and subsequent to year end collections.
- We obtained confirmation from the respective debtors and ensure the reliability of the confirmations received.
- We verified with the outstanding invoices and ensured the completeness of transactions.
- We identified and discussed with management the key assumptions used in the impairment assessment and evaluate whether those assumptions were reasonable and supportable.
- We reviewed the appropriateness of the disclosures made in the financial statements.

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARB BERHAD (CONT'D)

### Key Audit Matters (Cont.)

#### ii. Impairment of Property, Plant & Equipment

During the year, referring to Note 6 to the financial statements, impairment of property, plant and equipment relating to computer systems amounted to RM12.78 million. Management assesses PPE for impairment when indicators of impairment exist, which requires judgement in estimating future cash flows, determining appropriate discount rates, and evaluating assumptions. The assessment of value in use of computer system involved judgements and estimations uncertainty in analysing cash flow forecast.

Our audit procedures are as follows:

- We obtained an understanding of management's impairment assessment process and tested the design and implementation of related controls.
- We assessed whether indicators of impairment existed by considering internal and external factors, including operational performance and market conditions.
- We inspected evidence confirming that the systems were not capable of generating future economic benefits and therefore did not constitute a separate cash-generating unit.
- We evaluated the key assumptions used in management's cash flow forecasts, including growth rates, utilisation levels, and discount rates, by comparing them to historical performance, industry data, and external benchmarks.
- We evaluated the appropriateness of management's determination that the recoverable amount was nil.
- We assessed the adequacy of the disclosures in Note 6 in accordance with MFRS 136 Impairment of Assets.



## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARB BERHAD (CONT'D)

### **Key Audit Matters (Cont.)**

#### iii. Revenue recognition

As per the Group's revenue recognition of RM309 million and corresponding costs require significant judgement exercised by the Group. There is a presumption of a risk of fraud in the area of revenue recognition in accordance with ISA 240 The Auditor's Responsibilities Relating to Fraud in an Audit of Financial Statements.

Our audit procedures are as follows:

- We obtained an understanding of and tested the internal controls over the timing and amount of revenue recognised.
- We identify performance obligations and timing of revenue recognition and inspected the terms of significant sales transactions on sampling basis to determine the point of transfer of control and assessed whether revenue was recognised in accordance with the terms stated in the respective sales invoices.
- We inspected sample documents evidencing the sales of goods to customers.
- We tested the recording of sales transactions close to year end, including credit notes issued after the year end, to establish whether the transactions were recorded in the correct accounting year.
- We inspect and visit customer's premise during the year to ensure the goods been delivered and exist.
- We conducted interviews with key customers and key suppliers to discuss significant transactions and to understand the substance and nature of those transactions.

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARB BERHAD (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 and Directors' Report but does not include the financial statements of the Group and of the Company and our auditors' report thereon.

Our opinion on the financial statements of the Group and of the Company does not cover the 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 on the other information that we obtained prior to the date of this auditors' report, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### **Responsibilities of the Directors for the Financial Statements**

The Directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, 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 and of 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.



## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARB BERHAD (CONT'D)

### **Auditors' Responsibilities for the Audit of the Financial Statements**

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

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

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group and of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.
- Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group 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.

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARB BERHAD (CONT'D)

### **Auditors' Responsibilities for the Audit of the Financial Statements (Cont.)**

- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group as a basis for forming an opinion on the financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

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



# INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARB BERHAD (CONT'D)

## Other Matters

- i. The financial statements of the Company for the year ended 31 December 2024 were audited by another auditor who expressed an unmodified opinion on those statements on 23 April 2025.
- ii. 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.

**JAMAL, AMIN & PARTNERS**  
No: AF 1067  
Chartered Accountants

**NUR FATIMAH BINTI MOHAMAD  
KHIRRULZAKI**  
No: 3731/04/27(J)  
Chartered Accountant

Kuala Lumpur  
Dated: 7 April 2026

## STATISTICS OF ORDINARY SHAREHOLDINGS AS AT 25 MARCH 2026

|                               |   |                                       |
|-------------------------------|---|---------------------------------------|
| Total Number of Issued Shares | : | 1,249,801,166                         |
| Class of Shares               | : | Ordinary Shares                       |
| Voting Rights                 | : | One vote for each ordinary share held |

### DISTRIBUTION OF SHAREHOLDINGS (BASED ON RECORD OF DEPOSITORS AS AT 25 MARCH 2026)

| SIZE OF HOLDINGS                         | NUMBER OF HOLDERS | NUMBER OF SHARES HELD | PERCENTAGE OF SHARES (%) |
|--|-------------------|-----------------------|--------------------------|
| LESS THAN 100 SHARES                     | 91                | 3,696                 | 0.00                     |
| 100 TO 1,000 SHARES                      | 835               | 407,103               | 0.03                     |
| 1,001 TO 10,000 SHARES                   | 2,982             | 18,735,841            | 1.50                     |
| 10,001 TO 100,000 SHARES                 | 3,924             | 155,640,629           | 12.45                    |
| 100,001 TO LESS THAN 5% OF ISSUED SHARES | 1,123             | 717,334,986           | 57.40                    |
| 5% AND ABOVE OF ISSUED SHARES            | 2                 | 357,678,911           | 28.62                    |
| <b>TOTAL</b>                             | <b>8,957</b>      | <b>1,249,801,166</b>  | <b>100.00</b>            |

### DIRECTORS' INTERESTS IN ORDINARY SHARES (BASED ON REGISTER OF DIRECTORS' SHAREHOLDINGS AS AT 25 MARCH 2026)

| No. | Name of Directors        | No. of Shares held |                | No. of Shares held |                |
|-----|--------------------------|--------------------|----------------|--------------------|----------------|
|     |                          | Direct             | Percentage (%) | Indirect           | Percentage (%) |
| 1   | YUEN YA TING             | -                  | -              | -                  | -              |
| 2   | HONG ZI SHEN             | 2,100,000          | 0.17           | -                  | -              |
| 4   | KHOR CHIN MENG           | 100,000            | 0.01           | -                  | -              |
| 5   | AIMAN AFFUDIN BIN RAMLEE | -                  | -              | -                  | -              |

### LIST OF SUBSTANTIAL SHAREHOLDERS (BASED ON REGISTER OF SUBSTANTIAL SHAREHOLDERS AS AT 25 MARCH 2026)

| No. | Name of Substantial Shareholder | No. of Shares held |                | No. of Shares held |                |
|-----|---------------------------------|--------------------|----------------|--------------------|----------------|
|     |                                 | Direct             | Percentage (%) | Indirect           | Percentage (%) |
| 1   | UKAY ONE SDN BHD (PB)           | 195,698,579        | 15.66          | -                  | -              |
| 2   | DATO' SRI LIEW KOK LEONG        | 161,980,332        | 12.96          | 195,698,579*       | 15.66*         |

\* Deemed interest through his substantial shareholdings in Ukay One Sdn Bhd pursuant to Section 8 of the Act



## STATISTICS OF ORDINARY SHAREHOLDINGS AS AT 25 MARCH 2026 (CONT'D)

### LIST OF TOP 30 LARGEST SECURITIES ACCOUNTS HOLDERS (BASED ON REGISTER OF DEPOSITORS AS AT 25 MARCH 2026)

| NO | SHAREHOLDER   | NO OF SHARES       | %            |
|----|---|--------------------|--------------|
| 1  | CIMSEC NOMINEES (TEMPATAN) SDN. BHD.<br>(CIMB FOR UKAY ONE SDN BHD (PB))  | 195,698,579        | 15.66        |
| 2  | CITIGROUP NOMINEES (TEMPATAN) SDN. BHD.<br>(UBS AG SINGAPORE FOR LIEW KOK LEONG)                                | 161,980,332        | 12.96        |
| 3  | WESTORA SDN. BHD.   | 50,176,671         | 4.01         |
| 4  | BUMI PNBC SDN. BHD.   | 48,694,200         | 3.90         |
| 5  | LAMAN MUTIARA SDN. BHD.   | 47,771,200         | 3.82         |
| 6  | NUSANTARA SELATAN SDN. BHD.   | 30,429,100         | 2.43         |
| 7  | LOH KOK WAI   | 17,667,200         | 1.41         |
| 8  | ANTARA SAMA SDN. BHD.   | 17,636,000         | 1.41         |
| 9  | MAYBANK NOMINEES (TEMPATAN) SDN. BHD.<br>(PLEDGED SECURITIES ACCOUNT FOR WONG WAH PENG)                         | 14,621,600         | 1.17         |
| 10 | LIEW SOH CHAN   | 8,400,000          | 0.67         |
| 11 | VICTOR LIM FUNG TUANG   | 7,832,642          | 0.63         |
| 12 | CHAN TIANG SENG   | 7,500,000          | 0.60         |
| 13 | LOH KOK WAI   | 6,701,100          | 0.54         |
| 14 | OUI KEE SENG  | 6,500,000          | 0.52         |
| 15 | ER SOON PUAY  | 5,520,000          | 0.44         |
| 16 | ABDULLAH SUHAIMI BIN YACOB  | 5,500,000          | 0.44         |
| 17 | MOOMOO NOMINEES (TEMPATAN) SDN. BHD.<br>(PLEDGED SECURITIES ACCOUNT FOR YONG WEE HEIONG)                        | 4,752,100          | 0.38         |
| 18 | TAN MENG HOOI   | 4,670,714          | 0.37         |
| 19 | KENANGA NOMINEES (TEMPATAN) SDN. BHD.<br>(PLEDGED SECURITIES ACCOUNT FOR PAK SOW LOON)                          | 4,500,000          | 0.36         |
| 20 | AFFIN HWANG NOMINEES (TEMPATAN) SDN. BHD.<br>(PLEDGED SECURITIES ACCOUNT FOR SUPREME HOME APPLIANCES SDN. BHD.) | 4,000,000          | 0.32         |
| 21 | LEE PEI SHAN  | 3,913,300          | 0.31         |
| 22 | MAYBANK NOMINEES (TEMPATAN) SDN. BHD.<br>(PLEDGED SECURITIES ACCOUNT FOR WONG SIAW WEE)                         | 3,766,600          | 0.30         |
| 23 | EE SOO FENG   | 3,663,200          | 0.29         |
| 24 | MAYBANK NOMINEES (TEMPATAN) SDN. BHD.<br>(PLEDGED SECURITIES ACCOUNT FOR LIEW SOH CHAN)                         | 3,438,571          | 0.28         |
| 25 | ONG PENG YEO  | 3,000,000          | 0.24         |
| 26 | WONG KOK KION   | 3,000,000          | 0.24         |
| 27 | MOOMOO NOMINEES (TEMPATAN) SDN. BHD.<br>(PLEDGED SECURITIES ACCOUNT FOR PAK SOW LOON)                           | 2,998,000          | 0.24         |
| 28 | NIOO YEW TECK   | 2,900,000          | 0.23         |
| 29 | HLIB NOMINEES (TEMPATAN) SDN. BHD.<br>(PLEDGED SECURITIES ACCOUNT FOR TAN BOON CHAI)                            | 2,773,178          | 0.22         |
| 30 | KHOR KENG SAW @ KHAW AH SOAY  | 2,700,000          | 0.22         |
|    | <b>TOTAL</b>  | <b>682,704,287</b> | <b>54.63</b> |

# SHARE BUY-BACK STATEMENT

## SHARE BUY-BACK STATEMENT

**IN RELATION TO THE PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE UP TO 10% OF THE COMPANY'S TOTAL NUMBER OF ISSUED SHARES ("PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY")**

**THIS SHARE BUY-BACK STATEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION.**

**IF YOU ARE IN ANY DOUBT AS TO THE COURSE OF ACTION TO BE TAKEN, YOU SHOULD CONSULT YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR OTHER PROFESSIONAL INDEPENDENT ADVISER IMMEDIATELY.**

### **1. DISCLAIMER STATEMENT**

Bursa Malaysia Securities Berhad ("**Bursa Securities**") has not perused this Proposed Renewal of Share Buy-Back Statement ("**Statement**") prior to its issuance and takes no responsibility for the contents of this Statement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the contents of this Statement.

### **2. INTRODUCTION**

At the Twenty Sixth (26<sup>th</sup>) Annual General Meeting ("**AGM**") of ARB Berhad ("**ARB**" or the "**Company**") held on 25 June 2025, the Company had obtained approval from the shareholders of ARB ("**Shareholders**") to purchase and/or hold up to ten percent (10%) of total number of issued shares of the Company. The said mandate shall, in accordance with the Main Market Listing Requirements of Bursa Securities ("**Listing Requirements**"), expire at the conclusion of the forthcoming Twenty Seventh (27<sup>th</sup>) AGM of the Company, unless such mandate is renewed at the forthcoming 27<sup>th</sup> AGM.

On 7 April 2026, the Board of Directors of the Company ("**Board**") announced its intention to seek shareholders' approval for the Proposed Renewal of Share Buy-Back Authority. The Proposed Renewal of Share Buy-Back Authority is subject to compliance with Section 127 of the Companies Act 2016 ("**Act**") and any prevailing laws, orders, requirements, guidelines, rules and regulations issued by any relevant authorities at the time of purchase.

The purpose of this Statement is to provide you with the relevant information on the Proposed Renewal of Share Buy-Back Authority and set out the Board's recommendation thereon. In addition, the Company will seek your approval for the ordinary resolution pertaining to the Proposed Renewal of Share Buy-Back Authority to be tabled at the forthcoming 27<sup>th</sup> AGM of the Company.

### **3. DETAILS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY**

#### **3.1 Quantum**

The Board proposes to seek the Company's shareholders' approval on the Proposed Renewal of Share Buy-Back Authority for the Company to purchase up to 10% of the total number of issued Shares at any point of time within the period stated in Section 3.2 of this Statement.

As at 31 March 2026, being the latest practicable date ("**LPD**") of this Statement, the Company's issued share capital is RM201,606,712.240 comprising 1,249,801,166 ordinary shares ("**Shares**").



## SHARE BUY-BACK STATEMENT (CONT'D)

Based on the above, the maximum number of Shares that may be purchased is as follows:

|   | <b>No. of Shares</b> |
|---|----------------------|
| Total number of issued Shares as at the LPD           | 1,249,801,166        |
| <b>Maximum number of Shares that may be purchased</b> | <u>124,980,116</u>   |

### 3.2 Duration

The mandate from the Shareholders for the Proposed Renewal of Share Buy-Back Authority, once approved by the Shareholders, will be effective immediately from the date of the passing of the ordinary resolution pertaining to the Proposed Renewal of Share Buy-Back Authority at the forthcoming 27<sup>th</sup> AGM and will continue to be in force until:

- (i) the conclusion of the next AGM of the Company following the 27<sup>th</sup> AGM at which such resolution was passed, at which time the said authority will lapse unless by an ordinary resolution passed at a general meeting of the Company, the authority is renewed, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which the next AGM after that date is required by law to be held; or
- (iii) revoked or varied by an ordinary resolution passed by the Shareholders in a general meeting,

whichever occurs first.

### 3.3 Source of Funds

The Proposed Renewal of Share Buy-Back Authority will be funded through internally generated funds and/or external borrowings. The maximum amount of funds to be allocated by the Company for purchasing the Shares pursuant to the Proposed Renewal of Share Buy-Back Authority will be subject to the Company's retained profits. The Company's latest accumulated profit as at 31 December 2025 is RM9,911,248.

If funded through internally generated funds, the purchase of the Shares pursuant to the Proposed Renewal of Share Buy-Back Authority is not expected to have a material impact on the Company's cash flow. In addition, if the purchase of the Shares pursuant to the Proposed Renewal of Share Buy-Back Authority is to be financed by bank borrowings, the Company shall ensure that its repayment capabilities and such repayment will not have a material effect on the Company's cash flow.

### 3.4 Treatment of the Purchased Shares

Pursuant to Section 127(4) of the Act, the Board may, at its discretion, deal with the Shares so purchased in the following manner:

- (i) to cancel the Shares so purchased;
- (ii) to retain the Shares so purchased in treasury which is referred to as "treasury shares" in the Act; or
- (iii) to retain part of the Shares so purchased as treasury shares and cancel the remainder of the Shares.

Pursuant to Section 127(7) of the Act, where such Shares are held as treasury shares, the Board may, at their discretion:

## SHARE BUY-BACK STATEMENT (CONT'D)

- (i) distribute the Shares as dividends to shareholders;
- (ii) resell the Shares or any of the Shares in accordance with the relevant rules of Bursa Securities;
- (iii) transfer the Shares, or any of the Shares for the purposes of or under an employees' share scheme;
- (iv) transfer the Shares, or any of the Shares as purchase consideration;
- (v) cancel the Shares or any of the Shares; or
- (vi) sell, transfer or otherwise use the Shares for such other purposes as the minister may by order prescribe.

Upon each purchase of the Shares pursuant to the Proposed Renewal of Share Buy-Back Authority, an immediate announcement will be made to Bursa Securities in respect of the intention of the Board to either retain the Shares purchased as treasury shares or cancel them or a combination of both. An immediate announcement will also be made to Bursa Securities of any resale, transfer or cancellation of treasury shares.

In considering how the Shares so purchased will be dealt with, the Directors will take into consideration, amongst others, factors such as the prevailing market price of the Shares, the intrinsic value of the Shares and effects on the the Company and subsidiaries' ("**Group**") earnings and net assets.

While the purchased Shares are held as treasury shares, the holder of treasury shares shall not confer:

- (i) the right to attend or vote at meetings and any purported exercise of such rights is void; and
- (ii) the right to receive dividends or other distribution, whether cash or otherwise, of the Company's assets including any distribution of assets upon winding up of the Company.

In addition, the treasury shares shall not be taken into account in calculating the number or percentage of Shares or of a class of shares in the Company for any purposes including, without limiting the generality of Section 127(9) of the Act, the provisions of any law or requirements of the Company's Constitution or the Listing Requirements on substantial shareholdings, take-overs, notices, the requisitioning of meetings, the quorum for a meeting and the result of a vote on a resolution at a meeting.

### 3.5 Public Shareholding Spread

Any purchase of the Shares pursuant to the Proposed Renewal of Share Buy-Back Authority will be carried out in accordance with the prevailing laws at the time of the purchase including compliance with the public shareholding spread requirements pursuant to Paragraph 8.02(1) of the Listing Requirements.

Based on the Company's Record of Depositors as at the LPD, the Company's public shareholding spread is approximately 71.21%. For illustrative purposes, assuming the Proposed Renewal of Share Buy-Back Authority is implemented in full based on the total number of issued Shares as at the LPD, and the Shares are purchased from the public shareholders, the pro forma public shareholding spread of our Company would be reduced to approximately 68.01%.



## SHARE BUY-BACK STATEMENT (CONT'D)

The Board will be mindful of ensuring that the minimum public shareholding spread of 25% is met and maintained before implementing any purchase of the Shares pursuant to the Proposed Renewal of Share Buy-Back Authority.

### 3.6 Purchase Price and Resale or Transfer Price

#### (i) Purchase price

Pursuant to Paragraph 12.17 of the Listing Requirements, the Company may only purchase its own Shares on Bursa Securities at a price which is not more than 15% above the weighted average market price of the Shares for the 5 market days immediately before the purchase.

#### (ii) Resale or transfer price

Pursuant to Paragraph 12.18 of the Listing Requirements, the Company may only resell the treasury shares on Bursa Securities or transfer the treasury shares at:

- (a) a price which is not less than the weighted average market price for the Shares for the 5 market days immediately before the resale or transfer; or
- (b) a discounted price of not more than 5% to the weighted average market price for the Shares for the 5 market days immediately before the resale or transfer provided that:
  - (1) the resale or transfer takes place not earlier than 30 days from the date of purchase; and
  - (2) the resale or transfer price is not less than the cost of purchase of the Shares being resold or transferred.

## 4. RATIONALE FOR THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The rationale for the Proposed Renewal of Share Buy-Back Authority is as follows:

- (i) it allows the Company to take preventive measures against speculation, particularly when the Shares are undervalued which would in turn, stabilise the market price of the Shares and hence, enhance investors' confidence;
- (ii) if the Shares purchased are retained as treasury shares, the Board may distribute the treasury shares as share dividends to reward the Shareholders and thus, minimise the cash outlay required for dividends in the future whilst stabilising the market price of the Shares; and
- (iii) the resultant reduction of the share capital base (in respect of Shares purchased which are then cancelled) may potentially enhance the Earnings Per Share ("EPS") and the net assets ("NA") per Share of the Company and its group of companies ("Group") (all things being equal).

## 5. EFFECTS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

### 5.1 Issued Share Capital

Based on the total number of issued Shares as at the LPD, and assuming the maximum number of Shares (of up to ten percent (10%) of the total number of issued Shares) under the Proposed Renewal of Share Buy-Back Authority is purchased and such Purchased Shares are cancelled, the effects of the Proposed Renewal of Share Buy-

## SHARE BUY-BACK STATEMENT (CONT'D)

Back Authority on the total number of issued Shares of the Company are as follows:

|  | <b>No. of Shares</b> |
|--|----------------------|
| Total number of issued Shares as at LPD  | 1,249,801,166        |
| <b>Less:</b>   |                      |
| Maximum number of Shares that may be purchased pursuant to the Proposed Renewal of Share Buy-Back Authority* | (124,980,116)        |
| Total number of issued Shares upon completion of the Proposed Renewal of Share Buy-Back Authority            | 1,124,821,050        |

Note:

\* Assuming all Purchased Shares are cancelled

The effect of the Proposed Renewal of Share Buy-Back Authority on the Company's issued share capital and the total number of issued Shares will depend on whether the Purchased Shares are retained as treasury shares or cancelled.

If the Purchased Shares are retained as treasury shares, the Proposed Renewal of Share Buy-Back Authority will not affect the Company's issued share capital but the rights attaching to them as to voting, dividends and participation in other distributions or otherwise, of the Company's assets including any distribution of assets upon winding up of the Company will be suspended. The treasury shares will not be taken into account in calculating the number or percentage of Shares, or of a class of shares in the Company for any purpose including substantial shareholdings, takeovers, notices, requisitioning of meetings, quorum for a meeting and result of a vote on a resolution at a meeting.

### 5.2 NA and Gearing

The effects of the Proposed Renewal of Share Buy-Back Authority on the Group's NA per Share will depend on, *inter-alia*, the number of Shares purchased, the purchase price of such purchased Shares, the effective funding cost to finance the purchased of the Shares or any loss in interest income to the Company and the treatment of the Shares so purchased by the Company.

If the purchased shares are kept as treasury shares, the NA per share will decrease unless the cost per share of the treasury shares purchased is below the NA per share at the relevant point in time. This is because the treasury shares, which are required to be carried at cost, must be offset against equity and therefore would result in a decrease in NA of the Company.

Similarly, if the purchased shares are cancelled, the NA per share of the Group will decrease unless the cost per share of the purchased shares is below the NA per share at the relevant point in time.

In the case where the purchased shares are treated as treasury shares and subsequently resold on Bursa Securities, the NA per share of the Group will increase if the Company realises a gain from the resale, and vice-versa. If the treasury shares are distributed as share dividends, the NA of the Group will decrease by the cost of the treasury shares.

Assuming that the treasury shares are being retained by the Company and no borrowings are being utilised to fund the purchase of the Shares, all else being equal, the Proposed Renewal of Share Buy-Back Authority may increase the gearing of the Group as the equity will be reduced by the cost of Shares acquired.



## SHARE BUY-BACK STATEMENT (CONT'D)

### 5.3 Working Capital

Any purchase of the Shares pursuant to the Proposed Renewal of Share Buy-Back Authority will reduce the Group's working capital, the quantum of which will depend on the purchase prices of the Shares and the number of the Shares purchased.

However, the Group's working capital will increase if the purchased Shares are resold on Bursa Securities. The quantum of the increase will depend on the selling price of the treasury shares and the number of treasury shares resold on Bursa Securities.

### 5.4 Cashflow

The Proposed Renewal of Share Buy-Back Authority is not expected to be implemented to the extent that it will adversely affect the cash flow of the Company. The exact effect on the cash flow of the Company will depend on the purchase prices of the Shares and the number of the Shares purchased.

### 5.5 Earnings and EPS

The effect of the Proposed Renewal of Share Buy-Back Authority on the earnings of the Group will depend on, *inter-alia*, the actual number of Shares purchased and the effective cost of funding to the Group, or any loss in interest income to the Group or opportunity cost in relation to other investment opportunity if internally generated funds are utilised. However, the Proposed Renewal of Share Buy-Back Authority, if carried out, is not expected to have any material effect on the EPS of the Company for the FYE 31 December 2026.

*-The remainder of this page has been intentionally left blank-*

### 5.5 Directors' and Substantial Shareholders' Shareholdings

The pro forma effects of the Proposed Renewal of Share Buy-Back Authority on the shareholdings of the Directors and the substantial shareholders of ARB based on the Register of Directors' Shareholdings and the Register of Substantial Shareholders as at the LPD, assuming the Proposed Renewal of Share Buy-Back Authority is undertaken in full by the Company, are as follows:

#### Ordinary Shares

| Directors  | As at the LPD |        |                            |        | After Proposed Renewal of Share-Buy Back Authority |        |                            |        |
|--|---------------|--------|----------------------------|--------|--|--------|----------------------------|--------|
|  | Direct        |        | Indirect                   |        | Direct   |        | Indirect                   |        |
|  | No. of Shares | %      | No. of Shares              | %      | No. of Shares                                      | %      | No. of Shares              | %      |
| Yuen Ya Ting   | -             | -      | -                          | -      | -  | -      | -                          | -      |
| Khor Chin Meng   | 100,000       | 0.008  | -                          | -      | 100,000  | 0.009  | -                          | -      |
| Hong Zi Shen   | 2,100,000     | 0.168  | -                          | -      | 2,100,000  | 0.187  | -                          | -      |
| Aiman Afiffudin Bin Ramlee                                 | -             | -      | -                          | -      | -  | -      | -                          | -      |
| <b>Substantial Shareholder</b><br>Dato' Sri Liew Kok Leong | 161,980,332   | 12.960 | 195,698,579 <sup>(a)</sup> | 15.660 | 161,980,332  | 14.401 | 195,698,579 <sup>(a)</sup> | 17.398 |
| Ukay One Sdn. Bhd.   | 195,698,579   | 15.660 | -                          | -      | 195,698,579  | 17.398 | -                          | -      |

Note:

(a) Deemed interested pursuant to Section 8 of the Companies Act, 2016 by virtue of his shareholding in Ukay One Sdn. Bhd.

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## SHARE BUY-BACK STATEMENT (CONT'D)

### 6. POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

The potential advantages and disadvantages of the Proposed Renewal of Share Buy-Back Authority are as follows:

#### Potential advantages

- (i) enables the Company to take preventive measures against market speculation particularly when the Shares are undervalued which may in turn stabilise the market price and hence, enhance investors' confidence;
- (ii) provide the Company with opportunities for potential gains if the purchased Shares are subsequently resold at a higher price;
- (iii) provide the Company with the flexibility in attaining the desired capital structure, in terms of debt and equity composition and size of equity; and
- (iv) in the event the treasury shares are distributed as share dividends, it will serve to reward the shareholders and thus, minimise the cash outlay required for dividends in the future.

#### Potential disadvantages

- (i) the purchase of the Shares pursuant to the Proposed Renewal of Share Buy-Back Authority will reduce the Group's financial resources and may result in the Group forgoing future investment opportunities that may emerge; and
- (ii) as the funds to be allocated for the Proposed Renewal of Share Buy-Back Authority may only be made out of the Company's retained profits, it will result in the reduction of financial resources available for distribution as dividends to the shareholders in the immediate future.

Nevertheless, the Proposed Renewal of Share Buy-Back Authority is not expected to have any potential material disadvantages or major risk to the Company and its Shareholders as it will only be implemented after considering the interests of both the Company and its Shareholders.

The Board will be mindful of the interests of the Company and the shareholders when undertaking the purchase of the Shares pursuant to the Proposed Renewal of Share Buy-Back Authority and in the subsequent resale of treasury shares on Bursa Securities, if any.

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## SHARE BUY-BACK STATEMENT (CONT'D)

### 7. PURCHASE, RESALE, TRANSFER AND CANCELLATION OF SHARES IN THE PRECEDING 12 MONTHS

There were no purchase, resale and cancellation of shares made by ARB in the previous twelve (12) months preceding the date of this Statement.

### 8. HISTORICAL SHARE PRICES

The monthly highest and lowest share price of ARB traded on Bursa Securities for the past 12 months preceding the date of this Statement are as follows:

| Month/Year  | Low (RM) | High (RM) |
|-------------|----------|-----------|
| <b>2025</b> |          |           |
| April       | 0.025    | 0.035     |
| May         | 0.030    | 0.035     |
| June        | 0.025    | 0.035     |
| July        | 0.025    | 0.035     |
| August      | 0.025    | 0.035     |
| September   | 0.025    | 0.035     |
| October     | 0.030    | 0.040     |
| November    | 0.025    | 0.035     |
| December    | 0.020    | 0.030     |
| <b>2026</b> |          |           |
| January     | 0.020    | 0.030     |
| February    | 0.020    | 0.030     |
| March       | 0.020    | 0.030     |

The last transacted price of Shares on the LPD was RM0.025.

(Source: [https://www.bursamalaysia.com/trade/trading\\_resources/listing\\_directory/company-profile?stock\\_code=7181](https://www.bursamalaysia.com/trade/trading_resources/listing_directory/company-profile?stock_code=7181))

### 9. IMPLICATION OF MALAYSIAN CODE ON TAKEOVERS AND MERGERS

Pursuant to the Malaysian Code on Take-Overs and Mergers 2016 (“**Code**”) and Rules on Take-Overs, Mergers and Compulsory Acquisitions (“**Rules**”) issued by the Securities Commission Malaysia (“**SC**”), a person and any person acting in concert with him, will be required to make a mandatory offer for the remaining Shares not already owned by him/her/them if his/her/their stake in the Company is increased to beyond 33.0% or if his/her/their shareholdings is/are between 33.0% and 50.0% and increases by another 2.0% in any 6 months period. However, an exemption from mandatory offer obligation may be granted by the SC under the Code and Rules upon application by such person(s).

The Company does not intend to undertake the Proposed Renewal of Share Buy-Back Authority such that it will trigger any obligation to undertake a mandatory offer pursuant to the Code and Rules. However, in the event an obligation to undertake a mandatory offer is expected to arise with respect to any parties resulting from the purchase of Shares pursuant to the Proposed Renewal of Share Buy-Back Authority, which is an action outside its direct



## SHARE BUY-BACK STATEMENT (CONT'D)

participation, the relevant parties shall make the necessary application to the SC for an exemption from undertaking the mandatory offer ("**Proposed Waiver**").

If the Proposed Waiver is not approved by the SC, the Company will only proceed with the purchase of Shares pursuant to the Proposed Renewal of Share Buy-Back Authority to the extent that it will not contravene the limit as provided under the Code and Rules.

### **10. INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED WITH THEM**

Save for the inadvertent increase in the percentage shareholding and/or voting rights of the shareholders as a result of the Proposed Renewal of Share Buy-Back Authority, none of the Directors and major shareholders and/or persons connected to them has any interest, direct or indirect, in the Proposed Renewal of Share Buy-Back Authority and the subsequent resale of treasury shares, if any, in the future.

### **11. DIRECTORS' RECOMMENDATION**

The Directors, having considered all aspects of the Proposed Renewal of Share Buy-Back Authority, including the rationale and effects of the Proposed Renewal of Share Buy-Back Authority, are of the opinion that the Proposed Renewal of Share Buy-Back Authority is in the best interest of the Company.

Accordingly, our Board recommends you to vote in favour of the ordinary resolution to give effect to the Proposed Renewal of Share Buy-Back Authority to be tabled at the forthcoming 27<sup>th</sup> AGM of the Company.

### **12. DIRECTORS' RESPONSIBILITY STATEMENT**

This Statement has been seen and approved by the Board, and they, individually and collectively, accept full responsibility for the accuracy of the information contained herein and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no false or misleading statements or other facts the omission of which would make any statement herein misleading.

### **13. DOCUMENTS AVAILABLE FOR INSPECTION**

The following documents are available for inspection at the Company's Registered Office at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur during normal business hours from Mondays to Fridays (except for public holidays) for the period commencing from the date of this Statement up to and including the date of the forthcoming 27<sup>th</sup> AGM:

- (i) the Company's Constitution; and
- (ii) the Company's audited consolidated financial statements for the financial year ended 31 December 2024 and FYE 31 December 2025.

This Share Buy-Back Statement is dated on 7 April 2026.

# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN THAT** the Twenty-Seventh (27<sup>th</sup>) Annual General Meeting (“**AGM**”) of **ARB BERHAD** (“**ARB**” or “**the Company**”) will be held at Meeting Room 7, Level G, Kingston Hotel 10 @ Bukit Jalil, Lebuhraya Kuala Lumpur – Seremban 50740 Kuala Lumpur, Malaysia on Monday, 15 June 2026 at 8:00 a.m. for the transaction of the following businesses:

## AGENDA

### AS ORDINARY BUSINESS

- |    |   |   |
|----|---|---|
| 1. | To receive the Audited Consolidated Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon.   | <b>Please refer to Explanatory Notes to Ordinary Business</b> |
| 2. | To approve the Directors’ fees amounting of up to RM300,000.00 and other benefits payable of up to RM300,000.00 for the period from the 27 <sup>th</sup> AGM up to the conclusion of 28 <sup>th</sup> AGM of the Company. | <b>Ordinary Resolution 1</b>                                  |
| 3. | To re-elect Mr Khor Chin Meng who is retiring pursuant to Clause 105 of the Company’s Constitution and being eligible, has offered himself for re-election.   | <b>Ordinary Resolution 2</b>                                  |
| 4. | To re-appoint Messrs Jamal, Amin & Partners as Auditors of the Company for the ensuing year and to authorize the Directors to fix their remuneration.   | <b>Ordinary Resolution 3</b>                                  |

### AS SPECIAL BUSINESS

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

- |    |  |                              |
|----|--|------------------------------|
| 5. | <b>AUTHORITY TO ALLOT AND ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT, 2016</b> | <b>Ordinary Resolution 4</b> |
|----|--|------------------------------|

“**THAT** approval be and is hereby given to waive the statutory pre-emptive rights to be offered new shares ranking equally to the existing issued shares of the Company pursuant to Section 85 of the Companies Act, 2016 (“**the Act**”) read together with Clause 61 of the Company’s Constitution.

**THAT** pursuant to Sections 75 and 76 of the Act and subject to the approvals of the relevant governmental/ regulatory authorities, the Directors be and are hereby empowered to issue shares in the capital of the Company from time to time and upon such terms and conditions and for such purposes as the Directors, may in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company or such higher percentage as Bursa Malaysia Securities Berhad (“**Bursa Securities**”) allowed for the time being and that the Directors be and are hereby also empowered to obtain approval from Bursa Securities for the listing and quotation of the additional shares so issued.

**AND THAT** such authority shall commence immediately upon the passing of this Resolution and continue to be in force until the conclusion of the next AGM of the Company, or at the expiry of the period within which the next annual general meeting is required to be held after the approval was given, whichever is earlier, unless revoked or varied by an ordinary resolution of the Company at a general meeting.”



## NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

### 6. **PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES (“PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY”)** **Ordinary Resolution 5**

“**THAT**, subject to the Companies Act, 2016 (“**the Act**”), the provisions of Constitution of the Company, the Main Market Listing Requirement of Bursa Malaysia Securities Berhad (“**MMLR**”) (“**Bursa Securities**”) and the approvals of all relevant governmental and/or regulatory authorities, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:-

- (i) the aggregate number of shares purchased or held as treasury shares does not exceed 10% of the total number of issued and paid-up shares of the Company as quoted on Bursa Securities as at the point of purchase;
- (ii) the maximum fund to be allocated by the Company for the purpose of purchasing the shares be backed by an equivalent amount of retained profits; and
- (iii) the Directors of the Company may decide either to retain the shares purchased as treasury shares, or cancel the shares, or retain part of the shares so purchased as treasury shares and cancel the remainder, or resell the shares, or transfer the shares or distribute the shares as dividends;

**AND THAT** the authority conferred by this resolution will commence after the passing of this ordinary resolution and will continue to be in force until:-

- (i) the conclusion of the next AGM at which time it shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions; or
- (ii) the expiration of the period within which the next AGM of the Company is required by law to be held; or
- (iii) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first.

**AND THAT** the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient to implement or to effect the purchase(s) of the shares with full power to assent to any condition, modification, variation and/or amendment as may be imposed by the relevant authorities and to take all such steps as they may deem necessary or expedient in order to implement, finalise and give full effect in relation thereto.”

7. To transact any other business of the Company for which due notice shall have been given.

### **By Order of the Board**

**TAN TONG LANG (MAICSA 7045482 / SSM PC No. 202208000250)**  
Company Secretary

Kuala Lumpur  
15 April 2026

# NOTICE OF ANNUAL GENERAL MEETING

## (CONT'D)

### Notes:-

- (1) *A member/shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his stead. A proxy may, but need not, be a member of the Company. Where a member/shareholder appoints more than one proxy to attend and vote at the meeting, such appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.*
- (2) *The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised.*
- (3) *Where a member of the Company is an authorised nominee defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said securities account.*
- (4) *Where a member of the Company is an exempt authorised nominee defined under the SICDA which is exempted from compliance with the provision of subsection 25A(1) of SICDA which holds ordinary shares in the Company for multiple beneficial owners in one Securities Account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*
- (5) *The Proxy Form must be deposited at the Company's Share Registrar's office, Aldpro Corporate Services Sdn Bhd at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan not less than 48 hours before the time set for holding the meeting or any adjournment thereof.*
- (6) *For the purpose of determining a member who shall be entitled to attend this meeting, the Company shall request from Bursa Malaysia Depository Sdn Bhd the Record of Depositors as at 2 June 2026. Only members whose name appears on the Record of Depositors as at 2 June 2026 shall be entitled to attend, speak and vote at the said meeting or appoint proxies to attend, speak and/or vote on his/her stead.*

### Explanatory Notes to Ordinary Business

#### 1. Item 1 of the Agenda – Audited Financial Statements for the financial year ended 31 December 2025

This item of the Agenda is for discussion purposes only, as Section 340(1)(a) of the Companies Act 2016 does not require the shareholders to formally approve the Audited Financial Statements. Therefore, this item will not be put forward for voting.

#### 2. Ordinary Resolution 1 – Directors' Fees and Benefits

Pursuant to Section 230(1) of the Companies Act 2016, the fees of the directors and any benefits payable to the directors of the Company shall be approved at a general meeting.

The proposed Ordinary Resolution 1, if passed, will facilitate the payment of proposed Directors' fees of RM300,000.00 for the period from the 27<sup>th</sup> Annual General Meeting ("AGM") up to the conclusion of the 28<sup>th</sup> AGM of the Company to the Directors.

The benefits payable to the Directors has been reviewed by the Remuneration Committee and the Board of Directors of the Company, which recognises that the benefits payable is in the best interest of the Company and in accordance with the remuneration framework of the Group. The benefits comprised of meeting allowance, travelling allowance and Board Committee allowances.

The proposed benefits of RM300,000.00, if approved, will authorise the payment of Directors' benefits for the period from the 27<sup>th</sup> AGM up to the conclusion of the 28<sup>th</sup> AGM. In the event that the proposed amount is insufficient (due to enlarged Board size and additional number of meetings), approval will be sought at the next AGM for the shortfall.



## NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

### 3. Ordinary Resolution 2 – Re-election of Director pursuant to Clause 105 of the Company’s Constitution

Mr Khor Chin Meng (“Mr Kevin”) is standing for re-election as Director of the Company and being eligible, has offered himself for re-election at the 27<sup>th</sup> AGM.

Pursuant to Practice 5.7 of the Malaysian Code on Corporate Governance, the profile of Mr Kevin is set out in the Directors’ profile of the Annual Report 2025. The Board, save for Mr Kevin who has abstained from deliberation and voting, has through the NC, considered his assessment and agreed that he has meets the criteria as prescribed by Paragraph 2.20A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) on character, experience, integrity, competence and time commitment to effectively discharge his role as Director.

The Board, save for Mr Kevin who has abstained from deliberation and voting, has also through the NC conducted an assessment on the independence of Mr Kevin and is satisfied that he has complied with the criteria on independence as prescribed by the Main Market Listing Requirements of Bursa Securities.

### 4. Ordinary Resolution 3 – Re-appointment of Auditors

The Audit Committee (“AC”) has carried out an assessment on the suitability and independence of the External Auditors, Messrs Jamal, Amin & Partners and was satisfied with the suitability of Messrs Jamal, Amin & Partners based on the quality of audit, performance, competency, and sufficiency of resources the external audit team provided to the Group.

The AC in its assessment also found Messrs Jamal, Amin & Partners to be sufficiently objective and independent. The Board therefore approved the AC’s recommendation on the re-appointment of Messrs Jamal, Amin & Partners as External Auditors of the Company for the financial year ending 31 December 2026 be put forward for the shareholders’ approval at the 27<sup>th</sup> AGM.

## Explanatory Notes to Special Business

### 1. Ordinary Resolution 4 – Authority to allot and issue shares pursuant to Sections 75 and 76 of the Act

The proposed Ordinary Resolution 4, if passed, empower the Directors to issue and allot up to an aggregate amount of not exceeding 10% of the total number of issued shares (excluding treasury shares) of the Company for the time being or such other percentage as Bursa Securities may from time to time allowed for such purposes as the Directors consider would be in the best interest of the Company without having to convene separate general meetings. This authority will, unless revoked or varied by the Company in a general meeting, expire at the conclusion of the next AGM of the Company.

The waiver of pre-emptive rights pursuant to Section 85 of the Companies Act 2016 will allow the Directors of the Company to issue new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer new shares to all the existing shareholders of the Company prior to issuance of new shares in the Company under the general mandate.

The renewed authority to issue shares will enable the Directors to take swift action for allotment of shares for any possible fund-raising activities, including but not limited to further placing of shares, for the purpose of funding future project(s), working capital and/or acquisition(s) and to avoid delay and cost in convening general meetings to approve such issue of shares.

At the 26<sup>th</sup> AGM held on 25 June 2025 the Directors of the Company has been granted a general mandate by the members of the Company to issue and allot shares in the Company not exceeding 10% of the total number of issued shares of the Company. Up to the date of Notice, the Company did not issue any new shares pursuant to this mandate obtained and accordingly no proceeds were raised.

## NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

### 2. **Ordinary Resolution 5 – Proposed Renewal of Authority for the Company to purchase its own shares (“Proposed Renewal of Share Buy-Back Authority”)**

This Ordinary Resolution 5, if passed, will allow the Directors of the Company to exercise the power of the Company to purchase not more than ten percent (10%) of the total number of issued shares of the Company at any time within the time period stipulated in the Main Market Listing Requirement of Bursa Securities. This authority, unless revoked or varied by the Company at a general meeting, shall continue to be in full force until the conclusion of the next AGM of the Company. The Company has not purchased any of its own shares since obtaining the said mandate from its shareholders at the last AGM held on 25 June 2025. Further details are set out in the Statement to Shareholders in relation to the Proposed Renewal of Share Buy-Back Authority.

#### **Personal data privacy:**

*By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company*

- (i) consents to the collection, use and disclosure of the member’s personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the “Purposes”),*
- (ii) warrants that where the member discloses the personal data of the member’s proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and*
- (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member’s breach of warranty.*

#### **STATEMENT ACCOMPANYING NOTICE OF 27<sup>TH</sup> ANNUAL GENERAL MEETING**

**(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)**

##### **1. Details of individual who are standing for election as Directors (excluding Directors for re-election)**

No individual is seeking election as a Director at the 27<sup>th</sup> AGM of the Company.

##### **2. General mandate for issue of securities in accordance with Paragraph 6.03 of the Main Market Listing Requirements of Bursa Securities.**

The details of the proposed authority for Directors of the Company to issue shares in the Company pursuant to Sections 75 and 76 of the Companies Act 2016 are set out under Explanatory Note.

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**PROXY FORM**

(Before completing this form please refer to the notes below)

**ARB BERHAD**  
[Registration No. 199701033435 (448934-M)]

| NUMBER OF SHARES HELD | CDS ACCOUNT NO. |
|-----------------------|-----------------|
|                       |                 |

\*I/We (Full Name in Block Letters).....

\*NRIC No./Passport No./Company Registration No. ....

of .....

Email Address ..... Contact No. ....  
being a member / members of ARB Berhad [Registration No. 199701033435 (448934-M)], hereby appoint

| Name of Proxy        | *NRIC No./Passport No. | % of Shareholdings to be Represented |
|----------------------|------------------------|--------------------------------------|
| <b>Address</b>       |                        |                                      |
| <b>Email Address</b> |                        | <b>Contact No.</b>                   |

\*and/or failing \*him/her

| Name of Proxy        | *NRIC No./Passport No. | % of Shareholdings to be Represented |
|----------------------|------------------------|--------------------------------------|
| <b>Address</b>       |                        |                                      |
| <b>Email Address</b> |                        | <b>Contact No.</b>                   |

or failing \*him/ her, the Chairman of the Meeting as \*my/ our proxy to attend and vote for \*me/ us and on \*my/ our behalf at the Twenty-Seventh (27<sup>th</sup>) Annual General Meeting of the Company will be held at Meeting Room 7, Level G, Kingston Hotel 10 @ Bukit Jalil, Lebuhraya Kuala Lumpur – Seremban 50740 Kuala Lumpur, Malaysia on Monday, 15 June 2026 at 8:00 a.m. for the transaction of the following businesses:-

| Agenda  | For | Against |
|---|-----|---------|
| <b>Ordinary Resolution 1</b><br>To approve the Directors' fees amounting of up to RM300,000.00 and other benefits payable of up to RM300,000.00 for the period from the 27 <sup>th</sup> AGM up to the conclusion of 28 <sup>th</sup> AGM of the Company. |     |         |
| <b>Ordinary Resolution 2</b><br>To re-elect Mr Khor Chin Meng who is retiring pursuant to Clause 105 of the Company's Constitution and being eligible, has offered himself for re-election.   |     |         |
| <b>Ordinary Resolution 3</b><br>To re-appoint Messrs Jamal, Amin & Partners as Auditors of the Company for the ensuing year and to authorize the Directors to fix their remuneration.   |     |         |
| <b>Ordinary Resolution 4</b><br>Authority to allot and issue shares pursuant to Sections 75 and 76 of the Companies Act 2016  |     |         |
| <b>Ordinary Resolution 5</b><br>Proposed renewal of authority for the Company to purchase its own shares.   |     |         |

(Please indicate with an "X" or "✓" in the space provided on how you wish to cast your vote. If you do not do so, the proxy will vote or abstain from voting at \*his/ her discretion)

Dated this..... day of ..... 2026

Signature:.....

(If shareholder is a corporation, this form should be executed under the seal.)

\*strike out whichever is inapplicable

Fold this flap for sealing

Notes:-

- (1) *A member/shareholder of the Company entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote in his stead. A proxy may, but need not, be a member of the Company. Where a member/shareholder appoints more than one proxy to attend and vote at the meeting, such appointment shall be invalid unless he specifies the proportions of his shareholdings to be represented by each proxy.*
- (2) *The instrument appointing a proxy shall be in writing under the hand of the appointer or of his attorney duly authorised in writing or, if the appointer is a corporation, either under its Common Seal or under the hand of an officer or attorney duly authorised.*
- (3) *Where a member of the Company is an authorised nominee defined under the Securities Industry (Central Depositories) Act, 1991 ("SICDA"), it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each Securities Account it holds with ordinary shares of the Company standing to the credit of the said securities account.*
- (4) *Where a member of the Company is an exempt authorised nominee defined under the SICDA which is exempted from compliance with the provision of subsection 25A(1) of SICDA which holds ordinary shares in the Company for multiple beneficial owners in one Securities Account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*
- (5) *The Proxy Form must be deposited at the Company's Share Registrar's office, Aldpro Corporate Services Sdn Bhd at B-21-1, Level 21, Tower B, Northpoint Mid Valley City, No. 1, Medan Syed Putra Utara, 59200 Kuala Lumpur, Wilayah Persekutuan not less than 48 hours before the time set for holding the meeting or any adjournment thereof.*
- (6) *For the purpose of determining a member who shall be entitled to attend this meeting, the Company shall request from Bursa Malaysia Depository Sdn Bhd the Record of Depositors as at 2 June 2026. Only members whose name appears on the Record of Depositors as at 2 June 2026 shall be entitled to attend, speak and vote at the said meeting or appoint proxies to attend, speak and/or vote on his/her stead.*

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Affix Stamp  
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The Share Registrar of  
**ARB BERHAD**  
**[Registration No. 199701033435 (448934-M)]**  
**c/o Aldpro Corporate Services Sdn Bhd**  
B-21-1, Level 21, Tower B, Northpoint Mid Valley City  
No. 1, Medan Syed Putra Utara  
59200 Kuala Lumpur, Wilayah Persekutuan

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**ARB BERHAD**

[Registration No. 199701033435 (448934-M)]  
(Incorporated in Malaysia)

## REQUEST FORM FOR PRINTED COPY OF ARB BERHAD'S ANNUAL REPORT

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To: The Share Registrar of  
ARB BERHAD  
c/o Aldpro Corporate Services Sdn Bhd  
B-21-1, Level 21, Tower B, Northpoint Mid Valley City  
No. 1, Medan Syed Putra Utara  
59200 Kuala Lumpur  
Wilayah Persekutuan

Please find below my complete particulars for the delivery of a printed copy of ARB's Annual Report:

### **Particulars of Shareholder**

Name : \_\_\_\_\_

Identity Card/ Passport/ Company : \_\_\_\_\_

Registration No. : \_\_\_\_\_

CDS Account No. : \_\_\_\_\_

Mailing Address : \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_

Telephone No. : \_\_\_\_\_

Date : \_\_\_\_\_

Signature of Shareholder:

\_\_\_\_\_  
Name:



*Note: By completing, signing and returning this Request Form to the Company's Share Registrar, you hereby agree that the Company and/or its service provider may collect, obtain, store, process and disclose your personal data that you have provided in this Request Form or which is otherwise collected from you or your authorised representative, for the purpose of processing your request. The printed Annual Report will be forwarded to you within four (4) market days from the day of receipt of your request.*





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by scanning this QR code.

**ARB BERHAD**  
**199701033435 (448934-M)**  
[www.arbberhad.com](http://www.arbberhad.com)