Mesiniaga

Annual Report 2025

SHAPING TOMORROW WITH AI

WHAT'S INSIDE

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44TH ANNUAL GENERAL MEETING

Thursday, 4 June 2026

2.30 P.M.

1st Floor, Auditorium Ismail Sulaiman
Menara Mesiniaga
1A, Jalan SS16/1
47500 Subang Jaya
Selangor Darul Ehsan

GOVERNANCE

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To contact us, please refer to page 04 under Registered Office information

FACTS AT A GLANCE

Incorporated on
17 December 1981

Listed on
Bursa Malaysia Securities Berhad (MAIN Market) on **17 November 1999**

Staff strength of
1,325 employees
(as of 31 December 2025)

Paid-up Capital of
60.4 million ordinary shares

12 Nationwide Service Locations

(Headquarters) (Key Office Locations)

SABAH
1. Kota Kinabalu
2. Lahad Datu

SARAWAK
3. Bintulu
4. Kuching
5. Miri

NORTHERN REGION
6. Pulau Pinang
7. Taiping

EAST COAST
8. Kota Bharu
9. Kuala Terengganu

SOUTHERN REGION
10. Batu Pahat
11. Johor Bahru

CENTRAL REGION
12. Subang Jaya

OUR VISION

To be the Malaysian IT Partner of Choice

OUR MISSION

Helping Customers Succeed

OUR VALUES

RESPECT
Good conduct towards people, roles, procedures and processes

INTEGRITY
Positive virtues with strong business ethics and professionalism

COMMITMENT
Dedicated to keep our promises to our customers

INNOVATION
Relevant and differentiated products and services in the market

TEAMWORK
Leveraging on our multiple skills and strengths to complement one another as a team

CORPORATE PROFILE

Mesiniaga is an established Malaysian ICT solutions provider with over four decades of experience advancing digital transformation across government and enterprise sectors. It plays a meaningful role in enabling technology adoption within key segments of the Malaysian economy.

From its origins as an IBM distributor, Mesiniaga has evolved into an integrated technology partner offering end-to-end expertise spanning cloud infrastructure, cybersecurity, managed services, enterprise applications and digital platforms. Its approach encompasses advisory, implementation and ongoing engagement, enabling clients to modernise processes, enhance resilience and achieve sustainable results.

A diversified client base includes ministries, statutory bodies and agencies, as well as organisations in financial services, utilities, telecommunications and other industries. This breadth of engagement provides deep sector insight and a clear understanding of national priorities and commercial requirements, positioning the business to undertake large-scale, mission-critical initiatives.

Guided by a clear mission to help customers succeed, the Group combines technical depth with a disciplined approach to delivery, ensuring solutions are practical, scalable and aligned with business outcomes. Long-standing alliances with global technology leaders further extend its expertise and provide access to advanced platforms, supporting continuous innovation and sustained relevance.

Its workforce remains a key pillar of strength. Sustained emphasis on capability development, professional certification and knowledge enhancement ensures consistent delivery standards and strong technical depth in an evolving landscape. In parallel, enhancements to systems, tools and delivery frameworks improve productivity, reinforce operational discipline and enable scalable expansion.

Ongoing efforts are focused on strengthening the economic model through improved margin discipline, greater efficiency and a more balanced portfolio across public sector and commercial segments. These priorities are complemented by continued development of higher-value areas, including software engineering, digital platforms and artificial intelligence, reinforcing long-term competitiveness.

As a trusted technology partner, the Group is well positioned to support clients in navigating increasing complexity, accelerating digital adoption and achieving meaningful outcomes. With a proven track record, enhanced operational discipline and clear strategic priorities, it remains committed to delivering sustainable value for customers, stakeholders and the broader digital economy.

LEADING PARTNERSHIP STATUS

- Broadcom VMware Division Select Partner
- Cataleya Strategic Partner
- Cisco Gold Partner
- Commvault Premier Solution Provider
- Dell EMC Authorised Partner
- Dynatrace Authorised Partner
- F5 Networks Authorised Partner
- Fortinet Select, MSSP Partner
- HP Inc. Authorised Reseller Partner
- HPE Aruba GOLD Partner
- HPE Silver Partner
- Huawei Silver Partner
- IBM Gold Partner
- Juniper Elite Partner
- Lenovo 360 Infrastructure Solutions Gold Partner
- Lenovo 360 Intelligent Devices Authorised Partner
- Microsoft Gold Partner for Messaging, Application Integration, Data Analytics, Cloud Productivity
- Microsoft Silver Partner for Application Development, Collaboration and Content, Cloud Platform, Small & Midmarket Cloud Solutions, Windows & Devices and Security
- Nutanix Enrolled Partner
- Oracle Partner
- Procera Networks Inc. Authorised Partner
- Red Hat Ready Partner
- Sangfor Authorised Partner
- Trellix Partner
- Trend Micro Bronze Partner
- Ubiqube (Ireland) Limited - Primary Partner
- Veeam Silver Value-Added Reseller Partner
- Veritas Silver Partner
- Netskope Authorised Partner
- Versa Networks Authorised Partner
- Palo Alto Registered Partner
- Google Member Level
- Alibaba Cloud Authorised Channel Partner
- AWS Enrolled Partner
- SUSE Emerald Level

CORPORATE INFORMATION

BOARD OF DIRECTORS

DATUK WAN MOHAMED FUSIL
Executive Chairman

FATHIL ISMAIL
Non-Independent
Non-Executive Director

SIM HONG KEE
Independent
Non-Executive Director

DATUK NOOR AZIAN SHAARI
Independent
Non-Executive Director

ZAIM HUSNI OMAR
Non-Independent
Non-Executive Director

DR VEERINDERJEET SINGH A/L TEJWANT SINGH
Independent
Non-Executive Director

DATO' DARAWATI HUSSAIN
Non-Independent
Non-Executive Director
(Retired on 5 June 2025)

AUDIT AND RISK MANAGEMENT COMMITTEE

Sim Hong Kee (Chairman)
Zaim Husni Omar
Dr Veerinderjeet Singh
Datuk Noor Azian Shaari
(Ceased on 1 July 2025)

NOMINATION AND REMUNERATION COMMITTEE

Sim Hong Kee (Chairman)
Fathil Ismail
Datuk Noor Azian Shaari

COMPANY SECRETARY

Deborah Sharmini Benjamin
(MAICSA 7077164)

COMPANY REGISTRATION NUMBER

198101013112 (79244-V)

REGISTERED OFFICE

11th Floor, Menara Mesiniaga
1A, Jalan SS16/1
47500 Subang Jaya
Selangor Darul Ehsan
Tel : 03-5635 8828
Fax : 03-5636 3838

AUDITORS

PricewaterhouseCoopers PLT
(LLP0014401-LCA & AF1146)
Level 10, Menara TH 1 Sentral,
Jalan Rakyat, Kuala Lumpur Sentral
P.O. Box 10192
50706 Kuala Lumpur
Tel : 03-2173 1188
Fax : 03-2173 1288

PRINCIPAL BANKERS

Maybank Islamic Berhad
Standard Chartered Saadiq Berhad
Citibank Berhad
Bank Islam Malaysia Berhad

SHARE REGISTRAR

Boardroom Share Registrars Sdn. Bhd.
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan
Tel : 03-7890 4700

STOCK EXCHANGE LISTING

Listed on MAIN Market of
Bursa Malaysia Securities Berhad
Listing Date : 17 November 1999
Stock Code : 5011
Stock Name : MSNIAGA
Stock Sector : Technology

CORPORATE STRUCTURE

MANAGEMENT DISCUSSION AND ANALYSIS

Overview

For the financial year ended 31 December 2025, Mesiniaga delivered improved financial and operating performance, supported by strategic initiatives implemented over the past several years. Consistent project execution and stronger engagement with both government and enterprise customers contributed to this achievement.

DATUK WAN MOHAMED FUSIL
Executive Chairman

MANAGEMENT DISCUSSION AND ANALYSIS

Revenue

RM231.90 million

FYE 2024: RM180.39 million

Profit/(Loss) After Tax

RM11.85 million

FYE 2024: RM (3.95) million

Investments in digitalisation, software development and artificial intelligence ("AI") continued during the year to streamline internal processes and strengthen solution offerings. Early benefits from these initiatives are already evident in greater process efficiency.

As at year-end, the Group maintained a stable financial position underpinned by a sound balance sheet, an expanded order book and a refined organisational structure. These developments provide better revenue visibility and business stability heading into FY2026.

FINANCIAL OVERVIEW

Revenue for the year amounted to RM231.90 million. Profit after tax of RM11.85 million marked a return to profitability compared with the loss recorded in the previous financial year.

This improvement was driven primarily by stronger project revenues, consistent contract execution and disciplined cost oversight.

As at 31 December 2025, shareholders' equity totalled RM121.28 million, with cash balances of RM75.78 million. These resources provide financial flexibility for working capital requirements and future investments in technology and growth opportunities.

OPERATIONAL OVERVIEW

Amid a competitive operating environment, particularly within the government sector, several significant multi-year contracts were secured during the year.

Key projects included maintenance and infrastructure support for the Integrated Government Financial and Management Accounting System of the Accountant General's Department of Malaysia, the New Pension System for Kumpulan Wang Persaraan (Diperbadankan), Digital Marking Technology for Jabatan Kastam Diraja Malaysia, and the supply of computer equipment for the Ministry of Education.

Maintaining a skilled and stable workforce is a key strategic priority. Employee attrition declined significantly to 14%, down from 26% in 2024, with improvements across Management, Technical, Sales, and Non-Technical roles.

This improvement reflects targeted recruitment, stronger employee engagement and continued investment in professional development. These measures enhanced workforce stability and organisational effectiveness.

Within the enterprise segment, pricing pressure and evolving customer expectations continue to shape market dynamics. Product offerings have been further differentiated, customer engagement strengthened, and solutions aligned more closely with market needs.

BUSINESS ENVIRONMENT AND OPPORTUNITIES

The ICT industry continues to experience intense competition, characterised by margin pressure and rising operating costs. Operational efficiency, disciplined margin management and ongoing solution differentiation, therefore, are key priorities.

Opportunities exist in both government and enterprise markets. Growth of the enterprise customer segment is being pursued alongside a disciplined approach to government projects. This balanced strategy aims to reduce earnings volatility and support long-term business sustainability.

The transition from traditional ICT infrastructure services toward higher-margin application development and managed services is central to long-term strategy. This strategic shift is expected to enhance profitability over the medium to long term.

MANAGEMENT DISCUSSION AND ANALYSIS

TECHNOLOGY AND INNOVATION

Technology innovation remains an important driver of long-term strategy. Investments in software development, cybersecurity and advanced digital technologies have strengthened delivery capability and expanded solution offerings.

The proprietary SWIFT Framework has reduced custom application development timelines by about 30%, enabling faster deployment and improved productivity.

During the year, a Digital Workforce solution was introduced to improve workflows and organisational productivity. Additional initiatives were implemented to accelerate the adoption of intelligent automation across the organisation.

Ailmu, an internal platform designed to support enterprise-wide implementation of these technologies, was also launched. The platform incorporates gamification and structured assessments to encourage participation and engagement.

In parallel, capability-building initiatives were expanded through the "Art of Conversing with AI" programme. As of year-end, approximately 30% of employees had completed the foundational training. These initiatives are expected to support further growth in these solutions beginning in FY2026.

RISK MANAGEMENT AND SUSTAINABILITY

The risk management framework was further strengthened through regular policy reviews and enhanced internal controls. Particular emphasis was placed on improving information security practices, including access management and incident response preparedness.

Sustainability initiatives progressed during the year, including upgrades to energy-efficient LED lighting and the expansion of flexible work arrangements.

Community engagement was also an important focus, with support programmes for children with autism maintained and safety improvement works completed at Menara Mesiniaga.

OUTLOOK FOR 2026

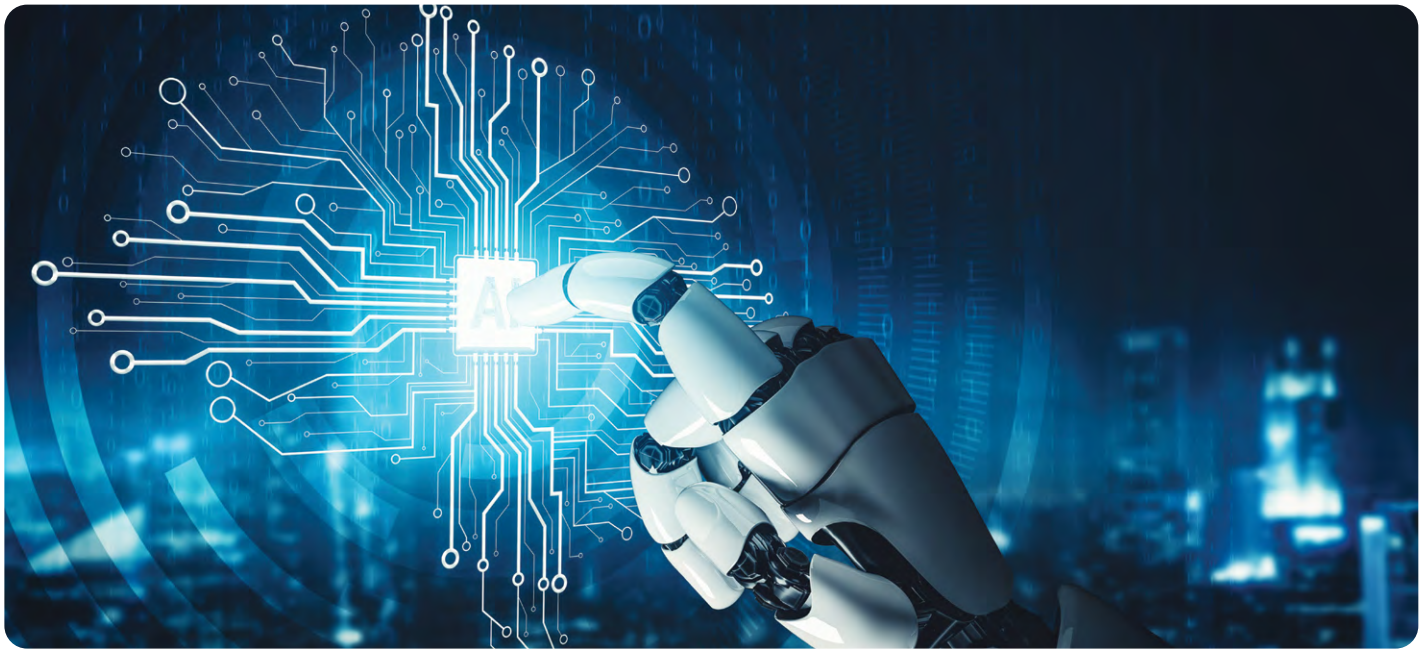
FY2025 concluded with a stable base of secured contracts and a healthy sales pipeline, providing a stronger foundation for the year ahead.

Demand for AI-driven solutions is expected to remain strong, although competitive intensity and pricing pressure are likely to persist. Key priorities include expanding advanced digital offerings, maintaining disciplined project execution and further developing the enterprise customer base.

Based on current business momentum and strategic initiatives currently in place, performance in FY2026 is expected to improve relative to FY2025.

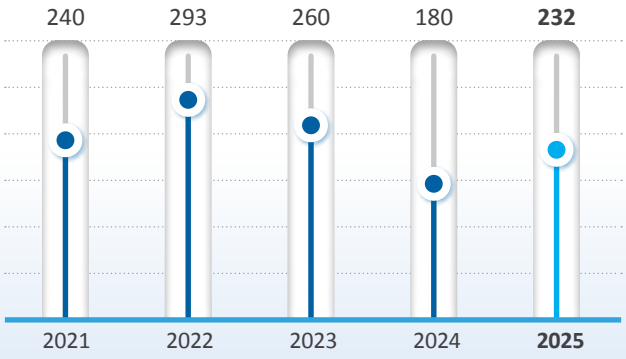
ACKNOWLEDGEMENT

The Management expresses its appreciation to stakeholders for their trust and support, and to the Board of Directors for its guidance. Recognition is also extended to employees whose commitment and dedication are fundamental to the Group's progress.

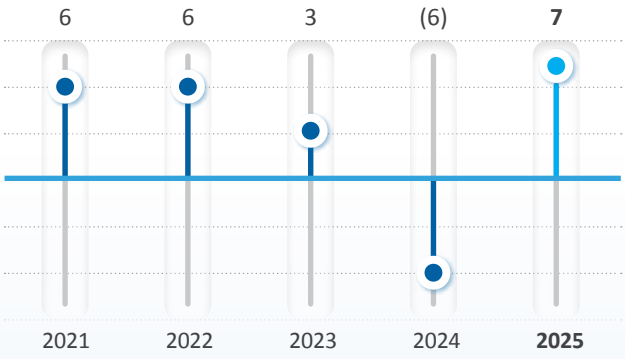


FIVE-YEAR PERFORMANCE STATISTICS

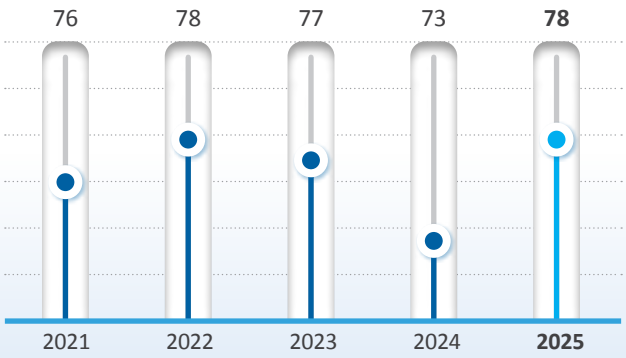
REVENUE (RM Million)



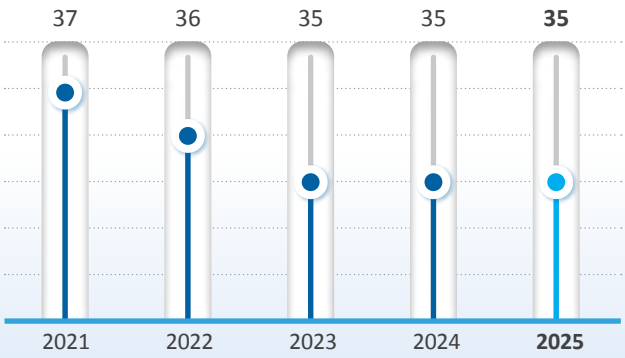
PROFIT/(LOSS) BEFORE TAX (RM Million)



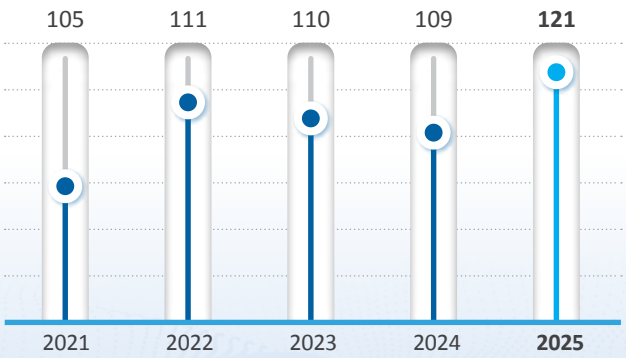
NET CURRENT ASSETS (RM Million)



FIXED ASSETS (RM Million)



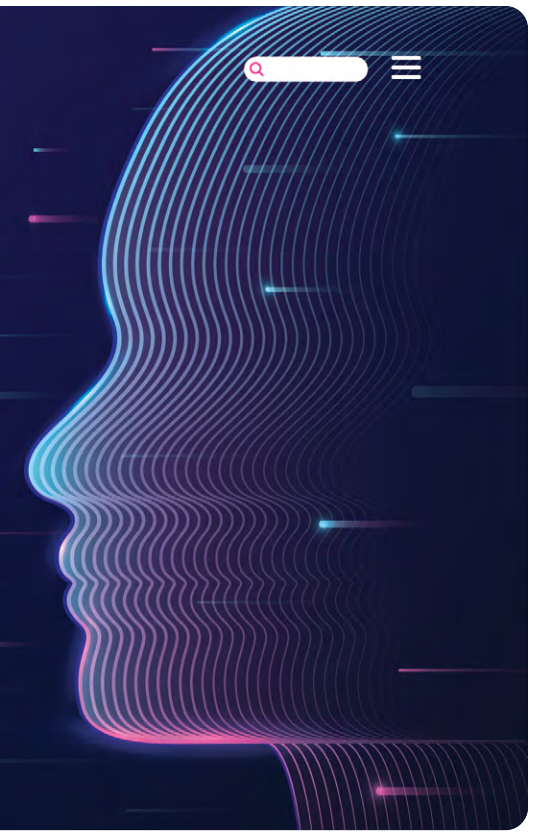
SHAREHOLDERS EQUITY (RM Million)



AI-DRIVEN TRANSFORMATION

NATIONAL AND MARKET LANDSCAPE

Malaysia is entering a decisive phase in its AI adoption curve, with artificial intelligence transitioning from isolated experimentation to enterprise-scale deployment. National policy support, maturing digital infrastructure, and increasing institutional readiness are accelerating this shift. AI is increasingly viewed as a core productivity and service-enablement layer rather than a discretionary innovation initiative.



The Government's MyDIGITAL agenda and the National AI Roadmap position AI as a strategic pillar for national competitiveness. AI technologies to significantly contribute to economic growth, with specific targets tied to its national AI strategy. Under the National AI Roadmap 2021–2025, Malaysia is targeting AI's contribution to boost the country's Gross Domestic Product (GDP) by more than RM60 billion by 2030, positioning Malaysia among the top 20 AI economies in the world by that year. Market estimates project Malaysia's AI market to grow at a Compound Annual Growth Rate (CAGR) of approximately 25%–30% through 2030, driven by adoption in the public sector, financial services, manufacturing and enterprise productivity applications (Source: MDEC; Statista; IDC Asia-Pacific AI Market Outlook). In parallel, continued investments by global hyperscalers in Malaysia's cloud and data centre ecosystem are expanding the addressable market for scalable, production-grade AI solutions.

SECTORAL ADOPTION AND DEMAND DYNAMICS

AI demand is increasingly use-case driven, with buyers prioritising scalable, production-ready deployments over experimental pilots:

- Public Sector: AI-enabled service automation, analytics-driven policymaking and operational efficiency, with emphasis on governance, auditability and data sovereignty.
- Financial Services: Fraud detection, risk analytics, regulatory compliance and customer engagement, with strong demand for explainable and compliant AI.
- Manufacturing and Industrial: Industry 4.0 use cases including predictive maintenance, quality assurance and operational optimisation.
- SMEs: Pre-configured, outcome-oriented AI solutions delivering near-term productivity gains with minimal technical overhead.

Across sectors, procurement focus has shifted towards solutions that demonstrate measurable ROI, security-by-design and operational readiness.

AI-DRIVEN TRANSFORMATION

STRATEGIC DIRECTION AND OUTLOOK

The Company's AI strategy is anchored on execution excellence and practical delivery. Market demand is evolving towards scaled deployments, managed services and outcome-linked engagements. The Company's priorities include productising core AI capabilities, embedding governance and security by design, and expanding recurring and managed AI services. Differentiation is expected to be driven by delivery track record, domain integration and trust, rather than technology claims alone.

INTERNAL AI TRANSFORMATION AND CAPABILITY BUILDING

2025 marked a foundational year in the Company's internal AI transformation. The Company established a dedicated AI team and formalised an "AI-first" operating culture, positioning AI as a core productivity capability. The strategic focus was learning-by-doing, with teams building and deploying AI applications to address internal operational needs. This hands-on approach developed practical competencies in data preparation, model deployment, user adoption, governance and operational integration.

This internal-first strategy positions the Company for 2026 with greater confidence in delivering client-facing AI projects. The Company's differentiator lies in execution credibility. While many organisations articulate AI ambition, the Company has operationalised AI across real workflows, building institutional delivery capability.

AI PRODUCT PORTFOLIO

The Company has developed a growing portfolio of AI solutions addressing operational efficiency, compliance and workforce productivity, including Minits (automated meeting minutes), Suaramu (real-time contact centre assistant), LegalEye (AI-driven contract analysis), e-Handbook (AI-enabled knowledge repository), Ailmu (gamified learning platform), RCA Helper (AI-assisted Root Cause Analysis), and Translate (English–Bahasa Malaysia document localisation). These solutions serve as internal productivity enablers and reference architectures for client deployments.

WHAT TO EXPECT IN 2026

In 2026, the Company will focus on democratising AI for wider adoption across the organisation. This includes embedding AI tools into everyday workflows, expanding access to AI platforms through low-code and self-service capabilities, and equipping business users with practical AI literacy. The objective is to move beyond pockets of excellence towards enterprise-wide AI utilisation, driving productivity gains, faster decision-making and improved service quality.

Concurrently, the Company will selectively productise proven AI use cases using a design thinking approach to address concrete customer pain points. This is intended to shorten time-to-value for clients, create repeatable delivery frameworks, and support scalable growth in AI-led offerings.

BOARD AT A GLANCE

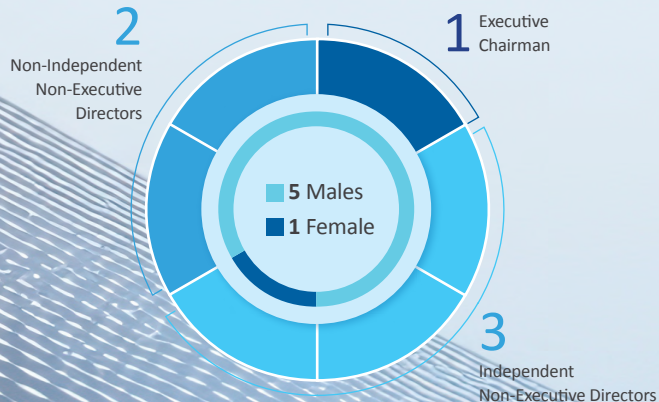
DATUK WAN MOHAMED FUSIL
(DMSM)
Executive Chairman

FATHIL ISMAIL
Non-Independent
Non-Executive Director

SIM HONG KEE
(C.A. (M), CPA (M), ICDM)
Independent Non-Executive Director

● Audit and Risk Management Committee ● Nomination and Remuneration Committee

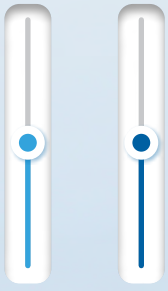
Board Composition & Gender



Board Tenure

50%
7 years and above

50%
6 years and below



BOARD AT A GLANCE

DATUK NOOR AZIAN SHAARI
(PMW, JSM, KMN)
Independent Non-Executive Director

ZAIM HUSNI OMAR
Non-Independent
Non-Executive Director

DR VEERINDERJEET SINGH A/L TEJWANT SINGH
(C.A. (M), CPA (M), FCTIM)
Independent Non-Executive Director

Nationality

6 Malaysians

Ethnicity

33% Non-Bumiputera

67% Bumiputera

Age

17% 60 and below

83% 61 and above

None of the Board Members have relationships with each other or with any of the substantial shareholders of the Company, except for Fathil Ismail, who has a kin relationship with Safiah Ismail, a substantial shareholder of the Company. They also do not have any conflict of interest with the Company and have never been convicted of anything other than traffic offences within the past ten (10) years. Apart from the directorship positions held by Sim Hong Kee, Datuk Noor Azian, Dato' Darawati, and Dr Veerinderjeet Singh in other public companies, as stated in their profiles, none of the Directors hold any directorship positions in any other public companies, other than Mesiniaga Berhad.

BOARD OF DIRECTORS

DATUK WAN MOHAMED FUSIL

(DMSM)
Executive Chairman

Age: **75**

Nationality:

Gender: **Male**

Attendance: 7/7

Datuk Wan Mohamed Fusil is a key figure in the Malaysian information technology industry. He was appointed to the Board of Mesiniaga since incorporation, 17 December 1981 as part of the team that founded the Company.

On 1 November 2000, he was appointed Chief Executive Officer. In 2007, he retired from the role and was elected Chairman of the Board. On 25 February 2016, he was reappointed as Chief Executive Officer while continuing to serve as Chairman, reflecting the Board's confidence in his leadership.

Prior to joining Mesiniaga, Datuk Fusil served at IBM Malaysia, where he held various managerial positions, including Country Manager of the Information Products Division. He has also played an active role in the development of Malaysia's technology ecosystem, having been among the first serving Board Members of the Multimedia Development Corporation (MDEC) and a founding member of the Association of Computer and Multimedia Industry Malaysia (PIKOM). During his tenure with PIKOM, he served as Deputy Chairman from 1989 to 1991 and as Chairman from 1991 to 1992.

Datuk Fusil holds a Diploma in Accountancy from Institut Teknologi MARA (ITM), now known as Universiti Teknologi MARA (UiTM). With decades of leadership and industry experience, he has made significant contributions to the growth of Malaysia's information technology sector and remains a respected figure in the industry. His deep institutional knowledge and strategic perspective continue to support the Company's long-term direction, governance, and leadership continuity.

BOARD OF DIRECTORS

FATHIL ISMAIL

Non-Independent Non-Executive Director

Age: **61**

Nationality:

Gender: **Male**

Attendance: **7/7**

Fathil Ismail has been a member of the Board of Mesiniaga since 1 June 2002 and has played an important role in the Company's leadership and governance over the years. He was appointed Managing Director in 2008 and served in that capacity until 2013, during which time he was involved in guiding the Company's strategic direction and operational management.

Following the completion of his tenure as Managing Director, he continued to serve on the Board as a Non-Independent Non-Executive Director and is currently a member of the Nomination and Remuneration Committee.

An accountant by training, Fathil began his professional career with Ernst & Young, where he developed a strong foundation in audit and financial management. He subsequently gained valuable corporate finance experience with Arab Malaysian Merchant Bank before venturing into private enterprise in 1993. As a founding partner of Genesis Healthcare, he served as Managing Director until late 2001, where he was actively involved in building the business and overseeing its growth, further strengthening his leadership and entrepreneurial experience.

Fathil is an alumnus of the Malay College Kuala Kangsar and a graduate of the Association of Chartered Certified Accountants (ACCA). With his strong financial expertise, corporate finance background, and extensive business experience, he continues to contribute valuable insight and independent perspective to the Board, supporting effective governance, strategic decision-making, and the Company's long-term growth.

BOARD OF DIRECTORS

SIM HONG KEE

(C.A. (M), CPA(M), ICDM)

Independent Non-Executive Director

Age: **70**

Nationality:

Gender: **Male**

Attendance: 7/7

Sim Hong Kee was appointed to the Board of Mesiniaga on 1 May 2018. He currently serves as Chairman of the Audit and Risk Committee and the Nomination and Remuneration Committee. He also serves as an Independent Non-Executive Director of Hong Leong Assurance Berhad and GuocoLand (Malaysia) Berhad.

He began his career with a public accounting firm before joining IBM Malaysia, where he held a number of senior local and regional leadership positions. His responsibilities spanned a wide range of functions, including financial planning, treasury, taxation, legal, business controls, joint venture evaluation, and regional project management. Among the senior roles he held were Executive Assistant to the Asia Pacific Chief Financial Officer, Chief Financial Officer, Country Marketing Operations Manager, ASEAN/South Asia Y2K Executive, and Regional Project Management Office Leader for the divestment of IBM's PC and Printer businesses. He retired from IBM in 2015. He also served as Chief Financial Officer and Human Resource Director of Oracle Malaysia from 1995 to 1997.

Following his retirement, Sim Hong Kee served as Senior Advisor for Business Process and Internal Audit at Creador Sdn. Bhd. from May 2016 to April 2022. He has attended the Senior Management Development Program at Harvard Business School and the IBM Asia Pacific Advanced Management School. He is also a member of the Malaysian Institute of Certified Public Accountants (MICPA), Malaysian Institute of Accountants (MIA), Institute of Enterprise Risk Practitioners (IERP) and Institute of Corporate Directors Malaysia (ICDM).

BOARD OF DIRECTORS

DATUK NOOR AZIAN SHAARI

(PMW, JSM, KMN)

Independent Non-Executive Director

Age: **77**

Nationality:

Gender: **Female**

Attendance: 7/7

Datuk Noor Azian was appointed to the Board of Mesiniaga as an Independent Non-Executive Director on 1 July 2019. She serves as a member of the Nomination and Remuneration Committee, where she contributes her extensive legal and judicial experience to the Board's oversight, governance, and accountability functions. She is also an Independent Non-Executive Director of KHPT Holdings Berhad, which was listed on the ACE Market on 8 October 2024.

Datuk Noor Azian is a Barrister-at-Law and was called to the Bar at the Honourable Society of Lincoln's Inn, London in July 1971. Upon her return to Malaysia in November 1971, she joined the Judicial and Legal Service and was later admitted as an Advocate and Solicitor of the High Court of Malaya in 1984. During her service, she held numerous senior positions, including Magistrate, President of the Sessions Court, Senior Assistant Registrar of the High Court of Malaya, Treasury Solicitor, Official Assignee Malaysia, Deputy Parliamentary Draftsman, Deputy Head of the Civil Division, Chairman of the Special Commissioners for Income Tax, and Chairman of the Tribunal for Consumer Claims. In September 2005, she was elevated as a Judge of the High Court of Malaya, where she presided over criminal, civil, and commercial cases until her retirement in July 2014.

Following her retirement, Datuk Noor Azian continued to contribute her legal and governance expertise in various professional and Board capacities. She is a Registered Arbitrator of the Asian International Arbitration Centre (AIAC) Kuala Lumpur, and has served as an Independent Non-Executive Director of Deleum Berhad from January 2015 to April 2022, and of Affin Hwang Investment Bank Berhad from October 2016 to October 2022, during which she was appointed Interim Chairman from April 2021 to May 2022. With her distinguished judicial career and deep expertise in law, arbitration, and governance, she continues to provide valuable insight and independent judgment in support of strong corporate governance and long-term sustainability.

BOARD OF DIRECTORS

Zaim Husni Omar was appointed to the Board of Mesiniaga as a Non-Independent Non-Executive Director on 16 April 2021. He is a member of the Audit and Risk Management Committee, contributing his experience in financial oversight, risk management, and strategic planning to support the Company's governance framework.

Zaim began his career with Permodalan Nasional Berhad (PNB) in 1995, where he served for 13 years. He subsequently held senior strategic and corporate planning roles, including Head of Corporate Strategy and Investment at MARA Incorporated Sdn. Bhd., Head of Group Strategic Planning at Bank Pembangunan Malaysia Berhad, and Senior General Manager, Strategic Planning and Investment at MTD Capital Berhad. He is currently the Head of Corporate Affairs at Dayang Enterprise Holdings Berhad.

With extensive professional experience, Zaim has been involved in complex business restructuring and reorganisation initiatives, covering financial and treasury management, business development, and corporate and project financing. He also brings broad exposure across multiple sectors, including asset and fund management, healthcare, construction, and waste management. Zaim holds a Bachelor of Business Administration (Finance) and a Master of Business Administration in Finance and Investment from the International Islamic University Malaysia, as well as a Graduate Diploma in Applied Finance and Investment from the Financial Services Institute of Australia and an Executive Diploma in Investment Analysis from Universiti Teknologi MARA (UiTM).

BOARD OF DIRECTORS

DR VEERINDERJEET SINGH TEJWANT SINGH

(C.A. (M), CPA (M), FCTIM)

Independent Non-Executive Director

Age:	Nationality:	Gender:	Attendance:
69		Male	6/7

Dr Veerinderjeet Singh was appointed to the Board of Mesiniaga on 1 August 2024. He is a member of the Audit and Risk Management Committee, where he contributes his extensive expertise in taxation, regulatory matters, and corporate governance to support the Board's oversight and risk management responsibilities.

In addition to his role with Mesiniaga, Dr Veerinderjeet also serves as an Independent Non-Executive Director and Audit Committee Chairman of various public entities, including AmBank and Malaysian Rating Corporation Berhad (MARC).

Dr Veerinderjeet is a seasoned tax expert with over four decades of experience in tax policy, advisory, and professional services. He currently serves as Senior Adviser on Tax Policy at KPMG Malaysia, a role he assumed in March 2024. Previously, he was Non-Executive Chairman of Tricor Malaysia from 2020 to 2024 and earlier co-founded Taxand Malaysia and led Axcelasia Group, which was listed on the Singapore Stock Exchange, after having served as a Tax Partner at Arthur Andersen and Ernst & Young. He has also advised multinational corporations and government agencies on tax reforms and restructuring and has held prominent roles including Vice Chair of the ICC Global Tax Commission and member of the PEMUDAH Paying Taxes Working Group.

Beyond Malaysia, he currently serves as an Independent Non-Executive Director and Audit Committee Chairman of Zico Holdings Inc., which is listed on the Catalist Board of the Singapore Exchange. Academically, he has held faculty appointments at the University of Malaya and Monash University Malaysia and has served as a Visiting Scholar at Harvard University. His leadership roles include past presidencies of the Malaysian Institute of Certified Public Accountants (MICPA), the Malaysian Institute of Accountants (MIA), and the Chartered Tax Institute of Malaysia. He is also a published author on taxation and a frequent speaker on tax policy, reform, and corporate governance.

BOARD OF DIRECTORS

DATO' DARAWATI HUSSAIN

(DIMP)

Non-Independent Non-Executive Director

Age: **56**

Nationality:

Gender: **Female**

Attendance: 4/4

Dato' Darawati retired as a Non-Independent Non-Executive Director of the Company on 5 June 2025. She was first appointed to the Board as a Non-Independent Non-Executive Director on 11 September 2020. During her tenure, she contributed her extensive financial and investment expertise to the Board's deliberations and oversight, supporting the Company's governance and strategic direction.

Dato' Darawati has more than three decades of experience in corporate finance, asset management, and private equity. She previously served as a European equities portfolio manager with a UK-based fund management company with assets under management of approximately USD70 billion. She currently serves as Senior Independent Director of RHB Asset Management Group and as Chairwoman of RHB Private Equity Holdings Sdn. Bhd. In addition, she holds directorships in several private limited companies focused on ESG and corporate governance advisory, as well as strategic crisis management communications. She also serves as a member of the Investment Committee for equity funds under Ecologitec Sdn. Bhd., a wholly owned subsidiary of Bank Pembangunan Malaysia Berhad.

Dato' Darawati holds a Bachelor's Degree in Economics and Accountancy from Durham University, United Kingdom, and a Master of Business Administration from London Business School, United Kingdom. She is also a Chartered Financial Analyst. Her strong academic foundation, combined with extensive regional and international investment experience, has enabled her to provide valuable insight and perspective in support of effective governance and long-term value creation.

SENIOR LEADERSHIP TEAM

Mesiniaga continues to be guided by a dynamic, experienced, and highly engaged Senior Leadership Team, also known as the Company's Executive Council (EC). The EC comprises leaders with a balanced mix of diversity, skills, and experience, enabling the Company to discharge its responsibilities effectively and to provide strong strategic direction in support of sustainable growth and long-term value creation.

DATUK WAN MOHAMED FUSIL
Chief Executive Officer

CHUA SENG TEONG
Deputy Chief Executive Officer

ARIFFIN ABD MAJID
Chief Financial Officer

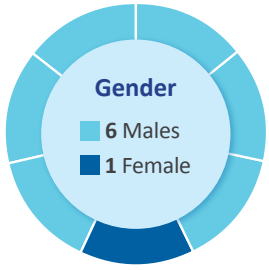
NORDIN MAT ISA
Chief Operating Officer

PATRICIA CHAN FONG MUI
Director of Corporate Strategy and Planning

WONG KENG HOE
Director of Products and Services

REMYIZAM MOHD MAHADZIR
Director of Sales

Our Statistics



Age

57%
60 and below

43%
61 and above

Tenure

14%
6 years and below

86%
7 years and above

None of the members of the Senior Leadership Team has any family or business relationships with one another, any Director, or any substantial shareholder of the Company. They also do not have any conflict of interest with the Company and have not been convicted of any offences, other than traffic offences, within the past ten (10) years. In addition, none of the members of the Senior Leadership Team holds any directorship in any public company other than Mesiniaga Berhad.

SENIOR LEADERSHIP TEAM

DATUK WAN MOHAMED FUSIL

Chief Executive Officer

Age: **75**

Nationality:

Gender: **Male**

Refer to the Board of Director's Profile on page 14.

CHUA SENG TEONG

Deputy Chief Executive Officer

Age: **44**

Nationality:

Gender: **Male**

ST Chua was appointed as Deputy Chief Executive Officer of Mesiniaga Berhad on 3 November 2025, bringing with him more than 20 years of leadership experience across digital transformation, strategy, and operations. In this role, he supports the Chief Executive Officer in driving the Group's strategic priorities, operational performance, transformation initiatives, and AI adoption, contributing to Mesiniaga's long-term growth and value creation.

Prior to joining Mesiniaga, ST Chua served as Managing Director of ChargEV, where he led regional operations and transformed the company into a high-performing organisation with a strong focus on innovation and sustainability. He previously held senior leadership roles including Regional Director for Southeast Asia at Ikano Insight and General Manager at PETRONAS Dagangan Berhad, where he led digital and operational transformation initiatives. He also brings venture capital and entrepreneurial experience, having invested in high-growth technology start-ups and held senior roles across technology, telecommunications, and analytics organisations.

ST Chua holds a Master of Business Administration from INSEAD, France, and a Bachelor of Electrical and Electronics Engineering with Honours from Universiti Teknologi PETRONAS. His strong academic foundation, combined with extensive regional and cross-industry experience, supports Mesiniaga's transformation agenda, operational excellence, and strategic execution in an increasingly digital and evolving business landscape.

SENIOR LEADERSHIP TEAM

ARIFFIN ABD MAJID
Chief Financial Officer

Age: **62** | Nationality: | Gender: **Male**

Ariffin Abd Majid was appointed as Chief Financial Officer in February 2017 and is a key member of the Company's senior leadership team. He oversees the Company's financial management, governance, and reporting, and plays an important role in shaping and executing its financial strategy. His experience and financial acumen have been instrumental in supporting the Company's resilience and sustainable growth.

He began his career as an external auditor with Cooper Lancaster Brewers, Chartered Accountants in the United Kingdom. In 1992, he joined PETRONAS in Corporate Finance, where he gained exposure to financial strategy, project financing, capital and bond markets. Prior to joining the Company, he served in two senior financial leadership roles, the Financial Controller at Business Focus Group and Senior General Manager, Commercial at Boustead Group.

Ariffin is an alumnus of Malay College Kuala Kangsar and a graduate of the Association of Chartered Certified Accountants (ACCA). With his breadth of experience and strategic financial leadership, he continues to play a vital role in strengthening the Company's financial position and creating long-term shareholder value.

NORDIN MAT ISA
Chief Operating Officer

Age: **60** | Nationality: | Gender: **Male**

Nordin Mat Isa joined the Company in 2008 as Head of Public Sector Business and has since held a series of senior leadership roles spanning sales, products, and operations. His success in expanding the public sector and telco business led to his appointment as Director of Sales for the Public Sector and Telco Business. In March 2017, he assumed additional responsibilities as Director of Products and Services. He was appointed Director of Operations in March 2023 and, effective March 2024, was promoted to Chief Operating Officer, with overall responsibility for the Group's business and sales operations.

Prior to joining the Company, Nordin served as Head of Public Sector Sales at Hewlett Packard Malaysia Sdn. Bhd. He brings with him extensive corporate experience, with deep expertise in public sector engagement, enterprise sales, and commercial strategy. Throughout his career, he has demonstrated strong leadership and execution capability, particularly in driving product-to-market strategies, strengthening customer delivery, and enhancing the differentiation of the Company's product and service offerings.

Nordin holds a Bachelor's Degree in Computer Science, Mathematics, and Statistics from the Australian National University. His breadth of experience, strategic leadership, and operational discipline continue to support the Group's performance, operational excellence, and long-term value creation for shareholders.

SENIOR LEADERSHIP TEAM

PATRICIA CHAN FONG MUI

Director of Corporate Strategy and Planning

Age: **61**

Nationality:

Gender: **Female**

Patricia joined the Company in 1989 and has held a range of leadership roles across application development, systems integration, and corporate strategy. She began her career in application development and was appointed Application Development Services Manager in 1998. She was promoted to General Manager in December 2010 and later assumed the role of General Manager, Corporate Strategy and Planning in 2016. In recognition of her contributions, she was promoted to Director, Corporate Strategy and Planning in 2021 and appointed Special Assistant to the Chief Executive Officer.

Throughout her tenure, Patricia has played a significant role in shaping the Company's strategic direction and business models. She has advised the executive team on strategic initiatives, planning, and budgeting, and has demonstrated strong leadership in driving cross-functional alignment and organisational effectiveness. In 2023, she was entrusted with leading the Company's Artificial Intelligence Centre of Excellence (AI COE) to develop generative AI capabilities aimed at enhancing workforce productivity and supporting a new business growth opportunity for Mesiniaga.

Patricia is a graduate of Universiti Sains Malaysia and holds a First-Class Honours degree in Computer Science. Her strong technical foundation, combined with deep institutional knowledge and strategic leadership experience, continues to support the Company's transformation initiatives, operational efficiency, and long-term value creation for shareholders.

WONG KENG HOE

Director of Products and Services

Age: **60**

Nationality:

Gender: **Male**

Wong Keng Hoe joined the Company in 1990 as an Information Systems Trainee and has since held a range of senior leadership roles across technical, project management, sales, and product functions. Over the years, he progressed to positions including General Manager for Network Services and Project Management, Director of Project Management and Solutions Marketing, and was appointed Director of Sales in February 2018. Effective 1 January 2025, he was appointed Director of Products and Services.

Throughout his tenure, Wong has demonstrated strong technical expertise, strategic insight, and leadership capability. He has played a key role in driving networking initiatives, managing complex projects, aligning solutions with market needs, and enhancing the Company's go-to-market strategies. In his current role, he is responsible for strengthening the Company's product and services portfolio and improving delivery quality, in line with Mesiniaga's commitment in "helping customers succeed".

Wong holds a Bachelor's Degree in Computer Science from Universiti Sains Malaysia. His academic foundation, combined with extensive industry and leadership experience, continues to support the Company's growth and its focus on delivering innovative and customer-centric technology solutions.

SENIOR LEADERSHIP TEAM

REMYIZAM MOHD MAHADZIR

Director of Sales

Age: **50**

Nationality:

Gender: **Male**

Remyizam Mohd Mahadzir joined the Company in 2000 as a Management Trainee under the Public Sector Sales Department and has since held various sales and leadership roles across multiple territories. He was appointed General Manager for Telco Business Solutions in March 2017 and later assumed the role of General Manager for Infrastructure System Technology in January 2024, overseeing a newly established business unit. Building on his extensive sales leadership experience and operational responsibilities, he was appointed Director of Sales in January 2025.

Throughout his career, Remyizam has demonstrated strong commercial acumen and operational leadership across enterprise, public sector, and telecommunications segments. He has played a key role in driving business growth, managing strategic customer relationships, and developing new solution portfolios. His experience in leading both established and newly formed business units positions him well to strengthen the Company's sales execution, go-to-market strategies, and revenue growth.

Remyizam holds a Bachelor of Science in Communications from the University of Miami, Florida. His breadth of sales leadership experience, combined with deep institutional knowledge and a customer-focused approach, continues to support Mesiniaga's business performance and long-term value creation for shareholders.

MEDIA APPEARANCES

22 May

THE EDGE MALAYSIA

Mesiniaga to maintain federal dept's accounting system for RM252m in first contract win in two years

By Izzul Ikram / theedgemalaysia.com 22 May 2025, 06:15 pm

KUALA LUMPUR (May 22): Mesiniaga Bhd (KL:MSNIAGA, EDGE) said it has secured a RM251.89 million contract to provide maintenance services and infrastructure support services for the government's accounting system.

The information technology products and services provider said it accepted the contract from the Ministry of Finance, which represented the government, to provide the services for the Accountant General's Department's Integrated Government Financial Management Accounting System.

BERNAMA

BERITA TERKINI oskeletal di bahagian belakang serta ping

PASARAN - 22/05/2025 08:57 PM

Mesiniaga Raih Kontrak Jabatan Akauntan Negara Bernilai RM251.89 Juta

KUALA LUMPUR, 22 Mei (Bernama) -- Mesiniaga Bhd telah memperoleh kontrak dari Jabatan Akauntan Negara yang bernilai RM251.89 juta.

Kontrak tersebut bertujuan menyediakan perkhidmatan sokongan penyelenggaraan serta infrastruktur untuk Sistem Pengurusan Kewangan dan Perakaunan Kerajaan Bersepadu (IGFMAS), kata syarikat pengurusan perkhidmatan teknologi maklumat itu melalui satu makluman kepada Bursa Malaysia hari ini.

4 July

The Star

Mesiniaga secures RM148mil KWAP pension system contract

Friday, 04 Jul 2025 | 6:47 PM MYT

PETALING JAYA: Mesiniaga Bhd has secured a RM148.01mil contract from the Retirement Fund (Incorporated) or KWAP for the provision of a new pension system for the statutory body.

In a filing with Bursa Malaysia, the technology solutions provider stated the scope of work includes the supply, delivery, installation, testing and commissioning of the system.

NEW STRAITS TIMES

Mesiniaga secures RM148mil order from KWAP for new pension system

By Diyana Isamudin
July 4, 2025 @ 6:12pm

Mesiniaga Bhd has secured a RM148 million contract from Kumpulan Wang Persaraan (Diperbadankan) or KWAP for a new pension system for the retirement fund.

Get breaking news fast – follow us on WhatsApp and Telegram.

KUALA LUMPUR: Mesiniaga Bhd has secured a RM148 million contract from Kumpulan Wang Persaraan (Diperbadankan) or KWAP for a new pension system for the retirement fund.

29 September

BUSINESSTODAY

NEWS

Mesiniaga Awarded RM135 Million Customs Product Marking Contract

By Editor September 29, 2025

Mesiniaga Berhad has secured a major government contract worth RM135.58 million from the Ministry of Finance for the provision of marking technology, system development services, and hardware supply to the Royal Malaysian Customs Department.

BERNAMA

Mesiniaga Bags RM135.58 Mln MOF Contract To Provide Product Marking Tech

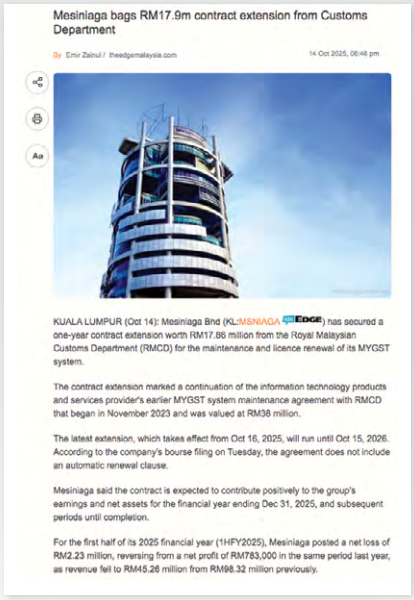
29/09/2025 02:48 PM

Mesiniaga

KUALA LUMPUR, Sept 29 (Bernama) -- Mesiniaga Bhd has secured a RM135.58 million contract from the Finance Ministry, excluding government sales and service tax, to provide marking technology, system development services and comprehensive hardware.

In a Bursa Malaysia filing today, it said the project involves supplying 2.6 billion markings for cigarette and alcoholic beverage products to the Royal Malaysian Customs Department.

MEDIA APPEARANCES



Mesiniaga bags RM17.9m contract extension from Customs Department

By Emir Zainul / theedgemalaysia.com 14 Oct 2025, 06:46 pm

KUALA LUMPUR (Oct 14): Mesiniaga Bhd (KL:MSNIAGA) has secured a one-year contract extension worth RM17.86 million from the Royal Malaysian Customs Department (RMCD) for the maintenance and licence renewal of its MYGST system.

The contract extension marked a continuation of the information technology products and services provider's earlier MYGST system maintenance agreement with RMCD that began in November 2023 and was valued at RM36 million.

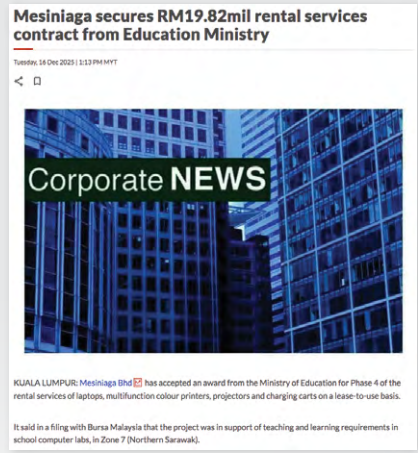
The latest extension, which takes effect from Oct 16, 2025, will run until Oct 15, 2026. According to the company's bourse filing on Tuesday, the agreement does not include an automatic renewal clause.

Mesiniaga said the contract is expected to contribute positively to the group's earnings and net assets for the financial year ending Dec 31, 2025, and subsequent periods until completion.

For the first half of its 2025 financial year (1HFY2025), Mesiniaga posted a net loss of RM2.23 million, reversing from a net profit of RM783,000 in the same period last year, as revenue fell to RM45.26 million from RM98.32 million previously.

THE EDGE MALAYSIA

14 October



Mesiniaga secures RM19.82mil rental services contract from Education Ministry

Tuesday, 16 Dec 2025 | 1:13 PM MYT

Corporate NEWS

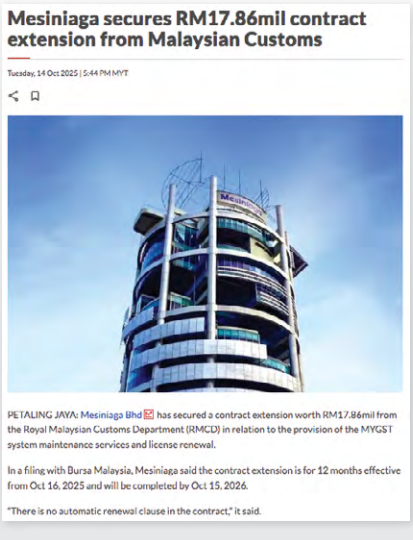
KUALA LUMPUR: Mesiniaga Bhd has accepted an award from the Ministry of Education for Phase 4 of the rental services of laptops, multifunction colour printers, projectors and charging carts on a lease-to-use basis.

It said in a filing with Bursa Malaysia that the project was in support of teaching and learning requirements in school computer labs, in Zone 7 (Northern Sarawak).

The Star

16 December

The Star



Mesiniaga secures RM17.86mil contract extension from Malaysian Customs

Tuesday, 14 Oct 2025 | 5:44 PM MYT

PETALING JAYA: Mesiniaga Bhd has secured a contract extension worth RM17.86mil from the Royal Malaysian Customs Department (RMCD) in relation to the provision of the MYGST system maintenance services and license renewal.

In a filing with Bursa Malaysia, Mesiniaga said the contract extension is for 12 months effective from Oct 16, 2025 and will be completed by Oct 15, 2026.

"There is no automatic renewal clause in the contract," it said.

NEW STRAITS TIMES

Mesiniaga wins RM19.82mil contract from Education Ministry

By Bernama

December 16, 2025 @ 2:28pm

NEWS SUMMARY

Information technology (IT) service management company Mesiniaga Bhd has bagged a RM19.82 million contract from the Education Ministry.

Get breaking news fast — follow us on WhatsApp and Telegram.

KUALA LUMPUR: Information technology (IT) service management company Mesiniaga Bhd has bagged a RM19.82 million contract from the Education Ministry.

SUSTAINABILITY STATEMENT

At Mesiniaga Berhad, sustainability is a fundamental part of how we manage our business, our people, our risks, and our long-term responsibilities to stakeholders and society as a whole.

As a technology services provider, our environmental footprint is not driven by heavy manufacturing or large-scale resource extraction. Instead, our sustainability challenges and opportunities lie primarily in how we manage energy consumption, carbon emissions, human capital, ethical conduct, data protection and long-term organisational resilience. These are the areas that matter most to our business model and to the stakeholders who rely on us.

This Sustainability Statement aims to provide our stakeholders with a clear, balanced and self-explanatory account of:

a how the Group has performed over time; and
b how these matters are governed and managed.

SUSTAINABILITY STATEMENT

The Group is committed to continuously reviewing and enhancing its sustainability practices and integrating them into its business strategy, operations, and regulatory compliance requirements.

The Board of Directors takes collective responsibility for the oversight of sustainability matters. It is satisfied that this Statement presents a fair and meaningful view of the Group's sustainability performance and direction. The Board approved this Statement on 31 March 2026.

INTRODUCTION

In 2015, the Sustainable Development Goals (SDGs) were unanimously adopted by all United Nations Member States, including Malaysia. The SDGs comprise 17 goals and 169 targets, designed to foster peace and prosperity for all people and the planet. These goals have been strategically integrated into Malaysia's national development framework, specifically within the country's 5-year national development plans and government budgets.

As a responsible Public Listed Company (PLC), Mesiniaga Berhad is committed to supporting the Environmental, Social, and Governance (ESG) agenda and aligning it with the Malaysian government's aspirations for sustainable development. This commitment is reflected in our adherence to the following guidelines and regulations set forth by Bursa Malaysia Securities Berhad (Bursa Malaysia), specifically:

a. MAIN Market Listing Requirements;
b. Practice Note 9 (Risk Management and Internal Control, Corporate Governance and Sustainability Statement);
c. Practice Note 9A: Saving and Transitional Provisions for Sustainability Statement;
d. Illustrative Sustainability Reporting Guide (ISR); and
e. Sustainability Reporting Guide and its accompanying toolkits (3rd Edition).

SUSTAINABILITY SCOPE

This Sustainability Statement covers Mesiniaga Berhad and its subsidiaries (the Group)'s sustainability efforts within Malaysia from 1 January to 31 December 2025. Comparative data spanning four (4) years has been included to illustrate our progress in key material areas.

OUR SUSTAINABILITY GOVERNANCE STRUCTURE

The Chief Executive Officer (CEO) sets the Group's strategic direction. Committing to the sustainability agenda ensures adequate resources, systems, and processes are in place to address sustainability issues.

To ensure the effective monitoring and implementation of sustainability initiatives, Mesiniaga has established a sustainability governance structure.

Figure 1: Mesiniaga ESG Structure

The Director of Corporate Strategy and Planning chairs the ESG Committee (ESGC). It is responsible for operationalising Mesiniaga's sustainability agenda. The Committee plays a vital role in ensuring that the Group's sustainability goals are aligned with the overall business strategy and that actions are effectively implemented.

The roles and responsibilities of the Board of Directors, CEO, and ESGC are summarised in the table below:

BOARD OF DIRECTORS

- Review and approved policies.
- Ensures measures/initiatives are implemented in line with the strategies.

CHIEF EXECUTIVE OFFICER

- Oversees and ensures the ESG strategies are aligned with the Group's business strategies and goals.
- Reviews the progress in sustainability initiatives implementation.

ESG COMMITTEE

- Develops the Group's sustainability strategies and initiatives in line with the ESG scope.
- Recommends plans and goals.
- Tracks progress against pre-defined sustainability plans and goals.
- Reports the progress of all sustainability initiatives to the CEO.
- Ensures that sustainability disclosure is in accordance with Bursa Malaysia's Listing Requirements.

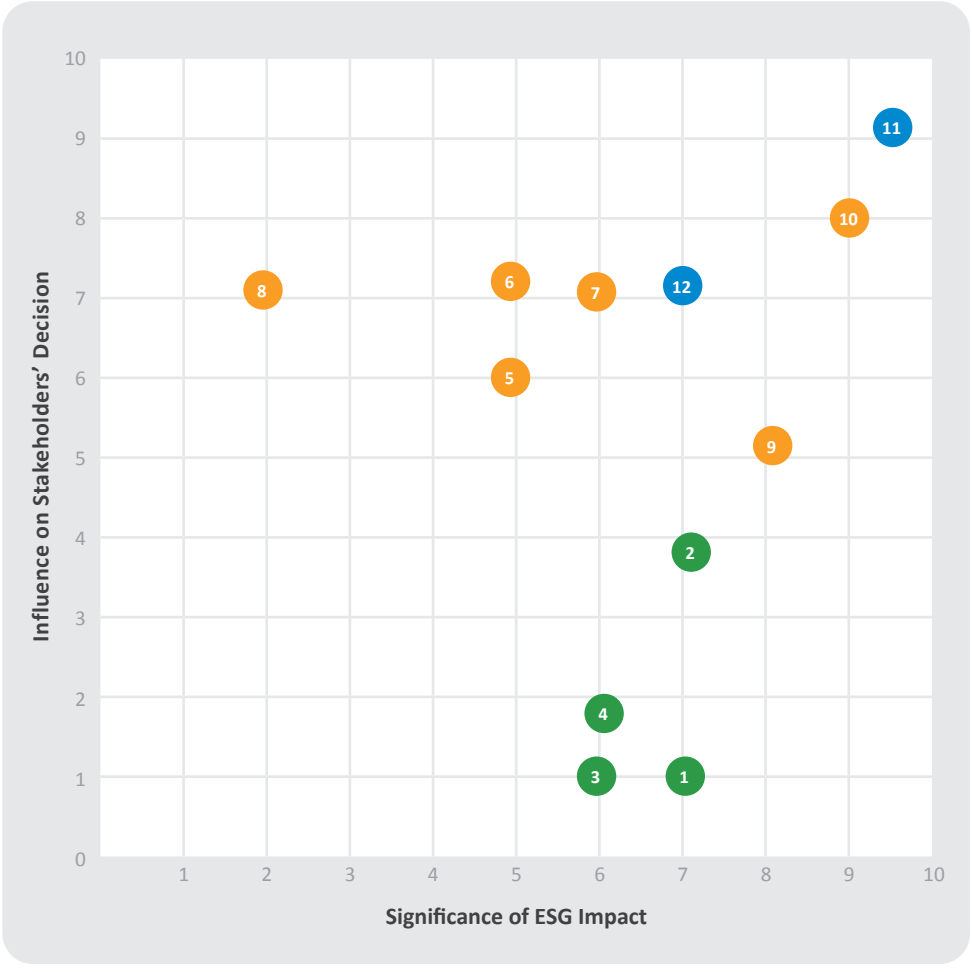
SUSTAINABILITY STATEMENT

MATERIALITY ASSESSMENT

Achieving sustainability goals cannot be universally addressed with a one-size-fits-all approach, as each company operates at a different scale and across diverse industries, facing distinct sustainability-related risks and opportunities. As an IT services provider, Mesiniaga designs and implements IT solutions, integrates hardware and software from suppliers, and delivers after-sales services to customers. The Group's sustainability agenda is closely aligned with its core business and the unique challenges and opportunities within the IT sector.

Mesiniaga evaluates its impact on ESG factors by drawing on diverse sources of reference. This involves aligning with key themes from the Bursa Sustainability Reporting Guide (3rd Edition) that resonate with our industry, product lines, and operational regions. Additionally, we benchmark against disclosures from peers within our industry to ensure a comprehensive understanding of material ESG matters.

Mesiniaga's sustainability strategy is anchored by an annual materiality assessment that revalidates existing and identifies emerging issues. This process involves collecting operational data, evaluating the significance of identified matters, and pinpointing the most critical issues for the Group and its stakeholders. This approach ensures our sustainability efforts remain focused on the material areas for our organisation and its stakeholders.



ENVIRONMENTAL

1. Energy Efficiency
2. Carbon Emissions
3. Water Consumption
4. Waste Management

SOCIAL

5. Diversity
6. Training and Development
7. Health and Safety
8. Corporate Social Responsibility
9. Procurement
10. Customer Satisfaction

GOVERNANCE

11. Anti-Bribery and Corruption
12. Data Privacy and Security

Figure 2: Mesiniaga Berhad's Materiality Map

SUSTAINABILITY STATEMENT

SUSTAINABILITY-RELATED RISKS AND OPPORTUNITIES (IFRS S1 AND S2)

The Group recognises that sustainability-related risks and opportunities, including climate-related matters, are closely linked to its business model, operating environment, and long-term value creation. These considerations are integrated into strategic planning and operational management to support resilience, efficiency, and responsible corporate conduct.

From an environmental and climate perspective, the Group is exposed to risks associated with electricity consumption and greenhouse gas emissions arising from purchased electricity. Prolonged hot weather may increase cooling demand and electricity use, while rising energy tariffs and potential future regulatory developments related to climate and energy efficiency may affect operating costs. At the same time, climate-related opportunities exist through deploying equipment and appliances with improved energy efficiency, monitoring of electricity usage, and optimisation of operational practices. Measures such as strengthened energy management controls and the application of cost-efficient tariff structures, including the Time-of-Use tariff, support better management of electricity-related costs and more consistent energy usage. While these measures may not materially reduce overall electricity consumption in kilowatt-hours, they contribute to improved cost discipline and operational efficiency.

Climate-related risks are managed through the Group's existing operational and sustainability management processes. Electricity consumption and greenhouse gas emissions are monitored on an ongoing basis, with management actions implemented to improve efficiency and manage usage trends where practicable. Electricity consumption and Scope 2 greenhouse gas emissions are tracked as key climate-related metrics, while selected Scope 3 emissions, including employee commuting and business travel, are progressively monitored to enhance visibility over indirect emissions. The Group has set a long-term target to achieve carbon neutrality by 2030, with ongoing monitoring supporting informed decision-making and continuous improvement in managing climate-related impacts.

From a social perspective, the Group recognises that workforce diversity and inclusion are important to talent sustainability, employee engagement, and effective decision-making. Insufficient attention to diversity may pose risks to workforce stability and succession planning. Conversely, a diverse workforce presents opportunities to strengthen organisational performance by fostering broader perspectives, balanced leadership, and a sustainable talent pipeline. The ESG Committee has established specific diversity

targets, including 40% female representation at the executive level and 30% at the management level. As at the reporting date, female representation at the executive level stood at 35%, while female representation at the management level exceeded the target at 33%. The Group remains committed to providing equal opportunities in recruitment, development, and career progression based on merit, competencies, and performance, with workforce composition monitored to support informed human capital planning.

From a governance standpoint, the Group adopts a zero-tolerance approach towards bribery and corruption. It acknowledges the associated risks, which could result in regulatory non-compliance, financial penalties, reputational damage, and loss of stakeholder confidence if not properly managed. Strong governance practices present opportunities to reinforce ethical conduct, enhance stakeholder trust, and support sustainable business operations. The Group has established policies, internal controls, and awareness programmes, including collaboration with the Malaysian Anti-Corruption Commission (MACC), to prevent, detect, and address bribery and corruption risks. These measures are supported by regular training and communication initiatives to promote compliance and ethical behaviour across the organisation. As of the reporting date, no bribery or corruption cases were reported.

Overall, the sustainability-related risks and opportunities described above are considered in the context of the Group's operations and long-term strategic objectives. While these matters may influence operating costs, workforce effectiveness, and governance outcomes over time, the Group continues to manage them through policies, monitoring mechanisms, and continuous improvement initiatives to support long-term resilience and sustainable value creation.

SUSTAINABILITY STATEMENT

Mesiniaga Berhad recognises that effective environmental management is integral to sustainable value creation and long-term business resilience. We recognise our responsibility to safeguard natural resources and are committed to minimising our environmental footprint across all aspects of our operations. Our sustainability efforts focus on energy efficiency, carbon emissions management, water conservation, waste reduction, and biodiversity protection, guided by responsible practices and continuous improvement.

SUSTAINABLE ARCHITECTURE: MENARA MESINIAGA

Mesiniaga's headquarters, Menara Mesiniaga in Subang Jaya, Selangor Darul Ehsan, stands as a physical testament to our long-standing commitment to environmental sustainability. Completed in 1992 and designed by renowned Malaysian architect Dr Ken Yeang, the building is internationally recognised as a pioneering example of bioclimatic architecture.

Designed to harmonise with the local climate, Menara Mesiniaga integrates sustainability principles that reduce environmental impact while enhancing occupant well-being. Its enduring relevance continues to position the building as a benchmark for green architecture and reflects Mesiniaga's forward-thinking approach to environmental stewardship.

KEY GREEN BUILDING FEATURES

Bioclimatic Design

The building integrates natural climatic conditions into its design, optimising energy efficiency while providing a comfortable indoor environment.

Energy Conservation

Passive design strategies leverage natural ventilation, daylight, and wind flow to reduce reliance on mechanical cooling and artificial lighting.

Solar Shading

External louvres and sunscreens minimise solar heat gain, reducing cooling demand and overall energy consumption.

Natural Lighting

Strategic window placement maximises daylight penetration, supporting a healthier and more sustainable workspace.

Occupant Comfort

Thermal comfort, ventilation, and shading strategies prioritise employee well-being while supporting environmental performance.

SUSTAINABILITY STATEMENT

1.0 Energy Efficiency

Energy efficiency is managed through regular monitoring of electricity consumption and the implementation of operational and behavioural controls to optimise energy use. Mesiniaga focuses on replacing equipment and appliances with improved energy efficiency, managing office energy demand, and promoting energy-conscious practices among employees to reduce operating costs and associated carbon emissions.

In 2025, electricity consumption was recorded at 775,094 kWh, a reduction of 8,491 kWh, or approximately 1.1%, compared to the previous year, and slightly lower than the level recorded in 2022. This reduction was achieved despite continued business activities and regular office operations throughout the year.

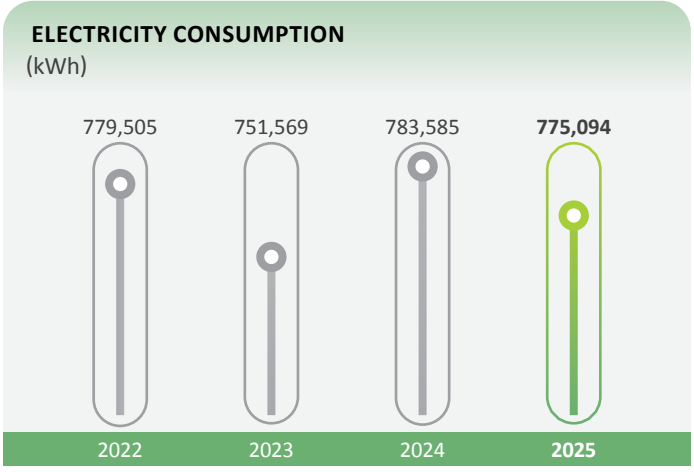


Figure 3: Electricity consumption in kWh from 2022 to 2025

In response to usage patterns observed in prior years, Mesiniaga continued to place attention on managing electricity consumption in 2025. This included closer tracking of electricity usage, more disciplined control over facilities and operational hours, and ongoing efforts to optimise cooling systems. These measures helped achieve more consistent energy use across operations.

While electricity consumption in earlier years fluctuated due to operational demands, occupancy levels, and weather conditions, the moderation in consumption recorded in 2025 reflects improved consistency in energy use. This aligns with Mesiniaga's ongoing efforts to manage electricity consumption responsibly while supporting business needs.

Energy-Saving Initiatives

Key initiatives implemented during the year include:

- Adoption of energy-efficient LED lighting and high-efficiency air-conditioning systems
- Reinforcement of lighting management practices in unoccupied areas
- Reduction of unnecessary energy consumption from equipment left on standby
- Regular servicing of ventilation and cooling systems
- Promotion of flexible work arrangements to reduce office energy demand
- Employee engagement through energy-saving awareness

In August 2025, Mesiniaga applied for the Time-of-Use (ToU) tariff with Tenaga Nasional Berhad. While the ToU tariff may not significantly reduce overall electricity consumption in kilowatt-hours (kWh), it allows electricity use to be managed more cost-effectively by taking advantage of lower tariffs during off-peak periods. This is particularly relevant given Mesiniaga's standard operating hours from 9.00 a.m. to 5.30 p.m., enabling better alignment of non-critical electricity usage with off-peak pricing where practicable.

2.0 Carbon Emissions

Mesiniaga manages its greenhouse gas emissions in accordance with the Greenhouse Gas (GHG) Protocol, with particular attention to emissions from electricity consumption under Scope 2 and employee travel-related activities under Scope 3. Emissions data is recorded using Alibaba Cloud - Sustainability Cloud to support consistency, accuracy, and transparency in reporting. The Group uses this information to observe emission patterns over time and support the planning and evaluation of initiatives related to energy efficiency and carbon emission management.

SUSTAINABILITY STATEMENT

Scope 2

Scope 2 emissions, which relate to purchased electricity, are monitored continuously. In 2025, total Scope 2 carbon emissions were recorded at 314.45 tCO_2e, a reduction from 317.19 tCO_2e in 2024 and 316.25 tCO_2e in 2022. This reduction reflects lower electricity consumption during the year and more consistent management of electricity usage, achieved while maintaining normal business operations.

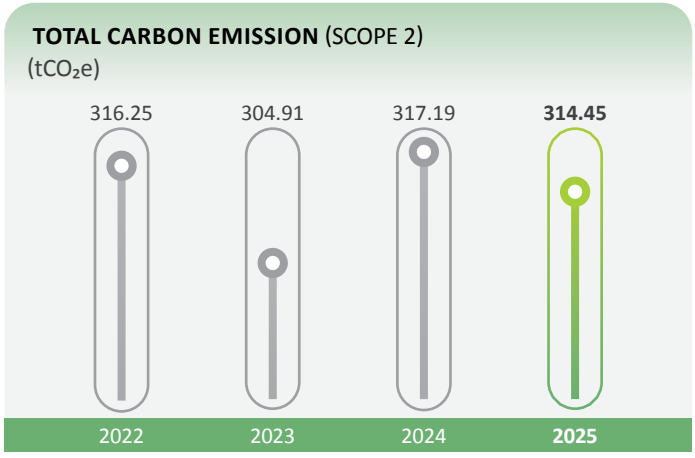


Figure 4: Scope 2: Purchased energy indirect GHG emissions by Mesiniaga from 2022 to 2025

Emissions levels in the preceding years varied in line with changes in electricity consumption, operational intensity, and cooling requirements. Against this backdrop, the moderation in Scope 2 emissions in 2025 indicates improved stability in electricity-related emissions performance. Overall, the reduction achieved in 2025 supports Mesiniaga's ongoing efforts to monitor and manage Scope 2 emissions arising from purchased electricity in a structured and measured manner.

Scope 3

Since the first quarter of 2024, Mesiniaga has commenced tracking Scope 3 carbon emissions (tCO_2e) as part of its broader effort to enhance environmental data transparency and strengthen its GHG emissions management framework. The initial Scope 3 monitoring scope covers employee commuting and business travel, including overseas flights, which represent key sources of indirect emissions associated with the Company's operations.

Effective 1 June 2025, the Company further expanded its Scope 3 monitoring boundary to include transportation and distribution activities managed by the Company's warehouse, reflecting Mesiniaga's ongoing efforts to improve the completeness and accuracy of its emissions reporting. However, as data for this category does not yet represent a full reporting year, the associated emissions have not been included in the current reporting period to ensure consistency and comparability of disclosures. These emissions will be incorporated in the next annual report once a complete year of data becomes available.

Mesiniaga will continue to progressively enhance its Scope 3 emissions tracking and data management processes as part of its commitment to improving environmental accountability and supporting the long-term reduction of its overall carbon footprint.

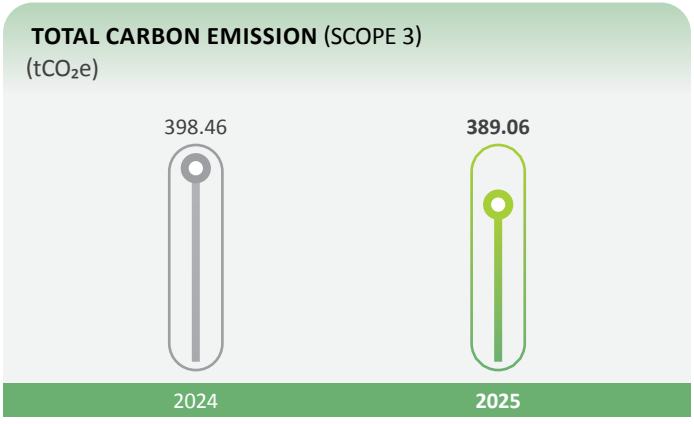


Figure 5: Scope 3: Value chain indirect GHG emissions by Mesiniaga from 2024 to 2025

In 2025, the Group achieved a reduction in Scope 3 carbon emissions by 9.40 tCO_2e (approximately 2.4%), decreasing from 398.46 tCO_2e in 2024 to 389.06 tCO_2e. The decline reflects more stable business travel patterns following the implementation of structured Scope 3 monitoring and improved visibility over travel-related activities. Improved tracking of travel data has enhanced the Group's ability to assess the impact of business travel on indirect emissions and identify opportunities to better manage and optimise these activities.

Building on this progress, the Group will continue to strengthen environmental data monitoring, advance resource efficiency initiatives, and promote employee awareness to support informed decision-making and the gradual reduction of its overall environmental footprint.

SUSTAINABILITY STATEMENT

3.0 Water Consumption

In 2025, water consumption was recorded at 1,928 m³, a substantial reduction from 3,139 m³ in 2024 and 8,123 m³ in 2022. This reflects an overall decline of approximately 76% over the four years and demonstrates significantly lower water usage in 2025.

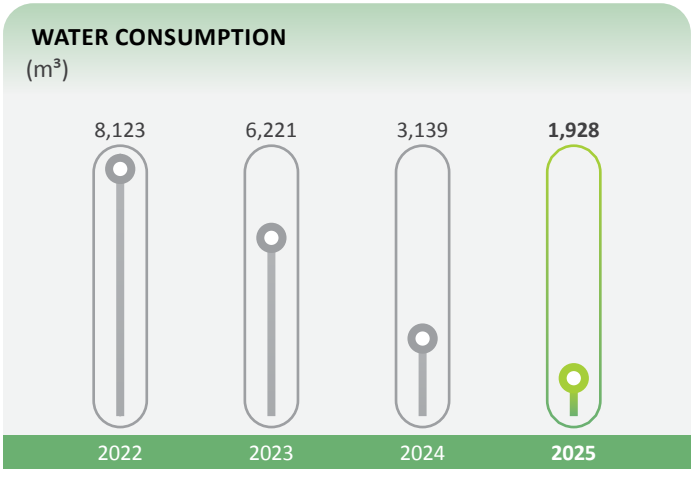


Figure 6: Water consumption in (m³) from 2022 to 2025

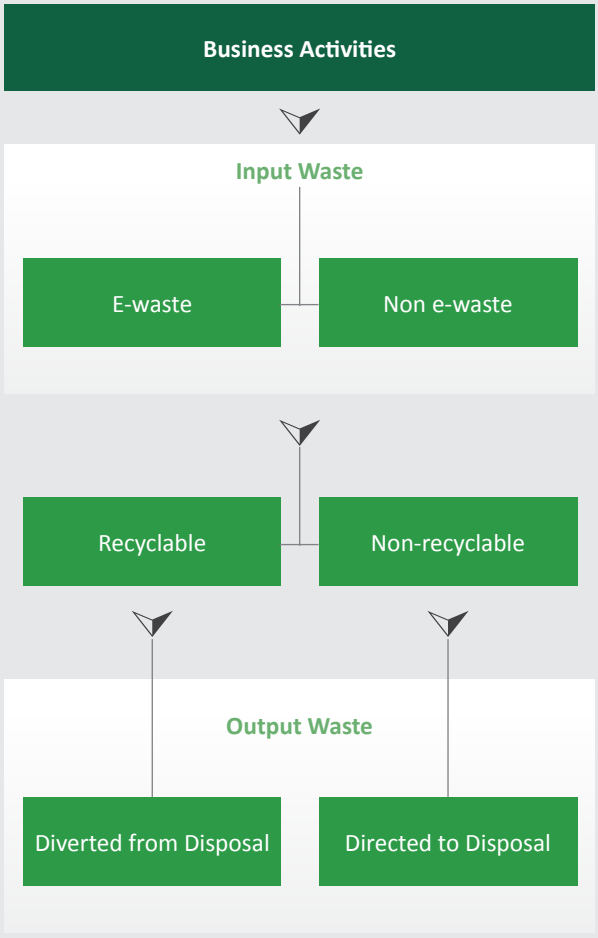
The sharp reduction observed from 2024 onwards coincided with the installation of a new water meter by Air Selangor in July 2024, which replaced estimated readings with actual consumption data. The improved accuracy of water usage measurement has provided clearer visibility into consumption patterns and enabled more effective monitoring and identification of efficiency opportunities.

Building on this improved data quality, the Group continues to implement measures such as leak prevention, regular maintenance, employee awareness initiatives, and ongoing monitoring to support responsible water management. The lower consumption level recorded in 2025 reflects a more controlled, transparent approach to water use across operations.

4.0 Waste Management

Mesiniaga adopts responsible waste management practices by properly segregating, recycling, and disposing of waste generated from its operations. The Group engages licensed contractors to manage electronic and non-electronic waste in compliance with applicable regulations, while promoting recycling and waste-reduction initiatives in the workplace.

WASTE MANAGEMENT FLOW CHART



Notes:

i. E-waste : Internal used IT related equipments, including notebooks, servers, network switches, external hard disks, monitors, etc.

ii. Non e-waste : Internal used of papers, plastics, boxes, cans, rubbish, etc.

E-waste, which includes discarded electronic devices, can contain hazardous materials harmful to people and the environment. Mesiniaga manages e-waste responsibly through licensed contractors in compliance with government regulations.

Non e-waste refers to all other general waste unrelated to electronic equipment and is managed through proper disposal and recycling practices.

SUSTAINABILITY STATEMENT

Recycling Initiatives

Recycling programmes focus on paper, cardboard, plastics, aluminium, bottles, and e-waste. Key initiatives include:

- Quarterly recycling campaigns with designated collection stations

- Continuous employee engagement and awareness programmes
- Responsible e-waste disposal through licensed and certified recycling partners

Paper Consumption

In 2025, paper consumption was recorded at 339 reams, continuing a steady downward trend from 379 reams in 2024 and 510 reams in 2022. This represents an overall reduction of approximately 34% over the four years, reflecting more disciplined paper usage across operations.

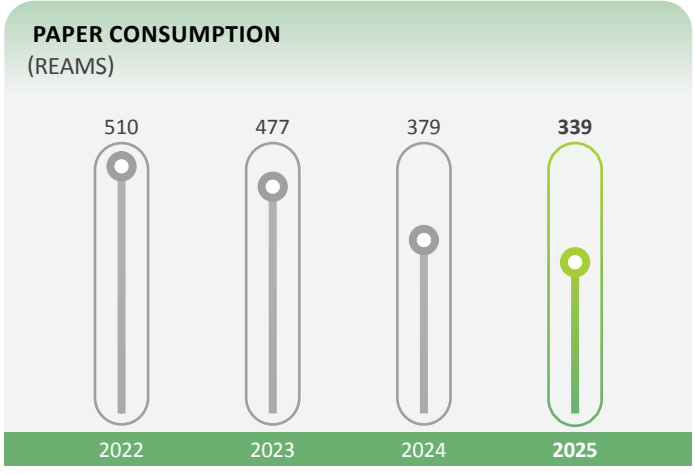


Figure 7: Paper consumption by reams from 2022 to 2025

The lower paper consumption in 2025 reflects the continued adoption of digital documentation, improved print management controls, and sustained employee awareness of responsible paper use. These measures have helped to minimise unnecessary printing while supporting day-to-day operational requirements.

Paper consumption is managed through ongoing digitalisation initiatives, print monitoring practices, and employee awareness programmes. The Group continues to encourage digital workflows, prudent printing practices, and paper-saving measures to reduce resource consumption and support more sustainable office operations.

Digital Documentation	• **Go Paperless:** Transition to digital formats for reports, correspondence, and internal documents. • **Electronic Signatures:** Utilise e-signature platforms to streamline the approval process and eliminate the need for printed copies. • **Cloud Storage:** Adopt a cloud and network-based storage system to securely manage and share documents without relying on physical files.
Print Management	• **Print When Necessary:** Encourage employees to print only essential documents. • **Duplex Printing:** Default to double-sided printing to minimise paper use. • **Print Preview Practices:** Promote reviewing documents before printing to avoid wastage.
Digital Communications	• **Paperless Communication:** Replace printed memos and circulars with e-mails and instant messaging. • **Virtual Meetings:** Conduct online meetings and presentations to reduce printed handouts. • **Internal Updates:** Use digital notice boards and platforms for company announcements.
Sustainable Paper Use	• **Recycle and Reuse Paper:** Reuse single-sided printed sheets for drafts or internal notes whenever possible.
Employee Awareness	• **Education and Engagement:** Conduct awareness that highlights the environmental and operational benefits of reducing paper use.

SUSTAINABILITY STATEMENT

Environmental Initiative

In 2025, Mesiniaga organised a Beach Cleaning Programme as part of its Corporate Social Responsibility initiatives. The programme was held on 9 October 2025 at Pantai Remis, Kuala Selangor, to support the protection of coastal ecosystems and promote awareness of marine conservation.

The initiative engaged employees in hands-on shoreline clean-up activities, encouraging responsible environmental stewardship and greater awareness of the impact of waste on marine habitats. Through this programme, Mesiniaga demonstrated its ongoing commitment to biodiversity conservation, community engagement, and alignment with national sustainability objectives.

SUSTAINABILITY STATEMENT

1.0 Diversity in Workforce

The Group recognises that gender diversity supports balanced decision-making and effective governance, and remains committed to providing equal opportunities in recruitment, development, and career progression based on merit, competencies, and performance, regardless of gender.

The Group's commitment to gender diversity continued in 2025, in line with its focus on inclusive and sustainable people practices. While the overall female workforce recorded a marginal change from 35% in 2024 to 34% in 2025, female representation in Non-Executive roles increased from 23% in 2024 to 29% in 2025.

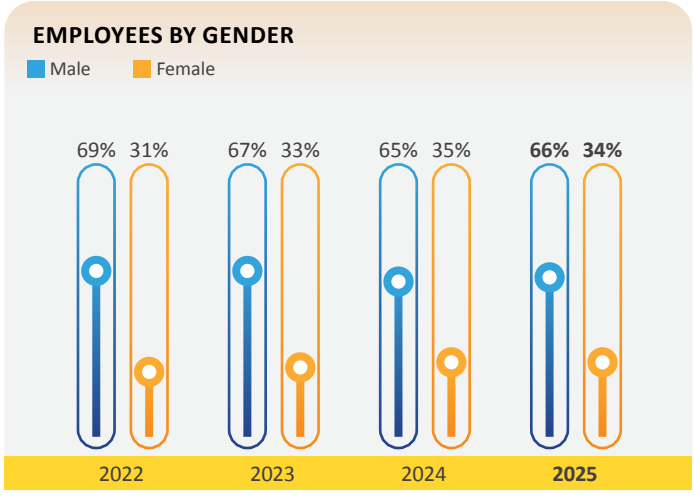


Figure 8: Employees by gender from 2022 to 2025

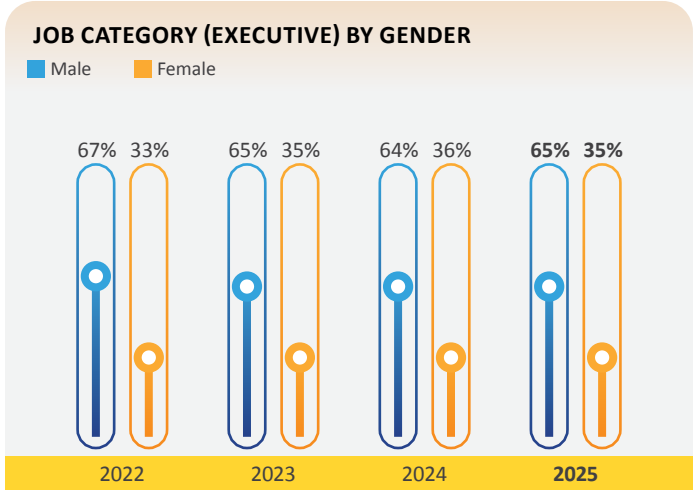


Figure 9: Job category (executive) by gender from 2022 to 2025

SUSTAINABILITY STATEMENT

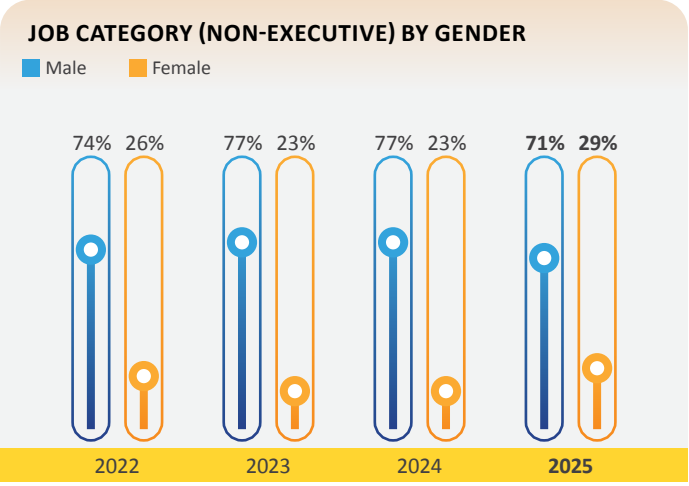


Figure 10: Job category (non-executive) by gender from 2022 to 2025

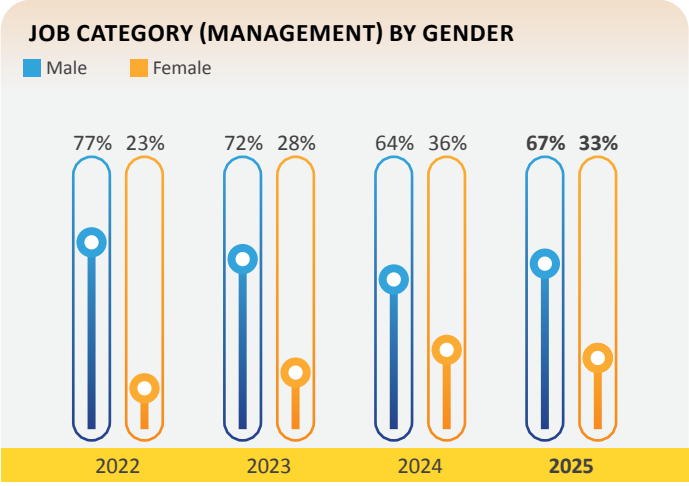


Figure 11: Job category (management) by gender from 2022 to 2025

In 2025, the ethnic composition of the Group's workforce remained largely stable, with no change in the representation of Malay and Chinese employees compared to the previous year. A slight decrease was observed in the representation of Indian employees, while the proportion of employees classified under "Others" increased marginally from 1% in 2024 to 2% in 2025. Mesiniaga continues to cultivate a workplace that values diversity, encourages collaboration, and provides equal opportunities for growth and contribution across all ethnic groups.

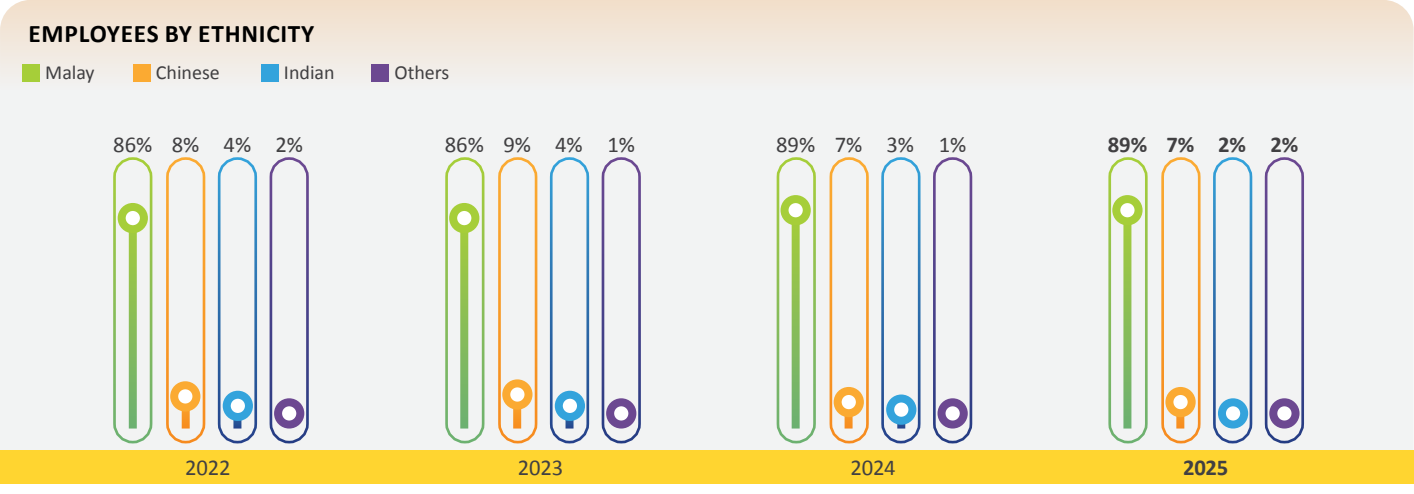


Figure 12: Employees by ethnicity from 2022 to 2025

SUSTAINABILITY STATEMENT

In 2025, the workforce composition by age saw a slight decline in employees under 30 and over 50, while the 30 to 50 age group increased by 2% compared to 2024. This distribution reflects a stable and experienced workforce that balances emerging talent with seasoned expertise. The Group remains committed to supporting employees across all age groups through development opportunities, collaboration, and knowledge sharing, ensuring organisational continuity and adaptability.

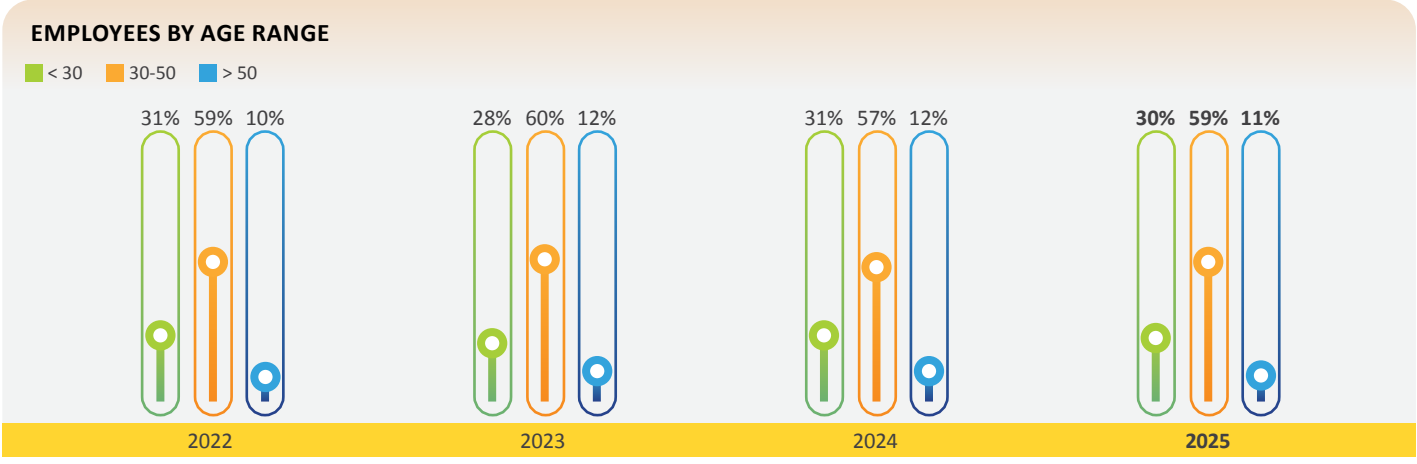


Figure 13: Employees by age range from 2022 to 2025

2.0 Training and Development

In 2025, Mesiniaga invested a total of 5,220 training hours, a decrease from 2024. The reduction reflects the absence of extensive team engagement sessions conducted in 2024, with the focus in 2025 shifting towards more targeted skills development and professional certifications. Key training initiatives undertaken during the year included the following:

In-house programs:

- e-Invoicing training to all division heads and key employees.
- Awareness talks and events on Anti-Bribery and Corruption.
- AI workshop initiative to simplify processes and enhance efficiency across functions.

Sales enablement:

- Newly hired sales personnel completed a three-month *Getting to Yes* Program, focusing on consultative selling techniques.
- The Sales and Pre-sales teams also attended principal-led enablement events and certification programs to deepen product and solution knowledge.

Technical Certifications:

The Technology Services Division also conducted a recertification program to retrain engineers across various technology platforms, including Juniper, Huawei, and Aruba. Such certifications were also important for the Group to retain its partner-level status, which enables it to gain leverage on product and solution pricing with the principals.

Training facilities upgrades:

Two training rooms at Menara Mesiniaga were renovated and equipped with high-quality audiovisual systems to enhance the overall learning experience.

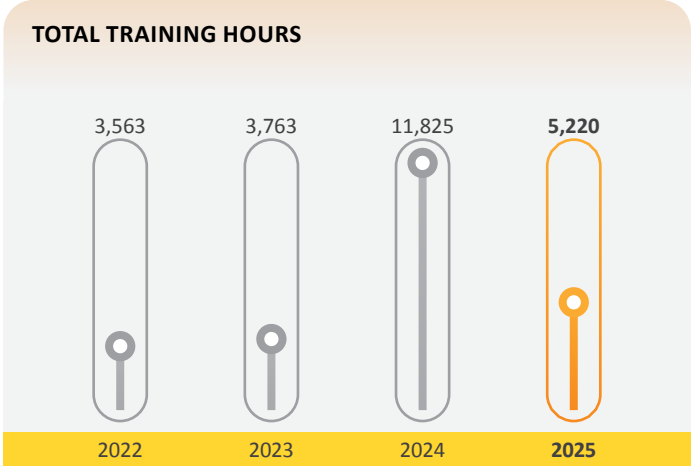


Figure 14: Total training hours from 2022 to 2025

SUSTAINABILITY STATEMENT

The total training hours recorded in 2025 are also reflected in the average training hours per employee across all categories. The Group remains firmly committed to employee development, ensuring that all training programmes are designed to enhance individual capabilities as well as overall business efficiency.

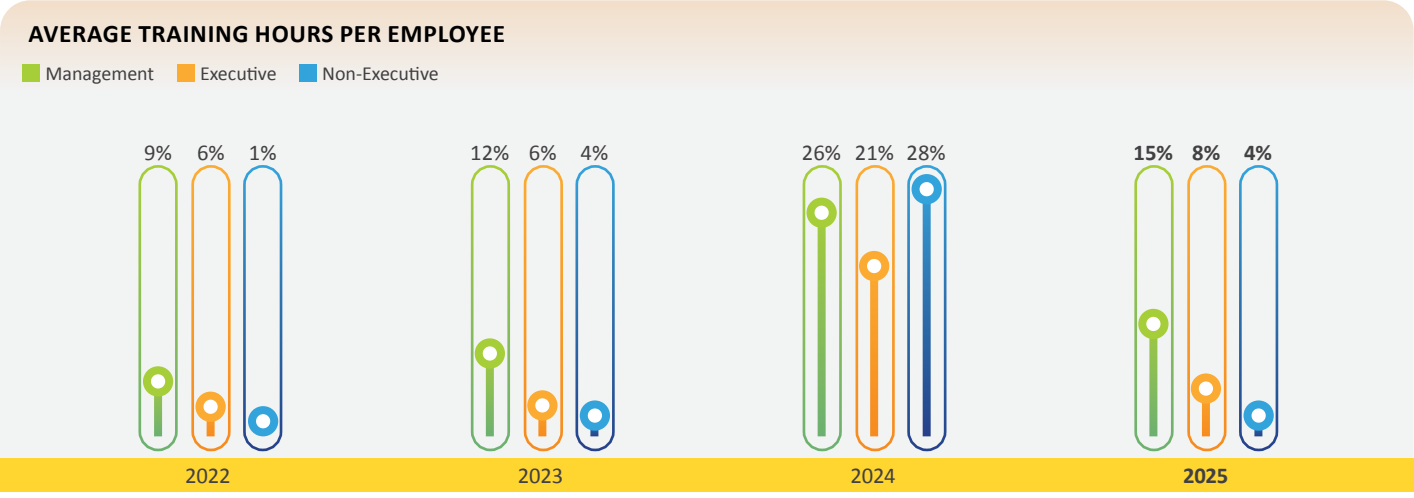


Figure 15: Average training hours per employee from 2022 to 2025

3.0 Health and Safety

At Mesiniaga, employee well-being is recognised as a cornerstone of organisational success. A healthy workforce is not only more productive but also more engaged. In line with this belief, the Group continues to offer the Executive Health Screening (EHS) Programme, which is targeted primarily at employees aged 35 and above and encourages a proactive approach to health management.

The EHS Programme provides comprehensive health assessments, enabling employees to identify potential health risks early and make informed decisions to safeguard their well-being. By promoting preventive healthcare, the Group fosters a supportive and health-conscious work environment, reflecting its ongoing commitment to employee safety and wellness.

The EHS coverage includes:

- Health screening every three (3) years starting from 35 years of age.
- Health screening every two (2) years starting from 50 years of age.
- Annual health screening for employees enrolled in the Top Talent Programme.

In addition, Mesiniaga hosted its annual Mesiniaga Health Day on 11 September 2025, in collaboration with its corporate medical insurance provider. Employees who pre-registered received complimentary influenza vaccinations. The event also featured a range of health screening services, including posture assessments, eye examinations, blood glucose testing, blood pressure checks, and cholesterol evaluations. To complement these activities, health-themed food and beverage vendors were invited to promote nutritious choices and reinforce healthy lifestyle habits. Overall, the event reflected the Group's continued commitment to proactive health management and employee well-being.

Building on the positive response from the previous year, Mesiniaga invited the Malaysian Blind Welfare Association to participate again in 2025. Employees were able to access reflexology services, including shoulder, hand, and foot massages, which were well-received and contributed to overall wellness awareness.

SUSTAINABILITY STATEMENT

Beyond physical health, Mesiniaga also promotes financial well-being among its employees. From 5 to 7 August 2025, the Group organised a Finance Week, providing employees with opportunities to enhance their financial knowledge. The event featured partners from financial institutions, insurance providers, and statutory bodies, including the Employees Provident Fund (EPF), who delivered talks and awareness sessions on key financial topics. Through this initiative, employees gained valuable insights into managing mortgages, loans, investments, and other aspects of personal finance, supporting informed financial decision-making and long-term financial wellness.

Employee safety remains a top priority for Mesiniaga. In 2025, members of the Emergency Management Team (EMT) participated in annual safety training conducted by Jabatan Bomba dan Penyelamat Subang Jaya on 11 to 12 June 2025. Following the training, the EMT organised a Group-wide fire drill at Menara Mesiniaga on 3 July 2025. The drill was successful within the expected timeframe set by the fire authorities, demonstrating the team's readiness and the effectiveness of the established emergency procedures.

Both the training and the fire drill are critical in ensuring that the EMT and employees remain prepared to respond promptly and safely in the event of an emergency, reinforcing the Group's commitment to maintaining a safe and secure workplace.

Employees involved in business-critical projects continued to attend safety courses conducted by the National Institute of Occupational Safety and Health (NIOSH) and the Construction Industry Development Board (CIDB). These programmes are essential for obtaining the required safety permits and certification cards, which are mandatory for work in high-risk and safety-regulated project environments.

Through these comprehensive initiatives, Mesiniaga reinforces its commitment to employee health, safety, and well-being, fostering a secure and supportive workplace. This sustained focus has contributed to an exceptional safety record, with zero workplace incidents recorded from 2022 to 2025.

TOTAL SAFETY TRAINING HOURS

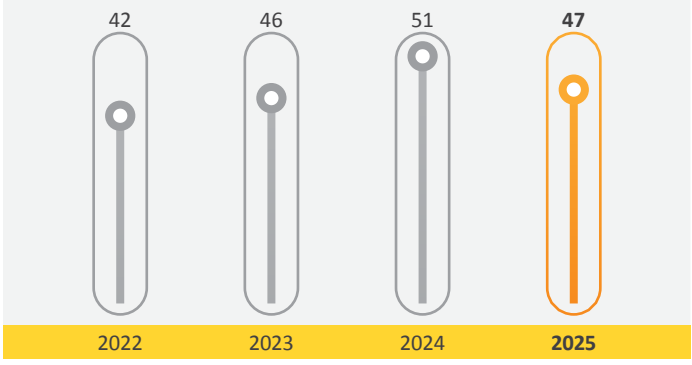


Figure 16: Total safety training hours from 2022 to 2025

4.0 Employee Turnover Rate

The total turnover rate for the Group in 2025 is 14%, a 12% decrease from 2024, when it was 26%.

TOTAL TURNOVER RATE

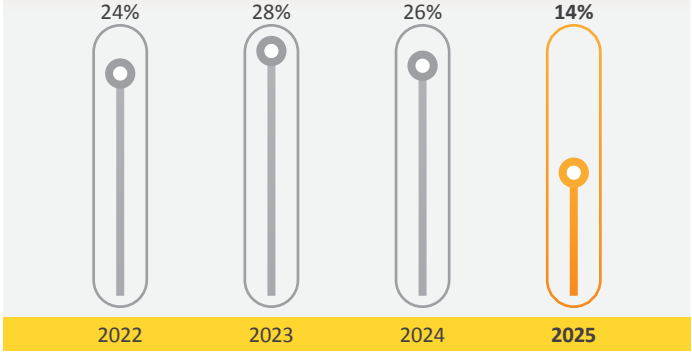


Figure 17: Total turnover rate from 2022 to 2025

SUSTAINABILITY STATEMENT

The decrease in overall attrition in 2025 was largely driven by a reduction in resignations across all employee categories. The most significant improvement was observed in the Management category, where attrition declined from 15% in 2024 to 2% in 2025. The Technical category also recorded a notable reduction, with attrition decreasing from 21% in 2024 to 14% in 2025. These improvements reflect the Group's ongoing efforts to retain talent and strengthen workforce stability.

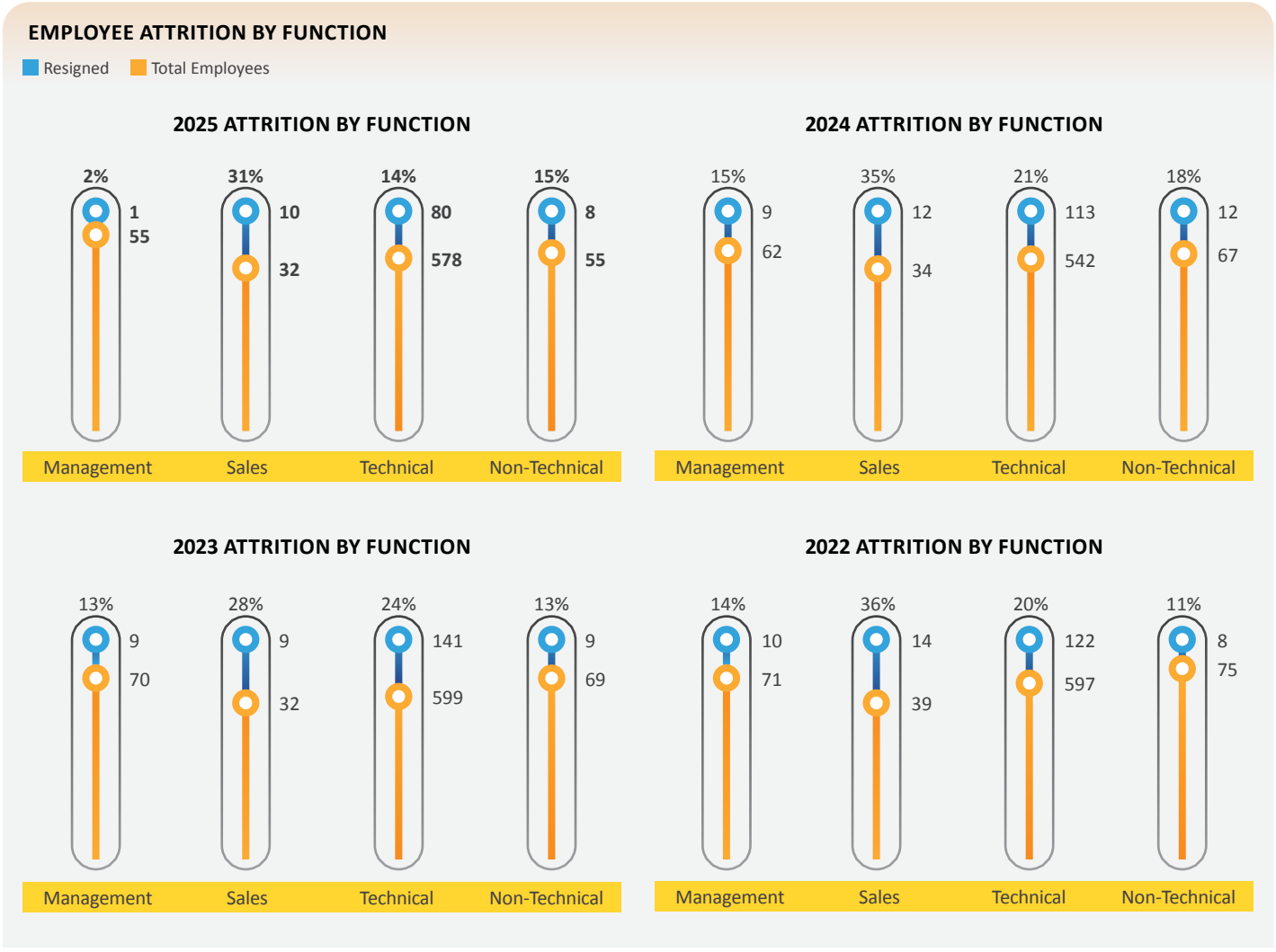


Figure 18: Employee attrition by function from 2022 to 2025

SUSTAINABILITY STATEMENT

5.0 Permanent vs Contract Employees

In 2025, the number of permanent employees decreased slightly from 263 in 2024 to 253, mainly due to normal attrition and employees reaching the retirement age of 60. In contrast, the number of contract employees increased from 296 to 368 over the same period, driven by new project wins that required additional contract-based personnel.

As of 2025, the workforce comprised approximately 41% permanent and 59% contract employees. This shift reflects Mesiniaga's focus on maintaining an agile, responsive workforce, providing the flexibility and efficiency needed to meet evolving business needs. By balancing permanent and contract roles, the Group optimises its workforce structure while maintaining the appropriate mix of skills and adaptability to support organisational growth.

There have been no reported incidents of human rights violations over the past four (4) years.

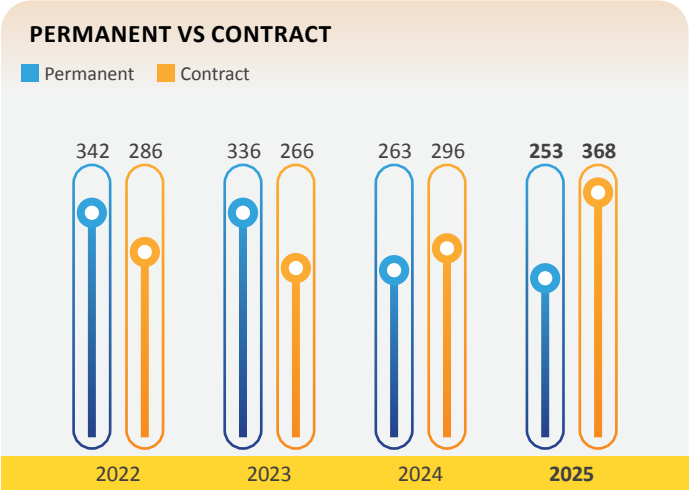


Figure 19: Permanent vs contract employees from 2022 to 2025

6.0 Corporate Social Responsibility (CSR)

Our commitment to social responsibility and creating a positive impact within the communities we serve remains central to Mesiniaga's role as a responsible corporate citizen. In 2025, the Group continued its sponsorship of four (4) children from B40 families under the care of Pertubuhan Kesedaran Autism KL (Sedar Autism), as part of the second phase of its autism support initiative, which covers the 2024–2025 period. This followed the initiative's first phase in 2023, during which Mesiniaga sponsored five (5) children.

The programme reflects the Group's sustained commitment to supporting children with autism and empowering organisations that deliver meaningful, life-changing interventions to those in need. The initiative, held at Subang Jaya Medical Centre, underscores Mesiniaga's ongoing dedication to empowering community-based organisations and contributing positively to the well-being of vulnerable groups.

The Group conducted several employee and community activities via its social employee club, Kelab Islah dan Amal Mesiniaga (KIAM). Through these initiatives, Mesiniaga and KIAM continued to support vulnerable communities by addressing immediate needs such as food security and daily necessities, while also fostering social connection and volunteerism among employees. These programmes reflect the Group's ongoing commitment to community engagement, compassion, and responsible corporate citizenship:

SUSTAINABILITY STATEMENT

Iftar meals distribution

Distributed iftar meals to 100 families at PPR Taman Putra Damai, Lembah Subang, providing support to households in need during the fasting month and helping to ease daily food requirements.

Majlis Berbuka Puasa and Solat Tarawih Mesiniaga

Organised a Majlis Berbuka Puasa and Solat Tarawih event involving 30 underprivileged children. The event was also attended by Mesiniaga employees together with their families and friends, fostering a strong sense of community, inclusiveness, and togetherness.

Meal distribution to the homeless

Distributed meals to homeless individuals in the areas of Pasar Seni, Jakel Kuala Lumpur, and Jalan Tuanku Abdul Rahman (TAR), offering immediate food assistance and extending outreach to vulnerable communities in urban areas.

Program Simpulan Kasih ke Rumah Anak Yatim Harmoni Paya Jaras

Through KIAM, a total of **RM6,100 was contributed to Rumah Anak Yatim Harmoni Paya Jaras**, funded by donations from Mesiniaga employees and KIAM. The contribution was used to purchase daily necessities and food supplies, with some items distributed directly to the children. The programme was supported by Mesiniaga volunteers, who also organised activities and games for the children, followed by a shared lunch.

SUSTAINABILITY STATEMENT

7.0 Supply Chain Management

Procurement

In 2025, Mesiniaga recorded a total supplier spend of RM325.82 million (includes the Purchase Orders (POs) issued for which goods have not delivered at year end), with local suppliers accounting for RM312.95 million (96%) and foreign suppliers amounting to RM12.87 million (4%). Compared with previous years, supplier spending in 2025 increased significantly, reflecting higher project activity. The significant increase in total supplier spend in 2025 was primarily driven by a higher number of projects secured during the year, which resulted in higher number of POs issued to support project implementation, procurement of equipment, and related services.

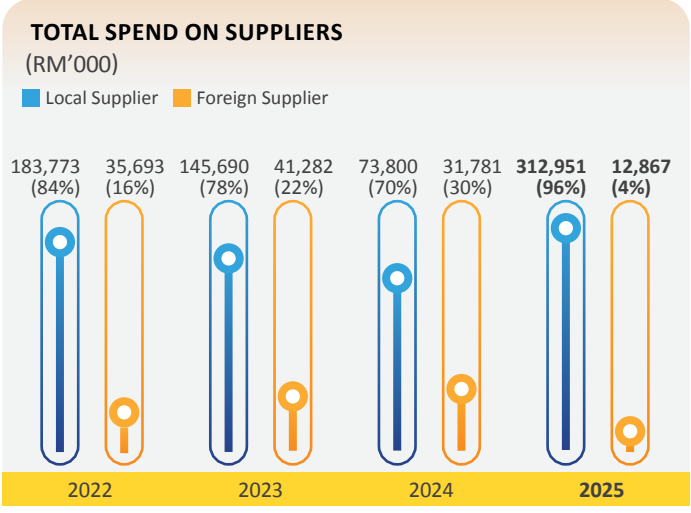


Figure 20: Total spend on suppliers from 2022 to 2025

Mesiniaga's operational expansion contributed directly to the marked rise in expenditure compared with prior years. The continued predominance and prioritisation of local suppliers reflect the Group's core procurement strategy, which supports the domestic supply chain while ensuring reliable sourcing of goods and services to meet specific operational and technical requirements. This balanced approach aligns with Mesiniaga's objectives for business growth, supply chain resilience, environmental sustainability, and community development. Overall, the 2025 supplier spend profile demonstrates the Group's commitment to responsible procurement practices.

As a reseller and systems implementer of foreign-manufactured products with limited local alternatives, Mesiniaga works closely with Malaysian distributors to optimise sourcing efficiency. This model strengthens local enterprises while enabling a mutually beneficial operating framework for the Group and its partners.

Collaboration with local distributors provides operational and financial advantages, including reduced exposure to foreign exchange volatility, improved credit terms that support cash flow management, and access to warehousing capabilities that minimise in-house storage requirements. These partnerships also enhance delivery reliability and provide market intelligence that supports informed decision-making.

For local distributors, partnership with Mesiniaga creates consistent business opportunities and economies of scale, contributing to improved operational efficiency and sustainable growth within the Malaysian market. Through this approach, Mesiniaga reinforces its commitment to ESG principles while supporting broader economic development.

Customer Satisfaction

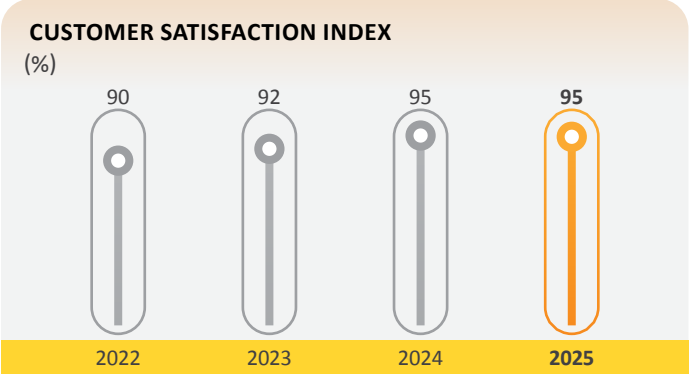


Figure 21: Customer satisfaction index from 2022 to 2025

The Group regards its customers as its key stakeholders, recognising that customer satisfaction is fundamental to long-term sustainability. Guided by its mission of "Helping Customers Succeed", the Group remains focused on delivering and implementing IT solutions that maximise value and return on investment for its customers.

The Customer Satisfaction Management (CSM) Department, which reports directly to the Chief Executive Officer, plays a central role in maintaining service quality and addressing customer-related matters. The department conducts annual customer visits to obtain feedback and identify areas of concern. In addition, customers are encouraged to share feedback directly via e-mail at feedback@mesiniaga.com.my, all of which is systematically reviewed and addressed to ensure that concerns are properly managed and resolved.

Customer satisfaction is primarily measured through the Customer Satisfaction Index (CSI), collected annually and incorporated into management performance assessments. The Group's consistent focus on customer satisfaction has contributed to sustained improvements in CSI scores over the years, alongside ongoing efforts to further enhance the overall customer experience.

SUSTAINABILITY STATEMENT

GOVERNANCE

1.0 Anti-Bribery and Corruption (ABC)

The Group firmly believes in operating its businesses with high integrity, transparency, ethics, and accountability standards, and adheres strictly to a zero-tolerance to corruption in all its forms. The Group's corporate governance stance ensures ethical conduct and practices in compliance with all regulatory requirements. We are committed to professionalism, fairness, and ethical business dealings. At all Group events, the Chief Executive Officer (CEO) addresses ABC as part of the key message.

To ensure that all employees, vendors, and business partners are committed to complying with this practice, formal communications on policies and processes have been established, and these are made available and accessible on the Company's website. Such policies and procedures include:

- Anti-Bribery and Corruption Policy
- Whistleblowing Policy
- No Gift Policy
- Vendor Code of Conduct
- Business Conduct and Guidelines

On 17 June 2025, Mesiniaga Berhad reaffirmed its commitment to ethical governance by holding a Corruption-Free Pledge *(Ikrar Bebas Rasuah)* ceremony in collaboration with the Malaysian Anti-Corruption Commission (MACC). The pledge was led by CEO, Datuk Wan Mohamed Fusil Wan Mahmood, and witnessed by Senior Superintendent Tuan Mohd Ridzuan bin Bahrin from MACC's Community Education Division.

SUSTAINABILITY STATEMENT

The event also featured a Forum on Integrity and Procurement, during which Tuan Mohd Ridzuan shared valuable insights on governance and corporate ethics. The session emphasised the importance of internal controls and ethical decision-making based on the T.R.U.S.T. principles.

The ceremony was attended by Mesiniagans, Board members, strategic partners, and MACC officers. This event reflects Mesiniaga's ongoing commitment to fostering a culture of integrity and supporting the national anti-corruption agenda.

Measures and Mitigations

The following measures and mitigations are implemented to uphold our ABC standards:

- **Policy Evaluation and Improvement:** Continuously assess our policies and procedures to identify areas for enhancement, ensuring that ABC practices remain practical and relevant.
- **Compliance Monitoring:** The Internal Audit Department ensures compliance with the ABC policy and the MACC Act through regular reviews and assessments.
- **Corruption Risk Assessments:** The Human Resources conducts periodic assessments to evaluate corruption risks for the financial year and proactively address any vulnerabilities.
- **Employee Onboarding:** The Human Resources educates new employees about our ABC Policy and Whistleblowing procedures as part of onboarding. This ensures they understand our zero-tolerance stance on corruption and know how to report unethical activities.

Internal Audit on Anti-Bribery and Corruption

Our Internal Audit conducted an audit to evaluate the adequacy and effectiveness of process controls designed to mitigate bribery and corruption risks. This audit covered critical areas such as Procurement, Human Resources, the Process and Information Office (PIO), Finance, Corporate Communications, Pre-sales and Proposal Management. The findings were satisfactory and have been reported to the Audit and Risk Management Committee (ARMC) and the Board for review and action.

Education and Training

The Group is committed to educating and informing stakeholders about its policies through the corporate website, training sessions, and induction programs. The following are training courses and activities that were organised throughout the year:

- **Anti-Bribery and Corruption Talks**
  Organised in-house for our employees and the Management Team on 16 January 2025 and 13 February 2025, respectively, with guest speakers from MACC Putrajaya.

SUSTAINABILITY STATEMENT

- **Integrity Day**
  Jointly organised by Mesiniaga and MACC Putrajaya on 4 November 2025. The event included a talk by a MACC officer, as well as booths and interactive activities by MACC for employees to gain more information on anti-bribery and corruption matters.

- **Monthly E-mail Reminders**
  Sent to employees to reinforce understanding of the Group Policy, the Anti-Corruption Act, and the importance of avoiding corruption.

SUSTAINABILITY STATEMENT

2.0 Data Privacy and Security

Protecting the privacy and security of stakeholders' data remains a critical priority for the Group, particularly in an increasingly digital and interconnected environment. As technological advancement continues to heighten data security risks, the Group recognises the importance of trust and remains fully committed to safeguarding the sensitive information entrusted to it.

In 2024, the Group adopted a Data Policy applicable to all employees and third parties who handle company data, with an emphasis on compliance with the Malaysian Personal Data Protection Act 2010 (PDPA). The Policy establishes data classification standards, provides guidance on data collection and usage, and outlines security controls, including breach response procedures and data subject rights. Mandatory training and periodic audits are conducted to ensure consistent adherence to data protection requirements.

This ongoing commitment builds on earlier initiatives, including the issuance of an Employee Personal Data Protection Notice in 2023, which informed employees of their rights relating to personal data collected, processed, and stored by Mesiniaga. These measures reinforce the Group's dedication to maintaining high standards of data privacy and protection for employee information.

Safeguarding Employee's Data

Key Components of our Data Governance Framework:

- **Transparent Data Collection**
  Ensuring clarity in data collection practices so employees are informed of the types of personal and sensitive data collected.

- **Voluntary and Explicit Consent**
  Obtaining consent from employees for the provision of personal data, particularly when handling sensitive information related to health, beliefs, or legal matters.

- **Purpose-driven Data Processing**
  Processing personal data strictly for legitimate and defined employment-related purposes, including contractual obligations, payroll administration, and regulatory compliance.

- **Confidentiality and Controlled Disclosure**
  Maintaining the confidentiality of personal data and limiting disclosure to third parties only when necessary and in accordance with legal and regulatory requirements.

- **Security Controls and Data Retention**
  Implementing robust security measures, including encryption, access controls, and regular security reviews, to protect personal data from unauthorised access, loss, or misuse.

Safeguarding Customer Trust

At Mesiniaga, we hold the privacy and security of our customers' data and information as fundamental tenets of our business ethics. In our unwavering commitment to safeguarding customer trust, we implemented a robust set of practices to ensure the confidentiality of the data and information entrusted to us.

- **Non-Disclosure Agreement (NDA)**
  Employees are bound by NDAs, reinforcing their responsibility to protect customers' confidential and sensitive information.

- **Minimum Personal Data Collection**
  Customer personal data is collected strictly on a need-to-know basis, in line with privacy principles and ethical data-handling practices.

- **Secure Storage and Access Controls**
  Customer data is stored in dedicated systems, with access restricted to authorised personnel on a need-to-know basis.

SUSTAINABILITY STATEMENT

- **Encrypted Data Storage on Employee Devices**
  Any customer data stored on employee notebooks must reside within encrypted hard disk partitions. Devices are reformatted before reassignment to prevent residual data exposure.

The Group's commitment to data protection extends beyond regulatory compliance and forms an integral part of its sustainability and ethical framework. Through stringent governance, legal safeguards, and secure data management practices, Mesiniaga reinforces its role as a responsible custodian of stakeholder data and strengthens long-term trust.

In response to the increasing sophistication of cyber threats, the Group continued to invest in advanced technologies and reinforced its security infrastructure during the year. A multi-layered security approach, incorporating encryption, access management, and regular security audits, is used to promptly identify and address vulnerabilities.

Recognising the critical role of employees in maintaining data security, the Group conducts ongoing training programmes to enhance awareness of emerging cyber threats and reinforce best practices. These initiatives support a vigilant and informed workforce capable of responding effectively to data security risks.

Mesiniaga has also established a formal incident response plan to manage data security incidents. In the event of a data breach, the Group is committed to transparency and timely communication with affected stakeholders to enable appropriate mitigation actions.

Looking ahead, the Group remains focused on continuously strengthening its data privacy and security practices by adopting emerging technologies, refining governance frameworks, and proactively addressing evolving cyber risks. Data privacy and security are regarded not only as regulatory obligations but as fundamental ethical responsibilities.

In 2025, there were no reported incidents or complaints relating to employee or customer data breaches or data loss.

3.0 Statement of Assurance

Assurance Undertaken

This Statement has been subjected to an internal review and assessment by the Company's Internal Auditor for accuracy and reliability. It has been endorsed by the Board Audit and Risk Management Committee (ARMC).

Internal Review by Audit and Risk Department ("Internal Audit")

Pursuant to Bursa Malaysia's MAIN Market Listing Requirements and Sustainability Reporting Guide, the Board confirmed that Internal Audit reviewed the Sustainability Statement for the financial year ended 31 December 2025 to enhance its accuracy and reliability.

Internal Audit was responsible for the said review on a limited basis, in which the team selected 18 subject matters reported in the Sustainability Statement for the financial year ended 31 December 2025 after considering various practicalities and limitations. Internal Audit issued a dedicated report for this purpose, which was vetted and approved by the ARMC. In this regard, the internal report was the primary basis for issuing this Statement of Assurance.

SUSTAINABILITY STATEMENT

Subject Matter

The following were the 18 subject matters that were subjected to the internal assurance procedures undertaken by the Internal Audit:

ENVIRONMENTAL

1.0 Energy efficiency
2.0 Carbon emissions
3.0 Water consumption
4.0 Waste management
   i) Recycling
   ii) Paper consumption
   iii) Environmental initiative

SOCIAL

1.0 Diversity in the workforce
2.0 Training and development
3.0 Health and safety
4.0 Employee turnover rate
5.0 Permanent vs contract employees
6.0 Corporate social responsibility (CSR)
7.0 Supply chain management
   i) Procurement
   ii) Customer satisfaction

GOVERNANCE

1.0 Anti-bribery and corruption (ABC)
2.0 Data privacy and security

The Assurance Procedures and Reporting Guidelines

Detailed walkthroughs were performed to understand and document the relevant data collection processes. These paved the way for assessing the reliability and integrity of data reported based on existing practices. Subject matter owners involved along the chain of data recording and disclosures were interviewed to establish whether they fully understood the disclosure requirements and implemented the appropriate mechanisms to ensure data accuracy. Internal Audit validated the data by comparing the data on hand against the source documents or physical evidence. Internal Audit ensured it met Bursa Malaysia's requirements when disclosing the subject matters.

Internal Audit was generally guided by the Institute of Internal Auditors' standards in the International Professional Practices Framework (2017) when carrying out this assurance exercise. More importantly, the audit closely referenced the definitions and methodologies narrated by the Sustainability Reporting Guide (3rd Edition) and the relevant Global Reporting Initiative (GRI) standards.

Scope

The internal review covers all companies within the Group.

Conclusion

Internal Audit confirmed that the data relating to the selected 18 subject matters were reliably determined and adequately supported. Based on the procedures performed, nothing has come to the Internal Audit's attention that causes them to believe that the disclosures for the subject matters reviewed are materially misstated or not prepared in accordance with Bursa Malaysia's requirements.

Mesiniaga Berhad

BMLR Transition Period

Date & Time: 2026-04-09_21:40:27

FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	Remarks
Energy Management	Total energy consumption	kWh	775,094	-	Internal	-
Carbon Emissions	Scope 2	tCO_2e	314.45	-	Internal	-
Carbon Emissions	Scope 3	tCO_2e	389.06	-	Internal	-
Water	Total volume of water used	m^3	1,928	-	Internal	-
Diversity	Employees by gender (Male)	%	66	-	Internal	-
Diversity	Employees by gender (Female)	%	34	-	Internal	-
Diversity	Job category (Executive) by gender (Male)	%	65	-	Internal	-
Diversity	Job category (Executive) by gender (Female)	%	35	-	Internal	-
Diversity	Job category (Non-Executive) by gender (Male)	%	71	-	Internal	-
Diversity	Job category (Non-Executive) by gender (Female)	%	29	-	Internal	-
Diversity	Job category (Management) by gender (Male)	%	67	-	Internal	-
Diversity	Job category (Management) by gender (Female)	%	33	-	Internal	-
Diversity	Percentage of directors by gender (Male)	%	83	-	Internal	-
Diversity	Percentage of directors by gender (Female)	%	17	-	Internal	-
Diversity	Employees by age (<30)	%	30	-	Internal	-
Diversity	Employees by age (30–50)	%	59	-	Internal	-
Diversity	Employees by age (>50)	%	11	-	Internal	-

Mesiniaga Berhad

BMLR Transition Period

Date & Time: 2026-04-09_21:40:27

FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	Remarks
Diversity	Percentage of directors by age group (60 and below)	%	17	-	Internal	-
Diversity	Percentage of directors by age group (61 and above)	%	83	-	Internal	-
Labour practices and standards	Total hours of training	Hours	5,220	-	Internal	-
Labour practices and standards	Average training hours per employee (Management)	%	15	-	Internal	-
Labour practices and standards	Average training hours per employee (Executive)	%	8	-	Internal	-
Labour practices and standards	Average training hours per employee (Non-Executive)	%	4	-	Internal	-
Labour practices and standards	Number of employees that are contractors or temporary staff	Number	368	-	Internal	-
Labour practices and standards	Total percentage of employee turnover	%	14	-	Internal	-
Labour practices and standards	Employee attrition by function (Management)	%	2	-	Internal	-
Labour practices and standards	Employee attrition by function (Sales)	%	31	-	Internal	-
Labour practices and standards	Employee attrition by function (Technical)	%	14	-	Internal	-
Labour practices and standards	Employee attrition by function (Non-Techical)	%	15	-	Internal	-
Labour practices and standards	Number of substantiated complaints concerning human rights violations	Number	0	-	Internal	-
Health and safety	Number of work-related fatalities	Number	0	-	Internal	-

PRESCRIBED TABLE

Mesiniaga Berhad

BMLR Transition Period

Date & Time: 2026-04-09_21:40:27

FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	Remarks
Health and safety	Total safety training hours	hours	47	-	Internal	-
Supply chain management	Proportion of spending on local suppliers	%	96	-	Internal	-
Community/Society	Total amount invested in the community	Ringgit Malaysia (RM)	18,823.20	-	Internal	-
Community/Society	Total number of beneficiaries of community investment	Number	At least 134 beneficiaries	-	Internal	-
Anti-corruption	Percentage of employees trained on anti-corruption (Employees)	%	86	-	Internal	Based on attendance during the Anti-Bribery and Corruption Talks by MACC Putrajaya.
Anti-corruption	Percentage of employees trained on anti-corruption (Management)	%	88	-	Internal	Based on attendance during the Anti-Bribery and Corruption Talks by MACC Putrajaya.
Anti-corruption	Percentage of operations assessed for corruption--related risks	%	100	-	Internal	Quarterly risk assessments by the Audit and Risk Department.
Anti-corruption	Confirmed incidents of corruption	Number	0	-	Internal	-
Data privacy and security	Number of substantiated complaints concerning breaches of customer data	Number	0	-	Internal	-

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Mesiniaga Berhad recognises the importance of maintaining high standards of corporate governance across the Group to safeguard stakeholders' interests, enhance shareholder value, and support the Group's long-term sustainability.

This Corporate Governance Overview Statement is issued in compliance with Paragraph 15.25 of the MAIN Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Malaysia") and is guided by Practice Note 9 of the MMLR and the Corporate Governance Guide 2021 (4th Edition) issued by Bursa Malaysia.

This Statement is accompanied by the Corporate Governance Report prepared in accordance with Paragraph 15.25(2) of the MMLR, which provides further details on the application of the Group's corporate governance practices with reference to the Malaysian Code on Corporate Governance ("MCCG") dated 28 April 2021. The Corporate Governance Report is available on the Group's website at https://mesiniaga.com.my and through announcements published on the Bursa Malaysia website. Readers are encouraged to review this Statement together with other relevant disclosures in the Annual Report, including the Directors' Statement on Risk Management and Internal Control, the Audit and Risk Management Committee Statement, and the Sustainability Statement.

SUMMARY OF CORPORATE GOVERNANCE PRACTICES

The Group has applied all the Practices encapsulated in the MCCG for the financial year ended 31 December 2025, except for the following:

- Practice 1.3 : The positions of Chairman and Chief Executive Officer to be held by different individuals;
- Practice 1.4 : The Chairman of the board should not be a member of the Audit Committee, Nomination Committee or Remuneration Committee;
- Practice 5.9 : The board comprises at least 30% women directors;
- Practice 8.2 : Remuneration component of the top five Senior Management members; and
- Practice 13.3 : Listed companies should leverage technology to facilitate:
  - Voting, including voting in absentia; and
  - Remote shareholders' participation at general meetings.

A summary of the Corporate Governance Report under each Corporate Governance Principles is as follows:

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

Providing Leadership in Meeting the Objectives and Goals of the Group

Mesiniaga remains firmly committed to its aspiration "to be the Malaysian IT Partner of Choice" by consistently focusing on Helping Customers Succeed. The Group is dedicated to maintaining the highest standards of good governance in order to meet and exceed the expectations of all stakeholders, particularly its shareholders. The Board of Directors ("Board") believes that strong adherence to sound corporate governance principles is fundamental to achieving sustainable performance and delivering long-term economic value to stakeholders. The Group operates in accordance with the following core values:

i) Board of Directors

The Board of Mesiniaga Berhad comprises six (6) members of diverse ages, backgrounds, ethnicities, experiences, and educational qualifications. This diversity of experience and perspectives strengthens the Board's deliberations, supports balanced and informed decision-making, and enhances its ability to provide effective oversight and strategic guidance in the best interests of the Company and its stakeholders.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

As per the Board Charter, the Board is collectively responsible for the leadership, governance and long-term success of the Company. In fulfilling its stewardship role, the Board shall:

- Set, approve and oversee the Group's strategic direction, business plans and key policies to support sustainable long-term value creation.
- Establish the Group's risk appetite and ensure the existence of an effective enterprise risk management framework to identify, assess, manage and monitor material financial and non-financial risks.
- Oversee the adequacy and integrity of the Group's systems of internal control, risk management, compliance and internal audit.
- Review and ensure the integrity and transparency of financial and non-financial reporting, including sustainability and integrated reporting.
- Ensure Directors are able to understand financial statements and form a sound view on the information presented.
- Oversee the performance of Management and monitor the implementation of approved strategies and plans.
- Ensure the Group has an effective succession planning framework for the Board, Chairman, Chief Executive Officer ("CEO") and Senior Management.
- Promote a sound corporate culture, ethical values and standards of conduct across the Group and set the tone from the top.
- Oversee the Group's sustainability and environmental, social and governance ("ESG") agenda, including climate-related and other material sustainability risks.
- Safeguard the interests of shareholders while taking into account the interests of other relevant stakeholders.
- Ensure effective communication and engagement with shareholders, stakeholders and regulators, where appropriate.
- Oversee crisis management, business continuity and organisational resilience frameworks.

While Directors individually are required to meet the Directors' Fit and Proper Policy, including integrity, competence, experience and financial probity and time commitment, they are also expected to devote sufficient time and attention to the affairs of the Company. Each Director shall:

- Act in good faith and in the best interests of the Company.
- Exercise due care, skill and diligence.
- Avoid conflicts of interest and comply with the Company's Conflict of Interest Policy.
- Maintain confidentiality of information.
- Uphold the highest standards of integrity, professionalism and ethical conduct.
- Continuously enhance their knowledge and skills relevant to his/her role as Directors.

ii) Executive Chairman

Datuk Wan Mohamed Fusil bin Wan Mahmood serves as the Chairman of the Board, providing leadership in fostering sound corporate governance practices, effective Board leadership, and overall Board effectiveness. Following a comprehensive assessment, the Nomination and Remuneration Committee ("NRC"), together with the Board, has determined that he is the most senior, experienced, and suitable member to lead the Board. The NRC is satisfied that the current arrangement does not impair the Board's objectivity nor compromise the effectiveness of the Group's governance framework. As Chairman, he leads the Board and is responsible for ensuring its overall effectiveness, proper conduct, and adherence to good governance principles.

The Chairman shall:

- Lead the Board in setting its agenda and ensuring that strategic, governance and risk matters receive adequate attention.
- Facilitate effective Board discussions and encourage active, independent and constructive participation by all Directors.
- Ensure the Board operates within its authority and governance framework.
- Promote a culture of openness, debate and mutual respect.
- Act as the principal interface between the Board and Management.
- Ensure effective communication with shareholders, supported by Management where appropriate.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

While the Company recognises the importance of separating the roles of Chairman and CEO to strengthen the Board's oversight function and promote balanced decision-making, the Board is of the view that, for the financial year under review, the current combined role has not impaired the Board's objectivity or effectiveness. This assessment is supported by the presence of a strong Board composition comprising a majority of Non-Executive Directors, including 50% as Independent Directors, as well as the active oversight exercised by the Board Committees.

The Chairman is not a member of any Board Committees. From time to time, he attends meetings of the Audit and Risk Management Committee ("ARMC") strictly in his capacity as the CEO, and only upon invitation by the Committee, to provide management input on specific operational, financial or risk-related matters. He does not participate in the Committee's deliberations or decision-making processes, which remain the exclusive responsibility of the Committee members. This arrangement preserves the independence and objectivity of the ARMC while enabling effective information flow between Management and the Committee.

The Board, through the NRC, has commenced a structured process to effect the separation of the roles of Chairman and CEO. This process includes succession planning and the identification of suitable candidates to assume the respective roles. Pending the completion of this exercise, appropriate safeguards remain in place, including the continued independent leadership of the Board Committees. Upon completion of the separation, the Company will be in full compliance with Practices 1.3 and 1.4 of the MCCG.

iii) Independent Directors and Senior Independent Director

Independent Directors provide objective judgement, constructive challenge and effective checks and balances within the Board in accordance with the Independence of Directors Policy. The Board shall appoint a Senior Independent Non-Executive Director ("SID") who shall:

- Act as a sounding board for the Chairman.
- Serve as an intermediary for other Directors when necessary.
- Be available as an alternative point of contact for shareholders and stakeholders with governance-related concerns.
- Lead engagement where the Chairman is conflicted.

The Board recognises the MCCG practice relating to the tenure of Independent Directors. Accordingly, the Company's Independent Directors Policy provides that the tenure of an Independent Director shall not exceed a cumulative term of nine (9) years from the date of first appointment as an Independent Director. The Independent Director may retire at the Annual General Meeting immediately preceding the nine-year term if a suitable replacement has been identified, or upon the expiry of the nine-year term.

iv) Board Committees and Delegation of Authority

The Board may establish committees to assist in the discharge of its responsibilities. Each committee shall operate under clearly defined terms of reference approved by the Board. Currently, the Board has established the ARMC and the NRC.

The Board retains overall responsibility for matters delegated to its committees. Matters reserved for the Board include, but are not limited to:

- Approval of strategy, business plans and annual budgets.
- Major investments, capital expenditure and funding decisions.
- Material acquisitions, disposals and corporate transactions.
- Capital management and dividend policy.
- Appointment, succession and remuneration of Directors and the Chief Executive Officer.
- Risk appetite and key risk policies.
- Approval of key governance, sustainability and ethics policies.
- Any matter having a material impact on the Group.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

v) Ethics, Conduct and Whistleblowing

The Board shall promote a culture of ethical conduct, integrity and compliance throughout the Group. Directors shall comply with the Directors' Code of Conduct and Ethics, Conflict of Interest Policy and Anti-Bribery and Corruption Policy. The Board shall ensure that effective whistleblowing mechanisms are in place, including procedures for independent investigation and protection of whistleblowers from retaliation.

vi) Company Secretary

The Board is supported by the Company Secretary, who advises the Board on matters relating to compliance with applicable laws, rules, procedures, and regulations affecting the Company and its Group of companies, as well as on the principles of sound corporate governance. The Company Secretary also advises the Directors on their obligations and compliance with requirements relating to the disclosure of interests in securities, the disclosure of conflicts of interest in transactions involving the Company and its Group of companies, restrictions on dealings in securities, and the control of price-sensitive information.

Deborah Sharmini Benjamin is the duly appointed Company Secretary of the Company. She holds professional qualifications from the Chartered Governance Qualifying Programme (ICSA) and a Bachelor of Laws (LL.B) (Hons.) from the University of London, and is an Associate of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA). With her extensive experience in corporate secretarial practice and corporate governance matters, she advises and supports the Board and Management in the discharge of their duties, and ensures that the Board's decisions and the Company's affairs are conducted in compliance with applicable statutory and regulatory requirements and in accordance with sound corporate governance practices.

In addition to her advisory role to the Directors, the Company Secretary's responsibilities include, among others, attending all Board meetings, ensuring that Board proceedings and decisions are properly and accurately recorded and maintained in compliance with statutory requirements, communicating Board decisions to Management for implementation, ensuring that the appointment and resignation of Directors are carried out in accordance with relevant legislation, periodically formulating and reviewing the Board Charter, managing company share transactions, coordinating dividend payments, and ensuring timely corporate disclosures and announcements.

In consultation with the Chairman, the Company Secretary circulates the notice and agenda of Board meetings to all Board members prior to each meeting. In accordance with Article 124 of the Company's Articles of Association, a written resolution signed by all Directors is valid and effective as if it were passed at a duly convened and constituted meeting of the Directors.

Demarcation of Responsibilities between the Board, Board Committees and Management

The Board Charter establishes the functions, roles, and responsibilities of the Company's Board of Directors. The Board Committees have also established their respective Terms of Reference. The Board Charter and the Committees' Terms of Reference are subject to periodic review and are published on the Group's website, https://mesiniaga.com.my.

i. Meetings

In addition to its scheduled meetings, the Board and its Committees convene special meetings as and when necessary to deliberate on urgent or material matters requiring timely attention or decision-making between regular meetings. During the financial year, the Board focused its deliberations on the Group's strategic direction and key operational and financial matters, including business strategies, business plans, the annual budget, financial performance, and key performance indicators.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The attendance of individual Directors at Board and Committee meetings is outlined below:

Board of Directors

Directors	Attendance
Datuk Wan Mohamed Fusil	7/7
Fathil Ismail	7/7
Sim Hong Kee	7/7
Datuk Noor Azian Shaari	7/7
Zaim Husni Omar	7/7
Dr Veerinderjeet Singh A/L Tejwant Singh	6/7
Dato' Darawati Hussain *(Retired with effect from 5 June 2025)*	4/4

During the financial year 2025, all Directors attended between 86% to 100% of the total Board meetings held, demonstrating strong commitment and compliance with Paragraph 15.05(3)(c), which stipulates that a director's office may become vacant if they are absent from more than 50% of the Board meetings held during the financial year.

Audit and Risk Management Committee

Members	Attendance
Sim Hong Kee (Chairman)	9/9
Zaim Husni Omar	9/9
Dr Veerinderjeet Singh A/L Tejwant Singh	7/9
Datuk Noor Azian Shaari *(Ceased with effect from 1 July 2025)*	7/7

Nomination and Remuneration Committee

Members	Attendance
Sim Hong Kee (Chairman)	17/17
Fathil Ismail	17/17
Datuk Noor Azian Shaari	17/17

From time to time, the Board and its committees invite members of management and other personnel, including external parties such as auditors and legal advisers, among others, to attend their meetings in order to support the Board and Committee members in the discharge of their duties. In 2025, the majority of Board and Committees meetings were held in person at the Company's headquarters, with the remaining meetings conducted in either hybrid or fully virtual formats.

ii. Annual Performance Evaluations

Annual performance evaluations of the Board and Senior Management are conducted to assess effectiveness and support continuous improvement. In accordance with the Board Charter, the Board undertakes an annual evaluation of its performance, as well as that of its Committees and individual Directors, under the oversight of the NRC. The results of these evaluations are used to enhance Board effectiveness, identify development and training needs, and support succession planning.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Since 2024, the Company incorporated the assessment of sustainability-related risks and opportunities into the performance evaluation framework for Senior Management. As the identification and management of material sustainability risks and opportunities are shared responsibilities of the Board and Senior Management, the evaluation process assesses their effectiveness in discharging these responsibilities, including, where applicable, progress made against established sustainability targets.

Commitment to the Promotion of Good Business Conduct and Maintenance of a Healthy Corporate Culture

Mesiniaga abides by strict ethical conduct and practices while conducting our business, dealing with all stakeholders, and complying with regulatory requirements. An integral part of our Employee e-Handbook is the Mesiniaga Business Conduct Guidelines ("BCG"), which defines the expected ethical behaviour of our employees. The Guidelines encompass personal conduct, fairness in business, relationships with other organisations, use and dissemination of proprietary and confidential information and fraud prevention. Apart from that, our undertaking is to support using licensed software and the implementation of good software asset management practices. Our upgraded ISO 9001:2015 accreditation exemplifies our commitment to ethical and best practices.

Since 8 October 2019, Mesiniaga has issued the Anti-Bribery and Corruption Policy, and Whistleblowing Policy ("Policies") to complement the BCG and enhance the Group's culture of good ethics and fair dealings. The Policies are available on the Company's website. These Policies have been reviewed and updated on 25 February 2026.

It is the responsibility of the Board and Senior Management to uphold the high reputation of the Group, as well as the responsibility of each employee to behave in the prescribed manner, as required by the BCG and the Policies described above. The Policies and BCG are based on the Code of Corporate Governance and principles of the relevant legal provisions under the MACC Act 2009 and Section 17A of the Malaysian Anti-Corruption Commission (Amendment) Act 2018. The BCG and the Policies encourage and enable employees to whistleblow and raise concerns about illegal activities, such as corruption and other wrongdoings within the organisation. The BCG and the Policies are available in the Employee e-Handbook for all employees in the Group's effort to continue promoting accountability, transparency, and ethical practices.

Employees' concerns may be raised via e-mails, telephone calls, and letters to the Whistleblowing Committee consisting of the ARMC Chairman, Independent Board member and the Head of Internal Audit and Risk. Employees are assured that confidentiality will be maintained at all times, and they will be protected.

Board Composition and Decision-Making Effectiveness

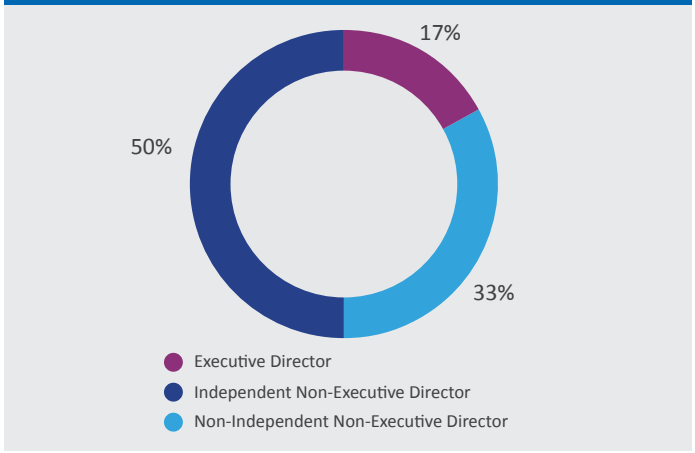
The Board's decision-making process is underpinned by a structured governance framework that emphasises objectivity, independence, diversity of perspectives and informed deliberation. The Board considers that the effectiveness of its decisions is closely linked to its composition, balance and the collective experience of its members, which enable robust discussions, constructive challenge and sound judgement in discharging its responsibilities.

Particular attention is paid to the composition and balance of the Board to ensure that it has the experience relevant to the Digital and IT business sector. The Board considers that objectivity and integrity, as well as the relevant skills, knowledge, experience, mindset, and ability that will enable the Board to fulfil its key functions, are the prerequisites for appointing new Directors.

The Board also recognises the need to enhance Board diversity, as it is essential to the effective functioning of the Board. The Board has attained diversification in experience, skills, expertise, competencies, ethnicity, gender, and age to enable the Group to maximise its business and governance performance. The representation of the members of the Board as of 31 December 2025 is as follows:

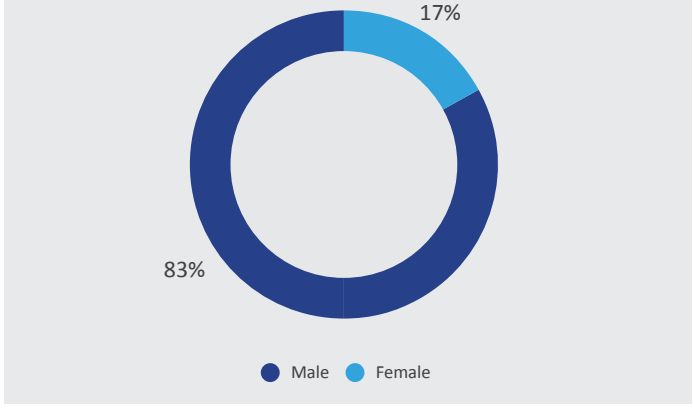
CORPORATE GOVERNANCE OVERVIEW STATEMENT

Figure 1: Board Composition



The Board composition complies with the Listing Requirements of Bursa Malaysia, which require a minimum of one-third of the Board to comprise Independent Directors. Following the retirement of Dato' Darawati during the financial year, the Independent Directors constitute 50% of the Board, which is in alignment with Practice 5.2 of the MCCG. The three (3) Independent Non-Executive Directors continue to demonstrate independence of judgment and ensure that Board deliberations and decisions are made objectively and in the best interests of the Company and its Group of companies.

Figure 2: Directors' Gender Composition



The composition of the Board, in terms of gender diversity, complies with Paragraph 15.02 of the MMLR of Bursa Malaysia, which requires at least one (1) woman director. However, following the retirement of Dato' Darawati during the financial year, the level of female representation on the Board was reduced, resulting in the Company not fully meeting the best practice under Practice 5.9 of the MCCG, which recommends at least 30% female representation on the Board. Notwithstanding this, the Board remains committed to promoting gender diversity and will continue to take this objective into consideration in future Board appointments.

Nominating Process for Directors

The NRC is empowered to review and make recommendations for appointment to the Board. A formal and transparent procedure has been established to appoint new Directors to the Board by the establishment of the Fit and Proper Policy. The NRC is responsible for identifying, reviewing, evaluating, and recommending suitable candidates for appointment as Directors based on the criteria set, including skills, experience, competency, gender, ethnicity, and age.

The NRC is also responsible for assessing and ensuring, amongst others, that the candidate possesses the necessary technical competencies, a strong sense of professionalism and integrity, organisational and strategic awareness, the ability to add value, and adherence to the Mesiniaga Business Conduct. The potential candidates will be recommended to the Board for appointment upon such review and evaluation.

Sim Hong Kee, an Independent Non-Executive Director, chairs the NRC. In exercising his role, he coordinates the assessment of the effectiveness of each Board member and the Board as a whole. The NRC comprises two (2) Independent Non-Executive Directors and one (1) Non-Independent Non-Executive Director. This composition ensures that any decisions made are impartial and in the best interest of the Group, without any element of fear or favour.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Though the NRC has been tasked to review and make recommendations for appointment to the Board, the Board does not rely solely on recommendations from the Committee. The Board is open to considering independent sources to identify suitably qualified candidates.

Level and Composition of Remuneration

The NRC oversees the implementation of the policy and procedure on remuneration, including reviewing and recommending matters relating to the remuneration of the Board in general and, in particular, the remuneration of the Executive Director. NRC's Terms of Reference are stated on page 76 of this Annual Report.

The NRC reviews the remuneration of the Executive Director taking into account the responsibilities, experience, competencies, commitment, contribution, and performance and makes recommendations to the Board on an annual basis. The NRC evaluates and benchmarks annually the remuneration of the Non-Executive Directors with peer companies, and makes recommendations to the Board for deliberation and endorsement for approval by the shareholders at the Annual General Meeting.

The transparency and accountability aspects of corporate governance applicable to the Directors' remuneration are deemed appropriate. Detailed information on a named basis regarding the remuneration of each Director is as follows:

No.	Name	Directorship	Company ('000)						
			Fee	Allowance	Salary	Bonus	Benefits-in-kind	Other emoluments	Total
1.	DATUK WAN MOHAMED FUSIL BIN WAN MAHMOOD	Executive Chairman	-	-	733	-	-	979	1,712
2.	FATHIL SULAIMAN BIN ISMAIL	Non-Independent Non-Executive Director	55	23	-	-	-	15	93
3.	SIM HONG KEE	Independent Non-Executive Director	80	32	-	-	-	-	112
4.	DATUK NOOR AZIAN BINTI SHAARI	Independent Non-Executive Director	58	30	-	-	-	-	88
5.	ZAIM HUSNI BIN OMAR	Non-Independent Non-Executive Director	57	17	-	-	-	-	74
6.	DR VEERINDERJEET SINGH A/L TEJWANT SINGH	Independent Non-Executive Director	57	14	-	-	-	-	71
7.	DATO' DARAWATI HUSSAIN *(Retired with effect from 5 June 2025)*	Non-Independent Non-Executive Director	24	5	-	-	-	-	29

The Group believes that in this highly competitive industry, disclosing the remuneration of Senior Management could compromise the Group's confidentiality and talent retention efforts. Given the difficulties in recruiting and retaining Senior Management, remuneration remains a crucial factor in attracting and retaining top talent. The Group ensures that the remuneration offered to Senior Management aligns with the Company's performance while also considering the need to attract, retain and motivate Senior Management to lead and manage the Company effectively.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Directors' Training

All Board members have attended the Mandatory Accreditation Programme (MAP Part I) organised by Bursa Malaysia, focusing on a Director's roles, duties, and liabilities. As of 31 December 2025, all Board members have participated in the Mandatory Accreditation Programme (MAP Part II) related to sustainability and the associated roles of a Director.

In addition, Board members have also attended various training programmes and conferences, which the Board believes have aided them in discharging their duties as Directors of the Group. Board members are also encouraged to participate in training programmes deemed appropriate for the needs of the respective Directors in discharging their responsibilities to the Group, and such attendance would be at the Group's expense. The following is the list of training programmes and conferences attended by the Directors collectively or individually:

Categories	Courses Title
Economy, Financial and Accountancy	• ASEAN Investment Conference - "Connecting Capital, Unlocking Opportunities, and Driving Sustainability" by Securities Commission Malaysia • Social Exchange Pilot Programme Knowledge Sharing Series by Securities Commission Malaysia • Women & Alternative Investments by CFA Society Malaysia • Single Family Office Summit Malaysia by CFA Society Malaysia, Securities Commission Malaysia and Forest City Special Financial Zone • Board Leadership in Industry Disruption: Steering Companies Through Market Shifts by ICDM • BNM Governor's Address on the Malaysian Economy and Panel Discussion by Malaysia Economic Association • Governance in an Era of Trade Uncertainty: Navigating Tariff Risks and Opportunities by ICDM • 2025 Insurance Forum by EY • Decoding Budget 2026: Capital Market and Business Outlook with Datuk Johan Merican by SIDC
Risk, Audit and Tax Management	• Anti-Money Laundering Act- Risk, Challenges & Vulnerabilities Towards Risk-Based Approach by Hong Leong Assurance In-house • Moving from the recommendations of TCFD to IFRS S1 and IFRS S2 by HLFG/EY In-house • Clarifying the role of Internal Audit in Risk Management by Institute of Enterprise Risk Practitioners • Malaysia's Tax Corporate Governance Leadership Forum by PwC • Corporate Investigation: Protocols and Deception Detection by Securities Industry Development Corporation • e-Invoicing for Directors by EY • Strategic Approach to Cyber Resilience and Compliance by ASB • Audit Committee Conference 2025: Navigating Risk, driving resilience by MIA • Engagement Session: Evolving Financial Reporting Landscape: Insights into MFRS and Sustainability in Practice by MICPA • SC AOB Conversation with Audit Committee: Navigating the NSRF: Insights on Implementation by SC AOB • ICDM Advocacy: E-invoicing for Directors - MyInvois & MyTax Portal Walkthrough with EY Malaysia by ICDM
Technology and Innovation	• Leading for Longevity - The Board's Role in Driving Innovation by ICDM • Board Leadership Workshop: Board's Role in Digital Transformation: Putting Words into Action by FIDE Forum • Board Artificial Intelligence (AI) Day 2025 – Session 2 by Group FinTech & Technology • Cyber Security Awareness Program 2025 for Directors, C-Suites of AmBank Group • Artificial Intelligence 101 Webinar by MIA

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Categories	Courses Title
Environmental, Social, and Governance	• National Climate Governance Summit 2025 by Climate Governance Malaysia • The Influence of Board Culture and Leadership Report 2025 by FIDE Forum • Comply with MACC Act: Avoid Bribery, Protect your Job by GLM/MACC – In-house • Strategic Oversight in Strategy Implementation- Getting Execution Right at the Board Level by Bursa Malaysia/ICDM • Climate First..Or Last by ASB/ICLIF • Practical Insights to Scope 1 & 2 Emission by MIA/ICDM • Statement of Risk Management and Internal Control Guide 2025: What's new by IIA • Practical Insights to Scope 3 Emission by MIA/ICDM • ABC Training for Directors by HLFG/Vision Ethics Advisory Services • Anti Money Laundering Awareness Session • ICDM PowerTalk - Reverse Governance: What if the Algorithm Assesses the Board? By ICDM
Others	• National Heritage Conference in Conjunction with Declaration Of Malaya Independence Date Proclamation Day by Malaysian Institute of Planners • "What It Takes: Southeast Asia - Charting the Region's Path from the Periphery to the Core of Global Consciousness?" by ICDM

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

At the beginning of 2025, the ARMC comprised four (4) members and was chaired by Sim Hong Kee, an Independent Non-Executive Director. Following the cessation of Datuk Noor Azian Shaari as a member, effective 1 July 2025, the Committee was reduced to three (3) members, comprising two (2) Independent Non-Executive Directors, including Dr Veerinderjeet Singh, and one (1) Non-Independent Non-Executive Director, namely Zaim Husni Omar. The composition of the Committee is in compliance with Paragraph 15.09 of the MMLR.

Sim Hong Kee is a Chartered Accountant and a member of both the Malaysian Institute of Accountants (MIA) and the Malaysian Institute of Certified Public Accountants (MICPA). He is also a Qualified Risk Director and a member of the Institute of Enterprise Risk Practitioners (IERP). Dr Veerinderjeet Singh is a recognised tax expert and is a member of MIA and MICPA, as well as a Fellow of the Chartered Tax Institute of Malaysia (CTIM). Zaim Husni Omar brings extensive experience in strategic planning, with a strong focus on finance and investment. The breadth and complementarity of skills, knowledge and professional expertise among the Committee members enable the ARMC to exercise sound, balanced and well-informed judgement and discharge its responsibilities effectively.

All members of the ARMC actively participate in relevant continuing professional development programmes to ensure they remain current with developments in accounting standards, auditing practices, regulatory requirements and emerging risk issues.

None of the members of the ARMC are former audit partners of the Group's external auditors. In accordance with the ARMC's Terms of Reference, a former audit partner may only be appointed to the Committee after the completion of a three-year (3-year) cooling-off period, should such an appointment be considered.

The ARMC conducts an annual assessment of the external auditor's suitability, objectivity and independence to safeguard the integrity of the Group's external audit process.

Mitigating and Managing Risk

An effective risk management and internal control framework has been established, and the features of the framework are as stated in the Statement of Risk Management and Internal Control on page 68 of this Annual Report. A synopsis of the key risk areas identified and monitored by the ARMC is stated in the Management Discussion and Analysis on page 06.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The risk management framework adopted by the Group is tailored to the local environment based on an internationally recognised framework. The report on risk management is reviewed by the ARMC and presented to the Board quarterly. The Board believes that the risk management process is adequate, considering the complexity and size of the business.

Effective Governance, Risk Management and Internal Control Framework

The ARMC is responsible for ensuring that the internal audit function is adequately resourced, effective, and able to operate independently in the discharge of its duties.

The internal audit function is carried out by personnel who are free from any relationships or conflicts of interest that could impair their objectivity and independence. The Head of the Audit and Risk Department holds a Bachelor's Degree in Accountancy (Hons.) and is a member of the Institute of Internal Auditors Malaysia ("IIAM"), with relevant experience in internal auditing and risk management. She is supported by a team of three (3) internal auditors, each of whom possesses relevant auditing and risk assessment experience, as well as appropriate tertiary academic qualifications. Collectively, the team provides independent assurance on the adequacy and effectiveness of the Group's risk management, governance, and internal control processes.

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

Communication with Stakeholders

The Group values transparent, timely and meaningful engagement with its shareholders and other stakeholders. Shareholders are encouraged to direct any queries to the CEO or through the Company's official website at https://mesiniaga.com.my. The CEO regularly communicates the Group's performance and key developments through announcements to Bursa Malaysia and the release of quarterly financial results, which are also available in the Investor Relations section of the Company's website. From time to time, the CEO also engages with analysts and shareholders to address queries and provide clarifications.

In addition, the Group welcomes feedback and suggestions from other stakeholders in relation to its services and support. Stakeholders may share their views with the Customer Satisfaction Management Department by submitting feedback through the Company's website or by emailing feedback@mesiniaga.com.my.

Conduct of Annual General Meeting

The Company has convened its Annual General Meeting ("AGM") at its premises since 1998. The Company held its AGM entirely virtually in 2021, enabling remote shareholders' participation. Following regulatory updates and the easing of pandemic-related restrictions, the Company resumed physical AGMs from 2022 onwards. While the Group currently does not have plans to implement absentee voting or remote participation for shareholders, these options may be considered in the future, where appropriate.

At each AGM, the Board presents the Group's business progress and performance and actively encourages shareholder participation during the question-and-answer session. In 2025, all members of the Board attended the AGM. The Chairs of the ARMC and NRC are also present to respond to questions within their respective areas of responsibility. To facilitate informed decision-making by shareholders, an explanatory statement for each proposed resolution accompanies the notice of meeting.

Although the Company's Articles of Association provide for a minimum notice period of 21 days for the convening of an AGM, the Company has consistently observed an extended notice period of 30 days or more since 2016. In doing so, the Company aligns itself with best practices under Practice 13.1 of the MCGG, which recommends that shareholders be given at least 28 days' notice prior to an AGM.

STATEMENT OF DIRECTORS' RESPONSIBILITIES IN RELATION TO FINANCIAL STATEMENTS

The Directors are required by the Companies Act 2016 to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Group as at the end of the financial year, and the statement of comprehensive income and cash flow of the Group for the financial year.

In preparing the financial statements of the Group for the year ended 31 December 2025, the Directors have:

- ensured the Group has adopted appropriate accounting policies, consistently applied and supported by reasonable and prudent judgement;
- considered all applicable accounting standards have been followed; and
- confirmed the financial statements have been prepared on the going concern basis.

The Directors have responsibility to ensure that the Group maintains adequate accounting records which disclose with reasonable accuracy the financial position of the Group to enable them to ensure that the financial statements comply with the requirements of the Companies Act 2016.

The Directors also have the overall responsibilities to take such steps to safeguard the assets of the Group and for the establishment, designation, implementation and maintenance of appropriate accounting and internal control systems for the prevention and detection of fraud and other irregularities relevant to the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

Introduction

The Board of Directors ("the Board") of Mesiniaga Berhad ("the Company") and its subsidiaries ("the Group") acknowledges its overall responsibility for maintaining a sound and effective system of risk management and internal control to safeguard shareholders' investments and the Group's assets, while supporting the achievement of the Group's strategic and business objectives.

This Statement on Risk Management and Internal Control ("SORMIC") is prepared pursuant to Paragraph 15.26(b) of the Bursa Malaysia Securities Berhad Listing Requirements and in accordance with the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Companies ("SORMIC Guide 2025").

Board Responsibility and Oversight

The Malaysian Code on Corporate Governance (April 2021) requires the Board to maintain a sound system of risk management and internal control to safeguard shareholders' investments and the Group's assets. The system of risk management and internal control is designed to manage, rather than eliminate, the risk of failure to achieve the Group's objectives. Accordingly, it can provide only reasonable, and not absolute, assurance against material misstatement, loss or fraud.

The Board has delegated its role in the review process to the Audit and Risk Management Committee ("ARMC"). The Board affirms that it has established an ongoing and embedded process for identifying, evaluating, managing and monitoring the principal risks faced by the Group. This process has been in place throughout the financial year under review and up to the date of approval of this Annual Report.

Consistent with the SORMIC Guide 2025, the Board oversees the Group's risk appetite, reviews principal risks, and ensures that appropriate risk responses and controls are in place.

Audit and Risk Management Committee (ARMC)

The Board is assisted by the ARMC, which oversees the effectiveness of the Group's risk management framework and internal control system. The ARMC reviews reports from Management and Internal Audit on key risks, control issues, and mitigation measures, and provides recommendations to the Board.

The ARMC reviews the financial statements, financial reporting processes, the system of internal controls, the enterprise risk management framework and programme, the audit process, and compliance with laws and regulations, including the requirements of Bursa Malaysia, the Securities Commission and the Group's Code of Conduct.

Management is responsible for identifying, evaluating and managing risks, implementing internal controls, and reporting material risk exposures and control matters to the ARMC and the Board.

Internal Audit Function

The Internal Audit function operates independently and reports functionally to the ARMC. Internal Audit adopts a risk-based audit plan approved by the ARMC and focuses on reviewing the adequacy and effectiveness of governance, risk management and internal control processes.

Key audit findings and recommendations, together with Management's action plans, are reported to the ARMC for review and follow-up. The ARMC formally reviews and approves the annual audit plan for the year.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

Risk Management Framework

The Group has adopted an enterprise-wide risk management ("ERM") framework that is aligned with its business strategy, operational environment and regulatory requirements. As a technology-driven organisation providing ICT solutions, managed services and digital services, the Group places strong emphasis on the proactive management of strategic, operational, financial, compliance and technology-related risks.

The ERM framework provides a structured and consistent approach for risk identification, assessment, mitigation, monitoring and reporting across the Group. The key components of the framework include:

a) A clearly defined risk governance structure with established lines of accountability.
b) A Board-approved risk appetite and tolerance levels aligned to strategic objectives.
c) Standardised risk assessment methodology, including assessing likelihood and impact.
d) Corporate and business unit risk registers capturing key and emerging risks.
e) Periodic risk reporting to Management, the ARMC and the Board.

Risk Governance Structure

The Board is assisted by the ARMC in overseeing the adequacy and effectiveness of the Group's risk management and internal control systems.

The roles and responsibilities are as follows:

Board of Directors	Provides strategic direction, approves the ERM framework and risk appetite, and ensures that principal risks are appropriately identified and managed.
Audit and Risk Management Committee	Reviews the effectiveness of the risk management process, significant risk exposures, mitigation actions, internal control issues and reports from Internal Audit.
Management	Accountable for identifying, assessing and managing risks within their respective business units and functions, and for implementing appropriate controls and remedial actions.
Risk Management Function	Facilitates ERM activities, coordinates risk assessments, maintains the Group risk register and provides regular risk reports to Management and the ARMC.
Internal Audit Function	Provides independent and objective assurance on the adequacy and effectiveness of the risk management and internal control systems through a risk-based audit approach.

Risk Management Process

The Group's risk management process comprises the following key steps:

Risk Identification	Identification of strategic, operational, financial, compliance and technology risks, including emerging risks arising from changes in the business and external environment.
Risk Assessment	Evaluation of risks based on likelihood and potential impact, considering existing controls.
Risk Mitigation	Development and implementation of appropriate risk responses, including preventive and detective controls.
Risk Monitoring and Reporting	Ongoing monitoring of risk profiles and reporting of risk status and mitigation measures.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

During the financial year, the Group identified and monitored the following principal risk categories:

Risk Category	Description	Key Mitigation Measures
Strategic & Business Risk	Risks arising from competition, technology changes and strategic execution.	Strategic planning, periodic performance reviews, monitoring of market trends.
Project Execution Risk	Delays, cost overruns or performance issues in project delivery.	Project governance framework, milestone monitoring, management oversight.
Technology & Cybersecurity Risk	System failures, data breaches and cyber threats.	IT security controls, access management, system monitoring and employee awareness programmes.
Regulatory & Compliance Risk	Non-compliance with laws, regulations and contractual obligations.	Compliance policies, periodic reviews, training and monitoring.
Financial Risk	Credit, liquidity and cost management risks.	Budgetary controls, credit assessments, financial monitoring.

These risks and key mitigation measures are reviewed quarterly to ensure their continued relevance and effectiveness.

Internal Control System

The Group's internal control system comprises, among others:

- A clearly defined organisational structure with appropriate levels of authority and accountability.
- Documented policies, procedures and standard operating guidelines for key business processes.
- Segregation of duties and approval limits to minimise operational and financial risks.
- Budgetary controls and periodic performance reviews.
- The ARMC and Nomination and Remuneration Committee ("NRC"), established by the Board, operate under clearly defined terms of reference and authority.
- Information systems to support accurate and timely financial and operational reporting.
- An independent Internal Audit function that adopts a risk-based audit approach and reports directly to the ARMC.

Internal Audit reviews the adequacy and effectiveness of internal controls and follows up on management's corrective actions. Significant audit findings and action plans are reported to the ARMC on a quarterly basis.

All significant internal control recommendations by internal and external auditors are reported to the ARMC for review and deliberation. The ARMC oversees Management's implementation of remedial actions to safeguard the Group's interests and maintain proper governance. Where deficiencies are identified, recommended procedures are implemented to strengthen controls.

Review of Effectiveness

The Board, through the ARMC, has reviewed the adequacy and effectiveness of the Group's risk management and internal control systems during the financial year. This review was supported by:

a) Management's assurance on the effectiveness of risk management and controls.
b) Internal Audit reports and status updates on corrective actions.
c) Matters highlighted by the external auditors arising from the statutory audit.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

Based on these reviews, the Board is satisfied that the Group's risk management and internal control systems were adequate and effective in all material respects for the financial year under review.

Assurance from Management

The Chief Executive Officer and Chief Financial Officer have assured the Board that the Group's risk management and internal control systems operate effectively and efficiently in all respects.

Considering management's assurance, the Board is satisfied that the Group's risk management and internal control systems were adequate and effective in all material respects for the financial year under review.

The Board remains committed to maintaining a sound risk management system and internal control. The system will be continuously reviewed and revised where appropriate to support the business and comply with the following:

- Malaysian Code on Corporate Governance (April 2021) – Securities Commission Malaysia
- Statement on Risk Management and Internal Controls – Guidelines for Directors of Listed Companies ("SORMIC Guide 2025") – Bursa Malaysia
- Corporate Governance Guide (4th Edition) December 2021 – Bursa Malaysia

Conclusion

The Board remains committed to strengthening the Group's risk management and internal control framework in line with evolving business needs and regulatory expectations under the SORMIC Guide 2025. Continuous improvements will be undertaken to support the Group's sustainability, resilience and long-term value creation.

The Board and the ARMC ensure that Management has implemented and maintained up-to-date measures to effectively mitigate the risk of cyber-attacks. The Board and the ARMC remain vigilant and will take additional steps, where necessary, to further minimise cybersecurity risks and mitigate any potential impact on the Group's operations.

Review of this Statement by External Auditors

As required by Paragraph 15.23 of the Bursa Malaysia Securities Berhad MAIN Market Listing Requirements, the External Auditors have reviewed this Statement on Risk Management and Internal Control. Their limited assurance review was performed in accordance with the Audit and Assurance Practice Guide ("AAPG") 3 issued by the Malaysian Institute of Accountants. AAPG 3 does not require the external auditors to form an opinion on the adequacy and effectiveness of the risk management and internal control systems of the Group.

This Statement was presented by the ARMC and approved by the Board on 31 March 2026.

BOARD OF DIRECTORS
MESINIAGA BERHAD

AUDIT AND RISK MANAGEMENT COMMITTEE

The Audit and Risk Management Committee ("ARMC") is pleased to present the ARMC report for the financial year ended 31 December 2025 in compliance with Paragraph 15.15 of the MAIN Market Listing Requirements of Bursa Malaysia Securities Berhad and the Malaysian Code on Corporate Governance ("MCCG") April 2021.

The ARMC assists the Board of Directors ("Board") in the effective discharge of its fiduciary responsibilities for corporate governance, financial reporting, risk management and internal control.

COMPOSITION OF THE ARMC

During the financial year ended 31 December 2025, the ARMC comprised the following members, all of whom are Non-Executive Directors, with a majority being Independent Directors:

SIM HONG KEE

Chairman, Independent Non-Executive Director

ZAIM HUSNI OMAR

Member, Non-Independent Non-Executive Director

DR VEERINDERJEET SINGH A/L TEJWANT SINGH

Member, Independent Non-Executive Director

DATUK NOOR AZIAN SHAARI

Member, Independent Non-Executive Director *(ceased with effect from 1 July 2025)*

SYAFINAZ SANIT

Secretary

NUMBER OF ARMC MEETINGS AND DETAILS OF ATTENDANCE

During the financial year ended 31 December 2025, the ARMC held a total of nine (9) meetings. The details of the attendance of each ARMC member are as follows:

Members	Attendance
Sim Hong Kee	9/9
Zaim Husni Omar	9/9
Dr Veerinderjeet Singh A/L Tejwant Singh	7/9
Datuk Noor Azian Shaari *(Ceased with effect from 1 July 2025)*	7/7

AUDIT AND RISK MANAGEMENT COMMITTEE

TERMS OF REFERENCE FOR THE AUDIT AND RISK MANAGEMENT COMMITTEE

1. Introduction

The Audit and Risk Management Committee ("ARMC" or "Committee") is established by the Board of Directors ("Board") of Mesiniaga Berhad ("Company") to assist the Board in fulfilling its oversight responsibilities on financial reporting, risk management, internal control, and compliance matters.

The Committee acts as a focal point for communication between the Board, Management, internal auditors, and external auditors.

2. Purpose

The Audit and Risk Management Committee Terms of Reference (TOR) governs the operations of the Audit and Risk Management Committee (ARMC). It sets out the ARMC's role and responsibilities, composition, structure and membership requirements.

3. Composition

(a) The Committee shall consist of at least three (3) members, all of whom must be non-executive directors, with a majority being independent directors.

(b) All members must be financially literate, with at least one member possessing a recognised accounting degree or professional accounting qualification.

(c) The Chairperson of the Committee shall be an Independent Non-Executive Director and shall possess a recognised accounting degree or professional accounting qualification.

(d) The terms of a member's appointment are:

i) A member may resign upon reasonable notice in writing to the ARMC Chairman;

ii) A member may, from time to time, be immediately removed by notice in writing under the hand of the ARMC Chairman; and

iii) Ceasing to be a non-executive director of the Board is deemed to be automatic termination of appointment as a member of the ARMC.

4. Meetings

(a) The Committee shall meet at least four (4) times a year and as often as necessary to fulfil its responsibilities.

(b) A quorum shall consist of two (2) members, one of whom must be an independent director.

(c) Special meetings may be convened as required. The ARMC Chairman will call a meeting of the ARMC if deemed necessary, requested to do so by any member of the ARMC, the external auditors, or the Chairman of the Board.

(d) The ARMC may invite such other people, i.e., staff, the Chief Executive Officer, the Chief Financial Officer, and external parties, to its meetings as necessary (whether on a permanent or ad hoc basis).

(e) The Committee shall meet with the external auditors and internal auditors, separately or jointly, without the presence of Management at least once a year.

(f) Minutes of meetings shall be recorded and tabled at the next Board meeting.

AUDIT AND RISK MANAGEMENT COMMITTEE

5. Authority

The Committee is empowered to:

(a) Investigate any matter within its terms of reference.

(b) Obtain independent professional advice as necessary, at the expense of the Company.

(c) Access all employees and Company records relevant to fulfilling its duties.

(d) Recommend the appointment, reappointment, or removal of external auditors to the Board.

6. Duties and Responsibilities

6.1 Understanding the Company's business

The ARMC shall ensure it understands the Company's structure, business, and controls to adequately assess the significant risks faced by the Company.

6.2 Financial Reporting

(a) Review the Company's quarterly and annual financial statements before submission to the Board for approval.

(b) Ensure the integrity, accuracy, and compliance of financial reporting with applicable accounting standards and regulatory requirements.

(c) Discuss and conclude on significant financial reporting issues, judgments, and estimates with Management and external auditors.

6.3 Reporting to the Board

(a) The ARMC shall regularly report to the Board on all matters relevant to the ARMC's role and responsibilities.

(b) The ARMC Chairman will report and, as appropriate, make recommendations to the Board after each ARMC meeting on matters dealt with by the ARMC.

(c) As and when appropriate, the ARMC will seek direction and guidance from the Board on audit, risk management and compliance matters.

(d) The ARMC shall ensure that the Board is promptly made aware of audit, financial reporting, internal control, risk management, and compliance matters that may significantly impact the Company.

6.4 Internal Control and Risk Management

(a) Review the adequacy and effectiveness of the Company's internal control system and enterprise-wide risk management framework, including risk appetite, key risk exposures, emerging risks, and mitigation strategies.

(b) Review material risk areas and assess the adequacy and effectiveness of risk management and mitigation strategies.

(c) Oversee the integration of sustainability and environmental, social and governance ("ESG") related risks into the Company's enterprise risk management framework, including reviewing Management reports on material ESG risks and the adequacy of mitigation measures.

AUDIT AND RISK MANAGEMENT COMMITTEE

6.5 Internal Audit

(a) The Internal Audit function shall report functionally to the ARMC and administratively to the Management to ensure independence and objectivity.

(b) Evaluate the performance and effectiveness of the internal audit function.

(c) Determine the appointment, termination or dismissal of members of the internal audit function.

(d) Review significant internal audit findings and the adequacy of the Management's response.

6.6 External Audit

(a) Recommend the appointment, reappointment, or removal of external auditors. Review the scope, nature, and results of the external audit, and the independence of the external auditors, including the provision of non-audit services and the related fees, to ensure that auditor independence is not compromised.

(b) Discuss audit findings and ensure corrective actions are implemented.

6.7 Compliance and Ethics

(a) Monitor compliance with legal, regulatory, and corporate governance requirements.

(b) Review whistleblowing procedures and any reported breaches or unethical behaviour and provide oversight on the satisfactory closure of any reported breaches.

6.8 ARMC Performance

The Board will evaluate the performance of the ARMC as appropriate and is responsible for reviewing the Company's policies on risk oversight and Management and shall satisfy itself that Management has developed and implemented a sound system of risk management and internal control.

7. Reporting

(a) The Committee reports its activities to the Board after each meeting.

(b) The Committee shall report on its work in the Annual Report, including a summary of its activities and how it has discharged its responsibilities.

8. Review of TOR

(a) The ARMC shall review this TOR at least annually or as required by changes in law, regulation, or Board directives.

(b) The Board must approve any proposed changes.

SECRETARY

The Secretary of the Committee shall be the Head of Audit and Risk Department of the Company and as a reporting procedure, the minutes shall be circulated to all members of the Board.

AUDIT & RISK MANAGEMENT COST

The total costs incurred by the Audit and Risk Management Department in 2025 amounted to RM582,745, as compared to RM184,509 in 2024. The costs primarily comprised salaries, training, and employee benefits. Effective from 2025 onwards, the cost structure will also include the ARMC Director's remuneration as well as expenses related to ARMC meetings.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee ("NRC") is pleased to present this Report for the financial year ended 31 December 2025 in compliance with paragraph 15.08A of the MAIN Market Listing Requirements of Bursa Malaysia Securities Berhad and the Malaysian Code on Corporate Governance ("MCCG") April 2021.

COMPOSITION OF THE NRC

SIM HONG KEE
Chairman, Independent Non-Executive Director

FATHIL ISMAIL
Member, Non-Independent Non-Executive Director

DATUK NOOR AZIAN SHAARI
Member, Independent Non-Executive Director

ROSMAWATI HARON
Secretary

NUMBER OF NRC MEETINGS AND DETAILS OF ATTENDANCE

Members	Attendance
Sim Hong Kee	17/17
Fathil Ismail	17/17
Datuk Noor Azian Shaari	17/17

TERMS OF REFERENCE FOR THE NOMINATION AND REMUNERATION COMMITTEE

1. SIZE AND COMPOSITION

(a) The members of the Nomination and Remuneration Committee shall be appointed by the Board of Directors of Mesiniaga from amongst their members.

(b) The Committee shall consist of not less than three (3) members, exclusively of Non-Executive Directors, a majority of whom shall be Independent Directors.

(c) The Chairperson of the Committee shall be an Independent Director.

2. FREQUENCY OF MEETINGS

(a) Meeting shall be held at least once a year, and more frequently as circumstances require, to effectively discharge the Committee's roles and responsibilities.

(b) The quorum for a meeting shall be at least two (2) Committee members.

NOMINATION AND REMUNERATION COMMITTEE

3. SECRETARY

(a) The Head of the Human Resources Department, or such other person as appointed by the Board, shall be the Secretary of the Nomination and Remuneration Committee.

(b) Minutes of meetings shall be recorded.

4. PURPOSE OF THE COMMITTEE

The Nomination and Remuneration Committee is established to assist the Board in the following areas:

- Develop and administrate a fair and transparent procedure for matters related to the nomination and remuneration of Directors, Board Committees and Executive Directors and their re-elections.
- Develop and administrate a fair and transparent procedure for the evaluation of the Board's, Board Committees' and Board members' effectiveness.
- Provide input to the Executive Director and CEO on the KPIs and remuneration of the C-level positions.

5. FUNCTIONS AND DUTIES OF THE COMMITTEE

The Committee shall perform the following functions and duties having regards to the Group's operating results, individual performance, long-term strategy, sustainability objectives, risk appetite, corporate governance standards and comparable market statistics.

i) Functions and Duties – Nomination

(a) To review and ensure that the Board size and composition meet the needs of the Group, including an appropriate balance of skills, experience, independence, workload, gender and diversity, taking into account the Group's strategic direction and regulatory expectations.

(b) To develop, maintain and review the criteria to be used in the recruitment and annual assessment of Directors and Directors who retire by rotation and standing for re-election, including fit and proper requirements, independence assessment, time commitment and tenure considerations.

(c) To assess and recommend to the Board the candidature of Directors, appointment of Directors to Board Committees, and to review and oversee succession planning for the Board, CEO and C-Level, as well as training and development programmes for the Board.

(d) To establish formal and transparent remuneration policies and procedures to attract and retain Directors.

(e) To recommend for the approval of the Board the terms and conditions of service, remuneration, compensation and benefits package for any existing Executive Director and/or a to-be appointed Executive Director and CEO.

(f) To review the performance of Executive Directors and the CEO against the respective KPIs and recommend the annual remuneration for approval by the Board.

(g) To conduct annual assessment and review the results of the Board's effectiveness, including Board Committees and individual Directors, and to consider the use of external independent facilitators at periodic intervals, presenting observations and recommended actions for approval by the Board.

NOMINATION AND REMUNERATION COMMITTEE

ii) Functions and Duties – Remuneration of the Board, CEO and Executive Directors

(a) To review and make recommendations on the remuneration of the Board and Board committees for endorsement by the Board and approval by the shareholders.

(b) To review the performance of Executive Directors and the CEO against their respective KPIs, ensuring that remuneration outcomes are appropriately linked to performance, risk management, long-term value creation and sustainable business outcomes.

(c) To review and provide input to the CEO on the setting of KPI and remuneration structure for C-level positions.

iii) Functions and Duties – Others

To perform other related duties as directed by the Board of Directors.

OTHER INFORMATION REQUIRED

BY THE LISTING REQUIREMENTS OF BURSA SECURITIES MALAYSIA BERHAD

UTILISATION OF PROCEEDS

No funds were raised by the Company from any corporate proposal during the financial year.

NON-AUDIT FEES

An amount of RM56,000.00 was paid for tax services provided by PwC Taxation Services Sdn. Bhd.

MATERIAL CONTRACTS

There was no material contract by the Company and its subsidiaries involving Directors or substantial shareholders' interest during the financial year.

CONTRACTS RELATING TO LOAN

There was no contract relating to a loan by the Company during the financial year.

CONFLICT OF INTEREST

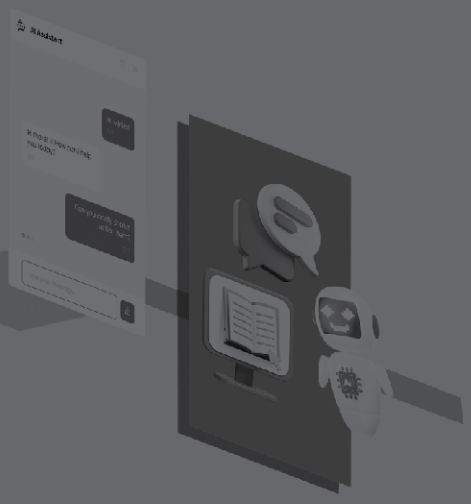
Unless otherwise disclosed, the Directors were not aware of any conflict of interest among the Directors with the Company, existing at the end of the financial year 2025.

EMPLOYEES SHARE OPTION SCHEME

The Company did not implement any employee share options scheme in the financial year 2025.

INTERNAL AUDIT EXPENSES

The costs incurred by the internal audit function for the financial year 2025 were RM318,245.



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DIRECTORS' REPORT

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

DIRECTORS

The Directors in office during the financial year and during the period from the end of the financial year to the date of the report are:

Datuk Wan Mohamed Fusil bin Wan Mahmood
Fathil Sulaiman bin Ismail
Sim Hong Kee
Datuk Noor Azian binti Shaari
Zaim Husni bin Omar
Dr Veerinderjeet Singh A/L Tejwant Singh
Dato' Darawati Hussain (Retired on 5 June 2025)

In accordance with Article 104 of the Company's Articles of Association, Datuk Wan Mohamed Fusil bin Wan Mahmood and Fathil Sulaiman bin Ismail will retire by rotation at the forthcoming Annual General Meeting ("AGM"), and being eligible, offer themselves for re-election.

LIST OF DIRECTORS OF SUBSIDIARIES

Pursuant to Section 253 of the Companies Act 2016, the list of Directors of the subsidiaries (excluding Directors who are also Directors of the Company) in office since the beginning of the financial year to the date of the report are:

Ariffin bin Abd Majid
Yeow Daw Swee
William Woo Siew Wing (Resigned on 15 May 2025)
Ng Kuo Pin (Resigned on 15 May 2025)
Koh Boon Chye (Resigned on 15 May 2025)

PRINCIPAL ACTIVITIES

The Company is principally involved in the sale and service of information technology ("IT") products and related services. The principal activities of the subsidiaries are described in Note 12 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

FINANCIAL RESULTS

	Group RM'000	Company RM'000
Net profit for the financial year attributable to owners of the Company	11,852	10,683

DIRECTORS' REPORT
(CONTINUED)

RESERVES AND PROVISIONS

All material transfers to or from reserves and provisions during the financial year are shown in the financial statements.

ISSUE OF SHARES AND DEBENTURES

There were no changes in the authorised, issued and paid-up capital of the Company during the financial year.

DIRECTORS' BENEFITS

Since the end of the previous financial year, no Director has received or become entitled to receive a benefit (other than the benefits shown under Directors' Remuneration as disclosed in this report) by reason of a contract made by the Company or by a related corporation with the Director or with a firm of which the Director is a member, or with a Company in which the Director has a substantial financial interest.

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

INDEMNITY AND INSURANCE

During the financial year, the Group and the Company maintained a Directors' and Officers' Liability Insurance ("D&O") for the purpose of Section 289 of the Companies Act 2016. The total insured limit under the D&O effected for each of the Directors and Officers of the Group and of the Company is RM30,000,000 at any one claim and under investigation under all insuring agreements combined. The premium borne by the Company for the D&O coverage during the financial year was approximately RM28,000.

The Company has agreed to indemnify its auditors, PricewaterhouseCoopers PLT to the extent permissible under the requirements of the Companies Act 2016 in Malaysia.

DIRECTORS' INTERESTS IN SHARES AND DEBENTURES

According to the Register of Directors' Shareholdings required to be kept under Section 59 of the Companies Act 2016, none of the Directors who held office at the end of the financial year held any shares and debentures in the Company or its subsidiaries during the financial year except as follows:

	Number of ordinary shares			
	At 1.1.2025 '000	Bought '000	Sold '000	At 31.12.2025 '000
Datuk Wan Mohamed Fusil bin Wan Mahmood[1]	3,470	-	-	3,470
Fathil Sulaiman bin Ismail	7,748	470	-	8,218

(1) Including interests held under nominee accounts with CIMB Islamic Trustee Berhad and CGS International Nominees Malaysia (Tempatan) Sdn. Bhd.

DIRECTORS' REPORT
(CONTINUED)

DIVIDENDS

No dividend has been paid or declared by the Company since 31 December 2024.

A final single-tier dividend of RM0.05 per share, amounting to RM3,020,100 in respect of the financial year ended 31 December 2025, has been proposed by the Board of Directors, subject to the approval of the Company's shareholders at the forthcoming Annual General Meeting. The final single-tier dividend, if approved, will be paid on 7 July 2026.

DIRECTORS' REMUNERATION

Details of Directors' remuneration paid/payable by the Group and the Company for the financial year are as follows:

	Group RM'000	Company RM'000
Directors' remuneration:		
Non-Executive Directors:		
- fees	331	331
- other emoluments and allowance*	136	136
Executive Director:		
- salary	733	733
- other emoluments and allowance*	890	890
- defined contribution plan	89	89
Total Directors' remuneration	2,179	2,179

* There is no benefit-in-kind (based on estimated monetary value) received/receivable from the Group and the Company in Directors' emoluments during the financial year ended 31 December 2025 and 31 December 2024.

OTHER STATUTORY INFORMATION

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

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

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

DIRECTORS' REPORT
(CONTINUED)

OTHER STATUTORY INFORMATION (CONTINUED)

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

(i) would render the amounts written off for bad debts or the amount of the allowance for impairment losses in the financial statements of the Group and of the Company inadequate to any substantial extent; or

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

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

(c) At the date of this report, there are:

(i) no charges on the assets of the Group and of the Company which have arisen since the end of the financial year which secure the liabilities of any other person; and

(ii) no contingent liabilities in the Group and in the Company which have arisen since the end of the financial year.

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

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

(f) In the opinion of the Directors:

(i) the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and

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

SUBSIDIARIES

Details of subsidiaries are set out in Note 12 to the financial statements.

DIRECTORS' REPORT
(CONTINUED)

AUDITORS' REMUNERATION

Details of auditors' remuneration for the financial year ended 31 December 2025 are as follows:

	Group RM'000	Company RM'000
Auditors' remuneration:		
- audit	460	384
- non-audit	56	16
	516	400

AUDITORS

The auditors, PricewaterhouseCoopers PLT (LLP0014401-LCA & AF 1146), have expressed their willingness to continue in office.

This report was approved by the Board of Directors on 31 March 2026.

Signed on behalf of the Board of Directors:

DATUK WAN MOHAMED FUSIL BIN WAN MAHMOOD
DIRECTOR

SIM HONG KEE
DIRECTOR

Kuala Lumpur

STATEMENT BY DIRECTORS

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

We, Datuk Wan Mohamed Fusil bin Wan Mahmood and Sim Hong Kee, two of the Directors of Mesiniaga Berhad, do hereby state that, in the opinion of the Directors, the accompanying financial statements set out on pages 92 to 157 are drawn up 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 financial performance of the Group and of the Company for the financial year ended 31 December 2025 in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 of Malaysia.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 31 March 2026.

DATUK WAN MOHAMED FUSIL BIN WAN MAHMOOD
DIRECTOR

SIM HONG KEE
DIRECTOR

Kuala Lumpur

STATUTORY DECLARATION

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

I, Ariffin bin Abd Majid, the Officer primarily responsible for the financial management of Mesiniaga Berhad, do solemnly and sincerely declare that the financial statements set out on pages 92 to 157 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.

ARIFFIN BIN ABD MAJID
OFFICER
MIA No. CA 43071

Subscribed and solemnly declared by the above-named, Ariffin bin Abd Majid at Kuala Lumpur, Malaysia on 31 March 2026.

Before me:

COMMISSIONER FOR OATHS

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MESINIAGA BERHAD
(INCORPORATED IN MALAYSIA)
REGISTRATION NO. 198101013112 (79244-V)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Our opinion

In our opinion, the financial statements of Mesiniaga Berhad ("the Company") and its subsidiaries ("the Group") 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 financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

What we have audited

We have audited the financial statements of the Group and of the Company, which comprise the statements of financial position as at 31 December 2025 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including a summary of material accounting policies, as set out on pages 92 to 157.

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.

Our audit approach

As part of designing our audit, we determined materiality and assessed the risks of material misstatement in the financial statements of the Group and of the Company. In particular, we considered where the Directors made subjective judgements; for example, in respect of significant accounting estimates that involved making assumptions and considering future events that are inherently uncertain. As in all of our audits, we also addressed the risk of management override of internal controls, including among other matters, consideration of whether there was evidence of bias that represented a risk of material misstatement due to fraud.

We tailored the scope of our audit in order to perform sufficient work to enable us to provide an opinion on the financial statements as a whole, taking into account the structure of the Group and of the Company, the accounting processes and controls, and the industry in which the Group and the Company operate.

Key audit matters

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

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MESINIAGA BERHAD
(INCORPORATED IN MALAYSIA)
REGISTRATION NO. 198101013112 (79244-V)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

Key audit matters (continued)

Key audit matter	How our audit addressed the key audit matter
During the financial year ended 31 December 2025, the Group and the Company recognised revenues amounting to RM231.9 million and RM231.4 million respectively (2024: RM180.4 million and RM179.6 million). We focused on this area as there are judgements involved in arriving at the quantum and timing of revenue recognised. Certain contracts with customers comprise multi-element arrangements which may include sales of hardware, software licences and services. Judgement is exercised in determining the number of distinct performance obligations included within these contracts with customers. Transaction price is allocated to each performance obligation on the basis of the estimated stand-alone selling prices of distinct goods or services promised in the contract. The timing of revenue recognition may differ from the timing of billing to customers. When the services rendered by the Group and the Company exceeds the payment, a contract asset is recognised. When the payment received by the Group and the Company exceeds the services rendered, a contract liability is recognised. As at 31 December 2025, the Group and the Company had recognised contract assets amounting to RM50.4 million (2024: RM39.3 million) and contract liabilities amounting to RM21.5 million (2024: RM10.6 million). As a result of the above conditions, we regard revenue recognition from contracts with customers as a key audit matter for the Group and the Company. Refer to Notes 2.3 and 4 to the financial statements.	We performed the following audit procedures: - We read and understood the key terms and conditions of significant contracts with customers containing multiple performance obligations; - We obtained an understanding of the process surrounding customer acceptance and the acceptance of letters of award; - We tested the operating effectiveness of controls over the approval of customer contracts and budgets including the estimation of cost in determining the stand-alone selling prices and management's assessment of the allocation of transaction price between various performance obligations; - We obtained management's assessment of allocated transaction price to the identified separate performance obligations over customer contracts with multi-element arrangements and sighted to customer contracts on a sampling basis; - We tested the amount of revenue recognised (sales of hardware, software licences and services) to acceptance documents from customers and/or service delivery periods based on contractual terms; - We obtained management's assessment of expected billings for contract assets and checked against the billing terms in the contract on a sampling basis. We reviewed management's assessment of the recoverability of long aged contract assets; - We tested the contract liabilities by recalculating the excess of the billings-to-date over cumulative revenue earned on a sampling basis; and - We tested the appropriateness of unexpected journal entries made to the revenue accounts by assessing the basis for the journals and reviewing supporting documents. We did not identify any material exceptions from performing the procedures above.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MESINIAGA BERHAD
(INCORPORATED IN MALAYSIA)
REGISTRATION NO. 198101013112 (79244-V)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

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 Management Discussion and Analysis, Five-Year Performance Statistics, Sustainability Statement, Corporate Governance Overview Statement, Statement of Directors' Responsibilities in Relation to Financial Statements, Statement on Risk Management and Internal Control, Audit and Risk Management Committee, Nomination and Remuneration Committee, Other Information Required by the Listing Requirements of Bursa Securities Malaysia Berhad, Directors' Report and other sections of the 2025 annual report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon.

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

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

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

Responsibilities of the Directors for the financial statements

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

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

Auditors' responsibilities for the audit of the financial statements

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

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

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

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

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF MESINIAGA BERHAD
(INCORPORATED IN MALAYSIA)
REGISTRATION NO. 198101013112 (79244-V)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS (CONTINUED)

Auditors' responsibilities for the audit of the financial statements (continued)

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

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

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

(f) Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the Group financial statements. We are responsible for the direction, supervision and review of the audit work performed for 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 financial year and are therefore the key audit matters. We describe these matters in our auditors' report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

OTHER MATTERS

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

PRICEWATERHOUSECOOPERS PLT
LLP0014401-LCA & AF 1146
Chartered Accountants

CHONG TZE JIUN
03763/07/2027 J
Chartered Accountant

Kuala Lumpur
31 March 2026

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Revenue	4	231,898	180,393	231,351	179,569
Dividend income		-	-	-	5,100
Changes in inventories of finished goods		(962)	(5,282)	(547)	(3,918)
Finished goods purchased		(72,288)	(48,648)	(72,197)	(48,414)
Information technology services purchased		(67,686)	(58,343)	(86,973)	(77,216)
Staff costs	5	(73,518)	(70,017)	(55,818)	(54,151)
Depreciation		(1,523)	(1,606)	(1,387)	(1,507)
Travelling expenses		(1,130)	(1,186)	(646)	(667)
Administrative expenses:					
- office equipment maintenance		(2,636)	(2,489)	(2,520)	(2,371)
- cleaning and security		(510)	(501)	(508)	(497)
- utilities		(858)	(952)	(773)	(858)
- other administrative expenses		(1,386)	(1,364)	(1,257)	(1,226)
Other operating expenses		(2,757)	(1,766)	(2,558)	(1,536)
Net (provision)/reversal of impairment losses on financial and contract assets	13,14, 15	(245)	(644)	(245)	22,438
Reversal of loss allowance on other receivables		-	160	-	160
Other operating income		455	459	743	746
Other gains		-	5,084	-	5,084
Profit/(Loss) from operations	6	6,854	(6,702)	6,665	20,736
Finance cost	7	(1,218)	(761)	(1,218)	(759)
Finance income	7	1,415	1,141	1,354	1,037
Profit/(Loss) before taxation		7,051	(6,322)	6,801	21,014
Taxation	8	4,801	2,368	3,882	1,168
Profit/(Loss) for the financial year		11,852	(3,954)	10,683	22,182
Other comprehensive (loss)/income:					
Item that will not be reclassified to profit or loss:					
Actuarial (loss)/gain on defined benefit plan (net of tax)	8	(150)	3,699	(150)	3,699
Total comprehensive income/(loss) for the financial year		11,702	(255)	10,533	25,881

The notes on pages 101 to 157 are an integral part of these financial statements.

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Profit/(Loss) for the financial year attributable to:					
Equity holders of the Company		11,852	(3,378)	10,683	22,182
Non-controlling interests		-	(576)	-	-
Profit/(Loss) for the financial year		11,852	(3,954)	10,683	22,182
Total comprehensive income/(loss) for the financial year attributable to:					
Equity holders of the Company		11,702	321	10,533	25,881
Non-controlling interests		-	(576)	-	-
Total comprehensive income/(loss) for the financial year		11,702	(255)	10,533	25,881
Basic/Diluted earnings/(loss) per share (sen)	9	19.62	(5.59)		

The notes on pages 101 to 157 are an integral part of these financial statements.

STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2025

	Note	Group 2025 RM'000	Group 2024 RM'000	Company 2025 RM'000	Company 2024 RM'000
ASSETS					
Non-current assets					
Property, plant and equipment	10	34,828	35,205	34,373	34,895
Investment in subsidiaries	12	-	-	2,991	1,590
Finance lease receivables	14	1,719	1,912	1,719	1,912
Trade and other receivables	15	-	-	13,600	16,796
Deferred tax assets	17	8,687	3,600	5,568	1,400
TOTAL NON-CURRENT ASSETS		45,234	40,717	58,251	56,593
Current assets					
Inventories	18	327	1,289	327	874
Contract assets	13	50,392	39,326	50,392	39,326
Finance lease receivables	14	1,420	1,156	1,420	1,156
Trade and other receivables	15	29,541	31,970	36,534	42,416
Tax recoverable		92	284	-	22
Prepayments and other assets	16	50,443	17,001	50,130	16,986
Deposits with licensed financial institutions	19	64,953	38,371	62,802	36,281
Cash and bank balances	19	10,825	9,966	9,997	9,059
TOTAL CURRENT ASSETS		207,993	139,363	211,602	146,120
TOTAL ASSETS		253,227	180,080	269,853	202,713

The notes on pages 101 to 157 are an integral part of these financial statements.

STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2025 (CONTINUED)

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
EQUITY AND LIABILITIES					
Equity attributable to equity holders of the Company					
Share capital	20	64,528	64,528	64,528	64,528
Retained earnings		56,724	44,511	69,740	59,057
Defined benefit reserves	21	29	179	29	179
		121,281	109,218	134,297	123,764
Non-controlling interest	12	-	1,762	-	-
TOTAL EQUITY		121,281	110,980	134,297	123,764
Non-current liabilities					
Defined benefits obligations	21	1,108	766	1,108	766
Lease liabilities	22	832	1,790	832	1,790
TOTAL NON-CURRENT LIABILITIES		1,940	2,556	1,940	2,556
Current liabilities					
Trade and other payables	24	43,607	41,329	47,217	51,178
Lease liabilities	22	957	914	957	914
Contract liabilities	13	21,459	10,596	21,459	10,596
Tax payable		217	-	217	-
Borrowings	23	62,661	13,426	62,661	13,426
Provisions	25	1,105	279	1,105	279
TOTAL CURRENT LIABILITIES		130,006	66,544	133,616	76,393
TOTAL LIABILITIES		131,946	69,100	135,556	78,949
TOTAL EQUITY AND LIABILITIES		253,227	180,080	269,853	202,713

The notes on pages 101 to 157 are an integral part of these financial statements.

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

		Attributable to owners of the parent						
		Issued and fully paid ordinary shares						
Group	Note	Number of shares '000	Share capital RM'000	Defined benefit reserves RM'000	Retained earnings RM'000	Total RM'000	Non-controlling interest RM'000	Total RM'000
At 1 January 2025		60,402	64,528	179	44,511	109,218	1,762	110,980
Profit for the financial year		-	-	-	11,852	11,852	-	11,852
Other comprehensive loss for the financial year		-	-	(150)	-	(150)	-	(150)
Total comprehensive (loss)/income for the financial year		-	-	(150)	11,852	11,702	-	11,702
Acquisition of non-controlling interest	12	-	-	-	361	361	(1,762)	(1,401)
At 31 December 2025		60,402	64,528	29	56,724	121,281	-	121,281
At 1 January 2024		60,402	64,528	(3,520)	49,399	110,407	7,238	117,645
Loss for the financial year		-	-	-	(3,378)	(3,378)	(576)	(3,954)
Other comprehensive income for the financial year		-	-	3,699	-	3,699	-	3,699
Total comprehensive income/(loss) for the financial year		-	-	3,699	(3,378)	321	(576)	(255)
Dividend paid	27	-	-	-	(1,510)	(1,510)	(4,900)	(6,410)
At 31 December 2024		60,402	64,528	179	44,511	109,218	1,762	110,980

The notes on pages 101 to 157 are an integral part of these financial statements.

COMPANY STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

Company	Note	Issued and fully paid ordinary shares: Number of shares '000	Issued and fully paid ordinary shares: Share capital RM'000	Defined benefit reserves RM'000	Retained earnings RM'000	Total RM'000
At 1 January 2025		60,402	64,528	179	59,057	123,764
Profit for the financial year		-	-	-	10,683	10,683
Other comprehensive loss for the financial year		-	-	(150)	-	(150)
Total comprehensive (loss)/income for the financial year		-	-	(150)	10,683	10,533
At 31 December 2025		60,402	64,528	29	69,740	134,297
At 1 January 2024		60,402	64,528	(3,520)	38,385	99,393
Profit for the financial year		-	-	-	22,182	22,182
Other comprehensive income for the financial year		-	-	3,699	-	3,699
Total comprehensive income for the financial year		-	-	3,699	22,182	25,881
Dividend paid	27	-	-	-	(1,510)	(1,510)
At 31 December 2024		60,402	64,528	179	59,057	123,764

The notes on pages 101 to 157 are an integral part of these financial statements.

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
CASH FLOWS FROM OPERATING ACTIVITIES					
Profit/(Loss) for the financial year		11,852	(3,954)	10,683	22,182
Adjustments for:					
Taxation	8	(4,801)	(2,368)	(3,882)	(1,168)
Depreciation of:					
- property, plant and equipment	10	1,482	1,565	1,346	1,466
- right-of-use	10	41	41	41	41
Dividend income from a subsidiary		-	-	-	(5,100)
Finance cost	7	1,218	761	1,218	759
Finance income	7	(1,415)	(1,141)	(1,354)	(1,037)
Defined benefits obligations		145	401	145	401
Net provision/(reversal of) impairment losses on:					
- trade receivables		(19)	60	(19)	62
- contract assets		264	584	264	584
- amounts due from subsidiaries		-	-	-	(23,126)
Reversal of loss allowance on other receivables		-	(160)	-	(160)
Net unrealised foreign exchange losses		576	290	576	290
Property, plant and equipment written off		445	-	443	-
Gain on disposal of property, plant and equipment		(1)	-	-	-
(Reversal of)/provision for slow moving inventory		(337)	1,083	(197)	360
Provision for onerous contracts		876	279	876	279
Write off of amount due from a subsidiary		-	-	-	42
		10,326	(2,559)	10,140	(4,125)
Changes in working capital:					
Inventories		1,299	4,200	744	3,559
Contract assets		(11,170)	19,743	(11,170)	19,743
Trade and other receivables and finance lease receivables		2,578	18,124	2,623	16,783
Prepayments and other assets		(33,442)	1,160	(33,144)	1,160
Intercompany balances		-	-	1,245	(2,135)
Trade and other payables		1,607	(35,427)	997	(34,157)
Provisions		(50)	-	(50)	-
Contract liabilities		10,863	(14,269)	10,863	(14,269)
Cash generated from operations		(17,989)	(9,028)	(17,752)	(13,441)
Retirement benefits paid		-	(195)	-	(195)
Tax refund		170	-	-	-
Tax paid		-	(97)	-	-
Net cash used in operating activities		(17,819)	(9,320)	(17,752)	(13,636)

The notes on pages 101 to 157 are an integral part of these financial statements.

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

	Note	Group		Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
CASH FLOWS FROM INVESTING ACTIVITIES					
Purchase of property, plant and equipment	(a)	(1,407)	(1,885)	(1,124)	(1,657)
Proceeds from the disposal of property, plant and equipment		1	-	-	-
Dividend received from a subsidiary		-	-	-	5,100
Interest received		1,054	949	993	846
Investment in deposits maturing more than three months (restricted cash)		177	(11)	177	(11)
(Decrease)/Increase in restricted cash		(2,183)	76	(2,183)	76
Advances to subsidiaries		-	-	(366)	(2,391)
Repayment from a subsidiary		-	-	96	6,137
Acquisition of non-controlling interest		(1,401)	-	(1,401)	-
Net cash (used in)/generated from investing activities		(3,759)	(871)	(3,808)	8,100
CASH FLOWS FROM FINANCING ACTIVITIES					
Dividend paid to shareholders		-	(1,510)	-	(1,510)
Dividend paid to non-controlling interest		-	(4,900)	-	-
Repayment of lease liabilities	(b)	(915)	(1,514)	(915)	(1,490)
Interest paid on lease liabilities	(b)	(102)	(160)	(102)	(158)
Drawdown of bankers acceptance	(b)	88,426	40,448	88,426	40,448
Repayment of bankers acceptance	(b)	(38,943)	(37,474)	(38,943)	(37,474)
Interest paid on bankers acceptance	(b)	(1,026)	(460)	(1,026)	(460)
Repayment of term financing	(b)	(248)	(330)	(248)	(330)
Interest paid on term financing	(b)	(4)	(20)	(4)	(20)
Net cash generated from/(used in) financing activities		47,188	(5,920)	47,188	(994)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		25,610	(16,111)	25,628	(6,530)
EFFECT OF FOREIGN EXCHANGE TRANSLATION		(175)	68	(175)	68
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF THE FINANCIAL YEAR		42,874	58,917	39,877	46,339
CASH AND CASH EQUIVALENTS AT THE END OF THE FINANCIAL YEAR	19	68,309	42,874	65,330	39,877

The notes on pages 101 to 157 are an integral part of these financial statements.

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

Note to the Statement of Cash Flows:

(a) Purchase of property, plant and equipment

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Additions during the year	1,591	1,885	1,308	1,685
Unpaid and included under trade and other payables	(184)	(27)	(184)	(27)
Payment during the financial year	1,407	1,858	1,124	1,658

(b) The reconciliation of lease liabilities and borrowings to cash flow arising from financing activities is disclosed in Notes 22 and 23.

The notes on pages 101 to 157 are an integral part of these financial statements.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

1 GENERAL 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 principal activities of the Group and of the Company are the sale and service of information technology ("IT") products and services. The principal activities of the subsidiaries are described in Note 12 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

The address of the registered office and the principal place of business of the Company is as follows:

11th Floor, Menara Mesiniaga,
1A, Jalan SS16/1,
47500 Subang Jaya.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES

2.1 BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS

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

The financial statements of the Group and of the Company have been prepared under the historical cost convention except as disclosed in the summary of material accounting policies below.

The financial statements of the Group and of the Company are presented in Ringgit Malaysia ("RM"), which is the Company's functional and presentation currency.

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

(a) Standards, amendments to published standards and interpretations that are effective

The Group and the Company have applied the following amendments for the first time for the financial year beginning on 1 January 2025:

- Amendments to MFRS 121 "Lack of Exchangeability"

The adoption of amendments listed above did not have any impact on the amounts recognised in prior and current periods and are not expected to significantly affect the future periods.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.1 BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS (CONTINUED)

(b) IFRIC agenda decisions that are concluded and published

In view that MFRS is fully converged with IFRS Accounting Standards, the Group and the Company consider all agenda decisions published by the IFRS Interpretations Committee ("IFRIC"). Where relevant, the Group and the Company may change its accounting policy to be aligned with the agenda decision.

During the financial year, the Group and the Company have assessed the implications of the IFRIC agenda decision on guarantees issued on obligations of other entities. The IFRIC agenda decision is not expected to have a significant impact to the Group and the Company.

(c) Standards and amendments to published standards that have been issued but not yet effective:

Certain new accounting standards and amendments to accounting standards have been published that are not mandatory for 31 December 2025 reporting periods and have not been early adopted by the Group. None of these is expected to have a significant effect on the consolidated financial statements of the Group, except for the following:

- MFRS 18 "Presentation and Disclosure in Financial Statements" (effective 1 January 2027) replaces MFRS 101 "Presentation of Financial Statements".
  - The new MFRS introduces a new structure of the profit or loss statement.
    - (a) Income and expenses are classified into 3 new main categories:
      - i. Operating category which typically includes results from the main business activities;
      - ii. Investing category that presents the results of investments in associates and joint ventures and other assets that generate a return largely independently of other resources; and
      - iii. Financing category that presents income and expenses from financing liabilities.
    - (b) Entities are required to present two new specified subtotals: "Operating profit or loss" and "Profit or loss before financing and income taxes".
  - Management-defined performance measures are disclosed in a single note and reconciled to the most similar specified subtotal in MFRS Accounting Standards.
  - Changes to the guidance on aggregation and disaggregation which focus on grouping items based on their shared characteristics.

The adoption of MFRS 18 will have no impact on the Group's and the Company's net profit, but will result in changes to the presentation of the profit or loss on the grouping of income and expenses categories, as well as additional disclosures on management-defined performance measures.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.1 BASIS OF PREPARATION OF THE FINANCIAL STATEMENTS (CONTINUED)

(c) Standards and amendments to published standards that have been issued but not yet effective (continued):

Certain new accounting standards and amendments to accounting standards have been published that are not mandatory for 31 December 2025 reporting periods and have not been early adopted by the Group. None of these is expected to have a significant effect on the consolidated financial statements of the Group, except for the following (continued):

- Amendments to MFRS 9 and MFRS 7 "Amendments to the Classification and Measurement of Financial Instruments" (effective 1 January 2026):
  - require financial assets to be derecognised on the date the contractual rights to the cash flows expire, and financial liabilities to be derecognised when the obligation under the contract is discharged (i.e. the settlement date). In addition, there is an optional exception to derecognise financial liabilities before the settlement date for settlement using an electronic payment system if specified criteria are met;
  - clarify and add further guidance for assessing whether a financial asset meets the solely payments of principal and interest ("SPPI") criterion;
  - add new disclosures for certain instruments with contractual terms that can change cash flows (such as some financial instruments with features linked to the achievement of environmental, social and governance targets); and
  - update the disclosures for equity instruments designated at fair value through other comprehensive income ("FVOCI").

The amendments are in line with the Group's and the Company's current practices, where the financial assets are derecognised on the date the contractual rights to the cash flows expire and financial liabilities are derecognised when the obligation under the contract is discharged (i.e. the settlement date).

The Amendments to MFRS 9 and MFRS 7 "Amendments to the Classification and Measurement of Financial Instruments" are not expected to have a material impact to the Group and the Company.

The following amendments are not expected to have any significant impact on the consolidated financial statements of the Group:

- MFRS 19 "Subsidiaries without Public Accountability: Disclosures"
- Amendments to MFRS 9 and MFRS 7 "Contracts Referencing Nature-dependent Electricity"
- Annual Improvements to MFRS Accounting Standards for enhanced consistency

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.2 SEGMENTAL REPORTING

The Group operates principally in Malaysia and in one major business segment being sales of IT products and services. Operating segments are reported in a manner consistent with the internal reporting provided to the Chief Executive Officer, who is responsible for allocating resources and assessing the performance of the operating segments. There is only one reportable segment based on the information reviewed by the Chief Executive Officer.

Accordingly, no segment information is provided as the financial position and performance are already shown in the Statement of Financial Position and Statement of Comprehensive Income.

At the end of the financial year, there were no significant concentrations of revenue other than one major customer with revenue of approximately RM49 million (2024: one major customer with revenue of approximately RM23 million). The customer contributes to approximately 21% (2024: 13%) of the revenue in the financial statements.

2.3 REVENUE RECOGNITION

Revenue, which represents income arising in the course of the Group's and of the Company's ordinary activities, is recognised by reference to each distinct performance obligation promised in the contract with the customer. Revenue arises mainly from the sales of hardware and software licences, support and maintenance services, and application development services.

Revenue from contracts with customers

Revenue from contracts with customers is measured at its transaction price, being the amount of consideration which the Group and the Company expect to be entitled in exchange for transferring promised goods or services to a customer, net of discounts and taxes. Discounts are measured using the most likely amount, and revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur.

Transaction price is allocated to each performance obligation on the basis of the estimated stand-alone selling prices of distinct goods or services promised in the contract.

The stand-alone selling prices are determined based on observable prices. For goods and services with no observable price available, the Group and the Company estimate stand-alone selling prices using a cost plus expected margin approach for each distinct good or service promised in the contract. Depending on the substance of the respective contract with the customer, revenue is recognised when the performance obligation is satisfied, which may be at a point in time or over time. Customers are invoiced based on defined milestones in the contracts. Any amounts remaining unbilled at the end of the reporting period are presented in the statement of financial position as contract assets as the right to consideration in exchange for goods or services that the entity has transferred to a customer is conditional in accordance with the contract terms.

Costs that are incremental to obtaining a contract are recognised as an asset if the Group and the Company expect to recover those costs. Costs to obtain a contract that would have been incurred regardless of whether the contract was obtained are recognised as an expense when incurred, unless those costs are explicitly chargeable to the customer regardless of whether the contract is obtained.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.3 REVENUE RECOGNITION (CONTINUED)

Revenue from contracts with customers (continued)

(a) Sales of hardware and software

Revenue from the sale of hardware is recognised when control over the hardware is transferred to the customer at a point in time. For hardware sales, transfer of control is usually deemed to occur upon delivery and acceptance by the customer.

Revenue recognition for software depends on whether the software licences are perpetual or term-based. Perpetual licences are provided to customers at a point in time, activated or ready to be activated by the customer at a later stage and revenue recognised when the customer obtains control of the software. Perpetual licences entitle customers to the right to use the software indefinitely, without the need for the renewal or repurchase in subsequent years. While customers can continue using the software without interruptions, they may not receive the latest updates, patches or support from the product's principals. Additionally, these licences do not impose any obligation on the Company to provide support or maintenance services.

Term-based software licences typically include multiple performance obligations where the licences are recognised upfront upon transfer of control with the associated software maintenance revenue recognised on a straight-line basis over the respective contract period. Where the bundled maintenance services are essential for the continued functionality of the software, they are recognised as a single performance obligation with the licence. Revenue is then recognised over time as control transfers over the period.

(b) Rendering of services

Revenue arising from the rendering of services includes support and maintenance services and application development services.

The Group and the Company enter into fixed price support and maintenance services for customers for terms ranging between one and five years. Revenue for support and maintenance services with continued involvement are recognised on a straight-line basis over the term of the contract. This method best depicts the delivery of services to the customer as there is no reliable prediction that can be made as to if and when any individual customer will require the service.

Revenue for application development services is recognised as the services are delivered. The costs of delivering recurring services are recognised as costs of sales as and when they are incurred.

Some contracts for the delivery of hardware and software include multiple deliverables, such as the installation of hardware and/or software. In most cases, the installation is simple, does not include an integration service and could be performed by another party. It is therefore accounted for as a separate performance obligation. The revenue for installation services is recognised at a point in time when the customer has accepted the installation of the hardware and/or software. In the rare case when the contract includes integration services, it is accounted for as a separate performance obligation as the level of integration required is not significant and can be performed by another party. In these cases, the transaction price is allocated to each performance obligation based on stand-alone selling prices. Where these are not directly observable, they are estimated based on cost plus expected margin.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.3 REVENUE RECOGNITION (CONTINUED)

Revenue from contracts with customers (continued)

All required criteria under MFRS 15 must be met before the Group and the Company recognise revenue from contracts with customers. The Group and the Company apply judgements when assessing the timing and certainty of revenue and cash flows from contracts. The assessments are based on the customers' respective credit standings and other relevant information gathered by Management. These assessments may change during contract executions, and if there are evidence of a change in the timing and certainty of revenue and cash flow from the contracts, then under MFRS 15, no revenue shall be recognised until the recognition criteria are met. Conversely, these statements may change favourably over time.

Application of the various accounting principles in MFRS 15 related to the measurement and recognition of revenue requires that the Group and the Company make judgements and estimates. Specifically, whether promised goods and services specified in the contracts are distinct performance obligations.

Contract asset is the right to consideration for goods or services transferred to the customers. In the case of services contracts, the Group and the Company perform the services prior to billing the customer and the contract asset is the excess of cumulative revenue earned over the billings to-date. See Note 2.6(d) on impairment of contract assets. When the Group and the Company perform services prior to billing the customer, the right to consideration is typically subject to milestone completion or customer acceptance and the unbilled account receivable is classified as a contract asset. Contract assets are classified as current and are recorded on a net basis with deferred income (i.e., contract liabilities) at the contract level.

Contract liability is the obligation to transfer goods or services to customers for which the Group and the Company have billed the customer and received the consideration in advance. In the case of services contracts, contract liability is the excess of the billings to-date over the cumulative revenue earned. Contract liabilities include downpayments received from customers and other deferred income where the Group and the Company have billed or have collected the payment before the goods are delivered or services are provided to the customers.

2.4 CURRENT AND DEFERRED INCOME TAX

Tax expense for the period comprises current and deferred income tax. The income tax expense or credit for the period is the tax payable on the current period's taxable income based on the applicable income tax rate for each jurisdiction adjusted by changes in deferred tax assets and liabilities attributable to temporary differences and to unused tax losses. Tax is recognised in arriving at profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

The current income tax charge is calculated on the basis of the tax laws enacted or substantively enacted at the end of the reporting period.

Deferred tax is provided in full, using the liability method, on temporary differences arising between the amounts attributed to assets and liabilities for tax purposes and their carrying amounts in the financial statements. However, deferred tax is not recognised if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates (and tax laws) that have been enacted or substantively enacted by the end of the reporting period and are expected to apply when the related deferred tax asset is realised, or the deferred tax liability is settled.

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

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.4 CURRENT AND DEFERRED INCOME TAX (CONTINUED)

Deferred tax liability is recognised for all taxable temporary differences associated with investments in subsidiaries, except where the timing of the reversal of the temporary difference is controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

Key sources of estimation uncertainty:

Deferred tax

Deferred and income tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred income tax assets and liabilities relate to taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

Deferred tax assets are recognised to the extent that it is probable that future taxable profit will be available against which the temporary difference and tax losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based on the likely timing and level of future taxable profits. Assumptions about the generation of future taxable profits depend on management's estimates of future cash flows. Based on the uncertainty of utilisation of available tax losses and capital allowances, the Directors have assessed that deferred tax assets will be recognised up to the extent that there is probable taxable profit for which these deferred tax assets will be utilised.

As of 31 December 2025, the Group and the Company recognised deferred tax assets of RM8,687,000 and RM5,568,000 (2024: RM3,600,000 and RM1,400,000) respectively based on management's estimates of future taxable profits.

2.5 LEASES

(a) Accounting by lessee

Leases are recognised as right-of-use ("ROU") assets and a corresponding liability at the date on which the leased asset is available for use by the Group and the Company (i.e. the commencement date).

Contracts may contain both lease and non-lease components. The Group and the Company allocate the consideration in the contract to the lease and non-lease components based on their relative stand-alone prices. However, for leases of properties for which the Group and the Company are a lessee, the practical expedient provided in MFRS 16 not to separate lease and non-lease components has been adopted. Both components are accounted for as a single lease component, and payments for both components are included in the measurement of lease liability.

Lease term

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

The Group and the Company reassess the lease term upon the occurrence of a significant event or change in circumstances that is within the control of the Group and of the Company and affects whether the Group and the Company are reasonably certain to exercise an option not previously included in the determination of lease term, or not to exercise an option previously included in the determination of lease term. A revision in the lease term results in the remeasurement of the lease liabilities.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.5 LEASES (CONTINUED)

(a) Accounting by lessee (continued)

ROU assets

ROU assets are initially measured at cost comprising the following:

- The amount of the initial measurement of lease liability;
- Any lease payments made at or before the commencement date less any lease incentive received;
- Any initial direct costs; and
- Decommissioning or restoration costs.

ROU assets are not investment properties and are subsequently measured at cost, less accumulated depreciation and impairment loss (if any). The ROU assets are generally depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group and the Company are reasonably certain to exercise a purchase option, the ROU asset is depreciated over the underlying asset's useful life. In addition, the ROU assets are adjusted for certain remeasurements of the lease liabilities. The ROU balances as at the reporting date are disclosed in Note 10.

Lease liabilities

Lease liabilities are initially measured at the present value of the lease payments that are not paid at that date. The lease payments include the following:

- Fixed payments (including in-substance fixed payments), less any lease incentive receivable;
- Variable lease payments that are based on an index or a rate, initially measured using the index or rate as at the commencement date;
- Amounts expected to be payable by the Group and the Company under residual value guarantees;
- The exercise prices of a purchase and extension options if the Group and the Company are reasonably certain to exercise that option; and
- Payments of penalties for terminating the lease, if the lease term reflects the Group and the Company exercising that option.

Lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, which is generally the case for leases in the Group and the Company, the lessee's incremental borrowing is used. This is the rate that the individual lessee would have to pay to borrow the funds necessary to obtain an asset of similar value to the ROU in a similar economic environment with similar terms, securities and conditions.

Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

The Group and the Company present the lease liabilities as a separate line item in the statement of financial position. Interest expense on the lease liability is presented within the finance cost during the year in the statement of comprehensive income.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.5 LEASES (CONTINUED)

(a) Accounting by lessee (continued)

Short-term leases and leases of low-value assets

Short-term leases are leases with a lease term of 12 months or less. Low-value assets comprise photocopy machine, multi-functional printer and water dispenser. Payments associated with short-term leases of equipment and vehicles, and all leases of low-value assets, are recognised on a straight-line basis as an expense in profit or loss.

(b) Accounting by lessor

As a lessor, the Group and the Company determine at lease inception whether each lease is a finance lease or an operating lease. To classify each lease, the Group and the Company make an overall assessment of whether the lease transfers substantially all the risks and rewards incidental to ownership of the underlying asset to the lessee. As part of this assessment, the Group and the Company consider certain indicators, such as whether the lease is for the major part of the economic life of the asset.

Finance leases

The Group and the Company classify a lease as a finance lease if the lease transfers substantially all the risks and rewards incidental to ownership of an underlying asset to the lessee.

The Group and the Company derecognise the underlying asset and recognise a receivable at an amount equal to the net investment in a finance lease. Net investment in a finance lease is measured at an amount equal to the sum of the present value of lease payments from the lessee and the unguaranteed residual value of the underlying asset. Initial direct costs are also included in the initial measurement of the net investment. The net investment is subject to MFRS 9 impairment.

Lease income is recognised over the term of the lease using the net investment method so as to reflect a constant periodic rate of return. The Group and the Company revise the lease income allocation if there is a reduction in the estimated unguaranteed residual value.

Operating leases

The Group and the Company classify a lease as an operating lease if the lease does not transfer substantially all of the risks and rewards incidental to ownership of an underlying asset to the lessee.

For asset under an operating lease, the asset is included in the statement of financial position based on the nature of the asset. Lease income is recognised over the term of the lease on a straight-line basis.

Sublease classification

When the Group or the Company is an intermediate lessor, it assesses the lease classification of a sublease with reference to the ROU asset arising from the head lessee, not with reference to the underlying asset.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.5 LEASES (CONTINUED)

(b) Accounting by lessor (continued)

Separating lease and non-lease components

If an arrangement contains lease and non-lease components, the Group and the Company allocate the consideration in the contract to the lease and non-lease components based on the stand-alone selling prices in accordance with the principles in MFRS 15. A lease is an agreement whereby the lessor conveys to the lessee, in return for a payment, or series of payments, the right to use an asset for an agreed period of time.

2.6 FINANCIAL ASSETS

(a) Classification

Financial assets that are debt instruments are measured at amortised cost if they are held within a business model whose objective is to collect contractual cash flows that are solely payments of principal and interest. The classification depends on the entity's business model for managing the financial assets and the contractual terms of the cash flows.

(b) Recognition and derecognition

Regular purchases and sales of financial assets are recognised on trade-date, the date on which the Group and the Company commit to purchase or sell the assets. Financial assets are derecognised when the rights to receive cash flows from the financial assets have expired or have been transferred, and the Group and the Company have transferred substantially all the risk and rewards of ownership.

(c) Measurement

Initial recognition

At initial recognition, the Group and the Company measure financial assets at their respective fair values, in the case of a financial asset not at fair value through profit or loss ("FVTPL"), transaction costs that are directly attributable to the acquisition of the financial assets. Transaction costs of financial assets carried at FVTPL are expensed in profit or loss.

Subsequent measurement

Subsequent measurement of financial assets depends on the Group's and the Company's business model for managing the financial assets and the cash flow characteristics of the assets. The Group and the Company measure the financial assets at amortised cost.

Interest income from financial assets is included in finance income using the effective interest rate method. Any gain or loss is recognised directly in profit or loss and presented in other gains/(losses) together with foreign exchange gains and losses. Impairment losses are presented as a separate line item in the statement of comprehensive income.

(d) Impairment

The Group and the Company assess on a forward-looking basis, the expected credit losses ("ECL") associated with its debt instruments carried at amortised cost. The impairment methodology applied depends on whether there has been a significant increase in credit risk.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.6 FINANCIAL ASSETS (CONTINUED)

(d) Impairment (continued)

The Group and the Company have five types of financial instruments that are subject to the ECL model:

- Trade and other receivables
- Finance lease receivables
- Loans to a subsidiary and amounts due from subsidiaries
- Loan to a key management personnel
- Contract assets

While cash and cash equivalents are also subject to the impairment requirements of MFRS 9, the identified impairment loss was immaterial.

ECL represents a probability-weighted estimate of the difference between the present value of cash flows according to contract, and the present value of the cash flows the Group and the Company expect to receive, over the remaining life of the financial instruments.

The measurement of ECL reflects:

(i) an unbiased and probability-weighted amount that is determined by evaluating a range of possible outcomes;
(ii) the time value of money; and
(iii) reasonable and supportable information that is available without undue cost or effort at the reporting date about past events, current conditions and forecasts of future economic conditions.

For trade receivables, contract assets and finance lease receivables, the Group and the Company apply the simplified approach, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

For non-trade receivables which comprise of other receivables, loans to a subsidiary, amounts due from subsidiaries and loan to a key management personnel, at each reporting date, the Group and the Company measure ECL through loss allowance at an amount equal to 12-month ECL if credit risk on a financial instrument or a group of financial instruments have not increased significantly since initial recognition.

The Group and the Company use the three-stage approach for non-trade receivables, which reflects their credit risk and how the loss allowances are determined for each of those stages. Summary of the assumptions underpinning the Group's and the Company's ECL model for non-trade receivables are as follows:

Type of non-trade receivables	Stage 1: Low credit risk (12-month ECL Model)	Stage 2: Significant increase in credit risk (Lifetime ECL Model)	Stage 3: Credit impaired (Lifetime ECL Model)
Loan to subsidiaries, amounts due from subsidiaries and loan to a key management personnel	Subsidiaries and related party have a low risk of default and a strong capacity to meet contractual cash flows where there is positive operating cash flows or with net tangible assets.	Subsidiaries and related party for which there is a significant increase in credit risk arising from negative operating cash flows or in net tangible liabilities.	There is evidence indicating the asset is credit-impaired where the subsidiaries and related party are dormant and with net tangible liabilities.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.6 FINANCIAL ASSETS (CONTINUED)

(d) Impairment (continued)

Type of non-trade receivables	Stage 1: Low credit risk (12-month ECL Model)	Stage 2: Significant increase in credit risk (Lifetime ECL Model)	Stage 3: Credit impaired (Lifetime ECL Model)
Deposits	Active contracts.	Inactive contracts and amounts outstanding less than or equal to 6 months.	Inactive contracts and amounts outstanding more than 6 months.
Staff loans/advances	Current employees.	Ex-employees with default in payment less than 360 days.	Ex-employees with default in payment more than 360 days.

Significant increase in credit risk

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

A significant increase in credit risk is determined if a debtor is more than 90 days past due in making a contractual payment, which the Group and the Company determined based on historical repayment trends before the risk of default is heightened.

Definition of default and credit-impaired financial assets

The Group and the Company define a financial instrument as in default, when the counterparty fails to make contractual payment within 90 days of when they fall due, and the debtor has significant financial difficulties or is insolvent.

Financial instruments that are credit-impaired are assessed on an individual basis.

For certain categories of financial instruments, such as trade receivables and contract assets, balances that are assessed not to be impaired individually are subsequently assessed for impairment on a collective basis based on similar risk characteristics.

Groupings of instruments for ECL measured on a collective basis

(i) Collective assessment

To measure ECL, trade receivables and contract assets have been grouped based on shared credit risk characteristics according to the customers' industries and the days past due. The contract assets relate to unbilled revenue mainly from entities in the information, communication, telecommunication and utilities industries, and have substantially the same risk characteristics as the trade receivables. The Group and the Company, therefore, concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.6 FINANCIAL ASSETS (CONTINUED)

(d) Impairment (continued)

Groupings of instruments for ECL measured on a collective basis (continued)

(ii) Individual assessment

Trade receivables, other receivables and deposits, and contract assets, that are in default or credit-impaired are assessed individually. Loans to subsidiaries in the Company's separate financial statements are assessed on an individual basis for ECL measurement, as credit risk information is obtained and monitored based on each loan to subsidiaries.

Write off

Financial assets are written off when the Group and the Company have exhausted all practical recovery efforts and have concluded that there is no reasonable expectation of recovery. The assessment of no reasonable expectation of recovery is based on the unavailability of the debtor's sources of income or assets to generate sufficient future cash flows to repay the amount.

Impairments are presented as net impairment losses in the profit or loss. Subsequent recoveries of amounts previously written off are credited against the same line item.

2.7 EMPLOYEE BENEFITS

Post-employment pension benefits

The Group and the Company have various post-employment pension benefit schemes in accordance with local conditions and practices in Malaysia. These benefits plans are either defined contribution or defined benefit plans.

A defined contribution plan is a pension plan under which the Group and the Company pay fixed contributions into a separate entity (a fund) on a mandatory, contractual or voluntary basis and the Group and the Company have no legal or constructive obligations to pay further contributions if the fund does not hold sufficient assets to pay all employees benefits relating to employee service in the current and prior periods.

A defined benefit plan is a pension plan that is not a defined contribution plan. A defined benefit plan defines an amount of pension benefit that an employee will receive on retirement, usually dependent on one or more factors such as age, years of service and compensation.

Defined benefit plans

The liability or asset recognised in the statements of financial position in respect of defined benefit pension plans is the present value of the defined benefit obligation at the end of the reporting period, less the fair value of plan assets. The defined benefit obligation is calculated once every three years by independent actuaries using the projected unit credit method. The present value of the defined benefit obligation is determined by discounting the estimated future cash outflows using interest rates of high-quality corporate bonds, which have terms to maturity approximating the terms of the related pension obligation.

The current service cost of the defined benefit plan reflects the increase in the defined benefit obligation resulting from employee service in the current year. It is recognised in the profit or loss in employee benefit expense, except where it is included in the cost of an asset.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

2 SUMMARY OF MATERIAL ACCOUNTING POLICIES (CONTINUED)

2.7 EMPLOYEE BENEFITS (CONTINUED)

Post-employment pension benefits (continued)

Defined benefit plans (continued)

Actuarial gains and losses arising from adjustments and changes in actuarial assumptions are recognised directly in other comprehensive income in the period in which they arise.

The net interest cost is calculated by applying the discount rate to the net balance of the defined benefit obligation and the fair value of plan assets. This cost is included in employee benefit expense in the statements of comprehensive income.

Changes in the present value of the defined benefit obligation resulting from plan amendments or curtailments are recognised immediately in profit or loss as past service costs.

The accounting policies set out above have been applied consistently to the periods and presented in these financial statements, unless otherwise stated.

Other than disclosed above, any relevant material accounting policies and the judgements where assumptions and estimates are made will be disclosed in the respective notes to the financial statements.

3 FINANCIAL RISK MANAGEMENT

3.1 FINANCIAL RISK FACTORS

The Group's and the Company's activities result in exposure to a variety of financial risks: market risk (including foreign exchange risk and interest rate risk), credit risk and liquidity risk. The Group's and the Company's overall financial risk management objectives are to ensure that the Group and the Company create value for its shareholders and to ensure that adequate financial resources are available for the development of the Group's and of the Company's businesses. The Group and the Company operate within clearly defined guidelines approved by the Board of Directors and seek to minimise potential adverse effects on the Group's and the Company's financial performance. Financial risks are managed by the Chief Executive Officer and the respective key management personnel, who in turn report to the Board of Directors on any significant risks and the resolution or mitigation of those risks.

It is, and has been throughout the current and previous financial years, the Group's policy that no derivatives shall be undertaken unless it is appropriate and cost-efficient. The Group and the Company do not apply hedge accounting.

The following sections provide details regarding the Group's exposure to the above-mentioned financial risks and the objectives, policies and processes for the management of these risks.

(a) Market risk

(i) Foreign exchange risk

The Group and the Company operate locally, but some of its costs are exposed to foreign exchange risks arising from various currency exposures, primarily with respect to the cash and bank balances, and trade and other payables. The Group's and the Company's policy is to minimise the exposure of transaction risk by making payments within credit terms which are short-term in nature.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 FINANCIAL RISK FACTORS (CONTINUED)

(a) Market risk (continued)

(i) Foreign exchange risk (continued)

The table illustrates the impact on the profit/(loss) for the year resulting from currency sensitivities as at 31 December 2025, if Ringgit Malaysia had weakened/strengthened by 1% against the US dollar with other variables held constant.

	Group	Company
	RM'000	RM'000
31 December 2025		
Increase/(Decrease) in profit for the year		
1 percent increase in US Dollar exchange rate	19	19
1 percent decrease in US Dollar exchange rate	(19)	(19)
31 December 2024		
(Increase)/Decrease in loss for the year		
1 percent increase in US Dollar exchange rate	(38)	(38)
1 percent decrease in US Dollar exchange rate	38	38

(ii) Interest rate risk

The Group's and the Company's income and operating cash flows' exposure to changes in interest rate risk relate primarily to the Group's and the Company's bank borrowings.

Interest rate risk arises from the Group's and the Company's borrowings as they are carried at floating interest rates. The assumed movement in basis points for interest rate sensitivity analysis is based on the currently observable market environment.

As at the financial year end, the Group and the Company have no significant exposure to interest rate risk. The Directors believe that a reasonable fluctuation in the interest rate would not cause any material effect on the Group's and the Company's profit/(loss).

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 FINANCIAL RISK FACTORS (CONTINUED)

(a) Market risk (continued)

(ii) Interest rate risk (continued)

The interest rate profile of the Group's and of the Company's interest-bearing financial assets and liabilities based on carrying amount as at the end of the reporting periods are shown in the table below:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Financial asset				
Fixed rate – deposits with financial institutions	64,953	38,371	62,802	36,281
Financial liabilities				
Floating rate – term financing	-	248	-	248
Fixed rate – banker acceptance	62,661	13,178	62,661	13,178
Fixed rate – lease liabilities	1,789	2,704	1,789	2,704

Other financial assets and financial liabilities are non-interest-bearing and therefore are not affected by changes in interest rates.

(b) Credit risk

Credit risk refers to the risk that a counterparty will default on its contractual obligations, resulting in financial loss to the Group and the Company. At the reporting date, the Group's and the Company's maximum exposure to credit risk is represented by the carrying amounts of each class of financial assets recognised in the statements of financial position.

The Group and the Company had applied a simplified approach for trade receivables, including contract assets and a three-stage approach for all other non-trade receivables, including amounts due from subsidiaries.

Measurement of Expected Credit Loss ("ECL")

(i) Trade receivables, contract assets and finance lease receivables

The Group's and the Company's exposure to credit risk is monitored on an ongoing basis. The risk is managed through the application of the Group's and the Company's credit management procedures, which include the application of credit approvals whereby credit evaluations are performed on all customers requiring credit for a certain amount, adherence to credit limits, regular monitoring, and follow-up procedures.

The Group's and the Company's customers are mainly significant entities in the information, communication, telecommunication and utilities industries. At the reporting date, the Group and the Company have a significant concentration of credit risk that may arise from exposure to one (2024: two) major customer, which accounted for 21% (2024: 23%) of the trade receivables. The Group and the Company consider the risk of material loss in the event of non-performance by this one customer to be unlikely.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 FINANCIAL RISK FACTORS (CONTINUED)

(b) Credit risk (continued)

Measurement of Expected Credit Loss ("ECL") (continued)

(i) Trade receivables, contract assets and finance lease receivables (continued)

The credit quality of trade receivables that are not past due can be assessed by reference to historical information on counterparty default rates. Contract assets represent the unbilled value of goods delivered and services rendered to be billed in accordance with the respective terms and conditions agreed with customers. Credit risk arising from non-trade receivables is not significant at the Group and the Company level.

None of the trade receivables was secured by collateral provided by the counterparties.

To measure the expected credit losses, trade receivables, contract assets and finance lease receivables have been grouped based on shared credit risk characteristics and the days past due. The expected loss rates are based on the payment profiles of sales over a period of 2 years before 31 December 2025, and the corresponding historical credit losses experienced within this period.

The historical loss rates are adjusted to reflect current and forward-looking information on macroeconomic factors affecting the ability of the customers to settle the receivables. No significant changes to estimation techniques or assumptions were made during the reporting period.

On that basis, the loss allowance as at 31 December 2025 was determined as follows for trade receivables, contract assets and finance lease receivables:

	Current RM'000	1 - 180 days past due RM'000	> 180 days past due RM'000	Total RM'000
Group				
31 December 2025				
Expected loss rate	0%-3%	0%-1%	0%-1%	
Gross carrying amount				
- trade receivables	26,785	2,193	268	29,246
- contract assets	51,566	-	-	51,566
- finance lease receivables	3,152	-	-	3,152
Loss allowance	(1,279)	(8)	(1)	(1,288)
Carrying amount (net of loss allowance)	80,224	2,185	267	82,676

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 FINANCIAL RISK FACTORS (CONTINUED)

(b) Credit risk (continued)

Measurement of Expected Credit Loss ("ECL") (continued)

(i) Trade receivables, contract assets and finance lease receivables (continued)

	Current RM'000	1 - 180 days past due RM'000	> 180 days past due RM'000	Total RM'000
Company				
31 December 2025				
Expected loss rate	0%-3%	0%-1%	0%-1%	
Gross carrying amount				
- trade receivables	26,699	2,193	268	29,160
- contract assets	51,566	-	-	51,566
- finance lease receivables	3,152	-	-	3,152
Loss allowance	(1,279)	(8)	(1)	(1,288)
Carrying amount (net of loss allowance)	80,138	2,185	267	82,590

On that basis, the loss allowance as at 31 December 2024 was determined as follows for trade receivables, contract assets and finance lease receivables:

	Current RM'000	1 - 180 days past due RM'000	> 180 days past due RM'000	Total RM'000
Group				
31 December 2024				
Expected loss rate	0%-1%	0%-1%	1%-5%	
Gross carrying amount				
- trade receivables	26,741	4,305	130	31,176
- contract assets	40,236	-	-	40,236
- finance lease receivables	3,081	-	-	3,081
Loss allowance	(1,028)	(14)	(1)	(1,043)
Loss allowance – individual assessment	-	-	(108)	(108)
Carrying amount (net of loss allowance)	69,030	4,291	21	73,342

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 FINANCIAL RISK FACTORS (CONTINUED)

(b) Credit risk (continued)

Measurement of Expected Credit Loss ("ECL") (continued)

(i) Trade receivables, contract assets and finance lease receivables (continued)

	Current RM'000	1 - 180 days past due RM'000	> 180 days past due RM'000	Total RM'000
Company				
31 December 2024				
Expected loss rate	0%-1%	0%-1%	1%-5%	
Gross carrying amount				
- trade receivables	26,689	4,305	130	31,124
- contract assets	40,236	-	-	40,236
- finance lease receivables	3,081	-	-	3,081
Loss allowance	(1,028)	(14)	(1)	(1,043)
Loss allowance – individual assessment	-	-	(108)	(108)
Carrying amount (net of loss allowance)	68,978	4,291	21	73,290

The creation and release of provisions for receivables impairment have been reflected on a net basis in the consolidated statements of comprehensive income. Subsequent recoveries of amounts previously written off are credited against the same line item.

The reconciliation of the loss allowances for trade receivables, contract assets and finance lease receivables as at 31 December to the opening loss allowances are as follows:

	Contract assets RM'000	Trade receivables RM'000	Finance lease receivables RM'000
Group:			
31 December 2025			
Opening loss allowance	910	120	13
Increase of loss allowance recognised during the year	264	-	-
Reversal of loss allowance	-	(19)	-
Closing loss allowance	1,174	101	13

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 FINANCIAL RISK FACTORS (CONTINUED)

(b) Credit risk (continued)

Measurement of Expected Credit Loss ("ECL") (continued)

(i) Trade receivables, contract assets and finance lease receivables (continued)

	Contract assets RM'000	Trade receivables RM'000	Finance lease receivables RM'000
Company:			
31 December 2025			
Opening loss allowance	910	120	13
Increase of loss allowance recognised during the year	264	-	-
Reversal of loss allowance	-	(19)	-
Closing loss allowance	1,174	101	13

	Contract assets RM'000	Trade receivables RM'000	Finance lease receivables RM'000
Group:			
31 December 2024			
Opening loss allowance	326	168	13
Increase of loss allowance recognised during the year	584	-	-
Reversal of loss allowance	-	(48)	-
Closing loss allowance	910	120	13
Company:			
31 December 2024			
Opening loss allowance	326	166	13
Increase of loss allowance recognised during the year	584	-	-
Reversal of loss allowance	-	(46)	-
Closing loss allowance	910	120	13

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 FINANCIAL RISK FACTORS (CONTINUED)

(b) Credit risk (continued)

Measurement of Expected Credit Loss ("ECL") (continued)

(ii) Other receivables and deposits

Credit risk for other receivables and deposits mainly arises from rental deposits, staff advances, interest receivables from fixed deposits and deposits with utilities companies.

Interest receivables from fixed deposits and deposits from utility companies have low credit risk as these are receivables from creditworthy counterparties. Staff advances are provided to existing staff, and credit risk is managed through salary deduction arrangements. Deposits and other receivables are written off when there is no reasonable expectation of recovery. Indicators that there is no reasonable expectation of recovery include, amongst others, failure of a debtor to engage in a repayment plan with the Company and failure to make contractual payments or refunds. Nevertheless, deposits and other receivables that are written off could still be subjected to enforcement activities.

(iii) Loan to a key management personnel

The Group and the Company consider the loan to a key management personnel to have low credit risk as the Group and the Company are able to determine the timing of payments when they fall due. The Group and the Company determine the probability of default using internal information available, and collections received subsequent to the reporting date.

(iv) Amounts due from subsidiaries

Amounts due from subsidiaries consist of loans to a subsidiary and advances to subsidiaries. The Company monitors the results of each subsidiary regularly.

The following table contains an analysis of the credit risk exposure of amounts due from subsidiaries for which ECL allowances are recognised. The gross carrying amounts below also represent the Company's maximum exposure to credit risk on these assets:

	ECL rate	Basis for recognition of ECL provision	Gross RM'000	Loss allowance RM'000	Net RM'000
31 December 2025					
Company					
Performing	0%	12 months ECL	20,929	(223)	20,706
Not performing	100%	Lifetime ECL	906	(906)	-
			21,835	(1,129)	20,706

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 FINANCIAL RISK FACTORS (CONTINUED)

(b) Credit risk (continued)

Measurement of Expected Credit Loss ("ECL") (continued)

(iv) Amounts due from subsidiaries (continued)

	ECL rate	Basis for recognition of ECL provision	Gross RM'000	Loss allowance RM'000	Net RM'000
31 December 2024					
Company					
Performing	0%	12 months ECL	27,533	(223)	27,310
Not performing	100%	Lifetime ECL	906	(906)	-
			28,439	(1,129)	27,310

The closing balances of allowance for amounts due from subsidiaries as at 31 December reconcile to the opening loss allowances as follows:

	Company	
	2025 RM'000	2024 RM'000
Opening loss allowance as at 1 January	1,129	24,255
Decrease in the loss allowance recognised in profit or loss during the financial year	-	(23,126)
As at 31 December	1,129	1,129

(v) Deposits and bank balances

Deposits and bank balances are with approved and reputable financial institutions.

As at the end of the reporting period, the maximum exposure to credit risk arising from deposits and bank balances is represented by the carrying amounts in the statements of financial position.

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 FINANCIAL RISK FACTORS (CONTINUED)

(b) Credit risk (continued)

Measurement of Expected Credit Loss ("ECL") (continued)

(v) Deposits and bank balances (continued)

In view of the sound credit rating of counterparties, Management expects the counterparties to meet their respective obligations. The credit ratings of the financial institutions with respect to deposits and bank balances are as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
AAA	23,742	23,301	20,764	20,306
AA	52,024	25,024	52,024	25,024
	75,766	48,325	72,788	45,330

The credit ratings are assigned by RAM Ratings Services Berhad.

(c) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to a shortage of funds. The Group and the Company have sufficient cash and bank balances and maintain standby credit lines to ensure the availability of funding to meet operational requirements. The Group's and the Company's borrowings and standby credit lines are provided by financial institutions with sound credit ratings.

Analysis of financial instruments by remaining contractual maturities

The table below summarises the maturity profile of the Group's and of the Company's liabilities at the reporting date based on contractual undiscounted repayment obligations.

	2025		
	Total RM'000	Within 1 year RM'000	1 - 5 years RM'000
Group			
Financial Liabilities			
Trade and other payables	33,334	33,334	-
Borrowings	64,057	64,057	-
Lease liabilities	1,862	1,016	846
Total undiscounted financial liabilities	99,253	98,407	846

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 FINANCIAL RISK FACTORS (CONTINUED)

(c) Liquidity risk (continued)

Analysis of financial instruments by remaining contractual maturities (continued)

	2025		
	Total RM'000	Within 1 year RM'000	1 - 5 years RM'000
Company			
Financial Liabilities			
Trade and other payables	32,891	32,891	-
Amount due to subsidiaries	5,283	5,283	-
Borrowings	64,057	64,057	-
Lease liabilities	1,862	1,016	846
Total undiscounted financial liabilities	104,093	103,247	846

	2024		
	Total RM'000	Within 1 year RM'000	1 - 5 years RM'000
Group			
Financial Liabilities			
Trade and other payables	35,132	35,132	-
Borrowings	13,426	13,426	-
Lease liabilities	2,878	1,016	1,862
Total undiscounted financial liabilities	51,436	49,574	1,862
Company			
Financial Liabilities			
Trade and other payables	34,643	34,643	-
Amount due to subsidiaries	10,912	10,912	-
Borrowings	13,426	13,426	-
Lease liabilities	2,878	1,016	1,862
Total undiscounted financial liabilities	61,859	59,997	1,862

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 FINANCIAL RISK FACTORS (CONTINUED)

(c) Liquidity risk (continued)

The Group and the Company maintain a level of cash and cash equivalents, and bank facilities deemed adequate by the management to ensure, as far as possible, that there will be sufficient liquidity to meet liabilities when they fall due. In the current financial year, the Group and the Company are both in net current assets position of RM78.0 million (2024: RM72.8 million and RM69.7 million respectively). The Group has assessed the cash flow and funding requirements for the upcoming 12 months to ensure the Group's capability to fulfil financial obligations and utilise available facilities efficiently.

Additionally, the Group and the Company have undrawn bank facilities of RM79.6 million (2024: RM132.1 million) available for trade-related working capital requirements whenever the need arises.

(d) Financial instruments by category

	2025 RM'000	2024 RM'000
Group		
Financial assets classified at amortised cost as per statements of financial position		
Trade and other receivables	29,541	31,969
Deposits, cash and bank balances	75,778	48,337
	105,319	80,306
Financial liabilities classified as other financial liabilities at amortised cost, as per statements of financial position		
Trade and other payables	33,334	35,132
Borrowings	62,661	13,426
	95,995	48,558

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.1 FINANCIAL RISK FACTORS (CONTINUED)

(d) Financial instruments by category (continued)

	2025 RM'000	2024 RM'000
Company		
Financial assets classified at amortised cost as per statements of financial position		
Trade and other receivables	29,428	31,901
Amounts due from subsidiaries	20,706	27,310
Deposits, cash and bank balances	72,799	45,340
	122,933	104,551
Financial liabilities classified as other financial liabilities at amortised cost, as per statements of financial position		
Trade and other payables	32,891	34,643
Amounts due to subsidiaries	5,283	10,912
Borrowings	62,661	13,426
	100,835	58,981

(e) Fair value estimation

Amounts that are measured in the statement of financial position at fair value are disclosed by the following fair value measurement hierarchy:

- Unadjusted quoted prices in active markets for identical assets or liabilities (Level 1).
- Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly (Level 2).
- Inputs for the asset or liability that are not based on observable market data (Level 3).

There were no amounts measured at fair value in the statement of financial position as at 31 December 2025 and 31 December 2024. Other than as disclosed, the carrying amounts of the financial instruments are a reasonable approximation of fair value due to their relatively short-term nature or that they are floating rate instruments.

3.2 CAPITAL MANAGEMENT

The Group's objectives are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

3 FINANCIAL RISK MANAGEMENT (CONTINUED)

3.2 CAPITAL MANAGEMENT (CONTINUED)

Consistent with others in the industry, the Group monitors capital on the basis of the gearing ratio. This ratio is calculated as net debt divided by total capital. Net debt is calculated as total borrowings (including 'current borrowings' as shown in the statements of financial position) less deposits, cash and bank balances. Total capital is calculated as 'equity' as shown in the statements of financial position plus net debt.

	2025 RM'000	2024 RM'000
Group		
Total borrowings (Note 23)	62,661	13,426
Deposits, cash and bank balances (Note 19)	(75,778)	(48,337)
Net debt	N/A*	N/A*
Total equity	121,281	110,980
Total capital	121,281	110,980
Gearing ratio (%)	-	-

* When total borrowings are less than deposits, cash and bank balances, the total capital is calculated as "equity" as shown in the statements of financial position.

There were no externally imposed capital requirements during the financial year other than the property pledged as disclosed in Note 10.

4 REVENUE

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Sales of hardware	32,827	21,678	32,280	20,854
Sales of software licences				
- perpetual	41,336	35,520	41,336	35,520
- term-based	9,242	9,050	9,242	9,050
Services				
- support and maintenance services	117,392	97,375	117,392	97,375
- application development services	31,101	16,770	31,101	16,770
	231,898	180,393	231,351	179,569

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

4 REVENUE (CONTINUED)

Disaggregation of the Group's and the Company's revenue from contracts with customers

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Timing of revenue recognition:				
- over time	157,735	123,195	157,735	123,195
- at point in time	74,163	57,198	73,616	56,374
	231,898	180,393	231,351	179,569

During the financial year ended 31 December 2025, the Group and the Company have recognised revenue from contracts with customers amounting to RM20,006,000 (2024: RM18,517,339) and RM20,006,000 (2024: RM18,517,339) respectively that were included in the contract liability at the beginning of the reporting period (Note 13).

The following table shows unsatisfied performance obligations resulting from fixed-price long-term contracts, which include sales of hardware, sales of software licences, and all types of services that are partially or fully unsatisfied as at 31 December.

	Group and Company	
	2025 RM'000	2024 RM'000
To be satisfied:		
- within 12 months	170,428	87,706
- between 1 and 2 years	119,100	22,211
- between 2 and 5 years	293,937	36,284
	583,465	146,201

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

5 STAFF COSTS (INCLUDING DIRECTORS' EMOLUMENTS)

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Staff costs				
- wages, salaries, bonus and other employment benefits	66,522	63,090	40,317	36,344
- cost recharged by a subsidiary	-	-	11,424	13,695
Defined contribution plan	6,851	6,526	3,932	3,711
Defined benefit plan (Note 21)	145	401	145	401
	73,518	70,017	55,818	54,151

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

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Directors' remuneration:				
Non-Executive Directors:				
- fees	331	368	331	368
- other emoluments and allowances*	136	120	136	120
Executive Director:				
- salary	733	699	733	699
- other emoluments and allowances*	890	77	890	77
- defined contribution plan	89	133	89	133
Total Directors' remuneration	2,179	1,397	2,179	1,397

* There is no benefit-in-kind (based on estimated monetary value) received/receivable from the Group and the Company in Directors' emoluments during the financial year ended 31 December 2025 and 31 December 2024.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

6 PROFIT/(LOSS) FROM OPERATIONS

Profit/(Loss) from operations is arrived at after charging/(crediting):

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Auditors' remuneration:				
- audit fee	460	504	384	406
- non-audit services	56	57	16	17
Depreciation of:				
- property, plant and equipment	1,482	1,565	1,346	1,466
- right-of-use assets	41	41	41	41
Recovery from a legal dispute	-	(5,084)	-	(5,084)
Dividend income from a subsidiary	-	-	-	(5,100)
Net realised foreign exchange gains	(1,177)	(1,515)	(1,177)	(1,515)
Net unrealised foreign exchange losses	576	290	576	290
Property, plant and equipment written off	445	-	443	-
Gain on disposal of property, plant and equipment	(1)	-	-	-
Short-term lease	141	193	65	75
Rental income	(452)	(457)	(452)	(457)
(Reversal of)/provision for slow moving inventory	(337)	1,083	(197)	360
Provision for onerous contracts	876	279	876	279
Net (reversal of)/provision of impairment losses on:				
- trade receivables	(19)	60	(19)	62
- contract asset	264	584	264	584
- amount due from subsidiaries	-	-	-	(23,126)
Reversal of loss allowance on other receivables	-	(160)	-	(160)
Write off of amount due from subsidiaries	-	-	-	42
Accounting services fees	-	-	(288)	(288)

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

7 FINANCE INCOME/(COST)

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Finance income				
Interest income on:				
- deposits with licensed banks	1,054	949	993	846
- finance lease receivables	201	192	201	191
- financing of contracts with customers with a significant financing component	160	-	160	-
	1,415	1,141	1,354	1,037
Finance cost				
Finance cost on:				
- borrowings	(1,116)	(601)	(1,116)	(601)
- lease liabilities	(102)	(160)	(102)	(158)
	(1,218)	(761)	(1,218)	(759)

8 TAXATION

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Current taxation:				
Current financial year	239	-	239	-
Deferred taxation (Note 17)				
Origination and reversal of temporary differences	(5,040)	(2,368)	(4,121)	(1,168)
Taxation	(4,801)	(2,368)	(3,882)	(1,168)

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

8 TAXATION (CONTINUED)

The reconciliation of income tax expense applicable to profit/(loss) before taxation at the Malaysian statutory income tax rate to income tax expense at the effective income tax rate of the Group and of the Company are as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Profit/(Loss) before taxation	7,051	(6,322)	6,801	21,014
Taxation calculated at the applicable Malaysian tax rate of 24% (2024: 24%)	1,692	(1,517)	1,632	5,043
Tax effects of:				
- income not subject to tax	(31)	(56)	(47)	(6,820)
- expenses not deductible for tax purposes	418	172	94	154
- utilisation and recognition of previously unrecognised tax losses and temporary differences	(6,880)	(967)	(5,561)	455
Tax expense	(4,801)	(2,368)	(3,882)	(1,168)

The tax charge relating to components of other comprehensive (loss)/income during the current financial year is as follows:

	Group and Company		
	Before Tax RM'000	Tax Charge RM'000	After Tax RM'000
Actuarial loss on defined benefit plan as at 31 December 2025	(197)	47	(150)
Actuarial gain on defined benefit plan as at 31 December 2024	4,867	(1,168)	3,699

The deductible temporary differences and unutilised tax losses for which no deferred tax assets are recognised in the statements of financial position are as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Deductible temporary differences	741	2,706	-	686
Unutilised tax losses	4,725	28,377	-	19,431
Unabsorbed capital allowances	238	1,571	-	1,336
	5,704	32,654	-	21,453
Deferred tax assets not recognised at 24% (2024: 24%)	1,369	7,837	-	5,149

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

8 TAXATION (CONTINUED)

Expiry date of unutilised tax losses are as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Year Assessment 2028	2	3,732	-	-
Year Assessment 2029	141	141	-	-
Year Assessment 2030	536	8,674	-	7,298
Year Assessment 2031	230	565	-	-
Year Assessment 2032	1,269	1,269	-	-
Year Assessment 2033	725	5,816	-	5,084
Year Assessment 2034	1,122	8,180	-	7,049
Year Assessment 2035	700	-	-	-
	4,725	28,377	-	19,431

9 EARNINGS/(LOSS) PER SHARE

Basic earnings/(loss) per share of the Group is calculated by dividing the profit/(loss) for the financial year attributable to equity holders of the Company by the weighted average number of ordinary shares in issue during the financial year.

	Group	
	2025	2024
Profit/(Loss) for the financial year attributable to equity holders of the Company (RM'000)	11,852	(3,378)
Weighted average number of ordinary shares in issue ('000)	60,402	60,402
Total basic earnings/(loss) per share attributable to the ordinary equity holders of the Company (sen)	19.62	(5.59)

Diluted earnings/(loss) per share is the same as basic earnings/(loss) per share in both financial years.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

10 PROPERTY, PLANT AND EQUIPMENT

Group	Leasehold land RM'000	Freehold land RM'000	Building RM'000	Office equipment, furniture and fittings RM'000	Motor vehicle RM'000	Total RM'000
Cost						
At 1 January 2025	300	19,567	29,807	41,442	140	91,256
Additions	-	-	-	1,591	-	1,591
Disposals	-	-	-	(21)	-	(21)
Write off	-	-	-	(1,541)	-	(1,541)
At 31 December 2025	300	19,567	29,807	41,471	140	91,285
Accumulated depreciation						
At 1 January 2025	40	-	17,445	38,426	140	56,051
Charge for the financial year	6	-	605	912	-	1,523
Disposals	-	-	-	(21)	-	(21)
Write off	-	-	-	(1,096)	-	(1,096)
At 31 December 2025	46	-	18,050	38,221	140	56,457
Net book value						
At 31 December 2025	254	19,567	11,757	3,250	-	34,828
Cost						
At 1 January 2024	300	19,567	29,807	39,700	140	89,514
Additions	-	-	-	1,885	-	1,885
Write off	-	-	-	(143)	-	(143)
At 31 December 2024	300	19,567	29,807	41,442	140	91,256
Accumulated depreciation						
At 1 January 2024	34	-	16,840	37,574	140	54,588
Charge for the financial year	6	-	605	995	-	1,606
Write off	-	-	-	(143)	-	(143)
At 31 December 2024	40	-	17,445	38,426	140	56,051
Net book value						
At 31 December 2024	260	19,567	12,362	3,016	-	35,205

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

10 PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

Company	Leasehold land RM'000	Freehold land RM'000	Building RM'000	Office equipment, furniture and fittings RM'000	Total RM'000
Cost					
At 1 January 2025	300	19,567	29,807	37,341	87,015
Additions	-	-	-	1,308	1,308
Write off	-	-	-	(1,277)	(1,277)
At 31 December 2025	300	19,567	29,807	37,372	87,046
Accumulated depreciation					
At 1 January 2025	40	-	17,445	34,635	52,120
Charge for the financial year	6	-	605	776	1,387
Write off	-	-	-	(834)	(834)
At 31 December 2025	46	-	18,050	34,577	52,673
Net book value					
At 31 December 2025	254	19,567	11,757	2,795	34,373
Cost					
At 1 January 2024	300	19,567	29,807	35,700	85,374
Additions	-	-	-	1,686	1,686
Write off	-	-	-	(45)	(45)
At 31 December 2024	300	19,567	29,807	37,341	87,015
Accumulated depreciation					
At 1 January 2024	34	-	16,840	33,784	50,658
Charge for the financial year	6	-	605	896	1,507
Write off	-	-	-	(45)	(45)
At 31 December 2024	40	-	17,445	34,635	52,120
Net book value					
At 31 December 2024	260	19,567	12,362	2,706	34,895

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

10 PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

A building with a net book value of RM2,882,267 (2024: RM2,950,486) is charged to a financial institution for bank facilities granted to the Group and the Company as disclosed in Note 23 to the financial statements.

Freehold land is not depreciated as it has an infinite life. Other property, plant and equipment are depreciated on the straight-line method to allocate the cost or the revalued amounts over their estimated useful lives, at the following annual rates:

Building	2%
Leasehold land	1%
Office equipment, furniture and fittings	7% - 33%
Motor vehicle	25%

For the purpose of impairment testing, fair values of the Group's property, plant and equipment at the end of the financial year have been determined based on the market comparison approach for similar properties and are within level 3 of the fair value hierarchy.

The Group's and the Company's property, plant and equipment balances disclosed above include the right-of-use of leasehold land and various office equipment as shown below:

RIGHT-OF-USE ("ROU") ASSETS

	Group and Company		
	Leasehold land RM'000	Office equipment RM'000	Total RM'000
Cost			
At 1 January and 31 December 2025	300	2,115	2,415
Accumulated depreciation			
At 1 January 2025	40	1,783	1,823
Charge for the financial year	6	35	41
At 31 December 2025	46	1,818	1,864
Net book value			
At 31 December 2025	254	297	551

10 PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

RIGHT-OF-USE ("ROU") ASSETS (continued)

The Group's and the Company's property, plant and equipment balances disclosed above include the right-of-use of leasehold land and various office equipment as shown below (continued):

	Group and Company		
	Leasehold land RM'000	Office equipment RM'000	Total RM'000
Cost			
At 1 January and 31 December 2024	300	2,115	2,415
Accumulated depreciation			
At 1 January 2024	34	1,748	1,782
Charge for the financial year	6	35	41
At 31 December 2024	40	1,783	1,823
Net book value			
At 31 December 2024	260	332	592

OPERATING LEASE INCOME

The Group and the Company generate rental income from the leasing of certain properties. The following table sets out the maturity analysis of lease receipts of the Group and the Company, showing the undiscounted lease payments to be received after the reporting date and includes operating lease income recognised as rental income (Note 6):

	Group and Company	
	2025 RM'000	2024 RM'000
Within 1 year	360	429
Between 1 - 2 years	296	304
Between 2 - 3 years	236	240
Between 3 - 4 years	56	180
Between 4 - 5 years	42	-
Total undiscounted lease receipts	990	1,153

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

11 INTANGIBLE ASSETS

	Group	
	Internally developed software	
	2025 RM'000	2024 RM'000
Cost		
At 1 January	-	3,030
Write off	-	(3,030)
At 31 December	-	-
Accumulated depreciation		
At 1 January	-	3,030
Write off	-	(3,030)
At 31 December	-	-
Net book value		
At 31 December	-	-

12 INVESTMENT IN SUBSIDIARIES

	Company	
	2025 RM'000	2024 RM'000
Unquoted shares, at cost	2,006	2,006
Add: Acquisition of non-controlling interest	1,401	-
Less: Accumulated impairment losses	(416)	(416)
	2,991	1,590

The shares of all subsidiaries are held directly by the Company.

On 15 May 2025, pursuant to a share sale agreement, the Group completed the acquisition of the remaining ordinary shares of VA Dynamics Sdn. Bhd. for a cash consideration of RM1,401,000. Following the acquisition, VA Dynamics Sdn. Bhd. became a direct wholly-owned subsidiary of the Company.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

12 INVESTMENT IN SUBSIDIARIES (CONTINUED)

Details of the subsidiaries, all of which are incorporated and the place of their businesses are in Malaysia, are as follows:

		Group's effective interest	
		2025	2024
Name of subsidiaries	Principal activities	%	%
VA Dynamics Sdn. Bhd.	Supply of networking cables and related products	100	51
Mesiniaga Digital Sdn. Bhd.	Provision of design, development and implementation of business solutions and product development	100	100
Mesiniaga Alliances Sdn. Bhd.	Provision of strategic IT outsourcing services	100	100
Mesiniaga Services Sdn. Bhd.	Dormant	100	100
Mesiniaga MSC Sdn. Bhd.	Dormant	100	100
Mesiniaga Mobility Sdn. Bhd.	Dormant	100	100

All the above subsidiaries are audited by PricewaterhouseCoopers PLT Malaysia.

Summarised financial information on the subsidiary with a material non-controlling interest

Set out below are the summarised financial information for the subsidiary, VA Dynamics Sdn. Bhd., that has non-controlling interests that are material to the Group. The amounts disclosed are before inter-company eliminations.

Summarised statement of financial position

	2024 RM'000
Current	
Assets	3,664
Liabilities	(72)
Total current net assets	3,592
Non-current	
Assets	3
Net assets	3,595

Summarised statement of comprehensive income

	For the financial year ended 31 December 2024 RM'000
Revenue	826
Loss before taxation	(1,176)
Tax expense	-
Loss for the financial year and total comprehensive loss	(1,176)
Loss and total comprehensive loss attributable to non-controlling interest	(576)
Dividend paid to non-controlling interest	4,900
Accumulated non-controlling interest	1,762

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

12 INVESTMENT IN SUBSIDIARIES (CONTINUED)

Summarised statement of cash flows

	2024 RM'000
Cash flow generated from operations	426
Income tax paid	(103)
Net cash generated from operating activities	323
Net cash generated from investing activities	110
Net cash used in financing activities	(10,000)
Net decrease in cash and cash equivalents	(9,567)
Cash and cash equivalents at beginning of financial year	12,483
Cash and cash equivalents at end of financial year	2,916

There were no transactions with non-controlling interest for the financial year ended 31 December 2024. Following the acquisition of the remaining shares of VA Dynamics Sdn. Bhd. on 15 May 2025, there are no non-controlling interests that are material to the Group for the financial year ended 31 December 2025.

13 CONTRACT ASSETS/(LIABILITIES)

The Group and the Company have recognised the following assets and liabilities related to contracts with customers:

	Group and Company	
	2025 RM'000	2024 RM'000
Current asset		
Contract assets	51,566	40,236
Less: loss allowance and discounting	(1,174)	(910)
	50,392	39,326
Current liabilities		
Contract liabilities	(21,459)	(10,596)

The following table shows the movement of contract assets/(liabilities) during the financial year:

	Group and Company	
	2025 RM'000	2024 RM'000
Current asset		
At 1 January	40,236	59,979
Increase as a result of performance obligation fulfilled but not yet billed	40,095	27,516
Decrease due to billings made during the financial year	(28,765)	(47,259)
	51,566	40,236
Less: loss allowance and discounting	(1,174)	(910)
	50,392	39,326

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

13 CONTRACT ASSETS/(LIABILITIES) (CONTINUED)

The following table shows the movement of contract assets/(liabilities) during the financial year (continued):

	Group and Company	
	2025 RM'000	2024 RM'000
Contract liabilities		
At 1 January	(10,596)	(24,865)
Revenue recognised during the financial year	20,006	18,517
Advance considerations received from customers, excluding amounts recognised as revenue during the financial year	(30,869)	(4,248)
At 31 December	(21,459)	(10,596)

14 FINANCE LEASE RECEIVABLES

	Group and Company	
	2025 RM'000	2024 RM'000
Gross receivables	3,404	3,283
Less: unearned finance income	(252)	(202)
Less: loss allowance	(13)	(13)
Present value of finance lease receivables	3,139	3,068

The present value of finance lease receivables may be analysed as follows:

	Group and Company	
	2025 RM'000	2024 RM'000
Receivable within 12 months	1,531	1,250
Receivable after 12 months:		
- between 1 and 2 years	1,188	1,188
- between 2 and 5 years	685	845
	3,404	3,283
Less: unearned finance income	(252)	(202)
Less: loss allowance	(13)	(13)
	3,139	3,068

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

14 FINANCE LEASE RECEIVABLES (CONTINUED)

The present value of finance lease receivables may be analysed as follows (continued):

	Group and Company	
	2025 RM'000	2024 RM'000
Current assets		
Finance lease receivable	1,425	1,164
Less: loss allowance	(5)	(8)
	1,420	1,156
Non-Current assets		
Finance lease receivable	1,727	1,917
Less: loss allowance	(8)	(5)
	1,719	1,912

Finance lease receivables are related to the lease of laptops and related IT equipment. The weighted average effective interest rate for finance lease receivables is 4.98% (2024: 2.83%) per annum.

The finance lease receivables are denominated in Ringgit Malaysia.

The Group's and the Company's net movement in finance lease receivables are as below:

	Group and Company	
	2025 RM'000	2024 RM'000
At 1 January	3,068	5,015
New lease entered into during the financial year	1,468	-
Lease payments received during the financial year	(1,397)	(1,947)
At 31 December	3,139	3,068

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

15 TRADE AND OTHER RECEIVABLES

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Current				
Trade receivables	29,246	31,177	29,160	31,124
Less: loss allowance	(101)	(229)	(101)	(228)
	29,145	30,948	29,059	30,896
Other receivables	339	893	312	888
Loan to key management personnel (Note 26)	3	40	3	40
Deposits	54	89	54	78
Amounts due from subsidiaries:				
- non-trade	-	-	5,333	4,205
- loan	-	-	2,679	7,215
Less: loss allowance	-	-	(906)	(906)
	-	-	7,106	10,514
	29,541	31,970	36,534	42,416
Non-current				
Amount due from a subsidiary				
- non-trade	-	-	8,513	11,474
- loan	-	-	5,310	5,545
Less: loss allowance	-	-	(223)	(223)
	-	-	13,600	16,796
Trade and other receivables	29,541	31,970	50,134	59,212

Credit terms of trade receivables range from 30 days to 90 days (2024: 30 days to 90 days).

Other receivables and deposits are with creditworthy parties and are neither past due nor impaired.

Details of amounts due from subsidiaries and loans to a key management personnel are disclosed in Note 26 to the financial statements.

The Group's and the Company's historical experience in the collection of trade receivables fall within the recorded impairment. Due to these factors, the Directors of the Group and of the Company believe that no additional credit risk beyond amounts already provided for collection losses is inherent in the Group's and the Company's trade receivables.

During the financial year ended 31 December 2024, the Company recognised a reversal of expected credit losses amounting to RM24.0 million related to amounts due from a subsidiary. This reversal reflects the subsidiary's sustained financial performance and cash flow position.

The disclosure of loss allowances is set out in Note 3.1(b) to the financial statements.

Trade receivables, other receivables and deposits are denominated in Ringgit Malaysia.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

16 PREPAYMENTS AND OTHER ASSETS

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Deferred costs	6,897	-	6,897	-
Prepayments	43,546	17,001	43,233	16,986
Prepayments and other assets	50,443	17,001	50,130	16,986

Prepayments are payments made to vendors in advance for acquiring services for the projects in hand.

Prepayments mainly consist of prepaid licences and maintenance services to be rendered over a range of 1 to 5 years.

The amount of total deferred costs added during the year was RM6,897,000 (2024: RM Nil).

Prepayments and other assets are denominated in Ringgit Malaysia.

17 DEFERRED TAX ASSETS

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

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred taxes relate to the same tax authority. The following amounts, determined after appropriate offsetting, are shown in the statements of financial position:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Deferred tax assets:	8,687	3,600	5,568	1,400
At 1 January	3,600	2,400	1,400	1,400
Credited/(Charged) to profit or loss: (Note 8)				
- property, plant and equipment	(106)	(11)	(71)	5
- defined benefit obligations	35	50	35	50
- tax losses	1,634	1,188	718	-
- receivables	154	115	154	115
- inventories	86	(985)	86	(985)
- payables	345	(23)	345	(23)
- others	924	171	886	143
- advance billings	1,968	1,863	1,968	1,863
	5,040	2,368	4,121	1,168

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

17 DEFERRED TAX ASSETS (CONTINUED)

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Credited/(Charged) to other comprehensive income: (Note 8)				
- defined benefit obligations	47	(1,168)	47	(1,168)
At 31 December	8,687	3,600	5,568	1,400

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Subject to income tax:				
Deferred tax assets (before offsetting):				
- defined benefits obligations	266	184	266	184
- tax losses	3,822	2,188	718	-
- receivables	309	155	309	155
- inventories	86	-	86	-
- payables	434	89	434	89
- others	844	195	778	167
- advance billings	4,930	2,962	4,930	2,962
	10,691	5,773	7,521	3,557
Offsetting	(2,004)	(2,173)	(1,953)	(2,157)
Deferred tax assets (after offsetting)	8,687	3,600	5,568	1,400
Deferred tax liabilities (before offsetting):				
- property, plant and equipment	(2,004)	(1,898)	(1,953)	(1,882)
- others	-	(275)	-	(275)
Offsetting	2,004	2,173	1,953	2,157
Deferred tax liabilities (after offsetting)	-	-	-	-

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

18 INVENTORIES

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
At net realisable value:				
Cables	-	360	-	-
Spare parts	-	17	-	17
	-	377	-	17
At cost:				
Cables	-	55	-	-
Equipment	327	857	327	857
	327	912	327	857
	327	1,289	327	874

The inventories are stated at the lower of cost and net realisable value.

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

19 DEPOSITS, CASH AND BANK BALANCES

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Cash and bank balances	10,825	9,966	9,997	9,059
Deposits with licensed financial institutions	64,953	38,371	62,802	36,281
Total deposits, cash and bank balances	75,778	48,337	72,799	45,340
Less: restricted cash	(7,469)	(5,286)	(7,469)	(5,286)
Less: deposits maturing more than three months (restricted cash)	-	(177)	-	(177)
Cash and cash equivalents	68,309	42,874	65,330	39,877

The restricted cash are deposits maintained under financing facilities covenants and not available for general use.

The currency exposure profile of deposits, cash and bank balances is as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Ringgit Malaysia	72,375	42,220	69,396	39,223
United States Dollar	3,403	6,117	3,403	6,117
	75,778	48,337	72,799	45,340

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

19 DEPOSITS, CASH AND BANK BALANCES (CONTINUED)

Bank balances are deposits held at call with banks and earn no interest.

The Group's and the Company's effective weighted average interest rate of deposits at the end of the financial year is 2.98% (2024: 2.95%) per annum.

Deposits of the Group and of the Company have a range of maturity periods of between 5 to 90 days (2024: 5 to 365 days).

The Company issued bank guarantees for performance bonds with a total amount of RM29,768,257 (2024: RM26,740,370).

20 SHARE CAPITAL

	Group and Company			
	2025	2025	2024	2024
	Number of shares '000	RM'000	Number of shares '000	RM'000
ISSUED AND FULLY PAID-UP:				
Ordinary shares with no par value:				
At 1 January and 31 December	60,402	64,528	60,402	64,528

Ordinary shares with discretionary dividends are classified as equity.

21 POST-EMPLOYMENT BENEFIT OBLIGATIONS

Defined contribution plan

The Company and its subsidiaries, which are all incorporated in Malaysia, contribute to the Employees' Provident Fund, the national defined contribution plan. Once contributions have been paid, the Group and the Company have no further payment obligations.

Defined benefit plan

The Company operates a funded defined benefit plan, which is an approved defined benefit plan under Section 150 of the Income Tax Act, 1967. The defined benefit plan is applicable to eligible employees who have completed at least 15 years of service at the time of retirement and are employed prior to 2 July 2002. The assets of the funded plan are held in separate trustee-administered funds.

The movement in the actuarial (loss)/gain is a result of both the actual experience of the Plan and changes to actuarial assumptions for relevance. These include, but are not limited to discount rates, membership movement and early retirement patterns as included on page 150. The latest full actuarial valuation of the Plan was carried out for the financial year ended 2024.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

21 POST-EMPLOYMENT BENEFIT OBLIGATIONS (CONTINUED)

Defined benefit plan (continued)

The net movement in the present value of defined benefit obligations during the financial year is as follows:

	Group and Company		
2025	Defined benefit obligation RM'000	Fair value of plan assets RM'000	Net defined benefit liability RM'000
At 1 January 2025	(2,661)	1,895	(766)
Charged to profit or loss:			
Service cost	(68)	(51)	(119)
Interest (cost)/income	(100)	74	(26)
	(168)	23	(145)
Charged to other comprehensive income:			
Actuarial loss	(32)	(165)	(197)
Payment made:			
Benefits paid	289	(289)	-
At 31 December 2025	(2,572)	1,464	(1,108)
2024			
At 1 January 2024	(7,695)	2,268	(5,427)
Charged to profit or loss:			
Service cost	(167)	(59)	(226)
Interest (cost)/income	(269)	94	(175)
	(436)	35	(401)
Charged to other comprehensive income:			
Actuarial gain	4,498	369	4,867
Payment made:			
Contribution paid by the employer	-	195	195
Benefits paid	972	(972)	-
At 31 December 2024	(2,661)	1,895	(766)

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

21 POST-EMPLOYMENT BENEFIT OBLIGATIONS (CONTINUED)

Defined benefit plan (continued)

Plan assets comprised the following:

	Group and Company			
	2025		2024	
	RM'000	%	RM'000	%
At 31 December				
Equity instruments	917	63	1,295	68
Government bonds	413	28	408	22
Cash and cash equivalents and others	134	9	192	10
Total	1,464	100	1,895	100

Description of funding arrangements and policies

The Plan is funded. There is no formal funding policy in place for the Plan. Benefit payments are paid from the Plan's assets when they fall due. Employees do not contribute to the Plan.

A breakdown of the expected future benefit payment from the Plan is as follows:

Numbers of years after the valuation date	Expected benefit payments in years following 1 January 2026 RM'000
1	359
2	368
3	285
4	292
5	341
6 to 10	1,372

The weighted average term to settlement of the liabilities at the valuation date was around 5 years.

The present value of the defined benefit plan depends on a number of factors that are determined on an actuarial basis using a number of assumptions as follows. Any changes in any of these assumptions would impact the carrying amount of the defined benefit obligations. In determining the appropriate discount rate, the Company considers the interest rates of government deposits, bonds and securities denominated in Ringgit Malaysia, and that have maturity approximating the terms of the related defined benefit liability.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

21 POST-EMPLOYMENT BENEFIT OBLIGATIONS (CONTINUED)

Defined benefit plan (continued)

	Group and Company	
	2025	2024
At 31 December		
Discount rate	3.8%	4.1%
Expected rate of salary increases:		
- up to age 44	3%	6%
- from age 45 and above	3%	3%
Turnover (per annum):		
- up to age 54	2%	2%
- from age 55 and above	0%	0%
Retirement age:		
- normal retirement age, 60	50%	50%
- early retirement age, 55 - 59	15%	15%

M1115 Life Tables

The following table highlights the mortality rates at selected ages for males and females:

	M1115 Mortality (sample rates per 1,000)				
Gender	Age 40	Age 50	Age 60	Age 70	Age 80
2024					
Male	1.36	3.00	7.41	20.34	63.97
Female	0.71	1.50	4.24	16.22	57.70
2025					
Male	1.36	3.00	7.41	20.34	63.97
Female	0.71	1.50	4.24	16.22	57.70

No allowance is made for future mortality improvements as there are expected to be sufficient margins in the insured lives table compared to general population statistics, and this reflects typical market practice for retirement plan valuations in Malaysia.

Significant actuarial assumptions and sensitivity analysis

	Core assumption	Sensitivity analysis	Effect on defined benefit obligation RM'000
Discount rate	3.8%	1.0% decrease	111
Mortality	M1115 Life Tables	Age adjusted by + 1 year	(23)

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

21 POST-EMPLOYMENT BENEFIT OBLIGATIONS (CONTINUED)

Method and assumptions used in sensitivity analysis

The sensitivity analysis results above determine their individual impact on the end-of-financial-year defined benefit obligation. In reality, the Plan is subject to multiple external experience items which may move the defined benefit obligation in similar or opposite directions, while the plan's sensitivity to such changes can vary over time.

The methods and assumptions used in preparing the sensitivity analysis did not change compared to the prior period.

22 LEASE LIABILITIES

This represents future instalments under lease agreements, repayable as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Minimum lease payments				
Repayable within 12 months	1,016	1,016	1,016	1,016
Repayable after 12 months:				
- between 1 and 2 years	846	1,016	846	1,016
- between 2 and 5 years	-	846	-	846
	1,862	2,878	1,862	2,878
Future finance charges on leases	(73)	(174)	(73)	(174)
Present value of the lease liabilities	1,789	2,704	1,789	2,704
Analysed by:				
Current	957	914	957	914
Non-current	832	1,790	832	1,790
	1,789	2,704	1,789	2,704

The lease liabilities are secured as the rights to the leased assets and revert to the lessor in the event of default. The weighted average effective interest rate for lease liabilities is 4.6% (2024: 1.95%) per annum.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

22 LEASE LIABILITIES (CONTINUED)

The Group's and the Company's net movement in lease liabilities are analysed as below:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
At 1 January	2,704	4,218	2,704	4,194
Repayment of lease liabilities (included in cash flows from financing activities)	(1,017)	(1,674)	(1,017)	(1,648)
Non-cash changes:				
- finance cost on lease liabilities	102	160	102	158
At 31 December	1,789	2,704	1,789	2,704

The Group's and the Company's total cash outflow for all leases including lease expenses relating to short-term leases for the financial year ended 31 December 2025 are RM1,158,000 and RM1,082,000 respectively (2024: RM1,867,000 and RM1,723,000 respectively).

The Company leases office equipment and IT equipment. IT equipment comprises mainly laptops which are subsequently subleased to its customers over a term of 2 to 3 years (2024: 2 to 3 years). Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

Charged to the statement of comprehensive income

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Lease payment not recognised as liability:				
- expenses related to short-term leases	141	193	65	75

23 BORROWINGS

	Group and Company	
	2025 RM'000	2024 RM'000
Current		
Banker Acceptance – Unsecured	62,661	13,178
Term financing – Secured	-	248
Total borrowings	62,661	13,426

A building with the net book value of RM2,882,267 (2024: RM2,950,486) is charged to a financial institution for a bank facility granted to the Group and the Company.

The average interest rate of short-term bank borrowings is at 5.16% per annum (2024: 4.73% per annum), and term financing is at nil (2024: 5.37% per annum).

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

23 BORROWINGS (CONTINUED)

The remaining maturities of the borrowings as at 31 December 2025 and 2024 are as follows:

		Group and Company		
	Interest/profit rate	Total RM'000	< 1 year RM'000	1 - 5 years RM'000
31 December 2025				
Banker acceptance	fixed rate	62,661	62,661	-
		62,661	62,661	-
31 December 2024				
Banker acceptance	fixed rate	13,178	13,178	-
Term financing	floating on COF	248	248	-
		13,426	13,426	-

The Group's and Company's net movement in borrowings are analysed as below:

	Group and Company	
	2025 RM'000	2024 RM'000
At 1 January	13,426	10,782
Drawdown of borrowings	88,426	40,448
Repayment of borrowings (included in cash flow from financing activities)	(39,191)	(37,804)
Payment of interest	(1,030)	(480)
Non-cash changes:		
- interest expense	1,116	480
- included as accruals in operating activities	(86)	-
At 31 December	62,661	13,426

The carrying amounts of the Group's and of the Company's borrowings are denominated in Ringgit Malaysia.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

24 TRADE AND OTHER PAYABLES

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Trade payables	30,788	32,398	30,714	32,380
Other payables	7,040	5,660	6,759	5,602
Payroll liabilities	4,090	1,959	2,860	1,201
Accruals	1,689	1,312	1,601	1,083
Amounts due to subsidiaries	-	-	5,283	10,912
	43,607	41,329	47,217	51,178

The currency exposure profile of trade and other payables is as follows:

	Group		Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Ringgit Malaysia	42,662	31,441	46,272	41,290
United States Dollar	945	9,888	945	9,888
	43,607	41,329	47,217	51,178

Credit terms of trade payables range from 7 to 90 days (2024: 7 to 90 days).

The amounts due to subsidiaries are trade in nature. They are unsecured, interest-free and repayable on demand. The amounts are denominated in Ringgit Malaysia.

25 PROVISIONS

Provisions for onerous contracts are recognised in the reporting period in which it is identified that the loss will probably occur due to the unavoidable costs of meeting the obligations under the contract exceeding the economic benefits expected to be received under it. The provision is derived based on the difference between the expected economic benefits from the contract and the unavoidable costs of fulfilling or exiting the onerous contract.

	Group and Company	
	2025 RM'000	2024 RM'000
At 1 January	279	-
Charged to profit or loss:		
- net provision recognised during the financial year	876	279
Utilised during the year	(50)	-
At 31 December	1,105	279

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

26 SIGNIFICANT RELATED PARTY DISCLOSURES

All related party transactions were entered into in the normal course of business and at prices at negotiated terms. The names of the related parties, nature of the transactions and their total value have been set out in accordance with the provisions of MFRS 124 "Related Party Disclosures". The nature of the transactions and relationships with the related parties are as follows:

Related parties	Nature of the relationship with related parties	Nature of transaction
VA Dynamics Sdn. Bhd.	Subsidiary of the Company	Purchase of cabling, accounting services fee
Mesiniaga Digital Sdn. Bhd.	Subsidiary of the Company	Purchase of information technology services, accounting services fee, cost recharges
Mesiniaga Alliances Sdn. Bhd.	Subsidiary of the Company	Purchase of information technology services, accounting services fee

In addition to related party disclosures mentioned elsewhere in the financial statements, set out below are other significant related party transactions and balances.

(a) The significant related party transactions are as follows:

	Group and Company	
	2025 RM'000	2024 RM'000
Related party		
Loan to a key management personnel	3	40

	Company	
	2025 RM'000	2024 RM'000
Subsidiary companies		
Dividend received from a subsidiary	-	5,100
Purchase of IT services from subsidiaries	(19,288)	(18,873)
Accounting services fees charged to subsidiaries	288	288
Cost recharged by a subsidiary	(11,424)	(13,695)

(b) Financial year-end balances arising from sales/purchases of goods/services and advances:

	Company	
	2025 RM'000	2024 RM'000
Amounts due from subsidiaries	20,706	27,310
Amounts due to subsidiaries	5,283	10,912

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

26 SIGNIFICANT RELATED PARTY DISCLOSURES (CONTINUED)

(b) Financial year-end balances arising from sales/purchases of goods/services and advances: (continued)

The receivables from subsidiaries arise mainly from loans to a subsidiary and advances to subsidiaries and are repayable on demand. The receivables are unsecured and bear no interest.

The payables to subsidiaries arise mainly from purchase transactions and are repayable on demand. The payables are unsecured and bear no interest.

(c) Key management compensation

Key management personnel are defined as "those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any director (whether executive or otherwise) of that entity". The key management compensation is disclosed as follows:

	Group and Company	
	2025 RM'000	2024 RM'000
Salaries and other short-term employee benefits	3,748	2,478
Defined contribution plan	266	310
	4,014	2,788

27 DIVIDENDS

	2025		2024	
	Dividend per share Sen	Total dividends RM'000	Dividend per share Sen	Total dividends RM'000
Final single-tier dividend declared and paid in respect of the financial year ended 31 December 2023	-	-	2.5	1,510

A final single-tier dividend of RM0.05 per share amounting to RM3,020,100 in respect of the financial year ended 31 December 2025 has been proposed by the Board of Directors subject to the approval of the Company's shareholders at the forthcoming Annual General Meeting. The final single-tier dividend, if approved, will be paid on 7 July 2026.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025 (CONTINUED)

28 CAPITAL COMMITMENT

Capital commitments for the Group and the Company in respect of property, plant and equipment not provided for as of 31 December 2025 are as follows:

	Group and Company	
	2025 RM'000	2024 RM'000
Authorised for but not contracted for	208	-
Authorised and contracted for	-	465

29 SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

On 23 July 2025, the Company filed a Writ of Summons together with a Statement of Claim in the Kuala Lumpur High Court against former employees and a vendor (collectively, the "Defendants"), for damages in the sum of RM2,986,677 and other reliefs. The Writ of Summons was filed following the discovery of suspected irregularities involving the Defendants in relation to certain transactions, which included the use of questionable documentation to facilitate payments. The Company is pursuing legal action for breach of duty, wrongful conduct, and to recover the damages.

The legal proceedings are not expected to have any material adverse effect on the Group's and the Company's financial and operational position.

30 APPROVAL OF FINANCIAL STATEMENTS

The financial statements have been approved for issuance in accordance with a resolution of the Board of Directors on 31 March 2026.

PROPERTIES OWNED BY THE GROUP

AS AT 31 DECEMBER 2025

Address	Description	Usage	Tenure	Terms of Tenant's Leases or Under Leases	Appropriate Age	Net Book Value (RM'000)
Menara Mesiniaga 1A, Jalan SS16/1 47500 Subang Jaya Selangor Darul Ehsan	Commercial land comprising of 15-storey office building	Office building	Freehold	Nil	32 years	28,696
5-G-9, Persiaran Mahsuri Bandar Bayan Baru 11900 Bayan Lepas Pulau Pinang	4-storey Shop	Office building	Leasehold	Nil	13 years	2,882

SHAREHOLDING STATISTICS

Shareholding Structure as at : 19 March 2026
Issued and Paid-up Capital : 60,402,000
Class of Shares : Ordinary Shares

Analysis of Shareholdings as at 19 March 2026

Size of Shareholdings	No. of Shareholders	% of shareholders	No. of Shares	% of shares
1 to 99	68	3.429	1,636	0.003
100 to 1,000	787	39.687	655,749	1.086
1,001 to 10,000	902	45.487	3,813,247	6.313
10,001 to 100,000	187	9.430	5,279,380	8.740
100,001 to 3,020,099 (*)	32	1.614	16,809,680	27.830
3,020,100 and above (**)	2	0.101	22,154,341	36.678
Directors' Holding	5	0.252	11,687,967	19.350
Total	1,983	100	60,402,000	100

Remark:
* Less than 5% of issued shares
** 5% and above of issued shares

Substantial Shareholders as at 19 March 2026

No.	Name of Shareholders	Direct Shareholdings	%
1	Shapadu Capital Sdn. Bhd.	17,142,300	28.380
2	Fathil Sulaiman bin Ismail	8,217,927	13.605
3	Safiah Sulaiman binti Ismail	5,012,041	8.298
4	Datuk Wan Mohamed Fusil bin Wan Mahmood	3,470,040	5.745

Directors Direct and Deemed Interests as at 19 March 2026

No.	Name of Directors	Direct Shareholdings	%
1	Datuk Wan Mohamed Fusil bin Wan Mahmood	3,470,040	5.745
2	Fathil Sulaiman bin Ismail	8,217,927	13.605
3	Sim Hong Kee	0	0
4	Datuk Noor Azian binti Shaari	0	0
5	Zaim Husni bin Omar	0	0
6	Dr Veerinderjeet Singh A/L Tejwant Singh	0	0

SHAREHOLDING STATISTICS

30 Largest Shareholders as at 19 March 2026

No.	Name of Shareholders	No. of Shares Held	% of Shares Held
1	Shapadu Capital Sdn. Bhd.	17,142,300	28.380
2	Fathil Sulaiman bin Ismail	8,217,927	13.605
3	Safiah Sulaiman binti Ismail	5,012,041	8.298
4	Datuk Wan Mohamed Fusil bin Wan Mahmood	1,800,000	2.980
5	Hor Yee @ Ho Cheong Fatt	1,728,940	2.862
6	Berjaya Equity Nominees (Tempatan) Sdn. Bhd. <Berjaya Mutual Berhad for Amanah Raya Berhad for Common Fund>	1,263,600	2.092
7	Aimi Khalidah binti Mohd Puzi	1,169,646	1.936
8	Nor Hafifah binti Mohd Puzi	1,169,646	1.936
9	Nor Zaliza binti Mohd Puzi	1,139,648	1.887
10	Lim Poh Tiong	1,040,000	1.722
11	CIMB Islamic Trustee Berhad <Datuk Wan Mohamed Fusil bin Wan Mahmood>	1,000,000	1.656
12	Wong Ta Nooy @ Wong Keng Yong	1,000,000	1.656
13	Public Invest Nominees (Asing) Sdn. Bhd. <Pledged Securities Account for Muhamad Aloysius Heng (M)>	944,000	1.563
14	Public Nominees (Tempatan) Sdn. Bhd. <Pledged Securities Account for Keng Chin Eng (E-SGM)>	622,400	1.030
15	Ching Heng Zee	610,000	1.010
16	Yee Men Fong	600,000	0.993
17	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. <Pledged Securities Account for Teh Swee Heng (MM1118)>	585,000	0.969
18	Datuk Wan Mohamed Fusil bin Wan Mahmood	475,940	0.788
19	Sri Susayati binti Ramlan	475,100	0.787
20	Lim Poh Tiong	460,000	0.762
21	Lee Kok Hin	456,100	0.755
22	Low Lay Ping	430,000	0.712
23	Toh Ying Choo	396,000	0.656
24	Voon Seng Chuan	308,500	0.511
25	Lai Yock Ching	260,500	0.431
26	Nur Aliyah binti Abdullah	258,800	0.428
27	Khor Keng Saw @ Khaw Ah Soay	238,100	0.394
28	Siew Kim Man	203,500	0.337
29	Khalijah @ Khadijah binti Jamari	200,000	0.331
30	Maybank Nominees (Tempatan) Sdn. Bhd. <Chua Eng Ho Wa'a @ Chua Eng Wah>	196,600	0.325

NOTICE OF THE FORTY-FOURTH (44TH) ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Forty-Fourth (44th) Annual General Meeting (AGM) of the Company will be held at 1st Floor, Auditorium Ismail Sulaiman, Menara Mesiniaga, 1A, Jalan SS16/1, 47500 Subang Jaya, Selangor Darul Ehsan on Thursday, 4 June 2026 at 2.30 p.m. for the following purposes:

Agenda

1. To receive the Audited Financial Statements for the year ended 31 December 2025, together with the Directors' Report and the Independent Auditors' Report thereon.

2. To declare a final single-tier dividend of 5 sen per ordinary share for the financial year ended 31 December 2025. **Resolution 1**

3. To approve the payment of Directors' Remuneration of up to RM500,000 to the Non-Executive Directors for the year ending 31 December 2026. **Resolution 2**

4. To re-elect the following Directors, each of whom retires by rotation in accordance with Article 104 of the Company's Articles of Association, and being eligible, offer themselves for re-election:

   a. Datuk Wan Mohamed Fusil bin Wan Mahmood (Executive Chairman) **Resolution 3**
   b. Fathil Sulaiman bin Ismail (Non-Independent Non-Executive Director) **Resolution 4**

5. To re-appoint Messrs PricewaterhouseCoopers PLT as the Company's Auditors and to authorise the Directors to fix their remuneration. **Resolution 5**

BY ORDER OF THE BOARD

DEBORAH SHARMINI BENJAMIN (MAICSA 7077164)
Company Secretary
Subang Jaya
30 April 2026

Note:

1. For the purposes of determining a member who shall be entitled to participate and vote at the forthcoming Forty-Fourth (44th) Annual General Meeting of the Company, the Company shall be requesting the Record of Depositors as of 28 May 2026. Only a depositor whose name appears on the Record of Depositors as of 28 May 2026 shall be entitled to participate and vote at this AGM and for the appointment of proxy(ies) to participate and vote in his/her stead.
2. A member entitled to participate and vote at the meeting is entitled to appoint proxy(ies) to participate and vote in his/her stead. A proxy need not be a member of the Company.
3. The instrument appointing proxy(ies) shall be in writing under the hand of the appointer or his attorney duly authorised in writing or if such appointer is a corporation under its common seal or the hand of its attorney.
4. All proxy forms must be deposited at the Company's Share Registrar's Office at Boardroom Share Registrars Sdn. Bhd., 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan or via e-mail at bsr.proxy@boardroomlimited.com not less than 48 hours before the time set for holding the meeting or any adjournment thereof. The last date and time for lodging the proxy form is on **Tuesday, 2 June 2026 at 2.30 p.m.**
5. You are required to read and adhere to the **Administrative Guide** issued in the annual report on page 164 to 165 and published on the Company's website at https://mesiniaga.com.my/annual-general-meeting/

STATEMENT ACCOMPANYING NOTICE OF THE FORTY-FOURTH (44TH) ANNUAL GENERAL MEETING

1) Audited Financial Statements for the Financial Year Ended 31 December 2025.

This Agenda is meant for discussion only, as Section 340(1)(a) of the Companies Act 2016 provides that the audited financial statements are to be laid in the general meeting and do not require formal approval of the shareholders. Hence, this Agenda item is not put forward for voting.

2) Declaration of a Final Single-Tier Dividend.

According to Section 131 of the Companies Act 2016, a company may only make a distribution to the shareholders out of profits of the Company available if the Company is solvent. On 25 February 2026, the Board considered the proposed amount of dividend and decided to recommend the same for the shareholders' approval.

The Directors of the Company are satisfied that the Company will be solvent as it will be able to pay its debts as and when the debts become due within twelve (12) months immediately after the distribution is made on 7 July 2026 in accordance with the requirements under Sections 132(2) and (3) of the Companies Act 2016.

3) Payment of Directors' Remuneration of up to RM500,000 to the Non-Executive Directors for the year ending 31 December 2026.

Section 230(1) of the Companies Act 2016 provides that the 'fees' of the Directors and 'any benefits' payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting. Pursuant thereto, shareholders' approval shall be sought at this AGM for the payment of Directors' fees and benefits payable to the Non-Executive Directors of the Company under Resolution 2.

The proposal is made upon benchmarking against selected peer companies in the IT industry with similar market capitalisation, revenue or profit before tax.

The payment of the Directors' fees totalling RM500,000 in respect of the financial year ending 31 December 2026 will only be made if the proposed Resolution 2 is approved by the Company shareholders at this meeting pursuant to Section 230(1)(b) of the Companies Act 2016.

4) Re-election of Director, who retires by rotation in accordance with Article 104 of the Company's Articles of Association.

The following Directors, who retire by rotation in accordance with Article 104 of the Company's Articles of Association, and being eligible, offer themselves for re-election:

a. **Datuk Wan Mohamed Fusil bin Wan Mahmood (Executive Chairman)** - page 14
b. **Fathil Sulaiman bin Ismail (Non-Independent Non-Executive Director)** - page 15

STATEMENT ACCOMPANYING NOTICE OF THE FORTY-FOURTH (44TH) ANNUAL GENERAL MEETING

The following are the justifications for their re-election:

Director subject to re-election pursuant to Article 104	Statement of Support by the Board
Datuk Wan Mohamed Fusil bin Wan Mahmood	i. Having led the Company since 2007, he brings extensive institutional knowledge, industry experience, and strategic insight that support continuity and stability in the Company's long-term direction. As Executive Chairman, he ensures effective alignment between the Board's strategic oversight and management's execution of corporate objectives, driving sustainable growth and value creation. ii. He provides strong leadership at both Board and management levels, sets the Board agenda, and facilitates objective and constructive deliberations. He ensures directors receive timely and adequate information for informed decision-making, thereby promoting effective governance, accountability, and risk oversight. iii. He is not involved in any situation of actual or potential conflict of interest that would materially interfere with the proper discharge of his duties and responsibilities as Executive Chairman, and he remains committed to acting in good faith and in the best interests of the Company. iv. He has not been convicted of any offences within the past ten (10) years other than traffic-related offences and continues to meet the fit and proper criteria required of a director.
Fathil Sulaiman bin Ismail	i. He has provided valuable guidance and mentorship to the management team, contributing meaningfully to the formulation and execution of the Company's business strategies and supporting the achievement of its long-term objectives. ii. He has demonstrated active and constructive participation in the Board's deliberations and decision-making processes, offering considered views and sound advice that enhance balanced discussions and effective Board oversight of management and the Company's operations. iii. He is not involved in any situation of actual or potential conflict of interest that would materially interfere with the proper discharge of his duties and responsibilities as a Non-Independent Non-Executive Director, and he remains committed to acting in good faith and in the best interests of the Company. iv. He has not been convicted of any offences within the past ten (10) years other than traffic-related offences and continues to meet the fit and proper criteria required of a director.

Both Datuk Wan Mohamed Fusil bin Wan Mahmood and Fathil Sulaiman bin Ismail hold securities in the Company as stated on page 159.

BY ORDER OF THE BOARD

DEBORAH SHARMINI BENJAMIN (MAICSA 7077164)
Company Secretary
Subang Jaya
30 April 2026

ADMINISTRATIVE GUIDE

Administrative Guide for the Forty-Fourth Annual General Meeting ("44th AGM") of Mesiniaga Berhad ("the Company")

Date : 4 June 2026 (Thursday)
Time : 2.30 p.m.
Venue : 1st Floor, Auditorium Ismail Sulaiman, Menara Mesiniaga, 1A, Jalan SS16/1
47500 Subang Jaya, Selangor Darul Ehsan

(I) REGISTRATION

The registration counter will be opened at 12.30 p.m. on Thursday, 4 June 2026, at 1st Floor, Auditorium Ismail Sulaiman, Menara Mesiniaga, 1A, Jalan SS16/1, 47500 Subang Jaya, Selangor Darul Ehsan.

Attendees are requested to produce/display their original National Registration Identity Card (NRIC) or Passport (for non-Malaysian) to the registration staff for verification purposes. Kindly ensure that your original NRIC or Passport is returned to you thereafter. Please take note that no person will be allowed to register on behalf of another person, even with the original NRIC or Passport of that person.

Attendees will also be given an identification wristband with a personalised passcode for voting purposes. No person will be allowed to enter the meeting hall without the identification wristband. A replacement for the identification wristband will not be issued should you lose or misplace it.

(II) ELIGIBILITY TO ATTEND BASED ON THE RECORD OF DEPOSITORS

Only shareholders whose name appears on the Record of Depositor as of 28 May 2026 shall be entitled to attend or appoint proxy(ies) to attend and/or vote on his/her behalf.

(III) APPOINTMENT OF PROXY(IES)

A shareholder who is unable to attend the 44th AGM on Thursday, 4 June 2026 may appoint proxy and indicate the voting instructions in the proxy form. Please deposit the proxy form with the Share Registrar of the Company, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan. Alternatively, you have the option of submitting the proxy form electronically via e-mail at bsr.proxy@boardroomlimited.com not less than 48 hours before the time set for holding the meeting or any adjournment thereof.

The last date and time for lodging the proxy form is on **Tuesday, 2 June 2026 at 2.30 p.m.**

(IV) VOTING PROCEDURES

The voting will be conducted by poll in accordance with Paragraph 8.29A of Bursa Malaysia Securities Berhad MAIN Market Listing Requirements. All resolutions set out in the Notice of 44th AGM will be put to vote by way of poll. Boardroom Share Registrars Sdn. Bhd. has been appointed as the Poll Administrator to conduct the polling process. The Independent Scrutineers will verify the results of the poll thereafter.

(V) OTHER INFORMATION

In the event of unforeseen circumstances, the arrangements for our 44th AGM may be subject to change at short notice. Please refer to the Company's website or announcements on Bursa Malaysia for the latest updates.

ADMINISTRATIVE GUIDE

(VI) ENQUIRY

If you have any enquiries prior to the 44th AGM, please contact our Share Registrar during office hours on Monday to Friday, from 9.00 a.m. to 5.00 p.m. (except on public holidays):

Boardroom Share Registrars Sdn. Bhd.
[Registration No. 199601006647 (378993-D)]

Address	: 11th Floor, Menara Symphony No. 5, Jalan Prof. Khoo Kay Kim Seksyen 13, 46200 Petaling Jaya Selangor Darul Ehsan
General Line	: +603-7890 4700
E-mail	: bsr.proxy@boardroomlimited.com

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PROXY FORM

For 44th Annual General Meeting

MESINIAGA BERHAD
Registration No.: 198101013112 (79244-V)
(Incorporated in Malaysia)

Number of Shares Held																	
CDS Account No.				–				–									

I/We,_____ NRIC/Passport/Registration No._____
(FULL NAME AS PER NRIC/PASSPORT/CERTIFICATE OF INCORPORATION IN BLOCK LETTERS)

(Contact No.:_____) of_____

_____
(FULL ADDRESS)

Being member(s) of MESINIAGA BERHAD, hereby appoint the following:

Proxy 1	
Full Name of Proxy as per NRIC/Passport	
NRIC/Passport No.	
Proportion of Shareholdings (%)	
Contact No.	

and/or failing him/her;

Proxy 2	
Full Name of Proxy as per NRIC/Passport	
NRIC/Passport No.	
Proportion of Shareholdings (%)	
Contact No.	

or failing him/her, THE CHAIRMAN OF THE MEETING as my/our proxy(ies) to vote for me/us and on my/our behalf at the Forty-Fourth (44th) Annual General Meeting of the Company, to be held at **1st Floor, Auditorium Ismail Sulaiman, Menara Mesiniaga, 1A, Jalan SS16/1, 47500 Subang Jaya, Selangor Darul Ehsan (Tel: +603-5635 8828) on Thursday, 4 June 2026 at 2.30 p.m.** and at any adjournment thereof.

The proxy is to vote on the resolutions set out in the Notice of Meeting as indicated, with an "X" in the appropriate space. If no specific direction as to voting is given, the proxy will vote or abstain from voting at his discretion.

No.	Resolution	For	Against
1	Final single-tier dividend of 5 sen per ordinary shares for the financial year ended 31 December 2025		
2	Approval of Non-Executive Directors' remuneration for the year ending 31 December 2026		
3	Re-election by rotation of Datuk Wan Mohamed Fusil bin Wan Mahmood as Executive Chairman		
4	Re-election by rotation of Fathil Sulaiman bin Ismail as Non-Independent Non-Executive Director		
5	Re-appointment of Messrs. PricewaterhouseCoopers as Auditors and to authorise the Directors to fix their remuneration		

Dated this _____ day of _____, 2026

_____
Signature/Common Seal of Shareholders

Note:

For the purposes of determining a member who shall be entitled to participate and vote at the forthcoming Forty-Fourth (44th) Annual General Meeting of the Company, the Company shall be requesting the Record of Depositors as at 28 May 2026. Only a depositor whose name appears on the Record of Depositors as at 28 May 2026 shall be entitled to participate and vote at the meeting as for appointment of proxy(ies) to participate and vote on his/her stead.

A member entitled to participate and vote at this AGM is entitled to appoint proxy(ies) to participate and vote in his stead. A proxy need not be a member of the Company. The instrument appointing a proxy shall be in writing under the hand of the appointer or his attorney duly authorised in writing or if such appointer is a corporation under its common seal or the hand of its attorney. All forms of proxy must be deposited at the Company's Share Registrar's Office at Boardroom Share Registrars Sdn. Bhd., 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan or via e-mail at bsr.proxy@boardroomlimited.com not less than 48 hours before the time set for holding the meeting or any adjournment thereof. The last date and time for lodging the proxy form is on **Tuesday, 2 June 2026** at **2.30 p.m.**

First fold

AFFIX STAMP

Boardroom Share Registrars Sdn. Bhd.
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan

Second fold

https://mesiniaga.com.my

Mesiniaga Berhad 198101013112 (79244-V)

Menara Mesiniaga
1A, Jalan SS16/1
47500 Subang Jaya
Selangor Darul Ehsan

Tel : 03-5635 8828
Fax : 03-5636 3838