ASTAKA HOLDINGS

ANNUAL REPORT 2023

Refine. Realign. Revitalise.

CONTENTS

This annual report has been prepared by Astaka Holdings Limited (the "Company" or "Astaka") and reviewed by the Company's sponsor, SAC Capital Private Limited (the "Sponsor").

This annual report has not been examined or approved by the Singapore Exchange Securities Trading Limited ("SGX-ST") and the SGX-ST assumes no responsibility for the contents of this annual report, including the correctness of any of the statements or opinions made, or reports contained in this annual report.

The contact person for the Sponsor is Ms Audrey Mok (Telephone: +65 6232 3210) at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.

Corporate Profile

Astaka Holdings Limited (the "**Company**" or "**Astaka**", together with its subsidiaries, the "**Group**") was listed on the Singapore Exchange through a reverse takeover of E2-Capital Holdings Limited in November 2015. Established in 1993, Astaka stands as a leading integrated property developer situated in the Iskandar region of Johor, Malaysia. The Company maintains a steadfast commitment to elevate Johor Bahru into a world-class metropolis. Astaka's vision encapsulates the creation of a capital city distinguishable by its contextualised and bold architecture, fostering communal engagement through development initiatives and cultivating an urban environment that prioritizes environmental conservation.

Astaka's flagship development, The Astaka, is our award-winning flagship project located at One Bukit Senyum **("OBS")**. OBS is a development on a piece of freehold 11.85-acre land, with it a mixed development township located in the heart of Johor Bahru City Centre, comprising of 3 phases (i) The Astaka, which is the tallest residential building in Southeast Asia; (ii) an office tower called Menara MBJB, home to the Johor Bahru Local Council; and (iii) the final phase of development measuring 7.65 acres, called OBS3*. This development boasts an estimated gross development value ("**GDV**") of up to RM5.3 billion. As at the end of 2023, The Astaka, being the first completed phase of the OBS development, is almost fully sold.

The final phase of development, OBS3, is slated to be developed via the Group's joint venture with Seaview Holdings Sdn. Bhd. ("**Seaview**"), an associate of our controlling shareholder, Dato' Malek. OBS3 is envisaged to consist residential towers, a prestigious hotel, branded residences, serviced apartments and an entertainment hub. Regarded as a hallmark of a modern mixed-use development, this project is poised to become Johor Bahru's new central business district upon its final phase of completion.

The Group's second development, Bukit Pelali @ Pengerang, is a self-contained strata township and spans across 363 acres of land. The development is located around five kilometres from the Pengerang Integrated Petroleum Complex in southeastern Johor. With a projected GDV reaching up to RM2.3 billion, the project comprises residential units and shop offices. The development would also comprise amenities including a clubhouse, a hotel, and a private hospital, amongst others.

The Group's latest development project, Aliva, is located at Mount Austin, a vibrant township in the heart of Johor Bahru. Aliva has an estimated GDV of RM254.0 million and a total of 499 residential units, slated to complete by end-2026. Notably, it is designed to be Green Building Index ("**GBI**") certified and conveniently located just a 25-minute drive from the upcoming Bukit Chagar RTS station. Aliva's strategic location also offers close proximity to educational institutions, healthcare facilities, as well as entertainment and recreational centres.

Astaka is continuously exploring new investment opportunities and potential real estate acquisitions, with a primary focus on high-profile or strategically located land banks. Aligned with its overarching vision, the Group aims to curate a portfolio of landmark projects throughout Johor.

**In FY2023, the 7.65-acre land intended for phase 3 of OBS was disposed to Seaview, with whom the Group had successfully formed a joint venture company, to jointly undertake phase 3 of OBS development.*

One Bukit Senyum

Held by Astaka Padu Sdn Bhd, a 99.99%-owned indirect subsidiary of the Company

11.85* ACRES

COMPONENTS:
The Astaka, Menara MBJB and OBS3

*In FY2023, the 7.65-acre land intended for phase 3 of OBS was disposed to Seaview, with whom the Group had successfully formed a joint venture company, to jointly undertake phase 3 of OBS development.

THE

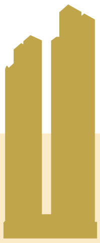
ASTAKA

ONE BUKIT SENYUM

1KM
to Johor CIQ

Lobby

Lavish Infinity Pool



Tower A
70
Storeys

Social Dining

Private Dining

1,020feet
Above Sea Level

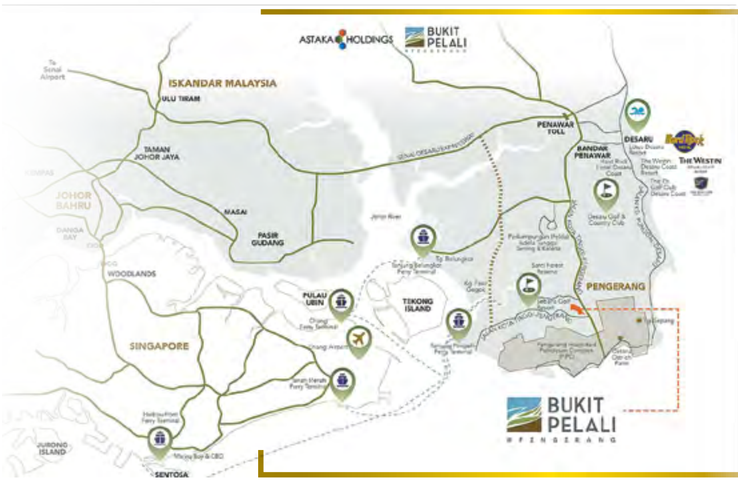
Cigar Room

Recreation Lounge

Tower B
65
Storeys

Bukit Pelali @ Pengerang

Developed by Bukit Pelali Properties Sdn Bhd, a 51:49 joint venture company between the Company's 99.99%-owned indirect subidiary, Astaka Padu Sdn Bhd, and Saling Syabas Sdn Bhd



363 Acres

4,022

Residential Units

ALIVA

MOUNT AUSTIN

A NEW WAY OF LIFE

Revive, Relax, Relish

Serenely tucked within Mount Austin's vibrant neighbourhood, ALIVA will speak to those who truly appreciate luxury and privacy living. The development's location is arguably subdued, yet well linked to many daily conveniences and indulgences. It is to be built on a piece of freehold land and is conceptualised as a serviced residence, where the residents can benefit from the amenities and contemporary facilities.

MILESTONES

1993

Astaka Padu Sdn Bhd was founded in Johor Bahru, Malaysia, by Dato' Dr. Daing A Malek Bin Daing A Rahaman.

2003

Astaka Padu Sdn Bhd made its foray into property development through applications to develop plots of land in Iskandar.

2012

Astaka Padu Sdn Bhd acquired land and commenced implementation plan for One Bukit Senyum, engaging GDP Architects to develop The Astaka @ One Bukit Senyum.

2013

Grand launch and construction of The Astaka @ One Bukit Senyum, named tallest residential twin towers in Southeast Asia.

2014

Astaka Padu Sdn Bhd undertook a restructuring exercise; Astaka Padu Limited became the holding company of Astaka Padu Sdn Bhd.

2015

Renamed Astaka Holdings Limited following listing on Singapore Exchange via the reverse takeover of E2-Capital Holdings Limited.

The Astaka @ One Bukit Senyum was awarded:

- Best Condo Development (Malaysia) by South East Asia Property Awards (Malaysia) 2015.
- Best Luxury Condo Development (South Malaysia) by South East Asia Property Awards (Malaysia) 2015.
- People's Choice Awards for Best Luxury High Rise Development by iProperty.

2016

28 August 2016:
Unveiled masterplan for One Bukit Senyum officiated by Sultan Ibrahim, the Sultan of Johor.

3 October 2016:
Entered into a joint venture to develop Bukit Pelali @ Pengerang.

28 November 2016:
Secured RM308 million agreement to develop Menara MBJB.

2017

21 May 2017:
Grand Launch of Bukit Pelali @ Pengerang by Sultan Ibrahim, the Sultan of Johor.

26 July 2017:
One Bukit Senyum conferred node status.

2018

26 June 2018:
The Astaka @ One Bukit Senyum received Certificate of Completion and Compliance.

27 August 2018:
Appointment of Holiday Villa Hotels & Resorts to operate hotel at Bukit Pelali Project in Pengerang, Johor.

2019

8 October 2019:
Phase 1A of Bukit Pelali @ Pengerang received Certificate of Completion and Compliance.

11 December 2019:
Menara MBJB received Certificate of Completion and Compliance.

The Astaka @ One Bukit Senyum was awarded:

- Best Residential High-Rise Development and Most Inspiring New Developer 2019 by Des Prix Infinitus ASEAN Property Awards Malaysia.
- Best Residential High-Rise Development in Malaysia 2019 by ASIA Pacific Property Awards.

2020

1 January 2020:
Officially handed over the fully completed Menara MBJB to Johor Bahru's City Council, a year ahead of schedule.

15 August 2020:
Menara MBJB was awarded Best New Green Institutional Building in Leadership in Sustainability Awards 2020 by Malaysia Green Building Council.

17 November 2020:
Phase 2A & 2B of Bukit Pelali @ Pengerang received Certificate of Completion and Compliance.

10 December 2020:
Phase 1B of Bukit Pelali @ Pengerang received Certificate of Completion and Compliance.

2021

26 November 2021:
Menara MBJB was awarded Green Building Index by Malaysia Green Building Index (GBI) Accreditation Panel.

13 December 2021:
Astaka Holdings Limited to provide Project Marketing Consultancy Services to Active Estates Sdn Bhd.

2022

24 January 2022:
Memorandum of understanding entered into with DMR Holdings Sdn Bhd to jointly develop approximately 42 acres of land in Johor, Malaysia with a total estimated gross development value ("**GDV**") in the region of RM1 billion*.

19 April 2022:
Joint development agreement entered into with Straits Perkasa Services Sdn Bhd to jointly develop a mixed-used commercial development project.

2023

31 May 2023:
Entered into shareholders' agreement with Seaview Holdings Sdn Bhd, to incorporate a joint venture company, Astaka Capital Sdn Bhd, to undertake property and real estate development business in Malaysia, including, *inter alia*, the development of Phase 3 of Bukit Senyum land.

15 November 2023:
Signed a sale and purchase agreement with Straits Perkasa Services Sdn Bhd, in accordance with the terms of the joint development agreement previously entered into on 19 April 2022, for the purchase of land in respect of the Aliva @ Mount Austin project development.

** Since the Company's announcement dated 24 January 2022, feasibility studies were conducted on the respective land parcels, and the land size and GDV of the projects in aggregate were varied to 20 acres of land and RM380 million respectively, based on the results of the feasibility studies.*

MILESTONES

Awards

A glorious architectural marvel that soars 1,020 feet above sea level. The Astaka is an iconic award-winning development designed by one of the most highly acclaimed architecture firms. One that is built with uncompromising craftsmanship and impeccable detailing. Characterised by its modern facade that adds a touch of elegance to its entire outlook. Your luxurious lifestyle is at the greatest height, with thoughtful design and bespoke quality testified by internationally-recognised award authorities.

green building index™

GBI Certified

BCA
BUILDING AND CONSTRUCTION AUTHORITY SINGAPORE
CONQUAS®
BCA Construction Quality Assessment System

Score > 80%

THE MALAYSIA BOOK of RECORDS®

Tallest Residential Building

Des Prix Infinitus ASEAN PROPERTY AWARDS MALAYSIA 2018/2019

Most Inspiring New Developer

Best Residential High Rise Development

SOUTH EAST ASIA PROPERTY AWARDS (MALAYSIA) 2015

Best Luxury Condo Development South Malaysia

Best Condo Development (Malaysia)

PropertyGuru ASIA PROPERTY AWARDS

Best Universal Design Development

Best Luxury Condo Development South Malaysia

Best Condo Development (Malaysia)

ASIA PACIFIC PROPERTY AWARDS

Residential High Rise Development The Astaka Johor Bahru

Interior Design Private Residence The Astaka Johor Bahru (Malaysia)

Chairman's Statement

Policies to enhance connectivity is the core driver for Johor in the mid-term, both in terms of mobility across borders and ease of capital flow.

Dear Shareholders,

On behalf of the Board of Directors (the "**Board**") of Astaka Holdings Limited ("**Astaka**" or the "**Company**", and together with its subsidiaries, the "**Group**"), I am pleased to present to you our Annual Report for the financial year ended 31 December 2023 ("**FY2023**").

2023 Overview

Malaysia's economy grew by 3.7% in 2023, a drop from 2022's growth rate of 8.7% due to the challenging external environment. Among others, slower global trade and tighter monetary policies were causes of the lower growth rate[1]. Despite this, the property market in Malaysia fared relatively well during the same period. The value of property transactions in Malaysia reached RM142.5 billion in the first 9 months of 2023, improving by 8.8% from the corresponding period of the previous year[2].

In tandem with the trend, properties in Johor also saw a resurgence of interest in 2023 on the back of positive progress of key infrastructure projects as well as other policy announcements. The number of properties being sold in Johor in the first quarter in 2023 increased by 17% year-on-year from the corresponding period of 2022. One of the key contributing factors is home purchases by Malaysians working in Singapore and Singaporeans[3].

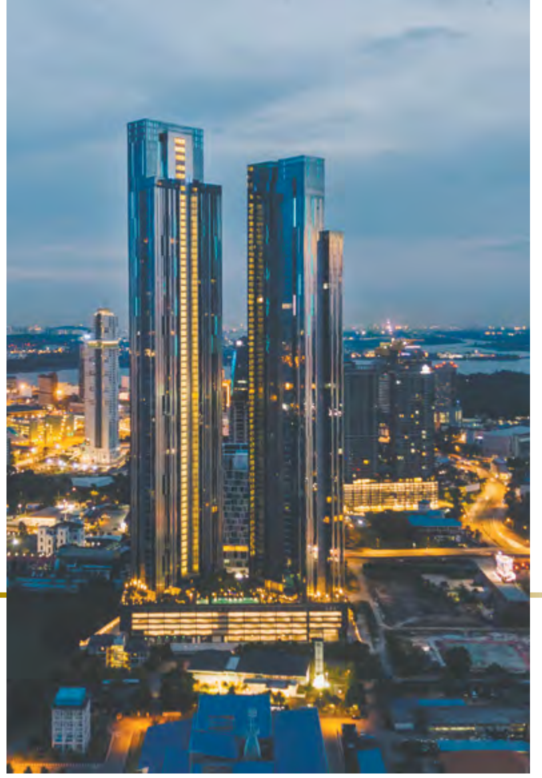
At Astaka, our sales campaigns for all three developments were by and large successful. The take-up rates of these projects have been on a growing trajectory over the past years. In FY2023, we also embarked on a new development, Aliva @ Mount Austin. With an estimated gross development value ("**GDV**") of RM254.0 million, the development will be Green Building Index ("**GBI**") certified upon completion, which is a testament to our commitment to contributing to a more sustainable and eco-friendly living environment.

The Group is also pleased to update that it has resumed the trading of our shares with effect from 27 December 2023, having satisfied the conditions for the resumption of trading, as announced on 26 December 2023. We would like to thank our shareholders for your patience and are looking forward to achieving more significant project milestones from here.

Mid-Term Outlook

Looking ahead, we are generally upbeat about the operating landscape for 2024. We expect to benefit from both the improving economic conditions in Johor and a more robust property sector. The Malaysian central bank had in February 2024 projected a growth of between 4% to 5% for the Malaysian economy in 2024[4]. This will be backed by an expansionary budget of RM393.8 billion, the country's largest-ever allocation[5]. Johor is set to become one of the key

1 https://www.bnm.gov.my/-/qb23q4_en_pr
2 https://www.businesstimes.com.sg/international/asean/malaysia-property-deals-88-rm142-billion-first-three-quarters-2023
3 https://www.thestar.com.my/news/nation/2023/10/23/johor-property-sales-set-to-boom-with-announcement
4 https://www.cnbc.com/2024/02/16/malaysias-2023-economic-growth-misses-expectations.html
5 https://www.channelnewsasia.com/asia/malaysia-anwar-ibrahim-budget-2024-finance-spending-3843431



beneficiaries with multiple favourable policies and initiatives set to be implemented.

Enhancing connectivity looks to be the core theme in the mid-term for the state of Johor, encompassing improving mobility across borders and easing of capital flow incentivised through various policies.

A better transportation infrastructure is set to stimulate development and economic activities. The widening of the North-South Expressway's stretch in Johor and the recently announced Woodlands Checkpoint expansion[6] are part of the transportation infrastructure set to ease traffic congestion at both ends into the Southern state.

In the mid-term, the construction of the Rapid-Transit System ("**RTS**") between Singapore and Johor is targeted for completion by the end of 2026. According to the Mass Rapid Transit Corp, the new mode of transportation will reduce travel time to within 20 minutes including customs and immigration clearance[7].

The Johor-Singapore causeway sees more than 350,000 travellers daily, and this figure is projected to rise to 400,000 daily commuters by 2050[8]. On a related note, the Johor-Special Economic Zone ("**SEZ**") that is progressively unfolding will potentially introduce positive initiatives like fast-track immigration clearance lane, multiple entry visas, and special tax and incentive packages[9].

The confluence of factors will be game-changing in terms of mobility between Johor and its neighbouring states in Malaysia as well as between Johor and Singapore.

With better infrastructure and friendlier business policies in place, the state will be well-positioned to attract investments from overseas. This will have massive multiplier effects benefitting industries like real estate, retail, tourism, and hospitality, boosting the job market and potentially result in net migration into the state. Current residents may also reap the benefits of a vibrant local economy in terms of higher salaries and higher profits for business owners.

All these point towards a growing and more robust property market in the coming years. In anticipation of these factors, we are already seeing an increasing demand for properties situated at desirable areas, particularly in the Johor Bahru city centre area such as residential units near the upcoming Bukit Chagar RTS station[10]. For reference, rental prices have doubled to RM2,000-RM2,300 per month for a studio unit near the Singapore border[11].

Astaka is set to benefit from this positive economic outlook, with our One Bukit Senyum development and Aliva @ Mount Austin project that are located within close proximity from the Bukit Chagar RTS station.

Coincidentally, the property market will be further propelled by the revamped Malaysia My Second Home ("**MM2H**") programme. With more relaxed conditions and easier application process, properties in Malaysia could draw demand from abroad such as China[12].

In the southeastern side of Johor, our Bukit Pelali @ Pengerang project is likely to enjoy healthy demand as the Pengerang Integrated Petroleum Complex ("**PIPC**") megaproject enters phase 3 of development, supported through the provision of special tax incentives or investment tax allowances under the Malaysian budget 2024[13].

6 https://www.straitstimes.com/singapore/woodlands-checkpoint-expansion-work-to-start-in-2025-first-phase-to-be-completed-by-2032
7 https://www.businesstimes.com.sg/international/asean/jb-singapore-rts-link-hours-just-20-minute-seamless-trip
8 https://www.pmo.gov.my/2023/10/congestion-at-causeway-has-eased-thanks-to-malaysia-singapore-joint-efforts-says-pm-anwar/
9 https://www.nst.com.my/property/2023/10/968335/johor-ups-its-game-become-next-shenzhen-order-attract-investors
10 https://www.nst.com.my/property/2023/12/992231/resurgence-interest-property-market-johor
11 https://www.channelnewsasia.com/singapore/johor-bahru-property-real-estate-prices-rapid-transit-system-link-rts-sez-causeway-border-4044816
12 https://www.nst.com.my/news/nation/2023/12/990913/govt-rolls-out-special-edition-mm2h-programme-more-relaxed-conditions
13 https://www.malaymail.com/news/malaysia/2023/11/28/johor-expects-rm60b-additional-investments-for-third-phase-of-pengerang-integrated-petroleum-complex-says-exco/104643

With a pipeline of economic-related initiatives in Johor, we are confident that the Group can ride on these positive mid-to long-term initiatives and capitalise on favourable conditions. As growth is expected across industries, our longer-term plan is also to explore developments beyond the residential and mixed development space, as well as to consider other synergetic opportunities that may arise.

Appointment of Dato' Malek to Subsidiary's Board of Director

In March 2024, we have appointed Dato' Dr. Daing A Malek Bin Daing A Rahaman ("**Dato' Malek**"), the current controlling shareholder of the Company, as a Non-Executive Director of the Company's 99.99%-owned indirect subsidiary, Astaka Padu Sdn. Bhd. We believe that Dato' Malek's appointment is a testament of his commitment and support to the Group's businesses, as well as allowing the Group to tap on his extensive network and experience to carry out its business plans more effectively.

Promotion to C-Suite

In early 2024, we are pleased to announce the promotion of Ms Ang Siew Peng as our new Chief Financial Officer ("**CFO**"). Given her commendable stint as Financial Controller since joining the Company, we are confident that she will fill this important role as CFO well and be part of the C-Suite team that will drive the Group towards this next exciting phase.

Appreciation

As I end my note, I would like to acknowledge my fellow Board members for their dedication to the Group in FY2023. Their invaluable insights and wise counsel have played an important part in helping Astaka navigate through a tough spell. I am also grateful to our management team who has been instrumental in leading the Group's turnaround in recent years. To our shareholders, thanks for your patience during the less favourable times. Your unwavering support gives us confidence in executing our plans and delivering value for you.

The next couple of years will be transformational for Astaka, especially given the strong growth trajectory expected in Johor. Internally, the Group is getting ready to roll out new developments and explore landbank acquisition to tap into the growing opportunities.

Mr. Lai Kuan Loong, Victor

Non-Executive Chairman and Independent Director

11 April 2024

2023 was a year of stabilisation as preparatory works were underway for the Group's next phase of growth for the decade ahead.

Dear Shareholders,

2023 was a year of stabilisation as preparatory works were underway for the Group's next phase of growth for the decade ahead. We saw good progress on all fronts including amongst others, plans for new developments, sales from our current and latest development projects, and the forging of key business partnerships. 2023 also marked a significant milestone for the Group with the successful resumption of our trading status on the SGX-ST in December 2023. After a period of planning and realignment, we are pleased with the progress made and are eager to work towards generating greater value for our shareholders with the projects in pipeline.

Financial Overview

Astaka recorded revenue of RM60.7 million for the financial year ended 31 December 2023 ("**FY2023**"). The commendable performance was backed by strong property sales in the Group's developments. The aggressive and targeted marketing efforts, coinciding with positive market sentiments, resulted in successful sales campaigns during the year. Net profit attributable to the owners of the Company amounted to RM3.1 million for FY2023.

On the back of the improved business conditions, we recorded a net operating cash inflow of RM4.0 million in FY2023. This was a turnaround from net cash used in operating activities of RM9.4 million in FY2022. Net asset value per ordinary share of Astaka also saw an improvement from 4.27 cents as at 31 December 2022 to 4.44 cents as at 31 December 2023.

Updates On Our Developments

The Astaka @ One Bukit Senyum

The Astaka is our award-winning flagship project located at One Bukit Senyum ("**OBS**"), a mixed development township located in the heart of Johor Bahru City Centre. As at the end of 2023, The Astaka, being the first completed phase of the OBS development, is almost fully sold. OBS sits on a 11.85-acre land and currently comprises of (i) The Astaka, which is the tallest residential building in Southeast Asia, (ii) an office tower, Menara MBJB, home to the Johor Bahru Local Council, and (iii) the final phase of development measuring 7.65 acres, called OBS3.

Development on the final phase of development measuring 7.65 acres, called OBS3 phase of OBS was previously put on hold in light of the market conditions during the pandemic. To ease the Group's cash flow requirements, the 7.65-acre land ("**OBS3 Land**") intended for phase 3 of OBS ("**OBS3**") was disposed for a sum of RM116.0 million to Seaview Holdings Sdn. Bhd. ("**Seaview**") with whom the Group has successfully formed a joint venture company ("**JVCo**") in FY2023 to jointly undertake development of OBS3. With the confluence of several positive factors such as the progress of Johor Bahru–Singapore Rapid Transit System ("**RTS**") project which is slated for completion by 2026 and other positive policy measures, including the

proposed Special Economic Zone ("**SEZ**") between Johor and Singapore, we believe that it is timely for us to relook into the development of OBS3.

The JVCo is currently working out the blueprint for OBS3 project. The potential demand for the OBS3 project can be huge, given its close proximity to the upcoming Bukit Chagar RTS station. The improved connectivity between Singapore and Johor Bahru is envisaged to drive foot traffic into the state, improve the living standards of residents in Johor Bahru, and influence property prices in the area. The Company will update shareholders as and when there are material developments on OBS3 project.

Aliva @ Mount Austin

In the second half of FY2023, we embarked on a new development branded as Aliva @ Mount Austin (the "**Aliva**"). With an estimated gross development value ("**GDV**") of RM254.0 million, the development has a total of 499 residential units and is slated to be completed by end-2026. Aliva is set to achieve the distinction of being the first Green Building Index ("**GBI**") certified building in Mount Austin.

Located in Mount Austin, a vibrant township in Johor Bahru, Aliva is a 25-minute drive away from the upcoming Bukit Chagar RTS station. Aliva is also located within close proximity to schools, hospitals, and entertainment and recreational centres.

Upon completion, Aliva will also be the first serviced residence in Mount Austin. In addition to the usual amenities, this residential development will have a grand lobby, concierge, EV-charging facilities, as well as an automated waste management system.

Bukit Pelali @ Pengerang

Bukit Pelali @ Pengerang ("**Bukit Pelali**") is a self-contained strata township, located in the south-east of Johor. The 363-acre development has an estimated GDV of RM2.3 billion.

The growing industrial activities, in terms of working population, play a huge role in driving housing demand in the Kota Tinggi District. With Pengerang being a major hub for the oil and gas industry in Johor, it houses the Pengerang Integrated Petroleum Complex ("**PIPC**"), a 9,269-hectare megaproject comprising oil refineries, petrochemical plants, liquefied natural gas terminals, and so on.

Impacted by delays due to the pandemic and economic conditions, the PIPC development has since taken off. As of 31 December 2023, 7,549 jobs have been created

from the first two phases of PIPC[1]. With the tailwinds from PIPC developments, interests in properties of the Bukit Pelali project grown in FY2023.

Looking ahead, we expect the positive momentum in the district's development to continue. A new tax incentive package was introduced for PIPC during Budget 2024 tabled by the Malaysian Government, a move that is expected to incentivise huge investment. The Johor state government also announced in late 2023 that it is expecting an additional RM60 billion investments for the third phase of PIPC. Set to begin construction in 2026, the project is expected to create an additional 10,000 jobs[2].

On the back of the positive drivers, the Group will continue to explore further development opportunities in FY2024 on the potential landbank in Pengerang.

General Outlook

A lot has been said about Johor's economic prospects in the tail-end of 2023 following a wave of positive developments, including amongst others, various economic-related initiatives and discussions aimed to enhance connectivity with our neighbouring country, Singapore, both in terms of human capital flow and business friendliness. These are seen as a game changer to the state and could potentially drive job opportunities, positive labour migration, and the spending power of the community, uplifting property prices and demand. As one of the prominent players in Johor, we seek to capitalise on the economic prospects with our current and latest projects.

Appreciation

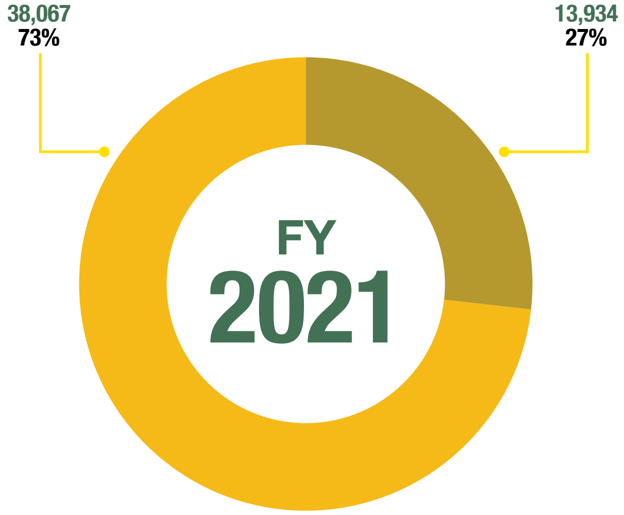
FY2023 was a successful year having laid the groundwork for the growth journey ahead. For that, I want to extend my heartfelt appreciation to all of our employees for their hard work and dedication throughout the year. We are also thankful to our stakeholders including shareholders, customers, business partners, vendors, and the community for their continuing support to Astaka.

Mr. Khong Chung Lun
Executive Director and Chief Executive Officer
11 April 2024

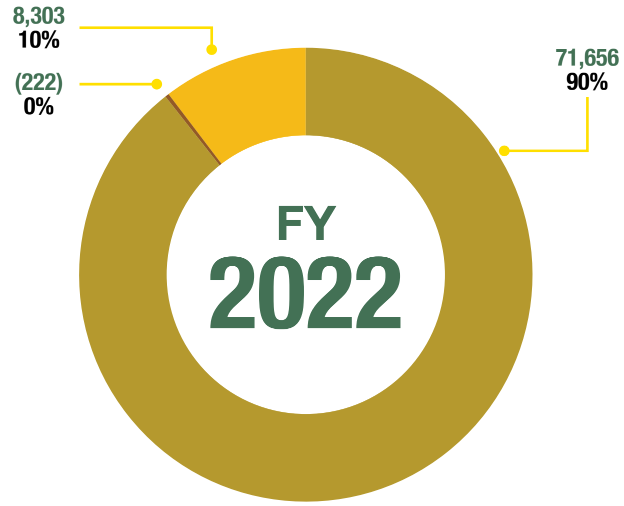
1 https://themalaysianreserve.com/2024/02/29/pengerang-integrated-petroleum-complex-shaping-global-energy-markets/

2 https://www.malaymail.com/news/malaysia/2023/11/28/johor-expects-rm60b-additional-investments-for-third-phase-of-pengerang-integrated-petroleum-complex-says-exco/104643

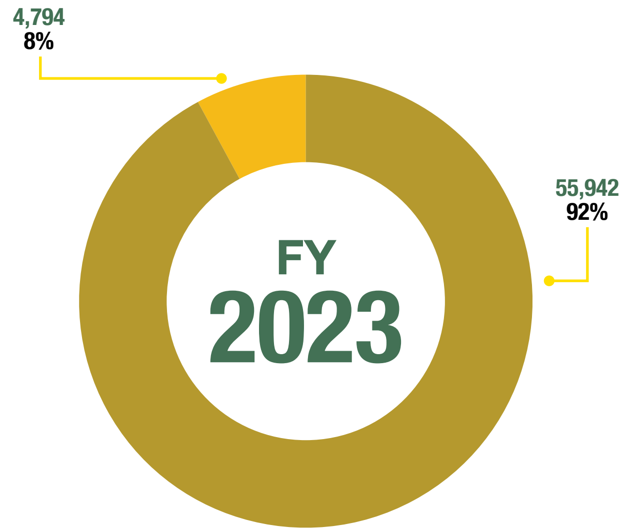
PERFORMANCE BY DEVELOPMENT PROJECTS (RM'000)



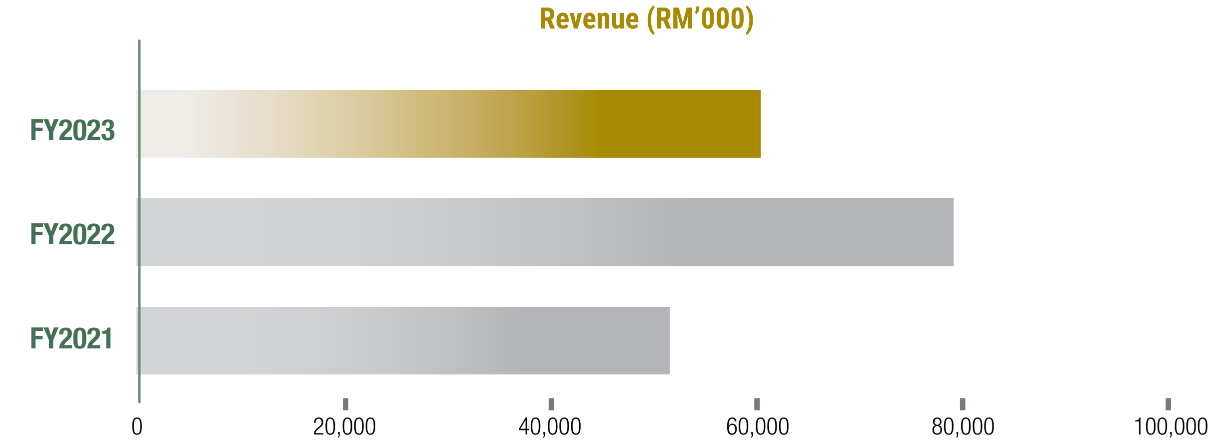
Bukit Pelali @ Pengerang

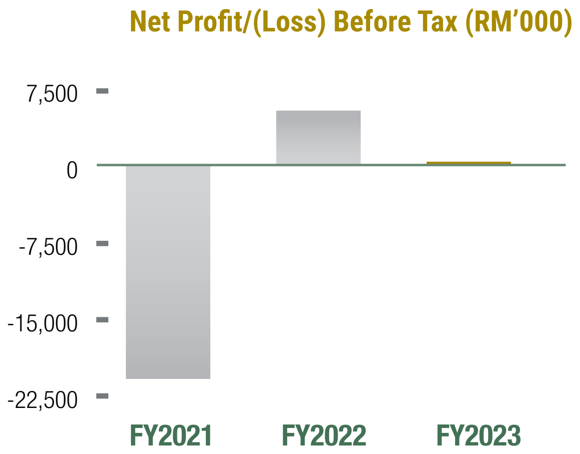


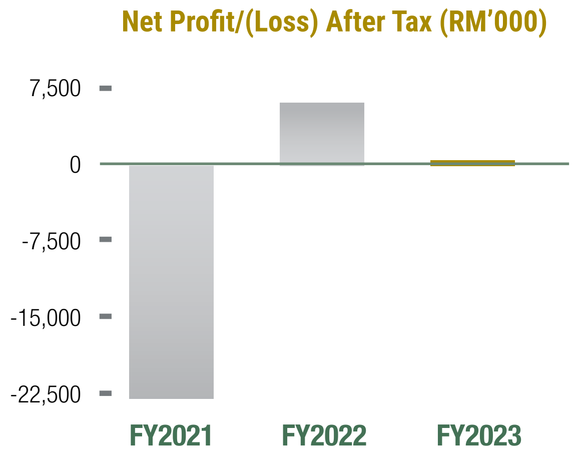
The Astaka @ One Bukit Senyum

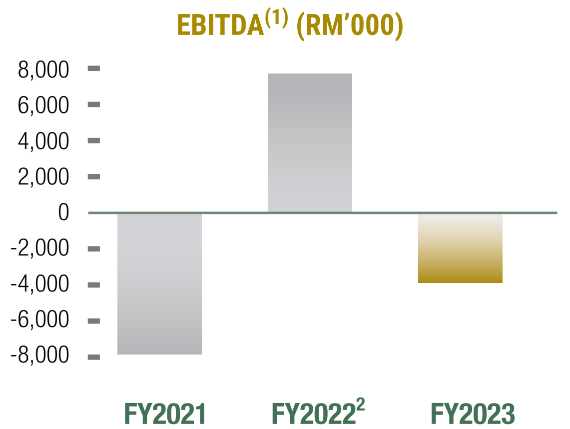


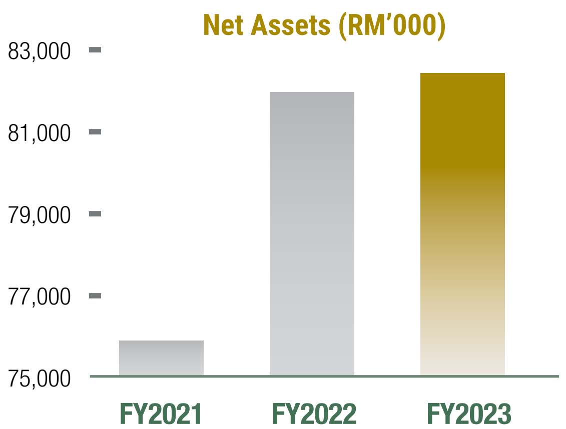
Menara MBJB @ One Bukit Senyum











1 *EBITDA = Net profit/(loss) before tax + interest expenses + depreciation of property, plant and equipment + one-off expenses*

2 *Certain comparative figures for FY2022 have been reclassified to conform to the current year's financial statements presentation which the management deemed as more reliable and relevant to the users of the financial statements.*

Astaka reported net finance income of

RM**6.1** million

in FY2023 as compared to net finance costs of RM2.8 million in FY2022

Consolidated Statement of Profit or Loss and Other Comprehensive Income

Revenue

In FY2023, Astaka reported revenue of RM60.7 million, which was lower than RM79.7 million attained in FY2022. The decrease in revenue was due to the transfer of sale of twenty (20) property units from a contra arrangement with a contractor in FY2022, which was a one-off event. This was partially offset by the higher sales to other third parties as a result of active marketing campaigns.

Cost of Sales and Gross Profit

In line with the decrease in revenue, cost of sales declined to RM48.8 million in FY2023 from RM52.4 million in FY2022. In addition, the decrease was also attributed to cost savings of RM2.8 million arising from the adjustment in final project costing.

Gross profit dropped to RM12.0 million in FY2023 from RM27.3 million in FY2022. These figures took into account the reversal of foreseeable loss on development properties sold above carrying amount and the abovementioned cost savings.

Other Income

Other income increased to RM3.1 million in FY2023 from RM0.2 million in FY2022. The significant jump was mainly due to gain on disposal of asset held for sale, increased project marketing consultancy service fee and reversal of provision for the Social Projects Fund ("**SPF**") Contribution as the Company had sold the asset held for sale and was no longer entitled to future tax benefits of making SPF contribution in relation to the asset held for sale.

Expenses

Selling and distribution expenses more than doubled year-on-year ("**yoy**") to RM3.5 million in FY2023 from RM1.6 million in FY2022. The increase was mainly attributed to higher sales and marketing expenses from an increase in promotional events and roadshows hosted by the Group, as well as commission fees for sales agents. Meanwhile, administrative expenses were relatively similar on a yoy basis, decreasing only marginally by 1.0% yoy.

Other expenses declined 27.3% to RM0.5 million in FY2023 as compared to RM0.6 million in FY2022 due to the absence of SPF Contribution for the reasons explained under "Other Income" above.

Astaka reported net finance income of RM6.1 million in FY2023 as compared to net finance costs of RM2.8 million in FY2022. This was mainly due to the adjustment to accrued interest (including waiver of interest pursuant to the 2023 Supplementary Settlement Agreement

Total liabilities decreased from approximately

RM**331.8** **million**

as of 31 December 2022 to approximately RM191.0 million as of 31 December 2023.

with China State Construction Engineering (M) Sdn Bhd ("**CSCE**")). There was a decrease in finance costs following the partial repayment of the loan from Dato' Malek and its associated company, DMR Holdings Sdn Bhd.

Profit

Net profit attributable to owners of the Company amounted to RM3.1 million in FY2023, lower than RM7.9 million in FY2022 due to the reasons stated above.

Consolidated Statement of Financial Position

Assets

Property, plant and equipment ("**PPE**") decreased to RM0.5 million as at 31 December 2023 from RM0.7 million as at 31 December 2022. The decrease was primarily due to the depreciation charged during FY2023, and was partially offset by the additions of new PPE comprising of newly acquired office equipment during FY2023.

Development properties decreased to RM245.2 million as at 31 December 2023 from RM278.1 million as at 31 December 2022 resulting from the sale of completed properties of The Astaka and Bukit Pelali.

Following the completion of sale and purchase agreement with Seaview Holdings Sdn Bhd ("**SHSB**") for the sale of 7.65-acre land related to the OBS development ("**OBS Land Disposal**"), asset held for sales decreased to RM Nil as of 31 December 2023 (31 December 2022: RM115.4 million).

Decrease in contract assets to RM Nil as at 31 December 2023 (31 December 2022: RM1.2 million) was due to progress billings issued for Bukit Pelali project.

Trade and other receivables stood at RM9.2 million as at 31 December 2023, lower than the RM10.4 million recorded as at 31 December 2022, mainly due to an increase in sales collections received from purchasers.

Amount due from related parties of RM1.4 million as at 31 December 2023 relates to a new line item arising from the backcharging of development costs incurred for potential joint development projects with Dato' Malek and development costs incurred by SHSB for the OBS Land, which was subsequently disposed.

Cash and cash equivalent increased to RM16.5 million as of 31 December 2023 from RM7.2 million as of 31 December 2022 attributed to the receipt of approximately RM52.2 million from the OBS Land Disposal and sales collection from purchasers from the Group's current property development projects. This was partially offset by the payments made to trade and other payables and the repayment of loans to Dato' Malek and DMR Holdings during FY2023.

As at 31 December 2023, Astaka's total assets amounted to RM273.4 million, lower than RM413.8 million as at 31 December 2022, due to the foregoing reasons.

Liabilities

Trade and other payables decreased to RM109.2 million as of 31 December 2023 from RM206.1 million as of 31 December 2022. The decline was due to the payment made to the contractors and consultants including those with settlement agreements with the Group and the proposed payment plans with the Group in FY2023, as well as the absence of payables to SHSB following the completion of the OBS Land Disposal.

Amounts due to related parties decreased from RM113.2 million as at 31 December 2022 to RM69.6 million as at 31 December 2023, following the loan repayments to DMR Holdings and Dato' Malek. The decrease was partially offset by Bukit Pelali Properties Sdn Bhd drawing down approximately RM4.9 million from the shareholder loan provided by the joint venture partner, Saling Syabas Sdn Bhd.

Short-term borrowings remained relatively constant at RM11.9 million as at 31 December 2023, as compared to RM11.9 million a year ago. These mainly pertain to drawdowns of bank overdraft facility to finance the Group's property development projects and working capital requirements.

As a result, total liabilities decreased from RM331.8 million as at 31 December 2022 to RM191.0 million as at 31 December 2023.

Net Asset Value

The Group's net asset value ("**NAV**") stood at RM82.9 million as of 31 December 2023, translating to a NAV per ordinary share of RM4.44 cents. This was an increase from a NAV of RM79.8 million in FY2022 or RM4.27 cents per ordinary share.

Consolidated Statement of Cash Flows

In FY2023, Astaka reported net cash generated from operating activities of RM4.0 million. This was a turnaround from the net cash used in operating activities amounting to RM9.4 million in FY2022. The net cash generated from operating activities in FY2023 was primarily due to the decrease in development properties arising from the sales of property units of existing development projects, The Astaka and Bukit Pelali. However, this was partially offset by the repayments made to trade and other payables in FY2023.

Net cash generated from investivng activities was RM53.3 million in FY2023, down from RM63.9 million in FY2022. The net cash generated from investing activities in FY2023 was mainly attributed to the receipt of approximately RM52.2 million from the OBS Land Disposal.

Net cash used from financing activities decreased to RM46.9 million in FY2023 compared to RM53.7 million in FY2022. The net cash used in financing activities in FY2023 was mainly due to repayments made to DMR Holdings and Dato' Malek.

ASTAKA HOLDINGS

Board of Directors

Lai Kuan Loong, Victor

Non-Executive Chairman and Independent Director

Mr. Lai Kuan Loong, Victor ("**Mr. Lai**") was appointed as Independent Director on 13 November 2019 and was last re-elected on 28 April 2022. He was appointed as the Interim Non-Executive Chairman on 5 February 2020 and was formally appointed as the Independent Non-Executive Chairman of the Board with effect from 1 September 2021. Mr. Lai is presently the Chairman of the Audit Committee, and a member of the Nominating and Remuneration Committees.

Mr. Lai is a practising accountant and is currently the Principal Consultant of CitadelCorp Pte Ltd and a director of Daiho Energy Services Pte. Ltd, Universal Terminals (S) Pte Ltd., UT Singapore Services Pte. Ltd. and CHG-Meridien Singapore Pte. Ltd. Mr. Lai is also currently a non-executive and independent director of JCY International Berhad. He has over 20 years of professional experience in Corporate Advisory matters and has led and advised on Board and Corporate Governance issues, supporting many listed entities and large privately-owned businesses with their corporate actions. Mr. Lai is also a member of the Audit Committee of A*STAR Research Entities.

He is the former Regional Managing Director of Boardroom Limited from 2015 to 2019, serving as the Practice Leader of its Share Registry and Corporate Secretarial professional practices in both Singapore and Hong Kong. His direct client engagements include being the named company secretary for numerous SGX-listed issuers, advising on corporate governance, corporate actions, and compliance with SGX Listing Rules as well as the relevant statutory frameworks. He has an extensive experience in AML/CFT regulatory compliance, having served as the Corporate Services Industry Sector representative for Global Regulatory reviews.

Mr. Lai holds a Bachelor of Accountancy (Honours) degree from the Nanyang Technological University, Singapore. He is a Chartered Accountant with the Institute of Singapore Chartered Accountants since 2002 and is presently a Public Accountant registered with the Accounting & Corporate Regulatory Authority.

Khong Chung Lun

Executive Director and Chief Executive Officer

Mr. Khong Chung Lun ("**Mr. Khong**") was appointed to the Board as Executive Director on 13 November 2019 and was last re-elected on 27 April 2023. He has been the Chief Executive Officer of Astaka since 2 March 2020. Prior to these appointments, he was a General Manager of the Group from May 2015 where he oversaw the strategic planning, business development and investments of the Group's projects.

Before joining Astaka, Mr. Khong was the Business Development Manager at Country Garden Real Estate Sdn Bhd, Malaysia from 2012 to 2015.

Mr. Khong has extensive knowledge in mergers and acquisitions, business development, as well as sales and marketing in the property development industry.

He holds a Master of Business Administration in Industrial Management and a Bachelor of Engineering (Honours) Degree in Automation and Manufacturing Systems Engineering from Sheffield Hallam University, United Kingdom.

Lee Gee Aik

Non-Executive and Non-Independent Director

Mr. Lee Gee Aik ("**Mr. Lee**") was re-designated from an Executive Vice Chairman of E2-Capital Holdings Limited (presently, Astaka) to a Non-Executive and Independent Director of the Company on 19 November 2015, and was last re-elected on 27 April 2023. With effect from 24 March 2023, Mr. Lee was re-designated as a Non-Executive and Non-Independent Director and had relinquished his positions as the Chairman of the Audit Committee and a member of the Nominating Committee. Mr. Lee is presently a member of the Audit and Remuneration Committees. Besides, Mr. Lee is currently the Chief Financial Officer of AlphaRock Family Office Pte. Ltd., a multi-family office with a capital market services licence and an executive director of AlphaRock Singnet VCC. Mr. Lee is an accountant with many years of experience in finance, assurance and taxation having been with KPMG (Singapore and USA) and as a practising public accountant in Singapore. He also has experience in the hospitality industry with his involvement in an international hotel chain.

Mr. Lee is a Chartered Certified Accountant with the Chartered Association of Certified Accountants, United Kingdom. He also has a Master of Business Administration from Henley Management College, United Kingdom. He is currently a Fellow with The Chartered Association of Certified Accountants, United Kingdom and the Institute of Singapore Chartered Accountants. He is presently an independent director of Anchun International Holdings Limited, Uni-Asia Group Limited, SHS Holdings Limited and CH Offshore Limited.

Dato' Sri Mohd Mokhtar Bin Mohd Shariff

Non-Executive and Independent Director

Dato' Sri Mohd Mokhtar Bin Mohd Shariff ("**Dato' Sri Mohd Mokhtar**") was appointed as Non-Executive and Independent Director on 13 November 2019 and was re-elected on 28 April 2022. Dato' Sri Mohd Mokhtar is presently the Chairman of the Nominating and Remuneration Committees and a member of the Audit Committee.

Dato' Sri Mohd Mokhtar has served the Royal Malaysian Police from 1977 to 2018. He held various senior positions including Chief Police Officer of Johor from January 2008 to April 2015, Director of Narcotics and Crime Investigation Department from April 2015 to September 2017 and Director of Special Branch from September 2017 to May 2018.

Dato' Sri Mohd Mokhtar holds a Bachelor of Laws (Honours) degree from the University of Wolverhampton, United Kingdom, and has a Certificate of Legal Practice from the Legal Profession Qualifying Board of Malaysia. He was admitted as an advocate and solicitor of the High Court of Malaya in September 2019.

Dato' Sri Mohd Mokhtar is presently an independent non-executive chairman of TMC Life Sciences Bhd, and an independent non-executive director of South Malaysia Industries Berhad, MY E.G Services Berhad and Pacific & Orient Berhad.

Board of Directors

Ir. Hj. Syarul Izam Bin Hj. Sarifudin

Non-Executive and Non-Independent Director

Ir. Hj. Syarul Izam Bin Hj. Sarifudin ("**Ir. Hj. Syarul Izam**") was appointed as Non-Independent and Non-Executive Director on 1 April 2022 and was re-elected on 28 April 2022. He is presently a member of the Nominating Committee.

Ir. Hj. Syarul Izam, an engineer by training, has over 20 years of relevant working experiences in real estate planning and development, project management and other related engineering services. Presently, he is the vice managing director of Country Garden Pacificview Sdn. Bhd., where he is responsible for managing and overseeing the development of the Forest City as an integrated residential development in Johor, Malaysia. Prior to this, he held the positions of Senior Project Manager, Special Projects of the Iskandar Regional Development Authority ("**IRDA**") from October 2007 to April 2009 and Vice President of IRDA from April 2009 to January 2015. He is presently also a director of SIS Consultancy (M) Sdn. Bhd. and Worldwide Adventure Sdn. Bhd. Ir. Hj Syarul Izam is also a taskforce member of the Johor-Singapore Special Economic Zone committee.

Ir. Hj. Syarul Izam holds a Bachelor of Engineering (Honours) in Civil and Structural Engineering from the University of Bradford, England, as well as a Diploma in Civil Engineering from the University of Technology Malaysia, Malaysia.

Key Management

Ang Siew Peng

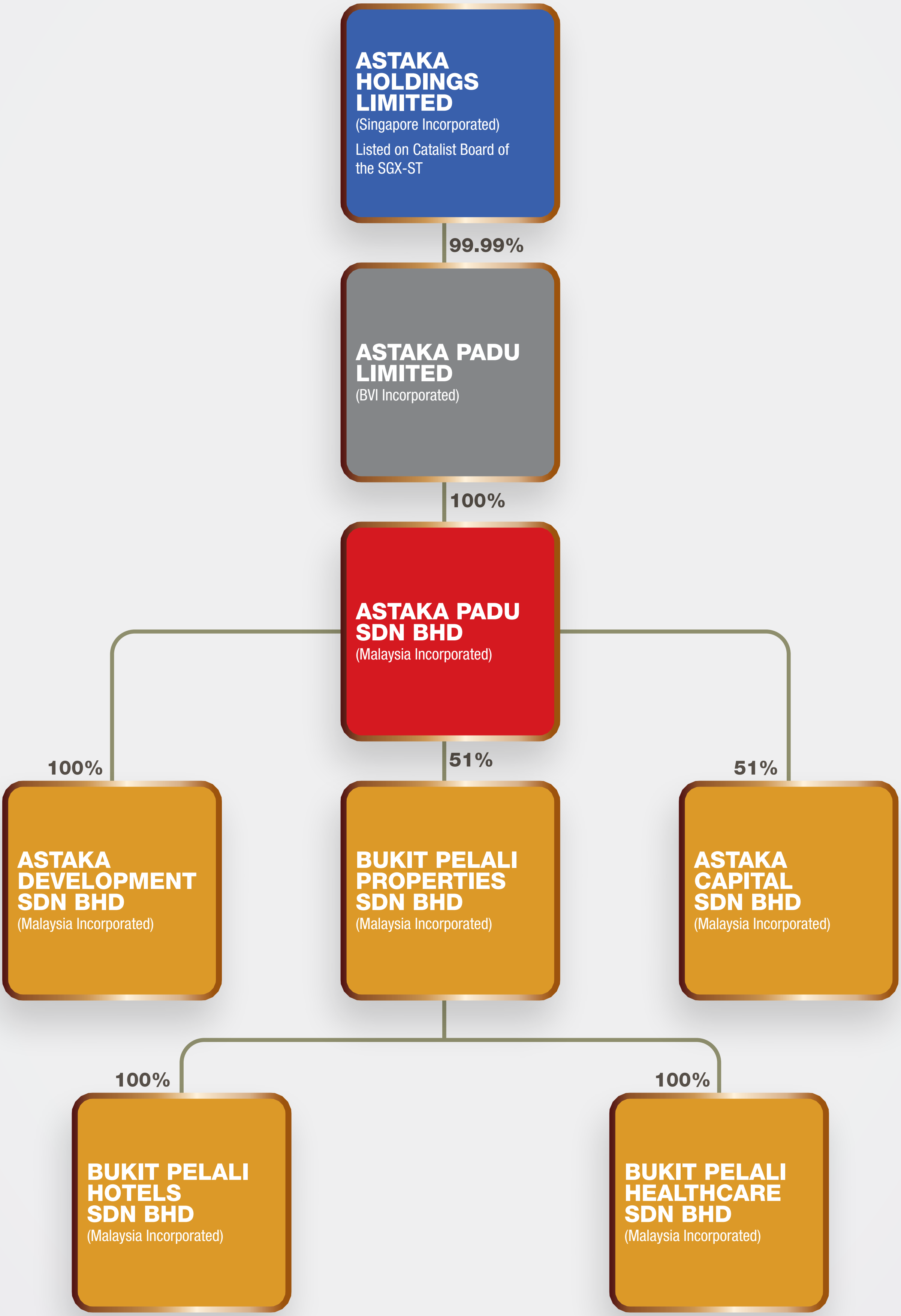
Chief Financial Officer

Ms. Ang Siew Peng ("**Ms. Ang**") was appointed as Financial Controller of Astaka on 18 February 2020. She is responsible for overseeing the overall financial and accounting functions of the Group. Ms. Ang was subsequently promoted to the position of Chief Financial Officer on 1 February 2024.

Prior to Astaka, Ms. Ang was the Finance Manager of Country Garden Pacificview Sdn Bhd from 2016 to 2018. Earlier, she joined PSL Holdings Limited as Senior Manager of Corporate Development and Finance from 2012 to 2016, and was responsible for the financial reporting of the group as well as investment opportunities. She was also previously an Audit Assistant Manager of Deloitte & Touche LLP, and the Principal Accountant of National Trades Union Congress (NTUC).

Ms. Ang graduated from the University of Technology, Sydney with a Bachelor of Business degree with a double specialisation in Accounting and Information Technology. She is a Certified Practising Accountant of CPA Australia.

Group Structure



Corporate Information

BOARD OF DIRECTORS

Executive:

Khong Chung Lun
(Executive Director and Chief Executive Officer)

Non-Executive:

Lai Kuan Loong, Victor
(Non-Executive Chairman and Independent Director)

Lee Gee Aik
(Non-Executive and Non-Independent Director)

Dato' Sri Mohd Mokhtar Bin Mohd Shariff
(Non-Executive and Independent Director)

Ir. Hj. Syarul Izam Bin Hj. Sarifudin
(Non-Executive and Non-Independent Director)

AUDIT COMMITTEE

Lai Kuan Loong, Victor (Chairman)

Lee Gee Aik (Member)

Dato' Sri Mohd Mokhtar Bin Mohd Shariff (Member)

NOMINATING COMMITTEE

Dato' Sri Mohd Mokhtar Bin Mohd Shariff (Chairman)

Lai Kuan Loong, Victor (Member)

Ir. Hj. Syarul Izam Bin Hj. Sarifudin (Member)

REMUNERATION COMMITTEE

Dato' Sri Mohd Mokhtar Bin Mohd Shariff (Chairman)

Lai Kuan Loong, Victor (Member)

Lee Gee Aik (Member)

COMPANY SECRETARY

Yoo Loo Ping

REGISTERED OFFICE

133 Cecil Street,
#14-01 Keck Seng Tower,
Singapore 069535
Tel: +65 6908 1227

BUSINESS OFFICE

No. 22, Jalan Padi Emas 1/4,
UDA Business Centre,
81200 Johor Bahru,
Johor Darul Ta'zim,
Malaysia
Tel: +607 231 5457
Fax: +607 244 3427

CONTINUING SPONSOR

SAC Capital Private Limited
1 Robinson Road,
#21-00 AIA Tower,
Singapore 048542

SHARE REGISTRAR

Tricor Barbinder Share Registration Services
(A division of Tricor Singapore Pte. Ltd.)
9 Raffles Place
#26-01 Republic Plaza, Tower I
Singapore 048619

AUDITORS

Mazars LLP
135 Cecil Street
#10-01
Singapore 069536
Audit Partner-in-charge: Chan Hock Leong, Rick
since financial year ended 30 June 2020

CONTENTS

ASTAKA HOLDINGS

Sustainability Report 2023

Message from Chairman

We are pleased to present our sixth Sustainability Report ("Report") for Astaka Holdings Limited (the "Company" or "Astaka", and together with its subsidiaries, the "Group"). In line with our commitment to sustainability, our organisation proactively manages our impacts on the economy, environment, and people.

Astaka remains unwavering in its dedication to long-term sustainable value by managing economic, environmental, social, and governance ("ESG") impacts on our business, employees, contracted partners, workers and customers. This commitment is evident in our approach to integrating ESG considerations alongside financial matters during strategy formulation and decision-making processes.

In this year's Report, we continue to enhance our ESG disclosures in line with the recommendations put forth by the Task Force on Climate-Related Financial Disclosures, and with a reference to SGX 27 Core ESG Metrics that are applicable to the Group. This proactive step will enhance our resilience to climate risks and comparability of ESG data disclosures, further reinforcing our commitment to sustainable practices.

As a property developer, we have consistently upheld our accomplishment of achieving zero instances of non-compliance with relevant regulations and zero workplace injuries and fatalities. Environmental and social criteria persist as integral considerations in the tendering and project planning processes whenever new developments are undertaken. We also recognize the significance of fostering an equitable, resilient, and progressive career environment as key drivers for the continued growth of the Company.

Malaysia is committed to advancing sustainability and resilience, aiming to become a low-carbon nation and achieve net-zero emissions by 2050. The Group emphasises its enduring commitment to integrating sustainability and contributing to this goal. Not only that, we have progressed in maintaining Green Building Index ("GBI") certification in our existing developments, it is the future developments that we will also look forward to, to incorporate more climate resilient practices.

We are thankful to our stakeholders for their continued support and partnership as we strive to create a more sustainable business together.

Mr. Lai Kuan Loong, Victor
Non-Executive Chairman and Independent Director

About the Report

This Report provides information about Astaka Holdings Limited's key sustainability topics, management policies and performance.

Reporting Principles and Statement of Use

This Report complies with the requirements of the Singapore Exchange Securities Trading Limited ("**SGX-ST**") Listing Manual Section B: Rules of Catalist (the "**Catalist Rules**"), in particular, the Sustainability Reporting Guide in Practice Note 7F of the Catalist Rules. This Report has also been prepared with reference to the Global Reporting Initiative ("GRI") Standards 2021, covering our Group's performance from 1 January 2023 to 31 December 2023 ("**FY2023**").

Astaka has selected the GRI Standards as the reporting framework for its systemic and comprehensive sustainability reporting approach. Astaka observed that the GRI Standards are commonly adopted among sustainability leaders across different industries, including property development. We have applied the following principles to determine relevant topics that define the report's content and ensure quality of information: (a) GRI guiding principles for defining the content: Materiality, Stakeholder Engagement, Sustainability Context and Completeness; (b) GRI guiding principles for defining the quality: Accuracy, Balance, Clarity, Comparability, Timeliness, and Verifiability.

For FY2023, Astaka has reported against the required GRI 1 Foundation 2021, GRI 2 General Disclosures 2021, and GRI 3 Material Topics 2021 standards. We have also reported against the following selected topic-specific standards as relevant for our material topics:

- Disclosure 201-2 from GRI 201: Economic Performance 2016
- Disclosure 202-1 from GRI 202: Market Presence 2016
- Disclosure 205-1, 205-2 and 205-3 from GRI 205: Anti-corruption 2016
- Disclosure 207-1 and 207-2 from GRI 207: Tax 2019
- Disclosure 302-1, 302-3 and 302-4 from GRI 302: Energy 2016
- Disclosure 305-2 and 305-4 from GRI 305: Emissions 2016
- Disclosure 308-1 and 308-2 from GRI 308: Supplier Environmental Assessment 2016
- Disclosure 401-1, 401-2, 401-3 from GRI 401: Employment 2016
- Disclosure 403-1 to 403-10 from GRI 403: Occupational Health and Safety 2018
- Disclosure 404-1 and 404-3 from GRI 404: Training and Education 2016
- Disclosure 405-1 from GRI 405: Diversity and Equal Opportunity 2016
- Disclosure 413-1 from GRI 413: Local Communities 2016
- Disclosure 417-1, 417-2 and 417-3 from GRI 417: Marketing and Labelling 2016
- Disclosure 418-1 from GRI 418: Customer Privacy 2016

Detailed section reference with GRI Standards is found in the GRI Standards Content Index section of this report.

As prescribed in the SGX-ST Listing Rule 711B, this report is the second year that Astaka has incorporated recommendations from the Task Force on Climate-Related Financial Disclosures ("**TCFD**"). The TCFD framework aims to give stakeholders an overview of the potential financial effects of climate change on the Group's business model, including assets, revenue, operations, capital, and financing. For FY2023, we will dive closer into the evaluation of climate-related risks and opportunities in alignment with the macro sustainability environment in Malaysia. Please refer to Focus 2: Climate-Related Disclosures for details.

The United Nations Sustainable Development Goals ("**UN SDGs**") have also been incorporated into the Report, which highlights the Group's contributions to sustainable development.

Reporting Scope

This report covers the Company and its subsidiaries, and the properties listed in table below, unless stated otherwise. The report was prepared after taking into account sector-specific sustainability trends, incorporating key stakeholder's feedback, and considering the regulatory landscape and requirements.

Property Development	Properties
• Astaka Padu Sdn. Bhd. ("**Astaka Padu**")	• The Astaka @ One Bukit Senyum ("**The Astaka**")
• Bukit Pelali Properties Sdn. Bhd. ("**Bukit Pelali**")	• Bukit Pelali @ Pengerang (ongoing development)
• Astaka Development Sdn. Bhd. ("**Astaka Development**")	• Aliva @ Mount Austin (Development in-progress, scheduled for completion by end 2026)

This Report excludes the operations of Astaka Capital Sdn Bhd ("**ACSB**"), which is a subsidiary of Astaka Padu incorporated in May 2023. ACSB has yet to commence any development projects in FY2023.

Restatement

No restatements were made to previous year's report.

Assurance

The Group has established internal controls and verification mechanisms to ensure the accuracy and reliability of the narratives and data disclosed within this Report. The sustainability reporting process of Astaka has been subjected to an internal review pursuant to Catalist Rule 711B(3). This will allow us to bridge any potential reporting gaps identified and improve the quality of our sustainability report.

Availability and Feedback

This Report is part of our Annual Report for FY2023 which is available online at SGXNet at https://www.sgx.com/securities/company-announcements and the Company's website at https://astaka.com.my/investor-relations/#annualreport. Astaka welcomes any feedback and comments as we continuously strive to improve our sustainability performance and disclosures. Any feedback or comments can be directed to the Corporate Planning & Communications department, at ir@astaka.com.my.

Organisational Profile

Listed on the Singapore Exchange (SGX: 42S), Astaka Holdings Limited is a leading integrated property developer headquartered in the Iskandar region of Johor, Malaysia, and is the result of a reverse takeover in November 2015 of E2-Capital Holdings Limited by Astaka Padu Limited.

The Group's flagship development is One Bukit Senyum, located in the heart of Johor Bahru City Center that has won multiple Property Awards in Malaysia since 2015. It comprises of The Astaka @ One Bukit Senyum residential towers, the headquarters of Johor Bahru's City Council, Menara MBJB and a remaining parcel of land that is envisaged to consist of residential towers, a prestigious hotel, serviced apartments, branded residences and an entertainment hub.

Our second development is Bukit Pelali @ Pengerang, a 363-acre strata township, located 5km away from the Pengerang Integrated Petroleum Complex in south-eastern Johor. The development will include residential units, shop offices, a clubhouse, hotel, private hospital, mart, school, mosque, food and beverage hub, and petrol station. The third development is Aliva @ Mount Austin that is conceptualised as a service residence with the necessary amenities and contemporary facilities.

The Group has been continuously leveraging on its core property development business while actively seeking new investment opportunities and potential real estate acquisitions, particularly high-profile or strategically-located land banks, to increase its portfolio of iconic projects across the region. As a responsible company committed to generating long term value for all our stakeholders, we continue to closely track the market and identify projects with the potential to help build our reputation as strong integrated property developer.

Vision

To always be the premier real estate company in the country

Core Values

- **Results-Oriented**
- **Pioneer** (Dare to transform & be different)
- **Innovative** (Mindset, Teams, Iconic Design & Construction Methods)
- **Excellence** (Branding, Design, Quality & Customer Relationship)
- **Integrity**

We not only uphold the Vision and Core Values, but also actively apply these core values when interacting with our stakeholders.

How we apply our core values when interacting with our stakeholders

Employees
To provide a continuous learning platform and rewarding careers to our employees

Customers
To deliver excellent products to meet or even exceed the expectations of our customers

Investors
To deliver responsible business success and growth to our shareholders

Suppliers
To foster an equal and transparent ecosystem to our business partners

Local Communities
To be responsible, caring, contributing to society, environment and the development of our nation

Regulators
To be in compliance with all applicable local laws and regulations

Further information about the Group may be obtained from the Company's Annual Report for FY2023 ("2023 Annual Report") which is available online at SGXNet and https://astaka.com.my/investor-relations/#annualreport.

Our ESG Focus and Strategy

The Group is committed to sustainable property development by upholding virtuous corporate governance values and without compromising the wellbeing of the environment and society at large. Astaka aims to engage local contractors and suppliers that have a sound track record of compliance with local legislations and regulations. Should any breaches with local regulations be identified, the project team will engage with contractors to promptly resolve matters with the relevant parties. The Group also encourages contractors to exercise precautionary measures to anticipate, avoid and mitigate environmental pollution and social disruption to the local communities.

The Group aspires towards building sustainable developments and creating long term value for our stakeholders. We have allocated dedicated resources to realise this goal and plan to continue doing so by following the actions below:

Sustainable performance and operations

- To explore opportunities to implement design and technological solutions that are beneficial to the environment and communities while allowing us to deliver enhanced performance
- To cultivate a sustainability-centric culture within Astaka by spreading awareness and educating our employees through various communication channels
- To comply with all applicable environmental and socio-economic regulations applicable to the Group

Strong relationships with our key stakeholders

- To continuously engage and protect the well-being of our employees and our workers, including the provision of relevant trainings, benefits, as well as through the enforcement of key health and safety measures
- To continuously engage our shareholders through annual general meetings and extraordinary general meetings (as and when required), and to maintain open channels of communication for shareholders via contact details which are available on our corporate website at https://astaka.com.my/contact/
- To build strong relationships and understand the concerns of the local communities in the areas we operate, in order to contribute where possible
- To maintain positive relationships with regulators by complying with all relevant laws and regulations in its operations
- To work with suppliers (e.g. contractors and consultants) through regular meetings in order to ensure their adherence with the contractual obligations laid out in our terms of contract

Sustainability Strategy Overview

To reflect our continued commitment to global sustainability efforts, the Group has identified the following three focus areas to guide our sustainability strategy:

Focus 1:
Governance and Ethics

Our corporate governance practices and vigilant oversight empower us to address stakeholders' concerns and seamlessly integrate ESG considerations into our decision-making processes.

Focus 2:
Climate-Related Disclosures

The Group acknowledges the impact of climate change on its business operations and stakeholders and aims to manage climate-related risks while capitalising on opportunities for long-term financial sustainability.

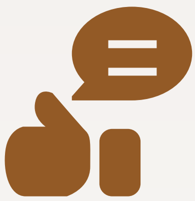
Focus 3:
Developing Our Human Capital

The Group has an established Board Diversity Policy which will guide the Board in establishing equality and attractiveness of the diverse work environment. We prioritise the growth of our employees by providing them with opportunities to develop and grow in their careers. The growth shall also demonstrate the Group's commitment towards its responsibility to the community at the same time. The Group also aims to provide a health and safe workplace for our workers.

ESG Performance Highlights

The Astaka is GBI-certified in FY2023

Zero Workplace Injuries



Zero non-compliance with the applicable laws and regulations

On average, about 32 training hours for each employee

Contribution to the United Nations Sustainable Development Goals

The Group's business focuses are aligned with the United Nations Sustainable Development Goals ("**UN SDGs**"). The attainment of the UN SDGs is a continuing global effort and forms part of the Group's long-term focus on sustainability. The Group's contributions to the relevant goals are highlighted below:

UN SDGs	The Group's contribution	Read more in the following section(s)
3 GOOD HEALTH AND WELL-BEING	Provide work opportunities and trainings to our employees. Create conducive and safe working environment for our people.	Developing Our Human Capital
5 GENDER EQUALITY	Promote gender equality and diversity in the workplace actively. We believe that maintaining a gender-equal environment improves the productivity of our employees while also signalling an attractive work environment for retaining and attracting talent.	Developing Our Human Capital
8 DECENT WORK AND ECONOMIC GROWTH	Provide competitive and merit-based employment opportunities to our talented workforce, also continuously aim to promote sustained economic growth in our operating regions.	Developing Our Human Capital
9 INDUSTRY, INNOVATION AND INFRASTRUCTURE	Promote and diligently work towards the development of high-quality, sustainable and resilient residential, commercial and office buildings. The Group will be more proactive in seeking more advanced sustainable technologies in new developments.	Governance and Ethics Climate-Related Disclosures
11 SUSTAINABLE CITIES AND COMMUNITIES	We have the local community at heart and has engaged with its partners along the supply chain to mitigate environmental and social impacts. The existing projects have also provided smart and integrated urban solutions, bringing functions such as hotels, residences, apartments, shopping malls, private hospitals and schools all within a single district.	Governance and Ethics Climate-Related Disclosures
12 RESPONSIBLE CONSUMPTION AND PRODUCTION	Astaka ensures environmental and social compliance and impacts by contractors and suppliers are to be of necessary considerations before engagement.	Governance and Ethics
13 CLIMATE ACTION	Integrate climate-change related considerations and measures into decision-making and assessed the Group's resilience of its operations with TCFD disclosures.	Climate-Related Disclosures
16 PEACE, JUSTICE AND STRONG INSTITUTIONS	Promote good corporate governance and comply fully with all applicable laws and regulations	Governance and Ethics

Stakeholder Engagement and Materiality Assessment

Stakeholder Engagement

The Group understands that stakeholder engagement is the key to sustainable growth, as part of its overall responsibility to ensure that the best interests of the Group are served. Our stakeholders are personnel or groups that have a material impact on or are materially impacted by our operations. We actively engage in meaningful and productive dialogue with our stakeholders and participate in various industry and government forums to keep abreast of any material stakeholder issues.

The following table summarises our key stakeholders, engagement platforms and their key concerns.

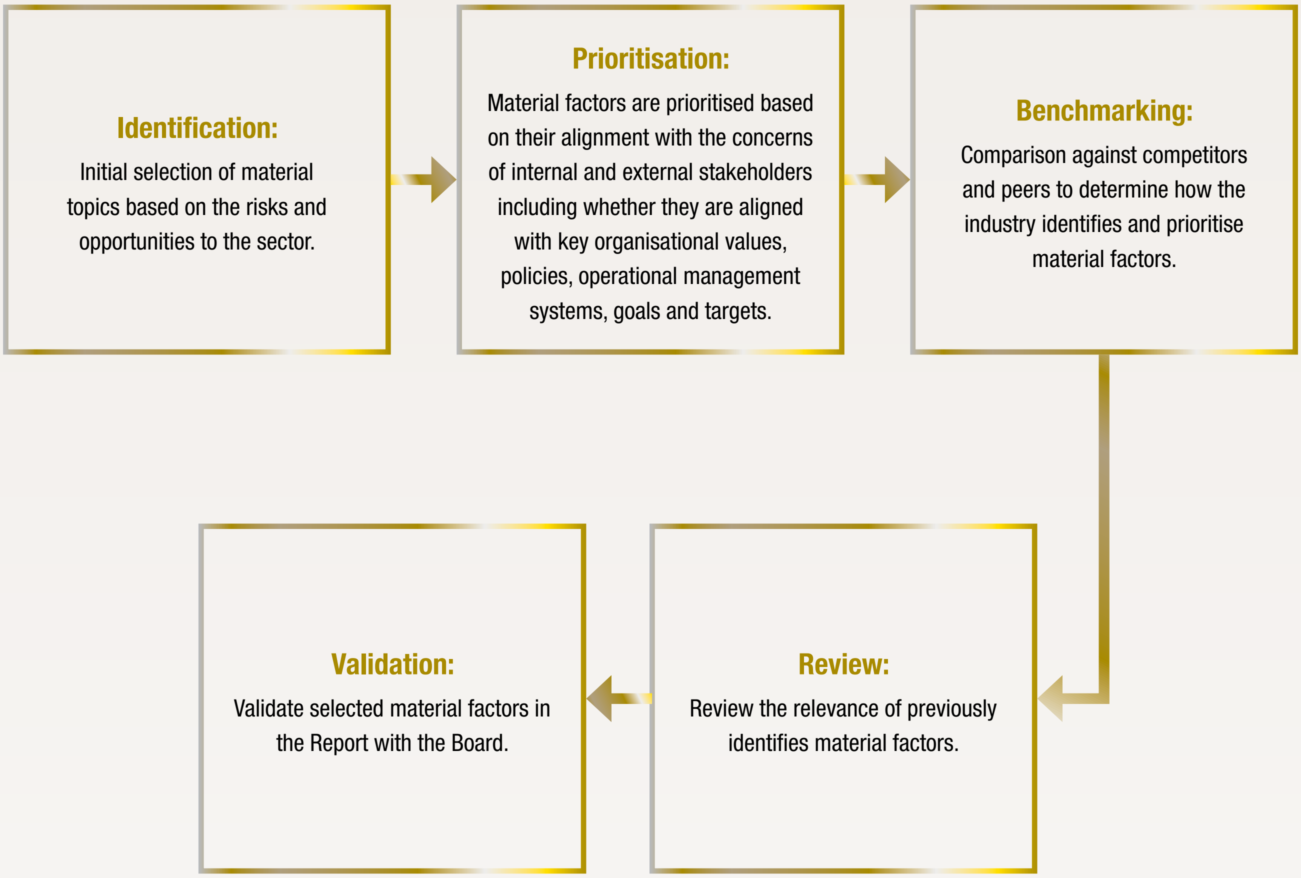
Stakeholders	Engagement Platforms	Key Concerns	Our Responses	Refer to Section(s)
Investors	• Annual Reports, Sustainability Reports, announcements, press releases and other relevant disclosures through SGXNet and Astaka's website • Annual General Meetings and Extraordinary General Meetings (when required)	• Corporate Governance • Business operations and performance • Business strategy and outlook	• The Group keeps investors informed of significant developments regarding the business activities, through quality corporate reports. • The Group also invites substantial and relevant questions from shareholders, to be addressed by the Directors and Management, before or during the General Meetings.	• Annual Report • Climate-Related Disclosures
Suppliers	• Regular meeting with suppliers (e.g., contractors and consultants) • Annual Reports and Sustainability Reports	• Environmental and social compliance, including health and safety • Business performance	• The Group integrates our ESG aspects in our terms of contract which suppliers are required to comply with.	• Governance and Ethics
Employees	• Training programmes • Induction for new employees • Team building and staff activities • Half-yearly performance appraisals • Employee Opinion Survey • 360-Degree Feedback • Townhall • Weekly Company-wide Badminton Sessions • Festive Gatherings • Annual Dinner • Ramadan Iftar	• Fair remuneration and opportunities • Career development • Employee good health and well-being • Competency and technical training	• The Group stands firm against any form of discrimination in our organisation. Our Human Resources ("**HR**") team develops a yearly training calendar to address targeted needs of our employees.	• Developing Our Human Capital
Local Communities	Contributions to support various philanthropic, community and charitable causes	• Community Investments	• The Group actively strives to give back to the local community. In FY2023, the Group carried out two Corporate Social Responsibility ("**CSR**") events and provided RM50,000 in donations and sponsorships.	• Developing Our Human Capital
Regulators	• SGXNet Announcements • Annual Reports and Sustainability Reports • Ongoing communication and consultation • Site visits and audits/inspections • Training and updates of the latest changes in laws, regulations and accounting reporting standards	• Compliance with mandatory reporting and relevant laws and regulations	• Astaka strives to be in compliance with all applicable laws and regulations in its operations. There were no cases of significant incidences of non-compliance in FY2023.	• Governance and Ethics

Materiality Assessment

The Group's material topics are reviewed annually and identified based on its actual and potential impacts on our internal and external stakeholders. We focus on reporting on risks and opportunities arising from our important ESG issues, which may ultimately affect our financial performance.

On top of that, we also take reference from the Group's enterprise risk management ("**ERM**") framework to identify and assess ESG risks. This approach ensures that material ESG risks are considered in the context of the Group's overall risk environment. We will consider the changes in the business model and strategy when we assess the materiality of our ESG factors.

With the assistance of our ESG consultant, we have taken the following steps to identify and present the relevant material topics in this Report:



Stakeholder Engagement and Materiality Assessment

Based on the results of our materiality assessment, we have prioritised and categorised the material issues into key themes which are crucial to the Group's business in FY2023. The table below presents an overview of the Group's material ESG issues grouped according to key focus areas in this Report, and where the impacts occur for each material topic:

Focus Areas	Material Topics
Focus 1: Governance and Ethics	GRI 205: Anti-corruption 2016
	GRI 207: Tax 2016
	GRI 308: Supplier Environmental Assessment 2016
	GRI 417: Marketing and Labelling
	GRI 418: Customer Privacy 2016
Focus 2: Climate-Related Disclosures	GRI 201: Economic Performance 2016
	GRI 302: Energy 2016
	GRI 305: Emissions 2016
Focus 3: Developing Our Human Capital	GRI 202: Market Presence 2016
	GRI 401: Employment 2016
	GRI 403: Occupational Health and Safety 2018
	GRI 404: Training and Education 2016
	GRI 405: Diversity and Equal Opportunity 2016
	GRI 413: Local Communities 2016

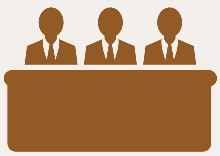
The Group believes good corporate governance and upholding strong business ethics are essential in attaining our sustainability goals and securing lasting value for both shareholders and stakeholders. Therefore, we have put in place robust and stringent policies to ensure that our employees and business partners uphold integrity during the course of our business operations.

Sustainability Governance

Astaka has adopted a comprehensive organizational approach to promote transparency, accountability, and efficiency, actively engaging internal stakeholders in its sustainability initiatives. Our commitment to equipping leadership with pertinent sustainability knowledge for delivering sustained value to stakeholders remains steadfast.

Moreover, our emphasis on sustainability governance strategies includes the integration of diverse perspectives within the workplace. The Nominating Committee ("**NC**") plays a pivotal role in reviewing and monitoring the Board Diversity Policy, encompassing the establishment of targets, plans, and timelines and shall report to the Board such progress. The NC and the Board regularly evaluate the Board's size and composition, succession planning, and aspects of diversity in accordance with the objective of our Board Diversity Policy, ensuring ongoing rejuvenation of the Board.

Board of Directors



Sets the overall sustainability direction and provides guidance to the SSC

Determines and validates material ESG matters

Oversees the management of sustainability performance and progress

Sustainability Steering Committee ("SSC")

Led by CEO

CEO reviews sustainability-related processes and policies

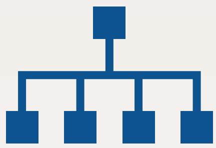
Assesses and manages sustainability performance and progress

Reviews sustainability initiatives and practices

Reports material sustainability developments and progress to the Board of Directors yearly

Sustainability Taskforce

Department Representatives



Develops and implements sustainability initiatives and projects

Design sustainability-related processes and policies

Monitors and maintains records of sustainability-related data

Prepares sustainability report and reports sustainability progress to the SSC on an annual basis

The Board comprises of two independent directors. The Group adopts a precautionary approach in strategic decision making and daily operations, by having its Corporate Planning & Communications department to oversee its general risk management approaches.

Please refer to the Corporate Governance Report in the Annual Report 2023 for more details on the composition, nomination and selection, roles and responsibilities in overseeing and managing impacts, as well as the evaluation of the performance and remuneration policies and processes of the highest governance body and its committees.

Currently, remuneration evaluation of the governance body has not been directly linked to sustainability performance of the Group but it will be re-assessed in future years.

Focus 1: Governance and Ethics

Board Statement

As the Board of the Group, we retain the ultimate responsibility for Astaka's sustainability strategy and initiatives. This involves providing guidance and the identification and supervision of ESG-related issues with the management.

As part of our continual efforts to enhance our sustainability reporting disclosures, we are advancing along our three-year sustainability roadmap from three core pillars, namely (1) Social, (2) Environment and (3) Governance & Economic Activities. This ensures a comprehensive development as we progress in our sustainability journey.

As a responsible company, Astaka acknowledges that our business operations exert has both direct and indirect impacts on various stakeholders. Our goal is to enhance livelihoods by creating employment opportunities, fostering relationships with suppliers, and contribute to the communities where we operate. We envisage that, by integrating sustainability-related mind-set and strategies in our operations, it will translate into value for the stakeholders we work with. This involves taking a more proactive stance when involved in research and investment related to in design solutions and technologies for more sustainability–centric developments.

The Board extends its gratitude to all stakeholders for their contributions and continued support in sharing the same values and commitments to our sustainability journey. This Sustainability Report reflects our achievements, challenges, and ongoing initiatives. However, we recognise that sustainability is a continuous journey. The Board will persist in overseeing the management and monitoring of the material ESG factors identified, and we eagerly anticipate sharing our ongoing progress with you in the years ahead.

Corporate Compliance

Astaka asserts that the cornerstone of the company's enduring success lies in compliance with laws and regulations governing its operations. We place strict emphasis in ensuring compliance with the Companies Act 1967 of Singapore and SGX-ST Catalist Rules to safeguard the shareholders' interest as well as the relevant laws and regulations of Malaysia, including the social- and environment-related, so as to contribute to Malaysia's goal of building a green and prosperous society.

Malaysia's Major Laws and Regulations	Compliance Objectives
Housing Development (Control and Licensing) Act 1996	To ensure Astaka has the license to operate in Malaysia for housing development projects
Environmental Quality Act 1974	To minimise the environmental impacts from our projects
Local Government Act 1976	To comply with local regulations
Fire Services Act 1988	To manage fire risks and hazards effectively
Solid Waste Management and Public Cleansing Act 2007	To maintain proper sanitation and public cleansing
Strata Titles Act 1985	To be eligible to sell our stratified properties to interested parties
Town and Country Planning Act 1976	To comply with masterplan guidelines and regulations
Strata Management Act 2013	To manage the property before handling over to Joint Management Bodies/ Management Committees
Street, Drainage and Building Act 1974 Act 133	To comply with street, drainage & building design guidelines & regulations
Uniform Building By-Laws 1984	To comply with building design guidelines and regulations

To effectively meet our legal obligations, Astaka introduces and adopts a four-dimensional management approach:

Awareness	HR and Finance departments are trained, and employees are frequently updated regarding Astaka's legal responsibilities.
Adherence	Corporate Planning & Communications department ensures that Astaka is compliant with all relevant laws and regulations from different government bodies.
Integration	Astaka's employees need to abide by internal regulations including the Board Charter, the Code of Governance 2018, and Whistle Blowing Policy which integrates the expectations from the company's regulators.
Verification	An independent audit firm verifies Astaka's internal corporate governance system yearly and makes improvement recommendations and plans.

To ensure that we comply with regulations in the future, we will continue to review our process for setting and reviewing timelines.

Non-compliance incidents refer to non-compliance with social, economic and environmental laws and/or regulations applicable to the Group, brought through dispute resolution mechanisms and/or resulting in: (1) Significant fines; (2) Non-monetary sanctions.

Please refer to the Corporate Governance Report in Annual Report 2023 for processes and disclosures on Conflict of Interests and Whistleblowing Policy within the Group.

In FY2023, there were no confirmed instances of fraud nor non-compliance with all applicable laws and regulations.

Anti-corruption

Astaka has zero tolerance towards corruption, fraud and any unethical conduct. The Group has implemented a comprehensive Anti-Bribery & Corruption ("**ABC**") policy across its organization to ensure the highest ethical standards and integrity among its employees. This policy serves as a guide, offering information on employee conduct and internal procedures. The administration of the ABC policy falls under the Corporate Planning & Communications department, which oversees the use and effectiveness. Additionally, the department addresses any queries related to the interpretation of the policy. Furthermore, the Group has assessed that there are no significant risks related to corruption identified through risk assessment.

We have communicated our anti-corruption policy to all employees during induction and constantly remind all of our workforce, including our five board members, 77[1] employees, annually on our anti-corruption policies.

There was no reported incident of corruption in FY2023.

Tax

The company strictly adheres to the tax regulations of Singapore and Malaysia by engaging the services of tax

consultants to oversee the Group's income tax obligations in Singapore and Malaysia. The service providers are assigned to address any tax compliance and tax-related queries.

The Finance department ensures tax filing is performed on time. All tax-related policies and strategies are updated by tax consultants in strict compliance with tax regulations in both Singapore and Malaysia. The Group has also engaged with regular tax audits for its Malaysia tax filings to safeguard its integrity in relation to tax.

Data Safety and Privacy

The Group understands our customers' trust in us to provide us with their personal data. Therefore, we have practised proper personal data management based on the Personal Data Protection Act ("**PDPA**") 2012 in Singapore and the Personal Data Protection Act 2010 in Malaysia,

1 Including 15 employees who had resigned in FY2023 to guide our collection, processing, usage, disclosure, transfer and storage of all customers' personal data.

Astaka has limited its collection of customers' personal data for transaction processing and to keep them informed about our product updates and upcoming events. Customers' data are may be used only for enhancing our products and services, facilitating important communications, and for internal purposes such as auditing to comply with regulatory requirements, data analysis and research. Additionally, Astaka may share such data with professional third-party service providers for various services related to customer orders, delivery, and customer satisfaction assessments and in compliance with data privacy requirements.

Astaka takes the necessary precautions, both administrative and technical, to safeguard Personal Data against loss, theft, misuse, unauthorized access, disclosure, usage, alteration or destruction. The Group also retains the Personal Data for the period necessary to fulfil the purposes outlined in its Privacy Policy unless a longer retention period is permitted or required by law.

Please refer to the "Data Protection Statement" by Astaka on its website: https://astaka.com.my/data-protection-statement.

There were no instances of non-compliance with the Singapore PDPA 2012 and Malaysia PDPA 2010 requirements and no substantiated complaints regarding cases of data breaches were reported in FY2023.

Marketing and Labelling

Astaka strictly complies with the marketing and labelling practices in accordance with the requirements established by the relevant governing bodies, such as Kementerian Perumahan dan Kerajaan Tempatan, Dewan Bahasa & Pustaka, and local authorities (i.e. Majlis Bandaraya Johor Bahru).

The compliance requirements are related to the public advertisement materials (bunting) that were put up in the public and brochures/flyers that were distributed to the public, especially potential buyers.

There was zero incident of any non-compliance concerning product and service information and labelling, as well as marketing communication.

Supply Chain Management

As a property developer committed to social and environmental responsibility, Astaka aims to collaborate with local contractors and suppliers with a proven history of adhering to local legislations and regulations.

In order to integrate optimal practices into our supply chain management, we advocate for compliance among our building contractors with internal standards pertaining to quality, health and safety, and environmental management systems health and safety.

In the event of any identified violations of local regulations, the project team will engage with contractors to expeditiously address the issues with the relevant authorities. Furthermore, the Group promotes the adoption of precautionary measures by contractors to foresee, prevent and mitigate environmental pollution and social disruption to the local communities.

Throughout its value chain, Astaka ensures responsible consumption and production by partnering with contractors that align with our socio-environmental criteria and actively work to minimise negative socio-environmental impacts. Such considerations would have been strategically planned during development planning stage, for example, the implementation/provision of green area where they have been mandated by local jurisdictions. Examples of sustainable features that we have incorporated in our past projects include water-efficient fittings, use of recycled building materials and pneumatic waste collection system which refers to an automated, enclosed system that conveys waste by air suction from individual buildings through an underground pipe network to a central location for pick-up, thereby improving manpower efficiency, as well as reducing odour and pest problems.

Astaka had no new developments or ongoing projects under construction in FY2023. Its latest Aliva @ Mount Austin is set to only commence construction in 2nd quarter of 2024. We will continue to include sustainable and environmentally friendly construction practices in upcoming developments.

Environmental

Contractors shall take adequate precautions to avoid:

- Noise pollution
- Soil pollution
- Water pollution
- Air pollution

Contractors shall implement necessary measures for:

- Waste management
- Tree protection
- Mosquito prevention
- Pest control and prevention
- Silt trap protection
- Flood prevention

The Contractor shall conduct Environmental Impact Assessments whenever required.

Social

Contractors shall take adequate precautions to avoid:

- Injuries
- Property damage
- Open burning
- Theft

Contractors shall implement necessary measures for:

- Site safety and occupational health
- Prevention against COVID-19
- Public security
- Traffic control
- Maintenance of public and private road and footpaths
- Site fire prevention

Governance and Ethics Target

Segment	FY2023 Targets	Status	Performance
	Zero confirmed cases of significant socio-economic and environmental noncompliance	Met	Zero confirmed cases of socio-economic and environmental non-compliance in FY2023.
Group-level	To maintain zero confirmed cases of fraud or corruption	Met	Zero fraud or corruption reported in FY2023.
	Include environmental and safety requirements as part of tender processes	Met	We have included environmental and safety requirements as part of our tender contract's general condition and preliminaries.

Focus 1: Governance and Ethics

Segment	Targets	Short-Term (FY2024)	Medium-term Targets (FY2025-FY2029)	Long-term Targets (FY2030 and beyond)
Group-level	Zero incident of non-compliance with all applicable laws and regulations	●	●	●
	Zero confirmed cases of bribery and corruption	●	●	●
	Zero incident of data breaches	●	●	●
	Zero incident of complaints to regulatory bodies for marketing and labelling practices, such as Kementerian Perumahan dan Kerajaan Tempatan (The Ministry of Housing and Local Government)	●	●	●
	Zero incident of tax violations	●	●	●
	100% of all new major suppliers are screened using environmental and social criteria	●	●	
	Conduct annual screening for 100% of all active and major suppliers using environmental and social criteria			●

As a responsible organisation, we recognise our role in mitigating negative environmental impacts, prompting us to progressively incorporate climate-related considerations into our strategic business decisions. A reflection of this would be our pursuance towards integration of sustainable features, including water-efficient fittings, use of recycled building materials and pneumatic waste collection system[2].

Waste management[3] and its related impacts continue to be part of our supplier assessment processes, in order to contribute to building a more sustainable life cycle in our industry.

Our Headquarters Office[4] withdraws freshwater from the Johor Bahru municipal water supply. While our consumption is not significant, we will continue to monitor closely our water consumption and aim to build a culture that values water conservation, through practices such as signages to remind our employees to conserve water.

As part of the Group's continuous commitment towards Malaysia's Net Zero ambition latest by 2050, we report our second year of progress of implementing TCFD recommendations to demonstrate our commitment to providing accountability and transparency in our sustainability efforts, which can be found under the section below. As we mature in our risk management and reporting processes in the future, we aim to explore climate scenario analysis in future sustainability reports.

TCFD Disclosures

TCFD Recommended Disclosures		FY2023 Status	Summary and Next Steps
Governance	a) Describe the Board's oversight of climate-related risks and opportunities		Astaka has a sustainability governance process in place to oversee and manage the organisation's sustainability performance and progress. For further information, see "Sustainability Governance" under Focus 1: Governance and Ethics. The Group, with the assistance of an external ESG consultant, has performed identification of the climate-related risks and opportunities in FY2023. Our Board members are updated on the climate-related risks and opportunities on a yearly basis.
	b) Describe management's role in assessing and managing climate-related risks and opportunities		The SSC comprises of the CEO and CFO, and is responsible for monitoring and managing the climate-related risks and opportunities identified, with the joint support from the Sustainability Taskforce members. Facilitated by external ESG consultant, the Sustainability Taskforce members evaluates, and reviews identified climate-related risks and opportunities on a yearly basis. The Sustainability Taskforce updates the SSC as and when required. For decisions to be made on material matters, the SSC shall present and report them to the Board annually or as and when need arises.
Strategy	a) Describe the climate-related risks and opportunities the organisation has identified over the short, medium and long term		Please refer to the Climate-Related Risks and Opportunities section below for more information.

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2 Pneumatic waste collection system: an automated, enclosed system that conveys waste by air suction from individual buildings through an underground pipe network to a central location for pick-up, thereby improving manpower efficiency, as well as reducing odor and pest problems.

3 Astaka has no direct operational control over waste generated in construction activities as a property developer. Our contractors and sub-contractors are responsible for waste management on and from the site. Therefore, in FY2023, we have assessed that "Waste" is not a material topic applicable to Astaka's operational control.

4 In FY2023, we have assessed that only water consumption at Headquarters Office is within our operational control, since sales galleries at One Bukit Senyum and Bukit Pelali are only temporary that are not directly operated by Astaka. Nonetheless, the water consumption within our Headquarters Office is immaterial to our business operations as a property developer.

Focus 2: Climate-Related Disclosures

	TCFD Recommended Disclosures	FY2023 Status	Summary and Next Steps
Strategy	b) Describe the impact of climate-related risks and opportunities on the organisation's business, strategy and financial planning		Please refer to the Climate-Related Risks and Opportunities section below for the impacts from the identified climate-related risks and opportunities, including qualitative financial impacts and mitigation responses. We will include quantitative impacts, under different climate-related scenarios, on our business strategy and financial planning in our subsequent sustainability reports.
	c) Describe the resilience of the organisation's strategy, taking into consideration different climate-related scenarios, including a 2°C or lower scenario		We have not conducted any climate-related scenario analysis in FY2023. In line with SGX's phased implementation approach for TCFD adoption, the Group will incorporate scenario analysis in our subsequent sustainability reports.
Risk Management	a) Describe the organisation's processes for identifying and assessing climate-related risks		In FY2023, external ESG consultant has been engaged to facilitate the identification of the climate-related risks with the management. The identification of climate-related risks and opportunities was based on, among others, research conducted on the geographic location of Astaka's operations and assets, as well as ongoing sector-specific and region-specific sustainability trends, and legal perspectives. Identified relevant climate-related risks are outlined in the Climate-Related Risks and Opportunities section. Each risk has been assessed on the likelihood of occurrence and the time period.
	b) Describe the organisation's processes for managing climate-related risks		In addition to the likelihood and impact of the risk, area of impact is also identified for the Group to focus its risk management on corresponding segments. Climate-related risks may include impact on operations at project level and performance at business level arising from a global and regional efforts to mitigate climate change. The CFO/CEO, together with SSC, assists and engages with the Board in managing and reporting the mitigation responses for the climate-related risks identified.
	c) Describe how processes for identifying, assessing and managing climate-related risks are integrated into the organisation's overall risk management		We have yet to include climate-related risks into our Enterprise Risk Register and we will evaluate the integration of climate-related risks into the overall risk management processes in the subsequent year.

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	TCFD Recommended Disclosures	FY2023 Status	Summary and Next Steps
Metrics and Targets	a) Disclose the metrics used by the organisation to assess climate-related risks and opportunities in line with its strategy and risk management process	In Progress	Astaka has been continuously measuring and monitoring key metrics such as energy consumption, and Scope 2 GHG emissions in line with its strategy and risk management process. Astaka has identified the metrics, including GBI certification and percentage of land dedicated to green space at tendering stage during the workshop, facilitated by the external ESG consultant. The mitigation responses have incorporated such metrics and more metrics-based analysis will be progressively conducted in subsequent sustainability reports.
	b) Disclose Scope 1[5], Scope 2[6], and if appropriate, Scope 3[7] greenhouse gas (GHG) emissions, and the related risks	In Progress	Scope 1: Not applicable as the Group does not consume fuel or direct emission sources in its operations. Scope 2: 107.76 tCO_2e from electricity energy consumption in the Headquarters Office. Scope 3: In line with SGX's phased implementation approach for TCFD adoption, the Group shall evaluate the need to quantify and monitor Scope 3 emissions in the subsequent sustainability reports.
	c) Describe the targets used by the organisation to manage climate-related risks and opportunities and performance against targets	Not Commenced	No target has been set to manage climate-related risks and opportunities. Astaka will evaluate and set applicable targets in the subsequent years.

Status:

Implemented In Progress Not Commenced

5 Scope 1 GHG emissions are emissions resulting from the sources owned or controlled by the Group.

6 Scope 2 GHG emissions are resulted from the generation of purchased electricity consumed by the Group.

7 Scope 3 GHG emissions are emissions from sources not owned or controlled by the Group such as the Group's value chain.

Focus 2: Climate-Related Disclosures

Climate-Related Risks and Opportunities

In line with the TCFD Recommendations, our identification and assessment of climate risks considers:

- **Transition risks:** include changes to policy and legal obligations, technological innovation, changing market demand for products, and changing stakeholder expectations.
- **Physical risks:** risks relating to the physical impacts of climate change (both acute and chronic). Acute physical risks refer to those that are event-driven, including increased severity of extreme weather events, such as cyclones, hurricanes, or floods, while chronic physical risks refer to longer-term shifts in climate patterns (e.g., sustained higher temperatures) that may cause sea level to rise or chronic heat waves.

The table below presents our initial analysis of our most significant and relevant climate-related risks. The Group recognises that the list is not exhaustive, and we will continue to enhance our understanding and responses to these risks:

Transition Risk	Description	Risk Mitigation
Policy and Legal	**Regulatory landscape on environment-related issues evolves and gets more stringent [National level]** • National Development Plan (Revisited once every 5 years) – The Twelfth Malaysia Plan 2021 – 2025: ¤ By 2050, Malaysia aims to commit to the Paris Agreement of the United Nations Framework Convention on Climate Change ("**UNFCCC**") to reduce up to 45% GHG emissions intensity to GDP by 2030; ¤ 8% Reduction in Electricity Consumption by 2025; ¤ 31% Renewable Energy of Total Installed Capacity by 2025. • National Energy Policy 2022 – 2040: Low Carbon National Aspiration 2040 selected targets include (compared to the baseline year 2018): ¤ 11% of industrial and commercial energy efficiency savings; ¤ 10% of residential energy efficiency savings. • National Low Carbon Cities Masterplan: 33 selected cities, including Johor Bahru City Council are the Group 1 targeted cities that should achieve 33% absolute GHG emission reduction by 2030 and carbon neutrality by 2050.	The Group acknowledges the importance of incorporating sustainability into new developments starting from the tendering processes. Astaka has been allocating a minimum of 7% of its every development landscape for green area during development planning as required by the local jurisdictions. In line with the growing demand for green buildings, we plan to achieve GBI Certification for all of its high-rise developments. The Astaka has been GBI-certified in 2023. We will also continue engaging with stakeholders on climate-related issues. The Group shall also continue to identify innovative low carbon technologies and energy-saving measures to maintain and obtain GBI Certification for future high-rise developments and committed aligning with the objectives of the sustainability-related national plans and policies of Malaysia. For future landed developments, Astaka aims to contribute by considering green and energy-efficient designs.
	Time Period[8]: Short, Medium, Long	
	Likelihood: Certain	
	Impact Area: • Current Development Properties • Future Development Properties	
	Financial Impact: • Declining value of development properties if it does not achieve the mandatory energy efficiency and environmental standards • Increased costs to assess and maintain relevant green buildings certification; to invest in mitigation practices, energy audits and more advanced technologies, including solar power which will be highly encouraged by the country's near-term policies • Stricter disincentive concept from an increased penalty for non-compliance with sustainability or energy efficiency related standards	

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8 Time period: Short: 5 years, Medium: between 5 and 10 years, Long: > 10 years

Transition Risk	Description	Risk Mitigation
Policy and Legal	**Changes in regulations and policies for energy and resource efficiency [Building Sector and Energy-specific]** • National Energy Efficiency Action Plan (NEEAP) 2016 – 2025: ¤ Promotion of 5-Star Rated Appliances; ¤ Minimum Energy Performance Standards (MEPS); ¤ Energy Audits and Energy Management in Buildings and Industries; ¤ Promotion of cogeneration[9] to mitigate barriers such as the risk of inadequacies in the natural gas supply. ¤ Energy Efficient Building Design • Green Technology Master Plan Malaysia 2017 – 2030: It sets out the targets for the Building sector as follows: ¤ All appliances to meet the requirements of MEPS by 2030 1,750 Certified Buildings by 2030 (Green Building Index) ¤ Sectoral National Building Energy Intensity (BEI) of 60 and below by 2030 ¤ New technologies should be used in sustainable construction practice by 2025	Astaka to continue assessing the incorporation of more sustainable designs and technologies in future developments. In Aliva @ Mount Austin, Astaka has incorporated smart-home installation ready infrastructure allowing end users to monitor and manage their electricity efficiently. It is also part of the project to have electric-vehicle chargers in the development property. Astaka shall continue to assess, obtain and maintain GBI certifications in ensuring environmental sustainability features are incorporated from the beginning of the design and construction phases to operation phase. One example is the introduction of rainwater harvesting tanks at some of its development projects which allows more efficient water usage.
	Time Period: Short, Medium, Long	
	Likelihood: Likely	
	Impact Area: • Headquarters Office • Future Development Properties	
	Financial Impact: • Declining value of development properties if it does not achieve the mandatory energy efficiency and environmental standards • Increased costs to assess and maintain relevant green buildings certification; to invest in mitigation practices, energy audits and more advanced technologies, including solar power which will be highly encouraged by the country's near-term policies • Stricter disincentive concept from an increased penalty for non-compliance with sustainability or energy efficiency related standards	

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9 *Cogeneration is recognised as an energy-efficient technology in Malaysia. It enables the simultaneous production of two different forms of useful energy - electricity and thermal energy - from a single primary energy source, also known as combined heat and power (CHP), merging the generation of usable heat and electricity into a single process, substantially reducing carbon emissions and energy costs.*

Focus 2: Climate-Related Disclosures

Transition Risk	Description	Risk Mitigation
Technology	**New technologies and designs in construction and property development, such as green building materials and energy-efficient systems, may impact the competitiveness and costs of development projects** • New sustainable designs and technologies that can be incorporated in future developments to reduce carbon footprint and to be in alignment with the objectives of Malaysia's national plans and policies, including Green Technology Master Plan Malaysia and National Energy Efficiency Action Plan and ultimately the Twelfth Malaysia Plan • Renewable energy will be an important focus area, including solar panels **Time Period:** Medium, Long **Likelihood:** Likely **Impact Area:** Future Development Properties **Financial Impact:** • Increased costs to research, invest in and incorporate more advanced green technologies and designs, including solar power which will be highly encouraged by the country's plan in order for alignment and compliance. • Declining value of development properties if it does not achieve the necessary new energy efficiency and environmental standards.	Astaka acknowledges the importance of incorporating sustainability into new developments starting from the tendering processes. The Group shall also continue to identify innovative low carbon technologies and energy-saving measures to be incorporated into future development properties. Technologies and designs that may contribute to the Group's overall resiliency against this risk include: • Having smart-home installation ready infrastructure allowing end users to monitor and manage their electricity efficiently. • Electric-vehicle charging ready stations in the development properties. • Rainwater harvesting tanks which allows more efficient water usage.
Reputation	**Reputational impacts associated with non-alignment to the government's green mandates** • As the regulatory landscape on environment-related issues evolves and gets more stringent, there may be reputational impacts associated with not aligning to the government's green mandates. **Time Period:** Medium, Long **Likelihood:** Possible **Impact Area:** Current and future Development Properties **Financial Impact:** • Reduced revenue due to reduced demand • Increased costs in marketing or maintaining the reputation	In line with the growing demand for green buildings, Astaka plans to achieve GBI Certification for all of its high-rise developments. The Astaka has been GBI-certified in 2023. For future landed developments, Astaka aims to contribute by considering green and energy-efficient designs that could be integrated such projects. We shall continue to educate and assess our employees and suppliers with sustainability knowledge and criteria. The Group shall also continue to enhance the reporting quality and completeness on our sustainability-related practices, policies and governance. The Group shall continue incorporating more sustainable design and technologies in our future developments to reduce our carbon footprint.

Continued to next page

Transition Risk	Description	Risk Mitigation
Market	**Changing stakeholders' expectations in relation to ESG considerations and green buildings** • Failure to adopt best industry practices as compared to other competitors may reduce demand for the Group's properties and impact the Group's reputation, hence the stakeholders' choices • The other stakeholders and end users are considering ESG performance or energy-saving practices of a building before buying or leasing a space. A premium is acceptable by these end consumers if future proofing against climate resilience has been incorporated. The Group may lose out in attracting partners and end consumers in the value chain as a result. **Time Period:** Medium, Long **Likelihood:** Possible **Impact Area:** Future new development properties **Financial Impact:** • Reduced revenue due to reduced demand and changing customer preferences towards more sustainability-driven products/services. • Increased costs through value chains who may pass on the costs from increased mark-ups for raw materials.	The Group shall regularly engage with tenants and stakeholders on sustainability issues and improve our sustainability disclosures to meet stakeholders' expectations. The Group has taken a practical step by putting up signage throughout its headquarters to consistently remind employees to conserve water and electricity. This demonstrates the Group's commitment to sustainability, which is embedded in its daily operations. By doing so, we hope to foster a collaborative effort, to eventually advance global climate-related ambitions.

Physical Risk	Description	Risk Mitigation
Acute	**Extreme weather events resulting in higher operational expenses** • Increase in water costs due to scarcity caused by droughts • Increase wind speed could result in more extreme wind-driven rain events • Heavy and frequent precipitation, or extreme rainfall and increased flooding events can lead to physical infrastructure damage, supply chain disruption which in turn increases the operational and maintenance expenses • Flooding events can lead to project disruptions which ultimately impact revenue recognition • Increased rainfall and flooding events can also lead to an increase in vector breeding which may possibly lead to subsequent work stoppages by the authorities **Time Period:** Medium, Long **Likelihood:** Certain **Impact Area:** • Current Development Properties • Future Development Properties **Financial Impact:** • Increased operational expenses: ¤ Higher insurance premiums for buildings ¤ Increased costs for repairing damages • Reduced revenue or delayed revenue recognition • Declined property value	The Group, in conjunction with the various flood mitigation action plans (as further elaborated below), has in place processes to promote our properties' resilience to weather events: • All developments are subject to relevant local authorities' requirements, which outline stringent rules for the development (e.g., on minimum storage of consumable water, minimum size of drainage systems). • Buildings are subject to local authorities' approvals and are governed by industry rules on best practice standards. Government authorities in Malaysia are taking the necessary actions with both structural and non-structural measures to mitigate and adapt to floods. This includes scaled up flood mitigation projects in Twelfth Malaysia Plan to RM19 billion and coastal protection costs of RM5 billion. Malaysia also adopted measures including: • Integrated water resources Management; • Increased water retention capacity; Resettlement programmes for floodplain areas to reduce disaster risks and gazetting river reserve, flood prone areas and wetlands as flood mitigation areas.

Continued to next page

Physical Risk	Description	Risk Mitigation
Chronic	**Increasing mean temperatures require increased energy consumption for cooling, affecting the labour force and have an impact on the building materials and durability** • Rising temperatures will require increased energy consumption for cooling needs such as air conditioning of the properties • Extreme temperature changes may also affect employees' health. This could include increased thermal discomfort and the risks of heat-related illnesses which may result in temporary work stoppages	The Group's strategic action plan to both directly and indirectly control its environmental impacts on emission-generation and temperature increase includes: • Stakeholder education on energy-saving practices. • Digital monitoring (by providing the infrastructure needed for end users to install smart-home systems, among others, to monitor energy usage). • Working to incorporate natural resource use into all development designs (e.g., using natural ventilation). • Continue exploring and utilising suitable building materials that are resilient to climate change in future development properties.
	Time Period: Medium, Long	
	Likelihood: Likely	
	Impact Area: • Headquarters office • Future new development properties	
	Financial Impact: Increased operational expenses: ¤ Energy consumption to increase and the related costs to increase if the labour force's health is affected ¤ Costs from retrofitting existing properties to withstand more extreme temperatures	

While changes in the economy and the environment brought about by climate change represent certain risks to the Group, there might be opportunities that exist. The Group has the potential to capture such opportunities and create long-term value for our stakeholders.

Opportunity	Description	Manager's Response
Market **Positioned as a leading green property developer, the Group will have increasing access to green or sustainability-related financing**	There is potential for Astaka to explore a growing market of green developments to attract the market, improve its revenue and facilitate its supply chains. Developers are increasingly embracing green or sustainability-linked loans or bonds, while local banks are taking a closer look at ESG risks when providing project financing, indicating the growing mainstream adoption of green financing. The Group can increase its access to funding by complying with sustainability practices and meeting investors' expectations.	• The Group has been exposed to instances where banks have started considering ESG risks while assessing loan requests from corporates. • The Group shall continue exploring sustainability-related requirements and criteria which local banks use to assess the eligibility to loans, or more specifically, the green loans in the future. This can be used in future sustainability-related strategies and continue to improve our ESG disclosures to meet investors' expectations for sustainability-related information. • The Group will also continue exploring possibilities to make our assets more environmentally friendly and integrate low-carbon and energy-saving features wherever feasible.
	Time Period: Short, Medium, Long	
	Likelihood: Certain	
	Impact Area: • Future new development properties	
	Financial Impact: • Increased revenue and asset value with greater demand of green developments • Lower costs of financing • Increased access to capital	

Energy and Emissions

The Group strives to minimise our environmental impact to address climate change, in response to global climate developments. To contribute to this cause, we actively explore impactful energy conservation initiatives and technologies during the tendering processes. The Group routinely monitors our electricity energy consumption, and accounts for our Greenhouse Gases ("**GHG**") emissions in accordance with the GHG Protocol.

One of such initiatives is the incorporation of energy-efficient LED lighting at our headquarters office. Furthermore, our development projects are managed with a focus on achieving energy efficiency whenever feasible, which we have and will continue incorporating the effective energy-saving measures in current and future development properties. Adhering to local regulations and going above and beyond jurisdictional requirements, Astaka consistently designates 7% to 10% of each development landscape for green spaces, in landed and high-rise developments respectively.

Our commitment to energy conservation has garnered recognition, being with the Astaka GBI Certified in 2023[10]. Our latest project Aliva @ Mount Austin, has also been awarded with GBI certification as of its design assessment[11] in December 2023. The attainment of GBI certification will continue to be a key consideration for all forthcoming developments, reflecting our commitment to realizing sustainability goals in our development endeavours. Indicative of the success of our ongoing efforts to reduce our energy consumption and associated emissions. Going forward, we strive to continue to assess and incorporate more sustainable designs and technologies in our future developments to reduce our carbon footprint.

To ensure we set a good example for establishing energy-saving practices, we continuously measure and monitor our energy consumption for our corporate office in which we have effective operational control over the energy usage for FY2023. Additionally, we acknowledge the significance of cultivating a workplace culture that places value on resources and hence, we encourage all employees to embrace practices that contribute to an energy-saving at workplace.

We do not consume any direct energy. Instead, we purchase electricity from the national grid. In FY2023, the Headquarters Office in Johor Bahru, Malaysia, consumed 142,160 kWh of electricity and generated 107.76 tCO_2e of Scope 2 GHG emissions[12]. Our indirect energy and Scope 2 GHG emissions intensity[13] were 143.08 kWh/m^2 and 0.1085 tCO_2e/m^2, respectively.

10 The Astaka's GBI certification is valid until January 2026.

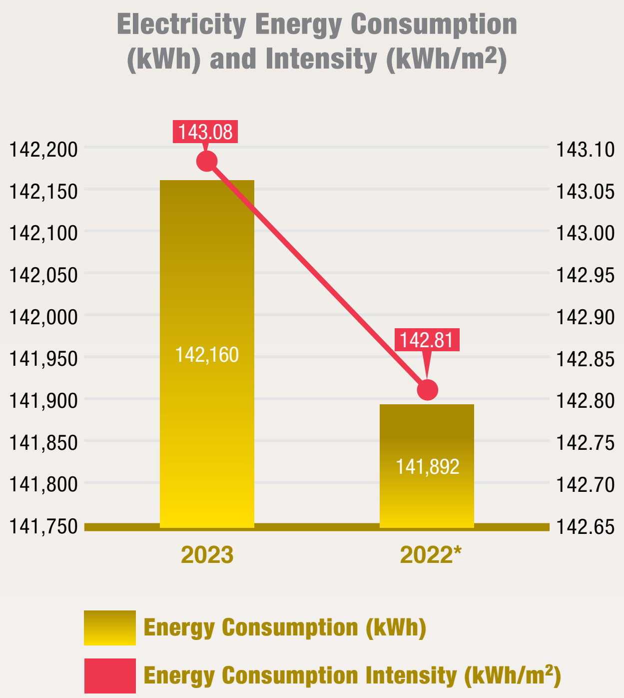
11 Astaka has submitted green building design for assessment by the GBI certifier. An assessment panel then awarded a provisional GBI Design Assessment certification with an accompanying score sheet. Final award will be given upon the completion of a Completion and Verification Assessment after the project is completed.

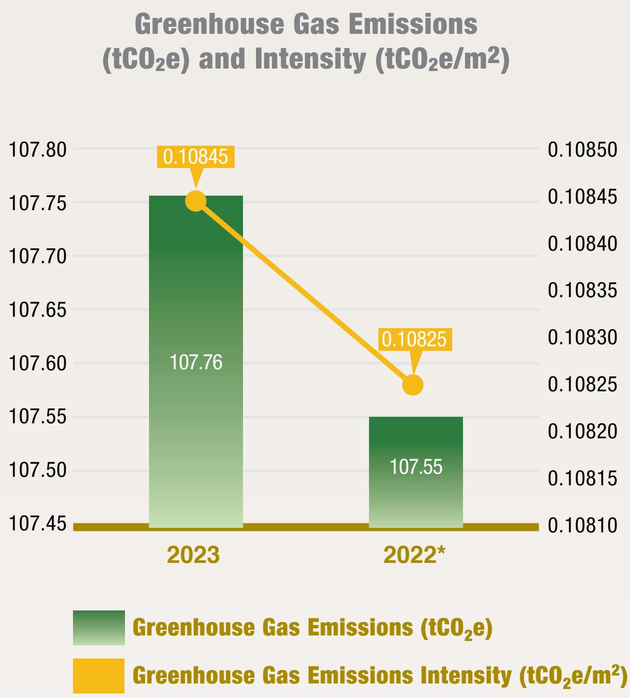
12 The emission factor used in calculating Scope 2 GHG emission is adopted from Malaysia's Grid Emission Factor, which is at 0.758 $kgCO_2e/kWh$ for FY2022 and FY2023. Source:https://meih.st.gov.my/documents/10620/cdddb88f-aaa5-4e1a-9557-e5f4d779906b.

13 Utilising the Astaka's Headquarter office's Gross Floor Area of 993.59 m^2.

Focus 2: Climate-Related Disclosures

In FY2023, the slight increase in our energy consumption of 268 kWh, compared to 141,892 kWh in FY2022 was attributed to the fact that hybrid-working arrangements (due to the Covid-19 pandemic) were still in place in FY2022 and the return of workforce to full-physical office operations is not fully enforced. Whereas in FY2023, the reduction of hybrid-working arrangements is more apparent.





** The electricity energy consumption and greenhouse gas emissions for the FY2022 represent only the electricity consumption and greenhouse gas emissions at Astaka's Headquarters Office and exclude the sales galleries at One Bukit Senyum and Bukit Pelali.*

The Group will continuously optimise energy consumptions, and indirect GHG emissions, primarily through energy-saving practices within the office. As we are in the early stage of collecting and accounting for GHG emissions, the Group will adopt a phased implementation approach in reporting emissions and consider reporting Scope 3 emissions in the subsequent years.

Segment	FY2023 Target	Status	Performance
Property Development	Incorporate sustainable design solutions and technologies in all new developments	Met	Astaka has integrated smart-home installation ready infrastructure, EV-charging ready stations and rainwater harvesting tanks in existing developments. More will be considered for future developments when opportunities arise.
	All future developments to be GBI certified, and/or, to achieve a minimum of 3 green initiatives per development	Partially Met	The Astaka has been GBI certified in FY2023. The Aliva has been awarded with GBI Design Assessment certification and the final GBI certification will be reassessed after completion of the project.
Group-level	Set targets for energy and water consumption	N.A.	Astaka has re-assessed the scope to be included for energy consumption reporting in FY2023. From our re-assessment, we will only be reporting our Headquarters Office's electricity consumption as it is the only premise that we have the operational control. We would decide our baseline year and target for energy consumption by FY2025. Water is not material to Astaka's operations since the consumption at the headquarters office is insignificant. The Group may set targets when water consumption becomes significant in the future.

Segment	Targets	Short-Term (FY2024)	Medium-term Targets (FY2025-FY2029)	Long-term Targets (FY2030 and beyond)
Property Development	All future high-rise developments to be GBI certified, and/or, to achieve a minimum of 3 green initiatives per development	●	●	●
Group-level	To set target for managing climate-related risks	●		
Property Development	Incorporate sustainable design solutions and technologies in all (non-GBI-Certified) new developments		●	●
Group-level	Set target for electricity intensity and Scope 2 GHG emissions intensity by FY2025		●	

Focus 3: Developing Our Human Capital

The Group strives to create an inclusive workplace culture and provide a safe workplace environment committed to mutual respect, fairness and equality for all our employees.

Our Workforce and Diversity

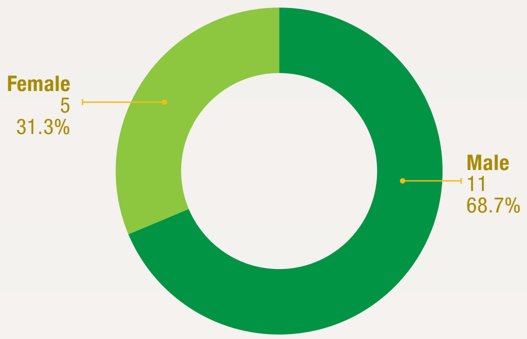
We advocate for fair employment practices and strive to achieve a well-balanced and diversified workforce within our Group.

As at 31 December 2023, the Group had a total headcount of 62 full-time employees in Singapore and Malaysia. The full time employees consists of permanent and temporary employees. There are no part-timers or non-guaranteed hours employees in our group. The breakdown of the employees, by gender and region are presented in the table.

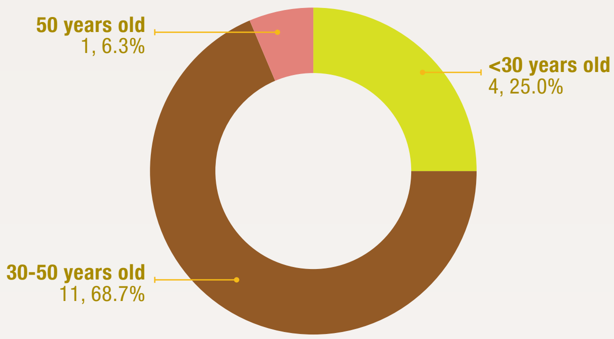
	Number of Full-Time Employees		
	Permanent	Temporary	Total
By Gender	**57**	**5**	**62**
Male	39	1	**40**
Female	18	4	**22**
By Region	**57**	**5**	**62**
Malaysia	55	5	**60**
Singapore	2	Nil	**2**

During FY2023, there were 16 new hires and 15 leavers, with a new hire rate and turnover rate (as a percentage of total employees as at 31 December 2023) of 25.81% and 24.19%, respectively. The composition of the new employee hires and employee turnover are as follows:

New Hires in FY2023 (By Gender)

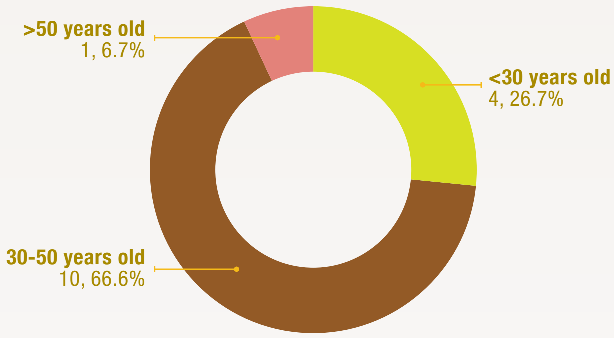


New Hires in FY2023 (By Age)



Leavers in FY2023 (By Gender)

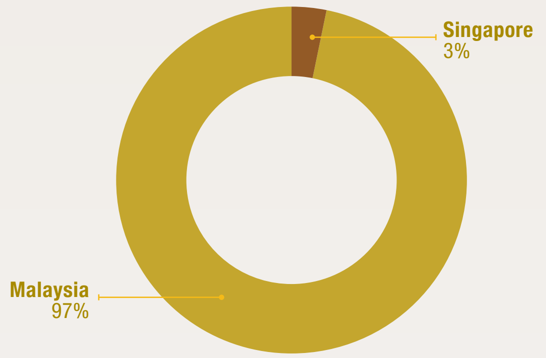
Leavers in FY2023 (By Age Group)



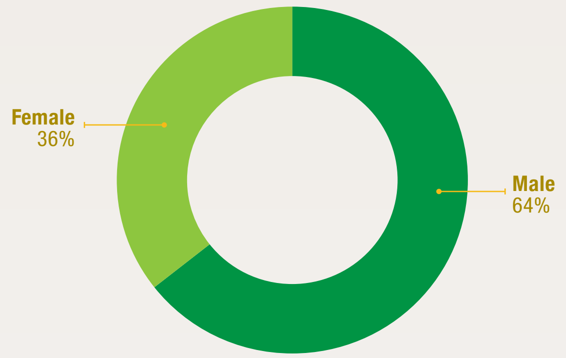
The Group understands the importance of having diversity in the organisation. Diversity provides us with diverse viewpoints for consideration when making key decisions and executing such decisions. Thus, our employees and the Board consists of members with skills and knowledge from diverse backgrounds. An equal and inclusive environment will improve the productivity of our employees while signalling an attractive work environment for retaining and attracting talent.

Our workforce profiles, breakdown by location, gender, employee categories[14] and age group are as follows:

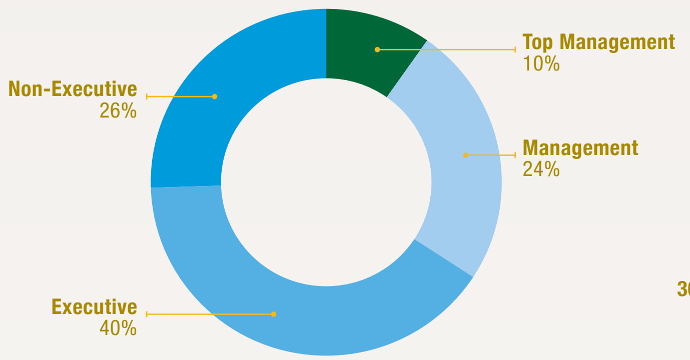
Our Workforce - By Location (in %)



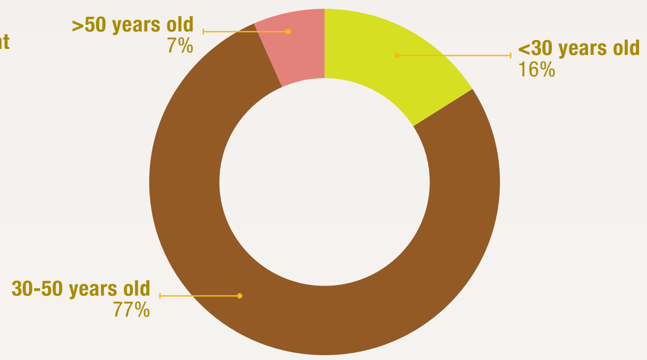
Our Workforce - By Gender (in %)



Our Workforce - By Employee Category (in %)

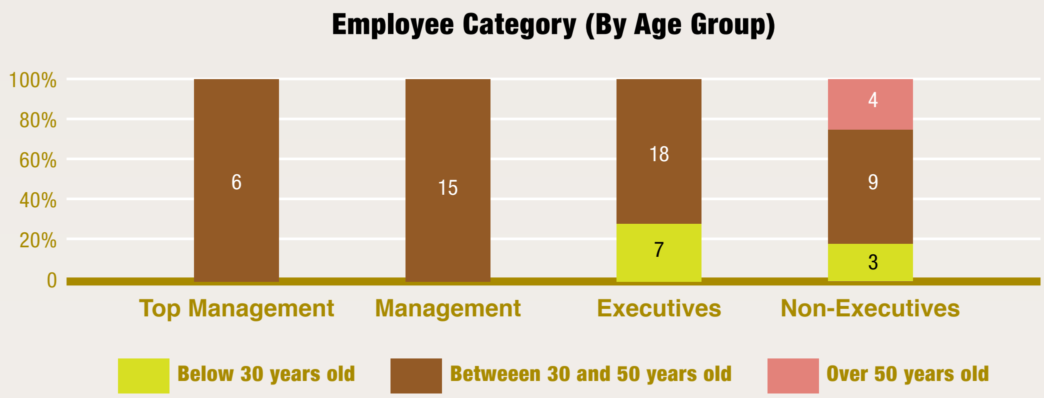


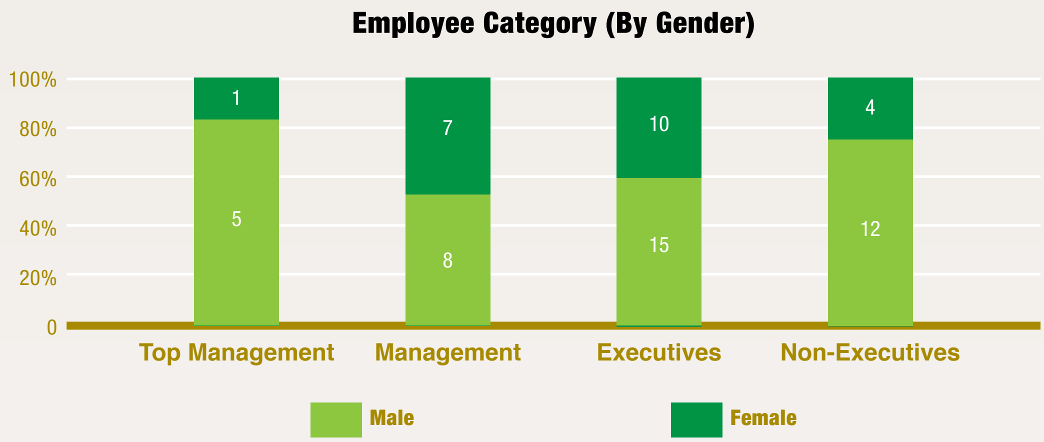
Our Workforce - By Age Category (in %)



14 (a) *Top Management refers to executive directors and senior executives holding chief roles.*
(b) *Management refers to assistant managers and above, Special Officer and Credit Controller.*
(c) *Executives includes Accountant, Quantity Surveyor, Chargeman, Maintenance, Supervisor, Executives, Concierge cum Ambassador and Secretary.*
(d) *Non-Executives includes Technician, Officer, Personal Assistant, Admin Assistant, Clerk, Driver, Despatch, Receptionist and Office cleaner.*

Focus 3: Developing Our Human Capital





At the Board Level, we have a board diversity policy in place to promote diversity. Astaka recognises gender as an important aspect of diversity and will ensure that female representation will be considered when identifying suitable candidates for the Board renewal process, and continually improved over time based on the objectives of the Board.

All of our five board members are male, three of them aged between 30-50 and two aged 50 years old and above.

Workers who are not employees

Astaka engaged security, cleaning, landscape, and other maintenance services to maintain security, and cleanliness at the The Astaka and Bukit Pelali properties. They are considered as workers who are not employees and do not account towards the Group's workforce[15]. In FY2023, there were 128 workers who are not employees assigned to maintain the conditions of Bukit Pelali and The Astaka, which consisted of two security officers, two cleaners, nine landscape workers and 114 contractors. There was an increase from FY2022 of 61 workers due to amongst others, an increase in rectification works for some of its current development projects.

Training and Education

Acknowledging that Astaka's employees are key drivers of our continued growth and success, their competencies and professional development are important to the Group. As such, we have worked towards inculcating a growth mindset in employees and encouraging them to develop their existing abilities. Our efforts will help ensure that our employees' skills do not become obsolete in the ever changing business landscape.

In FY2020, we established a training programme comprising a 3-tiered approach designed to cater to all employee levels in the Group. With this initiative, the Group aims to address both specialised as well as general knowledge and skillsets relevant to each department and those required for harmonious inter-departmental collaboration. We aim to build a strong foundation for future programmes with our inaugural rollout of our training programme that began in FY2021.

15 Workers who are not employees' salaries and staff benefits, including insurance, are covered by the appointed service providers.

A 'Training Need Assessment' ("**TNA**") is updated based on the assessment performed by respective department heads, on a regular basis. TNA helps us to identify the individual departments' training needs and the areas that the employees are interested to learn additional skills.

We have further enhanced our training programmes in FY2023, providing group-wide and external training covering various departments, namely the CEO Office, Corporate Planning & Communications, Finance, Project, Human Resource & Admin, and Sales & Marketing. Our trainings focus on assisting employees in acquiring new skills or improving existing knowledge/skills related to their current roles.

In FY2023, total training hours of 1,968 have been provided for our employees by trainers from external agencies and experts from professional industries. There is an increase of 473 training hours as compared to 1,495 training hours in FY2022.

The average training hours by genders and employee categories are as follows:

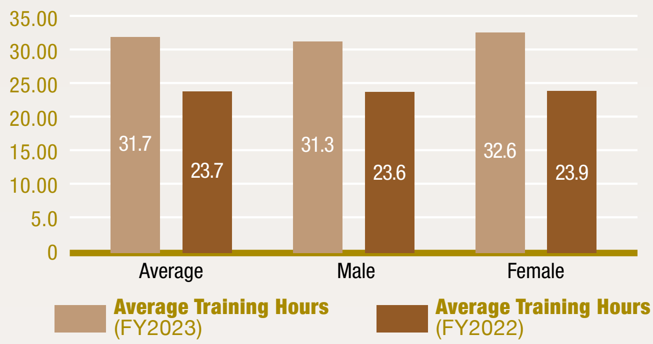
1,968
Total Employee Training Hours

1,252 Male	716 Female

Average Training Hours

- Senior Management = 43.9
- Management = 35.3
- Executives = 34.0
- Non-Executives = 20.3

Average Training Hours (By Gender)



Average Training Hours (By Employee Category)

Performance Evaluation

To maintain a formal channel for feedback from and for our employees, we also have in place a bi-annual 360-degree performance review since FY2021. In June and December of every year, each employee is evaluated based on personal-based key performance indicators (KPIs), and feedback from co-workers.

In FY2023, 100% of our eligible employees[16] have received performance evaluation through 360-degree feedback programme. Further, we continue with the yearly Employee Opinion Survey which allows our workforce's views to be heard.

16 Eligible employees do not include employees who were serving notice when the performance evaluation was performed and employees who had yet passed the probation period. In FY2023, there were four employees not eligible for the performance evaluation and they were not included in the calculation of employees who had received the performance evaluation.

Employee Benefits

We provide benefits such as medical insurance, healthcare and parental leave to all permanent employees. They are covered by a group medical and health insurance plan that provides coverage for hospitalisation and surgical treatment with 24-hours and worldwide access. Cashless access is also available for panel hospitals.

Contractor personnel are also covered by health benefits under their own organisations, and contractors are required to purchase all risk and workmen compensation insurance policy. For more occupational health and safety related measures implemented by Astaka, please refer to the following section on "Health and Safety".

The Group supports employees across all stages of their lives and we abide by the local employment regulation to provide all employees with parental leave[17]. In FY2023, three employees took parental leave, and two of them returned to work after their parental leave ended, with a return to work rate of 100%*. The gender breakdowns are as follows:

	Male	Female
Employees who took parental leave in FY2023	1	1
Employees who returned to work after parental leave ended in FY2023	1	1*
Return to work rate	**100%**	**100%**

**This does not include one female employee whose maternity leave had not ended by end of the financial year.*

For the five employees who took parental leave and returned to work in the prior year, all of them remained employed 12 months after their return, with a 100% retention rate achieved.

	Male	Female
Employees who returned to work after parental leave ended in FY2022	1	1
Employees who returned to work in FY2022, and remained employed 12 months after their return to work	1	1
Retention Rate	**100%**	**100%**

To promote productivity and talent retainment through enjoyable working environment for our employees, we have been organising workplace bonding activities. In FY2023, besides the weekly Quran readings and badminton sessions, we also hosted Annual Dinner and BBQ Gathering Night.

Health and Safety

Astaka prioritises the health and safety of our employees and other workers at our sites. We are fully aware of the inherent risks associated with our sector's job sites recognising that workplace health and safety should never be underestimated. The Group has therefore introduced a comprehensive set of health and safety guidelines to protect the wellbeing of our workforce.

Firstly, we work towards establishing a safe working environment by learning from the best practices in existing national and international Occupational Health and Safety ("**OHS**") management systems.

Secondly, once our construction of Aliva commences, we will include contractors' adherence to the guidelines and requirements listed in the Project Safety Plan. During the construction phase, Astaka's contractors are required to publish safety and health reports on a monthly basis, which cover diverse health and safety aspects such as policies, performance, compliance and training. Astaka and its consultants will review these reports to ensure that the contractors duly inspect the workplace health and safety, take immediate corrective actions against non-compliance and prepare the workers physically and mentally for work.

17 Parental leave refers to childbirth leave.

Although no construction activities took place in FY2023, there were some slope remediation and maintenance works. To ensure the safety of the workers, safety meetings (namely toolbox briefings) were conducted on a fortnightly basis. Additionally, scaffolding was inspected by an accredited inspector and certified fit for use, while daily tool box meetings placed an emphasis on occupational safety.

In FY2023, there were no fatalities, high-consequence injuries[18] and recordable injuries reported at the construction sites or at the workplace. Therefore, we recorded zero fatalities rate, zero high-consequence injuries rate and zero recordable work-related injuries. There was also no ill-health incident reported in FY2023.

Corporate Social Responsibility ("CSR")

Astaka is committed to supporting and empowering the local communities in our operating regions. We maintain an open communication channel with our customers and the local communities through our property management team, which has an email address and a hotline available on our website for stakeholders to contact when needed.

Additionally, we have been supporting local communities by addressing their specific needs and participating in local charity programmes. In FY2023, we have made sponsorship of RM50,000 to Johor Hockey Association ("Persatuan Hoki Johor") for the Under 21 International Hockey Championship ("Kejohanan Hoki Antarabangasa bawah 21 Tahun"). In addition, we have delivered three CSR programmes through Bubur Lambuk and Kurma distributions during the Ramadan period, and a clean-up event named "Gotong Royong 2023". This Gotong Royong was the communal works that were carried out at Surau Ummu Al Mutasoddiqin that was located in Pengerang, together with the local communities of Sekolah Tahfiz Ummu Mutasoddiqin, Bank Islam Bandar Penawar, and Kampung Bukit Gelugor, wherein more than 40 people participated in this programme. The objective of this programme includes cleaning the prayer halls and the surroundings of the Surau. In addition, maintenance and repair works (painting and building repairs) were also carried out.

Going forward, we will continue to diversify our CSR activities in order to better meet the needs of the local communities in which we operate in.

Human Capital Targets

FY2023 Targets		Status	Performance
Group-level	Zero cases of workplace injuries and fatalities	Met	There was zero fatalities and high-consequence injuries in FY2023.
	24 training hours on average per employee	Met	On average, each employee is provided with 31.7 hours of training in FY2023.
	Completion of two CSR programmes per year	Met	There were three CSR events held in FY2023.

Segments	Targets	Short-Term (FY2024)	Medium-term Targets (FY2025-2029)	Long-term Targets (FY2030 and beyond)
Group Level	Zero cases of fatalities and high consequence injuries	●	●	●
	Zero breach of employment regulations	●	●	●
	Maintain 16 training hours per employee for the employee categories of "Executives and/or above"	●	●	●

* *The Management had, inter alia, considered the TNA conducted on a regular basis and assessed that 16 training hours is adequate for the current operational size of the Group.*

18 High-consequence work-related injury: Work-related injury that results in a fatality or in an injury from which the worker cannot, does not, or is not expected to recover fully to pre-injury health status within six months.

SGX Six Primary Components Index

S/N	Primary Component	Section Reference
1	Material ESG factors	• Materiality Assessment
2	Climate-related disclosures consistent with the TCFD recommendations	• Focus 2: Climate-Related Disclosures
3	Policies, Practices and Performance	• Sustainability Strategy Overview • Focus 1: Governance and Ethics • Focus 2: Climate-Related Disclosures • Focus 3: Developing Our Human Capital
4	Board Statement	• Sustainability Strategy Overview • Focus 1: Governance and Ethics • Focus 2: Climate-Related Disclosures • Focus 3: Developing Our Human Capital
5	Targets	• Sustainability Strategy Overview • Focus 1: Governance and Ethics • Focus 2: Climate-Related Disclosures • Focus 3: Developing Our Human Capital
6	Sustainability Reporting Framework	• About the Report

GRI Standards Content Index

Statement of use	Astaka Holdings Limited has reported with reference to the GRI Standards 2021 for the period from 1 January 2023 to 31 December 2023
GRI 1 used	GRI 1: Foundation 2021
Applicable GRI Sector Standard(s)	Not applicable

GRI Standard	Disclosure		Location
GRI 2: General Disclosures 2021	2-1	Organisational details	Organisation Profile
	2-2	Entities included in the organization's sustainability reporting	About the Report
	2-3	Reporting period, frequency and contact point	About the Report
	2-4	Restatements of information	About the Report - Restatements
	2-5	External Assurance	About the Report - Assurance
	2-6	Activities, value chain and other business relationships	Organisation Profile
	2-7	Employees	Focus 3: Developing Our Human Capital
	2-9	Governance structure and composition	Focus 3: Developing Our Human Capital
	2-10	Nomination and selection of the highest governance body	Corporate Governance Report, Annual report page 75-76
	2-11	Chair of the highest governance body	Corporate Governance Report, Annual report page 74
	2-12	Role of the highest governance body in overseeing the management of impacts	Focus 1: Governance and Ethics
	2-13	Delegation of responsibility for managing impacts	Focus 1: Governance and Ethics
	2-14	Role of the highest governance body in sustainability reporting	Focus 1: Governance and Ethics
	2-15	Conflicts of interest	Corporate Governance Report, Annual report page 69
	2-16	Communication of critical concerns	Corporate Governance Report, Annual report page 86
	2-17	Collective knowledge of the highest governance body	Corporate Governance Report, Annual report page 71
	2-18	Evaluation of the performance of the highest governance body	Corporate Governance Report, Annual report page 77-78
	2-19	Remuneration policies	Corporate Governance Report, Annual report page 78-79
	2-20	Process to determine remuneration	Corporate Governance Report, Annual report page 78-79
	2-21	Annual total compensation ratio	Due to confidentiality constraints, information on compensation ratio has not been provided.
	2-22	Statement on sustainable development strategy	Board Statement

GRI Standards Content Index

GRI Standard	Disclosure	Location
GRI 2: General Disclosures 2021	2-23 Policy commitments	Sustainability Strategy Overview
	2-24 Embedding policy commitments	See respective focus areas
	2-25 Processes to remediate negative impacts	Corporate Governance Report, Annual report page 82-86
	2-26 Mechanisms for seeking advice and raising concerns	Corporate Governance Report, Annual report page 86
	2-27 Compliance with laws and regulations	Focus 1: Governance and Ethics
	2-28 Membership associations	We are a member of Real Estate Developers' Association of Singapore (REDAS)
	2-29 Approach to stakeholder engagement	Stakeholder Engagement
	2-30 Collective bargaining agreements	None of our employees are covered by collective bargaining agreements.
Material Topics		
GRI 3: Material Topics 2021	3-1 Process to determine material topics	Materiality Assessment
	3-2 List of material topics	Materiality Assessment
Focus 1: Government and Ethics		
GRI 3: Material Topics 2021	3-3 Management of material topics	Focus 1: Governance and Ethics
GRI 205: Anti-corruption 2016	205-1 Operations assessed for risks related to corruption	Focus 1: Governance and Ethics • Anti-Corruption
	205-2 Communication and training on anti-corruption policies and procedures	Focus 1: Governance and Ethics • Anti-Corruption
	205-3 Confirmed incidents of corruption and actions taken	Focus 1: Governance and Ethics • Anti-Corruption
GRI 207: Tax 2019	207-1 Approach to tax	Focus 1: Governance and Ethics • Tax
	207-2 Tax governance, control, and risk management	Focus 1: Governance and Ethics • Tax
GRI 308: Supplier Environmental Assessment 2016	308-2 Negative environmental impacts in the supply chain and actions taken	Focus 1: Governance and Ethics • Supply Chain Management
GRI 417: Marketing and Labelling 2016	417-1 Requirements for product and service information and labelling	Focus 1: Governance and Ethics • Marketing and Labelling
	417-2 Incidents of non-compliance concerning product and service information and labelling	Focus 1: Governance and Ethics • Marketing and Labelling
	417-3 Incidents of non-compliance concerning product and service information and labelling	Focus 1: Governance and Ethics • Marketing and Labelling
GRI 418: Customer Privacy 2016	418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	Focus 1: Governance and Ethics • Data Safety and Privacy

GRI Standard	Disclosure	Location
Focus 2: Climate-Related Disclosure		
GRI 3: Material Topics 2021	3-3 Management of material topics	Focus 2: Climate-Related Disclosures
GRI 201: Economic Performance 2016	201-2 Financial implications and other risks and opportunities due to climate change	Focus 2: Climate-Related Disclosures • TCFD Disclosures
GRI 302: Energy 2016	302-1 Energy consumption within the organisation	Focus 2: Climate-Related Disclosures • Energy and Emissions
	302-3 Energy intensity	Focus 2: Climate-Related Disclosures • Energy and Emissions
GRI 303: Water and Effluents 2018	303-3 Water withdrawal	For office usage only, not significant – no disclosure
GRI 305: Emissions 2016	305-2 Energy indirect (Scope 2) GHG emissions	Focus 2: Climate-Related Disclosures • Energy and Emissions
	305-4 GHG emissions intensity	Focus 2: Climate-Related Disclosures • Energy and Emissions
GRI 306: Waste 2020	306-3 Waste generated	No construction in FY2023 and no significant waste generated.
Focus 3: Developing Our Human Capital		
GRI 3: Material Topics 2021	3-3 Management of material topics	Focus 3: Developing Our Human Capital
GRI 202: Market Presence 2016	202-1 Ratios of standard entry level wage by gender compared to local minimum wage	In Malaysia, there is a local minimum wage of RM1,500 per month[19]. We have been complying with the relevant legislation and paying our entry-level employees above the minimum wage, regardless of gender. Due to confidentiality constraints, information on compensation ratio has not been provided.
GRI 401: Employment 2016	401-1 New employee hires and employee turnover	Focus 3: Developing Our Human Capital • Our Workforce and Diversity
	401-2 Benefits provided to full-time employees that are not provided to temporary or part-time employees	Focus 3: Developing Human Capital • Employee Well-being
	401-3 Parental leave	Focus 3: Developing Our Human Capital • Employee Well-being

19 *With effect from 1 July 2023, the minimum wage in Malaysia is RM1,500 per month. Prior to the revision, the minimum wage was RM1,200 per month.*

GRI Standards Content Index

GRI Standard	Disclosure	Location
Focus 3: Developing On Our Human Capital		
GRI 403: Occupational Health and Safety 2018	403-1 Occupational health and safety management system	Focus 3: Developing Our Human Capital • Health and Safety
	403-2 Hazard identification, risk assessment, and incident investigation	
	403-3 Occupational health services	
	403-4 Worker participation, consultation, and communication on occupational health and safety	
	403-5 Worker training on occupational health and safety	
	403-6 Promotion of worker health	
	403-7 Prevention and mitigation of occupational health and safety impacts directly linked by business relationships	
	403-8 Workers covered by an occupational health and safety management system	
GRI 404: Training and Education 2016	404-1 Average hours of training per year per employee	Focus 3: Developing Our Human Capital • Training and Education
	404-2 Programs for upgrading employee skills and transition assistance programs	Focus 3: Developing Our Human Capital • Training and Education
	404-3 Percentage of employees receiving regular performance and career development reviews	Focus 3: Developing Our Human Capital • Performance Evaluation
GRI 405: Diversity and Equal Opportunity 2016	405-1 Diversity of governance bodies and employees	Focus 3: Developing Our Human Capital • Our Workforce and Diversity
GRI 413: Local Communities 2016	413-1 Operations with local community engagement, impact assessments, and development programs	Focus 3: Developing Our Human Capital • Corporate Social Responsibility ("CSR")

TCFD Content Index

Please refer to Focus 2 for our climate-related disclosures in line with TCFD recommendations.

The Board of Directors (the "**Board**") of Astaka Holdings Limited (the "**Company**" and together with its subsidiaries, the "**Group**") are committed to maintaining high standards of corporate governance and places importance on its corporate governance processes and systems so as to ensure greater transparency, accountability and maximisation of long-term shareholder value.

The Company has adopted corporate governance practices and guidelines with references to the Code of Corporate Governance 2018 (the "**Code**") for the financial year ended 31 December 2023 ("**FY2023**").

Pursuant to Rule 710 of the Listing Manual of the Singapore Exchange Securities Trading Limited (the "**SGX-ST**") Section B: Rules of Catalist (the "**Catalist Rules**"), this corporate governance report (the "**Report**") describes the Company's corporate governance practices, processes and activities for FY2023. Where applicable, explanations have been given where there is/are deviation(s) from the provisions of the Code and how the Group's practices are consistent with the intent of the relevant principles.

BOARD MATTERS

THE BOARD'S CONDUCT OF AFFAIRS

Principle 1: The Company is headed by an effective Board which is collectively responsible and works with Management for the long-term success of the Company.

The Board provides strategic guidance, oversees the key activities for the Company and ensures that there are adequate financial and human resources to achieve its objectives and long-term success of the business.

The Board's principal functions include, but is not limited to, providing entrepreneurial leadership and approving strategic business plans, annual budget plan, major acquisition and disposal of assets and businesses, and financial results of the Group. The Board also establishes a framework of sound, prudent and effective controls appropriate to the nature and size of the Group's operations which enable risks to be assessed and managed, and ensures proper accountability within the Group, including the safeguarding of shareholders' interests and the Company's assets. The Board also sets corporate values, standards (including ethical standards), policies and practices and ensure consistency with the Group's culture for the Company to ensure that the obligation to shareholders and other stakeholders are met. In addition, the Board reviews the Company's corporate policies, financial performance as well as the performance of the management of the Company ("**Management**"). In addition, the Board constructively challenges the Management and reviews its performance.

The Board is responsible for long-term succession of the Company and will also consider sustainability issues, including environmental and social factors, as part of the strategic formulation of the Group.

The Directors have the fiduciary duty to act objectively in the best interests of the Company and hold Management accountable for performance. Where the Director faces a conflict or potential conflict of interest in relation to any matter, he will immediately declare his interest at the meeting of the Directors or send a written notice to the Company, setting out the details of his interest and the conflict, and recuse himself from any discussions on the matter and abstain from participating in any Board decision.

Corporate Governance Report

The Company has put in place a Board Charter setting forth matters reserved for Board's decision and clearly communicates this to Management in writing. Amongst these reserved matters are the approval limits for operating and capital expenditure, procurement of goods and services as well as operational and financial authorisation on daily and ad-hoc operation decision-making. In addition to matters that specifically require the Board's approval such as the review and approval of periodic and full-year financial results announcements and annual audited financial statements, major acquisitions and realisations, issue of shares, interested person transactions, appointment of new directors, dividend distributions and other returns to shareholders, the Board also approves transactions exceeding certain designated threshold limits, while delegating authority for transactions below those limits to the Board Committees and Management so as to optimise operational efficiency.

The Board has established a number of committees to assist the Board in discharging its responsibilities efficiently and effectively. These committees include the Audit Committee ("**AC**"), the Remuneration Committee ("**RC**") and the Nominating Committee ("**NC**") (collectively the "**Board Committees**"). Each of the Board Committee's functions, roles and authorities are clearly set out in their respective terms of reference. The terms of reference of the respective Board Committees, as well as the other relevant information on the Board Committees can be found in the subsequent sections of this Report.

The Board conducts regularly scheduled meetings on a quarterly basis to coincide with the announcement of the Group's quarterly/half-yearly (where applicable) and full-year financial results and to keep the Board updated on business activities and the overall business environment in which the Group operates. Additional meetings are convened as and when circumstances dictate. The Company's Constitution allows for meetings to be conducted by way of telephone conferencing or any other electronic means of communication. The number of Board and Board Committee meetings held in FY2023 and the attendance of each Director are set out as follows:

		Board	AC	RC	NC
No. of meetings held in FY2023		4	4	1	1
Name of Director	**Designation**	**No. of Meetings attended in FY2023**			
Mr Lai Kuan Loong, Victor	Non-Executive Chairman and Independent Director	4	4	1	1
Mr Khong Chung Lun	Executive Director and Chief Executive Officer ("**CEO**")	4	4#	1#	1
Mr Lee Gee Aik(1)	Non-Executive and Non-Independent Director	4	4	1	1
Dato' Sri Mohd Mokhtar Bin Mohd Shariff	Non-Executive and Independent Director	4	4	1	1
Ir. Hj. Syarul Izam Bin Hj. Sarifudin	Non-Executive and Non-Independent Director	4	4#	1#	1

Note:

(1) Mr Lee Gee Aik was re-designated from an Independent and Non-Executive Director to a Non-Independent and Non-Executive Director with effect from 24 March 2023. Following his re-designation, Mr Lee Gee Aik has relinquished his appointment as the Chairman of the Audit Committee and a member of the Nominating Committee, and is presently a member of the Audit Committee and Remuneration Committee.

By invitation

Orientations would be organised for new director(s), when appointed, that includes briefing by Management on the Group's structure, business strategies, operations, and Company's policies. The new and existing directors are briefed and updated by Management with regards to the Company's operating sites on a regular basis. The Company will provide newly appointed director(s) with a formal letter setting out their duties and obligations. First-time director of a listed company ("**First-Time Director**") will receive relevant training in the roles and responsibilities of a director of a listed issuer as prescribed by the SGX-ST to meet the Mandatory Training requirements under Rule 406(3)(a) and Practice Note 4D of the Catalist Rules.

No new Director was appointed for FY2023.

The Company recognises the importance of appropriate training for the Directors, apart from the initial orientation. The Directors are updated on amendments/requirements of the Catalist Rules and other statutory and regulatory requirements from time to time, to enable them to discharge their duties effectively. Continual training particularly on relevant new laws, regulations and changing commercial risks (including update on the real estate developments in Malaysia) will be provided to the Directors from time to time, at the Company's expense.

Some key briefings, updates and/or trainings attended by the Directors collectively for FY2023 include the following:

- the Company's external auditors updated the AC members on developments and/or changes on the accounting standards;
- the Directors are updated on the business activities and strategic directions of the Group;
- the Directors are updated on changes to the listing rules, corporate governance and other regulatory requirements, on a regular basis; and
- relevant training courses organised by the institutes and/ or group associations of specific interests, such as The Institute of Singapore Chartered Accountants ("**ISCA**") which amongst others, covered topics relating to financial reporting, sustainability and accounting standards and topics on ethics and frauds.

Access to Information

Prior to each Board meeting and when the need arises, the Board is provided with complete and adequate information in a timely manner, thus allowing them to deliberate on issues which require consideration. Management would also provide the explanatory documents on matters to be discussed before the Board and Board Committees' meetings. Copies of disclosure documents, budgets, forecasts, unaudited financial statements together with explanations for any significant or material variance between the budget and actual results are tabled by Management for review and discussion during the meetings. Directors are entitled to request from Management and be provided with additional information as and when they are needed, to make informed decisions and discharge their duties and responsibilities.

The Directors have separate and independent access to Management, the Company Secretary and the external auditors at all times. Where the Directors either individually or as a group, in the furtherance of their duties, require independent professional advice, such service will be available at the Company's expense. The Directors may, on a case-to-case basis, propose to the Board for such independent and professional advice to be sought, the cost of which will be borne by the Company.

The Directors also have unrestricted access to the Company's records and information. The Company Secretary and/or his representative(s) administers, attends and prepares minutes of all Board and Board Committees meetings for circulation and approval. The appointment and the removal of the Company Secretary rests with the Board as a whole.

BOARD COMPOSITION AND GUIDANCE

Principle 2: The Board has an appropriate level of independence and diversity of thought and background in its composition to enable it to make decisions in the best interests of the Company.

The Board comprises one (1) Executive Director, two (2) Non-Executive and Independent Directors (including the Board Chairman), and two (2) Non-Executive and Non-Independent Directors, which is summarised in the table below:

Name of Director	Designation	Date of Appointment	Last Date of Re-election
Mr Lai Kuan Loong, Victor	Non-Executive Chairman and Independent Director	13 November 2019	28 April 2022
Mr Khong Chung Lun	Executive Director and CEO	13 November 2019	27 April 2023
Mr Lee Gee Aik	Non-Executive and Non-Independent Director	23 December 2008	27 April 2023
Dato' Sri Mohd Mokhtar Bin Mohd Shariff	Non-Executive and Independent Director	13 November 2019	28 April 2022
Ir. Hj. Syarul Izam Bin Hj. Sarifudin	Non-Executive and Non-Independent Director	1 April 2022	28 April 2022

The Non-Executive Chairman is an Independent Director. As such, it is not necessary for Independent Directors to make up a majority of the Board. As at the date of this Report, two (2) Independent Directors make up one-third of the Board, and there are a total of four (4) Non-Executive Directors making up a majority of the Board.

The Board considers an Independent Director as one who is independent in conduct, character and judgement, and has no relationship with the Company, its related corporations, its substantial shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Directors' independent business judgment of the Company's affairs with a view to the best interests of the Company. The Independent Directors have confirmed that they do not have any relationship with the Company, its related companies, its substantial shareholders or its officers that could interfere, or be reasonably perceived to interfere, with the exercise of the Director's independent business judgment with a view to the best interest of the Company.

The Board has taken into account the assessment of the NC on whether a Director is independent in character and judgment and whether there are relationships or circumstances which are likely to affect or could appear to affect the Director's judgment. In assessing the independence of each Director annually, the NC had examined different relationships identified by the Code, Practice Guidance to the Code and Rule 406(3)(d) of the Catalist Rules that may impair the Directors' independence and objectivity. The NC had reviewed and determined that Dato' Sri Mohd Mokhtar Bin Mohd Shariff and Mr Lai Kuan Loong, Victor are both considered independent as at the date of this Report. There are no Independent Directors who have served beyond nine (9) years since the date of his first appointment as a Director of the Company.

The Non-Executive Directors, led by the Non-Executive and Independent Chairman, meet without the presence of Management as and when necessary, and provide feedback to the Board as appropriate. The Non-Executive Directors have met once in the absence of Management in FY2023. The Company also benefits from Management's ready access to its Directors for guidance and exchange of views at the Board and Board Committee meetings or informal meetings.

The Company has adopted a board diversity policy (the "**Board Diversity Policy**") in the financial year ended 30 June 2020. The primary objective of the existing Board Diversity Policy is to ensure that the Board comprises a balanced composition of skills, experience, knowledge and other aspects of diversity such as gender, age and ethnicity at the Board level in order to provide a range of perspectives, insights and challenge that enable the Board to discharge its duties and responsibilities effectively, support good decision making in view of the core businesses and strategy of the Group, as well as support succession planning and development of the Board. A diverse board enhances decision-making capability, giving diversified views to enhance Board discussions and ensuring that the decisions made by the Board have been considered from all points of view.

The NC is responsible for reviewing and monitoring the Board Diversity Policy, including the targets, plans and timelines and shall report to the Board on such progresses. The NC and the Board regularly review the size and composition of the Board, as well as succession planning, diversity aspects and refreshment of the Board.

The current Board composition provides a diversity of skills, experience, knowledge, cultural and nationality to the Company. The core competencies of the current Board are disclosed as follows:

Core Competencies	Number of Directors	Proportion of Board
Accounting or Finance	2	40%
Business Management	4	80%
Legal or Corporate Governance	2	40%
Relevant industry knowledge experience	2	40%
Strategic Planning experience	5	100%

The Board collectively has professional expertise in accounting and finance, business management, legal, corporate governance, real estate development and strategic planning experience. In addition, the Board also has diversity of age, cultural and nationality; the age profiles of the Board are spread across three age groups of 30 to 39 years, 40 to 49 years and 60 to 69 years old; and three (3) directors who are Malaysians with local knowledge relevant to the Group's principal subsidiary's business and operations. Accordingly, the NC had reviewed the Board composition and is of the view that the current Board size and composition with diverse skills and experiences is appropriate, having taken into consideration the scope and nature of the operations of the Group and the Board's contribution to the Group.

In accordance with the objective of the Board Diversity Policy, the NC targets to periodically review and consider the size and composition of the Board (including, but not limited to, gender, age and ethnicity diversity of the Board) for its Board renewal process to ensure that the Board has the appropriate mix of core skills, knowledge, experience and relevant aspects of diversity, which commensurate with the nature, size and complexity of the Group's business, its operating environment and its current and future targets and focus.

Although the Board does not currently have a female director, the Board and the NC recognise gender as one of the important aspects of diversity and will ensure that female candidate(s) are included for consideration when identifying suitable candidates for the Board renewal process or as and when a vacancy arises. The Board will work towards having female directors on the Board, if the opportunity arises.

The Board is of the view that, while it is important to promote boardroom diversity in terms of gender, age and ethnicity, the normal selection criteria based on an effective blend of competencies, skills, extensive experience and knowledge to strengthen the Board remain a priority.

Nonetheless, having considered the current scale and nature of the operations of the Group, the Board and the NC are of the view that the current members of the Board, collectively as a group, provide an appropriate mix and balance of diversity of skills, independence, knowledge and experience which allow for effective direction for the Group. Accordingly, the Board is of the view that the diversity embodied in the current Board composition avoids groupthink, foster constructive debate and facilitate effective decision-making in the best interests of the Group, and consistent with the objective of the Board Diversity Policy and intent of the Code.

To meet the dynamic challenges in the industry which the Group operates in, the NC will periodically review the Board Diversity Policy, and will recommend revision to the Board Diversity Policy (where appropriate), to ensure its effectiveness, which include considering factors such as the expertise, skills and perspectives which the Board needs against the existing competencies to ensure that the Board dynamics remain optimal.

Independent and/or Non-Executive Directors constructively challenge and help develop proposals on strategy and review the performance of Management in meeting the goals and objectives, monitor the reporting of the Company's performance, and meet privately without the presence of the Executive Director and Management as and when necessary. Key information of the Directors is set out on pages 24 to 26 of this Annual Report.

CHAIRMAN AND CHIEF EXECUTIVE OFFICER

Principle 3: There is a clear division of responsibilities between the leadership of the Board and Management, and no one individual has unfettered powers of decision-making.

There is a clear division of responsibilities between the leadership of the Board and the executives responsible for managing the Company's business. Mr Lai Kuan Loong, Victor is the Non-Executive Chairman and Independent Director of the Company, and Mr Khong Chung Lun is the Executive Director and CEO of the Company. The Chairman and CEO of the Group are separate persons and are not related. The Board has established and set out in writing the division of the roles and responsibilities between the Non-Executive and Independent Chairman and the CEO to ensure an appropriate balance of power and authority, increased accountability and greater capacity of the Board for independent decision making, thus no individual represents a considerable concentration of power.

The CEO is responsible for charting and reviewing corporate directions and strategies, which cover areas of marketing, strategic alliances as well as the day-to-day operations, and providing the Company and/or the Group with strong leadership and vision while the Non-Executive and Independent Chairman is responsible for providing leadership to the Board and for enhancing the effectiveness of the Board, Board Committees and individual Directors.

In addition, the Non-Executive and Independent Chairman ensures that Board meetings are held as and when necessary, sets the meeting agenda and ensures that adequate time is available for discussion of all agenda items, in particular, strategic issues. He also ensures that any information and materials to be discussed at Board meetings are circulated on a timely basis to Directors so as to enable them to be updated and prepared, thereby enhancing the effectiveness of the Non-Executive Directors and the Board as a whole. He engages and promotes constructive engagement and open interaction as well as effective contribution among the Directors and engages with Management regularly. The Non-Executive and Independent Chairman assumes the lead role in promoting high standards of corporate governance and ensures the effective communication with shareholders. He is available to shareholders where they have concerns, and for which contact through the normal channels of communication with Management are inappropriate or inadequate. Shareholders may reach out to the Non-Executive and Independent Chairman via mail to the Company's registered office address at 133 Cecil Street, #14-01 Keck Seng Tower, Singapore 069535, and addressing the mail to the Non-Executive and Independent Chairman.

As the Non-Executive and Independent Chairman is not part of the management and is independent, no lead independent director has been appointed.

BOARD MEMBERSHIP

Principle 4: The Board has a formal and transparent process for the appointment and reappointment of directors, taking into account the need for progressive renewal of the Board.

Nominating Committee

As at the date of this Report, the NC of the Company comprises three (3) directors, the majority of whom, including the NC Chairman, are Independent Directors. The members of the NC are:

- Dato' Sri Mohd Mokhtar Bin Mohd Shariff, Non-Executive and Independent Director (Chairman)
- Mr Lai Kuan Loong, Victor, Non-Executive Chairman and Independent Director
- Ir. Hj. Syarul Izam Bin Hj. Sarifudin, Non-Executive and Non-Independent Director

The NC is guided by its terms of reference, including but not limited to the key responsibilities as follows:

(i) to review the appointment and re-appointment of Directors (including alternate directors, if any);

(ii) to regularly review the Board structure, size, composition, diversity and skills of the Board and make recommendations to the Board with regards to any adjustments that are deemed necessary;

(iii) to review the succession plans for Directors, in particular, the appointment and/or replacement of the Chairman, the CEO and key management personnel;

(iv) to review the process and criteria for evaluation of the performance of the Board, its Board Committees and Directors;

(v) to review the training and professional development programs for the Board and its Directors and ensures that all new members of the Board undergo an appropriate orientation programme;

(vi) to determine, on an annual basis, and as and when circumstances require, if a Director is independent;

(vii) to recommend Directors who are retiring by rotation or are newly appointed to be put forward for re-election;

(viii) to ensure that new directors are aware of their duties and obligations;

(ix) to review and determine whether the Director is able to and has been adequately carrying out his duties as a Director, taking into consideration, *inter alia,* the Director's number of listed company board representations and other principal commitments; and

(x) such other duties or functions as may be delegated by the Board or required by regulatory authorities.

The NC would evaluate the needs of the Board to determine the relevant competencies required. The Company has in place a search and nomination process for the appointment of new Directors. Potential candidates are primarily sourced from the Board's and Management's network of contacts and are identified based on the needs and the relevant expertise required by the Company. The Company may appoint professional search firms and recruitment consultants to assist in the selection and evaluation process if the appointment requires a specific skill set or industry specialisation. The NC, having assessed each candidate based on the essential and desirable competencies for a particular appointment, will nominate the most suitable candidate for appointment to the Board.

The Company does not have any alternate Directors. Alternate Directors may be appointed in exceptional circumstances.

The NC assesses each Director's competencies, commitment, contribution and performance, as well as independence on an annual basis or when necessary to decide whether a Director is able to, and has been adequately carrying out his duties as a Director.

The NC has adopted internal guidelines to address competing time commitments of Directors who serve on multiple boards by setting a maximum number of listed company board representations of not more than six (6). Please refer to pages 24 to 26 of the Annual Report for the listed company directorships and other principal commitments of the Directors. Having assessed the capacity of the Directors based on factors such as the expected and/or competing time commitments of Directors, the size and composition of the Board and the nature and scope of the Group's operations and size, the Board is of the view that this number would allow Directors to have increased exposure to different Boards and broaden their experience and knowledge in relation to Board matters, hence ultimately benefitting the Company.

The NC will review whether a Director is able to and has adequately carried out his duties as a director of the Company from time to time, in particular, where a Director has multiple board representations and/or other principal commitments. Although some of the Board members have multiple board representations and hold other principal commitments, the NC, having reviewed each Director's other listed company directorships and/or principal commitments, where applicable, as well as each Director's attendance and contributions to the Board, is satisfied that sufficient time and attention was given by the Directors to the Company to discharge their responsibilities for the financial period in review. Holistically, the contributions by the Directors during the meetings and attendance at such meetings should also be taken into consideration. The Board further notes that none of the Directors hold six (6) or more listed company directorships.

All Directors are subjected to the Regulation in the Constitution whereby one-third of the Directors are required to retire by rotation and be nominated for re-election by the shareholders at the annual general meeting (the "**AGM**"). Pursuant to Rule 720(4) of the Catalist Rules, the Directors are to submit themselves for re-nomination and re-election at least once every three (3) years. In addition, any Director appointed during the year, shall hold office until the next AGM.

In considering the nomination, the NC will take into account the composition of the Board, and the competency, performance and contribution of the Directors with reference to their attendance, preparedness and participation in the Board and Board Committees as well as the time and effort accorded to the Company's business and affairs. Subject to the NC's satisfactory assessment, the NC would recommend and propose re-appointment of the director to the Board for its consideration and approval. To ensure the independence of the Director's appointment, re-nomination and retirement, each member of the NC abstains from voting on any resolution and making any recommendations and/or participating in respect of matters of which he has an interest in.

As disclosed under Principle 2, none of the Independent Directors has any relationship with the Company, its related corporations, its substantial shareholders or its officers, if any, which may affect their independence to the Board.

The NC had recommended to the Board that Dato' Sri Mohd Mokhtar Bin Mohd Shariff and Ir. Hj. Syarul Izam Bin Hj. Sarifudin be nominated for re-election at the forthcoming AGM. Both of them have given their consent to continue in office. Dato' Sri Mohd Mokhtar Bin Mohd Shariff will, upon re-election as a Director of the Company, remain as a Non-Executive Independent Director of the Company, a member of the AC and Chairman of the NC and RC. Ir. Hj. Syarul Izam Bin Hj. Sarifudin will, upon re-election as a Director of the Company, remain as a Non-Executive and Non-Independent Director of the Company and a member of the NC. The Board considers Dato' Sri Mohd Mokhtar Bin Mohd Shariff to be independent for the purpose of Rule 704(7) of the Catalist Rules.

In making the above recommendations, the NC had considered the Directors' overall contribution performance, and competencies. The respective Director has abstained from making any recommendation and/or participating in any deliberation of the NC in respect of the assessment of his re-election as a Director.

Pursuant to Rule 720(5) of the Catalist Rules, the information relating to the Directors seeking re-appointment (as set out in Appendix 7F to the Catalist Rules) can be found on pages 94 to 101 of this Annual Report.

A record of the NC members' attendance at the NC meetings during FY2023 is set out on page 70 of this Annual Report.

BOARD PERFORMANCE

Principle 5: The Board undertakes a formal annual assessment of its effectiveness as a whole, and that of each of its board committees and individual directors.

The Board and NC strive to ensure that the Directors on the Board possess the experience, knowledge and skills critical to the Company's business so as to enable the Board to make sound and well-considered strategic decisions. The NC assesses the independence of each Director according to the guidance given under the Code and the Catalist Rules. The NC also reviews the Directors' attendance, preparedness, participation and candour in the meetings.

The performance evaluation was conducted for the Board as a whole, each of the Board Committees (namely the AC, NC and RC) and individual Director in FY2023 for assessing the contribution by the Chairman and each of the Board Committees' members to the effectiveness of the Board. This evaluation exercise reviews the effectiveness of the Board as a whole and of its Board Committees and provides an opportunity to obtain constructive feedback from each Director and Board Committee member on whether procedures and processes had allowed him to discharge his duties effectively. They were also encouraged to propose changes which may be made to enhance the effectiveness of the Board and Board Committees.

In evaluating the Board's and its Board Committees' performance, the NC considers a set of quantitative and qualitative performance criteria that has been approved by the Board. The performance criteria for the Board's evaluation includes:

(i) Board size and composition (balance of skills, experience, independence and knowledge of the Company);

(ii) Board information;

(iii) Board process and accountability;

(iv) Board committee performance in relation to discharging their responsibilities set out in the respective terms of reference; and

(v) Standards of conduct.

The NC has assessed the performance of the Board as a whole and the Board Committees based on the above quantitative and qualitative performance criteria approved by the Board.

The individual Director's performance criterions were assessed by the NC during the annual Board performance evaluation, and approved by the Board:

(i) interactive skills;

(ii) knowledge including professional expertise, specialist or functional contribution and regional expertise;

(iii) duties including attendance at meetings, meeting preparation, participation and performance of specific assignments; and

(iv) conduct including maintenance of independence, disclosure of related party transactions and compliance with Company policies.

The performance evaluation for FY2023 was conducted by having all Directors complete a questionnaire, which included questions on the Board and Board Committees' composition and effectiveness as well as process and contribution, timeliness of Board information and accountability. The Company Secretary collated and submitted the questionnaire results to the NC Chairman. The NC discussed the results of the performance evaluation and tabled the appropriate improvements to be taken up with the Chairman of the Board and of each Board Committee. No external facilitator had been engaged by the Board for this purpose in FY2023. The assessment criteria for FY2023 was considered adequate for the aforementioned measures.

The NC is of the view that the performance of the Board as a whole, the Board Committees and individual Director were satisfactory and had met the respective performance objectives as set out for FY2023. The NC has reviewed from time-to-time commitments and efforts contributed by each of the Directors to the affairs of the Company through their participation and contributions at the Board and Board Committee meetings.

REMUNERATION MATTERS

PROCEDURES FOR DEVELOPING REMUNERATION POLICIES

Principle 6: The Board has a formal and transparent procedure for developing policies on director and executive remuneration, and for fixing the remuneration packages of individual directors and key management personnel. No director is involved in deciding his or her own remuneration.

Remuneration Committee

As at the date of this report, the RC of the Company comprises three (3) members who are all Non-Executive Directors, and the majority of whom, including the RC Chairman, are Independent Directors:

- Dato' Sri Mohd Mokhtar Bin Mohd Shariff, Non-Executive and Independent Director (Chairman)

- Mr Lai Kuan Loong, Victor, Non-Executive Chairman and Independent Director

- Mr Lee Gee Aik, Non-Executive and Non-Independent Director

The RC is guided by its terms of reference, including but not limited to the key responsibilities as follows:

(i) review and recommend a framework of remuneration for the Board members and key management personnel;

(ii) review and recommend the specific remuneration package and terms of employment for each Director as well as key management personnel of the Group;

(iii) recommend to the Board, the executives' and employees' share option schemes or any long-term incentive schemes which may be set up from time to time and does all acts necessary in connection therewith;

(iv) review the level of remuneration that is appropriate to attract, retain and motivate the Directors and key management personnel; and

(v) review and recommend Directors' fees and relevant remuneration packages for Non-Executive and Independent Directors, which are subject to shareholders' approval at the AGM.

The RC is tasked to provide a formal, transparent and objective procedure for developing and fixing the remuneration policies and packages, and the RC considers all aspects of remuneration (including Director's fees, salaries, allowances, bonuses, options, share-based incentives and awards, benefits in kind and termination payments) in the review of remuneration packages for the Directors and key management personnel with an aim to be fair and to avoid rewarding unsatisfactory performance, before making any recommendation to the Board.

The Board is ultimately accountable for all remuneration decisions.

The RC considers the compensation commitments of each Director, if any. This would entail, in the event of early termination, the review of the service contract, if any, with a view to be fair and not overly generous.

The RC has access to professional advice regarding compensation matters, if required. No remuneration experts have been appointed to advise on remuneration matters for FY2023.

Each RC member will abstain from participating in the deliberations of and voting on any resolution in respect of his remuneration package or that of employees related to him. No Director is involved in deciding his own remuneration.

A record of the RC members' attendance at the RC meetings during FY2023 is set out on page 70 of this Annual Report.

LEVEL AND MIX OF REMUNERATION

Principle 7: The level and structure of remuneration of the Board and key management personnel are appropriate and proportionate to the sustained performance and value creation of the company, taking into account the strategic objectives of the Company.

The RC makes recommendations on an appropriate framework of remuneration, taking into account employment conditions within the industry and the Company's performance to ensure that the package is competitive and sufficient to attract, retain and motivate the Executive Directors and key management personnel, if any, so as to align their interests with those of shareholders and promote long-term success of the Company. The remuneration of Executive Directors and key management personnel are in accordance with the service agreements which comprise a basic salary component and a variable component (which is the annual bonus).

In addition, the Company has in place performance-related remuneration review system in respect of the Executive Director(s) and key management personnel which are determined based on the performance of the ongoing operations and corporate actions of the Company and/or Group and individual performance. Individual performance will be reviewed based on three (3) broad dimensions, including the performance-based indicator (capabilities and performances of the individual), quality-based indicator (superior's comment) and 360-degree assessment (reviews from other colleagues).

The RC has reviewed and is satisfied that for FY2023, the remuneration received by the Executive Director and CEO, and key management personnel commensurate their contribution, efforts, responsibilities and achievements. The RC has also reviewed and is satisfied that the overall performance conditions were met for FY2023.

The Company currently does not have any contractual provisions allowing the Company to reclaim incentive components of remuneration from Executive Director(s) and key management personnel in exceptional cases of wrong doings. The Board is of the view that as the Group pays bonus based on the performance of the Group/ Company (and not on possible future results) and the results that have been delivered by its Executive Director(s) and key management personnel, "clawback" provisions in the service agreements may not be relevant or appropriate.

In setting remuneration packages of Independent and/or Non-Executive Directors, effort and time spent as well as responsibilities of the Independent and/or Non-Executive Directors are taken into account to ensure that remunerations are appropriate to their level of contributions. No Director decides his own remuneration. Directors' fees are recommended by the RC and are submitted for endorsement by the Board. Directors' fees to be paid to Independent and/or Non-Executive Directors are subject to the approval of shareholders at the AGM.

DISCLOSURE ON REMUNERATION

Principle 8: The Company is transparent on its remuneration policies, level and mix of remuneration, the procedure for setting remuneration, and the relationships between remuneration, performance and value creation.

(A) Remuneration of Directors

The following table sets out the breakdown of each Director's remuneration paid by the Company and its subsidiaries for FY2023:

Name of Director	Breakdown (in terms of percentage)					Total (in dollars) S$
	Base/ Fixed Salary %	Directors' fee %	Fees from Subsidiaries %	Variable or Performance Related Income/Bonus %	Benefits in Kind %	
Mr Lai Kuan Loong, Victor	–	100	–	–	–	69,258
Mr Khong Chung Lun	99	–	–	1	–	178,976
Mr Lee Gee Aik	–	100	–	–	–	41,484
Dato' Sri Mohd Mokhtar Bin Mohd Shariff	–	100	–	–	–	45,258
Ir. Hj. Syarul Izam Bin Hj. Sarifudin	–	100	–	–	–	24,000

The Group links its remuneration policy to the achievement of key performance indicators. Key performance indicators of the Group are aimed towards financial performance and individual performance; these include project management capabilities and profitability of various projects across the Group's business. The remuneration of Executive Directors and key management personnel are also in accordance with their service agreements, and increment and performance bonus are proposed based on the Group's performance review system and individual performance. Independent Directors and/or Non-Executive Directors are paid only directors' fee, subject to the approval of Shareholders at the AGM. The directors' fees paid to each Independent Directors and/or Non-Executive Directors comprise a basic fee with additional fees for the serving on the respective Board Committees.

(B) Remuneration of Key Management Personnel

A breakdown showing the level and mix of each key management personnel's remuneration for FY2023 is as follows:

Name of key management personnel	Designation	Base/Fixed Salary %	Variable or Performance Related Income/Bonus %	Total %
Below S$250,000				
Ms Ang Siew Peng[(1)]	Chief Financial Officer (“**CFO**”)	99	1	100

Notes:

(1) Ms Ang Siew Peng was promoted from Financial Controller to Chief Financial Officer of the Company with effect from 1 February 2024.

During FY2023, the Company had one (1) key management personnel in the Group.

The Board, taking into consideration the current competitive business environment, including the keen competition for skilled personnel, particularly managers (or above), post Covid-19 pandemic, has decided not to disclose the amount of the remuneration of the Company's key management personnel. The Company is currently of the view that providing full details of the remuneration of its key management personnel is not of the best interests of the Company and may adversely affect talent attraction and retention. The Company has, however, disclosed the exact remuneration details of its Directors.

Despite its deviation from Provision 8.1(b) of the Code, the Board is of the view that the Company has provided a high level of transparency on remuneration matters, as information on its remuneration policies, level and mix of remuneration, the procedure for setting remuneration and the relationships between remuneration, performance and value creation had been disclosed in detail in the preceding paragraphs. Accordingly, the Board is of the view that the non-disclosure of the exact quantum of the remuneration paid to its key management personnel will not be prejudicial to the interest of shareholders and is in line with the intent of Principle 8 of the Code and that the presentation of remuneration bands no wider than S$250,000, together with disclosure of the breakdown of the level and mix of remuneration in the tables above, is sufficient to enable Shareholders to understand Company's remuneration policies in relation to its key management personnel.

(C) Remuneration of Immediate Family Member of Directors or the Chief Executive Officer or Substantial Shareholder of the Company

For FY2023, there was no employee who is a substantial shareholder of the Company or is an immediate family member of the Directors, the CEO or substantial shareholder of the Company and whose remuneration exceeded S$100,000.

There is no termination, retirement and post-employment benefits that may be granted to the Directors, CEO or the key management personnel.

The Company does not have any long-term incentive scheme or share option scheme in place, and the RC and the Board may consider incentive schemes for the Group in the near future.

ACCOUNTABILITY AND AUDIT

Principle 9: The Board is responsible for the governance of risk and ensures that Management maintains a sound system of risk management and internal controls, to safeguard the interests of the Company and its shareholders.

Risk Management and Internal Controls

The Board recognises the importance of maintaining a sound system of risk management and internal controls to safeguard shareholders' interests and the assets of the Group and determines the nature and extent of the significant risks which the Board is willing to take in achieving its strategic objectives.

The Board acknowledges that no cost effective risk management and internal control system will preclude all errors and irregularities. Any system of internal controls is designed to mitigate rather than eliminate risk of failure to achieve business objectives and can only provide reasonable and not absolute assurance against material misstatement or loss, occurrence of errors, poor judgement in decision making, fraud or other irregularities. The Board reviews all significant control policies and procedures and highlights all significant matters to Management, and ensures that the Management maintains a sound system of risk management and internal controls. If appropriate, the Board will consider setting up a board risk committee to address the aforementioned.

The Board and the AC have reviewed the adequacy and effectiveness of the risk management systems and the Group's internal controls addressing its financial, operational, compliance and information technology risk as and when appropriate and at least annually, based on reports from external auditors, internal auditors and the Group's Corporate Planning & Communications department. Any significant internal control weaknesses and non-compliance that are highlighted during the audit together with recommendations by the external auditors and internal auditors are reported to the AC. The AC will follow up and review the actions taken by Management to address the weaknesses highlighted, based on the recommendations made by the external auditors and internal auditors.

For FY2023, the Board had received written assurances from the CEO and the CFO that:

(i) the financial records have been properly maintained and the financial statements give a true and fair view of the Company's operations and finances; and

(ii) the Company's risk management and internal control systems were adequate and effective.

Based on the internal controls framework established, reviews carried out by Management and the AC, work performed by the internal auditors and external auditors, and the assurance from Management, the Board opines, with the concurrence of the AC, that the Company's internal controls (including financial, operational, compliance, information technology) and risk management systems were adequate and effective for FY2023.

AUDIT COMMITTEE

Principle 10: The Board has an Audit Committee ("AC") which discharges its duties objectively.

The AC was established with written terms of reference, setting out the role and authority delegated to it by the Board.

As at the date of this Report, the AC of the Company comprises three (3) members who are all Non-Executive Directors, and the majority of whom, including the AC Chairman, are Independent Directors:

- Mr Lai Kuan Loong, Victor, Non-Executive Chairman and Independent Director (Chairman)

- Mr Lee Gee Aik, Non-Executive and Non-Independent Director

- Dato' Sri Mohd Mokhtar Bin Mohd Shariff, Non-Executive and Independent Director

None of the AC members were former partners or directors of the Company's external auditing firm or auditing corporation: (a) within a period of two (2) years commencing on the date of their ceasing to be a partner of the auditing firm or director of the auditing corporation; and in any case (b) for as long as they have any financial interest in the auditing firm or auditing corporation.

The Board is of the view that the AC members are appropriately qualified to discharge their responsibilities, taking into consideration that at least two (2) of the AC members, including the AC Chairman, have several years of experience in accounting and relevant financial management expertise and experience.

The Board recognises the importance of good corporate governance and the offering of a high standard of accountability to the shareholders. The AC is authorised by the Board to investigate all matters within its term of reference. The AC has full access to, and the co-operation of Management, as well as full discretion to invite any Director and key management personnel to attend its meetings, and is provided with reasonable resources for it to discharge its functions properly.

The AC carries out its duties in accordance with the written terms of reference of the AC, which includes but not limited to the key responsibilities as follows:

(i) review the significant financial reporting issues and judgements so as to ensure the integrity of the financial statements of the Company and any announcements relating to the Company's financial performance;

(ii) review with the internal auditors at least annually, their audit plan and reports, the adequacy of the internal audit procedures and their evaluation of the adequacy and effectiveness of the overall internal control systems, including financial, operational, compliance and informational technology controls and risk management systems;

(iii) review and report to the Board at least annually the adequacy and effectiveness of the Group's internal controls, which addresses the Group's financial, operational, compliance and information technology risks and risk management systems, and any other matters requiring the Board's attention;

(iv) evaluate the Group's system of internal controls with the internal auditors and assess the effectiveness and adequacy of internal accounting and financial control procedures;

(v) review the Company's policy and arrangements for concerns about possible improprieties in financial reporting or other matters to be safely raised, independently investigated, and appropriately followed up on, and ensure that the Company publicly discloses, and clearly communicates to employees, the existence of a whistleblowing policy and procedures for raising such concerns;

(vi) conduct annual reviews of the cost effectiveness of the audit, the independence and objectivity of the external auditors, including the volume of non-audit services provided by the external auditors, to satisfy itself that the nature and extent of such services will not prejudice the independence and objectivity of the external auditors before recommending their re-appointment to the Board;

(vii) review the adequacy, effectiveness, independence, scope and results of the external audit and the Company's internal audit function;

(viii) make recommendations to the Board on (a) proposals to shareholders on the appointment, re-appointment, resignation and removal of the external auditors, and (b) the remuneration and terms of engagement of the external auditors;

(ix) receive and review the assurance from the CEO and Financial Controller/Chief Financial Officer on the financial records and financial statements;

(x) review interested person transactions and to report its findings to the Board; and

(xi) review the quarterly/half-yearly (where applicable) and full year financial statements of the Company and the Group prior to submission to the Board for approval and the dissemination of the results announcements to shareholders and SGX-ST, including advising the Board if changes are needed to improve the quality of future interim financial statements or financial updates.

The AC met with the internal auditors and external auditors without the presence of Management in respect of FY2023 audit to review matters that might be raised privately and also review the independence of the external auditor, annually. The AC has also reviewed the assistance given by the Management to the external and internal auditors.

In the review of the financial statements for FY2023, the AC had discussed with Management and the external auditors on the accounting principles that were applied and its judgement of items that might affect the integrity of the financial statements, and had deliberated the key audit matters ("**KAMs**") presented by the external auditors, including (i) valuation of development properties, (ii) assessment of impairment of investment in subsidiaries, and (iii) going concern assessment. The AC had reviewed the KAMs and concurred with the external auditors and Management on their assessment, judgements and estimates on the significant matters reported by the external auditors as set out under the Independent Auditors' Report on pages 106 to 108 of this Annual Report.

During FY2023, the AC reviewed the half-yearly and full-year financial statements prior to submission to the Board for approval; the annual audit plan of the external auditor and the internal auditors and the results of the audit performed by them; interested person transactions; effectiveness and adequacy of the Company's risk management and internal controls systems; audit and non-audit services rendered by the external auditors and the re-appointment of external auditors and their remuneration.

The AC members had been briefed by the external auditors, Mazars LLP, on any changes to accounting standards and issues which have a direct impact on financial statements as part of their audit. A record of the AC members' attendance at the AC meetings during FY2023 is set out on page 70 of this Annual Report.

External Audit

The Company had engaged Mazars LLP, an audit firm registered with the Accounting and Corporate Regulatory Authority ("**ACRA**"), as the external auditors of the Company and Mazars PLT Malaysia was appointed as the auditor of the Company's subsidiaries based in Malaysia. Having regard to the adequacy of the resources and experience of the auditing firm and the audit engagement partner assigned to the audit, the firm's other audit engagements, the size and complexity of the Group being audited, and the number and experience of supervisory and professional staff assigned to the particular audit, the Board and the AC are of the opinion that a suitable auditing firm has been appointed to meet the Group's auditing obligations. The Company is in compliance with Rules 712 and 715 of the Catalist Rules.

The AC has reviewed the fees for the non-audit services provided to the Company by the external auditors. The aggregate amount of fees paid by the Company to the external auditors, Mazars LLP amounted to S$104,000 for audit services. The non-audit services rendered by Mazars LLP for the Group in FY2023 amounted to S$18,000, representing approximately 15% of the total fees paid to the external auditors for FY2023. The non-audit fee was for the services rendered by Mazars LLP on the examination of cash flow forecast of the Group for the period from 1 July 2023 to 31 December 2024 in accordance with Singapore Standard on Assurance Engagements 3400, The Examination of Prospective Financial Information for the purpose of the Company's trading resumption proposal to the SGX-ST.

The AC has reviewed the independence and objectivity of Mazars LLP in FY2023 and is satisfied that Mazars LLP has demonstrated appropriate qualifications and expertise and is also independent of the Company. Having reviewed the non-audit services provided by Mazars LLP, the AC is satisfied that the nature and extent of such services would not affect the independence and objectivity of the external auditors.

The AC is also satisfied with the adequacy of the scope and quality of the external audits being conducted by Mazars LLP. The AC recommended the re-appointment of Mazars LLP as the external auditors for the ensuing financial year, taking into consideration the Audit Quality Indicators Disclosure Framework published by the ACRA. The Board accepted this recommendation and has proposed a resolution to shareholders for the re-appointment of Mazars LLP of the Company at the forthcoming AGM.

Internal Audit

The AC is responsible for the appointment, removal, evaluation and compensation of the accounting or auditing firm or corporation that the internal audit function of the Company is outsourced to. The AC is also responsible to review and monitor the internal audit function/external service providers engaged to ensure timely completion of the internal audit plan, and implementation and effectiveness of any corrective action plans proposed by the internal audit function/external service providers.

The Group's has outsourced its internal audit function in FY2023 to Deloitte Business Advisory Sdn Bhd (the "**Internal Auditor**"), an independent internal audit service provider who reports directly to the AC on audit matters. The Internal Auditor has a staff strength from diverse backgrounds and qualifications. The internal audit team is headed by its executive director who has vast experience in the areas of financial and operational audits, to provide independent assurance and consulting activities, which serve to assist the Company in achieving its objectives. The services are performed in accordance with the Standards for the Professional Practice of Internal Auditing issued by The Institute of Internal Auditors (the "**IIA Standards**").

The engagement with the Internal Auditor is free from any relationship or conflict of interest, which could potentially impair the objectivity and independence. The areas reviewed by the Internal Auditor during the financial year ended 31 December 2023 are as follows:

(i) Financial Preparation and Reporting

(ii) Human Resources and Payroll Management

(iii) Sales, Marketing and Project Launching

(iv) Interested Party Transactions and General Mandate(s)

The AC reviews and approves the annual internal audit plans and resources to ensure that the internal auditor has adequate resources to perform its function. The AC approves the hiring, removal and evaluation of the internal auditors. Internal audit reports are also given to the external auditors to ensure efficient use of resources and to avoid duplication of efforts.

The Internal Auditor has unfettered access to all the Group's documents, records, properties and personnel, including access to AC, and has appropriate standing within the Company, to effectively discharge its responsibilities.

The Internal Auditor had, during the course of their audit, performed tests over the operating effectiveness of certain controls and made some observations on internal controls and had proposed recommendations to assist Management in enhancing existing controls, reducing risks and improving operational efficiency and effectiveness in the areas reviewed. Action plans to address these observations and findings have also been put in place. Follow-up audits were performed by the Internal Auditor to ensure that the Management action plans recommended by the Internal Auditor for any audit observations are rectified in a timely manner. The Management will work with the Internal Auditor to ensure that the proposed recommendations for FY2023 are completed to further enhance the Company's existing controls.

The AC also meets to review, discuss and direct actions on matters pertaining to the internal audit report. The outcomes are then forwarded to the operational management for attention and necessary actions. The AC has reviewed the scope and findings of the internal audit performed by the internal auditors during FY2023 and the Management's responses thereto, and noted that there were no outstanding material internal control weaknesses that were identified by the internal auditors in their course of audit for FY2023. The Management is committed to and has taken steps to implement any recommendations by the internal auditors for FY2023, based on its level of priority. In addition to the review of the Group's internal controls, the AC will continue to engage the internal auditors to conduct a follow-up review of any internal audit findings and update the AC and the Board on the implementation status.

The AC assesses the adequacy and effectiveness of the internal audit function annually. The AC is satisfied that the internal audit function is independent, effective, adequately qualified (given, *inter alia*, its adherence to standards set by internationally recognised professional bodies) and adequately resourced.

Pursuant to Rule 711B(3) of the Catalist Rules, the Company's sustainability reporting process has been subjected to internal review.

Whistle-Blowing Policy

The Company is committed to a high standard of ethical conduct and adopts a zero tolerance approach to fraud. The Company undertakes to investigate complaints of suspected fraud in an objective manner, and has put in place a whistle-blowing policy which provides employees and any other person with well-defined and accessible channels, including direct access to the Chairman of the AC or the Company Secretary, to raise concerns about possible irregularities in matters of financial reporting or other matters in confidence relating to any misconduct or wrongdoing relating to the issuer and its officers (the "**Whistle-Blowing Policy**"). The Whistle-Blowing Policy defines the processes clearly to ensure independent investigation of such matters and permits whistle blowers to report directly via the following:-

(i) by email to *whistleblowing@astaka.com.my*; and

(ii) by surface mail for the attention of the Chairman of AC or the Company Secretary at 133 Cecil Street, #14-01 Keck Seng Tower, Singapore 069535.

The Whistle-Blowing Policy aims to encourage the reporting of such matters in good faith. The person who has reported a suspicion of fraudulent activities or malpractices in good faith (the "**Whistle-Blower**") and in compliance with the provisions of the Whistle-Blowing Policy shall not be prejudiced in his position in any way as a result of such reporting, and the identity of the Whistle-Blower will be kept confidential. The Whistle-Blower who has, not himself or herself, engaged in serious misconduct or illegal conduct shall be protected from any forms of harassment, retaliation, and in the case of an employee of the Group, any adverse employment or career advancement consequence or discrimination, including but not limited to demotion, dismissal or reduction of compensation or privileges of employment.

The AC is in charge of overseeing and monitoring the whistle-blowing function and handling of matters being reported through the whistle-blowing system, including ensuring that any investigation and follow-up procedures are taken, if any. The AC reports to the Board on such matters at the Board meetings, or as and when necessary. Should the AC receive reports relating to serious offences and/or criminal activities in the Group, the AC and the Board have access to the appropriate external advice where necessary.

SHAREHOLDER RIGHTS AND ENGAGEMENT

SHAREHOLDER RIGHTS AND CONDUCT OF GENERAL MEETING

Principle 11: The Company treats all shareholders fairly and equitably in order to enable them to exercise shareholders' rights and have the opportunity to communicate their views on matters affecting the Company. The Company gives shareholders a balanced and understandable assessment of its performance, position and prospects.

The Company recognises the importance of treating all shareholders fairly and equitably, as well as the responsibility to facilitate the exercise of shareholders' rights, and have the opportunity to communicate their views on matters affecting the Company. All registered shareholders are given the opportunity to participate effectively in and vote at general meetings. Shareholders are informed of shareholders' meetings through notices published via SGXNet, daily press, and the Company's corporate website prior to the meetings with the details of the agenda of the general meetings.

The Company adopts an open and non-discriminatory communication program to promote regular, effective and fair communication with shareholders, for the shareholders to stay informed of the Group's performance, position and prospects. Shareholders are encouraged to attend and participate at the general meetings to ensure a greater level of shareholders' participation. Shareholders are informed of the rules, including voting procedures that govern the general meetings to enable them to participate effectively in and vote at the general meetings. If any shareholders are unable to physically attend the general meetings of the Company, he/she is allowed to appoint up to two (2) proxies to vote on his/her behalf at the general meetings through proxy forms submitted in advance. As authentication of shareholder identity information and other related security issues remain a concern, the Company, for the time being, has not amended its Constitution to allow absentia voting at general meetings and such absentia voting will only be possible following careful study to ensure that the integrity of the information and authentication of the identity of shareholders through the web is not compromised.

The Company's forthcoming AGM in respect of FY2023 will be held physically at Raffles Marina, 10 Tuas West Drive, Singapore 638404 on 26 April 2024. Shareholders will be able to raise questions and vote in person at the AGM. There will be no option for shareholders to participate virtually. Arrangements relating to the mode of publication of notice of AGM, Annual Report and proxy form, attendance at the AGM, submission of questions in advance of, or at, the AGM, addressing of substantial and relevant questions in advance of and/or at the AGM and voting at the AGM by shareholders or their duly appointed prox(ies), are set out in the Notice of AGM on pages 191 to 195 of this Annual Report.

All Directors and the key management personnel shall attend the general meetings, unless in cases of exigencies, and shareholders are given opportunities to ask the Board and Management questions regarding the operations of the Group and in relation to the meeting agenda prior to the respective meetings, and the Company is to answer any relevant questions prior or during the general meetings. All Directors attending the general meetings are to answer any questions relating to the work of their respective Committees. The external auditors are also present to address shareholders' queries about the conduct of audit and the preparation and content of the auditors' report. All directors, key management personnel and external auditors attended the last AGM of the Company held for FY2022.

At the AGM or other general meetings, separate resolutions will be set out as distinct issues for approval by shareholders. All resolutions tabled at general meetings are put to vote by poll, and their detailed results will be announced via SGXNet after the conclusion of the general meetings. Where the resolutions are "bundled", the Company will explain the reasons and material implications in the notice of meeting.

The Company prepares minutes of general meetings which includes key comments and queries from shareholders relating to the agenda of the general meetings, and responses from the Board and Management. The Company's minutes of general meeting(s) will be published in the SGXNet and Company's corporate website within one (1) month of the general meeting.

Dividend Policy

The Company does not have a fixed dividend policy. The Board will consider various factors, such as the Company's and/or the Group's earnings, general financial position, capital expenditure requirements, cash flow, general business environment, development plans and other factors that may be deemed appropriate, to determine whether dividends would be paid for the financial year. The Board has not declared or recommended any dividend for FY2023, as the Group intends to conserve cash as working capital for the Company, to repay existing creditors and to fund the project pipelines of the Group.

ENGAGEMENT WITH SHAREHOLDERS

Principle 12: The Company communicates regularly with its shareholders and facilitates the participation of shareholders during general meetings and other dialogues to allow shareholders to communicate their views on various matters affecting the Company.

The Company is committed to keeping shareholders apprised of the Company's performance and prospects. In line with its continuous disclosure obligations pursuant to the Catalist Rules, the Board's policy is that all shareholders should be informed of all major developments that impact the Company on an equitable and timely basis. Such information will be disseminated through SGXNet and the Company's corporate website.

Financial results of the Group are announced in a timely manner. The results announcements contain detailed disclosures as required by the SGX-ST and voluntary disclosures are made as and when appropriate to enhance the level of transparency to shareholders.

The Company's corporate website is the key resource of information for shareholders. It contains a wealth of investor related information of the Company, which include, amongst others, profiles of the Board and key management personnel of the Company, list of announcements made via SGXNet, annual reports and important Group policies such as the whistleblowing and personal data protection policies.

General meetings have been and are still the principal forum for dialogue with shareholders. General meetings offer opportunities for the Board to interact with shareholders, understand their views, gather feedback as well as address concerns.

While the Company does not have a formal written investor relations policy, all shareholders are encouraged to contact the Company with any queries or concerns. The contact details of the Company and its investor relation contact can be found on the corporate website to facilitate dialogue and queries from shareholders. Accordingly, this allows the Company for an ongoing exchange of views so as to actively engage and promote regular, effective and fair communication with shareholders.

MANAGING STAKEHOLDERS RELATIONSHIPS

Principle 13: The Board adopts an inclusive approach by considering and balancing the needs and interests of material stakeholders, as part of its overall responsibility to ensure that the best interests of the Company are served.

Engagement with Stakeholders

The Board adopts an inclusive approach by considering and balancing the needs and interests of material stakeholders, as part of its overall responsibility to ensure that the best interests of the Company are served.

As disclosed in the Company's Sustainability Report for FY2023, the Company identifies stakeholders as those who are affected by, or can affect the Company's business operations, ESG performance and long-term business plans. The Company strongly believes that engaging our key stakeholder groups and addressing their needs is critical to sustaining the Company's long-term success.

The Company's engagement with the key stakeholders, including engagement methods, strategy and key areas of focus in relation to the management of stakeholder relationships will be disclosed in the Company's Sustainability Report for FY2023 on pages 30 to 68 of this Annual Report.

Further details on the Group's business, performance and governance practices can be found via the Company's corporate website (https://astaka.com.my) and stakeholders may reach out to the Company through the contact details set out on the corporate website.

OTHER CORPORATE GOVERNANCE MATTERS

INTERESTED PERSON TRANSACTIONS ("IPTs")

The Company adopts a set of procedures governing all IPTs to ensure that they are carried out on arms' length basis, on normal commercial terms and will not be prejudicial to the interests of the Company and its minority shareholders. The AC reviews the rationale and terms of the Group's IPTs to ensure that they are on normal commercial terms and are not prejudicial to the interests of the Company and its minority shareholders. When a potential conflict of interest occurs, the Director concerned will be excluded from discussions and refrained from exercising any influence over other members of the Board.

For FY2023, the Group had obtained the approval from its shareholders on 25 August 2023 for a general mandate for recurring IPTs (the "**Recurring IPTs General Mandate**"). Please refer to the Company's circular to its shareholders dated 10 August 2023 for further details on the Recurring IPTs General Mandate.

Information on the IPTs entered into between the Group and the Interested Persons for the financial year ended 31 December 2023 are set out below:

Name of interested person	Nature of relationship	Aggregate value of all interested person transactions during the financial year under review (excluding transactions less than S$100,000 and transactions conducted under shareholders' mandate pursuant to Rule 920)	Aggregate value of all interested person transactions conducted under shareholders' mandate pursuant to Rule 920 (excluding transactions less than S$100,000)
Bukit Pelali Properties Sdn Bhd ("**BPPSB**")	An associate of Dato' Malek	RM5,100,000(1)	RM391,643(2) RM1,271,985(3)
Dato' Dr. Daing A Malek Bin Daing A Rahaman ("**Dato' Malek**")	Controlling Shareholder	RM495,439(4) RM711,563(5)	Not applicable
DMR Holdings Sdn Bhd ("**DMR Holdings**")	An associate of Dato' Malek	RM9,600,000(6)	Not applicable
Saling Syabas Sdn Bhd ("**SSSB**")	An associate of Dato' Malek	RM4,900,000(1) RM554,863(7)	Not applicable
Seaview Holdings Sdn Bhd ("**SHSB**")	An associate of Dato' Malek	RM677,009(8)	Not applicable
Sukma Consortium Sdn Bhd	An associate of Dato' Malek	Not applicable	RM738,000(9)
Mr. Khong Chung Lun ("**Mr. Khong**") and his wife	Executive Director and Chief Executive Officer	RM470,500(10)	Not applicable

Notes:

(1) On 26 September 2023, APSB and SSSB had entered into a shareholders' loan agreement with the Company's 50.99% owned indirect subsidiary, BPPSB (the "**2023 BPPSB Shareholders' Loan**"), to extend an unsecured and interest-free loan to BPPSB for an aggregate sum of RM10.0 million for the purposes of ongoing working capital requirements as well as the future developments in the joint venture, and shall only be drawn as and when required.

The 2023 BPPSB Shareholders' Loan shall be repaid by BPPSB to APSB and SSSB in cash and/or in kind as may be mutually agreed between BPPSB with APSB and SSSB respectively within one year from the drawing date (the "**Repayment Term of 2023 BPPSB Shareholders' Loan**"), with an automatic extension of additional one year period upon the expiry of the Repayment Term of 2023 BPPSB Shareholders' Loan, and on each successive anniversary date thereafter and the maturity date for the repayment of the 2023 BPPSB Shareholders' Loan shall be construed as the last day of each relevant extension.

In accordance with the 2023 BPPSB Shareholders' Loan and based on the respective shareholding proportions in BPPSB, the 2023 BPPSB Shareholders' Loan from APSB and SSSB to BPPSB amount to RM5.1 million and RM4.9 million respectively. Pursuant to Rule 916(3) of the Catalist Rules, shareholders' approval is not required for the provision of a loan to a joint venture with an interested person if the loan is extended by all joint venture partners in proportion to their equity and on the same terms.

As at 31 December 2023, the 2023 BPPSB Shareholders' Loan has been fully drawn down.

In addition to 2023 BPPSB Shareholders' Loan, APSB and SSSB had entered into a shareholders' loan agreement with BPPSB (the "**2022 BPPSB Shareholders' Loan**") during the financial year ended 31 December 2022, to extend an unsecured and interest-free loan to BPPSB for an aggregate sum of RM80.0 million. In accordance to the agreement in relation to the BPPSB Shareholders' Loan and based on the respective shareholding proportions in BPPSB, the 2022 BPPSB Shareholders' Loan from APSB and SSSB to BPPSB amount to RM40.8 million and RM39.2 million respectively. The 2022 BPPSB Shareholders' Loan remains outstanding as at 31 December 2023.

(2) APSB had seconded some of its employees who do not have any active roles or job responsibilities in APSB to BPPSB to meet BPP's operational requirements.

(3) On 30 December 2021, APSB and BPPSB had entered into a management fee agreement which APSB has agreed to manage and perform certain services and activities for BPPSB for management fees payable by BPPSB to APSB which includes the provision of administrative, finance, project, human resources and support service to BPPSB.

(4) Dato' Malek, the controlling shareholder of the Company, had extended unsecured loan in principal outstanding amount of RM30,000,000 pursuant to the loan agreement dated 14 February 2020 between Dato' Malek and APSB (as supplemented by the supplemental letter agreement dated 3 November 2020) (the "**DM Loan Agreement**") at a fixed interest rate of 8% per annum, repayable within one year (unless automatically extended) or on demand.

In respect of the DM Loan Agreement, the loan and interest are repayable within one year from the date of the first drawing date or on demand, and no interest shall be charged on any accrued interest. The tenure of the loan shall be extended automatically by each subsequent one year period unless APSB receives a termination notice from Dato' Malek not less than 30 days prior to the repayment date, and provided that no event of default has occurred. The Company had obtained the approval from its shareholders on 28 October 2020 for the entry by APSB into the DM Loan Agreement as an interested person transaction under Chapter 9 of the Catalist Rules. Please refer to the Company's circular to its shareholders dated 9 October 2020 for further details on the DM Loan Agreement. Further to the financial support letter which was extended by Dato' Malek previously to not demand repayment of the amount owing by the Company to Dato' Malek until the Group's resources permit, Dato' Malek and APSB had subsequently on 29 March 2023 entered into a supplementary agreement wherein Dato' Malek has, *inter alia,* agreed to not demand repayment for the amount owing to him until the Group and the Company have the available resources to repay such amount. The value of the IPT relates to the interest incurred on the loan during the financial year.

(5) This comprised the backcharging of development cost by APSB to Dato' Malek in relation to the potential joint development projects with DMR Holdings as announced by the Company on 24 January 2022.

(6) This relates to the total interest payable assuming that the Group has fully drawn down the unsecured loans of up to an aggregate principal sum of RM120,000,000 extended by DMR Holdings (an associate of Dato' Malek, through his 100% shareholding interest in DMR Holdings), which comprises of (i) RM60,000,000 to BPPSB (the "**DMR BPPSB Loan Agreement**"), and (ii) RM60,000,000 to Astaka Capital Sdn. Bhd. ("**ACSB**") (the "**DMR ACSB Loan Agreement**"), each at a fixed interest rate of 8% per annum, repayable within one year (unless automatically extended) or on demand, subject to the confirmation of resource availability by BPPSB or ACSB respectively. The Company had obtained the approval from its shareholders on 25 August 2023 for the entry into the DMR BPPSB Loan Agreement and DMR ACSB Loan Agreement as interested person transactions under Chapter 9 of the Catalist Rules. Please refer to the Company's circular to Shareholders dated 10 August 2023 for further details.

For avoidance of doubt, the Company has yet to commence any drawdown on the DMR BPPSB Loan Agreement and DMR ACSB Loan Agreement respectively.

(7) This comprises the amount payable by BPPSB to SSSB as at 31 December 2023 for the sole and exclusive right to develop the Bukit Pelali land, which was approved by the Company's shareholders at the extraordinary general meeting on 16 December 2016. Please refer to the Company's circular to its shareholders dated 29 November 2016 for further details.

(8) This comprised the backcharging of the development cost incurred by SHSB in relation to the Disposal Land.

(9) This comprises the rental payable by APSB, to Sukma Consortium Sdn Bhd, an associate of Dato' Malek, for the rental of office premises by APSB from 1 September 2021 to 31 August 2024. The rental expense incurred for FY2023 amounts to RM246,000.

(10) This relates to the sale of a property unit at Project Aliva by the Company's 99.99%-owned indirect subsidiary, Astaka Development Sdn. Bhd. ("**ADSB**") to Mr. Khong and his wife. Please refer to the Company's announcement dated 22 December 2023.

Save for the above mentioned, there were no IPTs of S$100,000 or more for FY2023.

DEALING IN THE COMPANY'S SECURITIES

In line with Rule 1204(19) of the Catalist Rules, the Company has adopted an internal code of best practice with respect to dealing in its securities by the Company, the Directors and its officers. The Company, the Directors, Management and officers of the Company who have access to price-sensitive, financial or confidential information are not permitted to deal in the Company's shares during the period commencing two (2) weeks before the announcement of the Company's quarterly financial results, and one (1) month before the announcement of the Company's full-year financial results and ending on the date of the announcement of the relevant financial results, or when they are in possession of unpublished price-sensitive information of the Company. In addition, the Company, the Directors and its officers are expected to observe insider trading laws at all times even when dealing in securities within permitted trading periods. The Directors and officers of the Company should not deal in the Company's shares on short-term considerations.

MATERIAL CONTRACTS

Pursuant to Rule 1204(8) of the Catalist Rules, save as disclosed below, in the section entitled "Interested Person Transactions" above and elsewhere in the consolidated financial statements of the Group, there were no material contracts entered into by the Company or its subsidiaries that involved the interests of the Directors, CEO or controlling shareholders which are still subsisting as at the end of FY2023, or if not then subsisting, entered into since the end of the previous financial year.

Land parcels owned by SSSB was used as security under the loan agreement with China State Construction Engineering (M) Sdn Bhd ("**CSCE**")

Pursuant to a letter of award dated 18 December 2014 and a construction agreement dated 2 August 2015 (collectively, the "**Contract**") between APSB and CSCE, APSB had engaged CSCE as the main contractor to carry out construction works for the development of service apartments in Malaysia. As of 28 February 2017, a sum of RM46,532,461 remained due and owing by APSB to CSCE under the Contract.

On 12 April 2017, APSB entered into a loan agreement ("**Loan Agreement**") with CSCE to convert the outstanding trade payables of RM46,532,461 due to CSCE under the Contract into a loan ("**Loan**"). The Loan is subject to an interest rate of 8.5% per annum commencing from 30 June 2017 until the date of full repayment of the Loan. In addition, the Loan was secured against certain land parcels located in Bukit Pelali that are owned by SSSB (the "**Land Parcels**") and over which the Group holds development rights. SSSB is owned by Dato' Malek. No agreement was entered into between the Group, SSSB and Dato' Malek for the provision of such security and no payment has been made by the Group to SSSB and Dato' Malek for the provision of such security.

Further to the Loan Agreement, a dispute arose between APSB and CSCE for the sum of RM50,878,046.41 and interests thereon (the "**Dispute**"), pursuant to which a settlement agreement was entered into between APSB and CSCE on 29 November 2021 by way of consent judgment, as full and final settlement and discharge of all disputes, differences and claims by either party in connection with the dispute (the "**2021 Settlement Agreement**") (as supplemented by the supplemental settlement agreement dated 29 December 2023 ("**Supplementary Settlement Agreement**"). In accordance with the terms of the 2021 Settlement Agreement, four (4) Land Parcels remain secured to CSCE as at the end of FY2023. Please refer to the Company's announcement dated 30 November 2021 and 29 December 2023 for further details.

<u>Overdraft facility with Affin Bank Berhad ("**Affin Bank**")</u>

On 7 October 2015, APSB entered into an overdraft facility of RM10,000,000 (the "**Overdraft Facility**") and has on 9 December 2020 obtained an additional Overdraft Facility of RM2,000,000 with Affin Bank, which is repayable on demand. The nominal interest rate of the Overdraft Facility of 6.81% is calculated based on Affin Bank's base lending rate ("**BLR**")*. The Overdraft Facility is secured against the controlling shareholder of the Company, Dato' Malek's fixed deposit of RM12,000,000. No agreement was entered into between the Group and Dato' Malek for the provision of such security, and no payment has been made by the Group to Dato' Malek for the provision of such security.

As at 31 December 2023, RM11,911,348 of the Overdraft Facility has been utilised by APSB. For more details, please refer to Note 24 of the consolidated financial statements of the Group.

**With effect from 27 October 2023, Affin Bank had revised the nominal interest rate of the Overdraft Facility from (i) BLR plus 0.25% to (ii) BLR only.*

<u>Unsecured interest-free loan from Dato' Malek</u>

On 21 February 2022, APSB entered into a loan agreement (the "**Additional DM Loan**") with Dato' Malek for an unsecured, interest-free loan in the principal amount not exceeding RM60.0 million, repayable within one year (unless automatically extended) or on demand, for the purposes of general corporate and working capital purposes, and shall only be drawn when required.

APSB shall repay the Additional DM Loan within one year from the date of the first drawing date or on demand by Dato' Malek ("**Repayment Period on Additional DM Loan**"). Notwithstanding the Repayment Period on Additional DM Loan above, the tenure of the Additional DM Loan shall be extended automatically by each subsequent one year period unless APSB receives a notice of termination from Dato' Malek not less than 30 days from the last date of the Repayment Period on Additional DM Loan, and provided that no event of default has occurred.

As at 31 December 2023, the unsecured interest-free loan has not been drawn down.

<u>Supplemental Agreement between APSB, BPPSB, Team BJ Design & Contracts Sdn Bhd ("**TBJ**") and SSSB</u>

Pursuant to a letter of award dated 1 April 2015 (the "**TBJ Contract**") between APSB and TBJ, APSB had engaged TBJ as the interior design consultant for the MBJB Tower @ 1 Bukit Senyum, Johor Bahru, Johor (the "**MBJB Project**").

APSB had on 4 July 2023 entered into a supplemental agreement with TBJ to the TBJ Contract for the outstanding amount of RM1,286,543.77 (the "**Outstanding Contract Sum of TBJ**") payable by APSB to TBJ in respect of work done for the MBJB Project (the "**TBJ Supplemental Agreement**"), pursuant to which, APSB and TBJ shall enter into a contra agreement with BPPSB and SSSB to transfer one property in the Bukit Pelali project to TBJ or its nominee to set off against the Outstanding Contract Sum of TBJ. The transfer of the said property by BPPSB to TBJ was completed in FY2023. The Bukit Pelali project was developed by BPPSB, which is 51% held by APSB and 49% held by SSSB, an associate of Dato' Malek.

Agreement between APSB, BPPSB, Lian Mong International Sdn Bhd ("**LMISB**") and SSSB

Pursuant to a letter of award dated 1 July 2017 (the "**LM Contract**") between CSCE and LMISB, CSCE had engaged LMISB for the landscape works for the Astaka @ 1 Bukit Senyum, Johor Bahru, Johor (the "**Astaka Project**").

APSB had on 18 April 2022 entered into a payment plan arrangement with LMISB to the LM Contract for the outstanding amount of RM1,311,095 (the "**Outstanding Contract Sum of LMISB**") payable by APSB to LMISB in respect of work done for the Astaka Project (the "**LM payment arrangement**"), pursuant to which, APSB and LMISB shall enter into a Sale and Purchase agreement with BPPSB and SSSB to transfer one property in the Bukit Pelali project to LMISB or its nominee to set off against the Outstanding Contract Sum of LMISB. The transfer of the said property by BPPSB to LMISB was completed in FY2023.

NON-SPONSOR FEES

SAC Capital Private Limited ("**SAC**") was appointed as the Company's continuing sponsor on 7 September 2023 in place of Novus Corporate Finance Pte. Ltd. ("**Novus**"). In FY2023, the Company paid to SAC, non-sponsor fees of S$44,000 (exclusive of GST) for advisory fees in relation to the resumption of trading application and research coverage service fees. No non-sponsor fees were paid to its former sponsor, Novus in FY2023.

Information on Directors Seeking Re-election

Pursuant to Rule 720(5) of the Catalist Rules, the following is the information relating to the Directors seeking re-appointment (as set out in Appendix 7F to the Catalist Rules).

Name of Person	**Dato' Sri Mohd Mokhtar Bin Mohd Shariff ("Dato' Mokhtar")**	**Ir. Hj. Syarul Izam Bin Hj. Sarifudin ("Ir. Hj. Syarul Izam")**
Date of Appointment	13 November 2019	1 April 2022
Date of last re-appointment (if applicable)	28 April 2022	28 April 2022
Age	66	49
Country of principal residence	Malaysia	Malaysia
The Board's comments on this appointment (including rationale, selection criteria, board diversity and the search and nomination process)	The Board, having considered, among others, the recommendation of the NC and reviewed and assessed the qualifications, work experiences and suitability of Dato' Mokhtar, is of the view that he has the requisite experiences and capabilities to assume the duties and responsibilities as the Independent Director of the Company. The Board considers Dato' Mokhtar to be independent for the purpose of Rule 704(7) of the Catalist Rules.	The Board, having considered, among others, the recommendation of the NC and reviewed and assessed the qualifications, work experiences and suitability of Ir. Hj. Syarul Izam is of the view that he has the requisite experiences and capabilities to assume the duties and responsibilities as the Non-Independent and Non-Executive Director of the Company.
Whether appointment is executive, and if so, the area of responsibility	Non-executive	Non-executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Independent and Non-Executive Director, Chairman of Nominating Committee and Remuneration Committee and Member of Audit Committee	Non-Independent and Non-Executive Director, Member of the Nominating Committee
Professional qualifications	1. Bachelor of Laws (Honours), University of Wolverhampton, United Kingdom 2. Certificate of Legal Practice, Legal Profession Qualifying Board of Malaysia 3. Malaysian Bar Admission since September 2019	1. Bachelor of Engineering (Honours) in Civil and Structural Engineering – University of Bradford, England 2. Diploma in Civil Engineering – University Technology of Malaysia, Malaysia

Name of Person	Dato' Sri Mohd Mokhtar Bin Mohd Shariff ("Dato' Mokhtar")	Ir. Hj. Syarul Izam Bin Hj. Sarifudin ("Ir. Hj. Syarul Izam")
Working experience and occupation(s) during the past 10 years	1. September 2017 to May 2018 – Director of Special Branch, Royal Malaysian Police 2. April 2015 to September 2017 – Director of Narcotics Crime Investigation Department, Royal Malaysian Police 3. January 2008 to April 2015 – Chief Police Officer of Johor, Royal Malaysian Police	1. January 2015 to Present – Vice Managing Director, Country Garden Pacificview Sdn Bhd ("CGPV") 2. April 2009 to January 2015 – Vice President, Projects and Prime Minister's Office, Iskandar Regional Development Authority
Shareholding interest in the listed issuer and its subsidiaries	Nil	Nil
Any relationship (including immediate family relationships) with any existing director, existing executive officer, the issuer and/ or substantial shareholder of the listed issuer or of any of its principal subsidiaries	Nil	Nil
Conflict of interest (including any competing business)	Nil	Ir. Hj. Syarul Izam is the Vice Managing Director in CGPV, in which the controlling shareholder of the Company, Dato' Daing A Malek Bin Daing A Rahaman, has a deemed effective interest of 6.28% in CGPV. CGPV is principally engaged in the business of property development in Johor, Malaysia. However, it is envisaged that the Company and CGPV will not experience direct competition in the real estate sector due to the nature, profile of its client base and scope of its respective development projects, including amongst others, different geographical location of the respective development projects in Johor – the Company's development projects are mainly located in the city centre and developing township of Johor Bahru while CGPV's sole development is based on reclaimed islands, located at least 40-140km away from the Company's current development projects.

Information on Directors Seeking Re-election

Name of Person	**Dato' Sri Mohd Mokhtar Bin Mohd Shariff ("Dato' Mokhtar")**	**Ir. Hj. Syarul Izam Bin Hj. Sarifudin ("Ir. Hj. Syarul Izam")**
		In assessing Ir. Hj. Syarul Izam's suitability, the NC and the Board took into account (i) his background, experience, industry knowledge, professional skills, qualifications and connections which are beneficial to the Company's future growth; and (ii) his professional aptitude and commitment towards managing, full disclosure and preventing any potential conflicts of interest between the Company and CGPV and/or its affiliates. The NC and the Board was satisfied with Ir. Hj. Syarul Izam's commitment that he will fully disclose all perceived and actual conflicts of interest and recuse himself should such circumstances arise and in decisions involving the issue/conflict.
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes	Yes
Other Principal Commitments* Including Directorships# * "Principal Commitments" has the same meaning as defined in the Code. # These fields are not applicable for announcements of appointments pursuant to Listing Rule 704(8)		
Past (for the last 5 years)	Nil	Nil
Present	<u>Directorships:</u> 1. TMC Life Sciences Berhad 2. MY E.G. Services Berhad 3. South Malaysia Industries Bhd 4. Pacific & Orient Berhad Other Principal Commitments: Nil	<u>Directorships:</u> 1. SIS Consultancy (M) Sdn Bhd 2. Worldwide Adventure Sdn Bhd Other Principal Commitments: 1. Singapore-Johor Bahru Special Economic Zone Committee – Member 2. Country Garden Pacificview Sdn Bhd – Vice Managing Director

Name of Person	Dato' Sri Mohd Mokhtar Bin Mohd Shariff ("Dato' Mokhtar")	Ir. Hj. Syarul Izam Bin Hj. Sarifudin ("Ir. Hj. Syarul Izam")
Disclose the following matters concerning an appointment of director, chief executive officer, chief financial officer, chief operating officer, general manager or other officer of equivalent rank. If the answer to any question is "yes", full details must be given.		
(a) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No	No
(b) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No	No
(c) Whether there is any unsatisfied judgment against him?	No	No
(d) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No	No

Information on Directors Seeking Re-election

Name of Person	Dato’ Sri Mohd Mokhtar Bin Mohd Shariff (“Dato’ Mokhtar”)	Ir. Hj. Syarul Izam Bin Hj. Sarifudin (“Ir. Hj. Syarul Izam”)
(e) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No	No
(f) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No	No
(g) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No	No
(h) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No	No

Name of Person	**Dato' Sri Mohd Mokhtar Bin Mohd Shariff ("Dato' Mokhtar")**	**Ir. Hj. Syarul Izam Bin Hj. Sarifudin ("Ir. Hj. Syarul Izam")**
(i) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No	No
(j) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of :—		
(i) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	Reference is made to the independent fact-finding report dated 3 April 2020 ("**Fact-Finding Report**") issued by Ernst & Young Advisory Pte Ltd, as the independent reviewer to undertake a review of the matters set out in the Fact-finding Report, and released by the Company on SGXNet on 3 April 2020. The Singapore Exchange Securities Trading Limited (the "**SGX-ST**") had in 2020 issued a show cause letter to the directors of the Company to make representations for potential breaches of SGX-ST Listing Manual Section B: Rules of Catalist ("**Catalist Rules**").	Reference is made to the independent fact-finding report dated 3 April 2020 ("**Fact-Finding Report**") issued by Ernst & Young Advisory Pte Ltd, as the independent reviewer to undertake a review of the matters set out in the Fact-finding Report, and released by the Company on SGXNet on 3 April 2020. The SGX-ST had in 2020 issued a show cause letter to the directors of the Company to make representations for potential breaches of SGX-ST Listing Manual Section B: Rules of Catalist ("**Catalist Rules**").

Information on Directors Seeking Re-election

Name of Person	Dato' Sri Mohd Mokhtar Bin Mohd Shariff ("Dato' Mokhtar")	Ir. Hj. Syarul Izam Bin Hj. Sarifudin ("Ir. Hj. Syarul Izam")
	The Company and relevant persons were previously engaged in correspondences with the SGX-ST in relation to the same. Subsequently, the SGX Listings Disciplinary Committee had on 17 August 2021 issued its written grounds of decision to the Company in relation to the aforesaid matter which includes the public reprimand issued to the Company, the former Executive Director and former Chief Financial Officer for breaching the Catalist Rules (the "**Public Reprimand**"). For the avoidance of doubt, Dato' Mokhtar was not named in the Public Reprimand and has not been implicated in any breach of the Catalist Rules. Please refer to the Company's announcement dated 20 August 2021 for more details.	The Company and relevant persons were previously engaged in correspondences with the SGX-ST in relation to the same. Subsequently, the SGX Listings Disciplinary Committee had on 17 August 2021 issued its written grounds of decision to the Company in relation to the aforesaid matter which includes the public reprimand issued to the Company, the former Executive Director and former Chief Financial Officer for breaching the Catalist Rules (the "**Public Reprimand**"). For the avoidance of doubt, Ir. Hj. Syarul Izam was only appointed to the Company on 1 April 2022. He was not named in the Public Reprimand and has not been implicated in any breach of the Catalist Rules. Please refer to the Company's announcement dated 20 August 2021 for more details.
(ii) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No	No
(iii) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No	No

Name of Person	Dato' Sri Mohd Mokhtar Bin Mohd Shariff ("Dato' Mokhtar")	Ir. Hj. Syarul Izam Bin Hj. Sarifudin ("Ir. Hj. Syarul Izam")
(iv) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No	No
(k) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No	No
Disclosure applicable to the appointment of Director only		
Any prior experience as a director of an issuer listed on the Exchange?	N.A. This relates to re-appointment of Director.	N.A. This relates to re-appointment of Director.
If yes, please provide details of prior experience.	N.A.	N.A.
If no, please state if the director has attended or will be attending training on the roles and responsibilities of a director of a listed issuer as prescribed by the Exchange.	N.A.	N.A.
Please provide details of relevant experience and the nominating committee's reasons for not requiring the director to undergo training as prescribed by the Exchange (if applicable)	N.A.	N.A.

Directors' Statement

The directors present their statement to the members together with the audited financial statements of Astaka Holdings Limited (the "Company") and its subsidiaries (collectively the "Group") for the financial year ended 31 December 2023 and the statement of financial position of the Company as at 31 December 2023.

1. Opinion of the directors

In the opinion of the directors,

(a) the financial statements of the Group and the statement of financial position of the Company 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 2023 and the financial performance, changes in equity and cash flows of the Group for the financial year ended 31 December 2023 in accordance with the provisions of the Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International); and

(b) at the date of this statement, there are reasonable grounds to believe that the Company will be able to pay its debts as and when they fall due.

2. Directors

The directors of the Company in office at the date of this statement are:

Mr. Lai Kuan Loong, Victor
Mr. Khong Chung Lun
Mr. Lee Gee Aik
Dato' Sri Mohd Mokhtar Bin Mohd Shariff
Ir. Hj. Syarul Izam Bin Hj. Sarifudin

3. Arrangements to enable directors to acquire shares and debentures

Neither at the end of nor at any time during the financial year was the Company a party to any arrangement whose objects were, or one of whose objects was, to enable the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate, except as disclosed in paragraphs 4 and 5 below.

4. Directors' interests in shares or debentures

The directors of the Company holding office at the end of the financial year had no interest in the share capital and debentures of the Company and related corporations, as recorded in the Register of Directors' Shareholdings kept by the Company under Section 164 of the Act, except as disclosed below:

Name of directors and respective company in which interest are held	Direct interests		Deemed interests	
	1 January 2023	31 December 2023	1 January 2023	31 December 2023
Astaka Holdings Limited				
No. of ordinary shares				
Mr. Khong Chung Lun	47,900	47,900	–	–

There were no changes in any of the directors' interests in the Company between the end of the financial year and 21 January 2024.

4. Directors' interests in shares or debentures (Continued)

During the financial year, the Company has in the normal course of business entered into transactions with the directors and/or their affiliated companies, being related parties and parties in which some of the directors are deemed to have an interest, with the directors having disclosed their interests in such transactions pursuant to Section 156 of the Act. Such transactions disclosed in Note 28 to the financial statements were carried out on normal commercial terms and in the normal course of business of the Company.

5. Share options

During the financial year, there were:

(i) no options granted by the Company to any person to take up unissued shares in the Company or its subsidiaries; and

(ii) no shares issued by virtue of any exercise of option to take up unissued shares of the Company or its subsidiaries.

As at the end of the financial year, there were no unissued shares of the Company or its subsidiaries under option.

6. Audit Committee

The members of the Audit Committee at the date of this statement are:

Mr. Lai Kuan Loong, Victor (Chairman)	(Non-Executive and Independent Director)
Mr. Lee Gee Aik	(Non-Executive and Non-Independent Director)
Dato' Sri Mohd Mokhtar Bin Mohd Shariff	(Non-Executive and Independent Director)

All members of the Audit Committee are non-executive directors, and the majority members including the Audit Committee Chairman are independent directors of the Company.

The Audit Committee performs the functions specified in Section 201B (5) of the Act, the SGX Listing Manual and the Code of Corporate Governance 2018.

The Audit Committee met four times during the financial year ended 31 December 2023. In performing its function, the Audit Committee met with the Company's external and internal auditors to discuss the scope of their work, the results of their examination and evaluation of the Group's systems of internal controls.

The Audit Committee also reviewed the following:

- quarterly and full year financial statements;
- audit plans and reports of the external and internal auditors;
- reviewed, at least annually, the adequacy and effectiveness of the Group's internal controls and risk management systems;
- the assistance given by management to the external and internal auditors;
- received and reviewed the assurance from the Chief Executive Officer and the Chief Financial Officer of the Group on the financial records and financial statements; and
- interested person transactions falling within scope of Chapter 9 of the Catalist Rules.

6. Audit Committee (Continued)

The Audit Committee has full access to and has the co-operation of the management and has been given the resources required for it to discharge its function properly. It also has full discretion to invite any director and executive officer to attend its meetings. The external auditors have unrestricted access to the Audit Committee.

The Audit Committee has recommended the nomination of Mazars LLP for re-appointment as external auditors of the Group at the forthcoming Annual General Meeting of the Company.

7. Auditors

The auditors, Mazars LLP, have expressed their willingness to accept re-appointment.

On behalf of the Board of Directors

Mr. Lai Kuan Loong, Victor
Director

Mr. Khong Chung Lun
Director

Singapore
28 March 2024

Report on the Audit of Financial Statements

Opinion

We have audited the consolidated financial statements of Astaka Holdings Limited (the "Company") and its subsidiaries (the "Group") which comprise the statements of financial position of the Group and of the Company as at 31 December 2023, and the statements of profit or loss and other comprehensive income, changes in equity and cash flows of the Group for the financial year then ended, and notes to the financial statements, including a summary of material accounting policies from pages 111 to 165.

In our opinion, the accompanying consolidated financial statements of the Group and the statement of financial position of the Company are properly drawn up in accordance with the provisions of the Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)s") so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2023 and of the financial performance, changes in equity and cash flows of the Group for the financial year ended on that date.

Basis for Opinion

We conducted our audit in accordance with Singapore Standards on Auditing ("SSAs"). Our responsibilities under those standards are further described in the *Auditors' Responsibilities for the Audit of the Financial Statements* section of our report. We are independent of the Group in accordance with the Accounting and Corporate Regulatory Authority ("ACRA") *Code of Professional Conduct and Ethics for Public Accountants and Accounting Entities* ("ACRA code") together with the ethical requirements that are relevant to our audit of the financial statements in Singapore, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis of our opinion.

Overview

Audit Approach

We designed a risk-based audit approach in identifying and assessing the risks of material misstatement at both the financial statement and assertion levels.

Materiality

As in all our audits, we exercised our professional judgement in determining our materiality, which was also affected by our perception of the financial information needs of the users of the financial statements, being the magnitude of misstatement in the financial statements that makes it probable for a reasonably knowledgeable person to change or be influenced in his economic decision.

Scope of Audit

For the audit of the current financial year's financial statements, we identified 3 significant components which required a full scope audit and audit of specific account balances and transactions of their financial information, either because of their size or/and their risk characteristics.

These significant components were audited by Mazars PLT as component auditors under our instructions. We determined the component materiality and our level of involvement in their audit necessary for us, in our professional judgement, to obtain sufficient appropriate audit evidence as a basis for our opinion on the Group's financial statements as a whole.

Area of Focus

We focused our resources and effort on areas which were assessed to have higher risks of material misstatements, including areas which involve significant accounting estimates and critical judgements to be made by directors.

Report on the Audit of Financial Statements (Continued)

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 current financial year. These matters include the salient areas of focus in our audit and do not represent all the risks identified by our audit. These matters were addressed in the context of our audit of the financial statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

Matter	Audit response
Valuation of development properties (refer to Note 13 to the financial statements)	
As at 31 December 2023, the Group's development properties was RM245.17 million (2022: RM278.09 million), which represents a significant balance in the consolidated statement of financial position. The Group has residential and commercial development properties held for sale in its core market, Malaysia. Development properties are stated at the lower of their costs and their net realisable values. Net realisable value represents the estimated future selling price, less estimated costs of completion and selling expenses. The estimated future selling price is dependent on the Group's expectation of the market development in Malaysia. There is therefore a risk that the estimated net realisable value exceeds the future actual selling prices, resulting in losses when these properties are sold. The Group assesses the net realisable value of development properties, based on the estimated selling prices, future costs to complete the projects and development plans of the Group, taking into consideration available industry data, status of construction progress, deviation in design plans, cost overruns and current market factors. For developed but unsold units in The Astaka, the Group has assessed the net realisable value based on latest valuation obtained from an independent external valuer less estimated cost to sales. Significant judgement and estimates are involved in determining the appropriate valuation methods and assumptions applied in the valuation. The determination of allowance for foreseeable losses involves a high level of judgement, which may have significant impact on the financial statements. We hence consider the management's assessment of net realisable value of development properties as a key audit matter.	Our audit procedures included, and were not limited to, the following: ● Assessed the reasonableness of the Group's estimated selling prices by comparing them with recent transacted selling prices of the development properties; and ● Evaluated the independence, objectivity and competency of the independent external valuer for valuation on the unsold units of The Astaka. Reviewed the valuation methodologies used and assessed the reasonableness of the key assumptions used by the independent external valuer, which included price per square feet, against historical rates and available market data, taking into consideration comparable and market factors in consultation with internal valuation expert.

Report on the Audit of Financial Statements (Continued)

Key Audit Matters (Continued)

Matter	Audit response
Impairment of investment in subsidiaries (refer to Note 12 to the financial statements)	
As at 31 December 2023, the Company's investments in subsidiaries were RM85 million (31 December 2022: RM100 million), net of impairment losses of RM 1,144 million (31 December 2022: RM1,129 million), which represents a significant balance in the Company's statement of financial position. Management assessed the recoverable amount of the investment in subsidiaries based on the estimated cash flows to be generated from the sale of development properties and proposed development projects to be undertaken by the subsidiaries. The Company has assessed the estimated selling prices, future costs to complete the projects and development plans of the respective subsidiaries, taking into consideration available industry data, status of construction progress, deviation in design plans, cost overruns and current market factors to estimate the cash flows generated from the sale of development properties and future phases to be developed. The determination of impairment of investment in subsidiaries involves a high level of judgement, which may have significant impact on the financial statements. We hence consider this as a key audit matter.	Our audit procedures included, and were not limited to, the following: ● Evaluated the reasonableness of the cash flow estimate from sale of development properties and future phases to be developed by comparing the estimated selling prices against the recent transacted prices of the development properties; ● Discussed with management on their planned strategies, revenue growth strategies and cost initiatives; ● Evaluated the independence, objectivity and competency of the independent external valuer for valuation on the unsold units of The Astaka. Considered the valuation methodologies used and assessed the reasonableness of the key assumptions used by the independent external valuer, in consultation with internal valuation expert; and ● Reviewed the sensitivity analysis to assess the impact on the recoverable amount of the cash-generating units subsequent to reasonably possible changes to the key assumptions for adequacy of disclosure in the financial statements.

Report on the Audit of Financial Statements (Continued)

Key Audit Matters (Continued)

Matter	Audit response
Going concern (refer to Note 2.1 to the financial statements)	
As of 31 December 2023, the Group recorded net current assets of RM81.98 million (2022: RM81.47 million), for which current assets include development properties amounting to RM245.17 million (2022: RM278.09 million), representing the completed properties held for sale and properties in the course of development. The controlling shareholder, Dato' Dr. Daing A Malek Bin Daing A Rahaman ("Dato' Malek") has agreed not to demand repayment for the amounts owing to him and his related companies until the Group and the Company have the available resources to repay such amounts and to continue to provide financial support to the Group and the Company to enable them to meet its financial obligations for next 18 months so that the Group and the Company will continue as a going concern in the foreseeable future. This is a key audit matter because of the significant judgements and estimates made by management in coming up with the cash flow forecast, which include their assessment of the economy outlook and their ability to secure continued financial support.	Our audit procedures focused on evaluating the significant judgements and estimates used by management and Board of Directors in their going concern assessment. In particular, we performed the following: ● Reviewed and challenged the appropriateness and reasonableness of the key inputs and assumptions used by management in the preparation of the cash flow forecast of the Group and the Company to support its going concern assumption, including performing sensitivity analysis on certain key assumptions applied in the cash flow forecast; ● Reviewed the relevant agreements and letters which were used by management in supporting their judgements and estimates; and ● Evaluated the adequacy and appropriateness of the related disclosures made in the financial statements.

Other Information

Management is responsible for the other information. The other information comprises the information included in the annual report, other than the financial statements and the independent auditors' report thereon, which we obtained prior to the date of this report.

Our opinion on the financial statements 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, our responsibility is to read the other information identified above and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit, or otherwise appears to be materially misstated.

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

Report on the Audit of Financial Statements (Continued)

Responsibilities of Management and Directors for the Financial Statements

Management is responsible for the preparation of financial statements that give a true and fair view in accordance with the provisions of the Act and SFRS(I)s, and for devising and maintaining a system of internal accounting controls sufficient to provide reasonable assurance that assets are safeguarded against loss from unauthorised use or disposition; and transactions are properly authorised and that they are recorded as necessary to permit the preparation of true and fair financial statements and to maintain accountability of assets.

In preparing the financial statements, management is responsible for assessing the Group'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 management either intends to liquidate the Group or to cease operations, or has no realistic alternative but to do so.

The directors' responsibilities include overseeing the Group's financial reporting process.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements 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 SSAs 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 SSAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

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

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

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.

- Conclude on the appropriateness of management's 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 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 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 to cease to continue as a going concern.

Report on the Audit of Financial Statements (Continued)

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

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

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

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

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

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 current period 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.

Report on Other Legal and Regulatory Requirements

In our opinion, the accounting and other records required by the Act to be kept by the Company have been properly kept in accordance with the provisions of the Act.

The engagement partner on the audit resulting in this independent auditors' report is Chan Hock Leong, Rick.

MAZARS LLP
Public Accountants and
Chartered Accountants

Singapore
28 March 2024

Consolidated Statement of Profit or Loss and Other Comprehensive Income

For the financial year ended 31 December 2023

	Note	2023 RM	2022 RM
Revenue	4	60,736,144	79,736,731
Cost of sales	5	(48,770,986)	(52,420,086)
Gross profit		11,965,158	27,316,645
Other income	6	3,096,202	235,699
Selling and distribution expenses		(3,509,429)	(1,644,453)
Administrative expenses		(16,762,286)	(16,921,930)
Other expenses		(464,900)	(640,232)
Results from operating activities		(5,675,255)	8,345,729
Finance income	7	7,620,428	4,334,113
Finance costs	7	(1,535,156)	(7,158,673)
Net finance income/(costs)		6,085,272	(2,824,560)
Profit before income tax	8	410,017	5,521,169
Tax (expense)/credit	9	(13,947)	564,116
Profit for the year, representing total comprehensive income for the year		396,070	6,085,285
Total comprehensive income attributable to:			
Owners of the Company		3,073,536	7,911,622
Non-controlling interests		(2,677,466)	(1,826,337)
Total comprehensive income for the year		396,070	6,085,285
Earning per share			
Basic and diluted earning per share (cents per share)	10	0.16	0.42

The accompanying notes form an integral part of and should be read in conjunction with these financial statements.

Statements of Financial Position

As at 31 December 2023

	Note	Group 2023 RM	Group 2022 RM	Company 2023 RM	Company 2022 RM
Assets					
Property, plant and equipment	11	458,061	747,927	–	–
Investment in subsidiaries	12	–	–	85,000,000	100,000,000
Non-current assets		458,061	747,927	85,000,000	100,000,000
Development properties	13	245,172,829	278,088,330	–	–
Asset held for sales	14	–	115,401,687	–	–
Contract assets	15	–	1,146,361	–	–
Trade and other receivables	16	9,244,836	10,440,821	5,502	30,451
Amounts due from related parties	17	1,437,571	–	–	–
Tax recoverable		647,769	799,489	–	–
Cash and cash equivalents	18	16,486,424	7,204,500	641,522	473,882
Current assets		272,989,429	413,081,188	647,024	504,333
Total assets		273,447,490	413,829,115	85,647,024	100,504,333
Equity					
Share capital	19	259,383,777	259,383,777	1,455,078,944	1,455,078,944
Merger reserve	20	(10,769,090)	(10,769,090)	–	–
Capital reserve	21	–	–	1,419,389	1,419,389
Accumulated losses		(165,692,818)	(168,766,354)	(1,374,803,369)	(1,359,525,393)
Equity attributable to owners of the Company		82,921,869	79,848,333	81,694,964	96,972,940
Non-controlling interests	22	(488,447)	2,140,019	–	–
Total equity		82,433,422	81,988,352	81,694,964	96,972,940
Liabilities					
Lease liabilities	23	–	233,573	–	–
Non-current liabilities		–	233,573	–	–
Trade and other payables	25	109,235,132	206,072,985	537,067	308,898
Amounts due to related parties	26	69,634,015	113,240,423	3,414,993	3,222,495
Lease liabilities	23	233,573	364,681	–	–
Borrowings	24	11,911,348	11,929,101	–	–
Current liabilities		191,014,068	331,607,190	3,952,060	3,531,393
Total liabilities		191,014,068	331,840,763	3,952,060	3,531,393
Total equity and liabilities		273,447,490	413,829,115	85,647,024	100,504,333

The accompanying notes form an integral part of and should be read in conjunction with these financial statements.

Consolidated Statement of Changes in Equity

For the financial year ended 31 December 2023

	Attributable to owners of the Company					
	Share capital RM	Merger reserve RM	Accumulated losses RM	Total RM	Non-controlling interests RM	Total equity RM
At 1 January 2022	259,383,777	(10,769,090)	(176,677,976)	71,936,711	3,966,356	75,903,067
Total comprehensive income for the year	–	–	7,911,622	7,911,622	(1,826,337)	6,085,285
At 31 December 2022	259,383,777	(10,769,090)	(168,766,354)	79,848,333	2,140,019	81,988,352
Total comprehensive income for the year	–	–	3,073,536	3,073,536	(2,677,466)	396,070
Capital injection in a subsidiary by non-controlling interests	–	–	–	–	49,000	49,000
At 31 December 2023	259,383,777	(10,769,090)	(165,692,818)	82,921,869	(488,447)	82,433,422

The accompanying notes form an integral part of and should be read in conjunction with these financial statements.

Consolidated Statement of Cash Flows

For the financial year ended 31 December 2023

	Note	2023 RM	2022 RM
Cash flows from operating activities			
Profit before income tax		410,017	5,521,169
Adjustments for:			
Adjustment to accrued interest (including waiver of interest by main contractor)	25(a)	(7,437,506)	(4,159,852)
Bad debts written off	8	–	37,756
Depreciation of property, plant and equipment	8,11	442,510	396,538
Gain on disposal of asset held for sales	6	(598,313)	–
Interest expense	7	1,535,156	7,158,673
Interest income	7	(182,922)	(90,834)
Reversal of foreseeable loss on development properties	5	(6,255,222)	(5,394,706)
Reversal of liquidated ascertained damages	8	(356,621)	–
Unrealised gain on foreign exchange		(11,696)	(20,520)
Total operating cash flows before movements in working capital		(12,454,597)	3,448,224
Changes in working capital:			
- Development properties		39,170,723	17,982,328
- Contract assets		1,146,361	1,668,219
- Trade and other receivables		1,195,984	10,019,992
- Trade and other payables		(25,233,365)	(42,166,541)
Cash generated from/(used in) operations		3,825,106	(9,047,778)
Tax refund		206,736	–
Tax paid		(68,964)	(344,494)
Net cash generated from/(used in) operating activities		3,962,878	(9,392,272)
Cash flows from investing activities			
Acquisition of property, plant and equipment		(152,644)	(97,506)
Decrease in fixed deposits pledged		1,041,922	58,100
Interest received		182,922	90,834
Proceeds from the asset held for sales		52,200,000	63,800,000
Net cash generated from investing activities		53,272,200	63,851,428
Cash flows from financing activities			
Advances from affiliated corporations		8,454,862	40,173,675
Advances from a controlling shareholder		1,000,000	1,000,000
Interest paid		(14,267,814)	(713,996)
Repayment to affiliated corporations, net		(20,557,009)	(48,903,000)
Repayment to a controlling shareholder, net		(21,134,402)	(33,900,000)
Repayment to trade and other payables		–	(10,974,893)
Repayment to lease liabilities		(390,453)	(393,533)
Net cash used in financing activities		(46,894,816)	(53,711,747)
Net increase in cash and cash equivalents		10,340,262	747,409
Cash and cash equivalents at the beginning of year		(6,096,321)	(6,863,884)
Effect of exchange rate fluctuation on cash held		1,337	20,154
Cash and cash equivalents at the end of year	18	4,245,278	(6,096,321)

The accompanying notes form an integral part of and should be read in conjunction with these financial statements.

Reconciliation of asset and liabilities arising from financing activities

	Asset		Liabilities					
	Amounts due from affiliated corporations RM	Amount due from a controlling shareholder RM	Amounts due to affiliated corporations RM	Amount due to a controlling shareholder RM	Bank overdrafts RM	Lease liabilities RM	Accrued of interest charged RM	Total RM
At 1 January 2023	–	–	86,338,683	26,901,740	11,929,101	598,254	–	125,767,778
Changes from financing cash flows:								
- Advances from affiliated corporations	–	–	8,454,862	–	–	–	–	8,454,862
- Advances from a controlling shareholder	–	–	–	1,000,000	–	–	–	1,000,000
- Interest paid	–	–	(5,352,364)	(7,974,339)	(775,862)	–	(165,249)	(14,267,814)
- Repayment to affiliated corporations	(677,008)	–	(19,880,001)	–	–	–	–	(20,557,009)
- Repayment to a controlling shareholder	–	(711,563)	–	(20,422,839)	–	–	–	(21,134,402)
- Repayment to lease liabilities	–	–	–	–	–	(390,453)	–	(390,453)
Total changes from financing cash flows	(677,008)	(711,563)	(16,777,503)	(27,397,178)	(775,862)	(390,453)	(165,249)	(46,894,816)
Other changes:								
Asset and liability-related								
- Changes in bank overdrafts	–	–	–	–	(17,753)	–	–	(17,753)
- Capital injection in a subsidiary by non-controlling interest	(49,000)	–	–	–	–	–	–	(49,000)
- Interest expense	–	–	72,835	495,438	775,862	25,772	165,249	1,535,156
Total asset and liability-related other changes	(49,000)	–	72,835	495,438	758,109	25,772	165,249	1,468,403
At 31 December 2023	(726,008)	(711,563)	69,634,015	–	11,911,348	233,573	–	80,341,365

The accompanying notes form an integral part of and should be read in conjunction with these financial statements.

Reconciliation of asset and liabilities arising from financing activities (Continued)

	Liabilities						
	Amounts due to affiliated corporations	Amount due to a controlling shareholder	Trade and other payables [(1)]	Term loan	Bank overdrafts	Lease liabilities	Total
	RM	RM	RM	RM	RM	RM	RM
At 1 January 2022	90,850,607	57,612,460	10,974,893	–	11,898,680	716,938	172,053,578
Changes from financing cash flows:	–						
- Advances from affiliated corporations	40,173,675	–	–	–	–	–	40,173,675
- Advances from a controlling shareholder	–	1,000,000	–	–	–	–	1,000,000
- Interest paid	–	(20,385)	–	9,694	(703,305)	–	(713,996)
- Repayment to affiliated corporations	(48,903,000)	–	–	–	–	–	(48,903,000)
- Repayment to a controlling shareholder	–	(33,900,000)	–	–	–	–	(33,900,000)
- Repayment to trade and other payables	–	–	(10,974,893)	–	–	–	(10,974,893)
- Repayment to lease liabilities	–	–	–	–	–	(393,533)	(393,533)
Total changes from financing cash flows	(8,729,325)	(32,920,385)	(10,974,893)	9,694	(703,305)	(393,533)	(53,711,747)
Other changes:							
Liability-related							
- Changes in bank overdrafts	–	–	–	–	30,420	–	30,420
- Additional right-of-use asset	–	–	–	–	–	236,854	236,854
- Interest expense	4,217,401	2,209,665	–	(9,694)	703,306	37,995	7,158,673
Total liability-related other changes	4,217,401	2,209,665	–	(9,694)	733,726	274,849	7,425,947
At 31 December 2022	86,338,683	26,901,740	–	–	11,929,101	598,254	125,767,778

(1) There was a loan agreement with a main contractor for outstanding amount payable to them which is included in trade and other payables (Note 25).

The accompanying notes form an integral part of and should be read in conjunction with these financial statements.

These notes form an integral part of and should be read in conjunction with the accompanying financial statements.

1. General

Astaka Holdings Limited (the "Company") is incorporated in Singapore and listed on the SGX Catalist. The address of the Company's registered office is 133 Cecil Street #14-01, Keck Seng Tower, Singapore 069535.

The financial statements of the Group as at and for the financial year ended 31 December 2023 comprise the Company and its subsidiaries (together referred to as the "Group" and individually as "Group entities"). The principal activity of the Company is that of investment holding. The principal activities of its subsidiaries are disclosed in Note 12 to the financial statements.

The financial statements of the Group and the statement of financial position of the Company for the financial year ended 31 December 2023 were authorised for issue by the directors on 28 March 2024.

2. Summary of material accounting policies

2.1 Basis of preparation

The financial statements of the Group and the statement of financial position of the Company have been drawn up in accordance with the provisions of the Singapore Companies Act 1967 (the "Act") and Singapore Financial Reporting Standards (International) ("SFRS(I)s") including related Interpretations of SFRS(I)s ("SFRS(I) INTs") and are prepared on the historical cost basis, except as disclosed in the accounting policies below.

The individual financial statements of each Group entity are measured and presented in the currency of the primary economic environment in which the entity operates (its functional currency). The consolidated financial statements of the Group and the statement of financial position of the Company are presented in Malaysia Ringgit ("RM") which is also the functional currency of the Company.

Going concern

The Group recorded a net profit of RM0.40 million in FY2023 (FY2022: net profit of RM6.09 million) and, as of 31 December 2023, the Group reported net current assets of RM81.98 million (31 December 2022: RM81.47 million) for which current assets include development properties amounting to RM245.17 million (2022: RM278.09 million), representing the completed properties held for sale and properties in the course of development. The Group's business received positive effects on the Group's sales campaign through various sales packages and promotions, including special rebates and discounts during the current financial year. In addition, the Group received continued support from stakeholders and Dato' Malek. Dato' Malek has agreed not to demand repayment for the amount owing to him and his related companies until the financial resources of the Group and the Company permit and to continue to provide financial support to the Group and the Company to enable it to meet its financial obligations for next 18 months so that the Group and the Company will continue as a going concern in the foreseeable future.

Therefore, the Board believes that the Group and the Company will be able to continue operations in the foreseeable future and there is no material uncertainty on the ability of the Group and the Company to continue as a going concern.

2. Summary of material accounting policies (Continued)

2.1 Basis of preparation (Continued)

In the current year, the Group has adopted all the new and revised SFRS(I)s and SFRS(I) INTs that are relevant to its operations and effective for annual periods beginning on or after 1 January 2023. The adoption of these new or revised SFRS(I)s and SFRS(I) INTs did not result in changes to the Group's and Company's accounting policies and has no material effect on the current or prior year's financial statement and is not expected to have a material effect on future periods.

The Group adopted the amendments to SFRS(I) 1-1 and SFRS(I) Practice Statement 2: Disclosure of Accounting Policies in the current financial year. The amendments require the disclosure of "material" instead of "significant" accounting policy information and provides guidance to assist the entity in providing useful, entity-specific accounting policy information for the users' understanding of the financial statements. Accordingly, management had reviewed the accounting policies and updated the information disclosed in Note 2 Summary of material accounting policies in line with the amendments.

SFRS(I)s and SFRS(I) INTs issued but not yet effective:

At the date of authorisation of these financial statements, the following SFRS(I)s and SFRS(I) INTs were issued but not yet effective:

SFRS (I)	Title	Effective date (annual periods beginning on or after)
SFRS(I) 1-1	Amendments to SFRS(I) 1-1: *Classification of Liabilities as Current or Non-current*	1 January 2024
SFRS(I) 16	Amendments to SFRS(I) 16: *Lease Liability in a Sale and Leaseback*	1 January 2024
Various	Amendments to SFRS(I) 1-1: *Non-current Liabilities with Covenants*	1 January 2024
SFRS(I) 1-7, SFRS(I) 7	Amendments to SFRS(I) 1-7 and SFRS(I) 7: *Supplier Finance Arrangements*	1 January 2024
SFRS(I) 1-21, SFRS (I) 1	Amendments to SFRS(I) 1-21: *Lack of Exchangeability*	1 January 2025
SFRS(I) 10, SFRS(I) 1-28	Amendments to SFRS(I) 10 and SFRS(I) 1-28: *Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*	To be determined

Consequential amendments were also made to various standards as a result of these new/revised standards.

The Group does not intend to early adopt any of the above new/revised standards, interpretations and amendments to the existing standards. Management anticipates that the adoption of the aforementioned new/revised standards will not have a material impact on the financial statements of the Group and of the Company in the period of their initial adoption.

2.2 Basis of consolidation

The financial statements of the Group comprise the financial statements of the Company and its subsidiaries. Subsidiaries are entities (including structured entities) over which the Group has power and the Group is able to use such power to affect its exposure, or rights, to variable returns from then through its involvement with them.

2. Summary of material accounting policies (Continued)

2.2 Basis of consolidation (Continued)

The Group reassesses whether it controls the subsidiaries if facts and circumstances indicate that there are changes to one or more of the three elements of control.

When the Group has less than a majority of the voting rights of an investee, it still has power over the investee when the voting rights are sufficient, after considering all relevant facts and circumstances, to give it the practical ability to direct the relevant activities of the investee unilaterally. The Group considers, among others, the extent of its voting rights relative to the size and dispersion of holdings of the other vote holders, currently exercisable substantive potential voting rights held by all parties, rights arising from contractual arrangements and voting patterns at previous shareholders' meetings.

Subsidiaries are consolidated from the date on which control is transferred to the Group up to the effective date on which control ceases, as appropriate.

Intragroup assets and liabilities, equity, income, expenses and cash flows relating to intragroup transactions are eliminated on consolidation.

The financial statements of the subsidiaries used in the preparation of the financial statements are prepared for the same reporting date as that of the Company. Where necessary, accounting policies of subsidiaries have been changed to ensure consistency with the policies adopted by the Group.

Non-controlling interests are identified separately from the Group's equity therein. On an acquisition-by-acquisition basis, non-controlling interests may be initially measured either at fair value or at their proportionate share of the fair value of the acquiree's identifiable net assets. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity. Losses in the subsidiary are attributed to non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Changes in the Group's interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. Any differences between the amount by which the non-controlling interests are adjusted to reflect the changes in the relative interests in the subsidiary and the fair value of the consideration paid or received is recognised directly in equity and attributed to the owners of the Company.

When the Group loses control over a subsidiary, the profit or loss on disposal is calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets (including goodwill), and liabilities of the subsidiary and any non-controlling interests. Amounts previously recognised in other comprehensive income in relation to the subsidiary are accounted for (i.e. reclassified to profit or loss or transferred directly to accumulated profits) in the same manner as would be required if the relevant assets or liabilities were disposed of. The fair value of any investments retained in the former subsidiary at the date when control is lost is regarded as the fair value on initial recognition for subsequent accounting under SFRS(I) *9 Financial Instruments* ("SFRS(I) 9") or, when applicable, the cost on initial recognition of an investment in an associate or jointly controlled entity.

Investments in subsidiaries are carried at cost less any impairment loss that has been recognised in profit or loss in the Company's separate financial statements.

2. Summary of material accounting policies (Continued)

2.3 Business combinations

The acquisition of subsidiaries is accounted for using the acquisition method when the acquired set of activities and assets constitute a business. When determining the acquired set of activities and assets constitute a business, the Group assesses whether the acquired set of activities and assets includes, at a minimum, an input and substantive process, which together contribute to the creation of outputs.

The Group has the option to apply a "concentration test" as a simplified assessment to determine whether an acquired set of activities and assets is not a business. The Group makes the election separately for each transaction or other event. The concentration test is met if substantially all of the fair value of the gross assets acquired is concentrated in a single identifiable asset or group of similar identifiable assets.

The cost of the acquisition is measured at the aggregate of the fair values, at the date of exchange, of assets given, liabilities incurred or assumed, and equity instruments issued by the Group in exchange for control of the acquiree. For each business combination, the Group determines whether to measure the non-controlling interests in the acquiree at fair value or at proportionate share in the recognised amounts of the acquiree's identifiable net assets. Acquisition-related costs are recognised in profit or loss as incurred and included in administrative expenses.

The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under SFRS(I) 3 *Business Combinations* ("SFRS(I) 3") are recognised at their fair values at the acquisition date, except for non-current assets (or disposal groups) that are classified as held-for-sale in accordance with SFRS(I) 5 *Non-Current Assets Held for Sale and Discontinued Operations* ("SFRS(I) 5"), which are recognised and measured at the lower of cost and fair value less costs to sell.

The Group recognises any contingent consideration to be transferred for the acquiree at the fair value on the acquisition date. Contingent consideration classified as equity is not remeasured and its subsequent settlement shall be accounted for within equity. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of SFRS(I) 9, is measured at fair value with the changes in fair value recognised in the statement of profit or loss in accordance with SFRS(I) 9. Other contingent consideration that is not within the scope of SFRS(I) 9 is measured at fair value at each reporting date with changes in fair value recognised in profit or loss.

Where a business combination is achieved in stages, the Group's previously held interests in the acquired entity are remeasured to fair value at the acquisition date (i.e. the date the Group attains control) and the resulting gain or loss, if any, is recognised in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss, where such treatment would be appropriate if that interest were disposed of.

The acquiree's identifiable assets, liabilities and contingent liabilities that meet the conditions for recognition under SFRS(I) 3 are recognised at their fair value at the acquisition date, except that:

- deferred tax assets or liabilities and liabilities or assets related to employee benefit arrangements are recognised and measured in accordance with SFRS(I) 1-12 *Income Taxes* and SFRS(I) 1-19 *Employee Benefits* respectively;

- liabilities or equity instruments related to the replacement by the Group of an acquiree's share-based payment awards are measured in accordance with SFRS(I) 2 *Share-based Payment*; and

- assets (or disposal groups) that are classified as held for sale in accordance with SFRS(I) 5 are measured in accordance with that Standard.

2. Summary of material accounting policies (Continued)

2.3 Business combinations (Continued)

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (see below), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed as of the acquisition date that, if known, would have affected the amounts recognised as of that date.

The measurement period is the period from the date of acquisition to the date the Group obtains complete information about facts and circumstances that existed as of the acquisition date, and is subject to a maximum of one year.

Goodwill arising on acquisition is recognised as an asset at the acquisition date and is initially measured at cost, being the excess of the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the acquirer previously held equity interest (if any) in the entity over net acquisition-date fair value amounts of the identifiable assets acquired and the liabilities assumed.

If, after reassessment, the Group's interest in the net fair value of the acquiree's identifiable net assets exceeds the sum of the consideration transferred, the amount of any non-controlling interest in the acquiree and the fair value of the acquirer's previously held equity interest in the acquiree (if any), the excess is recognised immediately in profit or loss as a bargain purchase gain.

For the purpose of impairment testing, goodwill is allocated to each of the Group's cash-generating units expected to benefit from the synergies of the combination. Cash-generating units to which goodwill has been allocated are tested for impairment annually, or more frequently when there is an indication that the unit may be impaired. If the recoverable amount of the cash-generating unit is less than the carrying amount of the unit (including the goodwill), the impairment loss is allocated first to reduce the carrying amount of any goodwill allocated to the unit and then to the other assets of the unit pro-rata on the basis of the carrying amount of each asset in the unit. An impairment loss recognised for goodwill is not reversed in a subsequent period.

The attributable amount of goodwill is included in the determination of gain or loss on disposal of the subsidiary or jointly controlled entity.

2.4 Revenue recognition

Revenue comprise the fair value of the consideration received or receivable for the sale of goods and rendering of services in the ordinary course of the Group's activities. Revenue is presented, net of goods and service tax, rebates and discounts.

The Group recognises revenue when the amount of revenue and related cost can be reliably measured, it is probable that the collectability of the related receivables is reasonably assured and when the specific criteria for each of the Group's activities are met as follows:

2. Summary of material accounting policies (Continued)

2.4 Revenue recognition (Continued)

Sale of development properties

Revenue is recognised when control over the property has been transferred to the customer. The properties generally have no alternative use for the Group due to contractual restrictions.

For development properties whereby the Group has an enforceable right to payment for performance completed to date, revenue is recognised based on the percentage of completion of construction. The percentage of completion is measured by reference to the construction costs incurred to date to the estimated total construction costs. Profits are recognised only in respect of finalised sales contracts to the extent that such profits relate to the progress of the construction work.

For the completed development properties whereby the Group recognises sales at a point in time, when the control of the properties has been transferred to the purchasers, being when the properties have been completed and delivered to the customers and it is probable that the Group will collect the considerations to which it would be entitled to in exchange for the assets sold.

The revenue is measured at the transaction price agreed under the contract, net of rebates, discounts, reimbursement costs borne by the Group and liquidated damages. Progress billings to the customer are based on a payment schedule in the contract and are typically triggered upon achievement of specified construction milestones. When the period between the recognition of revenue and payment by the customer exceeds one year, an adjustment is made to the transaction price for the time value of money.

2.5 Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are added to the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. Borrowing costs on general borrowings are capitalised by applying a capitalisation rate to construction or development expenditures that are financed by general borrowings. Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

All other borrowing costs are recognised in profit or loss in the period in which they are incurred.

2.6 Employee benefits

(i) Defined contribution plans

A defined contribution plan is a post-employment benefit plan under which an entity pays fixed contributions into a separate entity and will have no legal or constructive obligation to pay further amounts. Obligations for contributions to defined contribution pension plans are recognised as an employee benefit expense in profit or loss in the periods during which related services are rendered by employees.

(ii) Short-term employee benefits

Short-term employee benefit obligations are measured on an undiscounted basis and are expensed as the related service is provided. A liability is recognised for the amount expected to be paid under short-term cash bonus if the Group has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee, and the obligation can be estimated reliably.

2. Summary of material accounting policies (Continued)

2.7 Income tax

Income tax expense represents the sum of the tax currently payable and deferred tax.

The tax currently payable is based on taxable profit for the year. Taxable profit differs from profit as reported profit or loss because it excludes items of income or expense that are taxable or deductible in other years and it further excludes items that are not taxable or tax deductible. The Group's liability for current tax is calculated using tax rates (and tax laws) that have been enacted or substantively enacted in countries where the Company and subsidiaries operate by the end of the financial year.

Deferred tax is recognised on the differences between the carrying amounts of assets and liabilities in the financial statements and the corresponding tax bases used in the computation of taxable profit, and are accounted for using the liability method. Deferred tax liabilities are generally recognised for all taxable temporary differences and deferred tax assets are recognised to the extent that it is probable that taxable profits will be available against which deductible temporary differences can be utilised. Such assets and liabilities are not recognised if the temporary difference arises from goodwill or from the initial recognition (other than in a business combination) of other assets and liabilities in a transaction that affects neither the taxable profit nor the accounting profit and does not give rise to equal taxable and deductible temporary differences.

Deferred tax liabilities are recognised on taxable temporary differences arising on investments in subsidiaries, except where the Group is able to control the reversal of the temporary difference and it is probable that the temporary difference will not reverse in the foreseeable future.

A deferred income tax asset is recognised to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences and tax losses can be utilised.

The carrying amount of deferred tax assets is reviewed at the end of each financial year and reduced to the extent that it is no longer probable that sufficient taxable profits will be available to allow all or part of the asset to be recovered.

Deferred tax is calculated at the tax rates that are expected to apply in the period when the liability is settled or the asset realised based on the tax rates (and tax laws) that have been enacted or substantively enacted by the end of the financial year and based on the tax consequence that will follow from the manner in which the Group expects, at the end of the financial year, to recover or settle the carrying amounts of its assets and liabilities.

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 they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis, or to realise the assets and settle the liabilities simultaneously, in each future period in which significant amounts of deferred tax liabilities or assets are expected to be settled or recovered.

Current and deferred tax are recognised as an expense or income in profit or loss, except when they relate to items credited or debited directly to equity, in which case the tax is also recognised directly in equity, or where they arise from the initial accounting for a business combination. In the case of a business combination, the tax effect is taken into account in calculating goodwill or determining the excess of the acquirer's interest in the net fair value of the acquiree's identifiable assets, liabilities and contingent liabilities over cost.

2. Summary of material accounting policies (Continued)

2.8 Foreign currency transactions and translation

Foreign currency transactions are translated into the individual entities' respective functional currencies at the exchange rates prevailing on the date of the transaction. At the end of each financial year, monetary items denominated in foreign currencies are retranslated at the rates prevailing as of the end of the financial year. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing on the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items, and on retranslation of monetary items are included in profit or loss for the year. Exchange differences arising on the retranslation of non-monetary items carried at fair value are included in profit or loss for the year except for differences arising on the retranslation of non-monetary items in respect of which gains and losses are recognised directly in equity. For such non-monetary items, any exchange component of that gain or loss is also recognised directly in equity through other comprehensive income.

For the purpose of presenting consolidated financial statements, the assets and liabilities of the Group's foreign operations (including comparatives) are expressed in Malaysia Ringgit using exchange rates prevailing at the end of the financial year. Income and expense items (including comparatives) are translated at the average exchange rates for the period, unless exchange rates fluctuated significantly during that period, in which case the exchange rates at the dates of the transactions are used. Exchange differences arising, if any, are classified as equity and transferred to the Group's translation reserve. Such translation differences are recognised in profit or loss in the period in which the foreign operation is disposed of.

2.9 Property, plant and equipment

Property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. The cost of property, plant and equipment includes its purchase price and any costs directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management. Dismantlement, removal or restoration costs are included as part of the cost of property, plant and equipment if the obligation for dismantlement, removal or restoration is incurred as a consequence of acquiring or using the property, plant and equipment.

Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

When parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Subsequent expenditure relating to property, plant and equipment is added to the carrying amount of the asset only when it is probable that future economic benefits associated with the item will flow to the entity and the cost of the item can be measured reliably. All other repair and maintenance expenses are recognised in profit or loss when incurred.

Depreciation is recognised as an expense in profit or loss on a straight-line basis over the estimated useful lives of each component of an item of property, plant and equipment, unless it is included in the carrying amount of another asset.

Depreciation is recognised from the date that the property, plant and equipment are installed and are ready for use, or in respect of internally constructed assets, from the date that the asset is completed and ready for use.

2. Summary of material accounting policies (Continued)

2.9 Property, plant and equipment (Continued)

The estimated useful lives for the current and comparative years are as follows:

Renovations	-	2 years or shorter of lease period
Computers	-	2.5 years
Equipment and fittings	-	2 to 10 years
Motor vehicles	-	5 years
Office buildings	-	2 years

For right-of-use assets for which ownership of the underlying asset is not transferred to the Group by the end of the lease term, depreciation is charged over the lease term, using the straight-line method. The lease periods are disclosed in Note 23.

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

The estimated useful lives, residual values and depreciation methods are reviewed, and adjusted as appropriate, at the end of each financial year.

The gain or loss, being the difference between the sales proceeds and the carrying amount of the asset, arising on disposal or retirement of an item of property, plant and equipment is recognised in profit or loss.

Fully depreciated property, plant and equipment are retained in the financial statements until they are no longer in use.

2.10 Impairment of non-financial assets

The Group reviews the carrying amounts of its non-financial assets as at each reporting date to assess for any indication of impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs.

The recoverable amount of an asset or cash-generating unit is the higher of its fair value less costs to sell and its value-in-use. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

An impairment loss for the amount by which the asset's carrying amount exceeds the recoverable amount is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

2. Summary of material accounting policies (Continued)

2.11 Assets held for sale

Assets are classified as held for sale when their carrying amount will be recovered principally through a sale transaction rather than through continuing use and the sale is highly probable with the asset being available for immediate sale in its present condition. Management must be committed to the sale, which should be expected to be completed within one year from the date of classification.

They are measured at the lower of the carrying amount and fair value less costs to sell. Any impairment loss on initial classification and subsequent measurement is recognised as an expense. Any subsequent increase in fair value less costs to sell (not exceeding the accumulated impairment loss that has been previously recognised) is recognised in profit or loss.

Depreciation and amortisation for an asset cease once it is classified as held for sale or while it is part of a disposal group classified as held for sale. Interest and other expenses attributable to the liabilities of a disposal group classified as held for sale shall continue to be recognised.

2.12 Financial instruments

The Group recognises a financial asset or a financial liability in its statement of financial position when the Group becomes party to the contractual provisions of the instrument.

Financial assets

Initial recognition and measurement

With the exception of trade receivables that do not contain a significant financing component or for which the Group applies a practical expedient, all financial assets are initially measured at fair value, plus transaction costs, except for those financial assets classified as at fair value through profit or loss, which are initially measured at fair value. Such trade receivables that do not contain a significant financing component or for which the Group applies a practical expedient are measured at transaction price as defined in SFRS(I) 15 *Revenue from Contracts with Customers* (“SFRS(I) 15”) in Note 2.4.

The classification of the financial assets at initial recognition as subsequently measured at amortised cost, fair value through other comprehensive income (“FVTOCI”) and fair value through profit or loss (“FVTPL”) depends on the Group’s business model for managing the financial assets and the contractual cash flow characteristics of the financial asset.

The Group’s business model refers to how the Group manages its financial assets in order to generate cash flows which determines whether cash flows will result from collecting contractual cash flows, selling financial assets or both.

The Group determines whether the asset’s contractual cash flows are solely payments of principal and interest (“SPPI”) on the principal amount outstanding to determine the classification of the financial assets.

Financial assets at amortised cost

A financial asset is subsequently measured at amortised cost if the financial asset is held within a business model whose objective is to hold financial assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

Subsequent to initial recognition, the financial asset at amortised cost are measured using the effective interest method and is subject to impairment. Gains or losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

2. Summary of material accounting policies (Continued)

2.12 Financial instruments (Continued)

Financial assets (Continued)

Effective interest method

The effective interest method is a method of calculating the amortised cost of a financial instrument and allocating the interest income or expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash receipts or payments (including all fees on points paid or received that form an integral part of the effective interest rate, transaction costs and other premiums or discounts) through the expected life of the financial instrument, or where appropriate, a shorter period, to the net carrying amount of the financial instrument. Income and expense are recognised on an effective interest basis for debt instruments other than those financial instruments at fair value through profit or loss.

Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable.

Impairment of financial assets

The Group recognises a loss allowance for expected credit losses ("ECL") on financial assets measured at amortised cost. At each reporting date, the Group assesses whether the credit risk on a financial asset has increased significantly since initial recognition by assessing the change in the risk of a default occurring over the expected life of the financial instrument. Where the financial asset is determined to have low credit risk at the reporting date, the Group assumes that the credit risk on financial assets has not increased significantly since initial recognition.

The Group uses reasonable and supportable forward-looking information that is available without undue cost or effort as well as past due information when determining whether credit risk has increased significantly since initial recognition.

Where the credit risk on that financial instrument has increased significantly since initial recognition, the Group measures the loss allowance for a financial instrument at an amount equal to the lifetime ECL. Where the credit risk on that financial instrument has not increased significantly since initial recognition, the Group measures the loss allowance for that financial instrument at an amount equal to 12-month ECL.

The Group applies the simplified approach to recognise the ECL for trade receivables and contract assets, which is to measure the loss allowance at an amount equal to lifetime ECL. As a practical expedient, the Group uses an allowance matrix derived based on historical credit loss experience adjusted for current conditions and forecasts of future economic conditions for measuring ECL.

While they are not financial assets, contract assets arising from the Group's contracts with customers under SFRS(I) 15 are assessed for impairment in accordance with SFRS(I) 9, similar to that of trade receivables.

The amount of ECL or reversal thereof that is required to adjust the loss allowance at the reporting date to the amount that is required to be recognised is recognised in profit or loss.

The Group directly reduces the gross carrying amount of a financial asset when the entity has no reasonable expectations of recovering a financial asset in its entirety or a portion thereof.

For details on the Group's accounting policy for its impairment of financial assets, refer to Note 29.

2. Summary of material accounting policies (Continued)

2.12 Financial instruments (Continued)

Financial assets (Continued)

Derecognition of financial assets

The Group derecognises a financial asset only when the contractual rights to the cash flows from the financial asset expire, or it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group neither transfers nor retains substantially all the risks and rewards of ownership of the financial asset and continues to control the transferred asset, the Group recognises its retained interest in the asset and an associated liability for amounts it may have to pay. If the Group retains substantially all the risks and rewards of ownership of a transferred financial asset, the Group continues to recognise the financial asset and also recognises a collateralised borrowing for the proceeds receivables.

Financial liabilities and equity instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of the Group after deducting all of its liabilities. Equity instruments are recorded at the proceeds received, net of direct issue costs.

Ordinary share capital

Ordinary share capital is classified as equity. Incremental costs directly attributable to the issue of ordinary shares and share options are recognised as a deduction from equity.

Financial liabilities

Initial recognition and measurement

All financial liabilities are recognised on trade date – the date on which the Group commits to purchase or sell the asset. All financial liabilities are initially measured at fair value, minus transaction costs, except for those financial liabilities classified as at fair value through profit or loss, which are initially measured at fair value.

Financial liabilities are classified as either financial liabilities at fair value through profit or loss or other financial liabilities.

Financial liabilities are classified as at fair value through profit or loss if the financial liability is either held for trading or it is designated as such upon initial recognition. Financial liabilities classified as at fair value through profit or loss comprise derivatives that are not designated or do not qualify for hedge accounting.

2. Summary of material accounting policies (Continued)

2.12 Financial instruments (Continued)

Financial liabilities and equity instruments (Continued)

Other financial liabilities

Trade and other payables

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, where applicable, using the effective interest method, with interest expense recognised on an effective yield basis. A gain or loss is recognised in profit or loss when the liability is derecognised and through the amortisation process.

Loans and borrowings

Interest-bearing bank loans and overdrafts are initially measured at fair value, and are subsequently measured at amortised cost, using the effective interest method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in accordance with the Group's accounting policy for borrowing costs in Note 2.5. A gain or loss is recognised in profit or loss when the liability is derecognised and through the amortisation process.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire.

Offsetting of financial instruments

A financial asset and a financial liability shall be offset and the net amount presented in the statement of financial position when, and only when, an entity:

(a) Currently has a legally enforceable right to set off the recognised amounts; and

(b) Intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously

2.13 Development properties

Development properties are measured at the lower of cost and net realisable value. Cost includes acquisition costs, development expenditure, capitalised borrowing costs (applicable to construction of a development for which revenue is to be recognised at a point in time) and other costs directly attributable to the development activities.

Net realisable value is the estimated selling price in the ordinary course of business, less estimated costs of completion and selling expenses. The write-downs to net realisable value are presented as allowance for foreseeable losses. An impairment loss is reversed if the conditions for write-downs to net realisable value no longer exist or have improved.

2. Summary of material accounting policies (Continued)

2.14 Cash and cash equivalents

Cash and cash equivalents comprise cash at bank and short-term deposits with maturities of three months or less from the date of acquisition that are subject to an insignificant risk of changes in their fair value, and are used by the Group in the management of its short-term commitments. For the purpose of the consolidated statement of cash flows, bank overdrafts that are repayable on demand and fixed deposits pledged that form an integral part of the Group's cash management are included in cash and cash equivalents.

2.15 Leases

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

Where a contract contains more than one lease component, the Group allocates the consideration in the contract to each lease component on the basis of the relative standalone price of the lease component. Where the contract contains non-lease components, the Group applied the practical expedient to not to separate non-lease components from lease components, and instead account for each lease component and any associated non-lease components as a single lease component.

The Group recognises a right-of-use asset and lease liability at the lease commencement date for all lease arrangement for which the Group is the lessee, except for leases which have lease term of 12 months or less and leases of low value assets for which the Group applied the recognition exemption allowed under SFRS(I) 16. For these leases, the Group recognises the lease payment as an expense on a straight-line basis over the term of the lease.

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

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the end of the lease term. When the lease transfers ownership of the underlying asset to the Group by the end of the lease term or the cost of the right-of-use asset reflects that the Group will exercise a purchase option, the right-of-use asset will be depreciated over the useful life of the underlying asset, which is determined on the same basis as those of property, plant and equipment. The right-of-use asset is also reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability, where applicable.

Right-of-use assets are presented within "property, plant and equipment".

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the lessee's incremental borrowing rate.

The Group generally uses the incremental borrowing rate as the discount rate. To determine the incremental borrowing rate, the Group obtains a reference rate and makes certain adjustments to reflect the terms of the lease and the asset leased.

2. Summary of material accounting policies (Continued)

2.15 Leases (Continued)

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

- fixed payments, including in-substance fixed payments less any lease incentive receivable;
- variable lease payments that depend on an index or a rate, initially measured using the index or rate as at the commencement date;
- amounts expected to be payable under a residual value guarantee;
- the exercise price under a purchase option that the Group is reasonably certain to exercise; and
- payments of penalties for terminating the lease if the Group is reasonably certain to terminate early and lease payments for an optional renewal period if the Group is reasonably certain to exercise an extension option.

The lease liability is measured at amortised cost using the effective interest method. The Group remeasures the lease liability when there is a change in the lease term due to a change in assessment of whether it will exercise a termination or extension or purchase option or due to a change in future lease payment resulting from a change in an index or a rate used to determine those payment.

Where there is a remeasurement of the lease liability, a corresponding adjustment is made to the right-of-use asset or in profit or loss where there is a further reduction in the measurement of the lease liability and the carrying amount of the right-of-use asset is reduced to zero.

<u>The Group as a lessor</u>

Where a contract contains more than one lease and/or non-lease component, the Group allocates the consideration in the contract to each lease component on the basis of the relative standalone price of the lease component.

At the lease commencement date, the Group assess and classify each lease as either an operating lease or a finance lease. Leases are classified as finance leases whenever the terms of the lease transfer substantially all the risks and rewards incidental to ownership of the leased assets to the lessee. All other leases are classified as operating leases.

Operating leases

Rental income from operating leases is recognised on a straight-line basis over the term of the relevant lease unless another systematic basis is more representative of the time pattern in which use benefit derived from the leased asset is diminished. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised on a straight-line basis over the lease term.

2. Summary of material accounting policies (Continued)

2.16 Provisions

Provisions are recognised when the Group has a present legal or constructive obligation as a result of a past event, it is probable that the Group will be required to settle the obligation, and a reliable estimate can be made of the amount of the obligation.

The amount recognised as a provision is the best estimate of the consideration required to settle the present obligation at the end of the financial year, taking into account the risks and uncertainties surrounding the obligation. Where a provision is measured using the cash flows estimated to settle the present obligation, its carrying amount is the present value of those cash flows.

When some or all of the economic benefits required to settle a provision are expected to be recovered from a third party, the receivable is recognised as an asset if it is virtually certain that reimbursement will be received and the amount of the receivable can be measured reliably.

Changes in the estimated timing or amount of the expenditure or discount rate are recognised in profit or loss as they arise.

2.17 Contingencies

A contingent liability is:

(i) a possible obligation that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group; or

(ii) a present obligation that arises from past events but is not recognised because:

- (a) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or
- (b) the amount of the obligation cannot be measured with sufficient reliability.

A contingent asset is a possible asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of one or more uncertain future events not wholly within the control of the Group.

Contingencies are not recognised on the statement of financial position of the Group, except for contingent liabilities assumed in a business combination that are present obligations and which the fair value can be reliably determined.

2.18 Government grants

Government grants are recognised where there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. Where the grant relates to an expense, the grant is recognised as income in profit or loss on a systematic basis over the periods in which the related costs, for which the grants are intended to compensate, is expensed. Where the grant relates to an asset, the grant is recognised as deferred capital grant on the statement of financial position and is amortised to profit or loss over the expected useful life of the relevant asset by equal annual instalment.

2. Summary of material accounting policies (Continued)

2.19 Segment reporting

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the group of executive directors and the chief executive officer who make strategic decisions. Refer to Note 27.

3. Critical accounting judgements and key sources of estimation uncertainty

The Group made judgements, estimates and assumptions about the carrying amounts of assets and liabilities that were not readily apparent from other sources in the application of the Group's accounting policies. Estimates and judgements are continually evaluated and are based on historical experience and other factors that are considered to be reasonable under the circumstances. Actual results may differ from the estimates.

3.1 Critical judgements made in applying the Group's accounting policies

Management is of the opinion that there is no critical judgement that has a significant effect on the amounts recognised in the financial statements.

3.2 Key sources of estimation uncertainty

The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

Estimation of allowance for foreseeable losses for development properties

The Group assesses at every reporting date whether there is any allowance for foreseeable losses. The allowance for foreseeable losses is estimated after taking into account estimated selling prices and estimated total construction costs and costs to sell. The estimated selling prices are based on prevailing market trends in relation to the recent transacted of comparable properties in Malaysia. The estimated total construction costs are based on future costs to complete the projects and development plans of the Group, taking into consideration available industry data, status of construction progress, deviation in design plans, cost overruns and current market factors.

Based on the assessment, there is a reversal of allowance for foreseeable losses on development properties of RM6,255,222 (2022: RM5,394,706) during the financial year 31 December 2023.

Measurement of ECL of trade receivables

The Group uses an allowance matrix to measure ECL for trade receivables. The ECL rates are based on the Group's historical loss experience of the customers, for the last 3 years prior to the reporting date for various customer groups that are assessed by adjusted for forward looking factors specific to the debtors and the economic environment which could affect the ability of the debtors to settle the trade receivables. In considering the impact of the economic environment on the ECL rates, the Group assesses, for example, the gross domestic production growth rates of the country (i.e. Malaysia). The Group adjusts, as necessary, the allowance matrix at each reporting date. Such estimation of the ECL rates may not be representative of the actual default in the future. The expected loss allowance on the Group's trade receivables as at 31 December 2023 was RM Nil (2022: RM Nil).

3. Critical accounting judgements and key sources of estimation uncertainty (Continued)

3.2 Key sources of estimation uncertainty (Continued)

Provision for income taxes

The Group has exposure to income taxes in several jurisdictions of which a portion of these taxes arose from certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business. The Group recognises liabilities expected tax issues based on their best estimates of the likely taxes due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made. The carrying amount of the Group's income tax as at 31 December 2023 was tax recoverable of RM647,769 (2022: tax recoverable of RM799,489).

Impairment of investment in subsidiaries

At the end of each financial year, an assessment is made on whether there are indicators that the Company's investment in subsidiaries are impaired or that an impairment loss recognised in prior periods may no longer exist or may have decreased. Where applicable, the Company's and Group's determination of the recoverable value is based on the estimation of the value-in-use of the applicable assets as defined in SFRS(I) 1-36 *Impairment of Assets* by forecasting the expected future cash flows for a period up to 5 years, using a suitable discount rate in order to calculate the present value of those cash flows. The Company's carrying amounts of investment in subsidiaries as at 31 December 2023 was RM85,000,000 (2022: RM100,000,000).

4. Revenue

	Group	
	2023 RM	2022 RM
Revenue from sale of development properties		
- transferred at a point in time	60,736,144	79,736,731

Geographic market information in relation to revenue of the Group is not presented as the Group's revenue is derived from Malaysia only.

5. Cost of sales

	Group	
	2023 RM	2022 RM
Cost for sale of development properties, including fulfilment cost	55,026,208	57,814,792
Reversal of foreseeable loss on development properties (refer to accounting policy in Note 2.13)	(6,255,222)	(5,394,706)
	48,770,986	52,420,086

6. Other income

	Group 2023 RM	Group 2022 RM
Rental income	91,080	107,950
Interest income	–	8,514
Gain on disposal of asset held for sales	598,313	–
Government grant	–	72,677
Project marketing consultancy service fee	1,559,973	–
Reversal of provision for Social Projects Fund ("SPF") Contribution	800,000	–
Others	46,836	46,558
	3,096,202	235,699

Project marketing consultancy service fee mainly relates to a non-recurrence service engaged by a third party for the provision of project sales and marketing relating to a commercial development project, Business Boulevard @ Central Park ("BBCP") with the agreed consideration based on the actual transacted units.

The reversal of the provision for SPF Contribution was mainly due to the Company no longer being entitled to future tax benefits on the land from making SPF Contribution after the completion of the disposal of the asset held for sale.

7. Net finance income/(costs)

	Group 2023 RM	Group 2022 RM
Finance income		
Foreign exchange gain	–	11,059
Interest income	182,922	90,834
Late payment interest charged to customers	–	72,368
Adjustment to accrued interest (including waiver of interest by main contractor) (Note 25a)	7,437,506	4,159,852
	7,620,428	4,334,113
Finance costs		
Interest expense on:		
- term loan	–	9,694
- bank overdrafts	(775,862)	(703,306)
- advances from a controlling shareholder	(495,439)	(2,209,665)
- advances from affiliated corporations	(72,833)	(4,217,401)
- lease liabilities	(25,773)	(37,995)
- others	(165,249)	–
	(1,535,156)	(7,158,673)
Net finance income/(costs)	6,085,272	(2,824,560)

8. Profit before income tax

The following items have been included in arriving at profit for the year:

	Group	
	2023	2022
	RM	RM
Audit fees paid to:		
- auditors of the Company	353,520	332,885
- auditors of other components	95,000	100,000
Bad debts written off	–	37,756
Depreciation of property, plant and equipment	442,510	396,538
Directors' fee	611,862	556,214
Directors' remuneration of the Company:		
- Short-term benefits	547,075	382,153
- Employers' contribution to defined contribution plans	66,825	46,919
Employee benefits expenses (see below)	6,263,607	5,734,537
Short term lease expense	477,120	482,568
Reversal of liquidated ascertained damages	(356,621)	–
Employee benefits expense:		
Wages and salaries	5,496,356	4,975,709
Employer's contribution to defined contribution plans including Central Provident Fund	585,406	574,335
Other benefits	181,845	184,493
	6,263,607	5,734,537

9. Tax (expense)/credit

	Group 2023 RM	Group 2022 RM
Current tax expense/(credit)		
Under/(Over) provision in prior years	13,947	(564,116)
Tax expense/(credit)	13,947	(564,116)

	Group 2023 RM	Group 2022 RM
Reconciliation of effective tax rate		
Profit before income tax	410,017	5,521,169
Tax using the Malaysia tax rate of 24% (2022: 24%)	98,404	1,325,081
Effect of different tax rates in foreign jurisdiction	250,123	209,610
Non-deductible expenses	1,457,686	768,754
Non-taxable income	(3,307,590)	(40,957)
Deferred tax assets not recognised	1,501,377	535,673
Utilisation of previously unrecognised deferred tax	–	(2,798,161)
Under/(Over) provision in prior years	13,947	(564,116)
	13,947	(564,116)

Deferred tax assets have not been recognised in respect of the following items:

	Group 2023 RM	Group 2022 RM
Property, plant and equipment	26,277	131,471
Unutilised tax losses	46,592,175	40,276,323
Unutilised capital allowances	111,805	63,277
Others	13,593	17,043
	46,743,850	40,488,114

The unutilised tax losses will expire in the 10th year anniversary under the current tax legislation in Malaysia while the unutilised capital allowances and other deductible temporary differences do not expire under current tax legislation in Malaysia. Deferred tax assets have not been recognised in respect of these items because it is not probable that future taxable profit will be available against which the Group can utilise the benefits therefrom.

10. Earning per share

(a) Basic earning per share

Basic earning per share is calculated by dividing the net profit attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the financial year.

	Group	
	2023	2022
	RM	RM
Profit attributable to owners of the Company	3,073,536	7,911,622
Weighted average number of ordinary shares outstanding for basic earning per share (in units)	1,869,434,303	1,869,434,303
Basic earning per share (RM cents per share)	0.16	0.42

(b) Diluted earning per share

The basic earning per share for the year ended 31 December 2023 and 31 December 2022 is the same as the respective diluted earning per share, as there were no potential dilutive ordinary shares in existence during the year ended 31 December 2023 and 31 December 2022.

11. Property, plant and equipment

	Renovations	Computers	Equipment and fittings	Motor vehicles	Office buildings	Total
	RM	RM	RM	RM	RM	RM
Group						
Cost						
At 1 January 2022	2,845,721	454,480	486,342	2,216,498	1,246,436	7,249,477
Additions	–	50,375	47,131	–	236,854	334,360
At 31 December 2022	2,845,721	504,855	533,473	2,216,498	1,483,290	7,583,837
Additions	–	62,872	89,772	–	–	152,644
At 31 December 2023	2,845,721	567,727	623,245	2,216,498	1,483,290	7,736,481
Accumulated depreciation						
At 1 January 2022	2,845,721	394,437	388,726	2,167,641	642,847	6,439,372
Depreciation charge	–	52,038	23,806	45,003	275,691	396,538
At 31 December 2022	2,845,721	446,475	412,532	2,212,644	918,538	6,835,910
Depreciation charge	–	51,491	42,392	3,854	344,773	442,510
At 31 December 2023	2,845,721	497,966	454,924	2,216,498	1,263,311	7,278,420
Carrying amount						
At 31 December 2023	–	69,761	168,321	–	219,979	458,061
At 31 December 2022	–	58,380	120,941	3,854	564,752	747,927

11. Property, plant and equipment (Continued)

Property, plant and equipment includes right-of-use assets with carrying amount of RM219,979 (2022: RM568,606). Details of right-of-use assets are disclosed in Note 23(a).

During the financial year, the Group acquired property, plant and equipment for an aggregate of approximately RM152,644 (2022: RM334,360) of which RM Nil (2022: RM236,854) was acquired by means of a lease.

12. Investment in subsidiaries

	Company	
	2023	2022
	RM	RM
Unquoted equity shares, at cost	1,229,000,000	1,229,000,000
Less: Impairment loss	(1,144,000,000)	(1,129,000,000)
Carrying amount	85,000,000	100,000,000

The movement in allowance for impairment loss on investment in subsidiaries during the year is as follows:

	Company	
	2023	2022
	RM	RM
At beginning of the year	1,129,000,000	1,029,000,000
Addition	15,000,000	100,000,000
At end of the year	1,144,000,000	1,129,000,000

An assessment is made on whether there are indicators that the Company's investment in subsidiaries is impaired. The estimate of the recoverable amount is determined based on value-in-use calculations. Value-in-use is calculated based on the estimated cash flows generated from the sale of development properties and proposed development projects to be undertaken by the cash generating units comprise Astaka Padu Sdn Bhd, Astaka Development Sdn Bhd and Bukit Pelali Properties Sdn Bhd.

For estimated cash flows generated from the sale of development properties and future phases to be developed, the Company has assessed the estimated selling prices, future costs to complete the projects and development plans of the Group, taking into consideration available industry data, status of construction progress, deviation in design plans, cost overruns and current market factors.

During the year, the Company carried out a review of the recoverable amount of its investments in subsidiaries. The review led to the recognition of an impairment loss of RM15,000,000 (2022: RM100,000,000) that has been recognised in profit or loss, representing the write down of the investments in subsidiaries to their recoverable amount based on the subsidiaries' estimated cash flows generated from the sale of development properties and proposed development projects to be undertaken by the subsidiaries.

12. Investment in subsidiaries (Continued)

Key assumptions used in the estimated cash flows

The key assumptions used in the estimated cash flows are set out below.

Development properties	Key assumptions
Completed projects	■ Estimated selling price of RM228 to RM905 (2022: RM280 to RM930) per square feet.
Future phases to be developed	■ Estimated selling price of RM240 to RM660 (2022: RM240 to RM650) per square feet for apartments, offices, houses, hotel and club house.
	■ Estimated selling price of RM58 to RM170 (2022: RM50 to RM170) for low-cost houses and shops.
	■ Estimated construction costs of RM230 to RM574 (2022: RM230 to RM570) per square feet for apartments, offices, houses, hotel and club house.
	■ Estimated construction costs of RM123 to RM180 (2022: RM120 to RM180) per square feet for low-cost houses and shops.
	■ Pre-tax discount rate of 14.47% (2022: 11.18%).

Details of the subsidiaries are as follows:

Name of subsidiary	Principal activities	Country of incorporation	Ownership interest 2023 %	Ownership interest 2022 %
Held by the Company				
Astaka Padu Limited [1]	Investment holding	British Virgin Islands	99.99	99.99
Held by Astaka Padu Limited				
Astaka Padu Sdn Bhd [2]	Property development	Malaysia	100	100
Held by Astaka Padu Sdn Bhd				
Astaka Development Sdn Bhd [2]	Property development	Malaysia	100	100
Bukit Pelali Properties Sdn Bhd [2]	Property development	Malaysia	51	51
Astaka Capital Sdn Bhd [2]	Property development	Malaysia	51	–
Held by Bukit Pelali Properties Sdn Bhd				
Bukit Pelali Healthcare Sdn Bhd [2]	Dormant	Malaysia	100	100
Bukit Pelali Hotels Sdn Bhd [2]	Dormant	Malaysia	100	100

1 Not required to be audited by law in the country of incorporation.

2 Audited by Mazars PLT

Incorporation of a subsidiary

On 31 May 2023, the Group has incorporated a 51% owned subsidiary, Astaka Capital Sdn Bhd with an initial issued and paid-up share capital of 100,000 shares of RM1.00 per share, and its principal activities are investment holding and property development.

13. Development properties

	Group	
	2023	2022
	RM	RM
Completed properties held for sale:		
- completed properties	98,542,181	148,287,601
Properties for development representing mainly development costs, at cost	146,630,648	129,800,729
Total	245,172,829	278,088,330

For developed but unsold units in The Astaka, the Group has assessed the net realisable value based on latest valuation obtained from an independent external valuer less estimated cost to sales.

Securities

On 12 April 2017, a subsidiary of the Company, Astaka Padu Sdn Bhd ("APSB") has entered into a loan agreement with China State Construction Engineering (M) Sdn Bhd ("CSCE") and as a security under the loan agreement, a lien holder caveat has been created on certain lands owned by Saling Syabas Sdn Bhd ("SSSB"), non-controlling shareholder of Bukit Pelali Properties Sdn Bhd ("BPPSB"). SSSB is owned by the controlling shareholder of the Company, Dato' Malek. The said lands are located in Bukit Pelali, Pengerang, Johor, Malaysia, which the Group has the sole and exclusive development rights to develop its development properties. On 29 November 2021, APSB and CSCE have entered into a settlement agreement and on 29 December 2023, APSB and CSCE have entered into a supplementary agreement to vary certain terms and conditions of the settlement agreement, which include clauses in relation to the defects retention sum, other retention sum and accrued interest and 4 land parcels remain secured to CSCE. As at 31 December 2023, the Group had incurred and recorded RM38,293,465 (2022: RM38,382,272) in development properties for the share of master infrastructure costs on the said lands.

For more details, please refer to Note 25 of the consolidated financial statements of the Group.

Completed properties held for sale

The amount relates primarily to cost attributable to the completed properties held for sale.

	Group	
	2023	2022
	RM	RM
Completed properties held for sale		
- aggregate costs incurred	104,507,839	160,508,481
- allowance for foreseeable losses	(5,965,658)	(12,220,880)
	98,542,181	148,287,601

13. Development properties (Continued)

Completed properties held for sale (Continued)

The movement in allowance for foreseeable losses on development properties during the year is as follows:

	Group	
	2023	2022
	RM	RM
At beginning of the year	12,220,880	17,615,586
Reversal of foreseeable loss on development properties sold at above carrying amount (Note 5)	(6,255,222)	(5,394,706)
At end of the year	5,965,658	12,220,880

The major development properties are as follows:

Project name/ location	Description	Tenure	Site area (acre)	Gross floor area (square feet)	Stage of completion	Expected completion (Financial year)	Group's interest in properties
The Astaka @ One Bukit Senyum/ Johor Bahru, Malaysia	Luxury condominium	Freehold	2.42	1,434,900	100%	Completed	99.99%
Majlis Bandaraya Johor Bahru/ Johor Bahru, Malaysia	15-storey commercial office tower	Freehold	1.37	442,810	100%	Completed	99.99%
Bukit Pelali Phase 1A/ Pengerang, Malaysia	Commercial shop office development	99 years leasehold	0.87	75,715	100%	Completed	50.99%
Bukit Pelali Phase 1A/ Pengerang, Malaysia	Residential development	99 years leasehold	15.93	370,575	100%	Completed	50.99%
Bukit Pelali Phase 1B/ Pengerang, Malaysia	Residential development	99 years leasehold	25.46	512,055	100%	Completed	50.99%
Bukit Pelali Phase 2A & 2B/ Pengerang, Malaysia	Commercial shop office development	99 years leasehold	3.48	379,465	100%	Completed	50.99%
The Aliva @ Mount Austin/ Johor Bahru, Malaysia	Residential and commercial development	Freehold	2.00	364,645	–	2026	99.99%
Future phases in Bukit Pelali/ Pengerang, Malaysia	Mixed township development comprising of residential, shop offices, private mart and hospital	99 years leasehold	166.05	9,654,029	–	–	50.99%

14. Asset held for sales

On 14 January 2022, APSB has entered into the sale and purchase agreement (the "SPA") with Seaview Holdings Sdn Bhd ("SHSB") for the proposed sale of a parcel of freehold land held under H.S.(D) 571006, PTD 233330, Mukim of Plentong, District of Johor Bahru, State of Johor, measuring approximately 7.65 acres in area (the "Land"), amounting to RM116,000,000 (the "Proposed Disposal"). The Proposed Disposal has been completed as at 27 June 2023 following the receipt of the full payment of the consideration of the Land from SHSB to APSB and resulted a gain on disposal amount of RM598,313 during the year.

As at 31 December 2023, the carrying amount of asset held for sales was RM Nil (31 December 2022: RM115,401,687).

15. Contract assets

	Group		
	2023	**2022**	**1 January 2022**
	RM	**RM**	**RM**
Contract assets	–	1,146,361	2,814,580

The contract asset relates to the revenue recognised to date but has not been invoiced to the customer as at the financial year end and is transferred to trade receivables at the point when it is invoiced to the customers. The significant changes in the contract assets during the year are as follows:

	Group	
	2023	**2022**
	RM	**RM**
At beginning of the year	1,146,361	2,814,580
Contract assets reclassified to trade receivables that was included in the contract asset balance at the beginning of the year	(1,146,361)	(2,814,580)
Revenue recognised but not billed, excluding amounts reclassified to trade receivables during the year	–	1,146,361
At end of the year	–	1,146,361

The exposure to credit risk and impairment losses related to contract assets is disclosed in Note 29.

16. Trade and other receivables

	Group 2023 RM	Group 2022 RM	Company 2023 RM	Company 2022 RM
Trade receivables from:				
- third parties	6,305,047	3,839,903	–	–
	6,305,047	3,839,903	–	–
Amounts due from subsidiaries	–	–	97,771,680	101,066,896
Stakeholding money receivables	–	2,091,924	–	–
Other receivables	1,497,540	1,024,324	–	–
Refundable deposits	1,205,303	3,152,064	–	–
Less: Impairment loss allowance amounts due from subsidiaries	–	–	(97,771,680)	(101,066,896)
	9,007,890	10,108,215	–	–
Advance payments	102,178	210,778	–	–
Prepayments	134,768	121,828	5,502	30,451
	9,244,836	10,440,821	5,502	30,451

Trade receivables are generally on 21 days (2022: 21 days) credit terms and an interest rate of 10% (2022: 10%) per annum for late payment.

Amounts due from subsidiaries are non-trade, unsecured, interest-free and are repayable on demand.

Deposits consist of refundable deposits paid to office rental, office utilities, and local authority for construction.

The exposure to credit risk and impairment losses related to trade and other receivables is disclosed in Note 29.

17. Amounts due from related parties

	Group 2023 RM	Group 2022 RM	Company 2023 RM	Company 2022 RM
Amounts due from:				
- affiliated corporations	726,008	–	–	–
- a controlling shareholder	711,563	–	–	–
	1,437,571	–	–	–

Amounts due from related parties are non-trade, unsecured, interest-free and are repayable on demand.

18. Cash and cash equivalents

	Group		Company	
	2023	2022	2023	2022
	RM	RM	RM	RM
Cash and bank balances	16,156,626	5,832,780	641,522	473,882
Fixed deposits pledged	329,798	1,371,720	–	–
	16,486,424	7,204,500	641,522	473,882

For the purpose of presenting the consolidated statement of cash flows, cash and cash equivalents comprise the following:

	Group	
	2023	2022
	RM	RM
Cash and bank balances per consolidated statement of financial position	16,486,424	7,204,500
Less: Fixed deposits pledged	(329,798)	(1,371,720)
Less: Bank overdrafts (Note 24)	(11,911,348)	(11,929,101)
Cash and cash equivalents per consolidated statement of cash flows	4,245,278	(6,096,321)

The Group's fixed deposits are pledged as security for bank guarantees granted to the Group. The effective interest rate on fixed deposits of the Group is 2.80% (2022: 2.10%) per annum.

Included in cash and bank balances is an amount of RM4,370,007 (2022: RM815,969) of which the bank accounts are maintained in accordance with Housing Development (Housing Development Account) Regulation 1991 in Malaysia. These accounts, which consist of monies received from purchasers, are for the payment of property development expenditure incurred. The surplus monies, if any, will be released to the respective subsidiaries upon the completion of the property development projects and after all property development expenditure have been fully settled.

19. Share capital

	No. of ordinary shares issued	Amount of share capital	
	Company	Group	Company
		RM	RM
31 December 2023			
At beginning and end of the year	1,869,434,303	259,383,777	1,455,078,944
31 December 2022			
At beginning and end of the year	1,869,434,303	259,383,777	1,455,078,944

19. Share capital (Continued)

Ordinary shares

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All shares rank equally with regard to the Company's residual assets.

The Group's share capital amount differs from that of the Company as a result of reverse acquisition accounting upon completion of reverse acquisition on 19 November 2015.

20. Merger reserve

In 2014, Astaka Padu Limited ("APL") acquired the entire share capital of APSB through a share-for-share swap by issuing 80 ordinary shares amounting to RM20,000,000 to the shareholders of APSB. The acquisition of APSB by APL had been accounted for as a capital reorganisation as both APL and APSB were under common control of the same controlling shareholders.

The share capital of the Group issued for the purpose of the capital reorganisation in 2014 amounting to RM30,769,090 was measured based on deemed cost of acquiring APSB, being the existing carrying values of the net assets acquired. The resulting differences are recognised separately as a merger reserve.

21. Capital reserve

	Company	
	2023	2022
	RM	RM
At beginning and end of the year	1,419,389	1,419,389

Capital reserve represents the issue of shares to the Arranger of the Company during the listing of the Company in 2009 and the listing expenses borne by the shareholders were deemed to be capital contributions by the shareholders and were recognised as a component of equity in capital reserve.

22. Non-controlling interests

The following subsidiary has non-controlling interests ("NCI") that are material to the Group.

Name of subsidiary	Country of incorporation	Ownership interests held by NCI	
		2023	2022
		%	%
Bukit Pelali Properties Sdn Bhd ("BPPSB")	Malaysia	49.01	49.01

22. Non-controlling interests (Continued)

The following summarises the financial information for the above subsidiaries which are prepared in accordance with SFRS(I)s.

	BPP	Other immaterial NCI	Total
	RM	RM	RM
31 December 2023			
Revenue	4,794,155		
Loss for the year, representing total comprehensive loss for the year	(5,445,892)		
Attributable to NCI:			
Loss for the year, representing total comprehensive loss for the year	(2,668,765)	(8,701)	(2,677,466)
Non-current assets	27,269		
Current assets	168,900,363		
Current liabilities	(169,931,924)		
Net liabilities	(1,004,292)		
Net liabilities attributable to NCI	(492,154)	3,707	(488,447)
31 December 2022			
Revenue	8,302,738		
Loss for the year, representing total comprehensive loss for the year	(3,718,750)		
Attributable to NCI:			
Loss for the year, representing total comprehensive loss for the year	(1,822,377)	(3,960)	(1,826,337)
Non-current assets	36,644		
Current assets	174,498,123		
Current liabilities	(170,093,167)		
Net assets	4,441,600		
Net assets attributable to NCI	2,176,611	(36,592)	2,140,019

23. The Group as a lessee

The Group leases office buildings and motor vehicles for 2 to 5 years.

Extension options

The Group has several lease contracts with extension options exercisable by the Group up to 180 days before the end of the non-cancellable contract period. These extension options are exercisable by the Group and not by the lessors. The extension options are used by the Group to provide operation flexibility in terms of managing the assets used in the Group's operation. As at 31 December 2023, the Group is not reasonably certain that they will exercise these extension options.

23. The Group as a lessee (Continued)

Recognition exemptions

The Group has certain lease of office buildings with lease terms of 12 months or less. For such leases, the Group has elected not to recognise right-of-use assets and lease liabilities.

(a) *Right-of-use assets*

The carrying amount of right-of-use assets by class of underlying asset classified within property, plant and equipment are as follows:

	Office buildings RM	Motor vehicles RM	Total RM
Group			
At 1 January 2022	603,589	44,261	647,850
Addition	236,854	–	236,854
Depreciation	(275,691)	(40,407)	(316,098)
At 31 December 2022	564,752	3,854	568,606
Depreciation	(344,773)	(3,854)	(348,627)
At 31 December 2023	219,979	–	219,979

The total cash outflows for leases during the financial year ended 31 December 2023 was RM390,453 (2022: RM393,533).

b) *Lease liabilities*

	Group 2023 RM	Group 2022 RM
Lease liabilities - non-current	–	233,573
Lease liabilities - current	233,573	364,681
	233,573	598,254

The maturity analysis of lease liabilities is disclosed in Note 29. Lease liabilities are denominated in Malaysia Ringgit.

c) *Amounts recognised in profit or loss*

	Group 2023 RM	Group 2022 RM
Interest expenses on lease liabilities	25,773	37,995
Expense relating to short-term leases	477,120	482,568

24. Borrowings

	Group	
	2023	2022
	RM	RM
Current liabilities		
Secured		
Bank overdrafts	11,911,348	11,929,101

Terms and debt repayment schedule

Terms and conditions of outstanding borrowings are as follows:

	Currency	Nominal interest rate	Year of maturity	Carrying amount
		%		RM
Group				
31 December 2023				
Secured				
Bank overdrafts	RM	6.81%	2024	11,911,348
31 December 2022				
Secured				
Bank overdrafts	RM	6.81%	2023	11,929,101

Security

Included in the bank overdrafts is Affin Bank Berhad overdraft facility of RM12,000,000 (2022: RM12,000,000) for the working capital requirements of the Group, which is secured against a controlling shareholder's fixed deposit of RM12,000,000 (2022: RM12,000,000).

25. Trade and other payables

	Group		Company	
	2023	2022	2023	2022
	RM	RM	RM	RM
Trade payables	67,450,638	93,228,246	–	–
Other payables	15,180,687	78,709,785	537,067	308,898
Accrued land costs	1,550,047	2,104,910	–	–
Accrued transaction costs	10,768,026	10,637,716	–	–
Accrued expenses	14,285,734	21,392,328	–	–
	109,235,132	206,072,985	537,067	308,898

The normal trade credit terms granted to the Group range from 14 to 30 days (2022: 14 days to 30 days).

Included in the Group's trade payables is an amount of RM34,652,800 (2022: RM34,652,800) owing to the Johor State Government for acquisition of development land.

25. Trade and other payables (Continued)

Included in the Group's other payables is a receipt from SHSB for proposed disposal of land totalling RM63,800,000 in 2022. The Proposed Disposal has been completed as at 27 June 2023 following the receipt of the full payment of the consideration of the Land from SHSB.

Included in the Group's accrued expenses are:

(a) accrued interest expense of RM Nil (2022: RM8,630,358) arising from its trade payable amounts owing to a main contractor pertaining to settlement agreement. The reversal of RM7,437,506 (2022: RM4,159,852) was made for the adjustment to accrued interest (including waiver of interest by main contractor) during the year and recognised in the finance income (Note 7).

(b) accrued liquidated damages amounting to RM540,325 (2022: RM896,946), representing late payment charges for late delivery of the property development to purchasers.

(c) accrued authority fee required for foreign purchasers of RM3,084,856 (2022: RM5,334,856).

(d) accrued quit rent and assessment for BPP undeveloped phases of RM5,401,789 (2022: RM2,169,438).

2023 Supplemental Agreement with JBB Builders (M) Sdn. Bhd. ("JBB Builders")

On 22 June 2022, BPPSB entered into a conditional master supplemental agreement (the "Master Supplemental Agreement") with JBB Builders and APSB, to vary, amend and revise the payment term and payment structure of the outstanding contract sum of RM58,982,983.26, fully and finally, payable by BPPSB to JBB Builders for performing construction and infrastructure works pursuant to various letters of award, documents and contracts issued or signed by the BPPSB and JBB, in connection with the Bukit Pelali Project, pursuant to which, amongst others: (i) a sum of RM41,619,840.00, to be paid via transfer of twenty (20) properties which are legally and beneficially owned by APSB and situated at the residential development known as 'The Astaka @ One Bukit Senyum' ("The Astaka") to JBB Builders or its nominee(s), and (ii) a sum of RM17,363,143.26 to be paid by BPPSB to JBB Builders via 22 monthly instalments ("Cash Instalment").

On 13 April 2023, BPPSB entered into a supplemental agreement in respect of the Master Supplemental Agreement (the "Second Master Supplemental Agreement") with JBB Builders and APSB. Pursuant to the Second Master Supplemental Agreement, APSB, BPPSB and JBB Builders agree to, subject to any adjustment in the final account (if applicable), vary the manner of payment of the Cash Instalments set out under the Master Supplemental Agreement, in which the Cash Instalments shall be paid by BPPSB to JBB Builders via 21 monthly instalments instead of the 22 monthly Cash Instalments as contemplated under the Master Supplemental Agreement.

Settlement Agreement with CSCE

On 30 November 2021, the Company announced that APSB had, on 29 November 2021, entered into a settlement agreement with CSCE by way of consent judgment, as full and final settlement and discharge of all disputes, differences and claims by either party in connection with CSCE's claim against APSB for the sum of RM50,878,046.41 and interests thereon (the "Dispute") (the "2021 Settlement Agreement"). The terms of the 2021 Settlement Agreement include the potential transfer of up to five (5) properties within the development, The Astaka from APSB to CSCE or nominees of CSCE, at the discretion of APSB. To date, the five (5) properties have yet to be transferred from APSB to CSCE or nominees of CSCE.

25. Trade and other payables (Continued)

Settlement Agreement with CSCE (Continued)

On 30 December 2021, the Company announced that following the execution of the 2021 Settlement Agreement, CSCE had filed and recorded the consent judgment of the civil proceedings relating to the 2021 Settlement Agreement in the High Court of Malaya at Johor Bahru on 13 December 2021 (the "Consent Judgment"). Accordingly, both CSCE and APSB have since started to withdraw and/or discontinue the adjudication or civil proceedings relating to the Dispute.

Further to the Consent Judgment, APSB had on 22 December 2021, filed the notice of discontinuance in the Court of Appeal at Putrajaya and had withdrawn the Erinford Injunction at the Kuala Lumpur High Court.

On 29 December 2023, the Company announced that APSB and CSCE had, on 29 December 2023, entered into a supplementary settlement agreement (the "2023 Supplementary Settlement Agreement") with CSCE to vary certain terms and conditions of the 2021 Settlement Agreement.

Pursuant to the 2023 Supplementary Settlement Agreement, both parties had mutually agreed that a sum of RM4,450,000 be the costs to rectify defects that were to be carried out by CSCE under the relevant defect liability period for The Astaka. As CSCE did not carry out such rectification works, CSCE agrees to waive and relinquish its entitlement to the sum of RM4,450,000. Accordingly, CSCE agrees that it is only entitled to the remaining balance of retention sum of RM4,706,644. In addition, CSCE also agreed to waive and relinquish its entitlement to claim for the discounted accrued interest amounting to RM6,800,000 of the 2021 Settlement Agreement.

As at 31 December 2023, APSB has fulfilled its repayment milestones to CSCE in accordance with the 2021 Settlement Agreement and the 2023 Supplementary Settlement Agreement and an amount of RM14,319,828 remains outstanding.

26. Amounts due to related parties

	Group		Company	
	2023	2022	2023	2022
	RM	RM	RM	RM
Amounts due to:				
- affiliated corporations	69,634,015	86,338,683	–	–
- a controlling shareholder	–	26,901,740	–	–
- a subsidiary	–	–	3,414,993	3,222,495
	69,634,015	113,240,423	3,414,993	3,222,495

Amount due to a subsidiary is non-trade, unsecured, interest-free and repayable on demand.

Amounts due to affiliated corporations and a controlling shareholder are non-trade, unsecured, interest-free and are repayable on demand except for amounts of RM3,000,000 (2022: RM38,522,839), which bear interest of 8.0% (2022: 8.0%) per annum.

Affiliated corporations are defined as those companies in which a controlling shareholder of the Company is a director and controlling shareholder of these companies.

27. Segment information

Operating segments are reported in a manner consistent with the internal reporting provided to the Board of Directors. The Board of Directors is responsible for allocating resources and assessing performance of the operating segments. The operating segments were determined based on the reports reviewed by management.

Management considers that the entire Group's operations constitute a single segment which is in the business of property development in Malaysia. Management assesses the performance of the Group's operations based on the profit before tax, total assets and total liabilities which are measured in a manner consistent with that of the consolidated financial statements.

28. Significant related party transactions

A related party is defined as follows:

(a) A person or a close member of that person's family is related to the Company if that person:

- (i) Has control or joint control over the Company;
- (ii) Has significant influence over the Company; or
- (iii) Is a member of the key management personnel of the Company or of a parent of the Company.

(b) An entity is related to the Company if any of the following conditions applies:

- (i) The entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others);
- (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member);
- (iii) Both entities are joint ventures of the same third party;
- (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity;
- (v) The entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company. If the Company is itself such a plan, the sponsoring employers are also related to the Company;
- (vi) The entity is controlled or jointly controlled by a person identified in (a);
- (vii) A person identified in (a) (i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity);
- (viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the reporting entity or to the parent of the reporting entity.

The effect of the Group's and Company's transactions and arrangements with related parties is reflected in these financial statements. The balances are unsecured, interest-free and repayable on demand unless otherwise stated.

28. Significant related party transactions (Continued)

In addition to the related party information disclosed elsewhere in the consolidated financial statements, the following significant transactions took place between the Group and related parties during the financial year on terms agreed between the parties concerned:

	Group	
	2023	2022
	RM	RM
Affiliated corporations		
Advances from	7,900,000	61,593,722
Rental expenses	246,000	246,000
Interest expenses	72,835	4,217,401
Land costs paid/payable	554,862	1,285,883
A controlling shareholder of the Company		
Advances from	1,000,000	1,000,000
Interest expenses	495,438	2,209,665
Rental expenses	162,732	162,732

The controlling shareholder of the Company is Dato' Malek.

Key management personnel remuneration

	Group	
	2023	2022
	RM	RM
Short-term employee benefits	1,499,773	1,584,075
Post-employment benefits (Employer's contribution to defined contribution plans)	117,596	133,260
	1,617,369	1,717,335

29. Financial instruments

Financial risk management

Overview

The Company has exposure to the following risks arising from financial instruments:

- credit risk
- liquidity risk
- market risk

This note presents information about the Group's exposure to each of the above risks, the Group's objectives, policies and processes for measuring and managing risk, and the Group's management of capital.

29. Financial instruments (Continued)

Risk management framework

The Board of Directors has overall responsibility for the establishment and oversight of the Group's risk management framework. The Group's risk management policies are established to identify and analyse the risks faced by the Group, to set appropriate risk limits and controls, and to monitor risks and adherence to limits. Risk management policies and systems are reviewed regularly to reflect changes in market conditions and the Group's activities. The Group, through its training and management standards and procedures, aims to develop a disciplined and constructive control environment in which all employees understand their roles and obligations.

The Group's Audit Committee oversees how management monitors compliance with the Group's risk management policies and procedures, and reviews the adequacy of the risk management framework in relation to the risks faced by the Group. The Group's Audit Committee is assisted in its oversight role by internal auditors. Internal auditors undertake both regular and ad hoc reviews of risk management controls and procedures, the results of which are reported to the Audit Committee.

Credit risk

Credit risk is the risk of potential financial loss resulting from the failure of a customer or a counterparty to settle its financial and contractual obligations to the Group, as and when they fall due.

The Group's credit risks arise mainly from cash and cash equivalents, trade and other receivables and contract assets. Cash and cash equivalents are mainly deposits with banks with high credit-ratings assigned by international credit rating agencies and the Group does not expect the impairment loss from bank balances to be material, if any.

To assess and manage its credit risk, the Group categorises the aforementioned financial assets and contract assets according to their risk of default. The Group defines default to have taken place when internal or/and external information indicates that the financial asset is unlikely to be received, which could include a breach of debt covenant, and/or where contractual payments are 90 days past due as per SFRS(I) 9's presumption.

The maximum exposure to credit risk is represented by the carrying amount of each financial asset at the reporting date.

The Group has credit policies in place and the exposure to credit risk is monitored on an ongoing basis. The Group's trade receivables represent progress billings for sale of development properties. However, the ownership and rights to the development properties sold will revert to the Group in the event of default. Cash at banks are placed with regulated banks and financial institutions.

As of reporting date, the Group has no significant concentration of credit risk as a result of the Group's large number of customers (2022: Nil), which are widely distributed and covers a broad range of end markets.

29. Financial instruments (Continued)

Credit risk (Continued)

The Group's internal credit risk grading categories are as follows:

Category	Description	Basis of recognising ECL
1	Low credit risk Note 1	12-months ECL
2	Non-significant increase in credit risk since initial recognition and financial asset is ≤ 30 days past due	12-months ECL
3	Significant increase in credit risk since initial recognition Note 2 or financial asset is > 30 days past due	Lifetime ECL
4	Evidence indicates that financial asset is credit-impaired Note 3	Difference between financial asset's gross carrying amount and present value of estimated future cash flows discounted at the financial asset's original effective interest rate
5	Evidence indicates that the management has no reasonable expectations of recovering the write off amount Note 4	Written off

Note 1. Low credit risk

The financial asset is determined to have low credit risk if the financial assets have a low risk of default, the counterparty has a strong capacity to meet its contractual cash flow obligations in the near term and adverse changes in economic and business conditions in the longer term may, but will not necessarily, reduce the ability of the counterparty to fulfil its contractual cash flow obligations. Generally, this is the case when the Group assesses and determines that the debtor has been, is in and is highly likely to be, in the foreseeable future and during the (contractual) term of the financial asset, in a financial position that will allow the debtor to settle the financial asset as and when it falls due.

Note 2. Significant increase in credit risk

In assessing whether the credit risk of the financial asset has increased significantly since initial recognition, the Group compares the risk of default occurring on the financial asset as of reporting date with the risk of default occurring on the financial asset as of date of initial recognition, and considered reasonable and supportable information, that is available without undue cost or effort, that is indicative of significant increases in credit risk since initial recognition. In assessing the significance of the change in the risk of default, the Group considers both past due (i.e. whether it is more than 30 days past due) and forward looking quantitative and qualitative information. Forward looking information includes the assessment of the latest performance and financial position of the debtor, adjusted for the Group's future outlook of the industry in which the debtor operates based on independently obtained information (e.g. expert reports, analyst's reports etc.) and the most recent news or market talks about the debtor, as applicable. In its assessment, the Group will generally, for example, assess whether the deterioration of the financial performance and/or financial position, adverse change in the economic environment (country and industry in which the debtor operates), deterioration of credit risk of the debtor, etc. is in line with its expectation as of the date of initial recognition of the financial asset. Irrespective of the outcome of the above assessment, the Group presumes that the credit risk on a financial asset has increased significantly since initial recognition when contract payments are > 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

29. Financial instruments (Continued)

Credit risk (Continued)

Note 3. Credit impaired

In determining whether financial assets are credit-impaired, the Group assesses whether one or more events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred. Evidence that a financial asset is credit impaired includes the following observable data:

- Significant financial difficulty of the debtor;
- Breach of contract, such as a default or being more than 90 days past due;
- It is becoming probable that the debtor will enter bankruptcy or other financial reorganisation; or
- the disappearance of an active market for the financial asset because of financial difficulties.

Note 4. Write off

Generally, the Group writes off, partially or fully, the financial asset when it assesses that there is no realistic prospect of recovery of the amount as evidenced by, for example, the debtor's lack of assets or income sources that could generate sufficient cash flows to repay the amounts subjected to the write-off.

The Group performs ongoing credit evaluation of its counterparties' financial condition and generally does not require collateral.

<u>Contract assets (Note 15) and trade receivables (Note 16)</u>

The Group uses the practical expedient under SFRS(I) 9 in the form of allowance matrix to measure the ECL for these contract assets and receivables, where the loss allowance is equal to lifetime ECL.

The Group assessed the expected credit loss exposure of these contract assets and receivables to be insignificant based on historical default rates, the Group's view of current and future conditions corresponding with the default rates pertaining to group of customers because the ownership and rights to the development properties sold to the customers will be reverted to the Group in the event of default, which is governed under the Housing Development (Control and Licensing) Act 1966 in Malaysia.

<u>Stakeholding money receivables, other receivables and refundable deposits (Note 16)</u>

As of 31 December 2023, the Group recorded stakeholding money receivables, other receivables and refundable deposits amount of RM Nil and RM2,702,843, respectively (2022: RM2,091,924 and RM4,176,388, respectively). The Group assessed the credit exposure of these receivables is insignificant based on the historical default rates, the Group's view of current and future conditions corresponding with the default rates pertaining to group of customers. The Group considers that the credit risk of these counter parties has not increased significantly. The amount of the allowance on other receivables and deposits was insignificant.

<u>Amounts due from subsidiaries (Note 16)</u>

The Company's impaired amount due from subsidiaries as at 31 December 2023 had a gross carrying amount of RM97,771,680 (2022: RM101,066,896). At 31 December 2023, an impairment loss of the Company of RM97,771,680 (2022: RM101,066,896) due to the significant financial difficulty encountered by its subsidiaries.

29. Financial instruments (Continued)

Credit risk (Continued)

Exposure to credit risk

The exposure to credit risk for contract assets and trade and other receivables (excluding prepayments and advances to suppliers) at the reporting date was:

		Group		Company	
	Category	2023	2022	2023	2022
		RM	RM	RM	RM
Contract assets	Note (i)	–	1,146,361	–	–
Trade receivables	Note (i)	6,305,047	3,839,903	–	–
Stakeholding money receivables	1	–	2,091,924	–	–
Other receivables and refundable deposits	1	2,702,843	4,176,388	–	–
Amount due from subsidiaries	4	–	–	97,771,680	101,066,896
		9,007,890	11,254,576	97,771,680	101,066,896
Impairment loss allowance		–	–	(97,771,680)	(101,066,896)
		9,007,890	11,254,576	–	–

Note (i): For trade receivables, retention sum receivables and contract assets, the Group uses the practical expedient under SFRS(I) 9 in the form of an allowance matrix to measure the ECL, where the loss allowance is equal to lifetime ECL.

29. Financial instruments (Continued)

Credit risk (Continued)

Exposure to credit risk (Continued)

The following table provides information about the exposure to credit risk and ECL for contract assets and trade and other receivables as at 31 December 2023 and 2022.

		2023		2022	
Group	**Weighted average loss rate**	**Gross carrying amount RM**	**Loss allowance RM**	**Gross carrying amount RM**	**Loss allowance RM**
Contract assets	0%	–	–	1,146,361	–
Trade receivables					
Not past due	0%	–	–	–	–
Past due 1 to 30 days	0%	2,227,377	–	–	–
Past due 31 to 60 days	0%	–	–	1,000,000	–
Past due 61 to 90 days	0%	2,852,620	–	–	–
Past due more than 91 days	0%	1,225,050	–	2,839,903	–
		6,305,047	–	3,839,903	–
Stakeholding money receivables					
Not past due	0%	–	–	2,091,924	–
Other receivables and refundable deposits					
Not past due	0%	2,702,843	–	4,176,388	–
		9,007,890	–	11,254,576	–
Company					
Amounts due from subsidiaries					
Not past due	100%	97,771,680	(97,771,680)	101,066,896	(101,066,896)

29. Financial instruments (Continued)

Credit risk (Continued)

Exposure to credit risk (Continued)

The movement in the loss allowance during the financial year and the Company's exposure to credit risk in respect of amount due from subsidiaries are as follows:

Company	**Amount due from subsidiaries**	
Internal credit risk grading	**Category 1**	**Total**
	RM	**RM**
Loss allowance		
Balance at 1 January 2022	104,214,250	104,214,250
Reversal of loss allowance	(3,147,354)	(3,147,354)
Balance at 31 December 2022	101,066,896	101,066,896
Reversal of loss allowance	(3,295,216)	(3,295,216)
Balance at 31 December 2023	97,771,680	97,771,680
Gross Carrying amount		
At 31 December 2022	101,066,896	101,066,896
At 31 December 2023	97,771,680	97,771,680
Net carrying amount		
At 31 December 2022	–	–
At 31 December 2023	–	–

Cash and cash equivalents

The Group and the Company held cash and cash equivalents. The cash and cash equivalents are held with banks and financial institutions with sound credit ratings.

Impairment on cash and cash equivalents has been measured on the 12-month expected loss basis and reflects the short maturities of the exposures. The Group and the Company consider that their cash and cash equivalents have low credit risk based on the external credit ratings of the counterparties. The amount of the allowance on cash and cash equivalents was insignificant.

Liquidity risk

Liquidity risk is the risk that the Group will encounter difficulty in meeting the obligations associated with its financial liabilities that are settled by delivering cash or another financial asset.

The Group monitors its liquidity risk and maintains a level of cash and cash equivalents and credit facilities deemed adequate by management to finance the Group's operations and to mitigate the effects of fluctuations in cash flows. The Group also obtained financial support from its controlling shareholder to finance the Group's operations, hence reducing liquidity risk.

29. Financial instruments (Continued)

Liquidity risk (Continued)

The following are the contractual undiscounted cash outflows of financial liabilities, including interest payments:

	Effective interest rate	Cash flows: Within 1 year	Cash flows: After 1 year but within 5 years	Total
	%	RM	RM	
Group				
31 December 2023				
Trade and other payables	–	(109,235,132)	–	(109,235,132)
Amounts due to related parties	8%	(69,634,015)	–	(69,634,015)
Borrowings	6.81%	(11,911,348)	–	(11,911,348)
Lease liabilities	5.81 - 6.56%	(237,500)	–	(237,500)
		(191,017,995)	–	(191,017,995)
31 December 2022				
Trade and other payables	–	(206,072,985)	–	(206,072,985)
Amounts due to related parties	8%	(113,240,423)	–	(113,240,423)
Borrowings	6.81%	(11,929,101)	–	(11,929,101)
Lease liabilities	5.81% - 6.56%	(390,454)	(237,500)	(627,954)
		(331,632,963)	(237,500)	(331,870,463)
Company				
31 December 2023				
Trade and other payables	–	(537,067)	–	(537,067)
Amounts due to related parties	–	(3,414,993)	–	(3,414,993)
		(3,952,060)	–	(3,952,060)
31 December 2022				
Trade and other payables	–	(308,898)	–	(308,898)
Amounts due to related parties	–	(3,222,495)	–	(3,222,495)
		(3,531,393)	–	(3,531,393)

29. Financial instruments (Continued)

Liquidity risk (Continued)

Financial instruments by category

The carrying amount of the different categories of financial instruments is as disclosed on the face of the statements of financial position and as follows:

	Note	Group 2023 RM	Group 2022 RM
Financial assets at amortised cost			
Trade and other receivables	16	9,007,890	10,108,215
Amounts due from related parties	17	1,437,571	–
Cash and cash equivalents	18	16,486,424	7,204,500
		26,931,885	17,312,715
Financial liabilities at amortised cost			
Trade and other payables	25	(109,235,132)	(206,072,985)
Amounts due to related parties	26	(69,634,015)	(113,240,423)
Borrowings	24	(11,911,348)	(11,929,101)
Lease liabilities	23	(233,573)	(598,254)
		(191,014,068)	(331,840,763)

	Note	Company 2023 RM	Company 2022 RM
Financial assets at amortised cost			
Cash and cash equivalents	18	641,522	473,882
Financial liabilities at amortised cost			
Trade and other payables	25	(537,067)	(308,898)
Amounts due to related parties	26	(3,414,993)	(3,222,495)
		(3,952,060)	(3,531,393)

29. Financial instruments (Continued)

Market risk

Market risk is the risk that changes in market prices, such as interest rates and foreign exchange rates will affect the Group's income or the value of its holdings of financial instruments. The objective of market risk management is to manage and control market risk exposures within acceptable parameters, while optimising the return on risk.

Interest rate risk

Cash flow interest rate risk is the risk that the future cash flows of a financial instrument will fluctuate because of changes in market interest rates. Fair value interest rate risk is the risk that the fair value of a financial instrument will fluctuate due to changes in market interest rates. The Group is not exposed to fair value interest rate risk.

The Group's interest-bearing assets are primarily bank balances. The interest rates on these bank balances are monitored closely to ensure that they are maintained at favourable rates. The Group considers the risk of significant changes to interest rates on bank balances to be unlikely.

The Group's exposure to cash flow interest rate risk arises mainly from variable rate borrowings. The Group manages its interest rate exposure by monitoring movements in interest rates and actively reviewing its borrowings.

Interest rate profile

At the reporting date, the interest rate profile of the Group's interest-bearing financial instruments, was as follows:

	Group	
	2023	**2022**
	RM	**RM**
Fixed rate instruments		
Amounts due to related parties	3,000,000	38,522,839
Lease liabilities	233,573	598,254
	3,233,573	39,121,093
Variable rate instrument		
Bank overdrafts	11,911,348	11,929,101

Cash flow sensitivity analysis for variable instruments

A change of 100 basis points (bps) in interest rates at the reporting date would have increased/(decreased) development properties by the amounts shown below. This analysis assumes that all other variables remain constant.

	Group	
	2023	**2022**
	RM	**RM**
Variable rate instruments		
100 bp increase	119,113	119,291
100 bp decrease	(119,113)	(119,291)

29. Financial instruments (Continued)

Market risk (Continued)

Foreign currency risk

The Group is exposed to foreign currency risk on cash and cash equivalents held by the Group denominated in Singapore Dollars ("SGD"), Hong Kong Dollars ("HKD") and United States Dollar ("USD") that are denominated other than the functional currency of the Group entities, Malaysia Ringgit ("RM").

The Group's exposure to foreign currency risk based on notional amounts is as follows:

	SGD RM	HKD RM	USD RM	Total RM
Group				
31 December 2023				
Cash and cash equivalents	3,256,778	34,721	14,085	3,305,584
31 December 2022				
Cash and cash equivalents	2,117,589	33,245	–	2,150,834

Sensitivity analysis

A 5% strengthening of the following major currencies against RM at the reporting dates held by the Group would decrease profit before tax by the amounts shown below. Similarly, a 5% weakening would have the equal but opposite effect. This analysis is based on foreign currency exchange rate variances that the Group considered to be reasonably possible at the reporting date and assumes that all other variables, in particular interest rates, remain constant.

	Group Profit before income tax	
	2023 RM	2022 RM
SGD	162,839	105,879
HKD	1,736	1,662
USD	704	–
	165,279	107,541

Apart from these SGD, HKD and USD denominated cash and cash equivalents, the Group is not exposed to significant foreign currency risk on monetary assets and liabilities that are denominated in a currency other than the functional currencies of the entities within the Group.

30. Fair values of financial assets and financial liabilities

The carrying amounts of financial assets and liabilities with a maturity of less than one year are assumed to approximate their fair values due to the relative short-term maturity of these financial instruments.

The Group does not hold financial assets nor derivative asset or liability carried at fair value or at valuation. Accordingly, the disclosure requirement of the fair value hierarchy (levels 1, 2 and 3) under SFRS(I) 7 *Financial Instruments: Disclosures* does not apply. The fair values of other classes of financial assets and liabilities are disclosed in the respective notes to the financial statements.

The carrying amount of non-current lease liabilities approximates fair value as their fixed contractual rates approximate year end prevailing market interest rates.

31. Capital management

The Group's objectives when managing capital 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 and to maintain the future development and growth of the business. The Group's overall strategy remains unchanged from 2022.

The Group monitors capital using a net debt equity ratio, which is adjusted net debt divided by total capital. For this purpose, adjusted net debt is defined as loans and borrowings, lease liabilities and certain trade and other payables less cash and cash equivalents. Total equity includes equity attributable to owners of the Company and non-controlling interests.

The gearing ratio is as follows at the reporting date:

	2023	2022
	RM	RM
Borrowings	11,911,348	11,929,101
Lease liabilities	233,573	598,254
Less: Cash and cash equivalents	(16,486,424)	(7,204,500)
Net (cash)/debts	(4,341,503)	5,322,855
Total equity	82,433,422	81,988,352
Total capital	78,091,919	87,311,207
Net debt ratio	N.M.	0.06

N.M. – Not meaningful

The Company is not subjected to externally imposed capital requirements for the financial year ended 31 December 2023 and 2022.

32. Comparative figures

Certain comparative figures have been reclassified to conform to the current year's financial statements presentation which the management deemed as more reliable and relevant to the users of the financial statements.

Management has made retrospective reclassifications of the Group's consolidated statement of profit or loss and other comprehensive income for financial year ended 31 December 2023 as follows:

	Previously reported 2022 RM	Implication of reclassification 2022 RM	After reclassification 2022 RM
Consolidated Statement of Profit or Loss and Other Comprehensive Income			
Net finance costs:			
Finance income	174,261	4,159,852	4,334,113
Finance costs	(2,998,821)	(4,159,852)	(7,158,673)
	(2,824,560)		(2,824,560)

Shareholding Statistics

As at 20 March 2024

Class of Shares	:	Ordinary Shares of equal voting rights
Issued and fully Paid-up Capital	:	S$477,554,589.08
Number of Ordinary Shares in Issue (excluding treasury shares)	:	1,869,434,303
Number of Treasury Shares held	:	Nil
Number of Subsidiary Holdings held	:	Nil

DISTRIBUTION OF SHAREHOLDERS BY SIZE OF SHAREHOLDINGS

SIZE OF SHAREHOLDINGS	NO. OF SHAREHOLDERS	%	NO. OF SHARES	%
1 – 99	96	43.64	3,184	0.00
100 – 1,000	22	10.00	9,128	0.00
1,001 – 10,000	41	18.64	188,485	0.01
10,001 – 1,000,000	49	22.27	6,125,731	0.33
1,000,001 and above	12	5.45	1,863,107,775	99.66
TOTAL	**220**	**100.00**	**1,869,434,303**	**100.00**

SUBSTANTIAL SHAREHOLDERS

(As recorded in the Register of Substantial Shareholders as at 20 March 2024)

	DIRECT INTEREST		DEEMED INTEREST	
NAME OF SUBSTANTIAL SHAREHOLDER	NO. OF SHARES	%	NO. OF SHARES	%
HORIZON SEA LIMITED	1,244,062,150	66.55	–	–
DATO' DR. DAING A MALEK BIN DAING A RAHAMAN[1]	3,665,000[2]	0.20	1,244,062,150	66.55

Notes:

(1) Dato' Dr. Daing A Malek bin Daing A Rahaman is deemed interested in the shares held by Horizon Sea Limited by virtue of him being the sole shareholder of Horizon Sea Limited.

(2) Held through Phillip Securities Pte Ltd.

TWENTY LARGEST SHAREHOLDERS AS AT 20 MARCH 2024

NO.	NAME OF SHAREHOLDER	NO. OF SHARES	% OF SHARES
1	HORIZON SEA LIMITED	1,244,062,150	66.55
2	PHILLIP SECURITIES PTE LTD	300,501,618	16.07
3	ACE POINT HOLDINGS LIMITED	93,281,075	4.99
4	GLORYBASE HOLDINGS LIMITED	93,281,075	4.99
5	LUXUS HOLDINGS LIMITED	55,968,645	2.99
6	CGS INTERNATIONAL SECURITIES SINGAPORE PTE. LTD.	48,800,331	2.61
7	CLASSIC LINK INVESTMENTS LIMITED	18,656,215	1.00
8	NG SAY PIYU	3,783,666	0.20
9	HANIFAH BINTE MOHAMED HOSNAN	1,235,000	0.07
10	RYAISHA FILDA BINTE ROSLAN	1,235,000	0.07
11	ZHAO JING	1,212,000	0.06
12	MA ZHEN	1,091,000	0.06
13	CITIBANK NOMINEES SINGAPORE PTE LTD	958,933	0.05
14	RAFFLES NOMINEES (PTE) LIMITED	842,597	0.05
15	TAN SIEW BOOY	564,000	0.03
16	DBS NOMINEES PTE LTD	455,099	0.02
17	UOB KAY HIAN PTE LTD	413,900	0.02
18	HSBC (SINGAPORE) NOMINEES PTE LTD	406,966	0.02
19	YU KAM YUEN LINCOLN	226,666	0.01
20	HUM TEE SUNG	206,000	0.01
	TOTAL	**1,867,181,936**	**99.87**

PERCENTAGE OF SHAREHOLDING IN PUBLIC'S HANDS

Based on the information available to the Company as at 20 March 2024, approximately 23.27% of the issued ordinary shares of the Company were held by the public.

Accordingly, the Company has complied with Rule 723 of the Catalist Rules.

APPENDIX DATED 11 APRIL 2024

This Appendix (as defined herein) is circulated to the Shareholders (as defined herein) of Astaka Holdings Limited (the "**Company**") together with the Company's annual report for the financial year ended 31 December 2023 (the "**2023 Annual Report**"). Its purpose is to provide the Shareholders with information relating to the proposed renewal of the IPT General Mandate (as defined herein) to be tabled at the AGM (as defined herein) which will be held at Raffles Marina, 10 Tuas West Drive, Singapore 638404 on 26 April 2024 at 10.00 a.m.

If you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, accountant, solicitor or other professional adviser immediately.

If you have sold or transferred all of your ordinary shares in the capital of the Company, held through The Central Depository (Pte) Limited ("**CDP**"), you need not forward this Appendix to the purchaser or transferee as arrangements will be made by CDP for a separate Appendix together with the Notice of AGM and the proxy form to be sent to the purchaser or transferee. If you have sold all your shares in the capital of the Company, represented by physical share certificate(s), please forward this Appendix immediately to the purchaser or to the stockbroker, bank or agent through whom the sale was effected, for onward transmission to the purchaser.

The ordinary resolution proposed to be passed in respect of the above matter is set out in the Notice of AGM, accompanying the 2023 Annual Report.

This Appendix has been reviewed by the Company's sponsor, SAC Capital Private Limited (the "**Sponsor**"). This Appendix has not been examined or approved by the SGX-ST and the SGX-ST takes no responsibility for the accuracy of any statements or opinions made or reports contained in this Appendix. The contact person for the Sponsor is Ms Audrey Mok (Telephone: +65 6232 3210) at 1 Robinson Road, #21-00 AIA Tower, Singapore 048542.

ASTAKA HOLDINGS LTD.

ASTAKA HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration Number 200814792H)

APPENDIX IN RELATION TO
THE PROPOSED RENEWAL OF THE IPT GENERAL MANDATE

TABLE OF CONTENTS

DEFINITIONS

In this Appendix, the following definitions apply throughout unless otherwise stated:

"**2023 Annual Report**"	:	The Company's annual report for the financial year ended 31 December 2023
"**2023 Circular**"	:	Has the meaning as ascribed under Section 2.1 of this Appendix
"**ACSB**"	:	Astaka Capital Sdn. Bhd.
"**ACSB Management Services**"	:	Has the meaning as ascribed under Section 2.4(b) of this Appendix
"**ACSB Secondment**"	:	The secondment arrangement between APSB and ACSB, pursuant to which APSB shall second some of its employees to ACSB and APSB shall pay the seconded employees their actual salaries, statutory payments (such as CPF contributions), allowances, bonuses and other benefits (such as medical and life insurance) for performing the scope of services to ACSB, and ACSB shall reimburse APSB for such salaries, statutory payments (such as CPF contributions), allowances, bonuses and other benefits (such as medical and life insurance) paid to the seconded employees
"**ACSB SMS Services**"	:	Collectively, the ACSB Management Services and the ACSB Secondment
"**AGM**"	:	The annual general meeting of the Company to be held on 26 April 2024.
"**Appendix**"	:	This appendix to shareholders dated 11 April 2024 in relation to the proposed renewal of the IPT General Mandate.
"**Approval Date**"	:	The date of the AGM at which the proposed renewal of the IPT General Mandate is approved.
"**Approving Authority**"	:	The approving authority set out in Section 2.7 of this Appendix
"**APSB**"	:	Astaka Padu Sdn. Bhd.
"**APSB Rental of Office Premises**"	:	Has the meaning as ascribed under Section 2.4(c) of this Appendix
"**Associates**"	:	(a) in relation to any individual, including a director, chief executive officer, Substantial Shareholder or Controlling Shareholder (being an individual) means: (i) his immediate family; (ii) the trustees of any trust of which he or his immediate family is a beneficiary or, in the case of a discretionary trust, is a discretionary object; and

DEFINITIONS

(iii) any company in which he and his immediate family together (directly or indirectly) have an interest of 30% or more;

(b) in relation to a Substantial Shareholder or a Controlling Shareholder (being a company) means any other company which is its subsidiary or holding company or is a subsidiary of such holding company or one in the equity of which it and/or such other company or companies taken together (directly or indirectly) have an interest of 30% or more

“**Audit Committee**”	:	The audit committee of the Company for the time being
“**Board**” or “**Board of Directors**”	:	The board of Directors of the Company as at the Latest Practicable Date
“**BPP**”	:	Bukit Pelali Properties Sdn. Bhd.
“**BPP Management Services**”	:	Has the meaning as ascribed under Section 2.4(a) of this Appendix
“**BPP Rental of Land**”	:	Has the meaning as ascribed under Section 2.4(d) of this Appendix
“**BPP Secondment**”	:	The secondment arrangement between APSB and BPP, pursuant to which APSB shall second some of its employees to BPP and APSB shall pay the seconded employees their actual salaries, statutory payments (such as CPF contributions), allowances, bonuses and other benefits (such as medical and life insurances) for performing the scope of services to BPP, and BPP shall reimburse APSB for such salaries, statutory payments (such as CPF contributions), allowances, bonuses and other benefits (such as medical and life insurances) paid to the seconded employees
“**BPP SMS Services**”	:	Collectively, the BPP Management Services and the BPP Secondment
“**Catalist**”	:	The Catalist Board of the SGX-ST
“**Catalist Rules**”	:	The Listing Manual Section B: Rules of Catalist of the SGX-ST, as amended, modified or supplemented from time to time
“**CDP**”	:	The Central Depository (Pte) Limited
“**CEO**”	:	The chief executive officer of the Company
“**CFO**”	:	The chief financial officer of the Company
“**Companies Act**”	:	The Companies Act 1967 of Singapore, as amended or modified from time to time
“**Company**”	:	Astaka Holdings Limited

DEFINITIONS

"**Controlling Shareholder**"	:	A person who: (a) holds directly or indirectly 15% or more of the nominal amount of all voting shares in the company. The SGX-ST may determine that a person who satisfies this paragraph is not a Controlling Shareholder; or (b) in fact exercises control over a company
"**CPF**"	:	Central Provident Fund
"**Dato' Malek**"	:	Dato' Dr. Daing A Malek Bin Daing A Rahaman, being the Controlling Shareholder of the Company
"**Directors**"	:	The directors of the Company as at the Latest Practicable Date
"**DMR Holdings**"	:	DMR Holdings Sdn Bhd
"**Entity at Risk**"	:	Has the meaning as ascribed under Section 2.2 of this Appendix
"**Flood Land**"	:	Has the meaning as ascribed under Section 2.4(d) of this Appendix
"**Flood Land Quotations**"		Has the meaning as ascribed under Section 2.6(d) of this Appendix
"**FY2023**"	:	Financial year ending 31 December 2023
"**Group**"	:	Company and its Subsidiaries
"**Group Finance Team**"	:	The finance department of the Group
"**Independent Directors**"	:	The directors of the Company who are independent of the Mandated Interested Persons, namely Mr. Lai Kuan Loong, Victor, Mr. Khong Chung Lun, Mr. Lee Gee Aik, Dato' Sri Mohd Mokhtar Bin Mohd Shariff and Ir. Hj. Syarul Izam Bin Hj. Sarifudin
"**Interested Person**"	:	(a) A director, chief executive officer or Controlling Shareholder of the Company; or (b) an Associate of any such director, chief executive officer or Controlling Shareholder of the Company
"**Interested Person Transactions**" or "**IPTs**"	:	A transaction between an Entity at Risk and an Interested Person
"**IPT General Mandate**"	:	The general mandate and its renewal thereof, by the Company pursuant to Chapter 9 of the Catalist Rules permitting companies within the Group, or any of them, to enter into the Mandated Transaction(s), with the relevant Mandated Interested Person(s), provided that such transactions are on an arm's length basis, on normal commercial terms and will not be prejudicial to the interests of the Company and its minority Shareholders

DEFINITIONS

"**IPT Register**"	:	The register of IPTs
"**Latest Practicable Date**"	:	20 March 2024, being the latest practicable date prior to the issue of this Appendix
"**Mandated Interested Persons**"	:	Has the meaning as ascribed under Section 2.3 of this Appendix
"**Mandated Transactions**"	:	Interested Person Transactions conducted under the IPT General Mandate as set out in Section 2.4 of this Appendix
"**Notice of AGM**"	:	The notice of AGM dated 11 April 2024
"**NTA**"	:	Net tangible asset
"**Office Premises**"	:	Has the meaning as ascribed under Section 2.4(c) of this Appendix
"**Office Premises Quotations**"	:	Has the meaning as ascribed under Section 2.6(c) of this Appendix
"**Seconded Employees**"	:	APSB has been seconding some of its employees who do not have any active roles or job responsibilities in APSB to BPP and ACSB
"**Securities Accounts**"	:	The securities account maintained with CDP, but not including the securities accounts maintained with a Depository Agent
"**SFA**"	:	The Securities and Futures Act 2001 of Singapore, as amended or modified from time to time
"**SGX-ST**"	:	Singapore Exchange Securities Trading Limited
"**Shares**"	:	The ordinary shares (excluding treasury shares, if any) in the capital of the Company
"**Shareholders**"	:	The registered holders of Shares in the Register of Members, except that where the registered holder is CDP, the term "**Shareholders**" shall, in relation to such Shares and where the context admits, mean the persons named as Depositors in the Depository Register maintained by CDP and into whose Securities Accounts those Shares are credited
"**SHSB**"	:	Seaview Holdings Sdn. Bhd.
"**SSSB**"	:	Saling Syabas Sdn. Bhd.
"**Sponsor**"	:	SAC Capital Private Limited
"**Subsidiaries**"	:	Companies which are for the time being subsidiaries of the Company as defined by Section 5 of the Companies Act and "**Subsidiary**" means each of them

DEFINITIONS

"**Substantial Shareholder**"	:	A person (including a corporation) who, in accordance with the Companies Act, has an interest (directly or indirectly) in not less than 5% of the total issued Shares
"**Sukma**"	:	Sukma Consortium Sdn. Bhd.

Currencies, Units of Measurement and Others

"**RM**" or "**Ringgit**"		Malaysian Ringgit, the lawful currency of Malaysia
"**S$**", "**SGD**" or "**$**" and "**cents**"	:	Singapore dollars and cents respectively, the lawful currency of Singapore
"**%**"	:	Per centum or percentage

The terms "**Depositor**", "**Depository Agent**" and "**Depository Register**" shall have the same meanings ascribed to them respectively in Section 81SF of the SFA. The terms "**subsidiary**", "**substantial shareholder**" and "**treasury shares**" shall have the meanings ascribed to them in Section 5, Section 81 and Section 76H of the Companies Act respectively.

Words importing the singular shall, where applicable, include the plural and *vice versa*. Words importing the masculine gender shall, where applicable, include the feminine and neuter genders and *vice versa*. References to persons shall, where applicable, include corporations.

Any reference in this Appendix to any statute or enactment is a reference to that statute or enactment as for the time being amended or re-enacted. Any word or term defined under the Companies Act, the SFA, the Catalist Rules or any statutory modification thereof and not otherwise defined in this Appendix shall, where applicable, have the same meaning ascribed to it under the Companies Act, the SFA, the Catalist Rules or any statutory modification thereof, as the case may be, unless otherwise stated.

The headings in this Appendix are inserted for convenience only and shall be ignored in construing this Appendix.

Any reference to any agreement or document shall include such agreement or document as amended, modified, varied, novated, supplemented or replaced from time to time.

Any reference to a time of day and to dates in this Appendix shall be a reference to Singapore time and dates, unless otherwise stated.

Any discrepancies in this Appendix between the sum of the figures stated and the total thereof are due to rounding. Accordingly, figures shown as totals in this Appendix may not be an arithmetic aggregation of the figures which precede them.

LETTER TO SHAREHOLDERS

ASTAKA HOLDINGS LIMITED
(Incorporated in the Republic of Singapore)
(Company Registration Number 200814792H)

Directors	**Registered Office**
Mr. Lai Kuan Loong, Victor (Non-Executive Chairman and Independent Director) Mr. Khong Chung Lun (Executive Director and Chief Executive Officer) Mr. Lee Gee Aik (Non-Executive and Non-Independent Director) Dato' Sri Mohd Mokhtar Bin Mohd Shariff (Non-Executive and Independent Director) Ir. Hj. Syarul Izam Bin Hj. Sarifudin (Non-Executive and Non-Independent Director)	133 Cecil Street #14-01 Keck Seng Tower Singapore 069535

11 April 2024

To the Shareholders of Astaka Holdings Limited

Dear Sir / Madam,

THE PROPOSED RENEWAL OF THE IPT GENERAL MANDATE

1. INTRODUCTION

We refer to the Notice of AGM, in particular, the ordinary resolution 7 under the heading "Special Business" in the Notice of AGM which relates to the proposed renewal of the IPT General Mandate.

The purpose of this Appendix is to provide the Shareholders with information relating to, and to seek their approval for, the proposed renewal of the IPT General Mandate at the AGM.

The SGX-ST takes no responsibility for the accuracy of any statements or opinions made or reports contained in this Appendix.

Drew & Napier LLC is the legal adviser to the Company as to Singapore law in relation to the subject matter of this Appendix.

2. THE PROPOSED RENEWAL OF THE IPT GENERAL MANDATE

2.1 Background

The IPT General Mandate was originally approved by the Shareholders at the extraordinary general meeting of the Company held on 25 August 2023, provided that the transactions approved therein are to be carried out in accordance with the guidelines and review procedures set out in the Company's circular to Shareholders dated 10 August 2023 (the "**2023 Circular**").

The current IPT General Mandate will expire at the conclusion of the Company's AGM. Accordingly, the Company is seeking the Shareholders' approval for the proposed renewal of the IPT General Mandate at the AGM.

LETTER TO SHAREHOLDERS

If the resolution for the proposed renewal of the IPT General Mandate is approved by the Shareholders at the AGM, the authority conferred by the IPT General Mandate will take effect from the Approval Date and (unless revoked or varied by the Company in general meeting) continue to be in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting is required by law to be held, whichever is earlier.

2.2 Chapter 9 of the Catalist Rules

Chapter 9 of the Catalist Rules governs transactions in which a listed company or any of its subsidiaries or associated companies (known as an "**entity at risk**") enters into or proposes to enter into with a party who is an interested person of the listed company. The purpose is to guard against the risk that interested persons could influence the listed company, its subsidiaries or associated companies, to enter into transactions with them that may adversely affect the interests of the listed company or its shareholders.

Under Chapter 9 of the Catalist Rules, where there is a transaction between an interested person and an entity at risk, and the value of the transaction alone or in aggregation with other transactions conducted with the same interested person during the same financial year reaches or exceeds certain materiality thresholds (which are based on the listed company's latest audited NTA), unless the transaction is excluded as described below, the listed company is required under Rule 905 of the Catalist Rules to make an immediate announcement for an interested person transaction of a value equal to, or exceeding:

(a) 3% of the listed company's latest audited consolidated NTA; or

(b) 3% of the listed company's latest audited consolidated NTA, when aggregated with the values of all other transactions entered into with the same interested person (as construed under Chapter 9 of the Catalist Rules) during the same financial year.

The listed company is also required under Rule 906 of the Catalist Rules to make an immediate announcement and seek its shareholder's approval for an interested person transaction of a value equal to, or exceeding:

(a) 5% of the listed company's latest audited consolidated NTA; or

(b) 5% of the listed company's latest audited consolidated NTA, when aggregated with the values of all other transactions entered into with the same interested person (as construed under Chapter 9 of the Catalist Rules) during the same financial year.

These requirements do not apply to transactions that are below S$100,000 in value and such transactions are hence excluded from the ambit of Chapter 9 pursuant to Rules 905(3) and 906(2) of the Catalist Rules. However, while transactions below S$100,000 are not normally aggregated, the SGX-ST may aggregate any such transaction entered into during the same financial year and treat them as if they were one transaction in accordance with Rule 902 of the Catalist Rules, having regard to the objective of Chapter 9 of the Catalist Rules and the economic and commercial substance of the interested person transaction, instead of legal form and technicality.

For the purposes of Chapter 9 of the Catalist Rules:

(a) an "**entity at risk**" means:

(i) the listed company;

(ii) a subsidiary of the listed company that is not listed on the SGX-ST or on an approved exchange; or

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(iii) an associated company of the listed company that is not listed on the SGX-ST or an approved exchange, provided that the listed company and/or its subsidiaries (the "**listed group**"), or the listed group and its interested person(s), has control over the associated company;

(b) an "**interested person**" means a director, chief executive officer or Controlling Shareholder of the listed company or an associate of any such director, CEO or Controlling Shareholder;

(c) in interpreting the term "**same interested person**" for the purposes of aggregation in Rules 905, 906 and 907 of the Catalist Rules, the following applies:

(i) Transactions between (A) an entity at risk and a primary interested person; and (B) an entity at risk and an associate of that primary interested person, are deemed to be transactions between an entity at risk with the same interested person.

Transactions between (I) an entity at risk and a primary interested person; and (II) an entity at risk and another primary interested person, are deemed to be transactions between an entity at risk with the same interested person if the primary interested person is also an associate of the other primary interested person.

(ii) Transactions between an entity at risk and interested persons who are members of the same group are deemed to be transactions between the entity at risk with the same interested person.

If an interested person (which is a member of a group) is listed, its transactions with the entity at risk need not be aggregated with transactions between the entity at risk and other interested persons of the same group, provided that the listed interested person and other listed interested persons have boards the majority of whose directors are different and are not accustomed to act on the instructions of the other interested person and have audit committees whose members are completely different.

(d) an "**associate**" in relation to an interested person who is a director, chief executive officer or Controlling Shareholder, includes an immediate family member (that is, the spouse, child, adopted child, step-child, sibling or parent) of such director, chief executive officer or Controlling Shareholder, the trustees of any trust of which the director/ his immediate family, the chief executive officer/his immediate family or the Controlling Shareholder/his immediate family is a beneficiary, or in the case of a discretionary trust, is a discretionary object, and any company in which the director/ his immediate family, the chief executive officer/his immediate family or the Controlling Shareholder/ his immediate family has or have an aggregate interest (directly or indirectly) of 30% or more, and, where a Controlling Shareholder is a corporation, its subsidiary or holding company or fellow subsidiary or a company in which it and/or they have (directly or indirectly) an interest of 30% or more.

(e) an "**approved exchange**" means a stock exchange that has rules which safeguard the interest of shareholders against IPTs according to similar principles as Chapter 9 of the Catalist Rules;

(f) an "**interested person transaction**" means a transaction between an entity at risk and an interested person; and

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(g) a "**transaction**" includes the provision or receipt of financial assistance; the acquisition, disposal or leasing of assets; the provision or receipt of goods and services; the issuance or subscription of securities; the granting of or being granted options; and the establishment of joint ventures or joint investments, whether or not entered into in the ordinary course of business, and whether entered into directly or indirectly.

For illustrative purposes only, based on the latest audited consolidated financial statements of the Group for FY2023, the audited NTA of the Group as at 31 December 2023 was RM82,921,869. Accordingly, for illustrative purposes, in relation to the Group and for the purpose of Chapter 9 of the Catalist Rules, in the current financial year and until such time the audited consolidated financial statements of the Group for the financial year ending 31 December 2024 are published, Shareholders' approval is required where:

(a) an interested person transaction is of a value equal to, or more than, RM4,146,093; being 5% of the latest audited NTA of the Group; or

(b) an interested person transaction, when aggregated with other transactions entered into with the same interested person during the same financial year, is of a value equal to, or more than, RM4,146,093.

Rule 920(1) of the Catalist Rules, however, permits a listed company to seek a general mandate from its shareholders for recurrent transactions that (i) may be entered into between Entities at Risk and Interested Persons and (ii) are of a revenue or trading nature or those necessary for its day-to-day operations such as the purchase and sale of supplies and materials (but not in respect of the purchase or sale of assets, undertakings or businesses). A general mandate is also subject to annual renewal.

2.3 Classes of Interested Persons

The Interested Persons are as follows:

(a) BPP, a 50.99%-owned indirect subsidiary of the Company

As at the Latest Practicable Date, Dato' Malek, being the Controlling Shareholder of the Company has: (i) a deemed interest of 66.55% in the Company by virtue of his 100% shareholding interest in Horizon Sea Limited, which holds 1,244,062,150 Shares in the Company and a direct shareholding interest of 0.20% in the Company by virtue of his holding of 3,665,000 Shares in the Company; and (ii) an indirect shareholding interest in BPP by virtue of his 100% shareholding interest in SSSB, which in turn holds 49% shareholding interest in BPP.

Accordingly, BPP is considered an "Associate" of Dato' Malek and hence an "Interested Person" as defined under Rule 904(4) of the Catalist Rules.

(b) ACSB, a 50.99%-owned indirect subsidiary of the Company

As at the Latest Practicable Date, Dato' Malek, being the Controlling Shareholder of the Company has: (i) a deemed interest of 66.55% in the Company by virtue of his 100% shareholding interest in Horizon Sea Limited, which holds 1,244,062,150 Shares in the Company and a direct shareholding interest of 0.20% in the Company by virtue of his holding of 3,665,000 Shares in the Company; and (ii) an indirect shareholding interest in ACSB by virtue of his 100% shareholding interest in DMR Holdings which in turn holds 100% of the shareholding interest in SHSB, which in turn holds 49% shareholding interest in ACSB.

Accordingly, ACSB is considered an "Associate" of Dato' Malek and hence an "Interested Person" as defined under Rule 904(4) of the Catalist Rules.

(c) Dato' Malek

As at the Latest Practicable Date, Dato' Malek, who has a deemed interest of 66.55% in the Company by virtue of his 100% shareholding interest in Horizon Sea Limited, which holds 1,244,062,150 Shares in the Company and a direct shareholding interest of 0.20% in the Company by virtue of his holding of 3,665,000 Shares in the Company, is a Controlling Shareholder of the Company.

Accordingly, Dato' Malek is an "Interested Person" as defined under Rule 904(4) of the Catalist Rules.

(d) Sukma

As at the Latest Practicable Date, Dato' Malek, being the Controlling Shareholder of the Company, is a director of Sukma and has a direct interest of approximately 70% of the share capital of Sukma. The principal activity of Sukma is that of trading and investment holding.

Accordingly, Sukma is considered an "Associate" of Dato' Malek and hence an "Interested Person" as defined under Rule 904(4) of the Catalist Rules.

The IPT General Mandate will apply to the Mandated Transactions that are carried out between (i) either APSB, BPP or ACSB (each of the persons in sub-section (i), being the entity at risk), and (ii) BPP, ACSB, Sukma or Dato' Malek (each of the persons in sub-section (ii), a "**Mandated Interested Person"** and collectively, the "**Mandated Interested Persons**").

2.4 Nature and Scope of the Mandated Transactions

The IPT General Mandate will apply to the following category of transactions (each a "**Mandated Transaction**" and collectively, the "**Mandated Transactions**"):

(a) the BPP SMS Services with BPP, which includes the BPP Secondment and the management and performance of the following services and activities for BPP by APSB:

(i) provision of human resources services, including handling the selection and recruitment process, promotion and appraisal, performance evaluation and payroll processing of the employees of BPP;

(ii) provision of administrative services, including carrying out general administrative works, monitoring inventory of office supplies, sourcing, upkeeping and maintenance of office supplies and overseeing facilities services;

(iii) provision of project management services, including providing management advice to BPP, reviewing and approving design proposal and project planning, monitoring daily business activities and project construction works, and supervision of project status and quality;

(iv) provision of finance and accounting services, including the settlement of payment, preparation of and reviewing of financial accounts, liaising and coordinating with external parties on financial reporting, tax submission, compliance matters and assisting in other financial matters of BPP;

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(v) provision of corporate planning and communication services, including corporate strategic planning, business operations and management planning, and risk management and compliance of BPP; and

(vi) provision of office premises, which APSB had in turn rented from Sukma,

(collectively, the "**BPP Management Services**");

(b) the ACSB SMS Services with ACSB, which includes the ACSB Secondment and the management and performance of the following services and activities for ACSB by APSB:

(i) provision of human resources services, including handling the selection and recruitment process, promotion and appraisal, performance evaluation and payroll processing of the employees of ACSB;

(ii) provision of administrative services, including carrying out general administrative works, monitoring inventory of office supplies, sourcing, upkeeping and maintenance of office supplies and overseeing facilities services;

(iii) provision of project management services, including providing management advice to ACSB, reviewing and approving design proposal and project planning, monitoring daily business activities and project construction works, and supervision of project status and quality;

(iv) provision of finance and accounting services, including the settlement of payment, preparation of and reviewing of financial accounts, liaising and coordinating with external parties on financial reporting, tax submission, compliance matters and assisting in other financial matters of ACSB;

(v) provision of corporate planning and communication services, including corporate strategic planning, business operations and management planning, and risk management and compliance of ACSB; and

(vi) provision of office premises, which APSB had in turn rented from Sukma,

(collectively, the "**ACSB Management Services**");

(c) pursuant to the tenancy agreements entered into between APSB and Sukma, APSB had leased office premises (collectively, the "**Office Premises**") from Sukma, an "Associate" of Dato' Malek (the "**APSB Rental of Office Premises**"); and

(d) the lease of land parcels by BPP from Dato' Malek, as part of BPP's temporary flood mitigation plan (such land parcels, the "**Flood Land**") in response to the mud flood incident which occurred in January 2018 (the "**BPP Rental of Land**").

The IPT General Mandate will not cover any Mandated Transaction that is below S$100,000 in value as the threshold and aggregation requirements of Chapter 9 of the Catalist Rules would not apply to such transactions. However, while transactions below S$100,000 are not normally aggregated, the SGX-ST may aggregate any such transaction entered into during the same financial year and treat them as if they were one transaction having regard to the objective of Chapter 9 of the Catalist Rules and the economic and commercial substance of the interested person transaction, instead of legal form and technicality.

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For the avoidance of doubt, there will be no purchase or sale of assets, undertakings or businesses covered under the scope of the IPT General Mandate. IPTs which do not come within the ambit of the IPT General Mandate will be subject to the requirements of Chapter 9 of the Catalist Rules and/or other applicable provisions of the Catalist Rules.

2.5 Rationale for and Benefits of the IPT General Mandate

It is envisaged that the Group, in the ordinary course of business, will continue to enter into the Mandated Transactions with the relevant Mandated Interested Persons from time to time.

In relation to the Mandated Transactions, the Directors believe that such transactions are in the interest of the Group for the following reasons:

(a) in respect of the BPP SMS Services with BPP (which includes the BPP Secondment and BPP Management Services), these are the normal inter-company services provided to the Group's subsidiaries. In addition, the Board believes that the Group can benefit from the provision of BPP SMS Services to BPP as it allows the Group to utilise and leverage on its existing resources and avoid overlapping costs as well as allows the Group to benefit from operational efficiency;

(b) in respect of the ACSB SMS Services with ACSB (which includes the ACSB Secondment and ACSB Management Services), these are the normal inter-company services provided to the Group's subsidiaries, and the Board believes that the Group can benefit from the provision of the ACSB Management Services to ACSB as it allows the Group to utilise and leverage its existing resources and avoid overlapping costs as well as allows the Group to benefit from operational efficiency;

(c) in respect of the APSB Rental of Office Premises with Sukma, the Board believes that it is beneficial to the Group as APSB is able to continue to rent the Office Premises at competitive rates and avoid any additional expenditure on renovation and/or refurbishing which the Group would have had incurred for new office premises; and

(d) in respect of the BPP Rental of Land with Dato' Malek, considering that it is a requirement to have a land as part of the temporary flood mitigation plan to avoid any mud flood issues which was encountered by BPP previously, it is beneficial to the Group as there are no other similar land parcels for BPP's temporary flood mitigation plan located within close proximity to BPP's project development to avoid the mud flood issues.

Furthermore, the Mandated Transactions are expected to continue to accrue every year, and Shareholders' approval will have to be obtained each time the 5% threshold under Rule 906(1) of the Catalist Rules is met or exceeded. The proposed renewal of the IPT General Mandate will eliminate the need for the Company to announce and convene separate general meetings on each occasion to seek Shareholders' approval for such transactions. This will substantially reduce the expenses associated with the convening of general meetings (including the engagement of external advisers and preparation of documents) on an ad-hoc basis, will improve administrative efficacy considerably and will allow manpower resources and time to be channelled towards attaining other business objectives available to the Company. It will also allow the Group to reduce overlapping costs to achieve greater growth.

Accordingly, the Company intends to seek Shareholders' approval for the proposed renewal of the IPT General Mandate pursuant to the requirements of Chapter 9 of the Catalist Rules to enter into, in the ordinary course of business, any of the Mandated Transactions with the relevant Mandated Interested Person, provided that such transactions are made on normal commercial terms, not prejudicial to the interests of the Company and its minority Shareholders, and in accordance with the review procedures for such transactions.

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2.6 Guidelines and Review Procedures

Having regard to the nature of the IPTs and the criteria in establishing the review procedures which are to ensure that such review procedures are adequate and/or commercially practicable in ensuring that the IPTs will be carried out on normal commercial terms and will not be prejudicial to the interests of the Company and the minority Shareholders, the guiding principle is that all IPTs with Interested Persons shall be conducted in accordance with the Group's usual business practices and pricing policies, consistent with the usual profit margins, prices, fees or rates extended to or received by the Group for the same or substantially similar type of transactions between the Group and unrelated third parties, and the terms of the IPTs are (1) not more favourable to the Interested Persons compared to those extended to unrelated third parties, or (2) not less favourable to the Group than the terms offered by unrelated third parties.

Additionally, the Group will also establish the following review procedures in respect of the following Mandated Transactions:

(a) **BPP SMS Services**

In respect of the BPP SMS Services, as a general principle, APSB will ensure that the terms offered by APSB to BPP are conducted on an arms' length basis in the following manner.

(i) With regard to the BPP Secondment, the approval of any secondment of staff to BPP should be approved by the head of the human resources department or such other senior management personnel as designated by the Audit Committee (who must not have any interest, direct or indirect, in the BPP Secondment) after considering, *inter alia*, (A) the needs of the Group and its projects, (B) the availability of the staff, and (C) the expertise of the staff. In the event that the head of human resources department has any interest, direct or indirect, the CEO or the CFO (or its equivalent person), shall approve such secondment. APSB will not provide any value-adding functions in connection thereof.

The fee for the secondment of staff will be based on the remuneration to be paid to the Seconded Employees which will be charged by APSB to BPP on a cost-recovery basis based on the actual salaries, statutory payments (such as CPF contributions), allowances, bonuses and other benefits (such as medical and life insurances) paid to the Seconded Employees. BPP is billed the actual costs incurred by APSB every month on an interest-free basis and based on the payroll summaries / contribution summaries prepared by APSB's human resource department, with no mark-up applied to the actual costs incurred as APSB will not be performing any value-adding function after taking into consideration that at the prevailing point in time, the Seconded Employees will not have any active roles or job responsibilities in APSB prior to the secondment to BPP.

(ii) With regard to the BPP Management Services in the form of human resources, administrative, project management, finance and accounting, corporate planning and communication services provided by APSB to BPP, the management fees to be charged will be based on estimated time spent or headcount with a mark-up margin applied. The management fee to be charged and/or mark-up margin to be applied shall be in accordance with the independent transfer pricing benchmarking which will be prepared by an external tax consultant to be commissioned by the Company in order to ensure that such rates charged are on arm's length basis. In the event APSB obtains any services entirely from unrelated third parties and such services are shared with BPP, APSB will charge to BPP for its portion of the costs on a cost recovery basis without any mark-up.

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(b) **ACSB SMS Services**

In respect of the ACSB SMS Services, as a general principle, APSB will ensure that the terms offered by APSB to ACSB are conducted on an arms' length basis in the following manner:-

(i) With regard to the ACSB Secondment, the approval of any secondment of staff to ACSB should be approved by the head of the human resources department or such other senior management personnel as designated by the Audit Committee (who must not have any interest, direct or indirect, in the ACSB Secondment) after considering, *inter alia*, (A) the needs of the Group and its projects, (B) the availability of the staff, and (C) the expertise of the staff. In the event that the head of human resources department has any interest, direct or indirect, the CEO or the CFO (or its equivalent person), shall approve such secondment. APSB will not provide any value-adding functions in connection thereof.

The fee for the secondment of staff will be based on the remuneration to be paid to the Seconded Employees which will be charged by APSB to ACSB on a cost-recovery basis based on the actual salaries, statutory payments (such as CPF contributions), allowances, bonuses and other benefits (such as medical and life insurances) paid to the Seconded Employees. ACSB will be billed the actual costs incurred by APSB every month on an interest-free basis based on the payroll summaries / contribution summaries prepared by APSB's human resource department with no pre-determined mark-up.

(ii) With regard to the ACSB Management Services in the form of human resources, administrative, project management, finance and accounting, corporate planning and communication services provided by APSB to ACSB, the management fees to be charged will be based on estimated time spent or headcount with a mark-up margin applied. The management fee to be charged and/or mark-up margin to be applied shall be in accordance with the independent transfer pricing benchmarking which will be prepared by an external tax consultant to be commissioned by the Company in order to ensure that such rates charged are on arm's length basis. In the event APSB obtains any services entirely from unrelated third parties and such services are shared with ACSB, APSB will charge to ACSB for its portion of the costs on a cost recovery basis without any mark-up.

(c) **APSB Rental of Office Premises**

In respect of the APSB Rental of Office Premises, prior to the entry into subsequent tenancy agreements in respect of the Office Premises, (i) the Group Finance Team will make relevant enquiries of comparable properties and obtain from commercial property websites (such as PropertyGuru) and/or the relevant reports and reviews published by property agents, the rents in respect of at least two (2) comparable properties in the vicinity (the "**Office Premises Quotations**"); and (ii) (A) an officer of the Group Finance Team, who has no direct or indirect interest in the transaction, as designated by the Audit Committee, will review the terms under the APSB Rental of Office Premises against the Office Premises Quotations, and seek the approval of the Approving Authority for the transaction, provided that the terms offered under the APSB Rental of Office Premises are no less favourable than those rents in respect of comparable properties in the vicinity (i.e. such terms are reasonable and competitive with comparable properties in the vicinity); and (B) in the event that the rents from at least two (2) comparable properties in the vicinity are not available for comparison, an executive Director or the CFO, who has no direct or indirect interest in the transaction, as designated by the Audit Committee, will evaluate the benefits of and rationale for entering into the subsequent tenancy agreement(s) in respect of the Office Premises to determine whether the terms offered under the APSB Rental of Office Premises are fair and reasonable, and seek the approval of the Approving Authority accordingly.

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In relation to the foregoing, some of the factors to be taken into consideration would include, but not be limited to, (i) the prevailing market rental of comparable properties taking into account the tenure of the lease and the area of leased premise, (ii) any additional costs to be incurred such as renovation costs if the Group moves in, and (iii) the general market demand and economic conditions.

(d) **BPP Rental of Land**

In respect of the BPP Rental of Land, prior to the entry into subsequent tenancy agreements in respect of the Flood Land, (i) the Group Finance Team will make relevant enquiries and obtain from commercial property websites (such as PropertyGuru) and/or the relevant reports and reviews published by agents, the rents in respect of at least two (2) comparable properties in the vicinity (the "**Flood Land Quotations**"); and (ii) (A) an officer of the Group Finance Team, who has no direct or indirect interest in the transaction, as designated by the Audit Committee, will review the terms under the BPP Rental of Land against the Flood Land Quotations, and seek the approval of the Approving Authority for the transaction, provided that the terms offered under the Flood Land Quotations are no less favourable than those rents in respective of comparable properties in the vicinity (i.e. such terms are reasonable and competitive with comparable properties in the vicinity); and (B) in the event that the rents from at least two (2) comparable properties in the vicinity are not available for comparison, an executive Director or the CFO, who has no direct or indirect interest in the transaction, as designated by the Audit Committee, will evaluate the benefits of and rationale for entering into the subsequent tenancy agreement(s) in respect of the Flood Land to determine whether the terms offered under the BPP Rental of Land are fair and reasonable, and seek the approval of the Approving Authority accordingly.

In relation to the foregoing, some of the factors to be taken into consideration would include, but not be limited to, (i) the prevailing market rental of comparable properties taking into account the tenure of the lease and the area of leased premises, (ii) any additional costs to be incurred if the Group utilises such land, and (iii) the general market demand and economic conditions.

2.7 Approval thresholds for the Mandated Transactions

The approval thresholds for each Mandated Transaction are as follows:

Value of Mandated Transaction	Approving Authority
Below 3.0% of the latest audited NTA of the Group	CEO and CFO
Equal to or exceeds 3.0% of the latest audited NTA of the Group	CEO and Audit Committee

In the review of the Mandated Transactions, the Audit Committee may at its discretion obtain independent advice. If any of the Approving Authority has an interest in a Mandated Transaction, he/she will abstain from any review, deliberation or decision making in respect of that Mandated Transaction.

2.8 Additional Guidelines and Review Procedures

In addition to the guidelines and review procedures set out in Section 2.6 above, the Company will also implement the following additional guidelines and procedures to ensure that the Mandated Transactions are undertaken on an arm's length basis and on normal commercial terms:

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(a) **Register of Mandated Transactions**

The CFO will maintain an IPT Register of all transactions (including transactions below S$100,000) carried out with Mandated Interested Persons, recording the contracts entered into in relation to the Mandated Transactions, basis and rationale for entry into the Mandated Transactions, other commercial terms thereunder, including comparative quotations, enquiries and/or reports obtained to support such basis, on which they are entered into, and the Approving Authority.

The CFO will review the IPT Register at least on a quarterly basis to ensure that the IPTs are properly recorded and in compliance with the guidelines and review procedures, and the Company will continue to disclose to the Audit Committee and the Board at the quarterly Board meetings as well as all Audit Committee meetings on all transactions with Interested Persons.

The Audit Committee will review the IPT Register on a quarterly basis to ascertain that the guidelines and review procedures for Mandated Transactions have been complied with. The Audit Committee shall also review the appropriateness and sufficiency of the guidelines and review procedures for Mandated Transactions at least annually. Such review includes the examination of the transaction(s) and its supporting documents, or such other data deemed necessary by the Audit Committee. The Audit Committee shall, when it deems fit, have the right to require the appointment of independent sources, advisers and/or valuers to provide additional information or review of controls and its implementation pertaining to the transactions under review. The outcome of such review, where applicable, shall be submitted to the Audit Committee and documented.

(b) **Periodic confirmation of list of Interested Persons**

The CFO will obtain signed letters of confirmation from persons delegated with the approving authority, key management personnel, Controlling Shareholders of the Company and the Directors on a half-yearly basis or such other period as may be determined by the Audit Committee on their respective list of Interested Persons and their Associates.

(c) **Periodic reviews**

The internal auditors shall annually, or at the request of the Audit Committee, carry out audit reviews on the adequacy and compliance of the internal control system and review procedures for Mandated Transactions and will report to the Audit Committee on their findings.

If during any of the reviews by the Audit Committee of such internal audit reports, the Audit Committee is of the view that the established guidelines and review procedures for Mandated Transactions have become inappropriate or insufficient for whatever reason, such as in the event of changes to the nature of, or manner in which, the business activities of the Company or the Mandated Interested Persons are conducted, the Company will seek a fresh mandate from the Shareholders based on new guidelines and review procedures with a view to ensuring that Mandated Transactions will be carried out at arm's length, on normal commercial terms and will not be prejudicial to the interests of the Company and the minority Shareholders. In such a situation, prior to obtaining the new Shareholders' mandate, all transactions with the Mandated Interested Persons will be reviewed and approved by the Audit Committee.

For the purpose of the above review and approval process, any Director, who has an interest in the Mandated Transaction under review and is not considered to be independent, shall abstain from participating and voting on any resolution relating to such Mandated Transaction.

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2.9 Expiry and Renewal of the IPT General Mandate

The renewed IPT General Mandate will take effect from the date of the passing of ordinary resolution 7, being the ordinary resolution relating to the proposed renewal of the IPT General Mandate at the AGM, and will apply to Mandated Transactions entered into with a Mandated Interested Person and (unless revoked or varied by the Company in a general meeting) continue to be in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting is required by law to be held, whichever is earlier. Approval from Shareholders will be sought for the renewal of the IPT General Mandate at each subsequent annual general meeting of the Company, subject to satisfactory review by the Audit Committee of its continued relevance and application to the Mandated Transactions with the respective Mandated Interested Persons.

2.10 Disclosure to Shareholders of the IPTs

In accordance with Rule 920(1)(a) of the Catalist Rules, the Company will disclose in its annual report the aggregate value of the Mandated Transactions conducted pursuant to the IPT General Mandate during the financial year under review (as well as in the Company's annual reports for subsequent financial years that the IPT General Mandate continues to be in force). In addition, the Company will announce the aggregate value of the Mandated Transactions conducted pursuant to the IPT General Mandate for the financial periods which the Company is required to report on (pursuant to Rule 705 of the Catalist Rules) within the time required for the announcement of such report. These disclosures will be in the format set out in Rule 907 of the Catalist Rules, as shown below, which includes the disclosure of all other IPTs carried out during the relevant financial periods and the financial year under review as well.

Name of interested person	Nature of relationship	Aggregate value of all interested person transactions entered into during the financial year under review (excluding transactions less than S$100,000 and transactions conducted under the shareholders' mandate pursuant to Catalist Rule 920)	Aggregate value of all interested person transactions conducted under the shareholders' mandate pursuant to Catalist Rule 920 (excluding transactions less than S$100,000)

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3. INTERESTS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

3.1 Interests in Shares

As at the Latest Practicable Date, the interests of the Substantial Shareholders and Directors in the issued share capital of the Company are set out below:

	Direct Interest		Deemed Interest		Total
	Number of Shares	% (1)	Number of Shares	% (1)	% (1)
Directors					
Khong Chung Lun	47,900	0.003	–	–	0.003
Lee Gee Aik	–	–	–	–	–
Lai Kuan Loong, Victor	–	–	–	–	–
Dato' Sri Mohd Mokhtar Bin Mohd Shariff	–	–	–	–	–
Ir. Hj. Syarul Izam Bin Hj. Sarifudin	–	–	–	–	–
Substantial Shareholders					
Horizon Sea Limited	1,244,062,150	66.550	–	–	66.550
Dato' Dr Daing A Malek Bin Daing A Rahaman	3,665,000 (2)	0.200	1,244,062,150 (3)	66.550	66.750

Notes:

(1) Based on 1,869,434,303 issued Shares (excluding treasury shares) as at the Latest Practicable Date.

(2) Held through Phillip Securities Pte Ltd.

(3) As at the Latest Practicable Date, Dato' Malek has a deemed interest of 66.55% in the Company by virtue of his 100% shareholding interest in Horizon Sea Limited, which holds 1,244,062,150 Shares.

Save for Dato' Malek, none of the Directors nor the Controlling Shareholders of the Company has any interest, direct or indirect, in the proposed renewal of the IPT General Mandate, other than through their respective shareholdings (if any) in the Company.

4. ABSTENTION FROM VOTING

Pursuant to Rule 919 of the Catalist Rules, an Interested Person and any Associate of the Interested Person must abstain from voting on the resolution approving the Interested Person Transactions involving themselves and their Associates. Such Interested Persons and their Associates shall not act as proxies nor accept appointments as proxies in relation to such resolution unless specific voting instructions had been given by the Shareholders.

Accordingly, Dato' Malek will abstain, and will ensure that his Associates will abstain, from voting on the ordinary resolution relating to the proposed renewal of the IPT General Mandate to be tabled at the AGM, nor accept any nominations to act as proxy for any Shareholder in approving the ordinary resolution relating to the proposed renewal of the IPT General Mandate at the AGM unless specific instructions as to voting are given by such Shareholder in the proxy instrument.

LETTER TO SHAREHOLDERS

The Company will disregard any votes cast by Dato' Malek and his Associates on the ordinary resolution relating to the proposed renewal of the IPT General Mandate.

5. STATEMENT OF THE AUDIT COMMITTEE

As the Latest Practicable Date, the Audit Committee comprises Mr. Lai Kuan Loong, Victor, Mr. Lee Gee Aik and Dato' Sri Mohd Mokhtar Bin Mohd Shariff. The Chairman of the Audit Committee is Mr. Lai Kuan Loong, Victor. All members of the Audit Committee do not have any interests (directly or indirectly) in the proposed renewal of the IPT General Mandate and are accordingly deemed to be independent for the purposes of the proposed renewal of the IPT General Mandate.

Having reviewed and considered, *inter alia*, the terms and rationale for and benefits of the IPT General Mandate to the Group, the Audit Committee confirms that it is satisfied that the guidelines and review procedures set out in Section 2.6 of this Appendix for determining the Mandated Transactions under the IPT General Mandate, if adhered to, are sufficient to ensure that the Mandated Transactions will be carried out on normal commercial terms and will not be prejudicial to the interests of the Company and its minority Shareholders.

The Audit Committee, pursuant to Rule 920(1)(c) of the Catalist Rules, also confirms that:

(a) the guidelines and review procedures for determining the transaction prices under the IPT General Mandate have not changed since Shareholders approved the adoption of the IPT General Mandate at the extraordinary general meeting of the Company held on 25 August 2023; and

(b) the guidelines and review procedures above are sufficient to ensure that the Mandated Transactions will be carried out on normal commercial terms and will not be prejudicial to the interest of the Company and its minority Shareholders.

6. DIRECTORS' RECOMMENDATIONS

Having considered, among others, the scope, the guidelines and review procedures set out in Section 2.6 of this Appendix and the continuing relevance of the rationale and the benefits of the Group entering into the Mandated Transactions, the Independent Directors are of the opinion that the proposed renewal of the IPT General Mandate is in the best interests of the Company. Accordingly, the Independent Directors recommend that the Shareholders vote in favour of the ordinary resolution relating to the proposed renewal of the IPT General Mandate as set out in the Notice of AGM at the forthcoming AGM.

The Independent Directors, in rendering their recommendation, have not had regard to the specific investment objectives, financial situation, tax position, risk profile or unique needs and constraints of any individual Shareholder.

As each Shareholder would have different investment objectives and profiles, the Directors recommend that any individual Shareholder who may require specific advice in relation to his or her investment objectives or portfolio should consult his or her stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

LETTER TO SHAREHOLDERS

7. ANNUAL GENERAL MEETING

The AGM will be held at Raffles Marina, 10 Tuas West Drive, Singapore 638404 on Friday, 26 April 2024 at 10.00 a.m. for the purpose of considering and, if thought fit, passing with or without modifications, the resolutions set out in the Notice of AGM including but not limited to ordinary resolution 7, being the ordinary resolution relating to the proposed renewal of the IPT General Mandate.

8. ACTIONS TO BE TAKEN BY SHAREHOLDERS

8.1 Lodgement of proxies

If a Shareholder is unable to attend the AGM and wishes to appoint a proxy to attend and vote on his behalf, he should complete, sign and return the proxy form published together with the notice of AGM in accordance with the instructions printed thereon as soon as possible and, in any event, so as to reach the Company's registered address at 133 Cecil Street, #14-01, Keck Seng Tower, Singapore 069535, or if submitted by email, be received by the Company at ir@astaka.com.my, in either case, not later than forty-eight (48) hours before the time appointed for holding the AGM. The completion and return of the proxy form by a Shareholder will not preclude him from attending and voting at the AGM in person if he so wishes. However, any appointment of a proxy by such Shareholder shall be deemed to be revoked if the Shareholder attends the AGM in person, and in such event, the Company reserves the right to refuse to admit any person, appointed under the instrument of proxy, to the AGM.

8.2 Depositors

A Depositor shall not be regarded as a Shareholder of the Company entitled to attend the AGM and to speak and vote thereat unless his name appears on the Depository Register at least seventy-two (72) hours before the time appointed for holding AGM, as certified by CDP to the Company.

9. DIRECTORS' RESPONSIBILITY STATEMENT

The Directors collectively and individually accept full responsibility for the accuracy of the information given in this Appendix and confirm after making all reasonable enquiries, that to the best of their knowledge and belief, this Appendix constitutes full and true disclosure of all material facts about the IPT General Mandate including the guidelines and review procedures set out in section 2.6 of this Appendix, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Appendix misleading.

Where information in the Appendix has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in the Appendix in its proper form and context.

LETTER TO SHAREHOLDERS

10. DOCUMENTS AVAILABLE FOR INSPECTION

The Constitution of the Company is available for inspection at the registered office of the Company at 133 Cecil Street, #14-01 Keck Seng Tower, Singapore 069535, during normal business hours from the date of this Appendix up to the date of the AGM.

Please contact the Company at ir@astaka.com.my prior to making any visits to arrange for a suitable time slot for the inspection.

Yours faithfully
For and behalf of the Board of Directors of
ASTAKA HOLDINGS LIMITED

Khong Chung Lun
Executive Director and Chief Executive Officer

NOTICE IS HEREBY GIVEN that the annual general meeting ("**AGM**") of Astaka Holdings Limited (the "**Company**") will be convened and held at Raffles Marina, 10 Tuas West Drive, Singapore 638404 on Friday, 26 April 2024 at 10.00 a.m. for the following purposes:

AS ORDINARY BUSINESS

1. To receive and adopt the Directors' Statement and the Audited Financial Statements of the Company for the financial year ended 31 December 2023 ("**FY2023**") together with the Auditors' Report thereon. **(Resolution 1)**

2. To re-elect the following Directors of the Company retiring pursuant to Regulation 89 of the Company's Constitution:

   Dato' Sri Mohd Mokhtar Bin Mohd Shariff **(Resolution 2)**

   Ir. Hj. Syarul Izam Bin Hj. Sarifudin **(Resolution 3)**

   [*See Explanatory Note 1*]

3. To approve the payment of Directors' fees of S$234,000 for the financial year ending 31 December 2024, to be paid quarterly in arrears. (FY2023: S$180,000) **(Resolution 4)**

4. To re-appoint Messrs Mazars LLP as auditors of the Company and to authorise the Directors of the Company to fix their remuneration. **(Resolution 5)**

5. To transact any other ordinary business which may properly be transacted at the Annual General Meeting.

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolution as Ordinary Resolution, with or without any modifications:

6. **Authority to allot and issue shares**

   That pursuant to Section 161 of the Companies Act 1967 of Singapore (the "**Companies Act**") and subject to Rule 806 of the Singapore Exchange Securities Trading Limited Listing Manual Section B: Rules of Catalist ("**Catalist Rules**"), authority be and is hereby given to the Directors of the Company to allot and issue shares in the capital of the Company ("**Shares**") whether by way of rights, bonus or otherwise, and/or make or grant offers, agreements or options (collectively, "**Instruments**") that might or would require Shares to be allotted and issued, including but not limited to, the creation and issue of (as well as adjustments to) options, warrants, debentures or other instruments convertible into Shares, at any time and upon such terms and conditions and to such persons as the Directors may, in their absolute discretion, deem fit and (notwithstanding the authority conferred by this Resolution may have ceased to be in force at the time of such issuance of Shares) issue Shares in pursuance of any Instruments made or granted by the Directors of the Company while this Resolution was in force, provided that:

   (a) the aggregate number of Shares (including Shares to be issued in pursuance of Instruments, made or granted pursuant to this Resolution) to be issued pursuant to this Resolution shall not exceed one hundred percent (100%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (b) below), of which the aggregate number of shares to be issued other than on a *pro rata* basis to all shareholders of the Company ("**Shareholders**") shall not exceed fifty percent (50%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company (as calculated in accordance with sub-paragraph (b) below);

(b) (subject to such manner as may be prescribed by the SGX-ST) for the purpose of determining the aggregate number of Shares that may be issued under sub-paragraph (a) above, the total number of issued Shares (excluding treasury shares and subsidiary holdings) shall be based on the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of the passing of this Resolution, after adjusting for:

(i) new Shares arising from the conversion or exercise of convertible securities;

(ii) new Shares arising from the exercising of share options or vesting of share awards, provided the share options or share awards (as the case may be) were granted in compliance with Part VIII of Chapter 8 of the Catalist Rules; and

(iii) any subsequent bonus issue, consolidation or subdivision of Shares.

Adjustments in accordance with the above sub-paragraphs 6(b)(i) and 6(b)(ii) are only to be made in respect of new Shares arising from convertible securities, share options or share awards which are issued and outstanding or subsisting at the time of the passing of this Resolution;

(c) in exercising the authority conferred by this Resolution, the Company shall comply with the provisions of the Catalist Rules for the time being in force (unless such compliance has been waived by the SGX-ST), and all applicable legal requirements under the Companies Act 1967 and the Constitution for the time being of the Company; and

(d) (unless revoked or varied by the Company in general meeting), such authority continues in force until the conclusion of the next AGM of the Company or the date by which the next AGM of the Company is required by law to be held, whichever is the earlier.

[*See Explanatory Note 2*]

(Resolution 6)

7. **Renewal of the General Mandate for Interested Person Transactions**

That:

(a) approval be and is hereby given, for the purposes of Chapter 9 of the Catalist Rules, for the renewal of the general mandate for interested person transactions ("**IPT General Mandate**") as described in the appendix to the Annual Report (the "**Appendix**"), for either Astaka Padu Sdn. Bhd., Bukit Pelali Properties Sdn. Bhd. or Astaka Capital Sdn. Bhd. to enter into any transaction falling within the categories of the Mandated Transactions (as defined in the Appendix) set out under the IPT General Mandate, provided that such transaction is made on normal commercial terms and is not prejudicial to the interests of the Company and its minority Shareholders, and is entered into in accordance with the review procedures for interested person transactions as set out in the Appendix;

(b) the approval given for the IPT General Mandate shall, unless revoked or varied by the Company in a general meeting, continue in force until the conclusion of the next annual general meeting of the Company or the date by which the next annual general meeting of the Company is required by law to be held, whichever is earlier;

(c) the Audit Committee of the Company be and is hereby authorised to take such action as it deems proper in respect of the review procedures and/or modify or implement such review procedures as may be necessary to take into consideration any amendment to Chapter 9 of the Catalist Rules, which may be prescribed by the SGX-ST from time to time; and

(d) the Directors and each of them be and are hereby authorised, empowered to complete and do and execute all such things and acts as they or he may consider necessary or appropriate to give effect to this resolution and the IPT General Mandate, with such modifications thereto (if any) as they or he may think fit in the interests of the Company.

[*See Explanatory Note 3*]

(Resolution 7)

By Order of the Board

Yoo Loo Ping
Company Secretary

Singapore
11 April 2024

Explanatory Notes:

1. Resolution 2 in item 2 above is to re-elect Dato' Sri Mohd Mokhtar Bin Mohd Shariff, who is retiring pursuant to Regulation 89 of the Company's Constitution. Dato' Sri Mohd Mokhtar Bin Mohd Shariff, if re-elected, will remain as Independent and Non-Executive Director of the Company, Chairman of Nominating Committee ("**NC**") and Remuneration Committee ("**RC**") and Member of Audit Committee ("**AC**"). The Board considers Dato' Sri Mohd Mokhtar Bin Mohd Shariff to be independent for the purposes of Rule 704(7) of Catalist Rules.

   Resolution 3 in item 2 above is to re-elect Ir. Hj. Syarul Izam Bin Hj. Sarifudin, who is retiring pursuant to Regulation 89 of the Company's Constitution. Ir. Hj. Syarul Izam Bin Hj. Sarifudin, if re-elected, will remain as Non-Independent and Non-Executive Director of the Company and a member of the NC.

   The key information of Dato' Sri Mohd Mokhtar Bin Mohd Shariff and Ir. Hj. Syarul Izam Bin Hj. Sarifudin can be found on pages 94 to 101 of the Annual Report.

2. Resolution 6 in item 6 above, if passed, will empower the Directors with effect from the date of the AGM until the conclusion of the next AGM of the Company, or the date by which the next AGM of the Company is required by law to be held or such authority is varied or revoked by the Company in a general meeting, whichever is the earlier, to allot and issue Shares, make or grant Instruments convertible into Shares and to issue Shares pursuant to such Instruments, without seeking any further approval from Shareholders in a general meeting but within the limitation imposed by this Resolution, for such purposes as they may consider would be in the interests of the Company, up to a number not exceeding, in aggregate, one hundred percent (100%) of the total number of issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company at the time of passing of this Resolution, of which up to fifty percent (50%) of the issued shares (excluding treasury shares and subsidiary holdings) in the capital of the Company may be issued other than on a pro-rata basis to Shareholders.

3. Resolution 7 in item 7 above, if passed, will authorise the entities at risk to enter into the Mandated Transactions with the Mandated Interested Persons which are recurring in the financial year and will empower the Directors of the Company to do all acts necessary to give effect to the IPT General Mandate. This authority will continue to be in force until the conclusion of the next annual general meeting of the Company (unless revoked or varied by the Company in general meeting) or the date by which the next annual general meeting is required by law to be held, whichever is earlier. Please refer to the Appendix for more information on the IPT General Mandate.

Notes:

The members of the Company are invited to attend physically at the AGM. There will be **no option** for shareholders to participate virtually. The Notice of AGM, Proxy Form and the Annual Report will be sent to members by electronic means via publication on the Company's website at http://astaka.com.my/investor-relations/ and on the SGXNet at https://www.sgx.com/securities/company-announcements. Printed copies of the Notice, Proxy Form and the Annual Report will also be sent by post to members.

(a) Participation at the AGM

Members, including Central Provident Fund Investment Scheme members ("**CPFIS Investors**") and/or Supplementary Retirement Scheme investors ("**SRS Investors**"), may participate in the AGM by:

(i) Attending the AGM in person;

(ii) Submitting questions in relation to any agenda item in this Notice of AGM in advance of, or at the AGM; and/or

(iii) voting at the AGM by (i) themselves; or (ii) through duly appointed proxy(ies).

Details of the steps for registration, asking of questions and voting at the AGM by shareholders, are set out below.

(b) Register in person to attend the AGM

Members, including CPF and SRS investors, attending the AGM in person will need to register in person at the registration counter(s) outside the AGM venue on the day of the event. Please bring along your NRIC/passport to enable the Company to verify your identity. The Company reserves the right to refuse admittance to the AGM if the attendee's identity cannot be verified accurately.

For investors who hold shares through relevant intermediaries (as defined in Section 181 of the Companies Act 1967 of Singapore) (the "**Relevant Intermediary**"), please refer to note (e) for the procedures to attend and vote at the AGM.

(c) Asking Questions

Members may submit their questions related to the resolutions to be tabled for approval at the AGM, in advance of the AGM, by **19 April 2024, 10.00 a.m.** (the "**Questions Submission Cut-Off Date**")**,** through any of the following means:

(i) by email to ir@astaka.com.my; or

(ii) by post, to be deposited at the Company's registered office at 133 Cecil Street, #14-01 Keck Seng Tower, Singapore 069535.

Members submitting questions are requested to state the following details:

(i) full name;

(ii) Identification/registration number;

(iii) contact telephone number;

(iv) email address; and

(v) the manner in which Shares are held (if you hold Shares directly, please provide your CDP account number; otherwise, please state if you hold the Shares through CPFIS or SRS, or are a Relevant Intermediary Shareholder), failing which the Company shall be entitled to regard the submission as invalid.

The Company will endeavour to address all substantial and relevant questions submitted by members prior to or during the AGM. The responses to substantial and relevant questions raised by members on or before the Questions Submission Cut-Off Date will be published on the Company's corporate website at the URL http://astaka.com.my/investor-relations/ and on the SGX-ST website at the URL https://www.sgx.com/securities/company-announcements by 22 April 2024, 10.00 a.m..

The Company endeavours to address (i) subsequent clarifications sought (ii) follow-up questions or (iii) subsequent substantial and relevant questions which are received after its responses referred to at (c) above, at the AGM itself. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.

The Company will publish the minutes of the AGM, which will include responses from the Board and management of the Company on the substantial and relevant questions raised during the AGM or any questions received by the Company after the Questions Submission Cut-Off Date, via an announcement on SGXNet and the Company's website within one (1) month after the date of the AGM.

(d) Voting at the AGM or voting by appointing proxy(ies) (excluding Relevant Intermediary investors)

Members will be able to vote at the AGM in person, or by appointing proxy(ies) to vote on their behalf. A member who is not a Relevant Intermediary (as defined in Section 181 of the Companies Act 1967 of Singapore) is entitled to appoint not more than two (2) proxies to attend and vote in his/her stead. A proxy need not be a member of the Company.

Duly completed proxy forms must be submitted through any of the following means **no later than 24 April 2024, 10.00 a.m.** (being no later than forty-eight (48) hours before the time appointed for holding the AGM):

(i) by email to ir@astaka.com.my; or

(ii) by post, to be deposited at the Company's registered office at 133 Cecil Street, #14-01 Keck Seng Tower, Singapore 069535.

In appointing the Chairman of the AGM as proxy, the member (whether individual or corporate) must give specific instructions as to voting, or abstentions from voting, in the Proxy Form, failing which the appointment of the Chairman of the AGM as proxy for that resolution will be treated as invalid.

In appointing such other person(s) as proxy(ies), if no specific direction as to voting is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the proxy(ies) will vote or abstain at his/her discretion.

Please refer to the detailed instructions set out in the Proxy Form.

(e) Voting at the AGM by Relevant Intermediary investors

A member who is a Relevant Intermediary is entitled to appoint more than two (2) proxies to attend, speak and vote at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such members. Where a member appoints more than one proxy, he/she should specify the proportion of his/her shareholding to be represented by each proxy. If no proportion is specified, the first named proxy shall be treated as representing hundred percent (100%) of the shareholding and the second named proxy shall be deemed to be an alternate to the first named.

Relevant Intermediaries who wish to attend the AGM, or to appoint proxy(ies) to vote at the AGM should not make use of the Proxy Form and should instead approach their respective relevant intermediaries as soon as possible.

CPF/SRS investors who wish to vote at the AGM may attend the AGM in person physically, or appoint the Chairman of the Meeting or such other person as their proxy(ies) to vote. The CPF/SRS investors who wish to appoint the Chairman of the Meeting or such other person as their proxy(ies) should not make use of the Proxy Form. They should approach their respective CPF agent banks or SRS operators to submit their votes by 16 April 2024, being at least seven (7) working days before the AGM, in order to allow sufficient time for their respective relevant intermediaries to in turn submit a Proxy Form to appoint the proxy(ies) to vote on their behalf. CPF/SRS investors are requested to contact their respective CPF agent banks and/or SRS operators for any queries they may have with regard to the appointment of proxies for the AGM.

(f) The Company shall be entitled to reject a Proxy Form which is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified on the Proxy Form (such as in the case where the appointor submits more than one Proxy Form). If no specific direction as to voting is given in respect of a resolution, the appointed proxy/proxies will vote or abstain from voting at his/her/their discretion. If the appointor is a corporate, the Proxy Form must be executed under seal or the hand of its duly authorised officer or attorney. In addition, in the case of Shares entered in the Depository Register maintained by The Central Depository (Pte) Limited, the Company may reject a Proxy Form if the shareholder, being the appointor, is not shown to have Shares entered against his/her/its name in the Depository Register as at seventy-two (72) hours before the time appointed for holding the AGM as certified by CDP to the Company.

(g) A Depositor's name must appear on the Depository Register maintained by the Central Depository (Pte) Limited as at seventy-two (72) hours before the time fixed for holding the AGM in order for the Depositor to be entitled to attend and vote at the AGM.

Personal data privacy:

"Personal data" has the same meaning ascribed to it in the Personal Data Protection Act 2012 of Singapore, which includes name, address, NRIC/passport number of a member and proxy(ies) and/or representative(s) of a member.

By submitting an instrument appointing proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, or submitting any question prior to the AGM in accordance with this Notice of AGM, a member (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or, service providers) for the purposes of (a) processing, administration and analysis by the Company (or its agents or, service providers) of Proxy Forms/instruments appointing proxy(ies) and/or representative(s) for the AGM (including any adjournment thereof); (b) addressing substantial and relevant questions from members received before the AGM and if necessary, following up with the relevant members in relation to such questions; and (c) preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and (d) in order for the Company (or its agents or, service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"); (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents or, service providers), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents or, service providers) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees to indemnify the Company in respect of any penalties, liabilities, claims, losses and damages as a result of the member's breach of warranty.

ASTAKA HOLDINGS LIMITED

(Incorporated in the Republic of Singapore)
(Company Registration No. 200814792H)

ANNUAL GENERAL MEETING
PROXY FORM

IMPORTANT:

1. An investor who holds shares under Central Provident Fund Investment Scheme ("**CPFIS Investor**") and/or the Supplementary Retirement Scheme ("**SRS Investor**") (as may be applicable) may attend and cast his/her vote(s) at the AGM in person. CPFIS and SRS Investors who are unable to attend the AGM but would like to vote, should approach their respective CPF agent bank and/or SRS operators to appoint the Chairman of the Meeting or such other person(s) as their proxy(ies) and submit their votes at least seven (7) working days before the AGM. This Proxy Form is not valid for use by CPF and/or SRS investors and shall be ineffective for all intents and purposes if used or purported to be used by them.
2. By submitting an instrument appointing proxy(ies), the member accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 11 April 2024.
3. Please read the notes overleaf which contain instructions on, *inter alia*, the appointment of the Chairman of the Meeting or such other person(s) as a proxy(ies) to vote on his/her/its behalf at the AGM.

I/We, ______________________ (Name) ______________ (NRIC/Passport/Company Registration Number)

of ____ (Address)

being a member/members of Astaka Holdings Limited (the "**Company**") hereby appoint:

Name	Address	NRIC/Passport Number	Proportion of Shareholdings (%)	
			No. of Shares	%

and/or

Name	Address	NRIC/Passport Number	Proportion of Shareholdings (%)	
			No. of Shares	%

or failing *him/her/them, the Chairman of the Annual General Meeting ("**AGM**") as my/our proxy/proxies* to vote for me/us on my/our* behalf at the AGM of the Company to be convened and held on 26 April 2024 at 10.00 a.m. at Raffles Marina, 10 Tuas West Drive, Singapore 638404 and any adjournment thereof. I/We* direct my/our proxy/proxies* to vote for, against or abstain from the Ordinary Resolutions to be proposed at the AGM as indicated hereunder.

(Voting will be conducted by poll. Please indicate with an "X" within the relevant box to vote for or against, or abstain from voting, in respect of the resolutions to be proposed at the AGM as indicated hereunder. Alternatively, please indicate the number of shares that your proxy is directed to vote "For" or "Against" or to abstain from voting. In the absence of specific directions in respect of a resolution, the appointment of the Chairman of the AGM as your proxy for that resolution will be treated as invalid. In appointing such other person(s) as proxy(ies), if no specific direction as to voting is given or in the event of any other matter arising at the AGM and at any adjournment thereof, the proxy(ies) will vote or abstain from voting at his/her discretion.)

No.	Ordinary Resolutions relating to	FOR#	AGAINST#	ABSTAIN#
	AS ORDINARY BUSINESS			
1.	Adoption of Directors' Statement and Audited Financial Statements for the financial year ended 31 December 2023.			
2.	Re-election of Dato' Sri Mohd Mokhtar Bin Mohd Shariff as a Director.			
3.	Re-election of Ir. Hj. Syarul Izam Bin Hj. Sarifudin as a Director.			
4.	Approval of Directors' fees for the financial year ending 31 December 2024 amounting to S$234,000, payable quarterly in arrears.			
5.	Re-appointment of Messrs Mazars LLP as auditors of the Company.			
	AS SPECIAL BUSINESS			
6.	Authority to allot and issue Shares.			
7.	Renewal of General Mandate for Interested Person Transactions.			

** Delete where inapplicable.*

Dated this ______ day of ______________ 2024

Total Number of Shares in:	Number of Shares
(a) CDP Register	
(b) Register of Members	

____

Signature(s) of Shareholder(s)
or Common Seal of Corporate Shareholder

IMPORTANT: Please read the notes overleaf before completing this proxy form.

Notes:

1. Please insert the total number of shares held by you. If you have shares entered against your name in the Depository Register (as defined in Section 81SF of the Securities and Futures Act 2001), you should insert that number of shares. If you have shares registered in your name in the Register of Members of the Company, you should insert that number of shares. If you have shares entered against your name in the Depository Register and shares registered in your name in the Register of Members, you should insert the aggregate number of shares. If no number is inserted, this Proxy Form shall be deemed to relate to all the shares held by you.

2. (a) A member who is not a relevant intermediary is entitled to appoint not more than two (2) proxies to attend and vote on his/her/its behalf at the AGM. Where such member's form of proxy appoints two (2) proxies, the proportion of the shareholding concerned to be represented by each proxy shall be specified in the form of proxy. If no proportion is specified, the Company shall be entitled to treat the first named proxy as representing the entire number of shares entered against his name in the Depository Register and any second named proxy as an alternate to the first named.

   (b) A member who is a relevant intermediary is entitled to appoint more than two (2) proxies to attend and vote on his behalf at the AGM, but each proxy must be appointed to exercise the rights attached to a different share or shares held by him (which number and class of shares shall be specified).

   "Relevant intermediary" means:

   (i) a banking corporation licensed under the Banking Act 1970 of Singapore or a wholly-owned subsidiary of such a banking corporation, whose business includes the provision of nominee services and who holds shares in that capacity;

   (ii) a person holding a capital markets services licence to provide custodial services for securities under the Securities and Futures Act 2001 of Singapore and who holds shares in that capacity; or

   (iii) the Central Provident Fund Board established by the Central Provident Fund Act Chapter 1953 of Singapore, in respect of shares purchased under the subsidiary legislation made under that Act providing for the making of investments from the contributions and interest standing to the credit of members of the Central Provident Fund, if the Board holds those shares in the capacity of an intermediary pursuant to or in accordance with that subsidiary legislation.

   The proxy need not be a member of the Company. A member can appoint the Chairman of the AGM as his/her/its proxy but this is not mandatory.

3. This Proxy Form must be submitted to the Company in the following manner:

   (a) if submitted by email, be received by the Company at ir@astaka.com.my; or

   (b) if submitted by post, be deposited at the registered office of the Company at 133 Cecil Street #14-01, Keck Seng Tower, Singapore 069535.

   in either case, by no later than **10.00 a.m. on 24 April 2024**, being forty-eight (48) hours before the time appointed for holding the AGM, and in default the proxy form shall not be treated as valid.

   Members are strongly encouraged to submit completed proxy forms electronically via email.

4. This Proxy Form must be signed by the appointor or his attorney duly authorised in writing. In the case of joint holders, all joint holders must sign this Proxy Form. Where the Proxy Form is executed by a corporation, it must be executed either under seal or under the hand of an officer or attorney duly authorised in writing. Where the Proxy Form is executed by an attorney on behalf of the appointor, the letter or power of attorney or a duly certified copy thereof must be lodged with this Proxy Form, failing which the Proxy Form may be treated as invalid.

5. The Company shall be entitled to reject the Proxy Form if it is incomplete, improperly completed, illegible or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the Proxy Form. In the case of a member whose Shares are entered against his/her name in the Depository Register, the Company may reject any Proxy Form appointing the Chairman of the AGM or such other person(s) as proxy(ies) lodged if the member, being the appointor, is not shown to have any Shares entered against his/her name in the Depository Register as at seventy-two (72) hours before the time set for holding this AGM, as maintained by The Central Depository (Pte) Limited to the Company.

   Completion and return of the Proxy Form shall not preclude a member from participating at the AGM if he/she so wishes. Any appointment of a proxy(ies) for the AGM shall be deemed to be revoked if the member attends the AGM in person and in such event, the Company reserves the right to refuse to admit any person(s) appointed under the Proxy Form, to the AGM.

6. A corporation which is a shareholder may authorise by a resolution of its directors or other governing body such person as it thinks fit to act as its representative at the AGM in accordance with Section 179 of the Companies Act 1967 of Singapore.

7. Persons who hold shares through relevant intermediaries, including CPF or SRS Investors, who wish to exercise their votes by appointing the Chairman of the AGM as proxy should approach their respective relevant intermediaries (which would include CPF agent banks or SRS operators) through which they hold such shares at least seven (7) working days before the AGM (i.e. by 16 April 2024) to submit their voting instructions, in order to allow sufficient time for their respective relevant intermediaries to in turn submit this Proxy Form to appoint the Chairman of the AGM to vote on their behalf.

Personal Data Privacy

By submitting this Proxy Form, the shareholder accepts and agrees to the personal data privacy terms set out in the Notice of AGM dated 11 April 2024.

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