



**ANNUAL
REPORT
2024**

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Enriching Communities Together

This Annual Report has been reviewed by the Company's sponsor, RHT Capital Pte. Ltd. (the "Sponsor"). It has not been examined or approved by the Singapore Exchange Securities Trading Limited (the "Exchange") and the Exchange assumes no responsibility for the contents of this document, including the correctness of any of the statements or opinions made or reports contained in this document.

The contact person for the Sponsor is Mr. Josh Tan at 36 Robinson Road, #10-06 City House, Singapore 068877, Email: sponsor@rhtgoc.com.

Corporate Profile

The name “Hatten” is derived from the Japanese word (发展) which means “growth and development”.

Hatten Land has an established track record as a visionary developer, had won over 50 awards and accolades for its quality developments, innovative designs and avant-garde architectural concepts.

Partnering industry experts in strategic collaborations and joint ventures, Hatten Land’s strategic pivot continues to make bold strides and advancements towards digitization in a tactical union of technology, hospitality and tourism in Melaka.

Tapping on the annual influx of 16 million tourists into this UNESCO World Heritage Site, and coupled together with Melaka’s economic growth, Hatten Land is well-positioned to rejuvenate, revitalise and multiply the footfall and boost sales within our Melaka malls and developments, as we build up strategic resilience and financial agility within our business model.

Development Profile

Hatten City (Phase 1 & 2)

Phase 1 integrates four distinct projects, namely; Elements Mall, SilverScape Residences, Hatten Place Hotel, and a tower block managed by Hilton Worldwide as part of its DoubleTree brand.

Phase 2 is a mixed development that comprises Imperio Mall and Imperio Residences. It utilises an iconic “cascading steps” design which functions as an outdoor jogging route with views of the coast and surrounding city.

Phase 1

Sky Deck @ Hatten City
Elements Mall
Silerscape Residences
DoubleTree by Hilton
Hatten Place Hotel

Phase 2

Imperio Residences
Imperio Mall



Vedro by The River

Vedro brings a stylish, offbeat hipster vibe to the vicinity. Inspired by Melaka’s heritage-house façades, Vedro features iconic tall arched windows and carved ornamental pillars. Instead of the usual bright colours, the mall stands out in all-white for a sharp, modern-minimalist look.





Board of Directors

Mr. Yeo Boon Keong

Independent Director

Mr Yeo Boon Keong, a Singapore Citizen, is an Independent Director appointed on 1 January 2024.

Mr Yeo is a Public Accountant, Licensed Insolvency Practitioner in Singapore, an ISCA Financial Forensic Professional and an Accredited Tax Practitioner.

He is a member of the Institute of Singapore Chartered Accountants (ISCA), CPA Australia, Association of Chartered Certified Accountants (ACCA) and the Singapore Chartered Tax Professionals.

He has more than 30 years of experience in auditing, accounting, tax, restructuring and insolvency.

Mr Yeo holds a Master of Practising Accounting from Monash University, Australia. He is also an Accredited Director with the Singapore Institute of Director, and currently serves as an independent director of Capital World Limited and Wilton Resources Corporation Limited.

Mr Yeo's principal commitments are with Adagio Chartered Accountants and Technic-Inter Asia Pte Ltd, both of which are accounting-related entities.

Please note that, while Mr Yeo is the Company's Independent Director, the Company's Board is functus officio for as long as the Company remains under judicial management.

Judicial Managers' Message

Dear Shareholders

On behalf of the Board of Directors, the Judicial Managers present the Annual Report and Audited Financial Statements of Hatten Land Limited (Under Judicial Management) (the "**Company**") and its subsidiaries (the "**Group**") for the financial year ended 30 June 2024.

The Company was placed under judicial management on 14 October 2024 on the Judicial Management Order (the "**JM Order**") and Mr Tan Wei Cheong and Mr Lim Loo Khoon (the "**Judicial Managers**"), care of Deloitte Singapore SR&T Restructuring Services Pte Ltd. (formerly Deloitte & Touche Financial Advisory Services Ptd Ltd), were appointed as joint and several judicial managers of the Company.

Since then, the Judicial Managers have been managing the affairs and business of the Company in order to achieve, amongst others, the survival of the Company, a more advantageous realisation of the Company's assets and/or a restructuring of the debts and liabilities via a scheme of arrangement with its creditors and new investors.

Risk Management

The Group continues to maintain a disciplined risk-management framework under the direction of the Judicial Managers. Please refer to the accompanying Report on Corporate Governance and Audited Financial Statements for the financial year ended 30 June 2024 for relevant information on the Group's risk management policies and practices.

For the avoidance of doubt and notwithstanding anything in the Audited Financial Statements for the financial year ended 30 June 2024, the Judicial Managers are not in a position to, and do not opine on, the ability of the Group and the Company to continue operations as a going concern and to meet their financial obligations as and when they fall due.

Outlook

1 Updates on the Group's business

On 21 November 2025, the Company entered into a sale and purchase agreement (the "**SPA**") for the proposed acquisition (the "**Proposed Acquisition**") of the entire issued and paid-up share capital of Metrocon Pte. Ltd. by the Company from LBD Engineering Pte. Ltd. The Proposed Acquisition, if undertaken and completed, is expected to constitute a reverse takeover of the Company pursuant to Rule 1015 of the Listing Manual Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited. The Judicial Managers are of the view that the Proposed Acquisition will enable the Company to venture into a business area that has potential for growth, and will provide the Company the opportunity to engage with its creditors to restructure and reorganise its financial position.

To facilitate the various workstreams in connection with the reverse takeover, the Company entered into a facility agreement with Skyone Holdings Sdn. Bhd. on 13 March 2026. The convertible loan under the facility agreement is intended to provide financing for payment of any fees, costs and expenses relating to or in connection with the Proposed Acquisition and such other purposes as Skyone Holdings Sdn. Bhd. may agree.



Judicial Managers' Message

The Group has also taken steps to streamline the business by placing three subsidiaries – Hatten MS Pte. Ltd., Genonefive Pte. Ltd. and Hatten Edge Pte. Ltd. into liquidation on 3 December 2025, 17 December 2025 and 6 January 2026 respectively.

II Next Steps In Relation of the Judicial Management of the Company

The JM Order of the Company expires on 4 October 2026.

As the Company remains under judicial management, the Judicial Managers continue to act in place of the Board of Directors to safeguard compliance, ensure continuity, and preserve corporate value. As part of the steps undertaken to complete the proposed reverse takeover, preparations are being made for the appointment of new members to the Board of Directors, who will possess the appropriate professional expertise and independence.

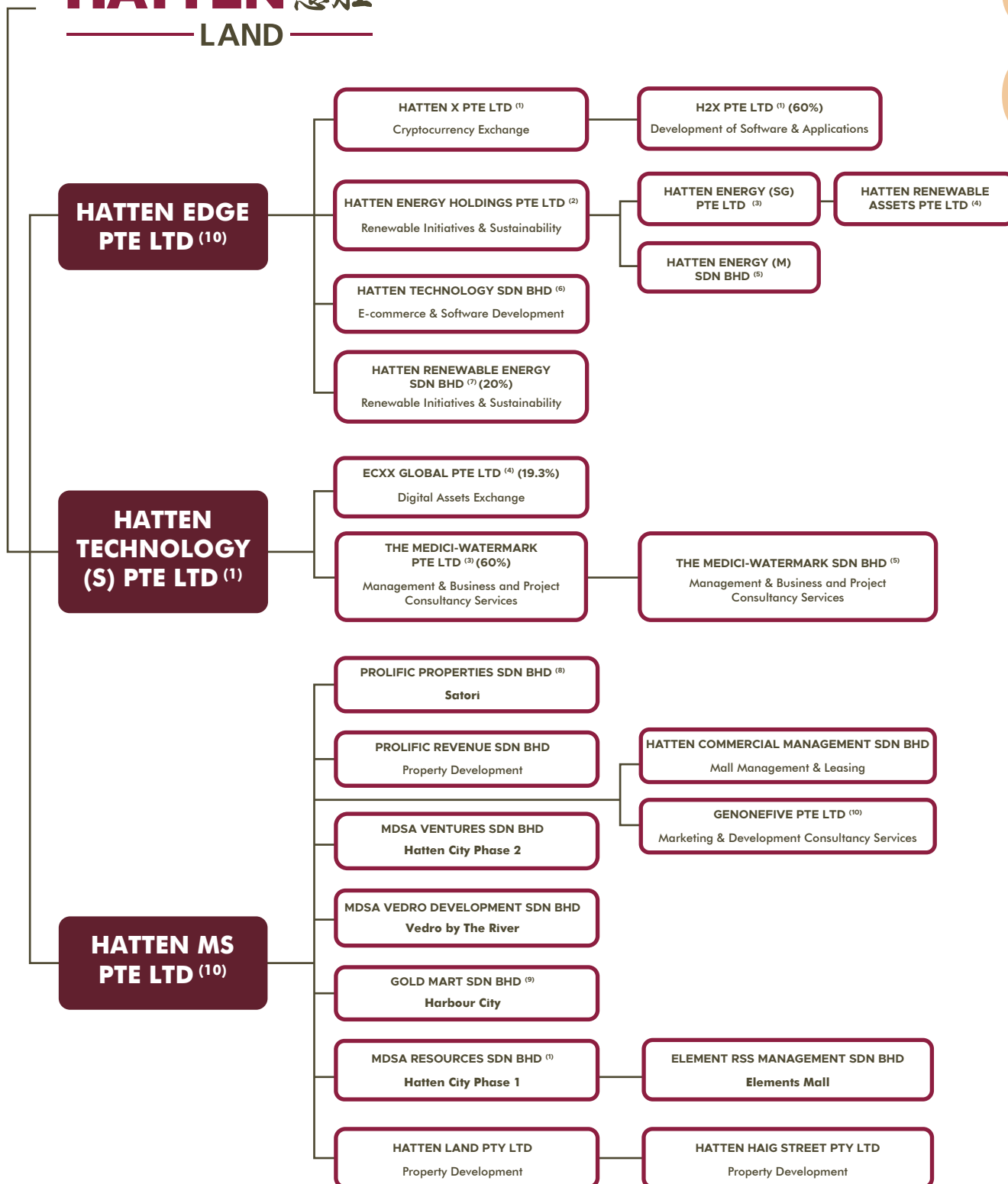
The Judicial Managers will continue to provide timely updates via SGXNET as material developments arise. Please take note that the Judicial Managers act solely as an agent of the Company and disclaim all personal liability. Shareholders and investors who are in doubt as to the actions they should take are advised to consult their stockbroker, bank manager, solicitor, accountant or other professional advisers.

Group Structure

As at 30 June 2024

2024

HATTEN 惠胜 LAND



(1) Struck off in May 2025

(2) Struck off in June 2024

(3) Struck off in April 2024

(4) Struck off in December 2023

(5) Struck off in August 2023

(6) Struck off September 2025

(7) Disposed 80% in August 2023 and remaining 20% in October 2024

(8) Under winding up order on 1 August 2025

(9) Under receivership on 19 August 2025

(10) Under creditor voluntary winding up process in November and December 2025

Corporate Information

Financial year ended 30 June 2024

Board of Director

Yeo Boon Keong
(Independent Director, appointed on
1 Jan 2024)

Company Secretary

Shirley Tan Sey Liy
(Msc Mgmt (Hons) (UCD), FCS, FCG)
(Appointed on 1 Feb 2026)

Lotus Isabella Lim Mei Hua
(Resigned on 2 Mar 2026)

Lee Bee Fong
(Resigned on 26 Sep 2024)

Registered Office

Company Registration No.: 199301388D
c/o 6 Shenton Way OUE Downtown 2
#33-00 Singapore 068809

Share Registrar

Tricor Barbinder Share Registration Services
(A division of Tricor Singapore Pte. Ltd.)
9 Raffles Place
#26-01 Republic Plaza Tower 1
Singapore 048619

Sponsor

RHT Capital Private Limited
36 Robinson Road
#10-06, City House
Singapore 068877

Auditor

Forvis Mazars LLP
135 Cecil Street
#10-01
Singapore 069536

Partner-In-Charge

Tan Chee Tyan
(appointed since financial year ended
30 June 2024)

2024

CORPORATE GOVERNANCE REPORT

Hatten Land Limited (Under Judicial Management) (the “**Company**” and together with its subsidiaries, the “**Group**”) is 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 by conforming to the principles and the provisions set out in the Code of Corporate Governance 2018 of Singapore (the “**Code**”).

The Company was placed under interim judicial management on 21 August 2024 and Messrs Tan Wei Cheong and Lim Loo Khoon (the “**Judicial Managers**”), care of Deloitte Singapore SR&T Restructuring Services Pte Ltd (f.k.a. Deloitte and Touche Financial Advisory Services Pte. Ltd.), were appointed as the Judicial Managers of the Company to manage the affairs and business of the Company. Under Section 99(2) of the Insolvency, Restructuring and Dissolution Act 2018 of Singapore (the “**IRDA**”), all powers conferred and duties imposed on the directors of the Company (the “**Board**” or the “**Directors**”) by the IRDA, the Companies Act 1967 of Singapore, or by the constitution of the Company, must be exercised and performed by the Judicial Managers and not by the Directors. Following the Company being placed under judicial management, the Board’s powers were suspended from 21 August 2024.

This Corporate Governance Report (the “**Report**”) summarises the Company’s practices that were in place during the financial year ended 30 June 2024 (“**FY2024**”), with reference to the principles and provisions set out in the Code, pursuant to Rule 710 of the Listing Manual – Section B: Rules of Catalist of the Singapore Exchange Securities Trading Limited (the “**SGX-ST**”) (the “**Catalist Rules**”). The Company has complied with the principles and the provisions of the Code except as otherwise explained. Appropriate explanations have been provided in the relevant sections below where there are deviations from the Code.

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

All Directors exercise due diligence and independent judgment in dealing with the business affairs of the Group and are obliged to act in good faith and to take objective decisions in the interest of the Group.

The composition of the Board in FY2024 and as at the date of this report are detailed in the table below:

Name of Director	Designation	Date of Appointment	Date of Cessation
Dato’ Tan June Teng Colin @ Chen JunTing (“ Dato’ Colin Tan ”)	Executive Chairman and Managing Director	24 January 2017	25 July 2025
Dato’ Tan Ping Huang Edwin @ Chen BingHuang (“ Dato’ Edwin Tan ”)	Executive Director and Deputy Managing Director	24 January 2017	25 July 2025
Dato’ Wong King Kheng (“ Dato’ Wong ”)	Lead Independent Director ⁽¹⁾	28 October 1996	29 December 2023
Mr Loh Weng Whye	Independent Director	24 January 2017	29 December 2023
Mr Khoo Chin Hang Nicholas Aaron (“ Nicholas Khoo ”)	Lead Independent Director ⁽²⁾	3 January 2022	31 August 2025
Mr Yeo Boon Keong	Independent Director	1 January 2024	–
Mr Gan Fong Jek	Independent Director	28 March 2024	30 January 2026

Note:

- (1) Appointed as Independent Director of the Company on 28 October 1996. Upon the successful acquisition of Hatten MS Pte Ltd, Dato’ Wong was re-appointed as an Independent Director of the Company on 24 January 2017 and 30 December 2021 respectively. He has retired as Lead Independent Director on 29 December 2023 as he has served the Board as Independent Director for more than nine years.
- (2) Mr Nicholas Khoo was re-designated as Lead Independent Director of the Company on 1 January 2024.



CORPORATE GOVERNANCE REPORT

The Board is entrusted to lead and oversee the Company, with the fundamental principle to act in the best interests of the Company. In addition to its statutory duties, the Board's principal functions include:

- To review and advise on the Group's policies and procedures;
- To align the interests of the Board and Management with that of shareholders and balance the interests of all stakeholders;
- To oversee the quality and integrity of the accounting and financial reporting systems, disclosure controls and procedures and internal controls;
- To review and approve significant acquisitions and disposals, material borrowings and fund-raising exercises;
- To review performance and succession planning of the key management personnel; and
- To ensure compliance with all laws and regulations as may be relevant to the business.

Formal letters of appointment are furnished to the newly appointed directors, upon their appointments during the financial year, stating among other matters, the roles, obligations, duties and responsibilities as a member of the Board.

All newly appointed Directors will undergo an orientation programme where the Director would be briefed on the Group's strategic direction, governance practices, business and organisation structure as well as the expected duties of director of a listed company. To obtain a better understanding of the Group's business, the Director will also be given the opportunity to visit the Group's operational sites and meet with key management personnel.

In addition, during FY2024, all Directors have completed the mandated sustainability training course organised by the Singapore Institute of Directors ("**SID**") as prescribed under Rule 720(6) of the Catalist Rules. In line with the requirement of Rule 406(3)(a) and Practice Note 4D of the Catalist Rules, Mr Yeo Boon Keong, being the Director with no prior experience as a director of a listed company in Singapore have completed the mandatory training within one year from his date of appointment.

All Directors are updated regularly on any new developments in regulatory, legal and accounting frameworks that are of relevance to the Group through participation in courses, seminars and workshop and funded by the Company. The external auditors, RT LLP update the Directors on the new revised financial reporting standards on an annual basis. As at the date of this report, the Company has appointed Forvis Mazars LLP ("**External Auditors**") as the new auditors in place of RT LLP following the Company's extraordinary general meeting held on 13 January 2026.

New releases issued by the SGX-ST and Accounting and Corporate Regulatory Authority ("**ACRA**") which are relevant to the Directors are circulated to all Directors by the Company Secretary. The Board is also updated, from time to time, when new laws or regulations affecting the Group are introduced. The Directors are also encouraged to attend seminars and training courses that will assist them in executing their obligation and responsibilities as directors of the Company.

Matters that require the Board's approval include, amongst others, the following:

- significant acquisition and disposal of assets;
- material borrowings and fund raising exercises;
- share issuance and proposal of dividends;
- budgets, financial results announcements, annual report and audited financial statements; and
- material interested person transactions

CORPORATE GOVERNANCE REPORT

The Board has delegated certain responsibilities to the various Board committees, namely the Audit and Risk Committee (the "ARC"), the Remuneration Committee (the "RC") and the Nominating Committee (the "NC") (collectively, the "Board Committees") with clearly defined terms of reference. The compositions of the Board Committees in FY2024 are as follows:

	ARC	RC	NC
Chairman	Yeo Boon Keong	Nicholas Khoo	Loh Weng Whye
Member	Loh Weng Whye	Yeo Boon Keong	Dato' Colin Tan
Member	Nicholas Khoo	Loh Weng Whye	Yeo Boon Keong
Member	–	–	Nicholas Khoo

The key information of the Directors, including their profiles and directorships, are set out on pages 4 of this Annual Report under section Board of Directors.

The shareholdings of the Directors of the Company are set out on page 110 of this Annual Report. None of the Directors hold shares in the subsidiaries of the Company.

The Board meets on a quarterly basis, and as and when circumstances require. In FY2024, the number of the Board and Board Committee meetings held and the attendance of each Board member are shown below.

	Board	ARC	NC	RC
No. of Meetings Held	4	4	4	4
No. of Meetings Attended by the Respective Directors				
Dato' Colin Tan	4	4	4	4
Dato' Edwin Tan	4	4	4	4
Dato' Wong King Kheng ⁽¹⁾	4	4	4	4
Mr Loh Weng Whye ⁽²⁾	4	4	4	4
Mr Nicholas Khoo	4	4	4	4
Mr Yeo Boon Keong ⁽³⁾	N.A.	N.A.	N.A.	N.A.
Mr Gan Fong Jek ⁽⁴⁾	N.A.	N.A.	N.A.	N.A.

Note:

* Attendance by invitation

- (1) Dato' Wong King Kheng has retired as Lead Independent Director on 29 December 2023.
- (2) Mr Loh Weng Whye has retired as Independent Director on 29 December 2023.
- (3) Mr Yeo Boon Keong was appointed as Independent Director on 1 January 2024.
- (4) Mr Gan Fong Jek was appointed as Independent Director on 28 March 2024.

CORPORATE GOVERNANCE REPORT

The Company's constitution (the "**Constitution**") allows for meetings to be held through telephone, video-conference, or any other form of audio, audio-visual, electronic or instantaneous communication by which all persons participating in the meeting are able to hear and be heard by all other participants.

	Information	Frequency
(a)	Updates to the Group's operations and the markets in which the Group operates in	Quarterly
(b)	Quarterly and full year financial results	Quarterly
(c)	Board papers (with background or explanatory information relating to the matters brought before the Board, where necessary)	As and when, relevant
(d)	Reports on on-going or planned corporate actions	As and when, relevant
(e)	Internal auditors' report(s)	As and when, available
(f)	Research report(s)	As and when, requested
(g)	Shareholding statistics	As and when, requested

Key management personnel will also provide any additional material or information that is requested by Directors or that is necessary to enable the Board to make a balanced and informed assessment of the Group's performance, position and prospects.

All Directors have separate and independent access to the Company Secretary. The Company Secretary, or her representatives, attends all Board meetings and is responsible to ensure that the Board procedures are followed. It is the Company Secretary's responsibility to ensure that the Company complies with requirements of all applicable rules and regulations, including requirements of the Securities and Futures Act 2001 of Singapore, the Companies Act 1967 of Singapore and the Catalist Rules. The Company Secretary is also responsible for the proper maintenance of the records of Board and Board Committees meetings.

The appointment and the removal of the Company Secretary are subject to the Board's approval.

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.

During FY2024, Mr Nicholas Khoo was re-designated as the Lead Independent Director of the Company following the retirement of Dato' Wong King Kheng as the Lead Independent Director on 29 December 2023.

The NC had reviewed and the Independent Directors had also confirmed their independence in accordance with the Code. All Independent Directors have also provided their independence declaration.

Following the retirement of Dato Wong King Kheng and Mr Loh Weng Whye ("**Retired Directors**") on 29 December 2023, the Board will comprise 2 Executive Directors and 1 Independent Director. As such, the Board has appointed Mr Yeo Boon Keong and Mr Gan Fong Jek as the Independent Directors on 1 January 2024 and 28 March 2024 respectively in place of the Retired Directors. With the appointment of Mr Yeo Boon Keong and Mr Gan Fong Jek, majority of the Board comprises Independent Directors.

The Board's policy in identifying director nominees is primarily to have an appropriate mix of members with complementary skills, core competencies and experience for the Group, regardless of gender. The Board constantly examines its size and, with a view to determining the impact of the number upon effectiveness, decides what is considered an appropriate size for the Board, which facilitates effective decision-making. The Board is of the opinion that, given the scope and nature of the Group's operations, the present size of the Board, is appropriate for effective decision making. The Board noted that gender diversity on the Board of Directors is also one of the recommendations under the Code to provide an appropriate balance and diversity. Although the Company has not adopted the board diversity policy, the Company has embraced all aspects of diversity in the current Board composition, including of right blend of skills and industry knowledge diversity. As there is currently no female Director appointed to the Board, the Board does not rule out the possibility of appointing a female Director if a suitable candidate is nominated for the Board's consideration.

CORPORATE GOVERNANCE REPORT

During FY2024, the Board composition provides a diversity of skills, experience and knowledge to the Company as follows:

	Number of Directors	Proportion of the Board (%)
Core Competencies		
• Accounting or finance	2	40.0
• Business management	5	100.0
• Legal or corporate governance	2	40.0
• Relevant Industry knowledge or experience	3	60.0
• Strategic planning experience	5	100.0
• Customer based experience or knowledge	3	60.0

The Board has taken the following steps to maintain or enhance its balance and diversity:

- Review by the NC at least once a year to assess if the existing attributes and core competencies of the Board are complementary and enhance the efficacy of the Board; and
- Evaluation by the Directors at least once a year of the skill sets the other Directors possess, with a view to understanding the range of expertise which is lacking by the Board.

The NC will consider the results of these exercises in its recommendation for the appointment of new Directors and/or the re-appointment of incumbent Directors.

The Board, particularly the Independent Directors, must be kept well informed of the Group's business and be knowledgeable about the industry the Group operates in. To ensure that the Independent Directors are well supported by accurate, complete and timely information, they have unrestricted access to Management, and have sufficient time and resources to discharge their oversight functions effectively.

This enables the Independent Directors to constructively challenge and help develop proposals on strategy and also review the performance of Management in meeting agreed goals and objectives, and extend guidance to Management. The Independent Directors' objective judgement on corporate affairs and collective experience and knowledge are invaluable to the Group and allows for the useful exchange of ideas and views.

The Independent Directors discuss and/or meet on a need basis without the presence of the Management to discuss matters such as the Group's financial performance, corporate governance initiatives, board processes, succession planning as well as leadership development and the remuneration of the Executive Directors.

The Independent Directors have met and/or discussed informally on various occasions without the presence of Management in FY2024.

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.

The Board recognises the Code's recommendation that the Chairman of the Board ("**Chairman**") and the Managing Director should be separate persons to ensure that there is an appropriate balance of power, increased accountability and greater capacity of the Board for independent decision-making.

The Board is of the opinion that the present Group structure and business scope does not warrant a meaningful split of the roles of the Chairman and the Managing Director. The Board is of the view that there are sufficient safeguards and checks to ensure that the process of decision making by the Board is independent and based on collective decisions without any individual exercising any considerable concentration of power or influence.



CORPORATE GOVERNANCE REPORT

During FY2024, Dato' Colin Tan is the Executive Chairman and Managing Director of the Company. As Executive Chairman, Dato' Colin Tan exercises control over the quality, quantity and timeliness of the flow of information between management and the Board. As the Managing Director, Dato' Colin Tan has full executive responsibilities of the overall business directions and operational decisions of the Group. As at the date of this report, Dato' Colin Tan has resigned as the Executive Chairman and Managing Director of the Company on 25 July 2025.

All major decisions made by the Executive Chairman and Managing Director are reviewed by the Board and his remuneration package is reviewed periodically by the RC.

During FY2024, Mr Nicholas Khoo was re-designated as Lead Independent Director on 1 January 2024 in place of Dato' Wong King Kheng, who retired as the Lead Independent Director of the Company on 29 December 2023, will meet periodically with the other Independent Directors without the presence of the other Directors and Management, and provide feedback to the Executive Chairman and Managing Director after such meetings. He will also be an independent channel of communication for shareholders who have concerns and for which contact with the Executive Chairman and Managing Director or the Management has failed or is inappropriate.

Board Membership

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

During FY2024, the NC is responsible for the following:

- (a) Reviewing and making recommendations to the Board on all appointments, board re-nominations, re-elections and removal of all Directors of the Company, having regard to the relevant Director's contribution and performance and taking into account their respective commitments outside the Group;
- (b) Reviewing and determining a suitable size, structure and composition of the Board which facilitates effective decision-making, after taking into consideration the scope and nature of the operations of the Group;
- (c) In deciding the composition of the Board, to take into account the future requirements of the Group, the appropriate balance and diversity of skills, experience, gender and core competencies, such as accounting or finance, business or management experience, industry knowledge, strategic planning experience and customer-based experience or knowledge, and knowledge of the Group that the Board requires to function competently and efficiently;
- (d) Ensuring that all members of the Board submit themselves for re-nomination and re-election at regular intervals and at least once in every three (3) years;
- (e) Determining on an annual basis whether a Director is independent;
- (f) Determining and recommending to the Board the maximum number of listed company board representations which any Director may hold;
- (g) Reviewing the training and professional development programmes for the Board;
- (h) Developing a process for evaluation of the performance of the Board and assessing the performance of the Board and contribution of each Director to the effectiveness of the Board; and
- (i) Reviewing and approving, jointly with the RC, any new employment of related persons and the proposed terms of their employment.

During FY2024, the members of the NC are Mr Yeo Boon Keong, Mr Loh Weng Whye, Mr Nicholas Khoo and Dato' Colin Tan, majority of whom, including the NC Chairman are independent. The Chairman of the NC is Mr Loh Weng Whye, an Independent Non-Executive Director. The Lead Independent Director is also a member of the NC.

As at the date of this report, the NC comprises Mr Yeo Boon Keong following the resignation of Mr Loh Weng Whye, Mr Nicholas Khoo and Dato' Colin Tan as the Directors of the Company during FY2024.

CORPORATE GOVERNANCE REPORT

The following table sets out the process for selecting and appointing new directors:

1.	Determination of selection criteria	The NC, in consultation with the Board, would identify the current needs of the Board in terms of skills, experience, knowledge or gender to complement and strengthen the Board and increase its diversity.
2.	Search for suitable candidates	The NC would consider candidates proposed by the Directors, key management personnel or substantial shareholders, and may engage external search consultants or the Singapore Institute of Directors where necessary.
3.	Assessment of shortlisted candidates	The NC would meet and interview the shortlisted candidates to assess their suitability.
4.	Appointment of director	The NC would recommend the selected candidate to the Board for consideration and approval.

The Board is also advised by the Sponsor on the appointment of directors as required under Catalist Rule 226(2)(d).

The following table sets out the process for re-electing incumbent directors:

1.	Assessment of director	The NC would assess the performance of the director in accordance with the performance criteria set by the Board; and The NC would also consider the current needs of the Board.
2.	Re-appointment of director	Subject to the NC's satisfactory assessment, the NC would recommend the proposed reappointment of the director to the Board for its consideration and approval.

In accordance with Regulation 117 of the Constitution, one-third of the Directors (or, if their number is not a multiple of three, the number nearest to but not less than one-third) shall retire from office by rotation at every AGM of the Company. All directors submit themselves for re-nomination and re-appointment at least once every three years. Any Director appointed by the Board during the financial year shall hold office only until the next AGM. A retiring Director shall be eligible for re-election. The Board may exercise its powers to appoint directors by way of casual vacancy pursuant to Regulation 122 of the Constitution, the Directors so appointed shall hold office until the next AGM and shall then be eligible for re-election. Mr Yeo Boon Keong is due for retirement from office and shall subject to re-election at the forthcoming AGM of the Company.

Each member of the NC will abstain from voting on any resolution and making any resolutions and/or participating in any deliberations of the NC in respect of the assessment of his performance or nomination for re-election as a Director.

Each Director completes a declaration to confirm his independent on an annual basis. The NC does determine annually whether each of the Independent Directors still meet the criteria of an Independent Director.

All newly appointed Directors will undergo an orientation programme where the Director would be briefed on the Group's strategic direction, governance practices, business and organisation structure as well as the expected duties of director of a listed company. To obtain a better understanding of the Group's business, the Director will also be given the opportunity to visit the Group's operational sites and meet with key management personnel.

Although some of the Board members have multiple board representations and other principal commitments, the NC is satisfied that the Directors have devoted sufficient time and attention to the Group. The NC is of the view that setting a maximum number of listed board representations that any Director may hold is not necessary as all the Directors are able to devote to the Company's affairs in light of their other commitments. However, as a general guideline to address time commitments that may be faced, a Director who holds more than five listed company board representations (including the appointment with Company) will consult the Chairman of the NC before accepting any new appointments as a Director.



CORPORATE GOVERNANCE REPORT

The considerations in assessing the capacity of Directors include the following:

- Expected and/or competing time commitments of Directors;
- Geographical location of Directors;
- Size and composition of the Board;
- Nature and scope of the Group's operations and size; and
- Capacity, complexity and expectations of the other listed directorships and principle commitments held.

The NC has reviewed the time spent and attention given by each of the Directors to the Company's affairs, taking into account the multiple directorships and other principal commitments of each of the Directors (if any), and is satisfied that all Directors have discharged their duties adequately for FY2024.

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 performance criteria, as recommended by the NC and approved by the Board, to be relied upon to evaluate the effectiveness of the Board as a whole and its Board Committees, and for assessing the contribution by each Director to the effectiveness of the Board are as follows:

- (a) Board Composition and Size
- (b) Board Committees
- (c) Board Functions and processes
- (d) Board Meetings
- (e) Communications
- (f) Standards of Conduct
- (g) Board Compensation

The Board is of the opinion that it is more meaningful to evaluate the Board and the Board Committees as a whole. However, moving forward, the Board may consider evaluating each Director, where such evaluation is appropriate or necessary.

The NC is responsible for examining the size and composition of the Board and Board Committees. Having considered the scope and nature of the Group's businesses, and the requirements of the business and the need to avoid undue disruptions from changes to the composition of the Board and Board Committees, the Board, in concurrence with the NC, believes that its current board size and the existing composition of the Board Committees effectively serve the Group. It provides sufficient diversity without interfering with efficient decision-making.

The evaluation of the Board and Board Committees would be conducted by way of questionnaire. Whilst an individual evaluation was not carried out to assess whether each Director continues to contribute effectively and demonstrates commitment to his role and duties, the NC took notice of each Director's record of attendance and participation, his candour, performance and overall contribution to the Board and the Group; as well as his/her ability to adequately carry out the duties expected while performing his/her roles in other companies or in other appointments. No external facilitator was used in the evaluation process.

In view that the Company was placed under judicial management on 21 August 2024, there were no evaluation of the Board and Board Committees conducted for FY2024.

CORPORATE GOVERNANCE REPORT

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.

The RC is guided by key terms of reference as follows:

- (a) review and recommend to the Board, in consultation with management, a framework for all aspects of remuneration for the Directors and key management personnel of the Group, and determine specific remuneration packages for each executive Director and key management personnel;
- (b) perform an annual review of the remuneration of the employees who are immediate family members of the Directors or the Chief Executive Officer (or equivalent position), whose remuneration exceeds S\$50,000 per annum to ensure transparency on their remuneration packages;
- (c) review and approve any bonuses, pay increments and/or promotions for these employees;
- (d) review the Company's obligations arising in the event of termination of the executive Directors' and key management personnel's contracts of service, to ensure that such contracts of service contain fair and reasonable termination clauses which are not overly generous; and
- (e) reviewing and approving jointly with NC any new employment of related persons and the proposed terms of their employment.

The RC has access to expert professional advice on human resource matters as and when there is a need to consult externally.

During FY2024, the members of the RC are Yeo Boon Keong, Mr Loh Weng Whye and Mr Nicholas Khoo, all of whom are Independent Directors. The Chairman of the RC is Mr Nicholas Khoo, an Independent Non-Executive Director. As at the date of this report, the RC comprises Mr Yeo Boon Keong following the resignation of Mr Loh Weng Whye and Mr Nicholas Khoo.

No remuneration consultants were engaged by the Company in FY2024.

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.

In its deliberations of the remuneration packages of the Executive Directors and key management personnel, the RC takes into consideration their responsibilities, skills, expertise and contribution, industry practices and norms in compensation in addition to the Company's relative performance. No Director or key management personnel will be involved in deciding his own remuneration.

The Executive Chairman and Managing Director, Dato' Colin Tan, as well as the Deputy Managing Director and Executive Director, Dato' Edwin Tan have each entered into a service agreement with the Company on 24 January 2017 for a period of three (3) years, renewable automatically thereafter for periods of two (2) years each, unless otherwise terminated. The service agreement provides for termination by either the Executive Chairman or the Company upon giving no less than three months' notice. Both Dato Colin Tan and Dato' Edwin Tan are also entitled to receive Director's fees, which are subject to approval by shareholders at each AGM. As at the date of this report, both Dato' Colin Tan and Dato' Edwin Tan had resigned from their position on 25 July 2025.

The Company currently does not have any contractual provisions which allow it to reclaim incentives from the Executive Directors and key management personnel in certain circumstances as the Group pays performance bonuses based on the actual performance of the Group and/or Company (and not on forward-looking statements) as well as the actual performance of its Executive Directors and key management personnel.

CORPORATE GOVERNANCE REPORT

The Company had in place the Hatten Land Limited Performance Share Plan (“PSP”) as well as Hatten Land Limited Employees’ Share Option Scheme (“ESOS”).

The PSP and ESOS provide eligible participants with an opportunity to participate in the equity of the Company and to motivate them towards better performance through increased dedication and loyalty.

Both PSP and ESOS are administered by the RC comprising three directors, Mr Nicholas Khoo, Mr Yeo Boon Keong and Mr Loh Weng Whye. Both Mr Loh Weng Whye and Mr Nicholas Khoo has ceased as a member of the RC following their resignation as Independent Director of the Company on 29 December 2023 and 31 August 2025 respectively.

The remuneration of the Non-Executive Directors (including Independent Director) is determined by their contributions to the Company, taking into account factors such as efforts and time spent as well as their responsibilities on the Board and Board Committees, if applicable. The Directors’ fees of the Non-Executive Directors are subject to approval by shareholders at each annual general meeting.

The Company’s remuneration policy is one that seeks to attract, retain and motivate talent to achieve the Company’s business vision and create sustainable value for its stakeholders. The policy articulates to staff the link on total compensation has to the achievement of organisational and individual performance objectives, and benchmarked against relevant and comparative compensation in the market.

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.

The breakdown for the remuneration of the Directors in FY2024 is as follows:

	Remuneration earned through (%):				Total (%)
	Base/ Fixed Salary	Variable or performance related income/ bonus	Director Fees*	Benefits	
S\$400,000 to S\$600,000					
Dato’ Colin Tan	80	–	14	6	100
Dato’ Edwin Tan	83	–	11	6	100
Below S\$200,000					
Dato’ Wong King Kheng ⁽¹⁾	–	–	100	–	100
Loh Weng Whye ⁽²⁾	–	–	100	–	100
Nicholas Khoo	–	–	100	–	100
Yeo Boon Keong ⁽³⁾	N.A.	N.A.	N.A.	N.A.	N.A.
Gan Fong Jek ⁽⁴⁾	N.A.	N.A.	N.A.	N.A.	N.A.

Note:

- (1) Dato’ Wong King Kheng has retired as Lead Independent Director on 29 December 2023.
- (2) Mr Loh Weng Whye has retired as Independent Director on 29 December 2023.
- (3) Mr Yeo Boon Keong was appointed as Independent Director on 1 January 2024.
- (4) Mr Gan Fong Jek was appointed as Independent Director on 28 March 2024.

There are no termination, retirement, post-employment benefits that may be granted to the Directors.

CORPORATE GOVERNANCE REPORT

Save for the Executive Directors, the Company only has 1 key management personnel in FY2024.

	Remuneration earned through (%):			Total (%)
	Base/ Fixed Salary	Variable or performance related income/ bonus	Benefits	
Below S\$200,000				
Liang Fei	100	–	–	100

There are no termination, retirement, post-employment benefits that may be granted to the top key management personnel.

Dato' Colin Tan and Dato' Edwin Tan are brothers and their respective remuneration for FY2024 are disclosed in the table above.

Datuk Wira Eric Tan, Corporate Advisor of the Company, is the father of Dato' Colin Tan and Dato' Edwin Tan. His remuneration for FY2024 falls within the range of S\$200,000 to S\$250,000. The advisory contract concluded on 31 December 2023..

Save for the above, there was no other employee who is an immediate family member of a Director and/or CEO or who is a substantial shareholder of the Company whose remuneration exceeds S\$100,000 during FY2024. The remuneration received by the Executive Directors and key management personnel takes into consideration his or her individual performance and contribution toward the overall performance of the Group in FY2024. Their remuneration is made up of fixed and variable compensation. The fixed compensation consists of an annual base salary and allowances. The variable compensation, in the form of bonus, is based on the level of achievement of corporate and individual performance objectives, amongst others.

The Company's Directors, namely, Dato' Colin Tan and Dato' Edwin Tan had entered into service agreements with the Company in which terms of their employment are stipulated. The initial term of employment is for a period of three (3) years from the date of completion of the RTO, and thereafter automatically renewed for subsequent periods of two (2) years each unless otherwise terminated.

Under the service agreements, Dato' Colin Tan and Dato' Edwin Tan are entitled to a performance based incentive payable by the Company in certain circumstances. Please refer to the section on "Service Agreements" in the Company's circular dated 29 December 2016 for further details.

The following performance conditions were chosen for the Group to remain competitive and to motivate the Executive Directors and key management personnel to work in alignment with the goals of all stakeholders:

	Short-term Incentives (such as performance bonus)	Long-term Incentives (such as PSP and ESOS)
Performance Conditions	<ol style="list-style-type: none"> 1. Leadership 2. People development 3. Commitment 4. Teamwork 	The performance conditions used to determine the entitlement under the proposed PSP and ESOS. Details of the Proposed PSP and ESOS can be found in the Company's Appendix dated 11 October 2017 to the Annual Report 2017.



CORPORATE GOVERNANCE REPORT

ACCOUNTABILITY AND AUDIT

Risk Management and Internal Controls

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.

The Board understands its accountability to the shareholders on the Group's position, performance and progress. The objectives of the presentation of the annual audited financial statements, full-year and quarterly results to its shareholders are to provide the shareholders with a balanced and understandable analysis and explanation of the Group's financial performance and position and prospects.

The Management understands its role to provide all members of the Board with a balanced and understandable assessment of the Group's performance, position and prospects. As such, the Management provides the Board with appropriately detailed information on the Company's performance, position, and prospects on quarterly basis and when deem appropriate. The Management is also accountable to the Board and maintains regular contact and communication with the Board including preparing and circulation to the Board of quarterly and full year financial statements of the Group. These enable the Board to make a balanced and informed assessment of the Company's performance, position and prospects.

The Board has ultimate responsibility for maintaining a sound system of internal controls to safeguard shareholders' investment and the Group's assets. The Board approves the key management policies and ensures a sound system of risk management and internal controls. In addition to determining the approach to risk governance, the Board sets and instils the right risk-focused culture throughout the Group for effective risk governance.

The system of internal controls and risk management systems are intended to provide reasonable but not absolute assurance against material misstatement or loss, and include the safeguarding of assets, the maintenance of proper accounting records, the reliability of financial information, compliance with appropriate legislation, regulation and best practices, and the identification and containment of business risk.

The Board is also responsible for governance of risk management and determining the Company's levels of risk tolerance and risk policies. The Board consults with the External Auditors and internal auditors of the Company to determine the risk tolerance level and corresponding risk policies.

The Company has outsourced its internal audit function to Crowe Horwath First Trust Risk Advisory Pte Ltd ("**Crowe IA Singapore**" or "**Internal Auditors**") to carry out internal control reviews, as instructed by the ARC, as part of the Group's annual internal audit plan approved by the ARC.

The ARC evaluates the findings of the External Auditors and Internal Auditors on the Group's internal controls annually.

The External Auditors, in the course of conducting their annual audit procedures on the statutory financial statements, also reviewed the Group's significant internal financial controls to the extent of their scope as laid out in their audit plan. Any material non-compliance and internal financial control weaknesses noted by the external auditors are reported to the ARC together with the external auditors' recommendations. The Management would then take appropriate actions to rectify the weaknesses highlighted.

As at the date of this report, the Judicial Managers has taken over and is actively involved in the day-to-day affairs and business of the Company. In this capacity, the Judicial Managers has assessed, amongst others, (i) the adequacy and effectiveness of the Company's internal audit function, including its risk management and internal control systems, and has continued the systems set in place in view of its adequacy and effectiveness, (ii) the independence and objectivity of the external auditors and is satisfied with their independence and objectivity, and (iii) the Company's whistleblowing policy and has continued to oversee and monitor the whistleblowing policy.

CORPORATE GOVERNANCE REPORT

Audit Committee

Principle 10: The Board has an Audit Committee which discharges its duties objectively.

The ARC is guided by the following key terms of reference:

- (a) review the scope of the audit plans of the External Auditors, the results of the External Auditors and Internal Auditors' examination and their evaluation of internal accounting control systems, their letter to Management and the Management's response to ensure that appropriate follow-up measures are taken to satisfactorily address internal control weaknesses, if any;
- (b) review the quarterly and annual financial statements before submission to the Board for approval, focusing in particular on changes in accounting policies and practices, major risk areas, significant adjustments resulting from the audit, compliance with accounting standards and compliance with the Catalist Rules, and any other relevant statutory or regulatory requirements;
- (c) review the significant financial reporting issues and judgments so as to ensure the integrity of the financial statements of the Company and any announcements relating to the Company's financial performance;
- (d) review the risk profile of the Company, its internal control and risk management procedures, including financial, operation, compliance and information technology controls and the appropriate steps to be taken to mitigate and manage risks at acceptable levels determined by the Board;
- (e) ensure co-ordination between the external and internal auditors and the Management and review the assistance given by the management to the auditors, and discuss problems and concerns, if any, arising from the interim and final audits, and any matters which the auditors may wish to discuss (in the absence of the Management, where necessary);
- (f) commission and review the findings of investigations by Internal Auditors or External Auditors into matters where there is any suspected fraud or irregularity, or suspected infringement of any relevant laws, rules or regulations, which has or is likely to have a material impact on the Group's operating results or financial position, and the Management's response;
- (g) consider the appointment, remuneration, terms of engagement or re-appointment of the External Auditors and Internal Auditors and matters relating to the resignation or dismissal of the auditors;
- (h) make recommendations to the Board on the proposals to the shareholders on the appointment, re-appointment and removal of the External Auditors, and approve the remuneration and terms of engagement of the External Auditors;
- (i) review and recommend to the Board any interested person transactions falling within the scope of Chapter 9 of the Catalist Rules;
- (j) together with the Conflict Resolution Committee (the "CRC"), review any potential conflict of interests that may arise in respect of any Director(s) of the Company for the time being;
- (k) review the scope and results of the external audit, and the independence and objectivity of the External Auditors;
- (l) generally undertake such other functions and duties as may be required by statute or the Catalist Rules, or by such amendments as may be made thereto from time to time; and
- (m) assess the performance of the financial director and/or the group financial controller (as the case may be), for the relevant period, on an annual basis to determine his or her suitability for the position.

CORPORATE GOVERNANCE REPORT

In addition to the above, the ARC is empowered to commission and review the findings of internal investigations into matters where there is any suspected fraud or irregularity, or failure of internal controls or infringement of any Singapore law, rule or regulation which are or is likely to have a material impact on our Group's operating results and/or financial position.

The Independent Directors also constitute the Company's CRC. The CRC's primary role is to review conflicts or potential conflicts of interests that may arise from time to time in the course of the Group's business or operations between the Group and any controlling shareholder, director or key management personnel of the Group and/or their associates. The CRC has the power to appoint an independent adviser to advise on and recommend procedures to resolve or mitigate such conflict or potential conflict of interests, so as to enable the CRC to discharge its duties to the shareholders. The independent adviser may also be called on to provide an opinion as to whether the procedures recommended by the CRC to resolve or mitigate conflicts or potential conflicts are carried out in an appropriate and effective manner. Please refer to the section on "Potential Conflicts of Interest" in the Company's circular dated 29 December 2016 for further details.

The ARC has reviewed the non-audit services provided by the External Auditors and is satisfied that the nature and extent of such services would not prejudice the independence of the external auditors.

On 13 January 2026, the Company has at the extraordinary general meeting obtained the shareholders' approval to appoint Forvis Mazars LLP in place of RT LLP as the external auditors of the Company. Non-audit services were provided by another external auditor to render their technical and advisory services to the Company.

The table below sets out the audit and non-audit fees for FY2024:

	RM'000	% of total
Audit fees	608	89
Non-audit fees	74	11
Total	682	100

During FY2024, the Company has put in place a whistle-blowing policy to provide an avenue through which employees and external parties may report or communicate, in good faith and in confidence, any concerns relating to financial and other matters, so that independent investigation of such matters can be conducted and appropriate follow-up action can be taken. The ARC ensures that the whistle-blowing policy is properly implemented.

The whistle-blowing procedure is intended to be used for serious and sensitive issues. Serious concerns relating to financial reporting, unethical or illegal conduct can be reported to the Chairman of the ARC via a designated email at whistleblow@hattenland.com.sg. The action to be taken will depend on the nature of the concern. Initial inquiries will be made by the Chairman of the ARC to determine whether an investigation is appropriate, and the form that it should take. Some concerns may be resolved by agreed action without the need for investigation. If investigation is necessary, the ARC will direct an independent investigation to be conducted on complaint received. The Board will receive a report stating the complaint received and findings of investigation, as well as a follow-up report on actions taken by the ARC. The Company will update the complainant of the actions taken in respect of the complaint within two weeks. Subject to any legal constraints, the complainant will be notified about the outcome of any investigations.

The Company shall maintain the confidentiality of the whistle-blower(s) to the fullest extent reasonably practicable within the legitimate needs of the law and any ensuing evaluation or investigation. Complainant(s) who make a report in good faith will be protected from reprisals, victimization or harassment.

There were no whistle-blowing reports received in FY2024.

The members of the ARC are Mr Yeo Boon Keong, Mr Loh Weng Whye and Mr Nicholas Khoo, all of whom are Independent Directors. The Chairman of the ARC is Yeo Boon Keong, Independent Director, who have the relevant accounting and related financial management expertise and experience to discharge their responsibilities. Both Mr Loh Weng Whye and Mr Nicholas Khoo has ceased as a member of the ARC following their resignation as Independent Director of the Company on 29 December 2023 and 31 August 2025 respectively.

The ARC does not comprise any former partners or directors of the company's existing auditing firm or auditing corporation: (a) within a period of two 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.

CORPORATE GOVERNANCE REPORT

The ARC's responsibility in overseeing that the Group's risk management system and internal controls is complemented by its Internal Auditor. The Internal Auditor reports directly to the Chairman of the ARC on audit matters. The Internal Auditor plans its audit work in consultation with, but independently of, the management, and its yearly plan is submitted to the ARC for review and approval prior to the beginning of the financial year.

The Internal Auditor has full access to all the Company's documents, records, properties and personnel including access to the ARC. The ARC is satisfied that Internal Auditor is adequately qualified (given, inter alia, its adherence to Standards for the Professional Practice of Internal Auditing set by The Institute of Internal Auditors) and resourced, and has the appropriate standing in the Company to discharge its duties effectively.

The ARC has met the Internal Auditors and External Auditors on various occasions without the presence of Management during FY2024.

STAKEHOLDER RIGHTS AND ENGAGEMENT

Shareholders' Rights

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 believes in regular and timely communication with shareholders as part of the Group's effort to help shareholders better understand the Group's business.

The Company does not practice selective disclosure. In line with its continuous listing obligations, the Board's policy is that all shareholders should be equally and timely informed of all major developments that impact the Company and/or the Group. It is also the Board's policy that all material corporate news, strategies and announcements are promptly and accurately disseminated through SGXNET, so as to enable shareholders to make informed decisions in respect of their investments in the Company.

Shareholders are encouraged to attend shareholders' meetings to stay informed of the Company's strategy and goals. Notice of the meeting is dispatched to shareholders, together with annual or a circular, at least 14 days, or 21 days (as the case may be), before the meeting. The Board welcomes questions from shareholders who have an opportunity to raise issues either formally or informally before or at the shareholders' meetings.

All shareholders are entitled to vote at the shareholders' meetings in accordance with the established voting rules and procedures. The Company shall conduct poll voting for all resolutions tabled at the shareholders' meetings. The rules, including the voting process, shall be explained by the scrutineers at such shareholders' meetings.

Each item of special business included in the notice of the general meetings will be accompanied by explanation of the effects of a proposed resolution. All resolutions are put to vote by poll, and their detailed results will be announced via SGXNET after the conclusion of the general meeting.

All resolutions are tabled separately at general meetings.

During FY2024, all Directors and the External Auditors were present at the company's Annual General Meeting held on 29 December 2023.

The Board welcomes questions from shareholders who wish to raise issues, either informally or formally before or during the shareholders' meetings. The Company requires all Directors (including the respective chairman of the Board Committees) to be present at all general meetings of shareholders, unless of exigencies. The External Auditors are present to assist the Board in addressing any relevant queries by our shareholders.

Each item of special business included in the notice of the general meetings will be accompanied by explanation of the effects of a proposed resolution. All resolutions are put to vote by poll, and their detailed results will be announced via SGXNET after the conclusion of the general meeting.



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The Company's Constitution does not allow for absentia voting at general meetings of shareholders as authentication of shareholder identity information and other related security issues continue to be a concern.

Shareholders who are not able to attend general meetings in person are entitled to appoint proxies to attend and vote on their behalf. The Company's Constitution allows an individual shareholder to appoint not more than two proxies to attend and vote on his or her behalf at the general meetings.

Member who is a relevant intermediary may appoint more than two proxies to attend, speak and vote at the shareholders' meetings, but each proxy must be appointed to exercise the rights attached to a different share or shares held by such member. Where such member's form of proxy appoints more than two proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the form of proxy.

The Company prepares minutes of general meeting that include substantial and relevant comments or queries from shareholders relating to the agenda of the meeting, and responses from the Board and management. The minutes of general meetings will be announced within one month from the date of the general meeting via SGXNet.

The Company does not have a fixed dividend policy. The form, frequency and amount of future dividends on the shares will depend on, among other things, the Group's operating results, financial conditions, cash flows, expected future earnings, capital expenditure programme(s) and investment plans, the terms of the Group's borrowing arrangements (if any) and other factors deemed relevant by the Directors. For FY2024, the Company will not be declaring dividends to shareholders.

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.

Information will be disseminated through SGXNET and the Company's website (www.hattenland.com.sg) to update shareholders on the development of the Group.

The Board also encourages Shareholders' participation at the general meetings as explained in Provision 11.1 above.

The Company currently does not have an investor relations policy. However, the Company has engaged an external investor relations adviser, 8PR Asia Pte Ltd, to carry out investor relations activities in tandem with our in-house Group Corporate Communications team.

MANAGING STAKEHOLDER RELATIONSHIPS

Engagement with Stakeholders

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.

Shareholders, the investment community, media and analysts are kept informed of the Group's performance, progress and prospects and major developments of the Company on a timely basis through various communication as follows:

- (1) Announcements, including quarterly and full-year financial results announcements, via SGXNET;
- (2) Annual reports and notices of AGM;
- (3) Company's general meetings;
- (4) Investor/analyst briefings; and
- (5) Corporate website of the Company at www.hattenland.com.sg

CORPORATE GOVERNANCE REPORT

The Company also solicits feedback from and addresses the concerns of shareholders via the Company's corporate website at www.hattenland.com.sg.

COMPLIANCE WITH APPLICABLE CATALIST RULES		
712, 715 or 716	Appointment of auditors	The Company confirms its compliance with Rule 712 and Rule 715 of the Catalist Rules.
1204(8)	Material contracts	There were no material contracts entered into by the Group involving the interest of the Managing Director, any Director, or controlling shareholder.
1204(10)	Confirmation of adequacy of internal controls	The Judicial Managers has taken over and is actively involved in the day-to-day affairs and business of the Company. In this capacity, the Judicial Managers has assessed, amongst others, (i) the adequacy and effectiveness of the Company's internal audit function, including its risk management and internal control systems, and has continued the systems set in place in view of its adequacy and effectiveness, (ii) the independence and objectivity of the external auditors and is satisfied with their independence and objectivity, and (iii) the Company's whistleblowing policy and has continued to oversee and monitor the whistleblowing policy.
1204(10C)	ARC's comment on Internal Audit Function	
1204(17)	Interested persons transaction ("IPT")	<p>The Group has procedures governing all IPTs to ensure that they are properly documented and reported on a timely manner to the ARC and they are carried out on normal commercial terms and are not prejudicial to the interests of the Company and its minority shareholders.</p> <p>There were no IPTs with aggregate value more than S\$100,000 transacted during FY2024.</p>
1204(19)	Dealing in securities	<p>The Company has adopted an internal policy which prohibits the Directors and officers of the Group from dealing in the securities of the Company while in possession of price-sensitive information.</p> <p>All Company, its Directors and officers of the Group are prohibited from dealing in the Company's securities during the period commencing two weeks before the announcement of the Company's quarterly financial statements and one month before the announcement of the Company's full year financial statements respectively, and ending on the date of the announcement of the relevant results.</p> <p>The Company, its Directors and officers of the Group are also reminded to observe the insider trading laws at all times even when dealing in securities within permitted trading period. They are also discouraged from dealing in the Company's shares on short-term considerations.</p>
1204(21)	Non-sponsor fees	No non-sponsor fees were paid to the Company's sponsor, RHT Capital Pte Ltd for FY2024.

ADDITIONAL INFORMATION ON DIRECTORS NOMINATED FOR RE-ELECTION

Pursuant to Rule 720(5) of the Catalist Rules, the information as set out in Appendix 7F to the Catalist Rules relating to Mr. Yeo Boon Keong, being the Director who is retiring in accordance with the Company's Constitution at the forthcoming AGM, is set out below:

Details	Name of Director
	Yeo Boon Keong
Date of Appointment	1 January 2024
Date of last re-appointment (if applicable)	N/A
Age	63
Country of principal residence	Singapore
The Board's comments on this appointment (including rationale, selection criteria, board diversity considerations and the search and nomination process)	<p>Mr. Yeo Boon Keong was nominated for re-election as Director at the forthcoming AGM pursuant to the Company's Constitution.</p> <p>The Judicial Managers, having considered and assessed the qualifications and experience of Mr. Yeo Boon Keong, is of the view that Mr. Yeo Boon Keong has the requisite experience and capabilities to assume the duties and responsibilities as the Lead Independent Director of the Company.</p> <p>Mr. Yeo Boon Keong is considered to be independent for the purpose of Rule 704(7) of the Catalist Rules.</p>
Whether appointment is executive, and if so, the area of responsibility	Non-Executive
Job Title (e.g. Lead ID, AC Chairman, AC Member etc.)	Independent Director
Professional qualifications	<p>Public Accountant, Accounting and Corporate Regulatory Authority</p> <p>Licensed Insolvency Practitioner, Ministry of Law</p> <p>ISCA Financial Forensic Professional, Institute of Singapore Chartered Accountants</p> <p>Accredited Tax Practitioner (Income Tax), Singapore Chartered Tax Professionals</p> <p>Member of Institute of Singapore Chartered Accountants</p> <p>Member of Certified Public Accountants of Australia</p> <p>Member of Singapore Chartered Tax Professionals</p> <p>Member of Singapore Institute of Directors</p>
Working experience and occupation(s) during the past 10 years	Founder, Adagio Chartered Accountants (2013 to 2023)
Shareholding interest in the listed issuer and its subsidiaries	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
Conflict of interest (including any competing business)	Nil
Undertaking (in the format set out in Appendix 7H) under Rule 720(1) has been submitted to the listed issuer	Yes

ADDITIONAL INFORMATION ON DIRECTORS NOMINATED FOR RE-ELECTION

Details		Name of Director
		Yeo Boon Keong
Other Principal Commitments Including Directorships		<p><u>Past (for the last 5 years)</u></p> <p>Verde 3 Pte. Ltd.</p> <p><u>Present</u></p> <p>Adagio Chartered Accountants</p> <p>JV Vision Venture Pte Ltd</p> <p>North Trust Pte. Ltd.</p> <p>One Commonwealth Pte. Ltd.</p> <p>North Face Pte. Ltd.</p> <p>Northstar One Pte. Ltd.</p> <p>Bedok Lake Pte. Ltd.</p> <p>Enterprise 1 Pte. Ltd.</p> <p>Enterprise Showroom Pte. Ltd.</p> <p>Altigen Communications Pte. Ltd.</p> <p>Adagio International Pte. Ltd.</p> <p>Technic Inter-Asia Pte Ltd</p>
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
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
c.	Whether there is any unsatisfied judgment against him?	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

ADDITIONAL INFORMATION ON DIRECTORS NOMINATED FOR RE-ELECTION

Details		Name of Director
		Yeo Boon Keong
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
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
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
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
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
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	No
	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
	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

ADDITIONAL INFORMATION ON DIRECTORS NOMINATED FOR RE-ELECTION

Details		Name of Director
		Yeo Boon Keong
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
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
<p>Any prior experience as a director of an issuer listed on the Exchange?</p> <p>If yes, please provide details of prior experience.</p> <p>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.</p> <p>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).</p>		Not applicable. This is in relation to the re-appointment of a Director.

JUDICIAL MANAGERS' STATEMENT AND FINANCIAL STATEMENTS

Financial year ended 30 June 2024

1. Judicial Managers' Statement

The Judicial Managers present this statement together with the consolidated financial statements of Hatten Land Limited (Under Judicial Management) (the "Company") and its subsidiaries (collectively, the "Group") for the financial year ended 30 June 2024 and the statement of financial position of the Company as at 30 June 2024 ("FY2024").

The Company was placed under interim judicial management on 21 August 2024 and subsequently under judicial management on 14 October 2024. Messrs Tan Wei Cheong and Lim Loo Khoo (the "Judicial Managers"), care of Deloitte & Touche Financial Advisory Services Pte. Ltd., have been appointed as the joint and several judicial managers of the Company. Since then, the Judicial Managers have been managing the affairs, businesses and properties of the Company in order to achieve, amongst others, the survival of the Company, a more advantageous realisation of the assets of the Company and/or a restructuring of the debts and liabilities via a scheme of arrangement with its creditors and principal lender.

As at the date of this report, the ability of the Group and the Company to continue in operations as a going concern and to meet their financial obligations as and when they fall due is subject to the matters set out in Note 3 to the financial statements. For the avoidance of doubt, and as further described below, the Judicial Managers are not in a position to, and does not opine on, the ability of the Group and the Company to continue in operations as a going concern and to meet their financial obligations as and when they fall due.

Pursuant to Section 99(2) of the Insolvency, Restructuring and Dissolution Act 2018, during the period in which a Company is in judicial management, all powers conferred and duties imposed on the directors of the Company by the Insolvency, Restructuring and Dissolution Act 2018 or the Singapore Companies Act 1967 (the "Act"), or by the constitution of the Company, must be exercised and performed by the Judicial Managers and not by the Directors, but nothing in this subsection of the Insolvency, Restructuring and Dissolution Act 2018 requires the Judicial Managers to call any meetings of the Company. The Judicial Managers act solely as an agent of the Company and disclaims all personal liability.

The Judicial Managers highlight that the consolidated financial statements of the Group and the statement of financial position of the Company for FY2024 were prepared by the management of the Company based on records and financial information available. The Judicial Managers are not in a position to provide representations, warranties, or assurances regarding the accuracy, completeness, or compliance of these financial statements with Singapore Financial Reporting Standards (International) ("SFRS(I)"). The Judicial Managers do not make or purport to make any statement in the consolidated financial statements of the Group and the statement of financial position of the Company for FY2024, or any statement upon which a statement in the consolidated financial statements of the Group and the statement of financial position of the Company for FY2024 is based, and makes no representation regarding any statement in the consolidated financial statements of the Group and the statement of financial position of the Company for FY2024. The Judicial Managers expressly disclaim and take no responsibility for any liability to any person which is based on, or arises out of, any statement, information or opinions in, or omission from, in the consolidated financial statements of the Group and the statement of financial position of the Company for FY2024.

Without prejudice to the generality of the foregoing, and notwithstanding anything in the consolidated financial statements of the Group and the statement of financial position of the Company for FY2024, the Judicial Managers are not in a position to, and does not opine on, the Group's and the Company's ability to continue as going concern.

Further details on the basis of preparation of these financial statements are set out in Note 2 and 3 to the financial statements.

2. Director

The director of the Company in office at the date of this statement is:

Yeo Boon Keong (appointed on 1 January 2024)

Please note that, while Mr Yeo Boon Keong is the Company's director, the Company's Board is functus officio for as long as the Company remains under judicial management.

JUDICIAL MANAGERS' STATEMENT AND FINANCIAL STATEMENTS

Financial year ended 30 June 2024

3. Arrangements to enable director to acquire shares or debentures

Neither at the end of the financial year nor at any time during the financial year did there subsist any arrangement whose object is to enable the director of the Company to acquire benefits by means of the acquisition of shares or debentures in the Company or any other body corporate.

4. Director's interests in shares or debentures

The director of the Company holding office at the end of the financial year had no interest in the shares 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 Singapore Companies Act 1967 (the "Act").

There was no change in any of the above-mentioned interests in the Company between the end of the financial year and 21 July 2024.

5. Share options

During the financial year, there were:

- no share options granted to subscribe for unissued shares of the Company; and
- no shares issued during the financial year by virtue of the exercise of options to take up unissued shares of the Company.

There were no unissued shares of the Company or its subsidiary corporations under option at the end of the financial year.

6. The Hatten Land Limited Performance Share Plan ("PSP") and the Hatten Land Limited Employees' Share Option Scheme ("ESOS")

The Hatten Land Limited Performance Share Plan ("PSP") as well as the Hatten Land Limited Employees' Share Option Scheme ("ESOS") were approved by the shareholders of the Company at the Annual General Meeting held on 26 October 2017.

Both PSP and ESOS are administered by the Remuneration Committee, comprising three former directors, Khoo Chin Hang Nicholas Aaron, Dato' Wong King Kheng and Loh Weng Whye prior to the Company being placed under Judicial Management.

As at the date of this report, these former Directors have resigned, and the Company was placed under judicial management.

Since the commencement of PSP and ESOS, the Company has not granted any awards and options under the PSP and ESOS, respectively.

As at the date of this report, these former Directors have resigned, and the Company was placed under judicial management.



JUDICIAL MANAGERS' STATEMENT AND FINANCIAL STATEMENTS

Financial year ended 30 June 2024

7. Audit committee

The Audit Committee comprised three (3) members, who were independent of management within the meaning of Rule 704(8) of the Listing Manual of the Singapore Exchange Securities Trading Limited ("Listing Manual") prior to the Company being placed under judicial management:

Yeo Boon Keong (Chairman)	
Khoo Chin Hang Nicholas Aaron	(resigned on 31 August 2025)
Gan Fong Jek	(resigned on 30 January 2026)

As at the date of this report, two former Directors have resigned and the Company was placed under judicial management.

On behalf of Hatten Land Limited (Under Judicial Management)

Tan Wei Cheong

Joint and several judicial manager
6 April 2026

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HATTEN LAND LIMITED

(Under Judicial Management)

Report on the Audit of the Financial Statements

Disclaimer of Opinion

We were engaged to audit the financial statements of Hatten Land Limited (Under Judicial Management) (the "Company") and its subsidiaries (collectively, the "Group"), which comprise the statements of financial position of the Group and the Company as at 30 June 2024, 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 material accounting policy information.

We do not express an opinion on the accompanying consolidated financial statements of the Group and the statement of financial position of the Company. Because of the significance of the matters described in the *Basis for Disclaimer of Opinion* section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these financial statements.

Basis for Disclaimer of Opinion

The financial statements of the Group and the Company for the financial year ended 30 June 2023 were audited by another firm of auditors, who expressed a disclaimer of opinion in their report dated 14 December 2023, for reasons as described in the Other Matters paragraphs.

As described in Note 1 to the financial statements, the Company has been subjected to interim judicial management on 21 August 2024, followed by full judicial management since 14 October 2024 to date.

During the course of our audit of the opening balances, we encountered significant challenges as we were unable to obtain accounting records, supporting documents nor information to carry out necessary audit procedures. Accordingly, we were unable to obtain sufficient appropriate audit evidence regarding the opening balances.

As these opening balances as at 1 July 2023 entered into the determination of the financial position of the Group and the Company, and the financial performance, changes in equity and cash flows of the Group for the financial year ended 30 June 2024, we were unable to determine whether any adjustments might have been necessary in respect to the financial position of the Group and the Company, nor the financial performance, changes in equity and cash flows of the Group for the financial year ended 30 June 2024.

The aforementioned challenges were also encountered during the course of our audit of the financial statements for the financial year ended 30 June 2024. Consequent to our inability to obtain the necessary accounting records, supporting documents nor information, and in the absence of alternative means, we were unable to obtain sufficient audit evidence to ascertain the appropriateness of the carrying amounts of the different elements recorded in the statements of financial position of the Group and the Company as of 30 June 2024, the amounts recorded in the statements of profit or loss and other comprehensive income, changes in equity and cash flows of the Group during the financial year then ended, nor the appropriateness and completeness of the corresponding figures and information disclosed in the accompanying notes to the financial statements.

Accordingly, we were also unable to assess the appropriateness of the Group's and Company's use of the going concern assumption in their preparation of the financial statements. Should the Group and the Company be unable to continue in operational existence for the foreseeable future, the Group and Company may be unable to discharge its liabilities in the normal course of business and adjustments may have to be made to reflect the situation that assets may need to be realised other than in the normal course of business and at amounts which could differ significantly from the amounts at which they were currently recorded in the statement of financial position as of 30 June 2024.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HATTEN LAND LIMITED

(Under Judicial Management)

Report on the Audit of the Financial Statements (Continued)

Other Matters

The financial statements for the financial year ended 30 June 2023 were audited by another firm of auditors who expressed a disclaimer of opinion on those financial statements in their report dated 14 December 2023 due to the matters as described below.

- Limitation of scope in relation to the Malaysia entities - The predecessor auditors were unable to obtain sufficient appropriate audit evidence and carry out the necessary audit procedures relating to several Malaysian entities, resulting in a limitation in scope in relation to those entities:
 - (i) Sales revocation and properties repossessed – Inability to obtain sufficient appropriate audit evidence as to whether the adjustments made by management on the sales revocation and the repossessed properties were appropriately measured and recognised, and whether any adjustments might have been found necessary in respect of (i) the carrying amounts of development properties as of 30 June 2023, disposal group assets classified as held-for-sale and accumulated losses as at 30 June 2023 and in prior financial years; (ii) the gain on settlement arising from the revocation of sales, cost of sales, and write-down of development properties during the financial year then ended and in prior financial years; and (iii) the current and deferred tax liabilities for the financial year then ended and prior financial years;
 - (ii) Impairment assessment of property, plant and equipment and net realisable value of development properties – Inability to obtain sufficient appropriate audit evidence on certain key inputs and assumptions, and the appropriateness of the methodology used in the valuation assessment of property, plant and equipment and estimation of net realisable value of the development properties as of 30 June 2023, nor whether adjustments might have been found necessary in respect of the carrying amounts of the property, plant and equipment and development properties as of the financial year-end, and write down of development properties during the financial year then ended;
 - (iii) Reversal of provision for liquidated ascertained damages related to sales of development properties recognised within revenue – Inability to satisfy themselves on the appropriateness of the management's basis for their reversal of provision for liquidated ascertained damages ("LAD"), nor whether any adjustments should be made to the carrying amount of the provision for the LAD as of 30 June 2023 and the reversal of the provision for LAD recognised during the financial year then ended;
 - (iv) Impairment of trade and other receivables - Inability to obtain sufficient appropriate audit evidence on the reasonableness of management's expected credit loss assessment on the carrying amount of the Malaysia entities' trade and other receivables as of 30 June 2023 and whether any adjustments to those receivables might be necessary, nor the appropriateness of the disclosures of the credit risk with respect to these receivables; and
 - (v) Other adjustments and related disclosures – Inability to satisfy themselves on the recording and measurement of all transactions relating to the Malaysia entities during the financial year ended 30 June 2023, and whether the assets and liabilities were complete and fairly stated as at 30 June 2023, including the related disclosures and the possible effect of these matters on the comparability of then current financial year's figures and the corresponding figures.
- Use of going concern assumption - The predecessor auditor highlighted conditions that gave rise to material uncertainties on the ability of the Group and the Company to continue as going concerns.
- Impairment of intangible assets in relation to development costs – Inability to obtain sufficient appropriate audit evidence and explanation to satisfy themselves of the key assumptions and estimates used in the respective CGU forecasts prepared by management, and hence, they were unable to determine whether any impairment loss was required on the carrying amount of the Group's intangible assets in relation to development costs capitalised for its respective projects pertaining to crypto assets exchange platform, metaverse gateway and integrated Esports and gaming experiential hub as at 30 June 2023.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HATTEN LAND LIMITED

(Under Judicial Management)

Report on the Audit of the Financial Statements (Continued)

Other Matters (Continued)

- Investment in an associated company - Inability to obtain sufficient appropriate audit evidence nor perform other alternative procedures over the share of results of the associated company. Accordingly, the Group was unable to determine whether the impairment loss and share of total comprehensive loss of the associated company recognised during the financial year ended 30 June 2023 were appropriate.
- Inability to obtain confirmations from third-party lender and bondholders – Inability to obtain confirmations from a third-party lender and two third-party bondholders for amounts that were included in “loan and secured bonds” within the Group’s and Company’s loans and borrowings as of 30 June 2023 and consequently, they were unable to ascertain the completeness or accuracy of the Group’s loans and borrowings, and whether there was any additional information or terms which could have an impact on the financial statements that required disclosures.
- Investment in subsidiaries and amount due from subsidiaries – Inability to obtain sufficient appropriate audit evidence to determine whether any impairment should be recognised for the investment in subsidiaries and the amounts due from subsidiaries, the appropriateness of the classification of the amount due from subsidiaries recorded as current on the statement of financial position of the Company as at 30 June 2023 nor the appropriateness of the disclosures of credit risk with respect to the Company’s amount due from subsidiaries. In addition, the predecessor auditor is unable to determine whether the financial guarantees issued to banks for borrowings of the Company’s subsidiaries is appropriately accounted for in the Company’s financials for the financial year ended 30 June 2023.

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 Singapore Financial Reporting Standards (International) (“SFRS(I)”), and for devising and maintaining a system of internal accounting controls sufficient to provide a 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 responsibility is to conduct an audit of the consolidated financial statements in accordance with Singapore Standards on Auditing and to issue an auditor’s report. However, because of the matter described in the *Basis for Disclaimer of Opinion* section of our report, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these financial statements.

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”), as applicable to audits of financial statements of public interest entities, together with the ethical requirements that are relevant to audits of the financial statements of public interest entities in Singapore. We have also fulfilled our other ethical responsibilities in accordance with these requirements and the ACRA Code.



INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF HATTEN LAND LIMITED

(Under Judicial Management)

Report on Other Legal and Regulatory Requirements

In the view of the significance of the matters referred to in the *Basis for Disclaimer of Opinion* section of our report, we do not express an opinion on whether 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 Tan Chee Tyan.

FORVIS MAZARS LLP
Public Accountants and
Chartered Accountants

Singapore
6 April 2026

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the financial year ended 30 June 2024

	Note	Group (Restated)	
		2024 RM'000	2023 RM'000
Revenue	4	37,230	36,707
Add: (Provision)/Reversal for liquidated ascertained damages		(24)	66,953
		<u>37,206</u>	<u>103,660</u>
Cost of sales	5	(32,928)	(6,126)
Gross profit		4,278	97,534
Other Items of income/(expenses):			
Other operating income	6(a)	2,232	1,627
Other income/gains	6(b)	20,092	25,630
Interest revenue from non-current trade receivables using the effective interest rate method		829	1,434
Selling and marketing expenses		(521)	(16)
Administrative expenses		(70,971)	(77,200)
(Loss)/Gain on settlement on revocation of sales		(4,374)	2,412
Reversal of loss allowance on trade and other receivables	29(a)	2,434	3,852
Impairment loss on investment in an associated company	14	–	(21,997)
Write-down of development properties	15	(33,555)	(20,992)
Finance costs	7	(47,848)	(49,809)
Share of results of an associated company, net of tax	14	–	(503)
Loss before income tax	8	(127,404)	(38,028)
Income tax credit	9	215	7,935
Loss for the financial year		<u>(127,189)</u>	<u>(30,093)</u>
Other comprehensive loss:			
Item that may be reclassified subsequently to profit or loss			
Currency translation differences arising on consolidation		(21)	(1,563)
Currency translation differences arising from associated company	14	–	190
Total other comprehensive loss for the financial year		<u>(21)</u>	<u>(1,373)</u>
Total comprehensive loss for the financial year		<u>(127,210)</u>	<u>(31,466)</u>
Loss attributable to:			
Owners of the Company		(127,233)	(30,081)
Non-controlling interest		44	(12)
		<u>(127,189)</u>	<u>(30,093)</u>
Total comprehensive loss attributable to:			
Owners of the Company		(127,211)	(31,455)
Non-controlling interest		1	(11)
		<u>(127,210)</u>	<u>(31,466)</u>
Loss per share (cents per share)			
Basic and diluted	10	<u>(6.85)</u>	<u>(1.62)</u>

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

STATEMENTS OF FINANCIAL POSITION

As at 30 June 2024

		Group			Company	
		(Restated)	(Restated)	(Restated)		
		30 June	30 June	1 July	30 June	30 June
		2024	2023	2022	2024	2023
	Note	RM'000	RM'000	RM'000	RM'000	RM'000
ASSETS						
Non-current assets						
Property, plant and equipment	11	179,425	180,334	30,494	–	–
Right-of-use assets	19	12,820	27,239	43,844	–	–
Intangible assets	12	8,805	9,430	7,737	–	–
Investments in subsidiaries	13	–	–	–	720,132	720,132
Investment in an associated company	14	–	–	22,310	–	–
Trade and other receivables	16	34,363	39,160	12,030	–	–
Total non-current assets		235,413	256,163	116,415	720,132	720,132
Current assets						
Development properties	15	594,928	616,119	484,268	–	–
Contract costs	15	26,615	26,292	5,382	–	–
Trade and other receivables	16	193,687	230,281	123,891	432,730	323,041
Prepayments		119	215	172	21	67
Cash and cash equivalents	17	1,959	2,461	11,241	6	4
		817,308	875,368	624,954	432,757	323,112
Disposal group assets classified as held-for-sale	18	–	–	474,843	–	–
TOTAL ASSETS		1,052,721	1,131,531	1,216,212	1,152,889	1,043,244
LIABILITIES AND EQUITY						
Current liabilities						
Lease liabilities	19	14,393	15,342	14,826	–	–
Loans and borrowings	20	398,495	393,539	225,284	212,377	209,926
Income tax payable		13,680	14,504	16,132	–	–
Trade and other payables	21	429,483	356,014	235,347	115,324	12,967
Provisions	22	51,785	51,761	12,088	–	–
Contract liabilities	4	187,803	199,575	59,849	–	–
Total current liabilities		1,095,639	1,030,735	563,526	327,701	222,893
Non-current liabilities						
Lease liabilities	19	5,786	20,850	36,314	–	–
Loans and borrowings	20	1,995	3,280	72,826	–	–
Other payables	21	–	155	–	–	–
		7,781	24,285	109,140	–	–
Disposal group liabilities classified as held-for-sale		–	–	435,569	–	–
TOTAL LIABILITIES		1,103,420	1,055,020	1,108,235	327,701	222,893

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

STATEMENTS OF FINANCIAL POSITION

As at 30 June 2024

		Group			Company	
		(Restated)	(Restated)	(Restated)		
		30 June	1 July	30 June	30 June	30 June
		2024	2022	2024	2023	2023
	Note	RM'000	RM'000	RM'000	RM'000	RM'000
Capital and reserves attributable to equity holders of the Company						
Share capital	23	328,862	328,862	328,862	1,361,366	1,361,366
Accumulated losses		(325,379)	(195,264)	(165,183)	(536,178)	(541,015)
Translation reserve	24	412	(2,448)	(899)	–	–
Merger reserve	25	(54,827)	(54,827)	(54,827)	–	–
Other reserve		–	–	(175)	–	–
Total equity attributable to owners of the Company		(50,932)	76,323	107,778	825,188	820,351
Non-controlling interests		233	188	199	–	–
TOTAL EQUITY		(50,699)	76,511	107,977	825,188	820,351
TOTAL EQUITY AND LIABILITIES		1,052,721	1,131,531	1,216,212	1,152,889	1,043,244

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 30 June 2024

Group	Attributable to owners of the Company							
	Share capital RM'000	(Restated) Accumulated losses RM'000	Translation reserve RM'000	Merger reserve RM'000	Premium paid on acquisition of non-controlling interests RM'000	(Restated) Total RM'000	Non- controlling interests RM'000	(Restated) Total RM'000
Balance as at 1 July 2022, at restated	328,862	(165,183)	(899)	(54,827)	(175)	107,778	199	107,977
Loss for the financial year	-	(30,081)	-	-	-	(30,081)	(12)	(30,093)
Other comprehensive loss:								
Currency translation on consolidation	-	-	(1,549)	-	175	(1,374)	1	(1,373)
Total comprehensive loss for the financial year	-	(30,081)	(1,549)	-	175	(31,455)	(11)	(31,466)
Balance as at 30 June 2023, at restated	328,862	(195,264)	(2,448)	(54,827)	-	76,323	188	76,511
Loss for the financial year	-	(127,233)	-	-	-	(127,233)	44	(127,189)
Other comprehensive loss:								
Currency translation on consolidation	-	(2,882)	2,860	-	-	(22)	1	(21)
Total comprehensive loss for the financial year	-	(130,115)	2,860	-	-	(127,255)	45	(127,210)
Balance as at 30 June 2024	328,862	(325,379)	412	(54,827)	-	(50,932)	233	(50,699)

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 30 June 2024

		(Restated)
	2024	2023
	RM'000	RM'000
	Note	
Operating activities		
Loss before income tax		(127,404) (38,028)
<i>Adjustments for:</i>		
Depreciation of property, plant and equipment	11	1,508 1,566
Depreciation of right-of-use assets	19	14,174 13,398
Loss/(Gain) on disposal of right-of-use assets	6(b),8	332 (1,359)
(Gain)/Loss on disposal of property, plant and equipment	6(b),8	(443) 74
Gain on disposal of subsidiary	13	– (1,012)
Gain on modification of right-of-use assets	19	– (5,236)
Reversal of loss allowance on trade and other receivables	29(a)	(2,434) (3,852)
Loss allowance on investment in an associated company	14	– 21,997
Interest income	6(b)	(80) (3,273)
Interest expense	7	47,848 49,809
Write-down of development properties	15	33,555 20,992
Allowance/(Reversal) of provision, net	4	24 (66,953)
Loss/(Gain) on settlement on revocation of sales		4,374 (2,412)
Unrealised foreign exchange loss, net	8	8,035 11,209
Amortisation of capitalised costs of obtaining contracts	15	8 898
Written off of deposit		– 921
Interest revenue from non-current trade receivables using the effective interest rate method		(829) (1,434)
Share of results of an associated company	14	– 503
Operating cash flows before movements in working capital		(21,332) (2,192)
<i>Changes in working capital:</i>		
- Development properties		(16,746) 18,340
- Contract assets		(323) 895
- Contract liabilities		(11,772) (20,222)
- Trade and other receivables		44,750 9,693
- Trade and other payables		48,543 54,095
- Cash restricted in nature		(43) 319
Cash generated from operations		43,077 60,928
Interest paid		(37,505) (41,818)
Interest received		80 3,273
Income tax paid		(91) (1,319)
Net cash generated from operating activities		5,561 21,064
Investing activities		
Proceeds from disposal of right-of-use assets		– 2,317
Proceeds from disposal of property, plant and equipment		449 –
Additions to intangible assets	12	– (2,577)
Utilisation of crypto assets	12	736 1,495
Additions to property, plant and equipment	11	(600) (8,257)
Net cash generated from/(used in) investing activities		585 (7,022)

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 30 June 2024

		(Restated)
		2023
	2024	2023
	RM'000	RM'000
Note	RM'000	RM'000
Financing activities		
Repayment of term loans	20	(3,294)
Repayment of medium-term notes	20	–
Movement in amount due to a director	21	–
Repayment of lease liabilities	19	(345)
Interest paid on lease liabilities	19	(168)
Repayment of rental payables	21	(2,884)
		<u>(6,691)</u>
Net cash used in financing activities		(22,602)
Net decrease in cash and cash equivalents		(545)
Cash and cash equivalents at beginning of year		1,508
Effect of exchange rate changes on cash and cash equivalents		–
Cash and cash equivalents at end of year		<u><u>963</u></u>
	Note	2023
		RM'000
		RM'000
Cash and cash equivalents are represented by:		
Cash and bank balances	17	1,959
Less: Cash and bank balances restricted in nature	17	(996)
		<u>963</u>
		<u><u>1,508</u></u>

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

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

1. General

Hatten Land Limited (Under Judicial Management) (the "Company") (Registration Number 199301388D) is incorporated and domiciled in Singapore and is listed on the Catalist of the Singapore Exchange Securities Trading Limited ("SGX-ST"). The immediate and ultimate holding company is Hatten Holdings Pte. Ltd., which is incorporated and domiciled in Singapore. The registered office and principal place of business of the Company is located at 53 Mohamed Sultan Road, #03-01 Sultan Link, Singapore 238993 prior to the Company being placed under Judicial Management.

The principal activity of the Company is that of investment holding. The principal activities of the subsidiaries and associated company are disclosed in Notes 13 and 14.

Judicial management

On 5 August 2024, the Company filed an application in the General Division of the High Court of Singapore to be placed under judicial management.

The High Court of Singapore granted an interim judicial management order on 21 August 2024, and appointed Tan Wei Cheong and Lim Loo Khoon of Deloitte Singapore SR&T Restructuring Services Pte Ltd (f.k.a. Deloitte & Touche Financial Advisory Services Pte. Ltd.) as the Joint and Several Interim Judicial Managers.

The registered office of the Company is located at 6 Shenton Way, #33-00, OUE Downtown, Singapore 068809.

The High Court of Singapore granted an order placing the Company under judicial management on 14 October 2024.

On 31 March 2026, The General Division of the High Court of Singapore granted the Company's application be extended for a further period of 180 days, until 4 October 2026.

While the Company is under Judicial Management, all powers conferred and duties imposed on the directors of the Company by the Insolvency, Restructuring and Dissolution Act 2018 or the Companies Act must be exercised and performed by the Judicial Managers, and not by the directors of the Company, but nothing requires the Judicial Managers to call any meetings of the Company.

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

The preparation of financial statements in conformity with SFRS(I) requires the use of estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reported amounts of revenues and expenses during the financial year. Although these estimates are based on management's best knowledge of current events and actions and historical experiences and various other factors that are believed to be reasonable under the circumstances, actual results may ultimately differ from those estimates.



NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.1. Basis of preparation (Continued)

The Company's separate financial statements have been prepared on the same basis, and as permitted by the Act, the Company's separate statement of comprehensive income is not presented.

Use of estimates and judgements

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

The areas involving a higher degree of judgement in applying accounting policies, or areas where assumptions and estimates have a significant risk of resulting in material adjustment within the next financial year are disclosed in Note 3.

The carrying amounts of cash and cash equivalents, trade and other current receivables, payables (other than lease liabilities) and borrowings approximate their respective fair values due to the relatively short-term maturity of these financial instruments.

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 July 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 reviewed the accounting policies and updated the information used in Note 2 Summary of material accounting policies in line with the amendments.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.1. Basis of preparation (Continued)

SFRS(I) and SFRS(I) INT issued but not yet effective

At the date of authorisation of these statements, the following SFRS(I) and SFRS(I) INT that are relevant to the Group 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: <i>Classification of Liabilities as Current or Non-current</i>	1 January 2024
SFRS(I) 16	Amendments to SFRS(I) 16: <i>Lease Liability in a Sale and Leaseback</i>	1 January 2024
Various	Amendments to SFRS(I) 1-1: <i>Non-current Liabilities with Covenants</i>	1 January 2024
SFRS(I) 1-7, SFRS(I) 7	Amendments to SFRS(I) 1-7 and SFRS(I) 7: <i>Supplier Finance Arrangements</i>	1 January 2024
SFRS(I) 1-21, SFRS(I) 1	Amendments to SFRS(I) 1-21: <i>Lack of Exchangeability</i>	1 January 2025
SFRS(I) 9, SFRS(I) 7	Amendments to SFRS(I) 9 and SFRS(I) 7: <i>Amendments to the Classification and Measurement of Financial Instruments</i>	1 January 2026
Various	Annual improvements to SFRS(I)s – Volume 11	1 January 2026
SFRS (I) 18	Presentation and Disclosure in Financial Statements	1 January 2027
SFRS(I) 19	Subsidiaries without public accountability: Disclosures	1 January 2027
SFRS (I) 9, SFRS (I) 7	Amendments to SFRS(I) 9 and SFRS(I) 7: <i>Contracts Referencing Nature-dependent Electricity</i>	1 January 2026
SFRS(I) 10, SFRS(I) 1-28	Amendments to SFRS(I) 10 and SFRS (I) 1-28: <i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</i>	To be determined

Consequential amendments were also made to various standards as a result of these new or 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 revised/new standards will not have a material impact on the financial statements of the Group and Company in the period of their initial adoption.

2.2. Subsidiaries

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

In the Company's statement of financial position, investments in subsidiaries are accounted for at cost less accumulated impairment losses. On disposal of the investment, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.3. Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries at the end of the financial period. Subsidiaries are consolidated from the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases.

The financial statements of the subsidiaries are prepared for the same reporting date as the parent company. Consistent accounting policies are applied for like transactions and events in similar circumstances.

Intragroup balances and transactions, including income, expenses and dividends, are eliminated in full. Profits and losses resulting from intragroup transactions that are recognised in assets, such as inventory and property, plant and equipment, are eliminated in full.

Business combinations are accounted for using the acquisition method. The consideration transferred for the acquisition comprises the fair value of the assets transferred, the liabilities incurred and the equity interests issued by the Group. The consideration transferred also includes the fair value of any contingent consideration arrangement and the fair value of any pre-existing equity interest in the subsidiary. Acquisition-related costs are recognised as expenses as incurred. Identifiable assets acquired and liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

Any excess of the fair value of the consideration transferred in the business combination, the amount of any non-controlling interest in the acquiree (if any) and the fair value of the Group's previously held equity interest in the acquiree (if any), over the fair value of the net identifiable assets acquired is recorded as goodwill. In instances where the latter amount exceeds the former and the measurement of all amounts has been reviewed, the excess is recognised as gain on bargain purchase in profit or loss on the date of acquisition.

Non-controlling interests are that part of the net results of operations and of net assets of a subsidiary attributable to the interests which are not owned directly or indirectly by the equity holders of the Company. They are shown separately in the consolidated statement of comprehensive income, statement of changes in equity and statement of financial position. Total comprehensive income is attributed to the non-controlling interests based on their respective interests in a subsidiary, even if this results in the non-controlling interests having a deficit balance.

For non-controlling interests that are present ownership interests and entitle their holders to a proportionate share of the acquiree's net assets in the event of liquidation, the Group elects on an acquisition-by-acquisition basis whether to measure them at fair value, or at the non-controlling interests' proportionate share of the acquiree's net identifiable assets, at the acquisition date. All other non-controlling interests are measured at acquisition-date fair value or, when applicable, on the basis specified in another standard.

In business combinations achieved in stages, previously held equity interests in the acquiree are remeasured to fair value at the acquisition date and any corresponding gain or loss is recognised in profit or loss.

Changes in the Company's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions (i.e. transactions with owners in their capacity as owners). The carrying amount of the controlling and non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiary. Any difference between the amount by which the non-controlling interest is adjusted and the fair value of the consideration paid or received is recognised directly in equity and attributable to owners of the Company.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.3. Basis of consolidation (Continued)

When a change in the Company's ownership interest in a subsidiary result in a loss of control over the subsidiary, the assets and liabilities of the subsidiary including any goodwill, non-controlling interest and other components of equity related to the subsidiary are derecognised. Amounts recognised in other comprehensive income in respect of that entity are also reclassified to profit or loss or transferred directly to accumulated profits if required by a specific SFRS(I).

Any retained equity interest in the previous subsidiary is remeasured at fair value at the date that control is lost. The difference between the carrying amount of the retained interest at the date control is lost, and its fair value is recognised in profit or loss.

2.4. Associated companies

An associated company is an entity over which the Group has significant influence but not control or joint control, over the financial and operating policies of the entity. Significant influence is presumed to exist generally when the Group holds 20% or more of the voting power of another entity.

Investments in associated companies are accounted for in the consolidated financial statements using the equity method of accounting, less impairment losses, if any.

Investments in associated companies are initially recognised at cost. The cost of an acquisition is measured at the fair value of the assets given, equity instruments issued or liabilities incurred or assumed at the date of exchange, plus costs directly attributable to the acquisition.

Any excess of the cost of acquisition over the Group's share of the net fair value of the identifiable assets, liabilities and contingent liabilities of the associate recognised at the date of acquisition is recognised as goodwill. The goodwill is included within the carrying amount of the investment and is assessed for impairment as part of the investment. Any excess of the Group's share of the net fair value of the identifiable assets, liabilities and contingent liabilities over the cost of acquisition, after reassessment, is recognised immediately as income in the Group's profit or loss.

Subsequent to initial recognition, the consolidated financial statements include the Group's share of the post-acquisition profit or loss and other comprehensive income of equity-accounted investees, after adjustments to align the accounting policies with those of the Group, from the date that significant influence commences until the date that significant influence ceases.

Distributions received from associated companies are adjusted against the carrying amount of the investment. When the Group's share of losses in an associated company equal or exceeds its interest in the associated company, including any other unsecured non-current receivables, the Group does not recognise further losses, unless it has obligations or has made payments on behalf of the associated company.

In the Company's financial statements, investments in associates are carried at cost less accumulated impairment loss. On disposal of investment in associates, the difference between the disposal proceeds and the carrying amount of the investment is recognised in profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.5. Revenue recognition

Sale of development properties

Revenue is recognised when control over the property has been transferred to the customer, either over time or at a point in time, depending on the contractual terms.

For development properties where the Group is restricted contractually from directing the properties for another use and has enforceable right to payment for performance completed to date, revenue is recognised over time, based on the construction and other costs incurred to date as a proportion of the estimated total construction and other costs to be incurred. Management considers that this input method is an appropriate measure of the progress towards complete satisfaction of these performance obligations.

For development properties whereby the Group does not have an enforceable right to payment for performance completed to date, revenue is recognised when the customer obtains control of the asset, usually upon transfer of legal title.

Progress billings to the customer are based on a payment schedule in the contract and are typically triggered upon achievement of specified construction milestones. A contract asset is recognised when the Group has performed under the contract but has not yet billed the customer. Conversely, a contract liability is recognised when the Group has not yet performed under the contract but has received advanced payments from the customer. Contract assets are transferred to receivables when the rights to consideration become unconditional. Contract liabilities are recognised as revenue as the Group performs under the contract.

Incremental costs of obtaining a contract are capitalised if these costs are recoverable. Costs to fulfil a contract are capitalised if the costs relate directly to the contract, generate or enhance resources used in satisfying the contract and are expected to be recovered. Other contract costs are expensed as incurred.

Capitalised contract costs are subsequently amortised on a systematic basis as the Group recognises the related revenue. An impairment loss is recognised in profit or loss to the extent that the carrying amount of the capitalised contract costs exceeds the remaining amount of consideration that the Group expects to receive in exchange for the goods or services to which the contract costs relates less the costs that relate directly to providing the goods and that have not been recognised as expenses.

Sale of development property with leaseback arrangement

Certain properties developed by the Group are sold to purchasers with a leaseback arrangement to provide rental yield of 6% to 9% of the purchase price for a committed period of 3 to 9 years. The rental yield is provided through a tenancy agreement that is executed at the time the purchaser entered into a sale and purchase agreement with the Group.

The sale of development property with leaseback arrangement is assessed to be accounted for as two separate transactions where the sale of development property during the construction period is accounted for based on SFRS(I) 15 *Revenue from Contracts with Customers* ("SFRS(I) 15") and the lease transaction shall be accounted for in accordance with SFRS(I) 16 *Leases* ("SFRS(I) 16").

Rental income

Lease payments from operating leases are recognised on a straight-line basis over the lease term. Finance income from finance leases is recognised based on a constant periodic rate of return over the lease term using the net investment method.

Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.5. Revenue recognition (Continued)

Interest income

Interest income from financial assets at amortised cost is recognised using the effective interest method.

Forfeiture income

Forfeiture income is recognised when deposits or instalments paid by customers are forfeited to the Group according to the terms of the sales and purchase agreement.

Rendering of data room support services

The Group provides data room support services such as provision of space, power capacity, connectivity, setup and installation, utilities and technical support for crypto mining activities. Revenue from the services rendered is recognised over time based on the monthly report of the crypto mined.

2.6. Property, plant and equipment

Property, plant and equipment are initially recognised at cost and subsequently carried at cost less accumulated depreciation and any impairment in value.

The cost of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

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 asset.

The cost of replacing a component of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the component will flow to the Group, and its cost can be measured reliably. The carrying amount of the replaced component is derecognised.

On disposal of a property, plant and equipment, the difference between the net disposal proceeds and its carrying amount is taken to profit or loss.

Depreciation is calculated on a straight-line basis to write off the cost of other property, plant and equipment over their expected useful lives. The estimated useful lives are as follows:

	Years
Freehold land	Not depreciated
Freehold buildings	50
Carparks	50
Cinema	50
Motor vehicles	5
Computers and office equipment	3 - 5
Renovations	3 - 5
Data room facilities	5
Others	3 - 5

The residual values, estimated useful lives and depreciation method of property, plant and equipment are reviewed, and adjusted as appropriate, at the end of each financial period. The effects of any revision are recognised in profit or loss when the changes arise.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.6. Property, plant and equipment (Continued)

Fully depreciated assets are retained in the financial statements until they are no longer in use.

Properties in the course of construction are carried at cost, less any recognised impairment loss until construction or development is completed. Cost includes professional fees and, for qualifying assets, borrowing costs capitalised in accordance with the Group's accounting policies. Depreciation of these assets, on the same basis as other property assets, commences when the assets are ready for their intended use.

2.7. Development properties

Development properties are properties acquired or being constructed for sale in the ordinary course of business, rather than to be held for the Group's own use, rental or capital appreciation.

Development properties are held as inventories and are measured at the lower of historical cost and net realisable value. Repossession of property from the defaulted property buyers, are measured based on the current cost of the property by reference to the fair value of inventory on that date progress.

Net realisable value is the estimated selling price in the ordinary course of business, based on market prices at the reporting date and discounted for the time value of money if material, less the estimated costs of completion and the estimated costs necessary to make the sale.

The costs of development properties recognised in profit or loss on disposal are determined with reference to the specific costs incurred on the property sold and an allocation of any non-specific costs based on the relative size of the property sold.

2.8. Intangible assets

Intangible assets acquired separately are measured on initial recognition at cost. The cost of intangible assets acquired is their fair values as at the date of acquisition. Subsequent to initial recognition, intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The useful lives of intangible assets are assessed to be either finite or indefinite.

Intangible assets with indefinite useful lives are tested for impairment annually either individually or at the cash-generating unit level. Such intangibles are not amortised. The useful life of an intangible asset with an indefinite life is reviewed annually to determine whether indefinite life assessment continues to be supportable. If not, the change in the useful life assessment from indefinite to finite is made on a prospective basis.

Development costs

Development costs relate to the professional costs and labour costs capitalised for the Group's respective projects pertaining to crypto assets exchange platform, metaverse gateway and integrated Esports and gaming experiential hub. Development costs are initially recognised at cost. Such costs include the purchase price (net of any discounts and rebates) and other directly attributable costs of preparing the assets for their intended use.

Subsequent to initial recognition, the development costs with finite useful lives are carried at cost less accumulated amortisation and accumulated impairment losses. These costs are amortised to profit or loss using the straight-line method over 5 years, which is the shorter of their remaining estimated useful lives and periods of contractual rights.

The Group applies SFRS(I) 1-36 *Impairment of Assets* ("SFRS(I)1-36") to determine whether the development costs are impaired and accounts for any identified impairment loss as described in Note 2.9.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.8. Intangible assets (Continued)

Crypto assets

The crypto assets held by the Group are accounted for as intangible assets with indefinite useful lives. The crypto assets are initially recorded at cost and subsequently stated at revalued amount less accumulated impairment losses, if any. The revalued amount of the Crypto assets is determined based on the quoted price of the crypto assets at the end of the reporting period, or more frequently when there is indication the quoted price of the crypto assets may differ significantly from the carrying amount.

When an asset is revalued, any increase in the carrying amount arising from revaluation is recognised in other comprehensive income and accumulated in equity under the asset revaluation reserve unless it reverses a previous revaluation decrease relating to the same asset, which was previously recognised as an expense. In these circumstances the increase is recognised as income to the extent of the previous write down. When an asset's carrying amount is decreased as a result of a revaluation, the decrease is recognised as an expense unless it reverses a previous surplus relating to that asset, in which case it is charged against any related revaluation surplus, to the extent that the decrease does not exceed the amount held in the revaluation surplus in respect of that same asset.

2.9. Impairment of non-financial assets

At the end of each financial year, the Group assesses the carrying amounts of its non-financial assets to determine whether there is any indication that those assets have suffered an 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.

Recoverable amount is the higher of fair value less costs to sell and 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.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (cash-generating unit) is reduced to its recoverable amount. An impairment loss 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 previously recognised impairment loss for an asset is only reversed if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. A reversal of an impairment loss is recognised immediately in profit or loss.

2.10. Leases

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

When the Group is the lessee

The Group applies a single recognition and measurement approach for all leases, except for short-term leases (i.e. for leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option) and leases of low-value assets (e.g. leases of tablet and personal computers, small items of office equipment and telephones). For these exempted leases, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased assets are consumed.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.10. Leases (Continued)

Lease liabilities

The lease liabilities are initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liabilities comprise fixed lease payments (including in-substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and payments of penalties for terminating the lease, if the lease term reflects the Group exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

The lease liabilities are presented as a separate line in the statement of financial position.

The lease liabilities are subsequently measured by increasing the carrying amount to reflect interest on the lease liabilities using the effective interest method, and reducing the carrying amount to reflect the lease payments made.

The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever there is a modification, such as a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e. the date the underlying asset is available for use). The right-of-use assets comprise the initial measurement of the corresponding lease liabilities, lease payments made at or before the commencement date, initial direct costs, less any lease incentives received.

Whenever the Group incurs an obligation for costs to dismantle and remove a leased asset, restore the site on which it is located or restore the underlying asset to the condition required by the terms and conditions of the lease, a provision is recognised and measured under SFRS(I) 1-37 *Provisions, Contingent Liabilities and Contingent Assets*. To the extent that the cost relates to a right-of-use asset, the costs are included in the related right-of-use asset, unless those costs are incurred to produce inventories.

Right-of-use assets are subsequently measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any remeasurement of lease liabilities. Right-of-use assets are depreciated on a straight-line basis over the shorter period of the lease term and useful lives of the assets. If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset. The depreciation starts at the commencement date of the lease.

The estimated useful lives are as follows:

Asset	Years
Mall and residence units	2 – 9 years
Motor vehicles	5 years
Office premises	12 – 13 years
Plant and equipment	5 years

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.10. Leases (Continued)

Right-of-use assets (Continued)

The right-of-use assets are presented as a separate line in the statement of financial position.

The Group applies SFRS(I) 1-36 to determine whether a right-of-use asset is impaired and accounts for any identified impairment loss as described in Note 2.9.

When the Group is the lessor

Where the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or operating lease. Whenever the terms of the lease transfer substantially all the risks and rewards of ownership to the lessee, the contract is classified as a finance lease. All other leases are classified as operating leases.

When the Group is an intermediate lessor, it accounts for the head lease and the sub-lease as two separate contracts. The sub-lease is classified as a finance or operating lease by reference to the right-of-use asset arising from the head lease.

Rental income from operating leases is recognised on a straight-line basis over the terms of the relevant leases. Initial direct costs incurred in negotiating and arranging operating leases are added to the carrying amount of the leased assets and recognised on a straight-line basis over the lease term.

When a contract includes both lease and non-lease components, the Group applies SFRS(I) 15 to allocate the consideration under the contract to each component.

2.11. Income taxes

Income tax on the profit or loss for the year comprises current and deferred tax. Current and deferred tax are recognised in profit or loss except to the extent that they relate to items recognised outside profit or loss, either in other comprehensive income or directly in equity in which the tax is also recognised outside profit or loss (either in other comprehensive income or directly in equity respectively).

Current tax is the expected tax payable or recoverable on the taxable income for the current year, using tax rates enacted or substantively enacted at the end of the financial period, and any adjustment to tax payable or recoverable in respect of previous years. Management periodically evaluates positions taken in tax returns with respect to situations in which applicable tax regulation is subject to interpretation. It establishes provisions, where appropriate, on the basis of amounts expected to be paid to the tax authorities.

Deferred income tax is provided using the liability method, on all temporary differences at the end of the financial period arising between the tax bases of assets and liabilities and their carrying amounts in the financial statements except where the deferred income tax arises from the initial recognition of goodwill or an asset or liability in a transaction that is not a business combination, and at the time of the transaction, affects neither the accounting nor taxable profit or loss.

Deferred income liability is provided on all taxable temporary differences arising on investments in subsidiaries and associated company (if applicable), except where the timing of the reversal of the temporary difference can be controlled by the Group and it is probable that the temporary difference will not reverse in the foreseeable future.

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

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply in the year when the asset is realised or the liability is settled, based on currently enacted or substantively enacted tax rates at the end of the financial period.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.12. Financial assets

Recognition and derecognition

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

Financial assets are initially measured at fair value. Transaction costs that are directly attributable to the acquisition of financial assets (other than financial assets at fair value through profit or loss) are added to the fair value of the financial assets on initial recognition. Transaction costs directly attributable to acquisition of financial assets at fair value through profit or loss are recognised immediately in profit or loss. Trade receivables without a significant financing component is initially measured at transaction prices.

Classification and measurement

All financial assets are subsequently measured in their entirety at either amortised cost or fair value, depending on the classification of the financial assets.

The Group classifies its financial assets at amortised cost. The classification is based on the entity's business model for managing the financial asset and the contractual cash flow characteristics of the financial assets.

The Group reclassifies financial assets when and only when its business model for managing those assets changes.

Subsequent measurement

The Group's financial assets at amortised cost include trade and other receivables (excluding prepayments), and cash and cash equivalents comprising fixed deposit and cash and bank balances. The Group measures financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specific dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

Impairment

The Group recognises an allowance for expected credit losses ("ECLs") for financial assets carried at amortised cost. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group expects to receive, discounted at an approximation of the original effective interest rate.

The impairment methodology applied depends on whether there has been a significant increase in credit risk. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.12. Financial assets (Continued)

Impairment (Continued)

For trade receivables that do not have a significant financing component, the Group applies a simplified approach to recognise a loss allowance based on lifetime ECLs at each reporting date. The Group has established a provision matrix that is based on its historical credit loss experience, adjusted as appropriate for current conditions and forward-looking factors specific to the debtors and the economic environment.

If the Group has measured the loss allowance for a financial asset at an amount equal to lifetime ECL in the previous financial period, but determines at the current reporting date that the conditions for lifetime ECL are no longer met, the Group measures the loss allowance at an amount equal to 12-month ECL at the current reporting date.

The Group recognises an impairment gain or loss in profit or loss for all financial assets with a corresponding adjustment to their carrying amount through a loss allowance account.

Offset

Financial assets and liabilities are offset and the net amount presented on the statement of financial position when, and only when the Group has a legal right to offset the amounts and intends either to settle on a net basis or to realise the asset and settle the liability simultaneously.

2.13. Cash and cash equivalents in the consolidated statement of cash flows

For the purpose of presentation in the consolidated statement of cash flows, cash and cash equivalent comprise cash on hand, deposits with financial institutions which are subject to an insignificant risk of change in value, bank overdrafts that form an integral part of the Group's cash management, other short-term highly liquid investments that are readily convertible to a known amount of cash and are subject to an insignificant risk of changes in value and excludes pledged deposits. Bank overdrafts, if any, are presented as current borrowings on the statements of financial position.

2.14. Financial liabilities

Financial liabilities include trade and other payables (excluding provision for unutilised annual leave), lease liabilities, and loans and borrowings. Financial liabilities are recognised on the statement of financial position when, and only when, the Group becomes a party to the contractual provisions of the financial instruments. Financial liabilities are initially recognised at fair value plus directly attributable transaction costs and subsequently measured at amortised cost using the effective interest method.

A financial liability is derecognised when the obligation under the liability is extinguished. Gains and losses are recognised in profit or loss when the liabilities are derecognised and through the amortisation process.

2.15. Government grants

Government grants are recognised when there is reasonable assurance that the grant will be received and all attaching conditions will be complied with. Where the grant relates to an asset, the fair value is recognised as deferred capital grant on the balance sheet and is amortised to profit or loss over the expected useful life of the relevant asset by equal annual instalments.

When the grant relates to an expense item, it is recognised in profit or loss over the period necessary to match them on a systematic basis to the costs that it is intended to compensate.

2.16. Share capital

Proceeds from issuance of ordinary shares are recognised as share capital in equity. Incremental costs directly attributable to the issuance of ordinary shares are deducted against share capital.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.17. Provisions for other liabilities

Provisions are recognised when the Group has a present legal or constructive obligation as a result of past event, and it is probable that an outflow of economic resources will be required to settle that obligation and the amount can be estimated reliably. Provisions are measured at management's best estimate of the expenditure required to settle the obligation at the end of the financial period. Where the effect of the time value of money is material, the amount of the provision shall be discounted to present value using a pre-tax discount rate that reflects the current market assessment of the time value of money and risks specific to the obligation.

When discounting is used, the increase in the provision due to passage of time is recognised as a finance cost in profit or loss.

2.18. Borrowing costs

Borrowing costs, which comprise interest and other costs incurred in connection with the borrowing of funds, are capitalised as part of the cost of a qualifying asset if they are directly attributable to the acquisition, construction or production of that asset. Capitalisation of borrowing costs commences when the activities to prepare the asset for its intended use or sale are in progress and the expenditures and borrowing costs are incurred. Borrowing costs are capitalised until the assets are substantially completed for their intended use or sale. All other borrowing costs are recognised in the profit or loss using the effective interest method.

2.19. Employee benefits

Employee leave entitlement

Employee entitlements to annual leave are recognised when they accrue to employees. A provision is made for the estimated liability for annual leave as a result of services rendered by employees up to the end of the financial period.

Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays fixed contributions into separate entities such as the Central Provident Fund ("CPF") in Singapore and Employee Provident Fund ("EPF") in Malaysia, and will have no legal or constructive obligation to pay further contributions once the contributions have been paid. Contributions to defined contribution plans are recognised as an expense in the period in which the related service is performed.

Share-based compensation

Employees of the Group receive remuneration in the form of share options as consideration for services rendered. The cost of these equity-settled transactions with employees is measured by reference to the fair value of the options granted on the date of the grant. This cost is recognised in profit or loss, with a corresponding increase in the share option reserve, over the vesting period. Non-market vesting conditions are included in the estimation of the number of shares under options that are expected to become exercisable on the vesting date. At each balance sheet date, the Group revises its estimates of the number of shares under options that are expected to become exercisable on the vesting date and recognises the impact of the revision of the estimates in profit or loss, with a corresponding adjustment to the share option reserve over the remaining vesting period.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.20. Foreign currencies

Functional and presentation currency

Items included in the financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The consolidated financial statements of the Group and the statement of financial position and statement of changes in equity of the Company are presented in RM, which is the Company's functional and presentation currency.

Transactions and balances

Transactions in a currency other than the functional currency ("foreign currency") are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Currency translation gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Non-monetary items measured at fair values in foreign currencies are translated using the exchange rates at the date when the fair values are determined.

Translation of Group entities' financial statements

The financial performance and financial position of all the Group entities (none of which has the currency of a hyperinflationary economy) that have a functional currency different from the Group's presentation currency are translated into the presentation currency as follows:

- (i) Assets and liabilities are translated at the closing rates at the end of the financial period;
- (ii) Income and expenses are translated at average exchange rates (unless the average is not a reasonable approximation of the cumulative effect of the rates prevailing on the transaction dates, in which case income and expenses are translated using the exchange rates at the dates of the transactions); and
- (iii) All resulting exchange differences are recognised in other comprehensive income and accumulated in the currency translation reserve within equity.

On consolidation, exchange differences arising from the translation of the net investment in foreign operations (including monetary items that, in substance, form part of the net investment in foreign entities), and of borrowings and other currency instruments designated as hedges of such investments, are taken to the foreign currency translation reserve.

Goodwill and fair value adjustments arising on the acquisition of a foreign operation are treated as assets and liabilities of the foreign operation and translated at the closing rate.

On disposal of a foreign operation/entity, the cumulative amount of the currency translation reserve relating to that particular foreign operation/entity is reclassified from equity and recognised in profit or loss when the gain or loss on disposal is recognised.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

2. Summary of material accounting policies (Continued)

2.21. Financial guarantees

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

Financial guarantee contracts are initially recognised at their fair values plus transaction costs.

Subsequent to initial measurement, the financial guarantees are stated at the higher of the amount initially recognised less cumulative amount of income recognised in accordance with the principles of SFRS(I) 15 and the amount of expected loss computed using the impairment methodology under SFRS(I) 9 *Financial Instruments* ("SFRS(I) 9").

2.22. Segment reporting

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incurs expenses, including revenues and expenses that relate to transactions with other components of the Group. Operating segments are reported in a manner consistent with the internal reporting provided to the Group's chief operating decision maker for making decisions about allocating resources and assessing performance of the operating segments.

2.23. Disposal group held-for-sale

Disposal group are classified as held-for-sale and stated at the lower of carrying amount and fair value less costs to sell if their carrying amount is recovered principally through a sale transaction rather than through continuing use. 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.

The assets are not depreciated or amortised while they are classified as held-for-sale.

3. Critical accounting judgements and key sources of estimation uncertainty

Critical judgements in applying the entity's accounting policies

In the process of applying the Group's accounting policies, which are described in Note 2, management has made the following judgements that have the most significant effect on the amounts recognised in the financial statements (apart from those involving estimations which are dealt in the preceding paragraph):

Going concern assumption

For the financial year ended 30 June 2024, the Group incurred a net loss of \$127.2 million (2023 (Restated): \$30.1 million). The Group's current liabilities exceeded its current assets by \$278.3 million (2023 (Restated): \$155.4 million) and the Group had a capital deficit in equity of \$50.7 million as at 30 June 2024. These indicators raise significant doubt about the Group's ability to continue as a going concern.

Judicial management

The Group's shares have been suspended since 6 August 2024, and the Company has been under judicial management since 14 August 2024.

The High Court of Singapore granted an order placing the Company under judicial management on 14 October 2024.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

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

Critical judgements in applying the entity's accounting policies (Continued)

Going concern assumption (Continued)

The objectives of the judicial management order are to achieve one or more of the following purposes:

- (a) survival of the Company, or the whole or part of its undertaking as a going concern;
- (b) the approval under Section 210 of the Companies Act 1967 or Section 71 of the Insolvency, Restructuring and Dissolution Act 2018 of a compromise or arrangement between the Company and any such persons as mentioned in those sections; and/or
- (c) a more advantageous realisation of the Company's assets than on winding up.

During the judicial management period, there was a stay on all suits, proceedings, claims etc. against the Company, except with the consent of the Judicial Managers or with the leave of the Court. The unsecured debts and liabilities owing to the principal lender and unsecured claims from creditors (collectively, the "Creditors") prior to 14 October 2024 would be addressed/restructured as part of the judicial management of the Company.

The Group has been working with Metrocon Pte. Ltd. (the "Target Company" or Metrocon) to assess and evaluate corporate turnaround plans that involve a proposed reverse takeover ("RTO"), alongside streamlining of the Group's corporate structure (the "Proposed Reorganisation") to inject new business and facilitate funding for the Group.

On 7 October 2025, the Company announced that it had entered into a binding term sheet ("Term Sheet") with LBD Engineering Pte. Ltd. (the "vendor") for the proposed acquisition of the entire issued and paid-up share capital of the Target Company (the "Proposed Acquisition"), which—if undertaken and completed—is expected to constitute a RTO Listing under Rule 1015 of the SGX Catalist Rules and is subject to, inter alia, shareholders' approval at an extraordinary general meeting and SGX-ST's listing and quotation approval.

Subsequently, on 21 November 2025, Hatten Land entered into a definitive sale and purchase agreement ("SPA") that superseded the Term Sheet, for the acquisition of 100% of Metrocon. The SPA states that the transaction is intended to constitute an RTO under Catalist Rule 1015 and is conditional upon multiple conditions precedent (including regulatory and shareholder approvals) and the appointment of RHT Capital Pte. Ltd. as financial adviser and sponsor for the RTO Listing. On 9 March 2026, the Company has entered into a supplemental deed to the SPA with the Vendor to amend and supplement, among others, certain terms of the SPA to reflect the agreed Consideration of S\$28.0 million.

On 23 December 2025, the Company entered into a secured facility agreement with Brilliant Property Management Services Sdn. Bhd. ("Brilliant"), pursuant to which Brilliant agreed to extend a convertible loan of up to S\$1,000,000 at an interest rate of 10% per annum. Subsequently, on 13 March 2026, the Company entered into a facility agreement with Skyone Holdings Sdn. Bhd. ("Skyone"), pursuant to which Skyone has agreed to extend to the Company a convertible loan of up to S\$700,000. Following the execution of the facility agreement that was entered into on 13 March 2026 by the Company with Skyone, the Company had utilised part of the loan amount to refinance the financial indebtedness of the Company existing under the secured facility agreement with Brilliant. The facility under the secured facility agreement with Brilliant, be and is hereby irrevocably cancelled in full. These loans are intended to finance costs relating to the proposed acquisition and other purposes approved by the lender. The facility is repayable within 18 months from the date of the agreement, with an option for the Company to extend the repayment date by up to six months if the proposed acquisition has not completed within the stipulated timeline. The outstanding balance is convertible into new Company shares at a conversion price to be agreed, subject to shareholder approval. The loan carries priority over unsecured debts and is secured by an assignment of receivables. The Judicial Managers noted that notwithstanding existing facilities and the Skyone Loan, the Group's available working capital remains insufficient to meet presents.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

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

Critical judgements in applying the entity's accounting policies (Continued)

Going concern assumption (Continued)

The ability of the Group and the Company to continue as going concerns depends on the successful completion of these restructuring activities i.e. RTO listing. However, the outcome of the restructuring activities is inherently uncertain, and the actual results of these plans may differ materially from management's assumptions and projections.

The financial statements have been prepared on a going concern basis, which assumes that the Group and the Company will be able to meet their obligations as and when they fall due in the next twelve (12) months from the date of authorisation of these financial statements.

The financial statements did not include any adjustments that might be necessary should the Group and the Company be unable to continue as going concerns. If the going concern basis is no longer appropriate, adjustments may be required to reduce the carrying amounts of assets to their recoverable amounts, to provide for further liabilities, and to reclassify non-current assets and liabilities as current. No such adjustments have been made.

Classification of properties

In the process of classifying properties, management has made various judgements. Judgement is needed to determine whether a property qualifies as an investment property, property, plant and equipment and/or development property held for sale. The Group develops a criteria so that it can exercise that judgement consistently in accordance with the definitions of investment property, property, plant and equipment and development property held for sale. In making its judgement, management considered the detailed criteria and related guidance for the classification of properties as set out in SFRS(I) 1-2 *Inventories*, SFRS(I) 1-16 *Property, Plant and Equipment* and SFRS(I) 1-40 *Investment Property*, and in particular, the intended usage of property as determined by the management.

Contracts with customers

(a) Satisfaction of performance obligations

The Group is required to assess each of its contracts with customers to determine whether performance obligations are satisfied over time or at a point in time in order to determine the appropriate method for recognising revenue. The Group has assessed that based on the contracts entered into with customers and the provisions of relevant laws and regulations, the Group recognises revenue over time where contracts are entered into for property development (sale of properties to customers), the Group is restricted contractually from directing the properties for other use and has an enforceable right to payment for performance completed to date.

Where the above criteria are not met, revenue is recognised at a point in time. Where revenue is recognised at a point of time, the Group assesses each contract with customers to determine when the performance obligation of the Group under the contract is satisfied.

(b) Determination of transaction prices

The Group is required to determine the transaction price in respect of each of its contracts with customers. In making such judgement the Group assesses the impact of any variable consideration in the contract, due to discounts or penalties, the existence of any significant financing component and any non-cash consideration in the contract.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

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

Critical judgements in applying the entity's accounting policies (Continued)

Accounting of crypto assets

Management notes that the topic of digital assets and accounting for digital assets continues to be considered by the International Accounting Standards Board ("IASB") and continues to monitor new comments and interpretations released by IASB and other standard setters from around the world.

In line with this, the Group has considered its position for the financial year ended 30 June 2024 and had to make judgement that the most applicable standard would be SFRS(I) 1-38 *Intangible Assets*, based on the Group's understanding of the characteristics of the assets.

Management's assessment is to measure crypto assets at fair value (unless otherwise disclosed and provided certain conditions are met) under the respective accounting standards.

Key sources of estimation uncertainty

The key assumptions concerning the future, and other key sources of estimation uncertainty at the end of the financial period, 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 net realisable value for development properties

Development properties are stated at lower of cost or net realisable value. Net realisable value is assessed with reference to the estimated selling prices, less the estimated costs of completion and the estimated costs necessary to make the sale. The estimated selling prices are based on recent selling prices for the development project or comparable projects and prevailing market conditions. The estimated costs of completion are based on contracted amounts and, in respect of amounts not contracted for, management's estimates of the amounts to be incurred taking into consideration historical trends of the amounts incurred. The carrying amount of the Group's development properties at the end of the financial period is disclosed in Note 15.

Calculation of loss allowance

When measuring ECL, the Group uses reasonable and supportable forward-looking information, which is based on assumptions and forecasts of future economic conditions with consideration on the impact of current macroeconomic uncertainties and how these conditions will affect the Group's ECL assessment. Loss given default is an estimate of the loss arising on default. It is based on the difference between the contractual cash flows due and those that the lender would expect to receive, taking into account cash flows from collateral and integral credit enhancements.

Probability of default constitutes a key input in measuring ECL. Probability of default is an estimate of the likelihood of default over a given time horizon, the calculation of which includes historical data, assumptions and expectations of future conditions.

As the calculation of loss allowance on trade receivables is subject to assumptions and forecasts, any changes to these estimations will affect the amounts of loss allowance recognised and the carrying amounts of trade receivables. Details of ECL measurement and carrying value of trade receivables at the end of the financial period are disclosed in Note 29(a).

Income taxes

Uncertainties exist with respect to the interpretation of complex tax regulations and the amount and timing of future taxable income. The Group establishes provisions, based on reasonable estimates, for possible consequences of audits by the tax authorities of the respective countries in which it operates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the relevant tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective Group's domicile.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

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

Income taxes

Deferred tax assets are recognised for all unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies.

Provision for liquidated ascertained damages

For contracts with variable considerations (i.e. liquidated ascertained damages), revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur. Thereafter, the amount of revenue recognised is adjusted for possibility of delays of the projects. The Group reviews the progress of the projects at each end of the financial period and updates the transaction price accordingly. The carrying amount of the Group's provision for liquidated ascertained damages at the end of the financial period is disclosed in Note 22.

Impairment of investments in subsidiaries

The Company assesses at each balance sheet date whether there are any indicators of impairment for investment in subsidiaries. Investment in subsidiaries is tested for impairment when there are indicators that the carrying amounts may not be recoverable. An impairment exists when the carrying amount of the investment exceeds its recoverable amount, which is the higher of its fair value less costs to sell and its value-in-use. When value-in-use calculations are undertaken, management is required to estimate the expected future cash flows from the business and a suitable terminal growth rate and discount rate, in order to determine the present value of those cash flows. The key assumptions and estimates applied in the determination of the value-in-use including a sensitivity analysis, and the carrying amount of investment in subsidiaries are disclosed in Note 13.

4. Revenue

	Group	
	2024 RM'000	2023 RM'000
Revenue from rendering of data room support services	967	3,076
Revenue from sales of development properties in Malaysia	36,263	33,631
Add: Provision/(Reversal) for liquidated ascertained damages to property buyers (Note 22) *	(24)	66,953
	37,206	103,660
Revenue recognised from sales of development properties in Malaysia		
- at a point in time	29,876	20,689
- over time	6,387	12,942
	36,263	33,631

* In previous financial year, the amount includes a reversal of liquidated ascertained damages to property buyers of RM67,909,000 (Note 22) arising from Gold Mart Sdn. Bhd. ("GMSB").

Revenue from rendering of data room support services is recognised over time.

In accordance with the requirements of SFRS(I) 15 relating to variable consideration, the amount for liquidated ascertained damages shall be accounted for as a reduction in the transaction price. As the provision for liquidated ascertained damages is a variable consideration, the amount would be debited to the revenue recognised.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

4. Revenue (Continued)

Contract balances

Information relating to contract balances from contracts with customers is disclosed as follows:

	30 June 2024 RM'000	Group (Restated) 30 June 2023 RM'000	(Restated) 1 July 2022 RM'000
Trade receivables (Note 16)	155,545	183,490	60,226
Contract liabilities	(187,803)	(199,575)	(59,849)

Contract liabilities relate to the Group's obligation to transfer goods or services to customers for which the Group has received consideration from customers, namely advances received from customers for sale of development properties. Contract liabilities are recognised as revenue as the Group performs under the contract.

In the current financial year, there are no significant changes in the trade receivables and contract liabilities.

In the previous financial year, the significant changes in the trade receivables and contract liabilities were mainly due to the reclassification of GMSB's disposal group as held-for-sale to the respective accounts as disclosed in Note 18.

Transaction price allocated to remaining performance obligations

The aggregate amount of the transaction price allocated to the unsatisfied (or partially unsatisfied) performance obligations as at 30 June 2024 is RM426,308,000 (2023: RM455,499,000).

The Group expects to recognised revenue relating to the transaction price allocated to the unsatisfied (or partially unsatisfied) performance obligations over the next 5 years.

5. Cost of sales

	2024 RM'000	Group 2023 RM'000
Cost of sales arising from leasing activities	552	345
Cost of sales arising from development properties	32,376	5,781
	<u>32,928</u>	<u>6,126</u>

6. Other item of income/(expenses)

(a) Other operating income

	2024 RM'000	Group 2023 RM'000
Rental income	<u>2,232</u>	<u>1,627</u>

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

6. Other item of income/(expenses) (Continued)

(b) Other income/gains

	Group	
	2024 RM'000	2023 RM'000
Forfeiture income	1,934	748
Service fee income	29	303
Interest income:		
- Banks	-	5
- Overdue interest charged to property buyers due to late repayments	80	3,268
Gain on disposal of right-of-use assets	-	1,359
Gain on disposal of property, plant and equipment	443	-
Gain on disposal of subsidiary (Note 13)	-	1,012
Administrative fees	511	257
Miscellaneous income	161	166
Reimbursement of insurance	2,470	-
Reimbursement of state consent fee	-	15
Gain on modification of right-of-use assets (Note 19)	-	5,236
Back charges of utility expenses	13,264	13,218
Waiver of debts	880	-
Others	320	43
	20,092	25,630

7. Finance costs

	Group	
	2024 RM'000	2023 RM'000
Interest expense on:		
- Term loans, medium term notes, convertible loan and secured bonds	42,017	41,818
- Lease liabilities (Note 19)	4,731	7,041
- Others	1,100	950
	47,848	49,809

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

8. Loss before tax

In addition to the transactions disclosed elsewhere in the notes to the financial statements, the loss before tax is arrived at after charging/(crediting) the following:

	Group (Restated)	
	2024 RM'000	2023 RM'000
Amortisation of capitalised costs of obtaining contracts (Note 15)	8	898
Depreciation of property, plant and equipment (Note 11)	1,508	1,566
Depreciation for right-of-use assets (Note 19)	14,174	13,398
Unrealised foreign exchange loss, net	8,035	11,209
Reversal of loss allowance on trade and other receivables	(2,434)	(3,852)
Loss on disposal of right-of-use assets	332	–
Lease expense - short-term or low value items (Note 19)	369	679
Audit fees payable to:		
- Auditor of the Company	307	813
- Other auditors*	301	205
Non-audit fees payable to		
- Auditor of the Company	74	29
Directors' fee paid/payable to Company's directors (Note 27(b))	604	619
Directors' fee paid/payable to subsidiary's director (Note 27(b))	240	240
Directors' remuneration (Note 27(b))		
- Salaries and other emoluments	3,838	4,004
- Defined contribution plans	164	162
Staff costs		
- Salaries, wages and bonus	6,163	8,291
- Defined contribution plans	615	838
- Others	127	151
Over provision of tax penalty (Notes 22) ¹	–	(5,756)

1 In previous financial year, an amount of RM5,756,000 was credited to administrative expenses due to an over provision of tax penalty after receiving the final notice from the Malaysia tax authority (Notes 22).

* Includes independent member firm of Baker Tilly International and RT LLP.

9. Income tax credit

	Group	
	2024 RM'000	2023 RM'000
Current income tax		
- Current year	2	–
- Over provision in prior years #	(217)	(7,935)
Income tax credit recognised in profit or loss	(215)	(7,935)

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

9. Income tax credit (Continued)

The income tax credit on the results of the financial year differs from the amount of income tax determined by applying the domestic rates applicable to the loss in the countries where the Group operates due to the following factors:

	Group	
	2024 RM'000	(Restated) 2023 RM'000
Loss before tax	(127,404)	(38,028)
Tax at the domestic rates applicable to profits in the countries where the Group operates	(30,577)	(9,127)
Adjustments:		
Income not subject to tax [@]	(1,974)	(27,951)
Non-deductible expenses [@]	46,197	16,952
Effect of share of results of an associated company	–	(121)
Over provision in respect of prior years	(217)	(7,935)
Deferred tax assets not recognised	5,447	20,429
Utilisation of deferred tax asset previously not recognised	(19,091)	(325)
Others	–	143
Income tax credit recognised in profit or loss	<u>(215)</u>	<u>(7,935)</u>

The above reconciliation is prepared by aggregating separate reconciliations for each national jurisdiction. The tax rates applicable to entities in Singapore and Malaysia are 17% and 24% (2023: 17% and 24%) respectively.

At the end of the financial year, the Group has tax losses of approximately RM436,542,000 (2023: RM483,780,000) and deductible temporary differences of RM114,676,000 (2023: RM123,032,000) that are available for offset against future taxable profits of the companies in which the losses arose, for which no deferred tax asset is recognised due to uncertainty of its recoverability. The use of these tax losses is subject to the agreement of the tax authorities and compliance with certain provisions of the tax legislation of the respective countries in which the companies operate.

Unused tax losses for the Company and subsidiaries in Singapore of approximately RM15,929,000 (2023: RM22,379,000) have no expiry date.

Effective from financial year ended 30 June 2018, unused tax losses for subsidiaries in Malaysia of approximately RM420,613,000 (2023: RM471,950,000) are allowed to be carried forward for a maximum period of seven years.

On 12 January 2023, MDSA Venture Sdn. Bhd (“MVSB”), the Company’s indirect wholly owned subsidiary, received a corresponding letter from the Malaysia Tax Authority which stated that the final balance to be paid by MVSB for years of assessment 2017 to 2019 amounted to RM1,573,000. The Group had provided a total of RM10,375,000 of tax payables and an over provision of RM8,802,000 has been recognised during the financial year accordingly.

@ In previous financial year, the major income not subject to tax includes a reversal for provision of liquidation ascertain damages of RM67,909,000 (Note 22).

During the financial year, the major non-deductible expenses include write-down of development property RM33,555,000 (Note 15) and loss on settlement on revocation of sales of RM4,374,000.

In previous financial year, the major non-deductible expenses include impairment loss on investment in an associated company of RM21,997,000 (Note 14) and write-down of development property of RM20,992,000 (Note 15).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

10. Loss per share

Basic loss per share is calculated by dividing loss for the year attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the financial year.

The basic and diluted loss per share for the financial years ended 30 June 2024 and 30 June 2023 are the same as there were no potential dilutive ordinary shares in existence for the financial years ended 30 June 2024 and 30 June 2023.

The following table reflects the loss and share data used in the computation of basic and diluted loss per share for the years ended 30 June:

	Group	
	(Restated)	
	2024	2023
	RM'000	RM'000
Loss for the year attributable to owners of the Company	<u>(127,233)</u>	<u>(30,081)</u>
Weighted average number of ordinary shares outstanding for basic and diluted loss per share computation	<u>1,857,123,228</u>	<u>1,857,123,228</u>

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

11. Property, plant and equipment

Group	Construction -in-progress RM'000	Freehold land and buildings RM'000	Carparks RM'000	Motor vehicles RM'000	Computers and office equipment RM'000	Renovations RM'000	Data room facilities RM'000	Others RM'000	Total RM'000
Cost									
At 1 July 2022	8,218	-	83,493	149	3,094	1,957	3,001	379	100,291
Additions	607	5,636	-	-	522	971	290	231	8,257
Disposals	-	-	-	-	(78)	-	-	-	(78)
Currency translation differences	-	-	-	-	108	125	-	11	244
Reclassification as held-for-sale (Note 18)	143,166	-	-	-	130	-	-	-	143,296
At 30 June 2023 and 1 July 2023	151,991	5,636	83,493	149	3,776	3,053	3,291	621	252,010
Additions	355	-	-	-	43	141	-	61	600
Disposals	-	-	-	(149)	(2,192)	(432)	-	(245)	(3,018)
Currency translation differences	-	-	-	-	18	20	-	2	40
At 30 June 2024	152,346	5,636	83,493	-	1,645	2,782	3,291	439	249,632
Accumulated depreciation									
At 1 July 2022	-	-	3,893	149	2,897	1,525	13	171	8,648
Charge for the year (Note 8)	-	28	400	-	401	367	329	41	1,566
Disposals	-	-	-	-	(4)	-	-	-	(4)
Currency translation differences	-	-	-	-	104	106	-	-	210
Reclassification as held-for-sale (Note 18)	-	-	-	-	107	-	-	-	107
At 30 June 2023 and 1 July 2023	-	-	4,293	149	3,505	1,998	342	212	10,527
Charge for the year (Note 8)	-	113	400	-	145	418	329	103	1,508
Disposals	-	-	-	(149)	(2,186)	(432)	-	(245)	(3,012)
Currency translation differences	-	-	-	-	18	17	-	-	35
At 30 June 2024	-	141	4,693	-	1,482	2,001	671	70	9,058
Accumulated impairment loss									
At 30 June 2022, 1 July 2022 and 30 June 2023	-	-	61,149	-	-	-	-	-	61,149
Net carrying amount									
At 30 June 2023	151,991	5,608	18,051	-	271	1,055	2,949	409	180,334
At 30 June 2024	152,346	5,495	17,651	-	163	781	2,620	369	179,425

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

11. Property, plant and equipment (Continued)

Impairment assessment

2024

During the financial year, management performed a review of the recoverable amount on its property, plant and equipment and no impairment loss was recognised in the Group's profit or loss. The recoverable amounts were estimated using the fair value less cost to sell based on the valuation reports performed by a third party firm of professional valuers using the residual method. The fair value measurement was categorised as a Level 3 fair value inputs to the valuation technique used (Note 28(a)).

2023

During the financial year, management performed a review of the recoverable amount on its property, plant and equipment and no impairment loss was recognised in the Group's profit or loss. The recoverable amounts were estimated using the fair value less cost to sell based on the valuation reports performed by a third party firm of professional valuers using the residual method. The fair value measurement was categorised as a Level 3 fair value inputs to the valuation technique used (Note 28(a)).

Construction-in-progress

The Group's construction-in-progress relates to theme park and carparks under construction in Melaka, Malaysia.

Capitalisation of borrowing costs

Interest expense capitalised in construction-in-progress during the financial year ended 30 June 2024 amounted to RMNil (2023: RM224,000) at a capitalisation rate of Nil% (2023: 6.47%).

Assets pledged on security

The property, plant and equipment with a net carrying amount of RM175,492,000 (2023: RM175,650,000) is pledged as security for credit facilities granted to the Group (Note 20).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

12. Intangible assets

Group	Development costs RM'000	Crypto assets RM'000	Total RM'000
Cost or valuation			
As at 1 July 2022	7,027	710	7,737
Additions	999	1,578	2,577
Utilisation	–	(1,495)	(1,495)
Currency translation differences	611	–	611
As at 30 June 2023	8,637	793	9,430
Utilisation	–	(736)	(736)
Currency translation differences	41	70	111
As at 30 June 2024	8,678	127	8,805
Representing:			
Cost	8,637	–	8,637
Valuation	–	793	793
As at 30 June 2023	8,637	793	9,430
Representing:			
Cost	8,678	–	8,678
Valuation	–	127	127
As at 30 June 2024	8,678	127	8,805

Development costs

Development costs relate to the professional costs and labour costs capitalised for the Group's respective projects pertaining to crypto assets exchange platform, metaverse gateway and integrated Esports and gaming experiential hub. As at 30 June 2024 and 30 June 2023, all the projects are still in development stage and not ready for use, hence amortisation has not commenced during the financial year.

In previous financial year, within the additions, an amount of US\$200,000 (approximately RM881,000) will be settled via issuance of the Company's ordinary shares and this is included in amount due to non-controlling interests.

Management performed an impairment assessment on the respective projects and determined the recoverable amount of the development costs using the value-in-use approach based on the discounted cash flow method with projections covering a period of five years.

Key assumptions used in value-in-use calculations for development costs

The key assumptions for the value-in-use calculations include the estimated market prices of cryptocurrency in the crypto assets exchange platform, estimated prices and sales of digital assets in the metaverse gateway, estimated number of platform users and tourists in the integrated Esports and gaming experiential hub, and discount rates applied.

The estimated market prices of cryptocurrency and non-fungible token ("NFT") are estimated based on management's judgement after taking into the consideration of the latest and historical trends of the cryptocurrency and NFT. The estimated prices and sales of digital assets are estimated based on management's judgement after taking into consideration of the prices and sales trends of the digital assets by various competitors of similar nature. The estimated number of platform users and tourists are estimated based on management's judgement after taking into consideration of the popularity of a mobile multiplayer online game of similar concept. Management estimates the discount rates using pre-tax rates that reflect current market assessment of the time value of money and the risks specific to these projects.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

12. Intangible assets (Continued)

The pre-tax rates used to discount the projected cash flows from these projects pertaining to crypto assets exchange platform, metaverse gateway and integrated Esports and gaming experiential hub are 8.55%, 50.0% and 12.4% (2023: 8.55%, 50.0% and 12.4%) respectively.

Sensitivity to changes in assumptions

Management believes that the change in the estimated recoverable amounts arising from any reasonably possible change in the key assumptions would not cause the recoverable amounts to be decreased significantly that will result in an impairment loss to be recognised during the financial year.

Crypto assets

As at the end of financial year, the revalued amount of the crypto assets is determined based on fair value at year end using the quoted price in United States dollars from a number of different sources with the primary source being Yahoo Finance. Management considers this fair value measurement is categorised in Level 1 of the fair value hierarchy as the price on the quoted price (unadjusted) in an active market for identical assets.

13. Investments in subsidiaries

	Group	
	2024	2023
	RM'000	RM'000
Unquoted equity shares, at cost	1,212,708	1,212,708
Less: Allowance for impairment losses	(492,576)	(492,576)
	<u>720,132</u>	<u>720,132</u>
Movements in allowance for impairment loss:		
At beginning and end of financial year	<u>492,576</u>	<u>492,576</u>

On 29 August 2022, the Company acquired additional 2,899,999 ordinary shares with a consideration of \$1 (equivalent to RM3.24) each by capitalising the amount receivable from Hatten Edge Pte. Ltd., a wholly owned subsidiary.

During both financial years ended 30 June 2024 and 2023, management performed a review of the recoverable amount on its investments in subsidiaries and no impairment was recognised in Company's profit and loss. The recoverable amount was estimated using the cost approach, based on the revalued net asset value method as performed by an independent firm of professional valuers. The calculations of the revalued net asset were most sensitive to fair value of the development properties.

Sensitivity to changes in assumptions

Management believes that the change in the estimated recoverable amount arising from any reasonably possible change in the key assumption would not cause the recoverable amount to be decreased significantly that will result in an impairment loss to be recognised during the financial year.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

13. Investments in subsidiaries (Continued)

Details of subsidiaries at the end of the financial year are as follows:

Name	Principal place of business	Principal activities	Proportion (%) of ownership interest	
			2024 %	2023 %
<u>Held by the Company:</u>				
Hatten MS Pte. Ltd. ("Hatten MS") ¹	Singapore	Investment holding and management consultancy	100	100
Hatten Technology (S Pte. Ltd. ("HTPL") ^{2, 5}	Singapore	Development of software, programming activities and e-commerce applications	100	100
Hatten Edge Pte. Ltd. ("HEPL") ¹	Singapore	Management consultancy services	100	100
<u>Held through Hatten MS:</u>				
Genonefive Pte. Ltd. ("Genonefive") ¹	Singapore	Marketing and development consultancy	100	100
MDSA Vedro Development Sdn. Bhd. ("MVDSB") ³	Malaysia	Property development	100	100
MDSA Resources Sdn. Bhd. ("MRSB") ^{2, 3}	Malaysia	Property development	100	100
MDSA Ventures Sdn. Bhd. ("MVS") ³	Malaysia	Property development	100	100
Gold Mart Sdn. Bhd. ("GMSB") ^{3, 4}	Malaysia	Property development	100	100
Prolific Properties Sdn. Bhd. ("PPSB") ⁵	Malaysia	Property development	100	100
Prolific Revenue Sdn. Bhd. ("PRSB") ³	Malaysia	Property development	100	100
Hatten Commercial Management Sdn. Bhd. ("HCM") ³	Malaysia	Mall management and leasing	100	100
Hatten Land Pty. Ltd. ("HLPL") ⁶	Australia	Investment holding	100	100
<u>Held through HTPL:</u>				
The Medici-Watermark Pte. Ltd. ("TMWPL") ^{6, 7}	Singapore	Management consultancy services / Business and project advisory and consultancy	–	60
<u>Held through HEPL:</u>				
Hatten Technology Sdn. Bhd. ("HTSB") ^{3, 8}	Malaysia	E-commerce and software development	100	100
Hatten Energy Holdings Pte. Ltd. ("HEHPL") ^{6, 9}	Singapore	Engineering design, consultancy services in energy management and clean energy systems	–	100
Hatten X Pte. Ltd. ("HXPL") ^{2, 6}	Singapore	Development of software and applications	100	100

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

13. Investments in subsidiaries (Continued)

Details of subsidiaries at the end of the financial year are as follows: (Continued)

Name	Principal place of business	Principal activities	Proportion (%) of ownership interest	
			2024 %	2023 %
<u>Held through HTPL:</u>				
Hatten Renewable Energy Sdn. Bhd. ("HRESB") ¹⁰	Malaysia	Renewable initiatives and sustainability	–	100
<u>Held through HESPL:</u>				
Hatten Renewable Assets Pte.Ltd. ("HRAPL") ¹¹	Singapore	Investment holding and property development	–	100
<u>Held through MRSB:</u>				
Elements RSS Management Sdn. Bhd. ("Elements RSS") ³	Malaysia	Business management and consultancy services	100	100
<u>Held through HLPL:</u>				
Hatten Haig Street Pty.Ltd. ⁶	Australia	Property development	100	100
<u>Held through TMWPL:</u>				
The Medici-Watermark Sdn. Bhd. ("TMWSB") ¹²	Malaysia	Management, project consultancy and advisory	–	100
<u>Held through HXPL:</u>				
H2X Pte. Ltd. ("H2XPL") ^{2,6}	Singapore	Development of software and applications	60	60
<u>Held through HEHPL:</u>				
Hatten Energy (SG) Pte. Ltd. ("HESPL") ⁷	Singapore	Investment holding	–	100
Hatten Energy (M) Sdn. Bhd. ("HEMSB") ¹²	Malaysia	Renewable initiatives and sustainability	–	100

1 Under creditor voluntary winding up process in November and December 2025.

2 Struck-off in May 2025.

3 Audited by independent auditors of Nanthini & Co in Malaysia.

4 Effective on 19 August 2025, appointed joint and several receivers and managers by the Lender, the holder of Debenture, and specific debenture. The power of the company's directors has been suspended.

5 Effective on 1 August 2024, appointed an official receiver from Insolvency Department Malaysia by Malaysian Court.

6 Not audited, as it is inactive and not significant.

7 Struck-off in April 2024.

8 Struck-off in September 2025.

9 Struck-off in Jun 2024.

10 On 25 August 2023, HEPL disposed 80% of the equity interest in HRESB to a third party for a consideration of RM3,000. There is no effect of the disposal of the subsidiary on the financial position of the Group as the Company has no assets and liabilities as at the date of disposal.

11 Struck-off in December 2023.

12 Struck-off in August 2023.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

13. Investments in subsidiaries (Continued)

Disposal of AMSB in 2023

On 3 January 2023, the Company's indirect wholly-owned subsidiary, AMSB, had disposed the entire equity interest to a third party for a consideration of RM100.

The effects of the disposal of the subsidiary on the financial position of the Group are as follows:

	RM'000
Carrying amounts of assets and liabilities disposed of:	
Cash and cash equivalent	*
Trade and other payables	(1,012)
Net identifiable liabilities	(1,012)
Proceeds from disposal of subsidiary	*
Gain on disposal of subsidiary (Note 6(b))	(1,012)

* Amount under RM1,000

14. Investment in an associated company

	Group	
	2024 RM'000	2023 RM'000
Unquoted equity shares, at cost		
Balance at beginning of financial year	–	22,310
Total comprehensive loss during the financial year	–	(313)
Less: Allowance for impairment losses	–	(21,997)
Balance at end of financial year	–	–

Details of associated company at the end of the financial year are as follows:

Name	Principal place of business	Principal activities	Carrying amount		Group's effective equity interest held	
			2024 RM'000	2023 RM'000	2024 %	2023 %
<u>Held by HTPL:</u>						
ECXX Global Pte. Ltd. ("ECXX") ¹	Singapore	Provision of digital asset exchange services	–	–	–	18.7
<u>Held by HEPL</u>						
Hatten Renewable Energy Sdn. Bhd. ("HRESB")	Malaysia	Business management and consultancy services	–	–	20.0	–

¹ Audited by another firm of independent auditor.

The associated company is measured using the equity method. The activities of the associated company are strategic to the Group. The Group did not receive any dividends from the associated company during the financial year.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

14. Investment in an associated company (Continued)

ECXX Global Pte. Ltd ("ECXX")

In accordance with the sale and purchase agreement between the Company and ECXX, the Company acquired 19,809 ordinary shares in the capital of ECXX, representing approximately 18.54% equity interest in ECXX. The Company has nominated Hatten Technology (S) Pte. Ltd. ("HTPL") to hold the shares in ECXX.

In accordance with the share subscription agreement between HTPL and ECXX, HTPL subscribed for 1,557 new ordinary shares in the capital of ECXX, representing approximately 1.46% equity interest of the enlarged share capital after the issuance of the new ordinary shares by ECXX.

On 18 August 2020 (the "Completion Date"), the proposed acquisition was completed with the allotment and issuance of 100,200,000 ordinary shares in the capital of the Company at the share price on the Completion Date of S\$0.066 per share (approximately RM20,417,000) and cash consideration of US\$354,930 (approximately RM1,556,000) which will be paid by the Company on behalf of HTPL. Subsequent to the Completion Date, ECXX issued 3,750 ordinary shares to another third-party shareholder on 4 February 2021. As a result, the equity interest held by HTPL in ECXX has been diluted from the initial 20% to 19.3% as at 30 June 2021.

On 18 January 2023, ECXX further issued 3,742 ordinary shares to another third-party shareholder and resulted in a dilution in the equity interest hold by the Group from 19.3% to 18.7%. However, the impact on the dilution of equity interest by the Group in ECXX during the financial year is not material. ECXX is deemed to be an associated company of HTPL as HTPL has the ability to exercise significant influence over ECXX through its board representation and the ability to appoint director to ECXX.

Summarised financial information in respect of ECXX is set out below. The summarised information below represents amounts in ECXX's financial statements prepared in accordance with SFRS(I) (not adjusted for the Group's share of those amounts).

	2023 RM'000
Non-current assets	275
Current assets	9,504
Current liabilities	(1,873)
Net assets	<u>7,906</u>
Revenue	6,545
Loss after tax	(2,688)
Other comprehensive gain	1,016
Total comprehensive loss	<u>(1,672)</u>

Reconciliation of the above summarised financial information to the carrying amount of the interest in ECXX recognised in the consolidated financial statements is as follows:

	2023 RM'000
Net assets	<u>7,906</u>
Proportion of ownership interest	18.7%
Group's share of net assets based on proportion of ownership interest	1,477
Goodwill on acquisition	20,520
Impairment loss during the year	(21,997)
Carrying amount of investment	<u>-</u>

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

14. Investment in an associated company (Continued)

ECXX Global Pte. Ltd ("ECXX") (Continued)

As at 30 June 2023, the Group determined the recoverable amount of investment in associate using value-in-use approach, based on the discounted cash flows method and an impairment loss of RM22.0 million is recognised. ECXX is engaged in the provision of digital asset exchange services. During the financial year, ECXX has ceased its digital asset exchange services. On 29 December 2023, ECXX filed a striking-off application with the Accounting and Corporate Regulatory Authority ("ACRA") and has struck off as at 30 June 2024.

Hatten Renewable Energy Sdn. Bhd. ("HRESB")

On 27 June 2023, Hatten Edge Pte. Ltd. ("HEPL") has entered into sales of share agreement to disposed 800,000 ordinary shares in the capital of HRESB, representing 80.0% equity interest in HRESB to a third party company incorporated in Malaysia. Subsequently, on 25 August 2023, with the completion of shares transferred, HRESB became an associated company of HEPL with RM0.20, representing 20.0% equity shares in HRESB by transferring from investment in subsidiaries to investment in associates.

On 18 October 2024, the Group has transferred the remaining 200,000 ordinary shares in capital of HRESB, representing 20.0% equity in HRESB to third parties, a company incorporated in Malaysia and a Malaysian.

15. Development properties and contract costs

	Group	
	2024 RM'000	2023 RM'000
Completed development properties		
- Carried at historical cost	271,363	392,509
- Carried at current cost (Note A)	81,390	76,292
Development properties under construction		
- Carried at historical cost	142,781	56,651
- Carried at current cost (Note A)	99,394	90,667
	594,928	616,119
Contract costs	26,615	26,292
	621,543	642,411

Note A

Reposessed properties are measured at current cost, determined by reference to the fair value of the inventory at the date of repossession. The fair value of the reposessed properties was referenced at the date of the latest issued valuation report at the time of repossession. The gain on reposessed properties included in the carrying amount of development properties amount to RM93,869,000 (2023: RM79,916,000).

Write-down of development properties in 2024

During the financial year, the Group has written down the value of its development properties of RM33,555,000 based on the valuation reports performed by an independent professional valuer using residual method for Harbour City project; and comparable method for Vedro by the River project, Hatten City project and Unicity project. The fair value measurement was categorised as a Level 3 fair value inputs to the valuation technique used (Note 28(a)).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

15. Development properties and contract costs (Continued)

Write-down of development properties in 2023

In previous financial year, the Group has written down the value of its development properties of RM20,992,000 based on the valuation reports performed by an independent professional valuer using residual method for Harbour City project and Satori project; and comparable method for Vedro by the River project, Hatten City project and Unicity project. The fair value measurement was categorised as a Level 3 fair value inputs to the valuation technique used (Note 28(a)).

Capitalised government grants

Capitalised government grants included in the carrying value of development properties as at 30 June 2024 amounted to RM9,683,000 (2023: RM9,683,000), relates to funding received by the Group from local government's assistance scheme for the development costs incurred for Hatten City Phase 1. Capitalised government grants are amortised to profit or loss included as deduction against cost of sales when the related revenue is recognised. There is no amortisation of capitalised government grants credited to cost of sales for current and previous financial year.

Contract costs

Contract costs are capitalised incremental costs of obtaining contracts which comprise sales commission paid to real estate agent and legal costs incurred as a result of securing sale and purchase agreements that are expected to be recoverable. As at the end of the financial year, no impairment has been recorded. These costs are amortised and recognised in the "Cost of sales" line item in profit or loss when the related revenue is recognised.

The movement in contract costs during the financial year is as follows:

	2024	Group	2022
	RM'000	2023	RM'000
		RM'000	RM'000
At 1 July	26,292	27,187	27,345
Additions	331	3	-
Amortisation charged to cost of sales (Note 8)	(8)	(898)	(158)
At 30 June	<u>26,615</u>	<u>26,292</u>	<u>27,187</u>

Assets pledged on security

The development properties with a carrying amount of RM594,928,000 (2023: RM616,119,000) is pledged as security for credit facilities granted to the Group (Note 20).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

15. Development properties and contract costs (Continued)

Assets pledged on security (Continued)

Details of the development properties held by the Group as at 30 June 2024 are as follows:

Project Name	Description (Location)	% owned	Site area (square metre)	Estimated gross floor area (square metre)	Stage of completion as at 30 June 2024	Expected year of completion
Vedro by the River	Freehold retail mall development (Melaka, Malaysia)	100	8,672	19,839	100%	Completed
Hatten City Phase 1	99-year leasehold integrated mall and residential development (Melaka, Malaysia)	100	22,298	267,056	100%	Completed
Hatten City Phase 2	99-year leasehold integrated mall and residential development (Melaka, Malaysia)	100	13,124	131,903	100%	Completed
Unicity	Freehold integrated mixed development consisting of service suite and retail space (Seremban, Malaysia)	100	7,932	617,468	100%	Completed
Satori	99-year leasehold integrated mall and residential development (Melaka, Malaysia)	100	8,303	48,768	13%	Suspended
Harbour City	99-year leasehold mixed commercial development consisting of a retail mall and 3 hotels (Melaka, Malaysia)	100	24,290	310,117	69%	FY2030

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

16. Trade and other receivables

	Group			Company	
	2024 RM'000	(Restated) 2023 RM'000	(Restated) 2022 RM'000	2024 RM'000	(Restated) 2023 RM'000
Current:					
Trade receivables	122,844	148,469	56,628	–	–
Less: loss allowance (Note 29(a))	(952)	(3,437)	(7,804)	–	–
	121,892	145,032	48,824	–	–
Other receivables	45,724	65,902	73,406	695	694
Less: loss allowance (Note 29(a))	–	(1,165)	(650)	(515)	(515)
	45,724	64,737	72,756	180	179
Amounts due from related parties (non-trade)	23,688	18,214	–	–	–
Amounts due from subsidiaries (non-trade)	–	–	–	431,945	322,367
Refundable deposits	2,383	2,298	2,311	605	495
Total current trade and other receivables	193,687	230,281	123,891	432,730	323,041
Non-current:					
Trade receivables	33,653	38,458	11,402	–	–
Refundable deposits	710	702	628	–	–
Total non-current trade and other receivables	34,363	39,160	12,030	–	–
Total trade and other receivables (current and non-current)	228,050	269,441	135,921	432,730	323,041
Add:					
Cash and cash equivalents (Note 17)	1,959	2,461	11,241	6	4
Less:					
GST recoverable	(22)	(20)	(20)	–	–
Disposal group assets classified as held-for-sale (Note 18)	–	–	138,429	–	–
Total financial assets carried at amortised costs	229,987	271,882	285,571	432,736	323,045

Trade receivables are non-interest bearing and are generally on 14 to 21 (2023: 24 to 21) days' terms. Extended credit terms are assessed and approved on a case-by-case basis by management.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

16. Trade and other receivables (Continued)

Included in other receivables are amount due from contractors and also consisting of amount holding by joint management body ("JMB") Malaysia for the development properties in Malaysia for the strata scheme purpose.

The management of the Group does not foresee any issues with the collection of the outstanding trade receivables as the Group has policies in place to ensure that sales are made to purchasers with appropriate financial strength and after obtaining sufficient security such as deposits. If a purchaser defaults on payments, the Group may enforce payments via legal proceedings or if the purchaser is assessed to be insolvent, the Group may resume possession of the units, retain a portion of the purchaser's deposits from payments made to date, and resell the property.

Amounts due from related parties and subsidiaries are unsecured, non-interest bearing, repayable on demand and to be settled in cash.

17. Cash and cash equivalents

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Cash at banks and on hand, representing total cash and cash equivalents, as presented in the statements of financial position	1,959	2,461	6	4

Cash at banks earn interest at floating rates based on daily bank deposit rates.

Included in cash at banks of the Group is an amount of RM996,000 (2023: RM953,000) held pursuant to Section 7A of the Housing Development (Control and Licensing) Act, 1966 in Malaysia and therefore restricted from use in other operations.

Cash and cash equivalents denominated in foreign currencies at 30 June are as follows:

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
United States Dollar	5	14	–	2
Singapore Dollar	69	128	6	2

18. Disposal group classified as held-for-sale

On 11 August 2020, the Company's wholly owned subsidiary Hatten MS Pte. Ltd. ("Hatten MS") entered into an agreement (the "Agreement") with Tayrona Capital Pte Ltd and Wealth Express Group Holdings Limited for, inter alia the proposed divestment of Gold Mart Sdn. Bhd. ("GMSB"). On 21 May 2021, Hatten MS entered into a deed of novation with all the other parties to the Agreement to substitute Tayrona Capital Pte Ltd, an original party to the Agreement with Tayrona Capital Group Corporation. The Group would derive gross proceeds of US\$60 million from the proposed divestment (the "Proposed Transaction"), subject to satisfaction of conditions precedent in the Agreement. The assets and liabilities related to GMSB were presented as disposal group classified as held-for-sale in accordance with SFRS(I) 5 *Non-current Assets Held for Sale and Discontinued Operations* as at 30 June 2022 and 30 June 2021.

On 17 September 2021, the Group announced that the delay of completion of the disposal was due to the substantial documentation and time required by the financial institutions involved to approve and process the cross-border payment and further exacerbated by the Covid-19 pandemic situation.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

18. Disposal group classified as held-for-sale (Continued)

In 2022, the Proposed Transaction has not been completed. However, the Group and all the other parties remain keen and committed to complete the Proposed Transaction with the agreed consideration of US\$60 million.

The proceeds of disposal are expected to exceed the net carrying amount of the relevant assets and liabilities and, accordingly, no impairment loss has been recognised on the remeasurement of disposal group assets classified as held-for-sale.

On 14 February 2023, the Company issued a notice of termination to Tayrona to terminate the Agreement in relation to the Proposed Transaction.

The disposal group classified as held-for-sale was categorised under the Group's property development business in Malaysia, which relates to a single segment of the entire Group's operations (Note 30). Since the Proposed Transactions was terminated, the group assets and liabilities were reclassified from held-for-sales to respective line items in the statement of financial position of the Group.

Details of disposal group assets classified as held-for-sale are as follows:

	2022 RM'000
Property, plant and equipment (Note 11)	143,189
Right-of-use assets	1,191
Trade and other receivables	138,331
Development properties held for sales	169,669
Contract costs	21,805
Prepayments	560
Cash and cash equivalents	98
	<u>474,843</u>

Liabilities directly associated with disposal group classified as held-for-sale are as follows:

	2022 RM'000
Loans and borrowings (Note A)	100,278
Lease liabilities (Note B)	1,731
Trade and other payables	53,527
Income tax payable	7,627
Contract liabilities (Note C)	159,948
Provisions (Note D)	112,458
	<u>435,569</u>

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

18. Disposal group classified as held-for-sale (Continued)

Note A - Term loans

In 2022, the property, plant and equipment and development properties held for sale with carrying value of RM143,189,000 and RM169,669,000, respectively, are pledged as security for credit facilities granted to the Group.

Reconciliation of movement of loans and borrowings to cash flows arising from financing activities:

	2023	2022
	RM'000	RM'000
At 1 July	100,278	95,590
Changes from financing cash flows:		
- repayments	-	(1,475)
Non-cash changes:		
- interest expense	-	6,163
- reclassified to loans and borrowings (Note 20)	(100,278)	-
	<u>-</u>	<u>100,278</u>

Note B - Lease liabilities

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

	2023	2022
	RM'000	RM'000
At 1 July	1,731	4,324
Changes from financing cash flows:		
- repayments	-	(2,593)
- interest paid	-	(267)
Non-cash changes:		
- interest expense	-	267
- reclassified to lease liabilities (Note 19)	(1,731)	-
Balance at 30 June	<u>-</u>	<u>1,731</u>

Note C - Contract liabilities

GMSB issued progress billings to purchasers when the billing milestones were attained. GMSB recognises revenue when the performance obligations are satisfied.

The significant change in contract liabilities is mainly due to the decrease in progress billings arising from the revocation of sales.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

18. Disposal group classified as held-for-sale (Continued)

Note D - Provision

The movement in provision for liquidated ascertained damages is as follows:

	2023 RM'000	2022 RM'000
At 1 July	112,458	115,145
Reversal	–	(2,687)
Reclassified to provisions (Note 22)	(112,458)	–
At 30 June	–	112,458

19. Right-of-use assets and lease liabilities

Nature of Group's leasing activities

The Group's leasing activities comprise the following:

- i) The Group had entered into guaranteed rental return ("GRR") schemes with the purchasers of certain properties. The GRR scheme has non-cancellable two to nine years lease period commencing six months from the date of issuance of Certificate of Completion and Compliance or full settlement of purchase price, whichever is later. The rental rate for the units is 6.0% to 8.0% (2023: 6.0% to 8.0%) for two to nine years.
- ii) The Group has entered into commercial leases on part of its office building. These non-cancellable leases have remaining lease terms of between 1 to 5 years (2023: 1 to 5 years). Certain of these leases include a clause to enable upward revision of the rental charge on an annual basis based on prevailing market conditions.
- iii) The Group has entered into hire-purchase arrangements on its plant and equipment and motor vehicles. These non-cancellable leases have remaining lease terms of 5 months to 10 years (2023: between 5 months to 10 years) bearing an interest of 2.60% to 5.50% (2023: 2.60% to 5.50%) per annum.
- iv) The Group has entered into leases on its properties. These non-cancellable leases have remaining lease terms between 1 to 3 years (2023: 1 to 3 years). Certain of these leases include a renewable clause of 2 to 3 years with a maximum of 15% upward revision of the rental charge or the prevailing market rent, whichever is higher.

Extension and termination option

The Group has lease contracts that include extension and termination options. These options are negotiated by the Group to provide flexibility in managing the leased-asset portfolio and align with the Group's business need.

The maturity analysis of the lease liabilities is disclosed in Note 29(b).

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

19. Right-of-use assets and lease liabilities (Continued)

Information about leases for which the Group is a lessee is presented below:

	Group	
	2024 RM'000	2023 RM'000
Carrying amount of right-of-use assets:		
Mall and residence units *	8,030	19,457
Motor vehicles (Note A)	2,851	3,948
Office premises	1,939	3,834
	12,820	27,239
* Net of impairment allowance of RM4,175,000 (2023: RM4,175,000).		
Carrying amount of lease liabilities:		
Current	14,393	15,342
Non-current	5,786	20,850
	20,179	36,192
Additions to right-of-use assets	–	3,727

Reconciliation of movements of lease liabilities to cash flows arising from financing activities:

	Group	
	2024 RM'000	2023 RM'000
As at 1 July	36,192	51,140
Changes from financing cash flows:		
- Repayments	(345)	(2,880)
- Interest paid	(168)	(453)
Non-cash changes:		
- Interest expense (Note 7)	4,731	7,041
- Derecognition of lease liabilities	–	(4,522)
- New leases	–	3,513
- Rental payables	(20,271)	(13,547)
- Reclassification from disposal group classified as held-for-sale (Note 18)	–	1,731
- Exchange differences	40	446
- Lease modification	–	(6,277)
Balance as at 30 June	20,179	36,192

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

19. Right-of-use assets and lease liabilities (Continued)

Amount recognised in profit and loss:

	Group	
	2024 RM'000	2023 RM'000
Depreciation (Note 8):		
Mall and suites	11,428	9,768
Motor vehicles	806	1,301
Office	1,940	2,329
	14,174	13,398
Lease expense - short-term or low value items (Note 8)	369	679
Lease expense – interest expenses (Note 7)	4,731	7,041
Gain on modification of lease (Note 6(b))	–	5,236
	–	5,236

Note A:

Genonefive entered into lease agreements with third parties for motor vehicles. The motor vehicles are registered and held in trust by Cosha Leasing, a sole proprietor owned by Genonefive.

20. Loans and borrowings

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Current:				
Loan and secured bonds (a)	212,377	209,925	212,377	209,926
Medium term notes (b) (Note 26(c))	12,350	12,350	–	–
Term loans(c)	173,768	171,264	–	–
	398,495	393,539	212,377	209,926
Non-current:				
Term loans (c)	1,995	3,280	–	–
Total loans and borrowings (current and non-current)	400,490	396,819	212,377	209,926

Details of the Group's loans and borrowings are as follows:

a) Loan and secured bonds

US\$20,000,000 loan at 10.00% (2023: 10.00%) per annum

The convertible loan of an aggregate amount of US\$20,000,000 (approximately RM94,390,000) (2023: US\$20,000,000 (approximately RM93,300,000)) originally matured on 10 October 2019 and the lender has decided not to convert the loan into the new ordinary shares in the Company. The Company obtained the roll-over of the US\$20,000,000 loan at 10.00% per annum for another 12 months to 10 October 2020. At the date of this report, the Company is in the process of negotiation with the lender on the possible extension of repayments. The loan is secured by personal guarantee by directors of the Company, corporate guarantee by a subsidiary in Malaysia and a charge over 760,000,000 shares in the Company held by the immediate and ultimate holding company and 345 retails units of the Group.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

20. Loans and borrowings (Continued)

a) Loan and secured bonds (Continued)

US\$25,000,000 secured bonds at 10.00% (2023: 10.00%) per annum

The Company issued US\$25,000,000 (approximately RM117,987,000) (2023: US\$25,000,000 (approximately RM116,626,000)) secured bonds (the "Bonds") that bore interest at a fixed rate of 8% per annum payable semi-annually and matured on 8 March 2020. The repayment of the Bonds was extended on a monthly basis to 8 June 2021. At the date of the report, the Company is in the process of negotiation with the bondholders on the possible extension of repayments. The Bonds bear an interest of 10.00% per annum effective from 8 March 2020 and secured by a land charge for assets owned by a related party of the borrowing entity, first fixed charge over assets owned by a related party and a personal guarantee by a director of the Company.

b) Medium term notes

RM12,350,000 (2023: RM12,350,000) medium term notes at 7.00% per annum

An indirect wholly-owned subsidiary, MRSB, had on 11 September 2017 established an unrated medium-term note programme of up to RM200,000,000 in nominal value (the "MTN Programme"), for a tenure of 15 years from the date of the first note issuance under the MTN Programme.

In 2023, MRSB made a repayment of RM1,000,000. As at 30 June 2024, the Group had an outstanding balance of RM12,350,000 (2023: RM12,350,000) which was due for repayment on 25 March 2024 and bear a coupon rate of 7.00% per annum payable semi-annually in arrears from the date of issue.

The medium-term notes are secured by a debenture over 44 units of luxury residences service apartments and 11 units of penthouse suites from the development of the borrowing entity and corporate guarantee provided by the Company.

c) Term Loans

RM5,843,000 loan at base lending rate per annum

The loan was obtained to finance construction of a development project. As at 30 June 2024, the Group had an outstanding balance of RM6,777,000 (2023: RM6,500,000) under the loan. The loan is repayable by monthly instalments of principal and interest for 12 months commencing from the 37th month from the date of the letter of offer. The loan is secured by a legal charge over the project land under development, legal assignment of all project sales proceeds in favour of the lender, fixed and floating charges over all assets of the project, joint and several guarantees from two directors of the Company, corporate guarantee by the Company, and letter of undertaking from directors and shareholders to cover any construction cost overrun and to complete the development project.

RM1,555,000 loan at base lending rate per annum

The loan was obtained to finance the keyman insurance and is repayable by monthly instalments of principal and interest for 60 months from the full release of the loan. As at 30 June 2024, the Group had an outstanding balance of RM1,561,000 (2023: RM1,497,000) under the loan. The loan is secured by a legal charge over the project land under development, legal assignment of all project sales proceeds in favour of the lender, fixed and floating charges over all assets of the project, joint and several guarantees from two directors of the Company, corporate guarantee by the Company and letter of undertaking from directors and shareholders to cover any construction cost overrun and to complete the development project.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

20. Loans and borrowings (Continued)

c) Term Loans (Continued)

RM19,283,000 loan at base lending rate per annum

The loan was obtained to finance construction of a development project and is repayable by monthly instalments of principal and interest for 24 months commencing from the 25th month from the date of the first loan disbursement. As at 30 June 2024, the Group had an outstanding balance of RM22,722,000 (2023: RM21,794,000) under the loan. The loan is secured by a legal charge over the project land under development, legal assignment of all project sales proceeds in favour of the lender, fixed and floating charges over all assets of the project, joint and several guarantees from two directors of the Company, corporate guarantee by the Company and letter of undertaking from directors and shareholders to cover any construction cost overrun and to complete the development project.

RM37,805,000 loan at base lending rate per annum

The loan was obtained to finance construction of a development project and is repayable by monthly instalments of principal and interest for 24 months commencing from the 25th month from the date of the first loan disbursement. As at 30 June 2024, the Group had an outstanding balance of RM44,879,000 (2023: RM43,046,000) under the loan. The loan is secured by a legal charge over the project land under development, legal assignment of all project sales proceeds in favour of the lender, fixed and floating charges over all assets of the project, joint and several guarantees from two directors of the Company, corporate guarantee by the Company, and letter of undertaking from directors and shareholders to cover any construction cost overrun and to complete the development project.

RM29,759,000 loan at base lending rate per annum

The loan was obtained to finance construction of a development project and is repayable by monthly instalments of principal and interest for 24 months commencing from the 25th month from the date of the first loan disbursement. As at 30 June 2024, the Group had an outstanding balance of RM34,528,000 (2023: RM33,118,000) under the loan. The loan is secured by a legal charge over the project land under development, legal assignment of all project sales proceeds in favour of the lender, fixed and floating charges over all assets of the project, joint and several guarantees from two directors of the Company, corporate guarantee by the Company, and letter of undertaking from directors and shareholders to cover any construction cost overrun and to complete the development project.

RM4,290,000 loan at base lending rate + 1.00% per annum

The loan was obtained to finance the purchase of a plot of development land and is repayable by instalments of principal and interest for 180 months commencing from the date of the first loan disbursement. As at 30 June 2024, the Group had an outstanding balance of RM2,230,000 (2023: RM2,340,000) under the loan. The loan is secured by a legal charge over the project land under development, joint and several guarantees from directors of the entity and a corporate guarantee by a related party.

RM58,800,000 loan at base financing rate +2% per annum

The loan was obtained to refinance an outstanding term loan and is repayable by monthly instalments of principal and interest up to 111 months inclusive of 30 months grace period from the date of the first loan disbursement. As at 30 June 2024, the Group had an outstanding balance of RM57,127,000 (2023: RM58,743,000) under the loan. The loan is secured by a legal charge over certain retail lots, services apartments and serviced suites, deed of assignment over the rental proceeds from certain retail lots, services apartments and serviced suites, deed of assignment over the surplus monies in the Housing Development Account, deed of assignment on all right, interests and benefits over the designated accounts, memorandum of deposit and letter of set-off in relation to the Financial Services Reserve Account, and joint and several guarantees from directors of the borrowing entity.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

20. Loans and borrowings (Continued)

c) Term Loans (Continued)

RM58,800,000 loan at base financing rate +2% per annum (Continued)

Since the financial year ended 30 June 2023, the Group has breached the financial covenant to maintain the Financial Services Reserve Account ("FSRA") with a minimum balance of RM3,000,000 and has received a letter of demand as a result. Accordingly, the loan has been classified as current liability in the consolidated financial statements.

S\$100,000 bridging loan at 2.50% per annum

The loan was obtained for working capital purpose and has a tenure of 60 months effective from 13 January 2021. The loan is repayable by monthly instalments of interest for the first 12 months and subsequently by monthly instalments of principal and interest for the remaining loan period. As at 30 June 2024, the Group had an outstanding balance S\$41,000 (approximately: RM142,000) (2023: S\$66,000 (approximately: RM226,000)) under the loan. The loan is secured by the joint and personal guarantee executed by the directors of the borrowing entity.

RM20,000,000 loan at KLIBOR + 3.00% per annum

The loan was obtained to part finance the furniture and fittings of a completed property and is payable by instalments of principal and interest for 60 months from the date of the first loan disbursement. As at 30 June 2024, the Group had an outstanding balance of RM5,795,000 (2023: RM7,279,000) under the loan. The loan is secured by debenture over present and future assets of the borrowing entity, first party charge over certain property assets owned by the borrowing entity, legal assignment over the designated accounts and monies standing to the credit in favour of the lender, and jointly and severally guarantees by directors of the borrowing entity.

Reconciliation of movements of loans and borrowings to cash flows arising from financing activities:

	Cash flows		Non-cash changes		
	1.7.2023 RM'000	Repayments RM'000	Foreign exchanges RM'000	Interest RM'000	30.6.2024 RM'000
Medium term notes	12,350	-	-	-	12,350
Loan and secured bonds	209,925	-	2,453	-	212,378
Term loans (current and non-current)	174,544	(3,294)	-	4,512	175,762
	<u>396,819</u>	<u>(3,294)</u>	<u>2,453</u>	<u>4,512</u>	<u>400,490</u>

	Cash flows		Non-cash changes		30.6.2023 RM'000
	1.7.2022 RM'000	Repayments RM'000	Foreign exchanges RM'000	Deconsolidation Note 13(a)) RM'000	
Medium term notes	13,350	(1,000)	-	-	12,350
Loan and secured bonds	198,365	-	11,560	-	209,925
Term loans (current and non-current)	86,395	(12,152)	23	100,278	174,544
	<u>298,110</u>	<u>(13,152)</u>	<u>11,583</u>	<u>100,278</u>	<u>396,819</u>

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

21. Trade and other payables

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Current:				
Trade payables	27,104	42,885	–	–
Deposits received	4,070	5,383	–	–
–Accruals - third parties	183,550	146,150	110,789	739
–Accruals - directors	2,085	1,418	2,085	1,418
Amounts due to related parties (non-trade)	42,086	18,337	–	–
Amount due to a director	2,327	1,965	172	–
Amounts due to non-controlling interests	1,010	998	–	–
Amounts due to subsidiaries	–	–	376	9,964
Rental payables	81,087	63,700	–	–
Amount due to creditors under the scheme arrangement (Note 33(c))	30,784	30,784	–	–
Other payables	55,380	44,394	1,902	846
	<u>429,483</u>	<u>356,014</u>	<u>115,324</u>	<u>12,967</u>
Non-current:				
Other payables	–	155	–	–
Total trade and other payables (current and non-current)	<u>429,483</u>	<u>356,169</u>	<u>115,324</u>	<u>12,967</u>
Less:				
GST payables	–	(9)	–	(13)
Add:				
Lease liabilities (Note 19)	20,179	36,192	–	–
Loans and borrowings (Note 20)	400,490	396,819	212,377	209,926
Total financial liabilities carried at amortised cost	<u>850,152</u>	<u>789,171</u>	<u>327,701</u>	<u>222,880</u>

Trade payables are non-interest bearing and are generally settled on credit terms of 30 to 90 (2024: 30 to 90) days.

Amounts due to related parties, a director and subsidiaries are unsecured, non-interest bearing, repayable on demand and settled in cash.

Amount due to non-controlling interests are unsecured, non-interest bearing and repayable on demand. An amount of US\$214,000 (approximately RM1,010,000) will be settled via issuance of the Company's ordinary shares. The remaining balance will be settled in cash.

Rental payables

This pertains to rental guarantees provided to the purchasers in conjunction with the sale of development properties, in which the Group is obliged to pay rental yield of 6% to 8% (2023: 6% to 8%) per annum of the purchase price to the purchasers for a committed lease term of 2 years to 9 years (2023: 2 years to 9 years) commencing six months from the date of issuance of the Certificate of Completion and Compliance or full settlement of purchase price, whichever is earlier.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

21. Trade and other payables (Continued)

Reconciliation of movements of trade and other payables to cash flows arising from financing activities:

	1.7.2023 RM'000	Repayments RM'000	Non-cash changes RM'000	30.6.2024 RM'000
Amount due to a director	1,965	–	362	2,327
Amounts due to related parties (non-trade)	18,377	–	23,709	42,086
Rental payable	63,700	(2,884)	20,271	81,087
	84,042	(2,884)	44,342	125,500

	1.7.2022 RM'000	Advance/ (Repayments) RM'000	Non-cash changes RM'000	30.6.2023 RM'000
Amount due to a director	1,807	46	112	1,965
Amount due to associated company	67	(67)	–	–
Amounts due to related parties (non-trade)	779	–	17,558	18,337
Rental payable	56,316	(6,163)	13,547	63,700
	58,969	(6,184)	31,217	84,002

* The amount pertains to offsetting arrangement between related parties whereby there is a legally enforceable right to set off the recognised amounts and intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously with an undertaking by the common directors of the Group and the related parties.

22. Provisions

	2024 RM'000	Group 2023 RM'000	2022 RM'000
Provision for liquidated ascertained damages	51,468	51,444	6,015
Other provisions	317	317	6,073
	51,785	51,761	12,088

Provision for liquidated ascertained damages

The provision arises from the late delivery of development projects undertaken by the Group based on the applicable terms and conditions stated in the sale and purchase agreement up to the estimated completion date. The liquidated ascertained damages are recoverable from the contractors.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

22. Provisions (Continued)

The movement in provision for liquidated ascertained damages is as follows:

	Group	
	2024 RM'000	2023 RM'000
As at 1 July	51,444	6,015
Change in estimate on revenue recognition and debited to revenue (Note 4)	1,095	956
Reversal (Note 4)	(1,071)	(67,909)
Utilised	–	(76)
Reclassified from disposal group classified as held-for-sale (Note 18)	–	112,458
As at 30 June	51,468	51,444

Other provisions

Other provisions represent provision for fixed subsidy provided to the residential units purchasers for sale and purchase agreement signed, and provision for legal fees and tax penalty.

The movement in other provisions is as follows:

	Group	
	2024 RM'000	2023 RM'000
As at 1 July, as restated	317	6,073
Reversal (Note 8)	–	(5,756)
As at 30 June	317	317

In previous financial year, an amount of: RM5,756,000 was credited to administrative expenses due to an over provision of tax penalty after receiving the final notice from the Malaysia tax authority (Note 8).

23. Share capital

Issued and fully paid ordinary shares

Group	No. of ordinary shares issued	RM'000
As at 1 July 2022, 30 June 2023 and 30 June 2024	1,857,123,228	328,862
Company		
As at 1 July 2022, 30 June 2023 and 30 June 2024	1,857,123,228	1,361,366

The Group's share capital amount differs from that of the Company as a result of reverse acquisition accounting on the acquisition of Hatten MS Pte. Ltd. and its subsidiaries (collectively, the "HMS Group") on 24 January 2017 via the issuance of 1,187,692,308 new ordinary shares in the Company to the shareholders of the HMS Group.

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restriction. The ordinary shares have no par value.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

23. Share capital (Continued)

Issued and fully paid ordinary shares (Continued)

Movement of the warrants issued are as below:

	No. of warrants issued
Group	
At 1 July 2022 and 1 July 2023	40,000,000
Expired during the financial year	(40,000,000)
At 30 June 2024	<u>–</u>

24. Translation reserve

The translation reserve represents the accumulation of foreign exchange differences arising from the translation of the financial statements of entities whose functional currencies are different from that of the Group's presentation currency of the consolidated financial statements of the Company.

25. Merger reserve

Merger reserve arose from the acquisition of Hatten MS Pte. Ltd. and its subsidiaries on 24 January 2017 and the acquisition of VVSB Group on 3 August 2018 (Note 13(b)). This represents the difference between the consideration paid and the share capital of the subsidiaries acquired under common control.

On 28 December 2021, the Company's wholly-owned subsidiary, Hatten MS entered into a termination agreement to unwind the acquisition of VVSB. The unwinding exercise was completed on 18 January 2022 and as a result, the merger reserve of RM24,686,000 was transferred to accumulated losses.

26. Commitments

(a) Capital commitments

Capital expenditure contracted for as at the end of the financial year but not recognised in the financial statements in respect of construction-in-progress and intangible assets are as follows:

	Group	
	2024 RM'000	2023 RM'000
Approved and contracted for	1,146,596	1,156,061
Less: Amount capitalised to construction-in-progress	(577,799)	(567,202)
Less: Amount capitalised to intangible assets (Note 12)	(8,678)	(8,637)
	<u>560,119</u>	<u>580,522</u>

(b) Lease commitments – where the Group is lessee

The Group had entered into guaranteed rental return ("GRR") schemes with the purchasers of certain properties. The GRR scheme has non-cancellable two to nine years lease period commencing six months from the date of issuance of Certificate of Completion and Compliance or full settlement of purchase price, whichever is later. The rental rate for the units is 6% to 8% (2023: 6.0% to 8.0%) for two to nine years.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

26. Commitments (Continued)

(b) Lease commitments – where the Group is lessee (Continued)

As at end of the financial year, rental guarantees provided to purchasers in conjunction with the sale of development properties but not provided for as liabilities as those development properties are uncompleted, are as follows:

	Group	
	2024 RM'000	2023 RM'000
Not later than one year	55,488	7,951
Later than one year but not later than five years	190,471	185,421
Later than five years	113,291	12,519
	<u>359,250</u>	<u>205,891</u>

(c) Contingent liabilities

The Company has provided corporate guarantee of RM12,350,000 (2023: RM12,350,000) as disclosed in Note 20 for the MTN Programme drawn down by MRSB at the end of the financial year.

27. Related party transactions

(a) Transactions with related parties outside the Group

In addition to the related party information disclosed elsewhere in the financial statements, the Group engaged in significant transactions with related parties which are controlled by certain directors and key management personnel of the Group. The following significant transactions took place at terms agreed between the parties during the financial year:

	Group	
	2024 RM'000	2023 RM'000
Services provided from/(to) related parties:		
- Rental of office expense	-	619
Services provided from non-controlling interests:		
- Professional fee in developing crypto assets exchange platform	-	250
Other transactions from/(to) related parties:		
- Fund received	4,459	8,108
- Undertaken	(5,446)	(15,026)
- Reimbursement	(2,276)	(2,495)
- Leaseback rental	2,598	5,289

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

27. Related party transactions (Continued)

(b) Compensation of key management personnel

Key management personnel includes the directors and those persons having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly.

	Group	
	2024 RM'000	2023 RM'000
Salaries, wages, bonuses and other costs	5,230	5,299
Contributions to defined contribution plans	164	210
	5,394	5,509
Comprise amounts paid to:		
Directors - remunerations (Note 8)	4,002	4,166
Directors - fees	844	859
Other key management personnel	548	484
	5,394	5,509

28. Fair value of assets and liabilities

(a) Fair value hierarchy

The Group categorises fair value measurements using a fair value hierarchy that is dependent on the valuation inputs used as follows:

- Level 1 quoted prices (unadjusted) in active market for identical assets or liabilities that the Group can access at the measurement date,
- Level 2 inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly, and
- Level 3 inputs for the asset or liabilities that are not based on observable market data (unobservable inputs).

Fair value measurements that use inputs of different hierarchy levels are categorised in its entirety in the same level of the fair value hierarchy as the lowest level input that is significant to the entire measure.

(b) Assets and liabilities not carried at fair value but whose carrying amounts are reasonable approximation of fair value

The carrying amounts of financial assets and liabilities are reasonable approximation of fair values, either due to their short-term nature or that they are floating rate instruments that are re-priced to market interest rates on or near the end of the financial year.

The fair values of non-current portion of trade and other receivables, trade and other payables and loans and borrowings have been calculated by discounting the expected future cash flows using rates currently available for instruments with similar terms, credit risk and remaining maturities, and were assessed to approximating to their carrying amounts.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

29. Financial risk management objectives and policies

The Group and Company are exposed to financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk, interest rate risk and foreign currency risk. The board of directors' reviews and agrees policies and procedures for the management of these risks. It is and has been throughout the current financial year and previous financial year, the Group's policy that no derivatives shall be undertaken except for the use as hedging instruments where appropriate and cost efficient. The Group does not apply hedge accounting.

All financial transactions with the banks are governed by banking facilities duly approved by the board of directors. All financial transactions require two authorised signatories.

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

There has been no change to the Group's exposure to these financial risks or the manner in which it manages and measures the risks.

(a) Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group's exposure to credit risk arises primarily from trade and other receivables and contract assets.

The Group's objective is to seek continual revenue growth while minimising losses incurred due to credit risk exposure. It is the Group's policy to provide credit terms to credit worthy customers. These debts are continually monitored and, therefore, the Group does not expect to incur material credit losses. For other financial assets, the Group minimises credit risk by dealing exclusively with high credit rating counterparties.

At the end of the financial year, the Group's maximum exposure to credit risk is represented by the carrying amount of trade and other receivables and cash and cash equivalents. No other financial assets carry a significant exposure to credit risk.

The Group has no significant concentration of credit risk except for amount due from related parties in current financial year as disclosed in Note 16. The Company has no significant concentration of credit risk except for amount due from subsidiaries as disclosed in Note 16.

The following sets out the Group's internal credit evaluation practices and basis for recognition and measurement of expected credit losses ("ECL"):

Description of evaluation of financial assets	Basis for recognition and measurement of ECL
Counterparty has a low risk of default and does not have any past due amounts	12-month ECL
Debts where there has been a significant increase in credit risk since initial recognition. The presumption of significant increase in credit risk after 30 days past due is not suitable for application in the industries that the Group operates in	Lifetime ECL - not credit-impaired
Debts that are more than 90 days past due or there is evidence of credit impairment	Lifetime ECL - credit-impaired
There is evidence indicating that the Group has no reasonable expectation of recovery of payments such as when the debtor has been placed under liquidation or has entered into bankruptcy proceedings	Write-off

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

29. Financial risk management objectives and policies (Continued)

(a) Credit risk (Continued)

Significant increase in credit risk

In assessing whether the credit risk on a financial asset has increased significantly since initial recognition, the Group compares the risk of a default occurring on the financial asset as at the reporting date with the risk of a default occurring on the financial asset as at the date of initial recognition. In making this assessment, the Group considers both quantitative and qualitative information that is reasonable and supportable, including historical experience and forward-looking information, such as future economic and industry outlook, that is available without undue cost or effort.

In particular, the Group considers the following information when assessing whether credit risk has increased significantly since initial recognition:

- Existing or forecast adverse changes in business, financial or economic conditions that are expected to cause a significant decrease in the debtor's ability to meet its debt obligations;
- An actual or expected significant deterioration in the operating results/key financial performance ratios of the debtor;
- Significant increases in credit risk on other financial instruments of the same debtor;
- An actual or expected significant adverse change in the regulatory, economic, or technological environment of the debtor that results in a significant decrease in the debtor's ability to meet its debt obligations.

The Group regularly monitors the effectiveness of the criteria used to identify whether there has been a significant increase in credit risk and revises them as appropriate to ensure that the criteria are capable of identifying significant increase in credit risk before the amount becomes past due.

Regardless of the evaluation of the above factors, the Group presumes that the credit risk on a financial asset has increased significantly since initial recognition when contractual payments are more than 30 days past due, unless the Group has reasonable and supportable information that demonstrates otherwise.

The Group also assumes that the credit risk on a financial instrument has not increased significantly since initial recognition if the financial asset is determined to have low credit risk at the reporting date. A financial instrument is determined to have low credit risk if it has an internal or external credit rating of "investment grade" as per globally understood definition, or the financial asset has a low risk of default; the borrower 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 borrower to fulfil its contractual cash flow obligations.

Definition of default

The Group considers the following as constituting an event of default for internal credit risk management purposes as historical experience indicates that receivables that meet either of the following criteria are generally not recoverable.

- When there is a breach of financial covenants by the counterparty; or
- Information developed internally or obtained from external sources indicates that the debtor is unlikely to pay its creditors, including the Group, in full (without taking into account any collaterals held by the Group).

Irrespective of the above analysis, the Group considers that default has occurred when a financial asset is more than 90 days past due unless the Group has reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

29. Financial risk management objectives and policies (Continued)

(a) Credit risk (Continued)

Credit-impaired financial assets

A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred such as evidence that the borrower is in significant financial difficulty, there is a breach of contract such as default or past due event; there is information that it is becoming probable that the borrower will enter bankruptcy or other financial reorganisation; the disappearance of an active market for that financial asset because of financial difficulties; or the purchase or origination of a financial asset at a deep discount that reflects the incurred credit losses.

Estimation techniques and significant assumptions

There has been no change in the estimation techniques or significant assumptions made during the current financial year for recognition and measurement of credit loss allowance.

Trade receivables and contract assets

Trade receivables and contract assets arise mainly from the sale of development properties. The Group has policies in place to ensure that sales are made to purchasers with appropriate financial strength and after obtaining sufficient security such as deposits. If a purchaser defaults on payments, the Group may enforce payments via legal proceedings or if the purchaser is assessed to be insolvent, the Group may resume possession of the units, retain a portion of the purchaser's deposits from payments made to date, and resell the property.

Trade receivables and contract assets are written off when there is no reasonable expectation of recovery, such as debtor failing to engage in a repayment plan with the Group. Where receivables are written off, the Group continue to engage in enforcement activity to attempt to recover the receivables due. Where recoveries are made, these are recognised in profit or loss.

Other financial assets at amortised cost

For other financial assets at amortised cost, management has considered, among other factors (including forward-looking information), the Group's and the Company's historical loss pattern over the last three financial years to assess the expected credit loss.

The Group considers both quantitative and qualitative information that is reasonable and supportable, including historical payment experience and the corresponding historical credit loss rates, and adjusted for forward-looking macroeconomic factors.

These financial assets are assessed as credit-impaired when one or more event that have a detrimental impact on the estimated future cashflows of that financial assets have occurred. Evidence that a financial asset is credit-impaired includes observable data about events, including but not limited to significant financial difficulty of the borrower or a breach of contract, such as default or past due event.

The Company has issued financial guarantees to banks for borrowings of its subsidiaries. These guarantees are subject to the impairment requirements of SFRS(I) 9. The Company has assessed that its subsidiaries have the financial capacity to meet the contractual cash flow obligations in the near future and the loans are secured by debenture over the subsidiaries' development properties and hence, does not expect significant credit losses arising from these guarantees.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

29. Financial risk management objectives and policies (Continued)

(a) Credit risk (Continued)

Movements in credit loss allowance are as follows:

Group	Current		Total RM'000
	(Restated) Trade receivables (Note 16) RM'000	Other receivables (Note 16) RM'000	
As at 1 July 2022, as restated	7,804	650	8,454
Loss allowances measured/(reversed):			
- Lifetime ECL	(4,292)	–	(4,292)
- (reversal)/credit-impaired	(75)	515	440
At 30 June 2023	3,437	1,165	4,602
Loss allowances reversed:			
- reversal of credit-impaired	(2,434)	–	(2,434)
- written off	(51)	(1,165)	(1,216)
As at 30 June 2024	952	–	952
Company			
As at 1 July 2022	–	–	–
Loss allowances measured:			
12-month ECL			
- credit-impaired	–	515	515
As at 30 June 2023 and 30 June 2024	–	515	515

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

29. Financial risk management objectives and policies (Continued)

(a) Credit risk (Continued)

Group	12-month or lifetime ECL	Gross carrying amount RM'000	Loss allowance RM'000	Net carrying amount RM'000
2024				
Cash and cash equivalents	N.A. Exposure Limited	1,959	–	1,959
Trade receivables	Lifetime ECL	156,497	(952)	155,545
Amount due from related parties (non-trade)	Lifetime ECL	23,688	–	23,688
Refundable deposits	N.A. Exposure Limited	3,093	–	3,093
Other receivables	12-month ECL	45,724	–	45,724
2023 (Restated)				
Cash and cash equivalents	N.A. Exposure Limited	2,461	–	2,461
Trade receivables	Lifetime ECL	186,927	(3,437)	183,490
Amount due from related parties (non-trade)	Lifetime ECL	18,214	–	18,214
Refundable deposits	N.A. Exposure Limited	3,000	–	3,000
Other receivables	12-month ECL	65,902	(1,165)	64,737
Company				
2024				
Cash and cash equivalents	N.A. Exposure Limited	6	–	6
Amounts due from subsidiaries (non-trade)	Lifetime ECL	431,945	–	431,945
Other receivables	12-month ECL	695	(515)	180
Refundable deposits	N.A. Exposure Limited	605	–	605
2023 (Restated)				
Cash and cash equivalents	N.A. Exposure Limited	4	–	4
Amounts due from subsidiaries (non-trade)	Lifetime ECL	322,367	–	322,367
Other receivables	12-month ECL	694	(515)	179
Refundable deposits	N.A. Exposure Limited	495	–	495

(b) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities. The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by credit facilities.

The Group monitors its liquidity risk and maintains a level of cash and cash equivalents deemed adequate by management to finance its operations and to mitigate the effects of fluctuations in cash flows, and having adequate amounts of committed credit facilities.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

29. Financial risk management objectives and policies (Continued)

(b) Liquidity risk (Continued)

The table below summarises the maturity profile of the Group's and the Company's non-derivative financial liabilities at the end of the financial year based on contractual undiscounted repayment obligations.

Group	Less than one year RM'000	One to five years RM'000	More than five years RM'000	Total RM'000
2024				
Financial liabilities				
Trade and other payables	429,483	–	–	429,483
Lease liabilities	14,128	8,940	143	23,211
Loans and borrowings	429,980	50	–	430,030
Total undiscounted financial liabilities	873,591	8,990	143	882,724
2023				
Financial liabilities				
Trade and other payables	356,014	155	–	356,169
Lease liabilities	20,976	23,755	1,376	46,107
Loans and borrowings	456,349	3,688	–	460,037
Total undiscounted financial liabilities	833,339	27,598	1,376	862,313

As at 30 June 2024 and 30 June 2023, the maximum exposure of the Company in respect of the intra-group financial guarantee (Note 20) based on facilities drawn down by the subsidiary is RM12,350,000 (2023: RM12,350,000) (Note 26(c)). The Company does not consider it probable that a claim will be made against the Company under the intra-group financial guarantee as the assets of the subsidiary are pledged as security for the credit facilities.

	Company	
	2024 RM'000	2023 RM'000
Total committed financial guarantee	200,000	200,000
Amount utilised	(66,350)	(66,350)
Total unutilised amount	133,650	133,650

(c) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market interest rates. The Group's and the Company's exposure to interest rate risks arises primarily from their floating rate loans and borrowings from banks and financial institutions, disclosed in Note 20. The Group manages its interest rate risk by having a mixture of fixed and variable rates for its loans and borrowings from time to time based on prevailing market conditions. The Group and Company do not utilise derivatives to mitigate its interest rate risk.

Interest rate sensitivity

The sensitivity analysis below has been determined based on the exposure to interest rates for interest bearing financial liabilities at the end of the financial year and the stipulated change taking place at the beginning of the year and held constant throughout the financial year in the case of instruments that have floating rates. A 50-basis point increase or decrease is used and represents management's assessment of the possible change in interest rates.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

29. Financial risk management objectives and policies (Continued)

(c) Interest rate risk (Continued)

Interest rate sensitivity (Continued)

Table below shows the sensitivity of loss before tax affected by changes in interest rates for financial liabilities with floating rates.

Change in interest rates	(Decrease)/increase in loss before tax	
	Group	
	2024 RM'000	2023 RM'000
50 basis points decrease	(940)	(934)
50 basis points increase	940	934

The interest from financial assets including cash and cash equivalents is not significant.

(d) Foreign currency rate risk

The Group and the Company has transactional currency exposures primarily arising from financing activities that are denominated in a currency other than its functional currency, RM, i.e. United States Dollar ("USD"), as disclosed in Note 20 (Loan and Secured bonds). The foreign currency balances in cash and cash equivalents, trade and other receivables and payables of the Group and Company are not significant. The Group may enter into forward currency contracts to eliminate the currency exposures on borrowings in foreign currencies. These forward currency contracts will be in the same currency as the hedged item. The Group and the Company did not enter into any forward currency contract as at 30 June 2024 and 30 June 2023.

Foreign currency rate risk sensitivity

Table below demonstrates the sensitivity of the Group's loss before tax to a reasonably possible change in the USD against RM, with all other variables held constant.

USD against RM	Decrease/(increase) in loss before tax	
	Group	
	2024 RM'000	2023 RM'000
Weakened 5%	16,071	14,535
Strengthened 5%	(16,071)	(14,535)

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

30. 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.

The 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 profit before income tax, total assets and total liabilities which are measured in a manner consistent with that of the consolidated financial statements.

In 2022, the Group started the business in the provision of space, power capacity, connectivity, setup and installation, utilities and technical support for external customers engaged in crypto mining activities. The total revenue generated for this business is RM967,000 (2023: RM3,076,000), and this represents about 3% (2023: 8%) of the Group's total revenue excluding the provision for liquidated damaged during the financial year (Note 4).

In addition, the total assets (including intangible assets as disclosed in Note 12) as at 30 June 2024 and 30 June 2023 and the absolute amount of profit or loss for the current and previous financial year of the business are less than 10% of the total combined assets and total combined profit or loss in absolute amount of the Group respectively.

Accordingly, no business or geographical segment information is presented.

31. Capital management

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholders' value.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the years ended 30 June 2024 and 30 June 2023.

The Group monitors capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group includes within net debt, loans and borrowings less cash and bank balances. Capital includes equity attributable to the owners of the Company.

	Group	
	2024	(Restated) 2023
	RM'000	RM'000
Loans and borrowings (Note 20)	400,490	396,819
Less: Cash and bank balances (Note 17)	(1,959)	(2,461)
Net debt [A]	398,531	394,358
Equity attributable to owners of the Company, representing total capital	(50,932)	76,323
Adjusted capital [B]	347,599	470,681
Gearing ratio [A/B]	115%	83%

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

32. Subsequent events

(a) Application to place the Company under Judicial Management

The Company had on 5 August 2024 filed an application in General Division of the High Court of Singapore ("Court") to place the Company under judicial management and for judicial managers to be appointed to manage the affairs, business and property of the Company ("JM Application").

In connection with the JM Application, the Company has also applied to the Court for an order to place the Company under interim judicial management and for Messrs Tan Wei Cheong and Lim Loo Khoon care of Deloitte Singapore SR&T Restructuring Services Pte Ltd (f.k.a. Deloitte & Touche Financial Advisory Services Pte. Ltd.) to be appointed, jointly and severally, as interim judicial managers of the Company, pending the determination of the JM Application (the "IJM Application").

Trading in the shares of the Company has been halted since 2 August 2024 and subsequently suspension of trading has been requested on 5 August 2024.

On 21 August 2024, the Court approved the IJM Application and for interim judicial managers to be appointed pending the determination of the JM Application ("JM Application"). Subsequently on 14 October 2024, the Court approved the JM application.

Messrs Tan Wei Cheong and Lim Loo Khoon, care of Deloitte Singapore SR&T Restructuring Services Pte Ltd (f.k.a. Deloitte & Touche Financial Advisory Services Pte. Ltd.), have been appointed as the joint and several judicial managers of the Company.

(b) Winding-up Order of an Inactive Subsidiary

Prolific Properties Sdn. Bhd. ("PPSB") received a winding up order by Malaysian Court against PPSB effective on 1 August 2024. Consequently, the Malaysian Court has appointed an Official Receiver from the Insolvency Department of Malaysia as the interim liquidator with immediate effect until 29 August 2024.

As the date of the report, no instructions have been received from the interim liquidator. Given PPSB's net liabilities and zero equity value, the net impact of its winding-up on the Group is considered insignificant.

(c) Receipt of Notice

Gold Mart Sdn Bhd ("GMSB") has received a notice on 7 August 2024 ("Notice") from the solicitor representing United Overseas Bank (Malaysia) Berhad ("Lender") in relation to the credit facilities to the Company ("Facilities").

The Facilities were obtained to finance the construction of development project of GMSB and secured by legal charge over the project land under development, legal assignment of sales proceeds in favour of the Lender, fixed and floating charges over all assets of the project, joint and several guarantees from two directors of the Company, corporate guarantee by the Company, and letter of undertaking from directors and shareholders to cover any construction cost overrun to complete the development project.

The Notice has requested payment of the Sum within seven days from the date of the Notice, failing which the Lender shall proceed to recall and/or terminate all the credit facilities and enforce all or any of their rights and/or remedies under the loan and/or security documents (including the appointment of receiver(s) and manager(s) under the Debenture) as well as imposition of default interest rate of 3.5% per annum on top of the Lender's Base Lending Rate effective from 15 August 2024 to the date of full and final settlement thereof.

On 16 August 2024, GMSB further received a Notice ("16 AUG Notice") from the Lender in relation to the Facilities

The 16 AUG Notice stated that, among others, the Company has on 5 August 2024 filed an application to be placed under judicial management and therefore declared that events of defaults have occurred under the loan.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

32. Subsequent events (Continued)

(c) Receipt of Notice (Continued)

Subsequently, on 19 August 2024, GMSB has received a notice of appointment dated 19 August 2024 ("Notice of Appointment").

The Notice of Appointment stated that, among others, Victor Saw Seng Kee and Surendran A/L Sathya Seelan have been appointed by the Lender, the holder of Debenture dated 15 December 2015 and Specific Debenture dated 16 November 2018, as joint and several receivers and managers ("Receivers and Managers") over all or any of the security assets as defined in the Debentures of GMSB. The Notice of Appointment has lodged with the Companies Commission of Malaysia.

The principal consequence of the Notice of Appointment is that the powers of GMSB's directors to manage and deal with GMSB's charged assets are suspended. In this respect, the directors of GMSB are not able to continue to carry on GMSB's business in any way nor enter into any commitment on behalf of GMSB without the Receivers and Managers or its representatives' prior written approval.

As at the date of this report, the Group has deconsolidated GMSB effectively from the date of Notice of Appointment, 19 August 2024.

(d) Entry into Sale and Purchase Agreement with Metrocon Pte. Ltd.

On 7 October 2025, the Company entered into a binding term sheet (the "Term Sheet") for the proposed acquisition (the "Proposed Acquisition") of the entire issued and paid-up share capital of Metrocon Pte. Ltd. ("Target Company") by the Company from LBD Engineering Pte. Ltd. ("Vendor", and together with the Company, the "Parties").

On 21 November 2025, the Company entered into a sale and purchase agreement (the "SPA") for the Proposed Acquisition. The SPA supersedes the term sheet for the Proposed Acquisition which the Company entered into on 7 October 2025.

The Proposed Acquisition expected to constitute a reverse takeover of the Company (the "RTO Listing") pursuant to Rule 1015 of the Listing Manual Section B: Rules of Catalist ("Catalist Rules") of the Singapore Exchange Securities Trading Limited ("SGX-ST").

The Target Company has an issued and paid-up capital of S\$18,000,000 comprising of 18,000,000 ordinary shares (the "Sale Shares"). The Vendor shall sell and the Company shall purchase all the Sale Shares, free from all encumbrances and with all rights, benefits and entitlements now and hereafter attaching thereto.

The purchase price for the Sale Shares is S\$24,000,000 ("Consideration"), which was arrived at following arm's length negotiations, on a willing buyer and willing seller basis, having taken into account, amongst others, the Target Company's historical performance and business prospects.

The Consideration shall be fully satisfied by the issuance and allotment of such number of new 5,571,369,684 ordinary shares in the capital of the Company to the Vendor ("Consideration Shares") on the Completion Date. The Consideration Shares to be issued to the Vendor shall amount to approximately 60% of the enlarged share capital of the Company.

The Target Company is an exempt private company incorporated in Singapore and is principally engaged in the business of general building construction, including piling and major upgrading works.

On 9 March 2026, the Company has entered into a supplemental deed to the SPA with the Vendor to amend and supplement, among others, certain terms of the SPA to reflect the agreed Consideration of S\$28.0 million.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

32. Subsequent events (Continued)

(e) Liquidation of subsidiaries

Hatten MS Pte Ltd (“Hatten MS”)

The directors of Hatten MS Pte Ltd (“Hatten MS”) had on 6 November 2025 executed a statutory declaration to discontinue its business by reason of unable to continue the business with its liabilities.

Messrs Tan Wei Cheong and Lim Loo Khoon, both care of Deloitte Singapore SR&T Restructuring Services Pte. Ltd., were appointed as the Joint and Several Liquidators of the Company at an extraordinary general meeting of Hatten MS held on 3 December 2025. The appointment was affirmed at a meeting of creditors on 3 December 2025.

Genonefive Pte Ltd (“Genonefive”)

The directors of Genonefive Pte Ltd (“Genonefive”) had on 27 November 2025 executed a statutory declaration to discontinue its business by reason of unable to continue the business with its liabilities.

Messrs Tan Wei Cheong and Lim Loo Khoon, both care of Deloitte Singapore SR&T Restructuring Services Pte. Ltd., were appointed as the Joint and Several Liquidators of the Company at an extraordinary general meeting of Genonefive held on 17 December 2025. The appointment was affirmed at a meeting of creditors on 17 December 2025.

Hatten Edge Pte Ltd (“Hatten Edge”)

The directors of Hatten Edge Pte Ltd (“Hatten Edge”) had on 10 December 2025 executed a statutory declaration to discontinue its business by reason of unable to continue the business with its liabilities.

Messrs Tan Wei Cheong and Lim Loo Khoon, both care of Deloitte Singapore SR&T Restructuring Services Pte. Ltd., were appointed as the Joint and Several Liquidators of the Company at an extraordinary general meeting of Hatten Edge held on 6 January 2026. The appointment was affirmed at a meeting of creditors on 6 January 2026.

33. Significant events during the financial year

(a) Restructuring of MDSA Ventures Sdn. Bhd. (“MVSb”)

On 2 July 2020, the Company announced that its indirect wholly-owned subsidiaries, MVSb had applied to the High Court of Malaya at Malacca, Malaysia, pursuant to Sections 366 and 368 of the Malaysian Companies Act 2016 (the “Act”) for, among others, the following orders:

- (i) Leave to call for creditors’ meetings pursuant to Section 366 (1) of the Act for the purpose of considering and if deemed appropriate, to approve with or without modification, a proposed scheme of arrangement and compromise between the applicant and its unsecured creditors (the “Scheme”); and
- (ii) A restraining order pursuant to Section 368 of the Act restraining any legal proceedings against the applicants and/or their assets, including but not limited to court, winding up and arbitration proceedings for a period of 3 months from the date of the order, except with leave of court and subject to such terms as the court may impose (the “Order”).

MVSb have been granted the restraining order and leave to call for the creditors’ meetings by the High Court of Malaya at Malacca, Malaysia pursuant to the Act. The scheme entities are working with its legal counsel to formulate the details of the Scheme accordingly.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

33. Significant events during the financial year (Continued)

(a) Restructuring of MDSA Ventures Sdn. Bhd. ("MVSB") (Continued)

On 6 January 2021, the High Court of Malaya in Malacca, Malaysia has approved the scheme of arrangement between MVSB and its creditors. The court order dated 6 January 2021 approving the Scheme was lodged with the Companies Commission of Malaysia on 19 January 2021 (the "Effective Date")

The scheme creditors under the Scheme are the unsecured creditors of MVSB, which consists of:

- Third party scheme creditors relating to purchasers of sold units in the mixed development of approximately four (4) acres in Bandar Hilir, Melaka, known as Hatten City Phase 2 (the "Development") having outstanding Guaranteed Rental Return ("GRR") payables and future GRR claims (the "GRR Creditors"), purchasers of sold units in the Development with Liquidated Ascertained Damages claims (the "LAD Creditors") and other third party trade creditors. The Scheme is pending for the completion of verification of the proof of debt conducted by the liquidator(s). As at the Effective Date, all GRR arrangements were terminated as future GRR have been included as part of the Scheme; and
- Hatten Group scheme creditors, the total amount due to them being approximately RM231.9 million.

This Scheme is formulated to allow MVSB to meet its financial obligations whilst it continues its business operations. Under the Scheme, MVSB will earmark 32 unsold and unencumbered units in Imperio Mall in Melaka (the "Earmarked Properties") with an approximate value of RM114.6 million to a Special Purpose Vehicle (the "SPV") set up for the implementation of the Scheme.

The SPV will be placed into creditors' voluntary liquidation where the liquidator(s) will realise the Earmarked Properties and distribute the monies to the scheme creditors. Under the Scheme, third party scheme creditors will be paid first from the proceeds from the disposal of the Earmarked Properties.

At the date of this report, there are no disposal of the Earmarked Properties and no distribution made to the scheme creditors as the liquidator is still in the midst of performing the proof of debts.

(b) Receipt of letter of demand – MDSA Resources Sdn. Bhd.

MDSA Resources Sdn. Bhd. ("MRSB") had on 22 December 2022 received a letter of demand (the "Letter") from the solicitor representing HSBC Bank Malaysia Berhad (the "Lender") in relation to the term loan extended to MRSB (the "Facility").

The Facility was obtained to partially finance the furniture and fittings of a completed property of the Group and this Facility is secured by debenture over present and future assets of MRSB, first party charge over certain property assets owned by the MRSB, legal assignment over the designated accounts and monies standing to the credit in favour of the lender, and jointly and severally guarantees by directors of the MRSB.

The Letter states that the Outstanding Amount (which shall include the accrued interest up to the date of payment) should be paid to the Lender by 22 December 2022, failing which the Lender shall commence legal action against MRSB and/or all parties providing security and immediately take such other steps as the Lender's deem fit, and MRSB and/or any of the security parties shall be liable for all costs incurred. The Company is reaching out to the Lender to resolve this matter amicably, including alternative settlement proposals. As at the date of this announcement, the Group is not aware of any legal action taken against the Group.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

33. Significant events during the financial year (Continued)

(c) Restructuring of Gold Mart Sdn Bhd (“GMSB”)

On 14 June 2023, the Company announced that GMSB, a wholly-owned subsidiary of the Company, has updated that, pursuant to Sections 366 and 368(1) of the Malaysian Companies Act 2016 (the “Act”), the following orders were granted by the Kuala Lumpur High Court during a hearing held on 12 June 2023:

- GMSB shall call for a creditors’ meeting (the “Meeting”) pursuant to Section 366 (1) of the Act for the purpose of considering and if deemed appropriate, to approve with or without modification, a proposed scheme of arrangement between the GMSB and its unsecured creditors (the “Proposed Scheme”) where the Meeting is to be held within 90 days from 12 June 2023; and
- A restraining order pursuant to Section 368(1) of the Act restraining all legal proceedings against GMSB including but not limited to enforcement of any security, the commencement or continuing of winding up proceedings and/or any appointment of receiver and/or manager over any and all of the assets of GMSB for a period of three months from 12 June 2023, except with leave of Court and subject to such terms as the Kuala Lumpur High Court may impose.

The salient terms and quantum of the Proposed Scheme are as follows:

- The Scheme Creditors shall waive 60% of their liquidated ascertained damages (“LAD”), amounting to approximately RM67.0 million (Notes 4 and 22) of waiver, based on LAD as at the cut-off date, i.e. 30 November 2022;
- The balance 40% of the LAD shall be settled by way of proceeds received from the sale of certain unsold units of Harbour City (the “Assigned Properties”), thereby preserving the Group’s cash reserves; and
- GMSB shall complete the development of Harbour City within three years from the commencement date.

The Proposed Scheme was approved by a majority of 80.02% of the total value of the Scheme Creditors present and voting in person or by proxy at the Meeting. The solicitors for the Initiating Purchasers will be filing an application to obtain the Kuala Lumpur High Court’s approval of the Proposed Scheme. Once approval of the Proposed Scheme has been obtained, the Proposed Scheme shall be binding on GMSB and the Scheme Creditors.

On 21 March 2024, the Proposed Scheme has approval by the Kuala Lumpur High Court.

(d) Receipt of letter of demand – MDSA Ventures Sdn. Bhd.

On 14 November 2023, the Company announced that its indirect wholly-owned subsidiary, MDSA Ventures Sdn. Bhd. (“MVSb”) had on 10 November 2023 received a letter of demand (the “Letter”) from the solicitor representing Bank Kerjasama Rakyat Malaysia Berhad (the “Lender”) in relation to the loan extended to MVSb (the “Facility”).

The Facility was obtained to refinance an outstanding term loan and this Facility is secured by a legal charge over certain retail lots, services apartments and serviced suites, deed of assignment over the rental proceeds from certain retail lots, services apartments and serviced suites, deed of assignment over the surplus monies in the Housing Development Account of MVSb, deed of assignment on all right, interests and benefits over the designated accounts, memorandum of deposit and letter of set-off in relation to the Financial Services Reserve Account, and joint and several guarantees from directors of MVSb.

The Letter has demanded partial payment before 20 November 2023, of which non-payment will cause the Facility to be automatically recalled/terminated, as well as within 14 days from the date of recall/termination, the solicitor of the Lender will proceed with legal actions/foreclosure.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

33. Significant events during the financial year (Continued)

(d) Receipt of letter of demand – MDSA Ventures Sdn. Bhd. (Continued)

The Company further announced on 22 November 2023 that the management has met with the Lender on the alternative settlement proposals. At the date of the report, the Facility has not been terminated or recalled by the lender.

The Company further announced on 1 March 2023 that the management has met with the Lender on the alternative settlement proposals. At the date of the report, the Facility has not been terminated or recalled by the lender.

(e) Receipt of notice of default

Hatten Land Limited (the "Company") had on 30 January 2024 received a notice of default (the "Notice") from the solicitor representing Haitong International Financial Products (Singapore) Pte. Ltd. (the "Lender") in relation to the convertible loan extended to the Company (the "Facility"). On 31 January 2024, the Company has received a written response from the Lender ("Written Response").

The Facility was obtained to finance the completion of the Hatten City Project and other approved development projects. The Facility is secured by corporate guarantee from a subsidiary of the Company in Malaysia and a charge of over 760,000,000 shares in the Company held by the immediate and ultimate holding company, as well as 345 retail units of the Group ("Security Assets") and personal guarantee by certain directors of the Company.

The Notice states that the Outstanding Amount (which shall include the accrued interest up to the date of payment) should be paid to the Lender within five business days of the date of the Notice. According to the Written Response, the Lender is prepared to agree to withhold taking recovery actions against the Company (including legal actions) in respect of the default in payment as mentioned in the Notice up until and including 31 March 2024, while the Company negotiates a settlement arrangement with the Lender.

At the date of the report, the Facility has not been terminated or recalled by the lender.

34. Prior year adjustments and comparatives

As part of the Group's ongoing efforts to address issues raised in the previous financial years, the Group engaged another professional accounting firm to conduct an independent review of certain accounting policies and interpretations in relation to revocation of sales to ensure proper recognition of the sales revocation and properties repossessed (the "Accounting Review"). Revocation of sales which arises when the Group revoked the sales and purchase agreements on properties purchased by the customers. The Group has subsequently assessed the financial impact arising from the Accounting Review and made the prior year adjustments.

In addition, certain reclassifications have been made to the previous year's financial statements to enhance comparability with the current year's financial statements and to conform to the current year presentation.

NOTES TO THE FINANCIAL STATEMENTS

For the financial year ended 30 June 2024

34. Prior year adjustments and comparatives

Based on the Group's assessment, the financial statements for the previous financial year included herein as comparatives have been restated accordingly. Effects on the statement of financial position as at 30 June 2023 and 1 July 2023 and consolidated statement of comprehensive income and consolidated statement of cash flows for the financial year ended 30 June 2023 are as follows:

	As reported RM'000	Prior year adjustments RM'000	As restated RM'000
<u>30.06.2023 - Group</u>			
<i>Consolidated Statement of Comprehensive income</i>			
Reversal of ECL on trade receivables	(440)	4,292	3,852
Loss for the year	(34,385)	4,292	(30,093)
Total comprehensive loss for the year	<u>(35,758)</u>	<u>4,292</u>	<u>(31,466)</u>
<i>Consolidated Statement of Financial Position</i>			
<i>Equity</i>			
Accumulated losses	(192,084)	(3,180)	(195,264)
Total equity	79,691	(3,180)	76,511
<i>Current assets</i>			
Trade and other receivables	233,461	(3,180)	230,281
Total assets	<u>1,134,711</u>	<u>(3,180)</u>	<u>1,131,531</u>
<i>Consolidated Statement of Cash Flows</i>			
Loss before tax	(42,320)	4,292	(38,028)
Reversal of ECL on trade receivables	440	(4,292)	(3,852)
<u>01.07.2022 - Group</u>			
<i>Consolidated Statement of Financial Position</i>			
<i>Equity</i>			
Accumulated losses	(157,711)	(7,472)	(165,183)
Total equity	115,449	(7,472)	107,977
<i>Current assets</i>			
Trade and other receivables	131,363	(7,472)	123,891
Total assets	<u>1,223,684</u>	<u>(7,472)</u>	<u>1,216,212</u>

35. Authorisation of financial statements for issue

The consolidated financial statements of the Group and the statement of financial position of the Company for the financial year ended 30 June 2024 were authorised for issue in accordance with a resolution of the board of directors of the Company at the date of the Judicial Managers' Statement.

STATISTICS OF SHAREHOLDINGS

As at 25 March 2026

SHARE CAPITAL AND VOTING RIGHTS

Number of shares issued	:	1,857,123,228
Issued and fully paid-up capital	:	S\$439,890,554
Class of shares	:	1 vote per ordinary share
Treasury shares	:	NIL
Subsidiary holdings	:	NIL

Size of Shareholdings	No. of Shareholdings	%	No. of Shares	%
1 - 99	192	5.73	10,850	0.0
100 - 1,000	790	23.55	313,085	0.02
1,001 - 10,000	841	25.08	3,429,308	0.18
10,001 - 1,000,000	1,440	42.93	217,498,199	11.71
1,000,001 AND ABOVE	91	2.71	1,635,871,786	88.09
TOTAL	3,354	100.00	1,857,123,228	100.00

SUBSTANTIAL SHAREHOLDERS

	Direct interest		Deem interest	
	No. of Shares	%	No. of Shares	%
Hatten Holdings Pte Ltd*	937,091,508	50.46%	-	-
Tan June Teng Colin @ Chen JunTing	-	-	937,091,508	50.46%
Tan Ping Huang Edwin @ Chen BingHuang	-	-	937,091,508	50.46%

* Hatten Holdings Pte Ltd is jointly owned by Tan June Teng Colin @ Chen JunTing and Tan Ping Huang Edwin @ Chen BingHuang, as such Tan June Teng Colin @ Chen JunTing and Tan Ping Huang Edwin @ Chen BingHuang are deemed interested in the shares of the Company held by Hatten Holdings Pte. Ltd.

SHARE CAPITAL AND VOTING RIGHTS

Based on the information available to the Company as at 25 March 2026, approximately 43.84% of the issued ordinary shares of the Company is held by the public and therefore, the Company has complied with Rule 723 of the Catalist Rules.

STATISTICS OF SHAREHOLDINGS

As at 25 March 2026

TWENTY LARGEST SHAREHOLDERS AS AT 25 MARCH 2026

	Shareholder's Name	No. of Shares	%
1	PHILLIP SECURITIES PTE LTD	778,226,960	41.90%
2	HATTEN HOLDINGS PTE LTD	177,091,508	9.54%
3	RAFFLES NOMINEES (PTE) LIMITED	66,659,767	3.59%
4	TOH SOON HUAT	60,975,000	3.28%
5	KINGPIN INVESTMENT (PTE LTD)	56,500,000	3.04%
6	AIM WORLDWIDE GROUP LTD	48,909,000	2.63%
7	TAN JUNE WEE EDERN	34,125,000	1.84%
8	MAYBANK SECURITIES PTE. LTD.	26,925,020	1.45%
9	CITIBANK NOMS SPORE PTE LTD	24,452,116	1.32%
10	ERIC TAN ENG HUAT	22,479,000	1.21%
11	LINK (THM) BIZ MS PTE LTD	22,131,675	1.19%
12	ONG TOON WAH	21,300,000	1.15%
13	UOB KAY HIAN PTE LTD	21,254,717	1.14%
14	PRISCIL POH LY-MAY	19,513,000	1.05%
15	TIGER BROKERS (SINGAPORE) PTE. LTD.	18,295,700	0.99%
16	OCBC SECURITIES PRIVATE LTD	12,370,297	0.67%
17	POH TECK BOON	11,000,000	0.59%
18	DBS NOMINEES PTE LTD	9,799,886	0.53%
19	LU CHAI HONG	9,696,500	0.52%
20	HILLS HOLDINGS PTE LTD	8,880,000	0.48%
	TOTAL	1,450,585,146	78.11

NOTICE OF ANNUAL GENERAL MEETING

HATTEN 惠胜
LAND
HATTEN LAND LIMITED
(UNDER JUDICIAL MANAGEMENT)
(Company Registration No. 199301388D)
(Incorporated in the Republic of Singapore)
(the "Company")

NOTICE IS HEREBY GIVEN that the Annual General Meeting ("AGM") of **HATTEN LAND LIMITED** (Under Judicial Management) ("**Company**") will be convened and held at Function Room, LR Floor, 380 Jalan Besar, ARC 380 Singapore 209000 on Tuesday, 21 April 2026 at 9.00 a.m. for the following purposes.

ORDINARY BUSINESS

1. To receive and adopt the Judicial Managers' Statement and the Audited Financial Statements of the Company and the Group for the financial year ended 30 June 2024 together with the Auditors' Report thereon. **(Resolution 1)**
2. To receive and adopt the Judicial Managers' Statement and the Audited Financial Statements of the Company and the Group for the financial year ended 30 June 2025 together with the Auditors' Report thereon. **(Resolution 2)**
3. To re-elect Mr. Yeo Boon Keong retiring pursuant to Regulation 122 of the Constitution of the Company: **(Resolution 3)**
[See Explanatory note (i)]
4. To re-appoint Messrs Forvis Mazars LLP ("Forvis") as auditors of the Company to hold office until the close of the next AGM of the Company at a fee to be agreed between the Judicial Managers and Forvis. **(Resolution 4)**
5. To transact any other ordinary business which may properly be transacted at an AGM.

Issued by the Judicial Managers

For and on behalf of the Company
Tan Wei Cheong
Joint and Several Judicial Manager

Singapore, 6 April 2026

Explanatory Notes:

- (i) Mr. Yeo Boon Keong, will upon re-election as a Director of the Company, remain as the Independent Non-Executive Director of the Company. Please refer to the Company's annual reports for the detailed information required pursuant to Rule 720(6) of the Listing Manual of the Singapore Exchange Securities Trading Limited.

Notes relating to conduct of Meeting:

1. The AGM will be held, in a wholly-physical format, at Function Room, LR Floor, 380 Jalan Besar, ARC 380 Singapore 209000 on Tuesday, 21 April 2026 at 9.00 a.m.. There will be no option for Shareholders to participate in the AGM virtually.
2. (a) A member of the Company who is not a Relevant Intermediary and entitled to attend, speak and vote at the AGM is entitled to appoint not more than two (2) proxies to attend and vote on his behalf. Where a member appoints more than one (1) proxy, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the Proxy Form.

NOTICE OF ANNUAL GENERAL MEETING

- (b) A member of the Company who is a Relevant Intermediary and entitled to attend, speak and vote at the AGM is entitled to appoint more than two (2) proxies to attend and vote on his behalf, but each proxy must be appointed to exercise the rights attached to a different Share or Shares held by such member. Where a member appoints more than one (1) proxy, the number and class of Shares in relation to which each proxy has been appointed shall be specified in the Proxy Form.
- (c) "Relevant Intermediary" shall have the same meaning ascribed to it in Section 181 of the Companies Act 1967.
3. A proxy need not be a member of the Company. The Proxy Form must be deposited with the Company at 6 Shenton Way #33-00 OUE Downtown 2 Singapore 068809, **no later than 18 April 2026 at 9.00 a.m.**, being not less than 72 hours before the time fixed for holding the AGM.
 4. Where the Proxy Form is executed by an individual, it must be executed under the hand of the individual or his attorney duly authorised. Where the Proxy Form is executed by a corporation, it must be executed either under its common seal or under the hand of any officer or attorney duly authorised.
 5. The minutes of the AGM will be published on the SGXNET within one (1) month after the date of the AGM.
 6. Printed copies of the Request Form, this Notice of AGM and the accompanying Proxy Form will be mailed to members. Printed copies of the Annual Report for the financial year ended 30 June 2024 and 2025 will NOT be mailed to members. Instead, these documents will be made available to members by way of electronic means via publication on the SGXNET at the URL <https://www.sgx.com/securities/company-announcements>. Members who wishes to request for a printed copy of the Annual Report for the financial year ended 30 June 2024 and 2025 may do so by completing, signing and returning the Request Form to the Company no later than 13 April 2026 by way of (i) post to registered office of the Company at 6 Shenton Way #33-00 OUE Downtown 2 Singapore 068809 or (ii) email to info@hattenland.com.sg.
 7. CPF or SRS investors who wish to appoint the Chairman of the Meeting as proxy should approach their respective CPF Agent Banks or SRS Operators to submit their votes by 5.00 p.m. on 13 April 2026.
 8. Shareholders may submit questions relating to the items on the Annual Report for the financial year ended 30 June 2024 and 2025. All questions must be submitted by 5.00 p.m. on 13 April 2026:
 - (a) by email to info@hattenland.com.sg; or
 - (b) by post to 6 Shenton Way #33-00 OUE Downtown 2 Singapore 068809.

The Company will endeavour to address the substantial and relevant questions received in advance of the AGM by 15 April 2026. Any questions received after the said date will be addressed at the AGM. The responses to such questions from shareholders, together with the minutes of the AGM, will be posted on the SGXNET within one (1) month after the date of the AGM. Shareholders are reminded to provide their full name as set out in their NRIC, NRIC number and number of shares held, when sending in their questions to the Company in order to verify their shareholder status.

Personal data privacy:

By attending the AGM and/or any adjournment thereof and/or submitting the Proxy Form appointing a proxy(ies) and/or representative(s) to attend, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (a) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents or service providers) for the purpose of the processing and administration by the Company (or its agents or service providers) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents or service providers) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "Purposes"), and (b) 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 (c) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

HATTEN LAND LIMITED

(UNDER JUDICIAL MANAGEMENT)
(Company Registration No. 199301388D)
(Incorporated In the Republic of Singapore)

ANNUAL GENERAL MEETING PROXY FORM

(Please see notes overleaf before completing this Form)

IMPORTANT

- Pursuant to Section 181(1C) of the Companies Act 1967 of Singapore (the "Act"), a Relevant Intermediary may appoint more than two (2) proxies to attend, speak and vote at the Annual General Meeting.
- For investors who have used their CPF monies to buy shares in the Company ("CPF Investors") and/or the Supplementary Retirement Scheme ("SRS Investor"), this proxy form is not valid for use and shall be ineffective for all intents and purposes if used or purported to be used by them.
- CPF Investors and/or SRS Investor are requested to contact their respective Agent Banks for any queries they may have with regard to their appointment as proxies or the appointment of their Agent Banks as proxies for the Annual General Meeting.

Personal Data Privacy

By submitting an instrument appointing a proxy(ies) and/or representative(s), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 6 April 2026.

I/We, _____ (Name) _____ (NRIC/Passport No.)
of _____ (Address)
being a *member/members of **HATTEN LAND LIMITED (UNDER JUDICIAL MANAGEMENT)** ("Company"), hereby appoint:

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

and/or (delete as appropriate)

Name	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			

or failing *him/her/them, the Chairman of the Annual General Meeting (the "AGM" or "Meeting") or such other person the Chairman may designate, as my/our* proxy/proxies to vote for me/us* on my/our* behalf at the Meeting of the Company, to be held at Function Room, LR Floor, 380 Jalan Besar, ARC 380 Singapore 209000 on Tuesday, 21 April 2026 at 9.00 a.m. and at any adjournment thereof. I/We* direct my/our* proxy/proxies to vote for or against or to abstain from voting on the resolutions to be proposed at the Meeting as indicated hereunder. In appointing the Chairman of the Meeting as proxy, the Shareholder (whether individuals or corporates) must give specific instructions as to voting, or abstentions from voting, in the form of proxy, failing which the appointment will be treated as invalid. In appointing such other person(s) as proxy, if no specific direction as to voting is given, the proxy/proxies will vote or abstain from voting at *his/her/their discretion, as *he/she/they will on any other matters arising at the Meeting.

No.	Resolutions relating to:	No. of Votes 'For'**	No. of Votes 'Against'**	No. of Votes 'Abstain'**
Ordinary Business				
1	Adoption of the Judicial Managers' Statement, Audited Financial Statements and Auditors' Report for the financial year ended 30 June 2024			
2	Adoption of the Judicial Managers' Statement, Audited Financial Statements and Auditors' Report for the financial year ended 30 June 2025			
3	Re-election of Mr. Yeo Boon Keong as a Director			
4	Re-appointment of Messrs Forvis Mazars LLP ("Forvis") as auditors of the Company at a fee to be agreed between the Judicial Managers and Forvis			

* Delete where inapplicable

** If you wish to exercise all your votes 'For' or 'Against' or 'Abstain', please tick (✓) within the box provided. Alternatively, please indicate the number of votes as appropriate. If you mark the abstain box for a particular resolution, you are directing your proxy not to vote on that resolution on a poll and your votes will not be counted in computing the required majority on a poll.

Dated this _____ day of _____ 2026

Total number of Shares in:	No. of Shares
(a) CDP Register	
(b) Register of Members	

Signature(s) of Shareholder(s)
and/or, Common Seal of Corporate Shareholder

IMPORTANT: Please read notes overleaf



Notes:

1. A member who is unable to attend the AGM and wishes to appoint proxy(ies) to attend, speak and vote at the AGM on his/her/its behalf should complete, sign and return the instrument of proxy in accordance with the instructions printed thereon.
2. A proxy need not be a member of the Company.
3. 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 of Singapore), you should insert that number of Shares. If you have Shares registered in your name in the Register of Members, 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 entered against your name in the Depository Register and registered in your name in the Register of Members. If no number is inserted, the instrument appointing a proxy or proxies shall be deemed to relate to all the Shares held by you.
4. In relation to the appointment of proxy(ies) to attend, speak and vote on his/her/its behalf at the AGM, a member (whether individual or corporate) appointing his/her/its proxy(ies) should give specific instructions as to his/her/its manner of voting, or abstentions from voting, in respect of a resolution in the instrument of proxy. If no specific instructions as to voting are 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/their discretion.
5. The instrument appointing a proxy or proxies must be under the hand of the appointor or of his attorney duly authorised in writing. Where the instrument appointing a proxy or proxies is executed by a corporation, it must be executed either under its seal, executed as a deed in accordance with the Companies Act 1967 or under the hand of an attorney or an officer duly authorised, or in some other manner approved by the Directors. Where the instrument appointing a proxy or proxies 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 the instrument of proxy.
6. The instrument appointing a proxy, together with the letter or power of attorney or other authority under which it is signed or a duly certified copy thereof (if applicable), must be deposited with the Company at 6 Shenton Way #33-00 OUE Downtown 2 Singapore 068809 in either case, **no later than 18 April 2026 at 9.00 a.m., being seventy-two (72) hours before the time appointed for holding the Meeting.**

A member who wishes to submit an instrument of proxy must first download, complete and sign the proxy form, before submitting it by post to the address provided above, or before scanning and sending it by email to the email address provided above.

A member can appoint the Chairman of the Meeting as his/her/its proxy, but this is not mandatory.

The proxy must bring along his/her NRIC/passport so as to enable the Company to verify his/her identity.

7. (a) A member who is not a relevant intermediary* is entitled to appoint not more than two (2) proxies to attend, speak and vote at the AGM. Where such member appoints two (2) proxies, he/she should specify the proportion of his/her shareholding (expressed as a percentage of the whole) to be presented by each proxy in the instrument appointing a proxy or proxies.
- (b) 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 member. Where such member appoints more than two (2) proxies, the number and class of shares in relation to which each proxy has been appointed shall be specified in the instrument appointing a proxy or proxies.

*"Relevant Intermediary" has the meaning ascribed to it in Section 181 of the Companies Act 1967, as set out below:

- (a) 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; or
 - (b) 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
 - (c) the Central Provident Fund Board established by the Central Provident Fund Act 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.
8. CPF or SRS investors who are unable to attend the Meeting but would like to vote should approach their respective CPF Agent Banks or SRS Operators to submit their votes at least seven (7) working days before the AGM. SRS Investors should contact their respective SRS Operators for any queries they may have with regard to the appointment of proxy for the AGM.

GENERAL:

The Company shall be entitled to reject the instrument appointing a proxy or proxies if it is incomplete, improperly completed or illegible, or where the true intentions of the appointor are not ascertainable from the instructions of the appointor specified in the instrument appointing a proxy or proxies. In addition, in the case of Shares entered in the Depository Register, the Company may reject any instrument appointing a proxy or proxies lodged if the member, being the appointor, is not shown to have Shares entered against his name in the Depository Register as at 72 hours before the time appointed for holding the Meeting, as certified by The Central Depository (Pte) Limited to the Company.

PERSONAL DATA PRIVACY

By submitting an instrument appointing the proxy(ies), the member accepts and agrees to the personal data privacy terms set out in the Notice of Annual General Meeting dated 6 April 2026.



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