

MEGROUP LTD.

(Incorporated in the Republic of Singapore on 7 February 2018)

(Company Registration Number: 201804996H)

**Condensed Interim Financial Statements
For The Six Months Ended 30 September 2024**

*This announcement has been reviewed by the Company's Sponsor, UOB Kay Hian Private Limited (the "**Sponsor**").*

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

The contact person for the Sponsor is Mr Lance Tan, Senior Vice President, at 8 Anthony Road, #01-01, Singapore 229957, telephone: (65) 6590 6881.

CONDENSED INTERIM CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

	Group		Increase/ (Decrease) %
	Six Months Ended		
	30-Sep-24	30-Sep-23	
	RM	RM	
Revenue	193,440,999	217,655,807	(11.1)
Cost of sales	<u>(167,971,309)</u>	<u>(196,086,245)</u>	(14.3)
Gross profit	25,469,690	21,569,562	18.1
Other income	564,314	679,274	(16.9)
Other gains - net	461,273	14,010	N.M
Expenses			
– Selling and distribution	(4,560,623)	(4,406,895)	3.5
– Administrative	(11,381,263)	(10,970,214)	3.7
– Finance	(2,653,561)	(2,142,277)	23.9
Share of profit of an associated company	47,512	81,009	(41.3)
Profit before tax	7,947,342	4,824,469	64.7
Income tax expense	<u>(2,313,948)</u>	<u>(1,511,165)</u>	53.1
Net profit, representing total comprehensive income for the financial period	<u>5,633,394</u>	<u>3,313,304</u>	70.0
Net profit and total comprehensive income attributable to:			
Equity holders of the Company	5,473,226	3,229,479	69.5
Non-controlling interests	<u>160,168</u>	<u>83,825</u>	91.1
	<u>5,633,394</u>	<u>3,313,304</u>	70.0
Earnings per share for profit attributable to equity holders of the company (Sen)			
Basic and diluted	<u>4.58</u>	<u>2.70</u>	69.6

N.M denotes Not Meaningful.

CONDENSED INTERIM STATEMENT OF FINANCIAL POSITION

	Group		Company	
	As at		As at	
	30-Sept-24 RM	31-Mar-24 RM	30-Sept-24 RM	31-Mar-24 RM
ASSETS				
Current assets				
Cash and cash equivalents	22,158,277	15,758,153	418,212	214,648
Trade and other receivables	26,570,484	32,661,005	991,483	1,612,853
Tax recoverable	652,889	792,248	-	-
Inventories	44,544,608	37,872,031	-	-
Total current assets	93,926,258	87,083,437	1,409,695	1,827,501
Non-current assets				
Financial assets, at fair value through profit or loss ("FVPL")	177,560	177,560	-	-
Property, plant and equipment	40,945,105	35,605,269	-	-
Right-of-use assets	60,456,470	62,416,149	-	-
Trade and other receivables	315,519	470,577	-	-
Investments in subsidiary corporations	-	-	26,094,134	26,094,134
Investment in an associated company	1,011,415	963,903	919,248	919,248
Intangible assets	376,541	376,541	-	-
Total non-current assets	103,282,610	100,009,999	27,013,382	27,013,382
Total assets	197,208,868	187,093,436	28,423,077	28,840,883
LIABILITIES				
Current liabilities				
Trade and other payables	33,482,675	33,237,496	282,593	355,914
Current income tax liabilities	1,724,992	647,161	-	-
Borrowings	19,513,129	18,474,497	525,000	1,535,600
Lease liabilities	4,768,100	4,735,874	-	-
Total current liabilities	59,488,896	57,095,028	807,593	1,891,514
Non-current liabilities				
Borrowings	50,350,821	49,436,179	-	-
Lease liabilities	22,189,529	23,658,868	-	-
Deferred income tax liabilities	3,825,843	3,825,843	-	-
Total non-current liabilities	76,366,193	76,920,890	-	-
Total liabilities	135,855,089	134,015,918	807,593	1,891,514
NET ASSETS	61,353,779	53,077,518	27,615,484	26,949,369
EQUITY				
Equity attributable to equity holders of the Company				
Share capital	37,356,382	37,356,382	37,356,382	37,356,382
Retained profits / (accumulated losses)	43,532,115	38,536,982	(9,740,898)	(10,407,013)
Other reserves	(21,784,326)	(24,397,766)	-	-
Total equity attributable to equity holders of the Company	59,104,171	51,495,598	27,615,484	26,949,369
Non-controlling interests	2,249,608	1,581,920	-	-
Total equity	61,353,779	53,077,518	27,615,484	26,949,369

CONDENSED INTERIM STATEMENT OF CHANGES IN EQUITY

	Group						
	Share capital	Merger reserve	Capital reserve	Retained profits	Attributable to equity holders of the Company	Non-controlling interests	Total equity
	RM	RM	RM	RM	RM	RM	RM
As at 1 April 2024	37,356,382	(24,594,282)	196,516	38,536,982	51,495,598	1,581,920	53,077,518
Total comprehensive income for the 6 months	-	-	-	5,473,226	5,473,226	160,168	5,633,394
Dividend paid	-	-	-	(478,093)	(478,093)	(74,400)	(552,493)
Disposal of interest in a subsidiary corporation	-	-	2,613,440	-	2,613,440	581,920	3,195,360
As at 30 September 2024	37,356,382	(24,594,282)	2,809,956	43,532,115	59,104,171	2,249,608	61,353,779
As at 1 April 2023	37,356,382	(24,594,282)	233,290	30,186,920	43,182,310	1,544,648	44,726,958
Total comprehensive income for the 6 months	-	-	-	3,229,479	3,229,479	83,825	3,313,304
Acquisition of additional interest in a subsidiary corporation	-	-	(36,774)	-	(36,774)	(113,226)	(150,000)
As at 30 September 2023	37,356,382	(24,594,282)	196,516	33,416,399	46,375,015	1,515,247	47,890,262

	Company		
	Share capital	Accumulated losses	Total equity
	RM	RM	RM
As at 1 April 2024	37,356,382	(10,407,013)	26,949,369
Total comprehensive income for the 6 months	-	1,144,208	1,144,208
Dividend paid	-	(478,093)	(478,093)
As at 30 September 2024	37,356,382	(9,740,898)	27,615,484
As at 1 April 2023	37,356,382	(10,481,976)	26,874,406
Total comprehensive loss for the 6 months	-	(787,074)	(787,074)
As at 30 September 2023	37,356,382	(11,269,050)	26,087,332

CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS

	Group	
	Six Months Ended	
	30-Sep-24 RM	30-Sep-23 RM
CASH FLOWS FROM OPERATING ACTIVITIES		
Profit before income tax	7,947,342	4,824,469
Adjustments for:		
Amortisation of intangible assets	-	276,212
Depreciation of property, plant and equipment	2,616,434	2,429,695
Depreciation of right-of-use assets	3,043,979	2,638,320
Loss/(Gain) on disposal of property, plant and equipment	30,880	(99,735)
Gain on disposal of right-of-use assets	-	(89,806)
Interest income	(145,723)	(33,589)
Interest expense	2,653,561	2,142,277
Share of profit from investment in an associated company	(47,512)	(81,009)
	<u>16,098,961</u>	<u>12,006,834</u>
Change in working capital:		
Trade and other receivables	6,245,579	3,498,846
Inventories	(6,672,577)	(8,215,603)
Trade and other payables	334,229	179,186
Cash generated from operations	<u>16,006,192</u>	<u>7,469,263</u>
Income tax paid	(1,096,758)	(1,029,075)
Income tax refunded	-	547,952
NET CASH PROVIDED BY OPERATING ACTIVITIES	<u>14,909,434</u>	<u>6,988,140</u>
CASH FLOWS FROM INVESTING ACTIVITIES		
Interest received	145,723	33,589
Additions to property, plant and equipment	(8,134,114)	(5,153,876)
Additions to right-of-use assets	(99,844)	(171,972)
Proceeds from disposal of property, plant and equipment	113,838	1,470,073
Proceeds from disposal of right-of-use assets	-	214,242
Proceeds from disposal of interest in a subsidiary corporation	3,195,360	-
Acquisition of interest in a subsidiary corporation	-	(150,000)
NET CASH USED IN INVESTING ACTIVITIES	<u>(4,779,037)</u>	<u>(3,757,944)</u>
CASH FLOWS FROM FINANCING ACTIVITIES		
Fixed deposits pledged	(541,282)	(236,143)
Proceeds from bank borrowings	3,635,808	8,477,773
Repayment of bank borrowings	(1,497,097)	(1,971,748)
Repayment of lease liabilities	(2,477,493)	(2,369,880)
Dividend paid to equity holders of the Company	(478,093)	-
Dividend paid to non-controlling interest	(74,400)	-
Interest paid	(2,653,561)	(2,142,277)
NET CASH (USED IN)/ PROVIDED BY FINANCING ACTIVITIES	<u>(4,086,118)</u>	<u>1,757,725</u>
NET INCREASE IN CASH AND CASH EQUIVALENTS	<u>6,044,279</u>	<u>4,987,921</u>
CASH AND CASH EQUIVALENTS		
Beginning of financial period	<u>8,529,423</u>	<u>7,555,693</u>
End of the financial period	<u>14,573,702</u>	<u>12,543,614</u>

CONDENSED INTERIM CONSOLIDATED STATEMENT OF CASH FLOWS (Continued)

Note:

For the purpose of presenting the statement of cash flows, the cash and cash equivalents comprise the following:

	Group	
	Six Months Ended	
	30-Sep-24	30-Sep-23
	RM	RM
Cash and bank balances	22,158,277	17,494,948
Less: Short-term bank deposits pledged	(5,662,911)	(4,048,939)
Less: Bank overdraft	(1,921,664)	(902,395)
	<u>14,573,702</u>	<u>12,543,614</u>

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS

1. Corporate Information

The Company is listed on Catalyst, the sponsor-supervised listing platform in SGX-ST and incorporated and domiciled in Singapore. The address of the Company's registered office is located at 133 Cecil Street, #14-01 Keck Seng Tower, Singapore 069535. These condensed interim consolidated financial statements as at and for the six months ended 30 September 2024 comprise the Company and its subsidiaries (collectively, the "Group").

The principal activity of the Company is that of an investment holding company.

The principal activities of the subsidiaries comprise:

- (a) Manufacturing of noise, vibration and harshness ("NVH") components and other non-NVH components;
- (b) Trading of motor vehicles and providing support services relating to the business; and
- (c) Investment holding.

The Company's immediate holding company is JCWW Holdings Pte. Ltd. ("JCWW"), a company incorporated in Singapore.

As at 30 September 2024, JCWW owns 51.23% of the issued and paid-up ordinary shares in the Company.

2. Basis of Preparation

The condensed interim financial statements for the six months ended 30 September 2024 have been prepared in accordance with Singapore Financial Reporting Standards (International) ("SFRS(I)") 1-34 Interim Financial Reporting issued by the Accounting Standards Committee Singapore. The condensed interim financial statements do not include all the information required for a complete set of financial statements. However, selected explanatory notes are included to explain events and transactions that are significant to an understanding of the changes in the Group's financial position and performance of the Group since the last annual financial statements for the year ended 31 March 2024.

The accounting policies adopted are consistent with those of the previous financial year which were prepared in accordance with SFRS(I)s, except for the adoption of new and amended standards as set out in Note 2.1.

The condensed interim financial statements are presented in Malaysian Ringgit ("RM" or "MYR") which is the Company's functional currency.

2.1 New and amended standards adopted by the Group

The Group has adopted all the new and revised SFRS(I) and SFRS(I) Interpretations ("SFRS(I) INT") that are relevant to its operations and effective for annual periods beginning or after 1 April 2024. The adoption of these new or revised SFRS(I) and SFRS(I) INT did not result in changes to the Group's accounting policies and had no material impact on the financial results of the Group for the current reporting period.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (Continued)

2. Basis of Preparation (Continued)

2.2 Use of Estimates, Assumptions and Judgements

In preparing the condensed interim financial statements, management has made estimates, assumptions and judgements that affect the application of accounting policies and the reported amounts of assets and liabilities, income and expense. Actual results may differ from these estimates.

The significant judgements made by management in applying the Group's accounting policies and the key sources of estimation uncertainty were the same as those that applied to the consolidated financial statements as at and for the year ended 31 March 2024.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Information about estimates, assumptions and judgements in applying accounting policies that have the most significant effect on the amounts recognised in the financial statements are as follows:

- (b) Depreciation of property, plant and equipment.
- (b) Expected credit losses on trade receivables.
- (c) Leases.

There were no significant changes in critical judgements, estimates and assumptions as compared to the consolidated financial statements as at and for the year ended 31 March 2024.

3. Seasonal Operations

The Group's businesses are not affected significantly by seasonal or cyclical factors during the financial period.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (Continued)

4. Segment and Revenue Information

The Group is organised into the following main business segments:

- (a) Manufacturing business;
- (b) Dealership business; and
- (c) Other – Investment Holding.

The Group's chief operating decision-maker ("CODM") comprises of the directors and the heads of each business within the operating segment. Management has determined the operating segments based on the reports reviewed by the CODM that are used to make strategic decisions, allocate resources and assess performance.

4.1 Reportable Segments

By business segment:

	Manufacturing Business (RM)	Dealership Business (RM)	Other (RM)	Total (RM)
6 months ended 30 September 2024:				
Total segment sales, representing sales to external parties	<u>40,915,984</u>	<u>152,525,015</u>	<u>-</u>	<u>193,440,999</u>
Adjusted Earnings Before Interest, Tax, Depreciation and Amortisation ("EBITDA")	<u>8,921,898</u>	<u>7,978,121</u>	<u>(784,426)</u>	<u>16,115,593</u>
Depreciation of property, plant and equipment	(1,825,269)	(791,008)	(157)	(2,616,434)
Depreciation of right-of-use assets	(586,798)	(2,457,181)		(3,043,979)
Finance expenses	(1,221,446)	(1,384,304)	(47,811)	(2,653,561)
Interest income	62,123	62,135	21,465	145,723
Share of profit from investment in an associated company			47,512	47,512
Segment assets	<u>97,041,397</u>	<u>95,094,984</u>	<u>4,419,598</u>	<u>196,555,979</u>
Segment assets include:				
Additions to property, plant and equipment	7,152,729	981,385	-	8,134,114
Additions to right-of-use assets	-	1,140,224	-	1,140,224
Segment liabilities	<u>11,838,594</u>	<u>21,312,787</u>	<u>331,294</u>	<u>33,482,675</u>

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (Continued)

4. Segment and Revenue Information (Continued)

4.1 Reportable Segments (Continued)

By business segment:

	Manufacturing Business (RM)	Dealership Business (RM)	Other (RM)	Total (RM)
6 months ended 30 September 2023:				
Total segment sales, representing sales to external parties	<u>35,608,070</u>	<u>182,047,737</u>	<u>-</u>	<u>217,655,807</u>
Adjusted Earnings Before Interest, Tax, Depreciation and Amortisation ("EBITDA")	<u>6,050,869</u>	<u>7,019,772</u>	<u>(793,257)</u>	<u>12,277,384</u>
Depreciation of property, plant and equipment and right-of-use assets	(2,031,050)	(3,036,808)	(157)	(5,068,015)
Amortisation of intangible assets	-	(276,212)	-	(276,212)
Finance expenses	(728,638)	(1,362,604)	(51,035)	(2,142,277)
Interest income	11,437	22,137	15	33,589
Share of profit from investment in an associated company	-	-	81,009	81,009
Segment assets	<u>76,272,044</u>	<u>89,300,785</u>	<u>2,593,350</u>	<u>168,166,179</u>
Segment assets include:				
Additions to property, plant and equipment	4,876,749	277,127	-	5,153,876
Additions to right-of-use assets	4,000,524	2,385,147	-	6,385,671
Segment liabilities	<u>18,315,615</u>	<u>14,759,421</u>	<u>504,542</u>	<u>33,579,578</u>

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (Continued)

4. Segment and Revenue Information (Continued)

4.2 Disaggregation of Revenue

	Manufacturing Business (RM)	Dealership Business (RM)	Other (RM)	Total (RM)
6 months ended 30 September 2024:				
Types of goods or services:				
Sales of NVH components and other non-				
NVH components	40,915,984	-	-	40,915,984
Sales of automobiles	-	136,180,911	-	136,180,911
After-sales automobile services	-	12,526,605	-	12,526,605
Incentives received from distributors	-	2,709,429	-	2,709,429
Handling fees	-	621,504	-	621,504
Agency fee income	-	486,566	-	486,566
Total revenue	<u>40,915,984</u>	<u>152,525,015</u>	<u>-</u>	<u>193,440,999</u>
Timing of revenue recognition:				
At a point in time	<u>40,915,984</u>	<u>152,525,015</u>	<u>-</u>	<u>193,440,999</u>
Total revenue	<u>40,915,984</u>	<u>152,525,015</u>	<u>-</u>	<u>193,440,999</u>
6 months ended 30 September 2023:				
Types of goods or services:				
Sales of NVH components and other non-				
NVH components	35,608,070	-	-	35,608,070
Sales of automobiles	-	167,823,570	-	167,823,570
After-sales automobile services	-	11,210,741	-	11,210,741
Incentives received from distributors	-	1,616,215	-	1,616,215
Handling fees	-	872,123	-	872,123
Agency fee income	-	525,088	-	525,088
Total revenue	<u>35,608,070</u>	<u>182,047,737</u>	<u>-</u>	<u>217,655,807</u>
Timing of revenue recognition:				
At a point in time	<u>35,608,070</u>	<u>182,047,737</u>	<u>-</u>	<u>217,655,807</u>
Total revenue	<u>35,608,070</u>	<u>182,047,737</u>	<u>-</u>	<u>217,655,807</u>

No geographical information has been prepared as the Group's businesses are in Malaysia.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (Continued)

5. Financial Assets and Financial Liabilities

	Group		Company	
	As at		As at	
	30-Sep-24	31-Mar-24	30-Sep-24	31-Mar-24
	RM	RM	RM	RM
Financial Assets				
Cash and cash equivalents	22,158,277	15,758,153	418,212	214,648
Trade and other receivables	23,169,608	27,476,258	1,794	1,794
Receivables from subsidiary corporations	-	-	933,336	1,544,141
Financial assets, at FVPL	177,560	177,560	-	-
	45,505,445	43,411,971	1,353,342	1,760,583
Financial Liabilities				
Trade and other payables	(30,559,700)	(30,431,647)	(282,593)	(355,914)
Borrowings	(69,863,950)	(67,910,676)	(525,000)	(1,535,600)
Lease liabilities	(26,957,629)	(28,394,742)	-	-
	(127,381,279)	(126,737,065)	(807,593)	(1,891,514)

6. Profit Before Taxation

6.1 Significant Items

	Group		Increase/ (Decrease) %
	Six Months Ended		
	30-Sep-24	30-Sep-23	
	RM	RM	
Interest income	134,282	33,589	299.8
Financial lease interest income	11,441	-	100.0
Commission received	279,982	158,167	77.0
Rental income	64,400	159,600	(59.6)
Realised currency exchange gain – net	492,153	15,259	N.M
(Loss)/Gain on disposal of property, plant and equipment	(30,880)	99,735	N.M
Gain on disposal of right-of-use assets	-	89,806	(100.0)
Sales commission	(3,209,413)	(3,254,548)	(1.4)
Rental expenses on short-term leases	(144,488)	(325,312)	(55.6)
Salary, wages, allowances and bonus	(7,055,001)	(6,146,383)	14.8
Directors' remuneration	(2,047,716)	(1,968,507)	4.0
Entertainment expenses	(388,060)	(601,877)	(35.5)
Security charges	(292,540)	(235,334)	24.3
Depreciation of property, plant and equipment	(2,616,434)	(2,429,695)	7.7
Depreciation of right-of-use assets	(3,043,979)	(2,638,320)	15.4
Amortisation of intangible assets	-	(276,212)	(100.0)
Interest on borrowings	(2,135,480)	(1,617,706)	32.0
Interest on lease liabilities	(518,081)	(524,571)	(1.2)

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (Continued)

7. Taxation

The Group calculates the period income tax expense using the tax rate that would be applicable to the expected total annual earnings. The major components of income tax expense in the condensed interim consolidated statement of comprehensive income are:

	Group	
	Six Months Ended	
	30-Sep-24	30-Sep-23
	RM	RM
Current Income Tax		
- Current financial period	2,313,948	1,577,457
Deferred Income Tax		
- Current financial period	-	(66,292)
	<u>2,313,948</u>	<u>1,511,165</u>

8. Intangible Assets

	Group			
	Goodwill	Customer	License	Total
	RM	Relationship	RM	RM
	RM	RM	RM	RM
At 31 March 2024				
Cost	376,541	98,909	3,878,545	4,353,995
Accumulated amortisation	-	(98,909)	(3,878,545)	(3,977,454)
Net book value	<u>376,541</u>	<u>-</u>	<u>-</u>	<u>376,541</u>
Six Months Ended				
30 September 2024				
Opening net book amount	376,541	-	-	376,541
Amortisation charge	-	-	-	-
Closing net book amount	<u>376,541</u>	<u>-</u>	<u>-</u>	<u>376,541</u>
At 30 September 2024				
Cost	376,541	98,909	3,878,545	4,353,995
Accumulated amortisation	-	(98,909)	(3,878,545)	(3,977,454)
Net book value	<u>376,541</u>	<u>-</u>	<u>-</u>	<u>376,541</u>

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (Continued)

8. Intangible Assets (Continued)

8.1 Goodwill Impairment

The goodwill of RM376,541 is allocated to the Dealership business where the operations are held in Malaysia.

In assessing whether an impairment is required, the carrying amount of the Cash Generating Unit (“CGU”) is compared with its recoverable amount. The recoverable amount of the CGU was determined based on value-in-use. The value-in-use is determined based on financial budgets approved by management covering a five-year period using the growth rate stated below.

	Dealership business	
	30-Sep-24	31-Mar-24
	%	%
Growth rate ⁽¹⁾	5.0 - 10.0	5.0 - 10.0
Discount rate ⁽²⁾	15.4	15.1

⁽¹⁾ Revenue growth rate used for extrapolation of future revenue for the five-year period

⁽²⁾ Pre-tax discount rate applied to pre-tax cash flow projection

These assumptions were used for the analysis of the CGU. The management estimates discount rate using pre-tax rates that reflect current market assessments of the time value of money and the risks specific to the CGU. The growth rate is based on past performance and expectations on market development.

Based on the five-year projected cash flow, the recoverable amount of the CGU exceed its carrying amount. If the management’s estimated growth rate used in the value-in-use calculation for this CGU had declined by 1%, or the estimated pre-tax discount rate applied to the discounted cash flows for this CGU had been raised to 17% (31 March 2024: 15%), the recoverable amount of the CGU would equal to the carrying amount.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (Continued)

9. Property, Plant and Equipment

During the six months period ended 30 September 2024, the Group acquired assets amounting to RM8,134,114 (30 September 2023: RM5,153,876) and disposed of assets amounting to RM144,718 (30 September 2023: RM1,370,338).

10. Borrowings

	As at 30-Sep-24			As at 31-Mar-24		
	Secured RM	Unsecured RM	Total RM	Secured RM	Unsecured RM	Total RM
Amount repayable in one year or less, or on demand	19,513,129	-	19,513,129	18,474,497	-	18,474,497
Amount repayable after one year	50,350,821	-	50,350,821	49,436,179	-	49,436,179
Total Borrowings	<u>69,863,950</u>	<u>-</u>	<u>69,863,950</u>	<u>67,910,676</u>	<u>-</u>	<u>67,910,676</u>

Details of Collaterals

As at 30 September 2024, the Group's borrowings were secured by:

- Joint and Several Guarantee by certain directors of subsidiary corporations.
- Pledged of the Group's fixed deposits.
- Corporate guarantee by the Company and certain subsidiary corporations.
- First party and first legal charge over the Group's leasehold land and buildings.
- Fixed and floating charge on all present and future assets of the Group including the inventories financed by the banks.
- Specific debenture on certain property, plant and equipment of the Group.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (Continued)

11. Trade and Other Receivables

	Group		Company	
	As at		As at	
	30-Sep-24 RM	31-Mar-24 RM	30-Sep-24 RM	31-Mar-24 RM
Non-current				
Finance lease receivable	315,519	470,577	-	-
Current				
Trade receivables				
- Non-related parties	19,618,485	23,972,029	-	-
Other receivables				
- Non-related parties	556,259	599,081	-	-
- Subsidiary corporations	-	-	933,336	1,544,141
- GST receivable	27,531	13,001	27,531	13,001
- Staff loans	187,562	144,457	-	-
	771,352	756,539	960,867	1,557,142
Advance payments to suppliers	2,367,471	4,219,382	-	-
Deposits	2,186,762	1,992,592	1,794	1,794
Finance lease receivable	305,021	297,522	-	-
Prepayments	1,321,393	1,422,941	28,822	53,917
	<u>26,570,484</u>	<u>32,661,005</u>	<u>991,483</u>	<u>1,612,853</u>
	<u>26,886,003</u>	<u>33,131,582</u>	<u>991,483</u>	<u>1,612,853</u>

The other receivables from subsidiary corporations and staff loans are unsecured, interest free and repayable on demand.

Advance payments to suppliers relate to payment made in advance for the acquisition of tools and machinery.

The finance lease receivable relates to a sub-lease which was classified as finance lease.

11.1 Trade Receivables Aging

	Group	
	As at	
	30-Sep-24 RM	31-Mar-24 RM
Current	17,258,971	23,786,423
<i>Trade receivables days past due:</i>		
1 – 30 days	1,358,120	140,802
31 – 60 days	275,944	2,069
61 – 90 days	598,843	15,946
91 – 120 days	44,883	9,421
121 – 150 days	7,430	489
More than 150 days	74,294	16,879
	<u>19,618,485</u>	<u>23,972,029</u>

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (Continued)

12. Trade and Other Payables

	Group		Company	
	As at		As at	
	30-Sep-24 RM	31-Mar-24 RM	30-Sep-24 RM	31-Mar-24 RM
Trade payables – non-related parties	23,484,564	22,959,386	-	-
Other payables				
- Non-related parties	1,714,159	2,183,274	-	-
- Directors	-	121,044	-	121,044
	1,714,159	2,304,318	-	121,044
Accruals for operating expenses	5,360,977	5,167,943	282,593	234,870
Advances from customers	1,274,271	1,057,145	-	-
Deferred income	1,648,704	1,748,704	-	-
	33,482,675	33,237,496	282,593	355,914

The other payables to directors are unsecured, interest-free and repayable on demand.

Included in the deferred income is an amount of RM265,000 (31 March 2024: RM265,000) for Business Development Fund received from a non-related party for the purpose of workshop establishment and funds for marketing and sales effort.

The remaining balance of deferred income relates to advance billings to customer for development of tooling, moulds and related products that had yet to be delivered as at the end of the reporting period. The transaction price allocated to the unsatisfied performance obligation as of 30 September 2024 will be recognise as revenue according to the future automotive parts to be delivered to the customers.

13. Share Capital

	Group		Company	
	No. of ordinary shares Unit	Amount RM	No. of ordinary shares Unit	Amount RM
	At 30 September 2024			
Beginning and end of financial period	<u>119,523,315</u>	<u>37,356,382</u>	<u>119,523,315</u>	<u>37,356,382</u>
At 31 March 2024				
Beginning and end of financial year	<u>119,523,315</u>	<u>37,356,382</u>	<u>119,523,315</u>	<u>37,356,382</u>

All issued ordinary shares are fully paid. There is no par value for these ordinary shares.

Fully paid ordinary shares carry one vote per share and carry a right to dividends as and when declared by the Company.

NOTES TO THE CONDENSED INTERIM CONSOLIDATED FINANCIAL STATEMENTS (Continued)

13. Share Capital (Continued)

There were no treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

14. Earnings Per Share

	<u>Group</u>	
	<u>Six Months Ended</u>	
	<u>30-Sep-24</u>	<u>30-Sep-23</u>
Total comprehensive income, representing net profit attributable to equity holders of the Company (RM)	5,473,226	3,229,479
Weighted average number of Shares	119,523,315	119,523,315
Earnings per Share ("EPS") - basic and diluted (Sen)	4.58	2.70

Note:

The basic and diluted EPS of the Group for the respective financial period are the same as there were no outstanding convertibles. The basic and diluted EPS was calculated based on the weighted average number of ordinary shares in issue for the respective financial period.

15. Net Asset Value

	<u>Group</u>		<u>Company</u>	
	<u>As at</u>		<u>As at</u>	
	<u>30-Sep-24</u>	<u>31-Mar-24</u>	<u>30-Sep-24</u>	<u>31-Mar-24</u>
Net Asset Value ("NAV") per Share (Sen)	49.45	43.08	23.10	22.55
Equity Attributable to Owners of the Company (RM)	59,104,171	51,495,598	27,615,484	26,949,369
Number of Shares used in computation of NAV per Share	119,523,315	119,523,315	119,523,315	119,523,315

16. Subsequent Events

There are no known subsequent events which have led to adjustments to this set of condensed interim consolidated financial statements.

OTHER INFORMATION REQUIRED BY APPENDIX 7C OF THE CATALIST RULES

1. In the case of Q1, Q2 and Q3 announcements, issuers may present the following statements in any format provided that the same format is used for each quarter. In the case of half-year and full year announcements, issuers must present the following statements in the form presented in the issuer's most recently audited annual financial statements:

- (d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, subdivision, consolidation, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State the number of shares that may be issued on conversion of all the outstanding convertibles, if any, against the total number of issued shares excluding treasury shares and subsidiary holdings of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year. State also the number of shares held as treasury shares and the number of subsidiary holdings, if any, and the percentage of the aggregate number of treasury shares and subsidiary holdings held against the total number of shares outstanding in a class that is listed as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

	Number of Ordinary Shares
As at 31 March 2024 / 30 September 2024	<u>119,523,315</u>

There were no outstanding convertibles, treasury shares or subsidiary holdings at the end of the current financial period, the last financial period reported on, and as at the end of the corresponding period of the immediately preceding financial year.

- (d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

	Number of Ordinary Shares	
	As at	
	30-Sep-24	31-Mar-24
Total number of issued shares excluding treasury shares	119,523,315	119,523,315

There were no treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

- (d)(iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

Not applicable as the Company did not have any treasury shares as at 31 March 2024 and 30 September 2024.

- (d)(v) A statement showing all sales, transfers, cancellation and/or use of subsidiary holdings as at the end of the current financial period reported on.

Not applicable as the Company did not hold any subsidiary holdings as at 31 March 2024 and 30 September 2024.

OTHER INFORMATION REQUIRED BY APPENDIX 7C OF THE CATALIST RULES (Continued)

2. **Whether the figures have been audited or reviewed and in accordance with which auditing standard or practice.**

The figures have not been audited or reviewed by the Company's auditors.

3. **Where the figures have been audited or reviewed, the auditors' report (including any modifications or emphasis of a matter).**

Not applicable.

- 3A. **Where the latest financial statements are subject to an adverse opinion, qualified opinion or disclaimer of opinion:**

- (a) **Updates on the efforts taken to resolve each outstanding audit issue.**

Not applicable.

- (b) **Confirmation from the Board that the impact of all outstanding audit issues on the financial statements have been adequately disclosed.**

Not applicable.

8. **A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:**

- (a) **any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and**
(b) **any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.**

Review of Group's Financial Performance

Revenue

Revenue decreased by approximately RM24.21 million or 11.1% from RM217.66 million in the first half financial period ended 30 September 2023 ("**1H2024**") to RM193.44 million in the first half financial period ended 30 September 2024 ("**1H2025**").

Manufacturing Business

Revenue from manufacturing business increased by RM5.31 million or 14.9% from RM35.61 million in 1H2024 to RM40.92 million in 1H2025. The increase was primarily driven by the launch of new models in the market, resulting in heightened sales demand from customers and a rise in sales orders for existing models.

Dealership Business

Revenue from dealership business decreased by RM29.52 million or 16.2% from RM182.05 million in 1H2024 to RM152.53 million in 1H2025. The decrease is mainly due to a drop in sales of automobiles during this period, reflecting softer market demand.

OTHER INFORMATION REQUIRED BY APPENDIX 7C OF THE CATALIST RULES (Continued)

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:
- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
 - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

Review of Group's Financial Performance (Continued)

Cost of Sales

Cost of sales decreased by approximately RM28.11 million or 14.3% from RM196.09 million in 1H2024 to RM167.97 million in 1H2025.

Manufacturing Business

Cost of sales from manufacturing business increased by RM2.52 million from RM27.07 million in 1H2024 to RM29.59 million in 1H2025. The increase is attributable to the increase in revenue as mentioned above.

Dealership Business

Cost of sales from dealership business decreased by RM30.64 million from RM169.02 million in 1H2024 to RM138.38 million in 1H2025. The decrease is attributable to the decrease in revenue as mentioned above.

Gross Profit and Gross Profit Margin

The Group's gross profit had increased by approximately RM3.90 million or 18.1% from RM21.57 million in 1H2024 to RM25.47 million in 1H2025. The increase was due to an increase in gross profit from manufacturing business of approximately RM2.78 million from RM8.54 million in 1H2024 to RM11.32 million in 1H2025 and dealership business gross profit also increased by approximately RM1.12 million from RM13.03 million in 1H2024 to RM14.15 million in 1H2025.

Overall gross profit margin increased by approximately 3.3 percentage points from 9.9% in 1H2024 to 13.2% in 1H2025. The gross profit margin of dealership business increased by 2.1 percentage points from 7.2% in 1H2024 to 9.3% in 1H2025. This was mainly due to the significant decrease in revenue from sales of automobiles from RM167.82 million in 1H2024 to RM136.18 million in 1H2025. As automobile sales typically yield a lower gross profit margin compared to after-sales services, the shift in revenue composition towards these higher-margin after-sales services contributed positively to the overall gross profit margin. The gross profit margin of manufacturing business increased by 3.7 percentage points from 24.0% in 1H2024 to 27.7% in 1H2025 mainly due to the internal cost control measures and an increased supply of higher-margin products.

Other Income

Other income decreased by approximately RM0.11 million or 16.9% from RM0.68 million in 1H2024 to RM0.56 million in 1H2025. The decrease was mainly due to absence of gain on disposal property, plant and equipment and gain on disposal of right-of-use assets, decrease in storage service income by RM0.05 million and rental income by RM0.10 million in 1H2025 as compared to 1H2024. The decrease was offset by the increase in bank interest income by RM0.11 million and commission received from principal by RM0.12 million.

OTHER INFORMATION REQUIRED BY APPENDIX 7C OF THE CATALIST RULES (Continued)

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:
- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
 - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

Review of Group's Financial Performance (Continued)

Other Gains, Net

Other gains increased by approximately RM0.45 million from RM0.01 million in 1H2024 to RM0.46 million in 1H2025. This was mainly due to 1H2025 recorded a much higher realised forex gain from payment to suppliers.

Selling and Distribution Expenses

Selling and distribution expenses increased by approximately RM0.15 million or 3.5% from RM4.41 million in 1H2024 to RM4.56 million in 1H2025. This was mainly due to an increase in advertisement expenses by RM0.10 million, salary expenses by RM0.07 million and rental expense amounting to RM0.07 million. The increase was offset by decrease in travelling and accommodation expenses by RM0.04 million and sales commission by RM0.05 million.

Administrative Expenses

Administrative expenses increased by approximately RM0.41 million from RM10.97 million in 1H2024 to RM11.38 million in 1H2025. This was mainly due to the increase in (i) depreciation expenses by RM0.13 million, (ii) professional fees by RM0.31 million, (iii) directors' remunerations by RM0.08 million, (iv) insurance expenses by RM0.07 million, (v) security fee expenses by RM0.06 million. The increase was offset by decrease in entertainment expenses by RM0.20 million and bank charges by RM0.04 million.

Finance Expenses

Finance expense increased by approximately RM0.51 million or 23.9% from RM2.14 million in 1H2024 to RM2.65 million in 1H2025. This was mainly due to the increase in term loan interests by RM0.44 million and floor stock interests by RM0.07 million.

Profit Before Tax

As a result of the aforementioned, the Group recorded profit before tax of RM7.95 million in 1H2025 which included share of profit of an associated company amounting to RM0.05 million, compared to profit before tax of RM4.82 million in 1H2024 with share of profit of an associated company of RM0.08 million.

OTHER INFORMATION REQUIRED BY APPENDIX 7C OF THE CATALIST RULES (Continued)

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:
- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and
 - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

Review of Group's Financial Position

Current assets

Current assets had increased by approximately RM6.84 million or 7.9% from RM87.08 million as at 31 March 2024 to RM93.93 million as at 30 September 2024. Inventories had increased by approximately RM6.67 million to stock up inventories to accommodate for sales in the following months. Cash and cash equivalents had also increased by approximately RM6.40 million with cash generated from operations. The increase is offset by the decrease in trade and other receivable by RM6.09 million due to collection received. Tax recoverable had also decreased by RM0.14 million.

Non-current assets

Non-current assets increased by approximately RM3.27 million or 3.3% from RM100.01 million as at 31 March 2024 to RM103.28 million as at 30 September 2024. The increase was primarily due to increase in property, plant and equipment by approximately RM5.34 million from RM35.61 million as at 31 March 2024 to RM40.95 million as at 30 September 2024 as a result of acquisition of new tools, moulds, and machinery for new projects within the manufacturing business.

Current liabilities

Current liabilities had increased by approximately RM2.39 million or 4.2% from RM57.10 million as at 31 March 2024 to RM59.49 million as at 30 September 2024. This was mainly due to the increase in borrowings by RM1.04 million for the additional drawdown of term loan facilities during the financial period, income tax liabilities by RM1.08 million, trade and other payables by RM0.24 million and lease liabilities by RM0.03 million.

Non-current liabilities

Non-current liabilities had decreased by approximately RM0.55 million or 0.7% from RM76.92 million as at 31 March 2024 to RM76.37 million as at 30 September 2024. The decrease was mainly due to decrease in lease liabilities by RM1.47 million, offset by increase in non-current borrowings by RM0.91 million due to drawdown of term loan facilities during the financial period.

Equity

The increase in equity of approximately RM8.28 million from RM53.08 million as at 31 March 2024 to RM61.35 million as at 30 September 2024 was mainly due to the total comprehensive income generated during the financial period amounting to RM5.63 million, addition in capital reserve in relation to the disposal of 3.20% stake in Menang Nusantara Sdn Bhd to Hirovani Co., Ltd amounting to RM3.20 million, offset by interim dividend paid during the financial period amounting to RM0.55 million.

OTHER INFORMATION REQUIRED BY APPENDIX 7C OF THE CATALIST RULES (Continued)

8. **A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:**
- (a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and**
 - (b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.**

Review of Group's Cash Flows

The Group recorded net cash generated from operating activities of approximately RM14.91 million mainly due to the operating profit before changes in working capital of RM16.10 million, decrease in trade and other receivables by RM6.25 million, increase in inventories and trade and other payables by RM6.67 million and RM0.33 million respectively. The Group had paid income tax amounting to RM1.10 million to Inland Revenue Board in Malaysia based on the estimated tax payable on monthly instalments.

The Group recorded net cash used in investing activities of approximately RM4.78 million mainly due to the additions to property, plant and equipment totalling RM8.13 million, addition in right-of-use assets totalling RM0.10 million. These were partially offset by the proceeds from the disposal of property, plant and equipment amounting to RM0.11 million, proceeds from disposal of interest in subsidiary amounting to RM3.20 million as well as the interest received from financial institutions amounting to RM0.15 million.

The Group recorded net cash used in financing activities amounting to RM4.09 million due to (i) additional fixed deposits pledged amounting to RM0.54 million, (ii) repayment of bank borrowings of approximately RM1.50 million, (iii) repayment of lease liabilities including finance lease of approximately RM2.48 million, (iv) interest paid of approximately RM2.65 million and (v) dividend paid amounting to RM0.55 million. These were partially offset by the drawdown of bank borrowings amounting to RM3.64 million during the financial period.

OTHER INFORMATION REQUIRED BY APPENDIX 7C OF THE CATALIST RULES (Continued)

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.

No specific forecast or prospect statement has been previously disclosed to shareholders.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

According to the press release by Bank Negara Malaysia (“BNM”) on 16 August 2024 under the subject of Economic and Financial Developments in Malaysia in the Second Quarter of 2024, the Malaysian economy displayed a strong economic growth of 5.9% in the second quarter driven by stronger domestic demand and further expansion in exports. Inflation edged slightly higher to 1.9% and is expected to edge higher in second half 2024 mainly due to the rationalisation of diesel subsidy. However, the impact will remain manageable given mitigation measures by the Government to minimise cost impact to businesses and the upside risks to inflation depend on the extent of the spillover effects from further domestic policy measures on subsidies and price controls to broader price. The banks continue to lend with credit growth to the private non-financial sector increased to 5.4% and demand for household loans remained forthcoming, particularly for mortgages.

The Malaysian Automotive Association (“MAA”) had via its press release on 16 July 2024 revised its forecasted Total Industry Volume (“TIV”) for calendar year 2024 to 765,000 units as compared to its original forecast of 740,000 in view of the resilient domestic economy, BNM’s decision to maintain the OPR at 3%, healthy backlog orders, new players and more new models launches and continuation of aggressive promotional strategies with value added services and more options to customers. MAA further reported in its press release on 19 September 2024, the 8 months August 2024 calendar year-to-date total sales of new passenger and commercial vehicles in Malaysia was 533,301 units as compared to the 8 months August 2023 calendar year-to-date totalling 503,783 units. MAA also reported on the total passenger and commercial vehicles produced and assembled in Malaysia for the 8 months August 2024 calendar year-to-date was 536,313 units as compared to the 8 months August 2023 calendar year-to-date totalling 497,309 units.

The Malaysian economy is expected to face challenges due to inflationary pressures, persistent geopolitical tensions, and slower global growth. Additionally, vehicle sales in the country are being affected by the increasing presence of Chinese-made vehicles in the market. The growing presence of Chinese-made vehicles in the Malaysian market presents both a potential threat and an opportunity for the Group. While increased competition may affect local vehicle sales, it also opens up possibilities for partnerships and innovation within the automotive industry.

During 1H2025, the Company’s subsidiaries namely MJN Automart Sdn Bhd, MN Otomart Sdn Bhd and MN Wheels Sdn Bhd have secured a letter of intent from Jetour Automobile Malaysia Sdn Bhd, a letter of appointment from Great Wall Motor Sales Malaysia Sdn Bhd and a letter of offer from Mitsubishi Motors Sdn Bhd to become the authorised 3S / 4S dealer for the brands JETOUR, GWM and MITSUBISHI MOTORS respectively, all of which is expected to commence operations in the second half of the financial year ending 31 March 2025. The Company had also withdrawn from the PROTON dealership with effect from 1 November 2024.

While the automotive industry is expected to experience some headwinds, the Board remains cautiously optimistic, acknowledging that these new dealership ventures may help mitigate potential impacts on the Group’s overall performance for the financial year ending 31 March 2025.

OTHER INFORMATION REQUIRED BY APPENDIX 7C OF THE CATALIST RULES (Continued)

11. If a decision regarding dividend has been made:

(a) Whether an interim (final) ordinary dividend has been declared (recommended);

Yes. The Board has declared an interim dividend of 0.30 Sen per ordinary share after considering the financial performance of the Group for the current financial period and cash conservation for expansion and other opportunities.

Name of dividend	Interim dividend
Dividend type	Cash
Dividend amount per share (in Malaysian Sen)	0.30 Sen per ordinary share
Tax rate	Tax exempt (one tier)

(b) Previous corresponding period, cents;

Name of dividend	Interim dividend
Dividend type	Cash
Dividend amount per share (in Malaysian Sen)	0.40 Sen per ordinary share
Tax rate	Tax exempt (one tier)

(c) Whether the dividend is before tax, net of tax or tax exempt. If before tax or net of tax, state the tax rate and the country where the dividend is derived. (If the dividend is not taxable in the hands of shareholders, this must be stated);

Tax exempt.

(d) The date the dividend is payable;

13 December 2024.

(e) the date on which Registrable Transfers received by the company (up to 5.00 pm) will be registered before entitlements to the dividend are determined.

29 November 2024.

12. If no dividend has been declared (recommended), a statement to that effect and reason(s) for the decision.

Not applicable.

13. If the group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

The Company has not obtained an IPT mandate and there was no discloseable IPT during the current reporting period.

OTHER INFORMATION REQUIRED BY APPENDIX 7C OF THE CATALIST RULES (Continued)

14. Negative confirmation pursuant to the Rule 705(5)

We, Wong Keat Yee and Wong Sai Hou, being directors of the Company (“Directors”), hereby confirm on behalf of the board of Directors that, to the best of the Directors’ knowledge, nothing has come to the attention of the board of Directors which may render the unaudited consolidated financial statements of the Group for the six months ended 30 September 2024 to be false or misleading in any material aspect.

On behalf of the board of Directors,

Wong Keat Yee
Executive Chairwoman

Wong Sai Hou
Executive Director and CEO

15. Confirmation that the issuer has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1).

The Company has procured undertakings from all its directors and executive officers (in the format set out in Appendix 7H) under Rule 720(1) of the Catalist Rules.

16. Disclosure of acquisition (including incorporations) and sale of shares under Catalist Rule 706A

On 22 July 2024, the Company via its 100%-owned direct subsidiary in Malaysia, MeMG Pte. Ltd. (“MEMG”), had completed a disposal of minority stake in Menang Nusantara Sdn. Bhd. (“MNSB”) by reducing the shareholding from 100% to 96.8% through the disposal of 48,000 shares representing approximately 3.2% of the total issued shares of MNSB to Hirotani Co., Ltd. (“Hirotani”). The total consideration for the disposal is RM3,195,360, paid fully in cash on the completion of the disposal. The value of the consideration was arrived at on a willing buyer and willing seller basis after arm’s length negotiations, taking into account, amongst others, the financial position of MNSB. Please refer to the announcements dated 8 July 2024 and 22 July 2024 for further details.

Save as disclosed above, there is no other acquisition and/or sale of shares in any subsidiaries or associated companies of the Group during 1H2025.

BY ORDER OF THE BOARD

Wong Keat Yee
Executive Chairwoman

11 November 2024