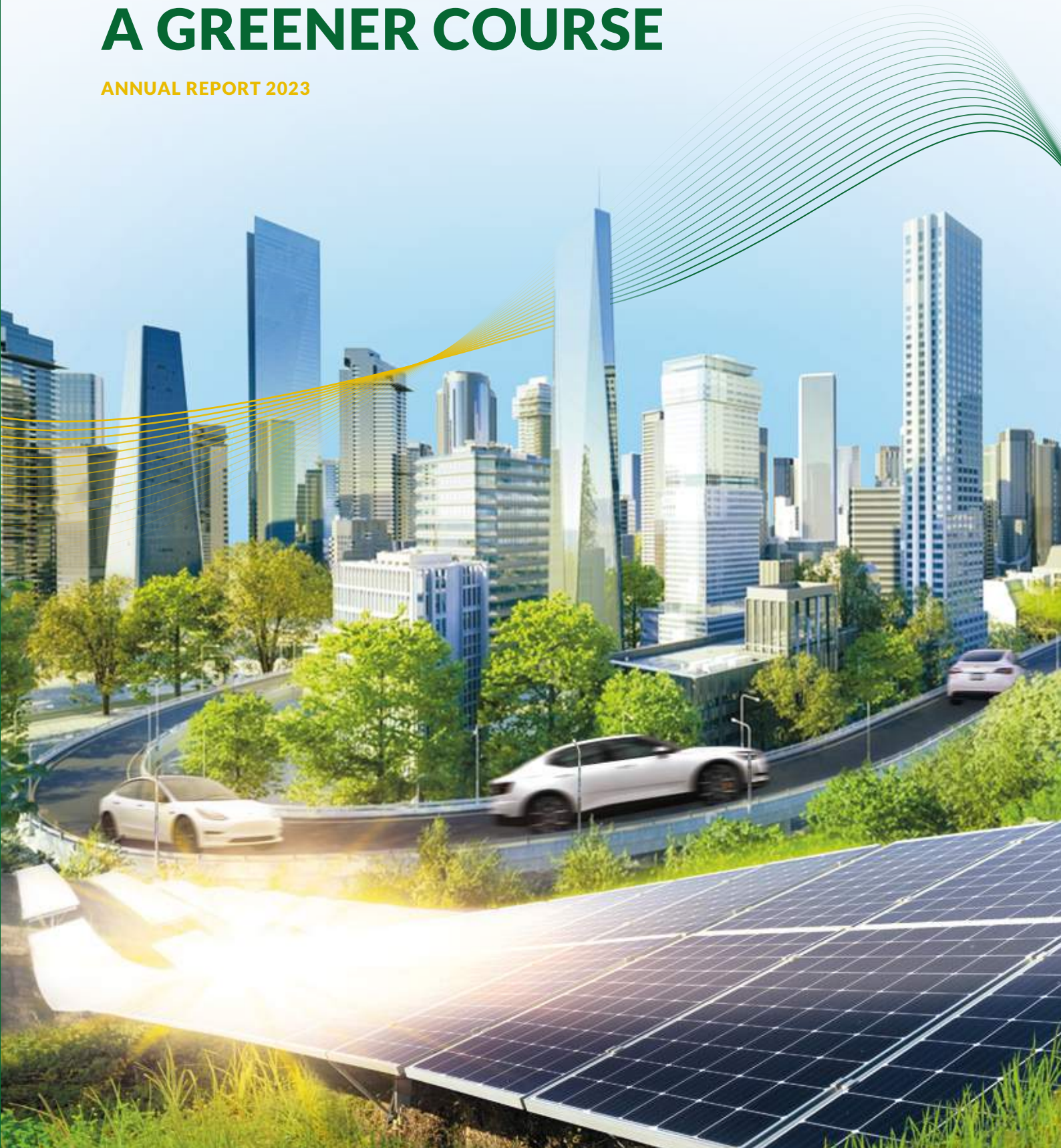
SAMAIDEN

SAMAIDEN GROUP BERHAD

201901037874 (1347204-V)

CHARTING A GREENER COURSE

ANNUAL REPORT 2023



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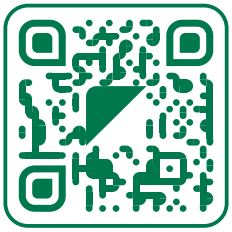
TO ACCESS SAMAIDEN ANNUAL REPORT ONLINE

Visit https://samaiden.com.my/investor-centre-report/ or scan the QR code in right with QR scanner.



ABOUT US

The foundation of our principal subsidiary, Samaiden Sdn Bhd, in 2013 marked the inception of what has evolved into Samaiden Group Berhad ("Samaiden" or "the Group"). Samaiden has further solidified its presence by becoming a company listed on Bursa Malaysia's Main Market in 2023.

In response to the growing concerns about environmental sustainability, we have progressively expanded our portfolio and investments in clean energy initiatives. Today, we have transformed into a comprehensive clean energy services and solutions provider, with our primary focus on the Engineering, Procurement, Construction, and Commissioning ("EPCC") of clean energy projects. These projects encompass a wide range of technologies, including Solar Photovoltaic ("PV") systems, Biomass and Biogas systems, Battery Energy Storage Systems ("BESS"), Mini Hydro, Waste-to-Energy solutions and much more.

Beyond our EPCC services, we play a pivotal role in delivering sustainable energy solutions. This includes providing clean energy and environmental consulting services, ensuring that our projects adhere to the highest standards of sustainability and environmental responsibility. Additionally, we offer comprehensive operations and maintenance services to ensure the continued efficiency and longevity of the energy projects we support.

As part of our long-term revenue strategy and commitment to sustainable growth, Samaiden also takes ownership and invests in clean energy assets and power plants. This strategic approach contributes to the diversification of our business and also aligns with our overarching goal of building a sustainable enterprise that actively contributes to a cleaner and more environmentally responsible future.

Amidst the paramount challenges facing our world, the specters of global warming and climate change have ignited a transformative shift across all sectors, propelling the universal pursuit of carbon neutrality. The moment for transformation is upon us, as the relentless advancement and application of renewable energies take center stage in the monumental energy transition.

Hand in hand with our esteemed clients, individuals, and valued stakeholders, Samaiden embarks on a resolute mission to fuel the flames of sustainability aspirations.

VISION

We strive to be the game-changing Total Services and Solutions Provider in Clean Energy and Environmental Services

MISSION

We seek to provide the best Clean Energy solutions by fully committing to delivering the best quality services at an affordable price while ensuring customer satisfaction

CORE VALUES SAM

S — SUSTAINABILITY

We provide innovative products and services that protect the environment for today and future generations.

A — ACCOUNTABILITY

We ensure that every project undertaken is delivered at the highest quality and adheres to all sets of rules and regulations.

M — MEANINGFUL

We demonstrate good interactions and experiences throughout our entire customer journey.

AWARDS AND RECOGNITIONS

2023
Malaysia Book of Records: for building the "Largest Solar Rooftop by a Single Company"

2022
The Star ESG Positive Impact 2022

2022
IEM Award for Contribution to Engineering Industry in Malaysia 2022

2021
APVIA Awards Photovoltaic Application - Enterprise 2021

2020
Distinguished Representative of 3rd Women In Renewables of the Year Awards 2020 - Woman in Renewables Asia

2018
Malaysia Excellence Business Award 2018

2018
Star Outstanding Business Award 2018 - Best Green Initiative

2018
Star Outstanding Business Award 2018 - Female Entrepreneur of the Year

2018
Star Outstanding Business Award 2018 - Best in CSR

2018
Lang International Corporate Titan Awards 2018

2017
ASEAN Energy Awards 2017

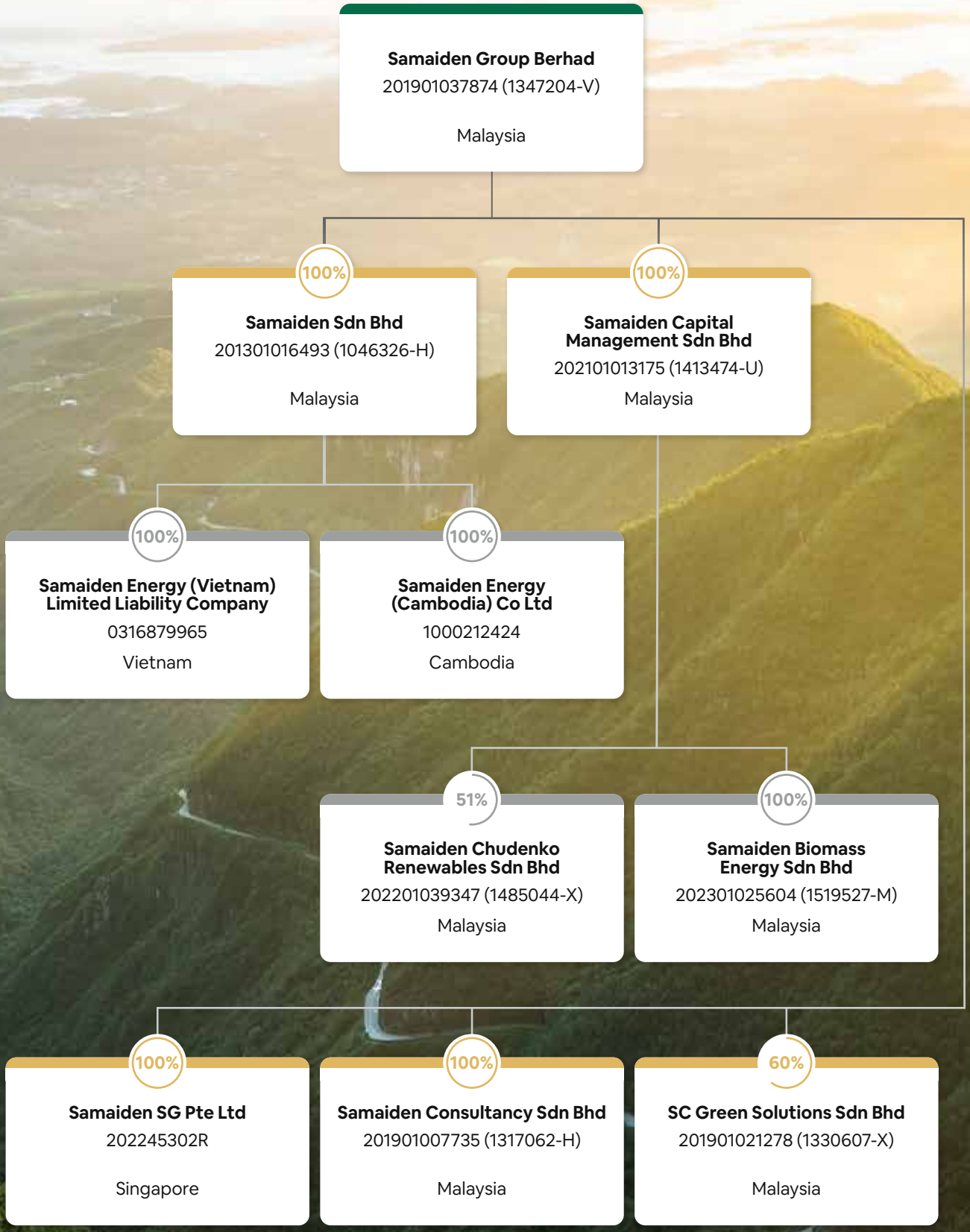
2017
Star Outstanding Business Awards 2017 - Best Green Initiative

2017
Selangor Excellence Business Awards 2017

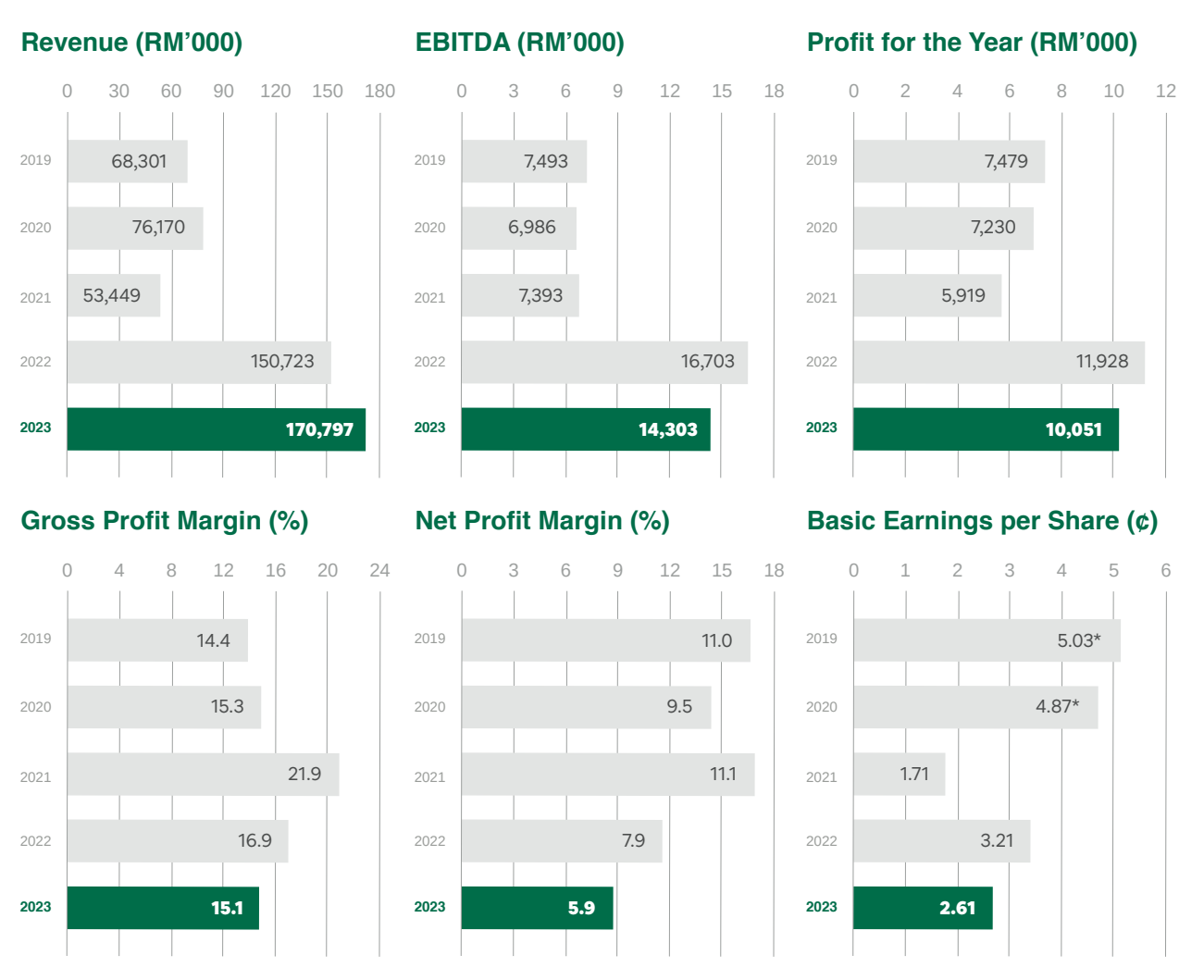
2017
Malaysia International Business Awards 2017

2016
SME 100 Award 2016 - Fast Moving Companies

CORPORATE STRUCTURE



FINANCIAL HIGHLIGHTS



		FYE 2019	FYE 2020	FYE 2021	FYE 2022	FYE 2023
Revenue	(RM'000)	68,301	76,170	53,449	150,723	**170,797**
Earnings before interest, tax, depreciation & amortisation (EBITDA)	(RM'000)	7,493	6,986	7,393	16,703	**14,303**
Profit for the year	(RM'000)	7,479	7,230	5,919	11,928	**10,051**
Gross profit margin	(%)	14.4	15.3	21.9	16.9	**15.1**
Net profit margin	(%)	11.0	9.5	11.1	7.9	**5.9**
Basic earnings per share	(sen)	5.03*	4.87*	1.71	3.21	**2.61**

* Based on the number of shares assumed to be issued before public issue in conjunction with the Company's listing on ACE Market of Bursa Malaysia Securities Berhad.

GLOBAL **PRESENCES**

CORPORATE **MILESTONES**

2013

- Incorporation of Samaiden Sdn Bhd.
- Secured 4 EPCC projects for solar PV system

2014

- Registered with SEDA as a service provider.
- Secured an EPCC project for solar PV systems with a total capacity of 15kWp for 3 public schools in Selangor.
- Secured an environmental consulting project for a property development project in Kuala Lumpur.

2015

- Secured an EPCC project for a 425 kWp solar PV system for a commercial building, in Kajang, Selangor.
- Secured 2 EPCC projects under the LSS2 programme, one with a 6.80 MWp solar PV power plant in Mersing, Johor. The other with a 13.50 MWp solar PV power plant in Kluang, Johor.
- Registered with the Ministry of Finance Malaysia as a company providing green technology services and the supply of power generation equipment and related parts.
- Registered with CIDB as a G7 contractor.

2017

- Acquired our previous head office located at Sunway Nexis, Selangor.
- Secured the first end-to-end EPCC project for a utility scale solar PV power plant under the LSS1 programme with a capacity of 23.70 MWp in Seberang Perai.

- Obtained the rights to use the "MyHIJAU" Mark from Malaysian Green Technology And Climate Change Centre.

2018

- Incorporation of Samaiden Consultancy Sdn Bhd and SC Green Solutions Sdn Bhd.
- Registered as a solar PV investor under the NEM programme with SEDA.
- Registered as Electrical Contractor with the Energy Commission Malaysia.

2019

CORPORATE **MILESTONES**

2020

- Listed on the ACE Market of Bursa Malaysia Securities Berhad.
- Secured a 1.2MWac biogas development project in Bachok, Kelantan.
- Secured an EPCC work for a 10MWac biomass power plant.

2021

- Secured EPCC works for one of the largest rooftop solar project, 39MWp Solar Power Plant in Batu Pahat, Johor.
- Secured 2 EPCC projects under the LSS MENTARI (LSS4) programme namely 14MWp in Nibong Tebal, Penang and 19MWp in Seberang Perai, Penang.
- Incorporation of Samaiden Energy (Vietnam) Limited Liability Company.
- Entered a first Power Purchase Agreement ("PPA") with Sunway Nexis for 531kWp Solar Systems.

2022

- New substantial shareholder – Chudenko Corporation who owns 15.15% stake.
- Secured first EPCC works for ground mounted Self Consumption ("SELCO") project, 13MWp Solar Power Plant in Batang Berjuntai, Selangor.
- Relocated headquarter office with storage capacity to an office-cum-industrial premise located at Nouvelle Industrial Park 2, Kota Damansara, Selangor.
- Set up branch office at Batu Pahat, Johor and Perai, Penang.
- Secured another EPCC project under the LSS MEnTARI (LSS4) programme namely 25MWp in Kamunting, Perak.

2023

- Set up subsidiary in Cambodia & Singapore.
- Transfer listing to Main Market of Bursa Malaysia Securities Berhad.
- First in the industry to complete and commence commercial operation of LSS4 project at Nibong Tebal, Penang.
- Secured largest EPCC contract that worth RM 181 million.
- Recognised by Malaysia Book of Record for building the 'Largest Solar Rooftop By A Single Company' with total capacity of 30.4 MWp.
- Secured very first rooftop solar (PV) EPCC project with total capacity of 2.2 MWp in Cambodia.

CORPORATE INFORMATION

BOARD OF DIRECTORS

Dato' Dr Nadzri Bin Yahaya

Independent Non-Executive Chairman

Ir. Chow Pui Hee

Group Managing Director

Fong Yeng Foon

Executive Director

Lim Poh Seong

Independent Non-Executive Director

Olivia Lim

Independent Non-Executive Director

Ir. Dr Ng Kok Chiang

Independent Non-Executive Director

Audit and Risk Management Committee

Lim Poh Seong (Chairman)
Olivia Lim (Member)
Ir. Dr Ng Kok Chiang (Member)

Remuneration Committee

Ir. Dr Ng Kok Chiang (Chairman)
Lim Poh Seong (Member)
Olivia Lim (Member)

Nominating Committee

Olivia Lim (Chairperson)
Lim Poh Seong (Member)
Ir. Dr Ng Kok Chiang (Member)

Company Secretaries

Fong Sok Yee
(MAICSA 7066501)
(SSM PC No. 202008001180)
Te Hock Wee
(MAICSA 7054787)
(SSM PC No. 202008002124)

Auditors

TGS TW PLT
202106000004
(LLP0026851-LCA)
& AF002345
Unit E-16-2B, Level 16
ICON Tower (East)
No.1 Jalan 1/68F
Jalan Tun Razak
50400 Kuala Lumpur
Tel. No. : (03) 9771 4326
Fax No. : (03) 9771 4327

Share Registrar

Tricor Investor & Issuing House Services Sdn Bhd
Unit 32-01, Level 32
Tower A, Vertical Business Suite, Avenue 3,
Bangsar South, No. 8,
Jalan Kerinchi
59200 Kuala Lumpur
Tel. No. : (03) 2783 9299
Fax No. : (03) 2783 9222

Registered Office

Unit 30-01, Level 30
Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Tel. No. : (03) 2783 9191
Fax No. : (03) 2783 9111

Stock Exchange Listing

Main Market of Bursa Malaysia Securities Berhad
Stock Name : SAMAIDEN
Stock Code : 0223

BOARD OF **DIRECTORS**

1. **Dato' Dr Nadzri Bin Yahaya**
   Independent Non-Executive Chairmaan
2. **Ir. Chow Pui Hee**
   Group Managing Director
3. **Fong Yeng Foon**
   Executive Director
4. **Lim Poh Seong**
   Independent Non-Executive Director
5. **Olivia Lim**
   Independent Non-Executive Director
6. **Ir. Dr Ng Kok Chiang**
   Independent Non-Executive Director

BOARD OF DIRECTORS' PROFILE

Dato' Dr Nadzri Bin Yahaya

Independent Non-Executive Chairman

Age
66

Gender
Male

Nationality
Malaysian

Dato' Dr Nadzri Bin Yahaya was appointed to our Board on 16 December 2019. He had resigned as Chairman of our Remuneration Committee and member of the Audit and Risk Management Committee and Nominating Committee on 30 August 2023, to comply with Practice 1.4 of the Malaysian Code on Corporate Governance whereby the Chairman of the Board should not be a member of the Board Committees.

He graduated in 1982 from Universiti Sains Malaysia with a Bachelor of Science (Honours) in Biology. In 1984, he completed his Diploma in Public Administration from the National Institute of Public Administration ("INTAN"). In 1990, he completed a Certificate of Professional Development for Personnel Management from the University of Connecticut, United States of America. In 1993, he obtained his Master of Arts in Environmental Planning for Developing Countries from the University of Nottingham, United Kingdom. In 2000, he obtained his Doctor of Philosophy ("PhD") from the University of Wales, Cardiff, United Kingdom.

His career started in 1982 as an Assistant Secretary in the Ministry of Health, Malaysia, where he was involved in the establishment of posts in the medical sector before he was posted to the Ministry of Finance as an Assistant Secretary, Administration Division in 1986, where he was responsible for the terms and services of the security forces such as the military, police and Royal Customs. Subsequently, between 1993 and 2004, he held various positions in the Conservation and Environmental Management Division of the Ministry of Science, Technology and Environment including Assistant Director between 1993 and 2000, Principal Assistant Director between 2000 and 2002 and Deputy Director between 2002 and 2004, all of which involved him being responsible for formulating and implementing policies on environmental matters such as pollution control, conservation of biological resources and climate change.

Between 2004 and 2007, he held the position of Deputy Undersecretary in the Conservation and Environmental Management Division of the Ministry of Natural Resources and Environment where he continued his role on the formulation and implementation of policies on environmental matters.

In 2007, he was then posted to the Department of National Solid Waste Management under the Ministry of Housing and Local Government and took up the position as the Director General, where he has in charge of formulating and implementing policies on solid waste and public cleansing management. In 2014, he was appointed as the Deputy Secretary General (Energy) with the Ministry of Energy, Green Technology and Water, where he was responsible for formulating policies regarding energy especially on the utilisation and consumption of electricity. Subsequently in 2016, he was appointed as Deputy Secretary General (Natural Resources Management) in the Ministry of Natural Resources and Environment until he retired in May 2017 where his main role was working on the policies regarding the management of land resources, geospatial, surveying and mapping in the country. He was previously a non-executive director of Malaysian Timber Industry Board, Ministry of Primary Industries, where he was responsible for giving advice on the development of timber industry in Malaysia.

He was the Chairman of the Environmental Quality Council, Department of Environment, Ministry of Environment and Water from 2019-2022, where his main role was to advise the Minister on the implementation of the Environmental Quality Act, 1974.

BOARD OF DIRECTORS' PROFILE

Ir. Chow Pui Hee

Group Managing Director

Age 45

Gender Female

Nationality Malaysian

Ir. Chow Pui Hee was appointed to our Board on 18 October 2019. She graduated in 2001 from Universiti Putra Malaysia with a Bachelor of Engineering (Chemical) (Honours). She was elected as a member of the Institution of Engineers, Malaysia in 2014. She is a registered Professional Engineer with Practicing Certificate in Chemical Engineering with the Board of Engineers Malaysia since 2016, an Environmental Impact Assessment (Wastewater) Subject Consultant with the Department of Environment Malaysia since 2010, and a Registered Electricity Energy Manager ("REEM") with Energy Commission Malaysia since 2016. She also holds a Certificate of Competency for Grid-Connected Photovoltaics ("PV") Systems Design by Sustainable Energy Development Authority ("SEDA") issued in 2014. She brings with her approximately 22 years of experience in the engineering field, renewable energy and the environmental sectors.

She started her career in 2001 with Waterfield Sdn Bhd as an Application Engineer where she was mainly involved in specifying pumping system for water and wastewater treatment plant. She left in 2002 and joined Aquakimia Sdn Bhd as an Environmental Sales Engineer, where she was mainly responsible for engineering design and project management, and subsequently promoted to Manager, Environmental Division in 2007 where she was involved in the design and build of wastewater treatment plants.

Subsequently in 2009, she left Aquakimia Sdn Bhd and joined Climate Change Group Sdn Bhd, as a Technical Manager where she was responsible for the management of landfill closure and provision of technical advisory services of contaminated land management, solid waste and wastewater management. In 2010, she left Climate Change Group Sdn Bhd and became Senior Technical Manager at Strec Sdn Bhd where she was responsible for providing environmental consulting services. Subsequently, between 2011 and 2014, she joined Teknik Edisi Sdn Bhd as an Assistant General Manager where she was responsible in the implementation of several solar PV system projects.

In July 2014, she joined Samaiden Sdn Bhd as General Manager before assuming the role as the Managing Director in April 2018. Since July 2014, she has been spearheading the growth and expansion of the company from a contractor of solar PV system to providing end-to-end services for solar PV power plant projects covering front-end consultancy, EPCC and Operation & Maintenance ("O&M") services. She assumed the role as our Group Managing Director in December 2019.

BOARD OF **DIRECTORS' PROFILE**

Fong Yeng Foon

Executive Director

Age
53

Gender
Male

Nationality
Malaysian

Fong Yeng Foon was appointed to our Board on 16 December 2019. He graduated in 1997 from University of Northumbria, United Kingdom with a Bachelor of Engineering (Honours) in Mechanical Engineering. He brings with him approximately 24 years of experience in water and wastewater treatment industries.

He started his career in 1999 when he joined Waterfield Sdn Bhd. During his tenure with Waterfield Sdn Bhd, he was mainly involved in the sales and services for water and wastewater related pumping equipment as a Sales Engineer. In 2004, he left the company and joined Mectron Engineering Equipment Sdn Bhd as an Executive Director. During his tenure in Mectron Engineering Equipment Sdn Bhd, he was responsible for the planning, coordination and management of the company's business operations, and led in the provision of water pumping solutions from design to project management, delivery and commissioning of these water pumps.

In May 2013, he co-founded Samaiden Sdn Bhd with Chow Ah On, the father of our Group Managing Director, Ir. Chow Pui Hee. In July 2019, he left Mectron Engineering Equipment Sdn Bhd to focus on the day-to-day operations of our Group. He is responsible for the implementation of our business strategies, foreign expansion and business development of our Group while overseeing our sales and marketing, O&M as well as procurement and contract functions.

BOARD OF DIRECTORS' PROFILE

Lim Poh Seong

Independent Non-Executive Director

Age 57

Gender Male

Nationality Malaysian

Lim Poh Seong was appointed to our Board on 16 December 2019. He is also the Chairman of our Audit and Risk Management Committee and a member of the Remuneration Committee and Nominating Committee.

He obtained his Diploma in Commerce for Finance and Accounting from Tunku Abdul Rahman College in 1989. He became an associate and fellow member of the Association of Chartered Certified Accountants ("ACCA") since 1995 and 2000 respectively.

He joined Insas Berhad in 1993 as an Assistant Accountant and was subsequently promoted to the rank of Senior Corporate Finance Manager. During his tenure in Insas Berhad, he was responsible for the preparation of group accounts and corporate financial reporting. Subsequently in 1996, he joined Datuk Keramat Holdings Bhd as the Group Financial Controller where his main job scope involved corporate reporting and working on corporate finance exercises.

Subsequently in 1998, he joined Pantai Holdings Berhad, a healthcare provider, as the Financial Controller until 2001 where he was appointed as an Executive Director of Pantai Holdings Berhad in 2001. During his tenure, he was responsible for financial and operations of the group, corporate financial reporting, mergers and acquisitions and administration of the hospital division. In 2005, he stepped down from the board of directors of Pantai Holdings Berhad and assumed the role of Group Chief Operating Officer, a position he held until he left the group in 2007.

Currently, he is an Independent Non-Executive Director of Hup Seng Industries Berhad, a company listed in Main Market of Bursa Malaysia Securities Berhad, and Farm Price Holdings Berhad, a public company.

BOARD OF **DIRECTORS' PROFILE**

Ir. Dr Ng Kok Chiang

Independent Non-Executive Director

Age
42

Gender
Male

Nationality
Malaysian

Ir. Dr Ng Kok Chiang was appointed to our Board on 30 August 2023. He is the Chairman of the Remuneration Committee and a member of the Audit and Risk Management Committee and Nomination Committee on 30 August 2023.

He obtained his Bachelor of Engineering (Electrical and Electronics Engineering) with first class honours and Bachelor of Commerce majoring in Accounting, Managerial Accounting and Finance (Investment) from The University of Western Australia, Australia. He also holds a Doctorate of Philosophy in Engineering (Research) from The University of Nottingham, United Kingdom.

He is a Professional Engineer with Practising Certificate (Electrical) registered with the Board of Engineers Malaysia since 2011, a Corporate Member (Electrical) of The Institution of Engineers Malaysia since 2011. He is also a Chartered Engineer registered with the Engineering Council of United Kingdom since 2014, and a Chartered Engineer with The Institution of Engineering and Technology, United Kingdom since 2014. Since 2012, he has been a Professional Member of the Malaysia Green Building Confederation (now known as the Malaysia Green Building Council) and registered as a Green Building Index Facilitator with the Green Building Index Accreditation Panel of Malaysia.

He has extensive experience in research and project management of properties and projects in a wide range of areas which include electrical engineering and implementation of new innovations. He took up the role of Consulting Engineer in ZED-G&P Sdn Bhd, an engineering consultancy company involved in green technology and building consultancy from 2010 to 2011. Thereafter, he joined MyBig Sdn Bhd, an engineering research company. As Chief Technology Officer of MyBig Sdn Bhd, a position he still holds to-date, he is responsible for the management of research projects, creation and protection of the company's intellectual properties, implementation of new innovations in the development of prototypes, and supervision of engineers and researchers under his care.

He is also a director of two engineering consultancy companies, Wee Engineers (registered with the Board of Engineers Malaysia) and Wee Consulting Engineers Sdn Bhd, where he oversees the consultancy for engineering projects.

From 2017 to 2018, he was the Chairman of the Consulting Engineers Special Interest Group in the Institution of Engineers, Malaysia and the Honorary Auditor of the Institution of Engineering and Technology United Kingdom from 2016 to 2018. He is also an Industrial Advisory Board Member of the Heriot Watt University, Malaysia Campus, and the University of Nottingham, Malaysia Campus. Dr Ng was the Assistant Honorary Secretary of The Electrical and Electronics Association of Malaysia ("TEEAM") for the term 2019 to 2021 and the Honorary Secretary for the term 2021 to 2023 before being elected as the Vice President for the term 2023 to 2025.

He is also an Independent Non-Executive Director of ACO Group Berhad, a company listed in ACE Market of Bursa Malaysia Securities Berhad, and an Independent Non-Executive Director of HE Group Berhad, a public company principally involved in the provision of electrical engineering services.

BOARD OF DIRECTORS' PROFILE

Olivia Lim

Independent Non-Executive Director

Age 44

Gender Female

Nationality Malaysian

Olivia Lim was appointed to our Board on 16 December 2019. She is also the Chairperson of our Nominating Committee and a member of the Audit and Risk Management Committee and Remuneration Committee.

She graduated in 2003 from Universiti Kebangsaan Malaysia with a Bachelor of Laws (Honours). Subsequently, she was called to the Malaysian Bar in February 2004. She brings with her 17 years of experience in the legal profession. She started her career when she joined Messrs. Zul Rafique & Partners in 2004 as a legal associate before joining Messrs. Ben & Partners as a legal associate in 2008. Subsequently, she was made a Partner of the firm in 2012.

In 2015, she set up her own legal firm, Olivia Lim & Co, where she has been principally involved in the legal aspects of corporate finance, capital and equity markets and corporate advisory matters.

Throughout her working experience, she has been involved in, among others, various legal due diligence exercises on companies undertaking initial public offerings in Malaysia, Shenzhen Stock Exchange, and Hong Kong Exchanges and Clearing Limited as well as legal advisory services related to capital and equity raising exercises and take-overs.

Currently, she is an Independent Non-Executive Director of Unique Fire Holdings Berhad, Infoline Tec Group Berhad and Visdynamics Holdings Berhad, all public listed companies.

OTHER INFORMATION

Family relationship with any Director and/or major shareholder of the Company

Save for Ir. Chow Pui Hee and Fong Yeng Foon, the Directors and major shareholders, who are in spousal relationship, none of the Directors has any family relationship with any Director and/or major shareholder of the Company.

Directorship in Public Companies and Listed Issuers

Save for Lim Poh Seong, Olivia Lim, and Ir. Dr Ng Kok Chiang, none of the Directors has any directorship in public companies and listed issuers.

Conflict of Interest

None of the Directors has any conflict of interest with the Company.

Conviction of Offences

None of the Directors has been convicted for any offences within the past five (5) years other than traffic offences, if any.

Number of board meetings attended

All Directors have attended all the four (4) Board meetings held during the financial year, except for Ir. Dr Ng Kok Chiang who was appointed on 30 August 2023 (after the financial year).

KEY SENIOR MANAGEMENT'S PROFILE

Foo Jen Kah

Chief Financial Officer

Age 36 | **Gender** Male | **Nationality** Malaysian

Foo Jen Kah has more than 15 years of experience in audit and finance profession. He is a Fellow of Associate of Chartered Certified Accountants (ACCA) and a member of the Malaysian Institute of Accountants (MIA).

He started his career in an international accounting firm - Messrs. Crowe Horwath in 2008, and was promoted to Audit Manager and Senior Audit Manager subsequently. He then left the firm and joined Datasonic Group Berhad ("Datasonic") as an Assistant Financial Controller, and was promoted to Financial Controller subsequently. In Datasonic, he was responsible for the financial affairs of the group. He left Datasonic to assume his role in Samaiden as Chief Financial Officer on 23 November 2022.

Ts. Mohd Makhzumi Bin Ghazali

Business Unit Head - Large Scale Solar ("LSS")

Age 37 | **Gender** Male | **Nationality** Malaysian

Ts. Mohd Makhzumi Bin Ghazali, the Business Unit Head of LSS where he is responsible to lead and manage the solar LSS segment from tender, contracts award, projects execution till completion and Operation and Maintenance ("O&M"). He graduated in 2010 with a Bachelor of Engineering (Honours) Chemical from Universiti Teknologi MARA (UiTM). In 2015, he obtained a Master of Science in Energy Systems Engineering from University of South Wales, United Kingdom.

His career started in 2011 when he joined Strec Sdn Bhd, a company involved in environmental and waste management consultancy services as an Environmental Engineer where he was involved in the monthly environmental monitoring works. In 2012, he joined Falcon Conquest Sdn Bhd, a company involved in the construction of Renewable Energy plants mainly solar PV systems, as a Project Engineer where he was managing and supervising on the implementation of certain projects. Subsequently in 2013, he left the company to pursue his master's degree. Upon completion of his master's degree, in August 2015, he joined Samaiden Sdn Bhd as an Assistant Manager where he was initially involved in the EPCC works for solar PV system projects. He was subsequently promoted to the position of our Project Manager on 15 January 2019 where he is responsible in managing projects until completion. In July 2022, he was subsequently promoted as Business Unit Head (LSS).

OTHER INFORMATION

Family relationship with any Director and/or major shareholder of the Company

None of the key senior management has any family relationship with any Director and/or major shareholder of the Company.

Directorship in Public Companies and Listed Issuers

None of the key senior management has any directorship in public companies and listed issuers.

Conflict of Interest

None of the key senior management has any conflict of interest with the Company.

Conviction of Offences

None of the key senior management has been convicted for any offences within the past five (5) years other than traffic offences, if any.

CHAIRMAN'S **STATEMENT**

"

Dear Esteemed Shareholders,
On behalf of the Board, I am pleased to present the Annual Report for Samaiden Group Berhad ("Samaiden" or "the Group") for the financial year ended 30 June 2023 ("FY2023"). Our commitment to building a lasting and inclusive economy remained unwavering, resulting in consistently strong and stable financial performance

"

Dato' Dr Nadzri Bin Yahaya
Independent Non-Executive Chairman

Our Performance

FY2023 was a defining and strategic year for Samaiden, as the world transitioned into an endemic phase and there were gradual signs of global economic recovery. However, this recovery faced multiple uncertainties stemming from geopolitical conflicts, notably the continuing Russia-Ukraine crisis and US-China trade tensions. These events, coupled with mounting inflation, fluctuating exchange rates, and rising interest rates, heightened market instability.

Despite these uncertainties, the Group achieved remarkable results, with a 13.3% year-on-year increase in revenue, reaching an all-time high of RM170.8 million. The Group also reported net profit of RM10.1 million for FY2023. In light of the solid performance, we are pleased to announce the Group's inaugural single-tier interim dividend of 0.5 sen per share for FY2023, approximately RM2.0 million, with the payment date set for 16 October 2023. This represents a dividend payout ratio of 19.8% based on FY2023 net profit of RM10.1 million.

As of 30 June 2023, the Group's total outstanding orderbook stood at RM372.8 million, poised to make a positive contribution to the Group's revenue and profit in the coming years. For a more comprehensive analysis of our financial performance, please refer to the Management Discussion and Analysis section in this Annual Report.

CHAIRMAN'S STATEMENT

Key Milestones

The successful transfer of our company to Bursa's Main Market represents a significant and pivotal moment in our corporate journey, especially as we celebrate our 10th-anniversary milestone. It stands as a testament to our remarkable growth and accomplishments within the Renewable Energy ("RE") sector, marking a decade of dedication and innovation. This achievement underscores several key elements that have been instrumental in shaping our ongoing success.

Our ability to strategically acquire RE projects and forge strategic partnerships with other businesses, both domestically and internationally, has played a crucial role in our growth. These endeavours have allowed us to diversify and expand our portfolio, tapping into new markets and opportunities, ultimately enhancing our competitiveness and revenue potential.

The sustained vitality of our orderbook has served as one of the other driving factors. The consistent influx of revenue-generating projects and ongoing commitments underscores the reliability and stability that underpins our business operations. It serves as evidence that our services and products are highly sought after, establishing a firm footing for our financial performance. Through this transfer, the Group's strong fundamentals are endorsed by one of the strongest regional bourses. This transition solidifies our position as a leading player in the RE sector and fosters investor confidence in our capability to consistently achieve sustainable growth and create value.

Business Outlook

Amidst the backdrop of macroeconomic uncertainties, global awareness and demand for sustainable energy are on an upward trajectory, propelling growth across all our business pipelines. Governments worldwide are actively endorsing Environmental, Social and Governance ("ESG") initiatives to foster sustainable development. This collective commitment aligns seamlessly with the immense potential of the RE market, which is in harmony with the global aim of achieving Net Zero Carbon by 2050.

This shared dedication has ignited a burgeoning interest in clean energy, driven by its dual benefits of cost-effectiveness and environmental responsibility. As a result of the national energy transition gaining momentum, there is a surge in investments directed towards the development of renewable and alternative energy sources. Notably, an increasing number of private sector companies have voluntarily embraced clean energy systems as part of their commitment to ESG principles.

With a decade of experience under our belt, we are well-positioned to ride this ongoing green wave in the RE market. Our proven track record, dedication to timely project delivery, and proficiency in carbon emission avoidance have positioned Samaiden to meet escalating market demand.

Simultaneously, Samaiden also looks to de-risk its operations by developing new business verticals that complement our core activities in EPCC and investments on clean energy projects. These ventures include Battery Energy Storage Systems, Energy Efficiency, and RE instruments businesses. Additionally, we are actively involved in research and development efforts exploring potential business opportunities, such as green hydrogen and green electricity for electric vehicles. By capitalising on various RE resources and downstream services, we are adopting a complementary approach to profit generation within the broader RE sector. Our deliberate focus on investments in RE assets is geared towards generating consistent, recurring income. All of these initiatives empower us to consistently meet the evolving needs of our clients and adapt to the dynamic pace of the sector.

CHAIRMAN'S STATEMENT

Nation Building Goals

In FY2023, Malaysia took significant steps to reduce greenhouse gas emissions and pursue the goal of achieving net-zero emissions by 2050. These initiatives included opening applications for a 600MW quota under the Corporate Green Power Programme ("CGPP") via Virtual Power Purchase Agreements ("VPPAs") for corporate clients on 31 October 2022. To further promote the transition to green energy, the government allocated an additional 630MW quota to capacity of RE projects on 9 March 2023.

The lifting of the energy export ban on 9 May 2023 is expecting to accelerates the growth of RE and also positions Malaysia as a regional clean energy hub, shaping the nation's role in the energy trade sector. To emphasise its commitment to combating climate change, the government revised the country's 2050 RE target from 40% to 70%. Furthermore, changes to ICPT charges were announced, and conditions for various solar PV installation programs were relaxed.

Significantly, the Green Technology Financing Scheme ("GTFS") was enhanced, with the guaranteed value increased to RM3 billion until 2025. The scheme also expanded to cover the electric vehicle ("EV") sector with a guarantee limit of up to 60%. In parallel, Bank Negara Malaysia is offering RM1 billion in soft loans to support innovative start-ups through the High Technology and Green Facility, along with RM1 billion through the Low Carbon Transition Facility for small and medium-sized enterprises ("SMEs"). Moreover, Khazanah Nasional Bhd is allocating RM150 million under its Impact Fund to incentivise environmentally friendly project development.

The Government has launched the National Energy Transition Roadmap ("NETR") to outline Malaysia's efforts toward achieving a sustainable and inclusive energy system. The NETR comprises two main parts: the first part identifies ten flagship catalyst projects based on six energy transition levers, while the second part introduces Responsible Transition ("RT") targets, along with the energy transition ambition and macro position, and five cross-cutting enablers. The NETR is a catalyst for economic transformation, promoting both environmental and economic ventures, with the potential to attract investments ranging from RM435 billion to RM1.85 trillion by 2050. This initiative aims to enhance Malaysia's economic prospects and sustainability efforts. Samaiden is actively engaged in five of these drivers: Energy Efficiency, Renewable Energy, Hydrogen, Bioenergy, and Green Mobility.

These efforts have the capacity to encourage relevant industries to adopt green energy solutions, providing Samaiden with a distinctive opportunity to deliver customised and all-encompassing solutions in the field of clean energy.

Net-Zero Emissions Initiatives

2022

October 2022
Opening applications for a 600MW quota under CGPP via VPPAs.

2023

March 2023
Additional 630MW quota allocated for Renewable Energy Project

Through Budget 2023, the government increases green tech funding and incentives.

May 2023
Government has lifted the RE export ban to facilitate energy industry growth.

July 2023
Announced 1st phase of NETR, outlining 10 flagship catalyst projects and initiatives based on 6 energy transition levers –
(i) Energy Efficiency;
(ii) Renewable Energy;
(iii) Hydrogen;
(iv) Bioenergy;
(v) Green Mobility; and
(vi) Carbon Capture, Utilisation and Storage.

August 2023
Announced 2nd phase of NETR, outlined clearer targets, government initiatives and funding requirements.

CHAIRMAN'S **STATEMENT**

Sustainability

At Samaiden, we deeply value sustainability as one of our core principles. Within this context, we have dedicated ourselves to continually refining our strategies and directions. We have also drawn inspiration from industry best practices as we chart our course toward a sustainable future.

In FY2023, we conducted a comprehensive review and revision of our sustainability agenda, accompanied by the establishment of material targets aligned with our sustainability objectives. To ensure a collective commitment throughout the Group, we formed a Sustainability Working Committee and adopted top-down approach to raise awareness and foster a strong sense of responsibility among all employees. We firmly believe that sustainability necessitates commitment from the entire organisation.

The framework has been crafted with the objective of outlining our strategy and addressing top material issues that are significance to our stakeholders. This framework serves as a compass for seamlessly integrating ESG considerations into the Group's business and operations. We are making good progress and will continue with ongoing efforts, which encompass diligent monitoring and reviews, ensuring we stay the course and consistently deliver value for our stakeholders.

Leadership Reinforcement

I am delighted to extend a warm welcome to Ir. Dr Ng Kok Chiang, who has joined us as an Independent Non-Executive Director, effective from 30 August 2023. Dr Ng currently serves as Vice President of The Electrical and Electronics Association of Malaysia ("TEEAM"). His wealth of experience in research and project management, covering a diverse spectrum of fields including electrical engineering and the implementation of cutting-edge innovations, will bring invaluable insights as we embark on our journey of growth across our business ventures.

At the Key Senior Management level, we have implemented changes, including the appointment of Mr. Foo Jen Kah as the Chief Financial Officer. Mr. Foo Jen Kah is a Fellow of the Association of Chartered Certified Accountants (ACCA) and a member of the Malaysian Institute of Accountants (MIA).

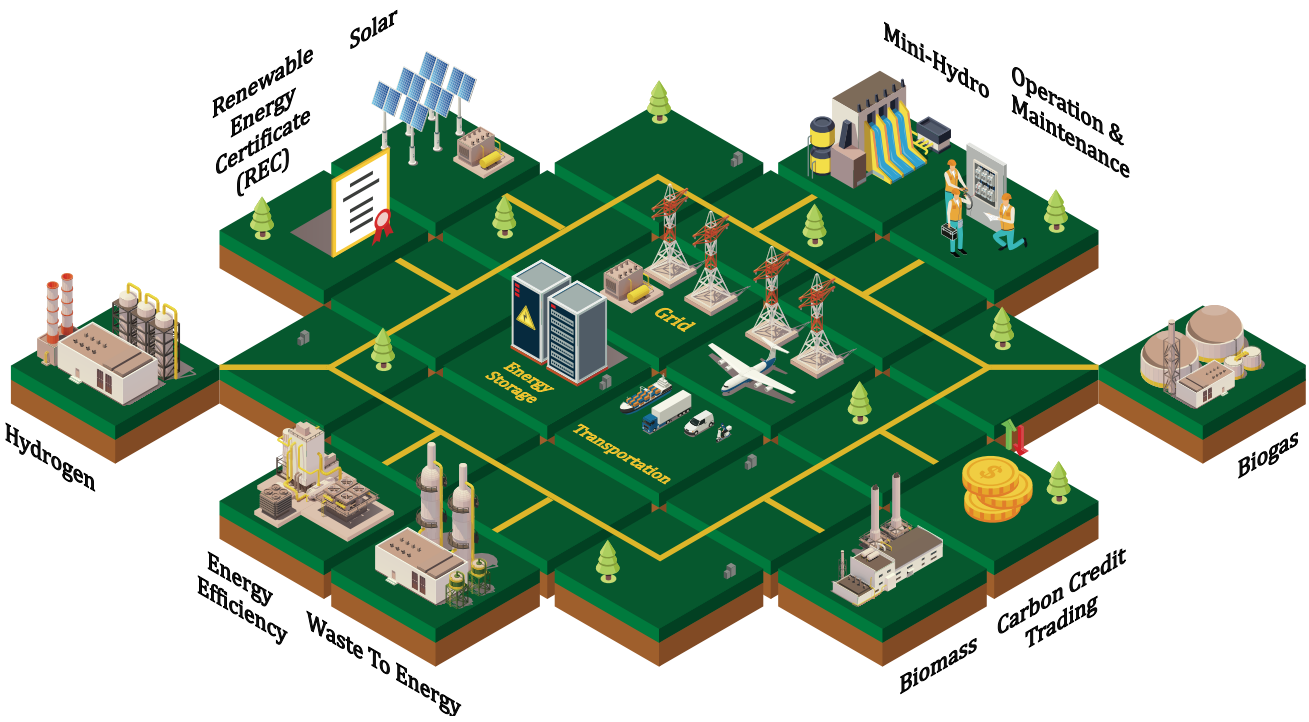
To align with our rapid growth, the Group underwent internal transformation in FY2023, reconfiguring our business and operational structure to facilitate business expansion and diversification. We anticipate that this restructuring will strengthen governance, streamline decision-making processes, and enable Samaiden to achieve sustainable growth.

In Appreciation

Ultimately, the Board of Directors and I wish to convey our genuine appreciation to the different stakeholders who have contributed to our transfer of listing to the Main Market of Bursa on the back of tremendous financial performance. To our shareholders, customers, business partners and associates, bankers and financiers, corporate advisors and sponsors, the entire Management team and our cherished employees, we would not have made it this far without you. We hope that you will continue supporting us as we derive higher value in the years ahead. Thank you, once again!

Dato' Dr Nadzri Bin Yahaya
Independent Non-Executive Chairman

MANAGEMENT DISCUSSION AND ANALYSIS



Samaiden Group Berhad ("Samaiden" or "the Group") is primarily involved in the Renewable Energy ("RE") sector with its principal subsidiary providing Engineering, Procurement, Construction and Commissioning ("EPCC") of RE systems and power plants. As a hoslitic provider of RE solutions, Samaiden also engages in renewable energy and environmental consultancy, along with the delivery of Operation and Maintenance ("O&M") services.

The financial year ended 30 June 2023 ("FY2023") has capped a defining year for the Group in terms of its recognition of profitability that is reflected in its successful transfer of listing from ACE Market to Main Market of Bursa Malaysia Securities Berhad ("Bursa"). As the transfer of the Group's entire issued share capital and outstanding warrants was completed on 31 March 2023, this movement, and all other matters within this discussion should be read in conjunction with the Group's audited financial statements.

MANAGEMENT DISCUSSION AND ANALYSIS

Business Review

As the global and Malaysian economies fully rebounded in year 2022, the Group's operations surged into full throttle throughout FY2023. We maintain our forward momentum through a matrix of strategic business movements, which are spread through the market expansion, strategic partnerships and unwavering commitment to operational excellence.

During year under review, we successfully completed one of the LSS4 projects, becoming the first player to achieve Commercial Operation Date ("COD"). Additionally, the other LSS4 projects we secured are steadily progressing as planned. Apart from our utility-scale projects, the Group's residential, commercial and industrial ("C&I") segments, have remained resilient, making a solid contribution to the EPCC revenue in FY2023. These segments collectively represented 22.4% of the revenue, which is equivalent to RM38.3 million.

22.4% (RM38.3 million) of the EPCC renevue contributed by the Group's residential, commercial and industrial segments in FY2023

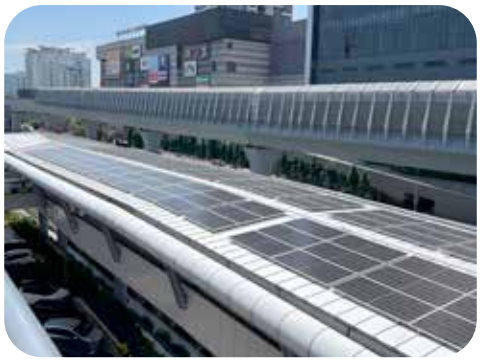


Figure 1: Solar Power installed at Sunway Nexis rooftop

Figure 2: PPA Signing Ceremony

In a separate development, Samaiden Capital Management Sdn Bhd, a wholly-owned subsidiary of Samaiden, began to operate its first RE asset in December 2022 located at Sunway Nexis, Kota Damansara. Additionally, we have successfully secured two significant Power Purchase Agreements ("PPAs"). The first was signed with a multinational beverages company for a total capacity of 708 kWp, and the second was entered into with a marketing agency associated with the Ministry of Agriculture and Food Industry for a total capacity of 198 kWp. These agreements are expected to enhance our Group's recurring revenue and further expand our income sources.

In contrast to EPCC contract, PPA investments necessitate substantial capital expenditure commitments. Therefore, as we strive to strike a balance between capital allocation and seizing asset ownership opportunities, we adopt a progressive approach to diversify our income sources. Before committing to investments in RE assets, we diligently conduct comprehensive assessments in evaluating the viability and potential returns of each investment. In line with this, we have set a target to achieve 10% of our revenue from recurring income by 2027. Looking ahead, as we continue to enhance our capabilities and financial strength, we envisage the possibility of acquiring more renewable energy assets.

> **"as we strive to strike a balance between capital allocation and seizing asset ownership opportunities, we adopt a progressive approach to diversify our income sources."**

As of 30 June 2023, our total unbilled order book stood at RM372.8 million contributed by solar PV projects, biomass contract as well as other services. This provides us with a solid earnings outlook for the Group over the coming years.

MANAGEMENT
DISCUSSION AND ANALYSIS

Market Expansion & Strategic Partnership

The Group has actively expanded our presence across the ASEAN region, marking the incorporation of new subsidiaries in Cambodia and Singapore within FY2023. These strategic moves build upon our earlier expansion into the Vietnamese market and align seamlessly with our overarching five-year strategic plan for regional business growth.

Figure 3: Greenviro Launching Ceremony

Figure 4: MOU signing ceremony with MST

Our journey in Cambodia commenced with the signing of a pivotal partnership agreement with Management Venture Asia (Cambodia) Ltd ("MVA") in December 2022, centered around clean energy solutions. Subsequently, through our indirect wholly-owned subsidiary, Samaiden Energy (Cambodia) Co Ltd, we entered into a Memorandum of Understanding ("MoU") alongside Royal Group Co Ltd ("RGC"), MVA, and Panna Energy Sdn Bhd ("PANNA"). This strategic collaboration is aimed at the development of land adjacent to the railway tracks operated by Royal Railway PLC in Cambodia. The project spans from Poipet province to Preah Sihanouk province and encompasses a multifaceted approach, including the installation of solar PV systems and various sustainable farming and economic solutions. In a diversification of business verticals, our collaboration with MVA and PANNA continued with another MoU signed with Mong Sotheary Trading Co Ltd ("MST"), for the development of a biogas project in Kampong Seila, Preah Sihanouk Province, Cambodia.

Moreover, Samaiden solidified new partnerships, not only in terms of services but also in the renewable energy technologies. In alignment with one of our corporate goals to promote digital transformation and artificial intelligence ("AI")-driven work, we established a groundbreaking agreement with Taiwan-based Thingnario Ltd. This partnership aims to explore the provision of a telemetry monitoring support system, which will introduce automation and digitalisation into our services and solutions, driving ongoing innovation within the renewable energy sector. This strategic partnership harmonises seamlessly with our commitment to enhance operational efficiency and elevate the overall customer experience.

MANAGEMENT DISCUSSION AND ANALYSIS

Services And Solutions Expansion

In our pursuit of comprehensive green energy solutions, we have broadened our solutions offering through innovative new business ventures. Samaiden has included a range of new renewable energy solutions, incorporating Renewable Energy Instruments and Battery Energy Storage Systems ("BESS"). Additionally, we are actively exploring opportunities in Electric Vehicles ("EV"), Green Hydrogen, and other renewable energy solutions within the supply chain. These solutions contain various facets of RE, including generation, storage, and utilisation. This strategic diversification of our revenue streams represents a pivotal risk mitigation strategy, aimed at reducing dependency on a solitary revenue source and ensuring our adaptability and resilience in the ever-evolving clean energy landscape.

As we acknowledge the growing corporate emphasis on achieving sustainability goals through renewable energy sourcing, in FY2023, we have expanded our offerings to include a comprehensive suite of Renewable Energy Certificate ("REC") solutions within the Energy sector. Our all-encompassing REC solutions cover various aspects, including asset verification, registration, listing, issuance, trading, and redemption. These RECs are highly regarded as flexible tools that assist businesses in their sustainability initiatives, and our commitment is to provide customers flexibility and convenience on their path to reducing carbon footprint.

Apart from that, BESS technologies have demonstrated their transformative impact on various facets of the energy landscape. The existence of BESS serves the role as energy storage, responsive energy usage, the ability to shift energy demand and further reinforce grid stability. As at FY2023, several BESS projects are under negotiation, and we anticipate these endeavours will contribute to a new revenue stream in the coming year. The evolvement of BESS technologies cater not only to customers in rural areas lacking grid connectivity but also to those eager to leverage the potential of renewable energy sources.

Our ongoing commitment to green hydrogen research and development signifies our active involvement in harnessing its potential. To address the economic viability challenge, we are actively seeking partnerships and collaborations with academic researchers, institutions, and industry counterparts to collectively explore the extensive possibilities of green hydrogen. Simultaneously, we are exploring avenues to provide eco-friendly electricity for EV charging, aligning with our sustainable energy objectives.

As the Government of Malaysia ("the Government") introduces the new National Energy Transition Roadmap ("NETR") as the core catalyst, Samaiden's business segments comprise 5 out of 6 energy transition levers, except Carbon Capture, Storage and Utilisation ("CCUS"). As the projects cut across the board for clean energy solutions, they are anticipated to add substantial yield to all business pillars and power a positive flow of income throughout the Group's business segments.

MANAGEMENT DISCUSSION AND ANALYSIS

Financial Performance Review

Revenue

In the financial year under review, Samaiden recorded a strong top line, with revenue growing by 13.3% to RM170.8 million from RM150.7 million a year ago, the highest revenue recorded by the Group to date which was mainly driven by commencement of LSS4 projects i.e. 15MWac Solar Power Plant at Seberang Perai Tengah, Pulau Pinang and 50MWac Solar Power Plant at Kuala Muda, Kedah Darul Aman.

Revenue FY2023

RM170.8 mil

Increase of Revenue

13.3%

compared to previous year (FY2022)

Profitability

Profit after tax ("PAT") had registered RM10.1 million, which eased from RM11.9 million from the year before mainly due to increase in staff costs of RM2.7 million attributed to increase in staff force to cater for continued expansion of our scale of operations. Similarly, basic earnings per share ("EPS") for FY2023 was 2.61 sen per share, compared to 3.21 sen per share in the previous year.

Key Balance Sheet Indicators

Capital Structure and Management

Total Assets: In financial year ended 2023 ("FY2023"), the total assets amounted to RM194.5 million, marking a notable increase from FY2022, which stood at RM169.1 million. This surge was primarily attributed to a boost in cash and bank balances, which was driven by higher collections from customers over the course of the financial year.

Total Liabilities: For FY2023, the total liabilities were recorded at RM96.6 million, in contrast to FY2022, which amounted to RM82.9 million. This rise was primarily driven by an increase in contract liabilities, particularly associated with the escalation in advanced considerations received or receivable from customers.

Shareholders' Equity: In FY2023, shareholders' equity was RM97.9 million, representing a significant increase from RM86.2 million in FY2022. This upswing can be largely attributed to the profit after taxation generated during the financial year. This indicates a positive trajectory for the company's financial standing.

Cash flows and Liquidity

Cash and Cash Equivalents: For FY2023, the cash and cash equivalents totaled RM96.6 million, as opposed to RM69.0 million in FY2022. This increase mirrors the trend seen in total assets and is primarily attributed to the higher collections from customers during the year.

Leverage Indicators

Gearing Ratio: In FY2023, the gearing ratio stood at 0.10 times, a notable decrease from 0.18 times in FY2022. This indicates an improvement in the company's financial leverage.

Cash versus Borrowings: As of the specified period, the Company's cash position exceeded its borrowings, resulting in a net positive cash position. This suggests a favorable financial standing in terms of liquidity and debt management.

Dividend

The Group had on 30 August 2023 declared a first-time interim single-tier dividend of 0.5 sen per share, paid on 16 October 2023.

MANAGEMENT DISCUSSION AND ANALYSIS

Operational Review

Operational Restructure

During FY2023, Samaiden has initiated an extensive process realignment initiative aimed at enhancing efficiency throughout our operational spectrum. This comprises the rationalisation of supply chain processes, improvements in project management approaches, and the incorporation of industry-leading practices to guarantee the successful execution of projects. As our initial step, we initiated an internal restructuring and redefined our business segments into three primary pillars, namely: Clean Energy Solutions (EPCC & Investment), Operation & Maintenance ("O&M") and Energy & Environmental Consultancy & Solutions

Clean Energy Solutions (EPCC & Investment)

Our central business focus continues to revolve around the clean energy solutions pillar, particularly driven by our EPCC operations. Gradually, we have diversified our portfolio by entering the realm of Renewable Energy ("RE") asset ownership, thereby solidifying a dependable and continuous source of recurring income.

Operation & Maintenance (O&M)

This business vertical complements the EPCC segment in operationalising and maintaining key projects which the Group has executed throughout the years. This segment continues to contribute positively to revenue and profit for the Company.

Energy & Environmental Consultancy & Solutions

In the front-end of the Group's customer engagement, the consultancy services provided to potential and confirmed customers are an important facet in our customer base's journey to RE. As a Group, this business vertical enables the sharing of expertise and experience to help the customer achieve their clean energy goals and is a precursor to the other services offered by the Group. It encompasses environmental assessments, energy efficiency solutions, waste management as well as RE instrument such as RE Certificate.

As we redefine our business pillars, we have also restructured our dedicated working groups, strengthening leadership for smoother operations. Each business pillar has its own maturity rates and this review of operations will focus on the main business activity at present, while also underlining the newer areas of business. All of these moves were supplemented with a clear prioritisation of sustainability integration across its operations.

Key Business Opportunities & Challenges

As one of the key players in the RE marketplace, Samaiden has significant upside in this ever-growing space as the Government proposes key programmes and incentivises the mass adoption of clean energy to replace the current carbon-heavy energy production processes.

Hence the demand for RE has gone up through the years as environmental concerns and the encouragement of sustainable energy sources has created a groundswell of opportunities for the Group. In addition to the local and national support from regulatory and the Government, as well as their agencies, there has also been a global drive for energy transition initiatives throughout the region. These initiatives power strategic partnerships and investments into cleaner technologies and remain at the Group's top-of-mind to partake in regional collaboration and continue expanding both market presence as well as diversity of offerings in the new markets the Group enters.

As part and parcel of the clean energy movement, the integration of smart technologies and digital solutions enable both operational excellence and revenue intensity from a new product stream. Adoption of innovative solutions enhance the customer experience and allows customers to custom-make or fit their clean energy solutions for their needs. In terms of scalability, technology also acts as an enabler to digitise certain aspects of operations and provide a seamless flow for certain work processes as well.

Among the most important megatrends to the Group's performance are the decarbonisation agenda and the commitment from corporate sustainability groups within the Group's footprint. On decarbonisation, there was a significant acceleration globally to reduce the collective carbon footprint, spurring heightened demand for clean energy solutions. This push for a sustainable future is foreseen to be a global megatrend that will only increase in volume in the foreseeable future.

This leads to the responsibility taken by different corporate citizens to step up their game in their commitments to sustainability and renewable energy procurement allows strategic, long-term partnerships to be created in order to reach the goals of the corporate world.

MANAGEMENT DISCUSSION AND ANALYSIS

Key Business Opportunities & Challenges (cont'd)

Key Challenges

Due to the ever-evolving nature of the RE sphere, regulations and policies formed within the RE sector also poses challenges in terms of compliance and adapting to new requirements. In the freshness of the industry, there is still space for stronger policy measures to be placed, including, among others, a carbon tax and matured carbon credit mechanisms in Malaysia to increase the pace in its energy transition to clean energy resources. As Malaysia pioneered the solar PV industry, there has been a significant expansion in the marketspace that will continue in the foreseeable future. This surge in demand for RE alongside Government backing for solar PV companies, will continue increasing EPCC firms listing on Bursa that will lead to increased market competition for the Group. As the marketplace becomes more competitive, there will be a larger amount of players that will continue accelerating market innovation and cost reduction. Hence, the Group is prepared for the healthy competition to advance the nation's Net-Zero Goals through increased adoption of RE solutions.

On a bigger picture, as the global economy emerges from the pandemic years, there has been evidence of cost-pushed inflation which leads to economic fluctuations and uncertainties, potentially the risk of recession. This macroeconomic outlook has coloured investor confidence and slowed down availability of financing for RE projects. Additionally, borrowing has been hampered due to basis points rate revisions primarily led by Federal Reserve (FED) and later followed by majority of the member countries globally, which has significantly deteriorated the investment interest of investors.

In terms of known risks, the Group is cognisant of managing them and has seen market price volatility in FY2023 among one of its material risks. The fluctuation in the RE marketplace, coupled with the uncertainty in commodity prices has had a knock-on effect on the supply chain and the economic viability of some RE projects.

Additionally, the technological advancements in the industry is both a risk and opportunity in terms of how the Group considers its adoption rate of new technologies. To be sure, new technology is a boon to any sector. However, the Group remains cautious and times its adoption of new technologies carefully.

Prospects

As outlined in the Group's five-year plan, the most important prospect the Company has is its regional expansion into new opportunities within the ASEAN region. The ASEAN region, characterized by its substantial population and remarkable growth, is experiencing a surge in energy demand, together with respective energy transition policy lay the foundation for a comprehensive and sustainable energy transition plan. The Company is pleased to inform its shareholders that in FY2023, it has managed to incorporate Singapore and Cambodia as part of the Group's operations. This development speaks of the Group's sound strategy to include markets with high growth potential and strategic significance for the RE sector both on the home front and overseas.

When discussing geographical expansion, the Group is no stranger to strategic partnerships and collaborations, in which new partnerships help establish new avenues for growth. As the Company is in a growth phase, it actively seeks out partnerships that can enhance its visibility in new markets and help increase synergistic value to the Company's business model and operational strength.

Besides growing in presence, the Company also seeks to increase market penetration in its existing markets, deepening its network, whether it is on the distribution front, the customer engagement front or the branding and marketing front. Within all markets, both established and emerging, the Company has adopted plans to diversify their service offerings to cater to a wider array of customers' needs. In the past year, the Group has considered venturing to new RE sources, enhancing existing services and solutions or entering related (downstream) markets, such as battery energy storage systems.

On the sustainability front, the Company supports and champions sustainable practices throughout the country and by extension, the region. One of the main initiatives that the Group is dedicated to is its adoption of sustainable practices that align with Economic, Environmental, Social and Governance ("EESG") goals. The Company's Sustainability Statement can be found on pages 29 to 58 of this Annual Report.

In the era of Industrial Revolution 4.0 (IR 4.0), the onset of digitalisation has powered transformation on all levels of society. The RE marketplace is no different and has been optimising the Internet of Things ("IoT") in its operations for exploration into well established ecommerce or digital platforms that can improve operational efficiency while engaging customers more effectively. Among one of the Group's recent deployments include a customer management tool integrated into the CRM system which supports business expansion and rate to market.

SUSTAINABILITY STATEMENT

Introduction

At the financial year ended 30 June 2023 ("FY2023") of Samaiden Group Berhad ("Samaiden", or "the Group"), the Group is proud to present its sustainability Statement which upholds its commitment to sustainability as advocated in the Group's vision and mission statements. As previously emphasized, Samaiden's foundation is firmly grounded in sustainable principles, serving as an integral part of the Group's core values woven into our organisational culture and belief system. Disclosures within this Statement is meant to uphold the principle of continued disclosure and outlines more comprehensive measures undertaken throughout the year under review.

In previous disclosure, Samaiden's key focus is based upon a 4-pillar approach of Economic, Environmental, Social and Governance ("EESG"). The addition of the Economic pillar is the Group's intention to discuss key business outcomes tied to the Group's performance in their sustainability goals. This Statement records Samaiden's continued commitment and sustainability and is to be read in conjunction with the rest of the financial and operational disclosures in this entire Annual Report.

SUSTAINABILITY **STATEMENT**

Literature Review & Statutory Guidelines[1]

Upon the transfer of the Group from the ACE Market to Main Market of Bursa Malaysia Securities Berhad ("Bursa"), the principles governing Sustainability disclosure will similarly reflect Main Market Listing Requirements ("MMLR"). Guided by Bursa's latest updates in the Third Edition (3rd Edition) of its Sustainability Reporting Guide (2022) ("SRG"), the Group intends to follow the mapping and discussion of both Common and Industry-specific Indicators, with any lag to be followed by subsequent action and reporting in the near future.

It is also guided by the Global Reporting Initiative ("GRI") standard as well as discussions on the Group's Material Sustainability Matters ("MSM") within the framework of United Nations' Sustainable Development Goals ("SDG" or "UN SDG"). In this manner, the Group's Sustainability Statement embodies its practice to include step-up reporting built into the disclosures and manner of reporting.

[1] Refer to SUSTAINABILITY STRATEGY section on execution of statutory matters

Scope & Boundary Of Report

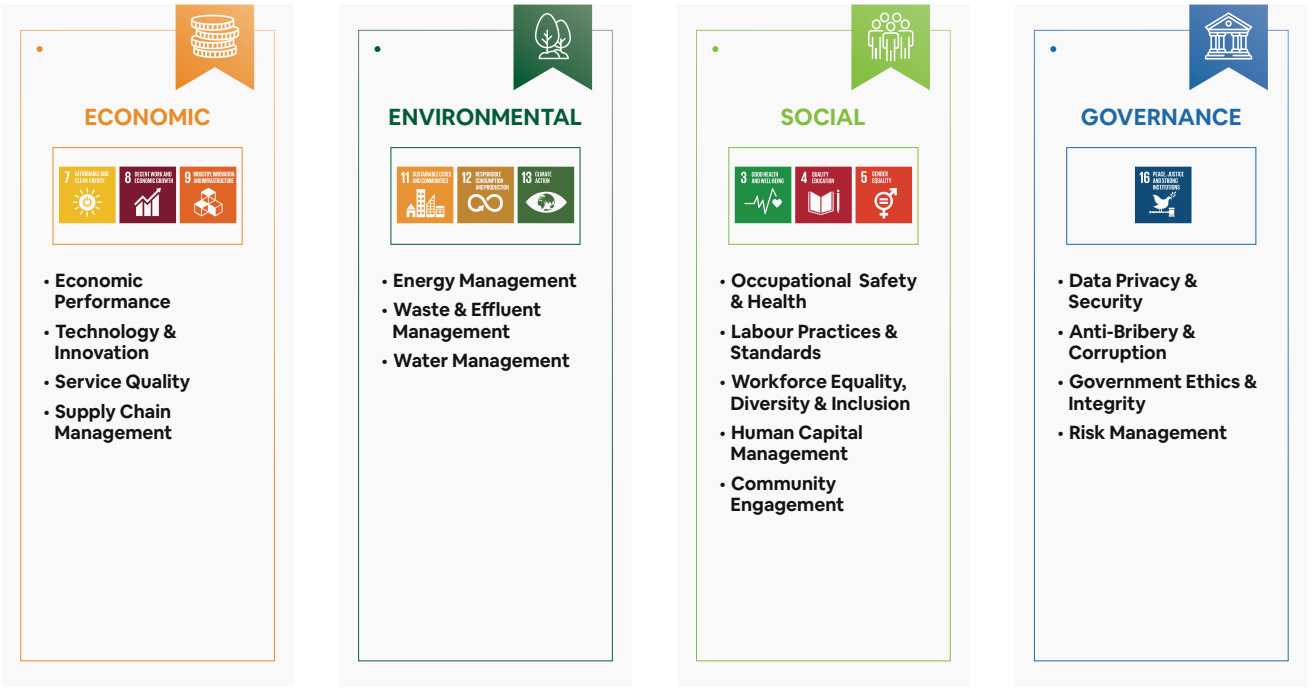
For the purposes of this report, the Group consolidates data from its headquarters, local subsidiaries and divisional offices. The criteria for consolidation is where the Group has operational control and the status of operations is active. All the overseas subsidiaries have been will be exempted from disclosure in this report. This also in corresponds to the minimal contribution to revenue and profit or are currently shell companies that are currently dormant.

SUSTAINABILITY **STATEMENT**

Sustainability Strategy

Distilling the essence of Sustainability Reporting, Samaiden has identified 16 material sustainability matters which align with 10 UN Sustainable Development Goals ("SDGs"). Additionally, we have established 20 initiatives, each at varying stages of implementation and maturity, to steer our sustainability efforts. Given the differing maturity levels of these initiatives, specific targets will be disclosed in subsequent years as they reach critical milestones. Nonetheless, the Group remains committed to collaborating with business partners, clients, government and regulatory bodies, non-governmental organizations ("NGOs") and industry associations to advance its sustainability agenda.

From previous disclosure, the Group has identified its approach for each of the EESG pillars and in this year's step-up reporting will include the UN SDGs along with the Material Sustainability Matters which will be discussed in the following format:



SUSTAINABILITY **STATEMENT**

Sustainability Strategy (cont'd)

Following this Sustainability Strategy, each pillar will have Initiatives matched to the themes and indicators as described within each pillar. Further discussion on each Material Sustainability Matter, along with those prescribed in Bursa's SRG which are listed as a Common Indicator or an Industry-Specific Indicator will be linked to its respective GRI standard in the following pages.

To the Group, its commitment to the 10 UN SDGs serves as a vital framework to setting its sustainability target and aligns its objectives. The adoption of this framework is also an encouragement to others within the Group's supply chain to foster wider adoption of the UN SDGs even as the Group embeds the principles of the UN SDGs into its operations, corporate practices and day-to-day routines for its future direction.

Sustainability Governance

The Board of Directors ("BOD") is cognisant of the importance of embedding Sustainability into every facet of its practice and has diligently disclosed its Sustainability best practices since its listing in 2020. The tone from the top is cascaded down throughout the Group through the following governance structure that allows the BOD to oversee into allocation of resources, promote and enhance existing systems and processes, and consider innovative and sustainable methods of conducting business.

SUSTAINABILITY GOVERNANCE STRUCTURE

01 Board of Directors

Board of Directors of Samaiden

02 Sustainability Management Committee (SMC) Chaired by CFO

Head of Departments of Support and Business Functions

Role: Manages the material sustainability matters and ensures the Board remain informed and comprehend the sustainability concerns, including both opportunities and risks

Group Strategy Development Department

Role: Secretariat of SMC, responsible for leading and implementing the sustainability initiatives

The BOD discuss sustainability matters and an annual evaluation on the performance of various Sustainability Matters is conducted. Adjustments are made to both existing and new structures within the Group which are designed to uphold the best-in-class practices.

SUSTAINABILITY **STATEMENT**

Stakeholder Engagement

The Group has identified and acknowledged its key stakeholders, each of whom wields varying levels of influence on its business activities. These stakeholders groups exhibit distinct areas of interest and have been engaged in various ways and at different intervals. Stakeholders are primarily engaged based on their interests, as outlined in the table below:

Stakeholder	Engagement	Frequency	Key Interest Areas
Customers	i. Events and programmes ii. Corporate website and Social Media platforms iii. Meetings and Engagement Sessions iv. Customer feedback form	i. Throughout the year ii. Throughout the year iii. Throughout the year iv. Throughout the year	• Product and Service Quality • EESG practices and commitments • Health and Safety Practices • Experience and satisfaction • Digitalisation and technology development • Data Protection
Employees	i. Corporate Town Halls ii. Employee Appraisals iii. Events and Programmes iv. Intranet Portal v. Trainings	i. Bi-Annually ii. Bi-Annually iii. Throughout the year iv. Throughout the year v. Throughout the year	• Corporate direction and growth plans • Career development and opportunities • Workplace health and safety • Labour Practices
Community	i. Corporate website and social media platforms ii. Corporate social responsibility (CSR) programmes iii. Events and programmes	i. Throughout the year ii. Throughout the year iii. Throughout the year	• Job and business opportunities • Community support and development • EESG practices and commitments
Suppliers/ Contractors	i. Supplier evaluation ii. Meetings and Engagement Sessions	i. Annually ii. Throughout the year	• Financial and operational performance • Procurement Policies • Data Protection
Shareholders/ Investors/ Analysts	i. Quarterly financial results ii. Quarterly analysts briefing iii. Annual Report iv. Annual General Meeting v. Bursa announcements vi. Press releases vii. Corporate website and social media platforms viii. Events and programmes	i. Quarterly ii. Quarterly iii. Annually iv. Annually v. As and when required vi. As and when required vii. Throughout the year viii. Throughout the year	• Financial and operational performance • Business Strategy and Direction • Corporate Governance and Risk Management • EESG practices and commitments
Government & Regulators	i. Submission of data and information ii. Audits & Inspections iii. Meetings and visits iv. Events and programmes	i. As and when required ii. As and when required iii. Throughout the year iv. Throughout the year	• Compliance • Corporate Governance • Licenses and Permits • HSE practices

SUSTAINABILITY STATEMENT

Stakeholder Engagement (cont'd)

Stakeholder	Engagement	Frequency	Key Interest Areas
Strategic Partners	i. Strategic Collaboration ii. Meetings and Engagement Sessions iii. Periodic evaluation	i. Throughout the year ii. Throughout the year iii. Annually	• Business Strategy and direction • EESG practices and commitments • Product and Service Quality • Corporation's reputation
Media	i. Press Releases ii. Interviews and Engagements	i. As and when required ii. Throughout the year	• Business Strategy and Direction • Corporate Governance • EESG practices and commitments

Materiality Assessment

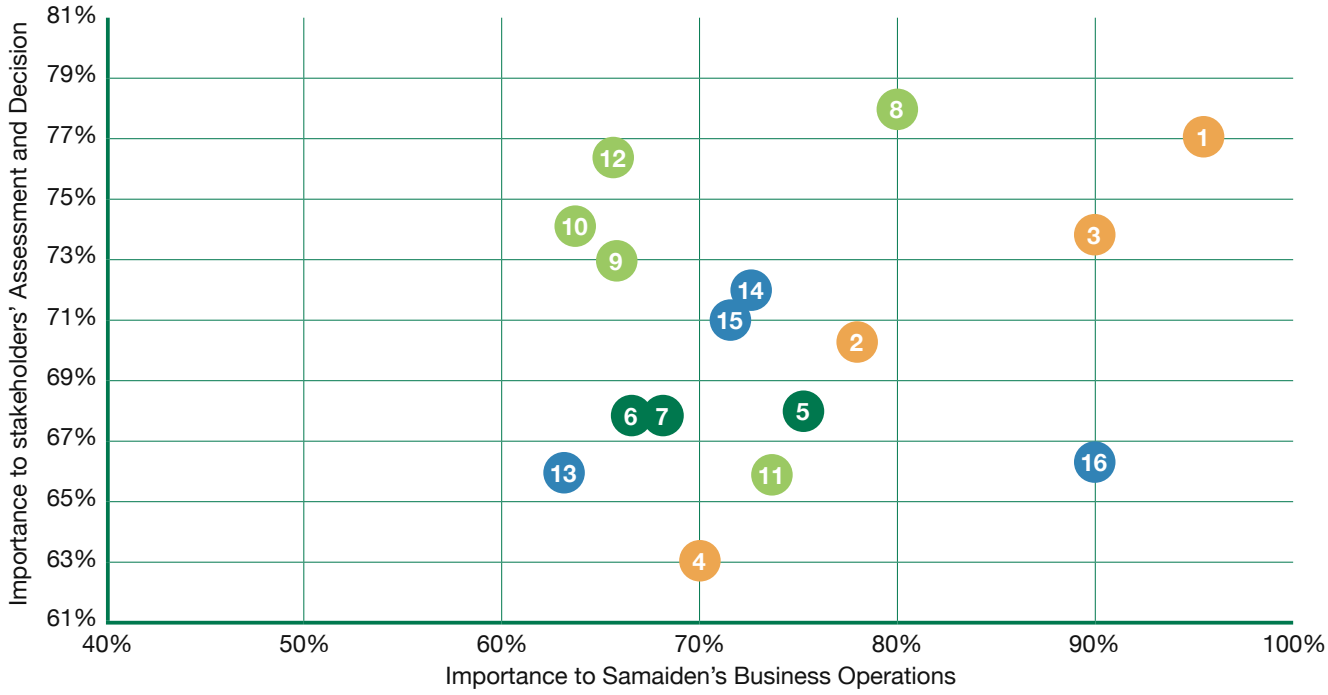
The Group undertook a comprehensive materiality assessment during the review year, actively engaging both internal and external stakeholders. The process commenced with the identification and categorisation of relevant sustainability issues. Subsequently, we proactively solicited inputs from stakeholders through various engagement exercises and platforms. We carefully considered both the influence held by each stakeholder group and the impact of each sustainability issues on the Group's operations and performance. This diligent process allowed us to identify the Material Sustainability Matters ("MSM") that exert substantial impact on the Group's operations and to our stakeholders.

SUSTAINABILITY **STATEMENT**

Materiality Assessment (cont'd)

Following the initial phase, we proceeded to assess the materiality of each sustainability matter, taking into consideration both its significance on our business operations and its influence on stakeholders' assessments and decisions. The assessment was systematically conducted using the weighted average method, resulting in the formulation of the following materiality matrix:

Sustainability Materiality Matrix



Sustainability Matter	Legend	Sustainability Matter	Legend
Economic Performance	1	Community Engagement	9
Technology & Innovation	2	Diversity and Equity	10
Service Quality	3	Human Capital Management	11
Supply Chain Management	4	Labour Practices and Standards	12
Energy Management	5	Data Privacy & Security	13
Waste & Effluent Management	6	Anti-Bribery & Anti-Corruption	14
Water Management	7	Governance, Ethics & Integrity	15
Occupational Safety & Health	8	Risk Management	16

Each MSM, along with the initiatives initiated by the Group, will be individually presented in subsequent sections within its respective pillar. This management approach is essential for ensuring compliance and disclosing significant matters within the Group's EESG framework.

SUSTAINABILITY STATEMENT

Economic

This pillar constitutes the Group's commitment to advancing sustainably across its business operations to align with its values and also translates into sound and strategic business decisions. Samaiden acknowledges that progress entails continuous innovation and enhancement the of systems, procedures and operations to create a lasting impact on the communities surrounding the Group and establish a positive legacy over time. Disclosures within this section will highlight the Groups's ongoing efforts on material sustainability matters including Economic Performance, Technological Innovation, Service Quality Improvement and Supply Chain Management.

GRI Standard	Material Sustainability Matter	Sustainability Initiatives
GRI 201: Economic Performance 2016	Economic Performance	• Identify Potential Business Model to Ensure Access to Affordable and Reliable Clean Energy Services and Solutions • Integrate Responsible Investment Practices
GRI 203: Indirect Economic Impacts 2016	Technology and Innovation	• Embrace Digitalisation and Support Domestic Technology Development
GRI 204: Procurement Practices 2016	Service Quality	• Improve Service Processes and Quality
	Supply Chain Management	• Monitor and Assess Supply Chain

Material Sustainability Matter: Economic Performance

Identify potential business module to ensure access to affordable, reliable and modern energy services

In FY2023, we achieved remarkable financial milestones, recording a total revenue of RM170.8 million and a net profit of RM10.1 million. This impressive performance represents a significant year-on-year revenue increase of 13.3%. As of 30th June 2023, our outstanding unbilled order book stands at RM372.8 million, scheduled to be progressively invoiced over the upcoming years.

Traditionally, energy trilemma which encompasses security, sustainability, and affordability has been a challenge to balance. Breaking through this trilemma necessitates a collaborative effort between the private and public sectors to address these bottlenecks. Our consistent business growth has enabled us to make significant strides in expanding our market presence. We have been actively identifying and pursuing opportunities in both domestic and international markets. Our expansion strategy, encompassing global markets and the Malaysian sector, is a pivotal step toward ensuring the accessibility of affordable and reliable clean energy solutions to a broader spectrum of users. This outreach includes underserved communities in underdeveloped countries and diverse target groups across various regions. Through our global expansion efforts, we aim to make a positive impact on communities by offering sustainable energy alternatives.

In response to the escalating environmental concerns, we have elevated our offerings by actively engaging in new business ventures. In addition to our core solar energy offerings, we have diversified our portfolio to include Biogas, Biomass, Mini-Hydro, Battery Energy Storage Systems ("BESS"), Green Hydrogen, EV charging stations, Waste-to-Energy Solutions, and renewable instruments such as Renewable Energy Certificates ("RECs"). This strategic diversification positions us to seize emerging opportunities and provide comprehensive clean energy solutions to a diverse clientele. In response to the sustainable income stream, we have strategically invested in clean energy assets and power plants to ensure a stable and sustainable r return for the organization. We are actively exploring opportunities for building, owning, and operating ("BOO") clean energy power plants, with a target of contributing 10% of our revenue from these ventures.

SUSTAINABILITY **STATEMENT**

Economic (cont'd)

Material Sustainability Matter: Economic Performance (cont'd)

Identify potential business module to ensure access to affordable, reliable and modern energy services (cont'd)

Samaiden has also forged multiple strategic alliances with key stakeholders to foster collaboration and drive the growth of the renewable energy sector. By joining forces with like-minded organisations, we can leverage the expertise, resources, and networks to accelerate the adoption of clean energy solutions and address industry challenges. For instance, our collaboration with leading technology provider, empowers us to provide advanced technological support to enhance the overall effectiveness and impact of our solutions.

Integrate responsible investment practices

Responsible investment practices represent a strategic imperative that plays a pivotal role in shaping our economic performance and ensuring long-term sustainability. To align our investment decisions with sustainability objectives, we have embarked on a concerted effort resulting in the development and implementation of investment Standard Operating Procedure ("SOP"). The SOP serve as our guiding framework for investment decisions. We are continuously refining it to include factors beyond traditional financial considerations, specifically EESG criteria. While the full integration of these factors is an ongoing process, this paradigm shift acknowledges that the success of our investments cannot be solely gauged by financial returns but also hinges on their broader impact on society and the environment.

Before proceeding with any investment, we conduct thorough due diligence. This involves in-depth research and analysis of various aspects, including the investment's financial viability, its environmental footprint, its social implications, and its alignment with governance standards. Stakeholder engagement is another crucial element of our approach. We actively engage with relevant stakeholders throughout the investment process, which includes discussions with local communities, regulatory bodies, and other partners to ensure that the investment aligns with their interests and concerns. Risk assessment was conducted by evaluating traditional financial risks but also considering EESG risks associated with each investment. This helps us understand how these factors may impact the success and sustainability of the investment.

We recognise that responsible investment is a field that continually evolves, with emerging EESG standards and best practices. As such, we are committed to staying at the forefront of these developments and continuously updating our practices.

Material Sustainability Matter: Service Quality

Improve service process and quality

The Group recognises that exceptional service quality enhances customer experiences, permeates every facet of our internal operations and ultimately impacting the long-term viability and success of our business.

In the year under review, we have conducted surveys, gathered feedback, and analysed collected data to identify areas for improvement, aligning with our commitment to delivering exceptional service. As part of our customer-centric approach, we have implemented an enhanced feedback mechanism that actively seeks customer input throughout their journey with us. This includes regular check-ins, post-interaction surveys, and open communication channels, allowing them to share their insights and suggestions directly. To further optimise our response processes and bolster efficiency, we have adopted an omnichannel messaging software solution. This tool facilitates quicker response times, enhances transparency, and streamlines communication with our customers.

Additionally, we extended our proactive measures to engage a diverse array of stakeholders, encompassing employees, suppliers, partners, and more. This comprehensive feedback collection approach allowed us to gain profound insights into the overall service experience. Armed with these insights, we could promptly implement preventive measures and address any emerging issues.

SUSTAINABILITY **STATEMENT**

Economic (cont'd)

Material Sustainability Matter: Service Quality (cont'd)

Improve service process and quality (cont'd)

To further enhance our feedback processes, we are in the process of implementing a formalised and structured feedback collection system. This strategic initiative aims to improve documentation and analysis, enabling us to make more data-driven improvements in the future.

We have consistently reviewed and elevated our service processes and quality standards in strict accordance with ISO standards. Samaiden proudly maintains certified for ISO 9001:2015, highlighting our commitment to quality management. Our dedication to ISO standards compliance is reaffirmed through annual audits conducted by certified bodies, ensuring our organisation and Management System remain fully aligned with the relevant ISO standards.

Moreover, we recognise the indispensable role of our employees in our service quality initiatives. To equip them with advanced skills and knowledge, we have conducted extensive training programs. These training efforts are closely tied to the realignment of employee Key Performance Indicators ("KPIs"), all geared toward the common objective of elevating service quality and ensuring our team's efforts are synchronised with this goal.

Material Sustainability Matter: Technology and Innovation

Embrace digitalisation and support domestic technology development

In today's rapidly evolving business landscape, embracing technology and innovation as part of the continuous improvement efforts is not just an option; it's a necessity. Digitalisation is reshaping the economy and society, driving substantial transformations across sectors. It empowers businesses to remain competitive, enhance quality, promote sustainability, and improve efficiency.

The Group is committed to this technological transformation, as evidenced by the digital projects undertaken during FY2023. These initiatives have streamlined processes and elevated the performance of various business units across the organization.

Key digitalisation initiatives include:

Cloud Storage	Migration to cloud storage solutions enhances our data management capabilities and also significantly reduces our environmental footprint. By reducing the need for physical servers and associated energy consumption, this transition aligns with broader environmental sustainability goals by promoting responsible energy use. Additionally, it enables us to securely store and access data with disaster recovery capabilities, reducing the risk of data loss due to unforeseen events. This supports business continuity and sustainability by preventing disruptions.
Customer Relationship Management System	The implementation of Customer Relationship Management ("CRM") software has streamlined our interactions with stakeholders, resulting in enhanced efficiency. By maintaining detailed customer profiles and fostering personalized engagement, it enables us to optimise operations and improve customer experiences. This heightened efficiency aligns with our sustainability goals and underscores our dedication to providing top-quality service while minimising resource consumption.

SUSTAINABILITY **STATEMENT**

Economic (cont'd)

Material Sustainability Matter: Technology and Innovation (cont'd)

Embrace digitalisation and support domestic technology development (cont'd)

Remote Monitoring Software	Collaboration with our strategic partner has enabled the implementation of solar PV projects remote monitoring software which gathers data onto a single platform, reporting performance regularly and alerts operation centres of performance issues, repair needs or system outages. It allows operation and maintenance customisation by utilising a secure cloud-based solution which improves data privacy and security.
Process Automisation	Through the utilisation of tools such as Power Automate, we have initiated a transformative shift in our workflow processes, leading to streamlining of task management procedures. This innovative approach enables us to design and implement automated workflows, thereby reducing the necessity for manual intervention. The adoption of automated workflows accelerates task execution while simultaneously mitigating the likelihood of errors, resulting in a significant enhancement of overall precision and consistency. A noteworthy achievement in this context is the remarkable 60% reduction in the time required to complete a specific task. This efficiency gain allows us to better allocate our resources toward more strategic and value-driven activities, further reinforcing our commitment to optimising productivity and operational excellence.

Material Sustainability Matter: Supply Chain Management

Assess and monitor the supply chain

The resilience and efficiency of our supply chain are paramount to ensure the uninterrupted flow of business operations. Any disruption to our supply chain could have a profound negative impact on our business.

To maintain a stable supply chain and ensure the consistent delivery of top-quality materials and services, we assess all suppliers prior to any procurement. Suppliers are required to undergo a comprehensive pre-qualification process, during which they provide essential information, including company profiles and track records. Our evaluation process prioritises the acquisition of accurate and transparent information. We consider various factors, including the company background, quality, cost-effectiveness, timeliness of delivery, country risks, and legal compliance. These details are then compared during the supplier selection process.

In response to the evolving quality standards over time, we conduct annual assessments of our existing suppliers to ensure their ongoing suitability. This ongoing monitoring keeps us updated on their current status and business activities, allowing us to promptly address any unfavorable issues or concerns by implementing alerts. These assessments serve as a robust mechanism to ensure that our suppliers continue to align with our commitment to maintaining the highest standards of procurement quality.

To further enhance our SOPs for supplier evaluation, we are considering to include EESG factors for evaluation criteria. This demonstrates our commitment to sustainability, going beyond mere financial considerations. Our approach emphasizes agile feedback mechanisms and a culture of continuous improvement.

Lastly, we actively contribute to the local economy by prioritizing procurement from local subcontractors and suppliers whenever feasible. In FY2023, 96% out of a total of 752 suppliers are local company, demonstrating our dedication to supporting the growth and sustainability of our local community while fortifying the resilience of our supply chain.

SUSTAINABILITY STATEMENT

Environmental

As a founding tenet of Samaiden's incorporation, the environmental pillar is the reason for existence of the Group as an end-to-end renewable energy solutions provider. The Group continues championing the belief of 'Sustainability for Our Future' recognising the positive impact it can achieve through present-day actions. In answering the global call to climate action, the Group has taken steps to discloses its operations GHG emissions and its decarbonisation initiatives. The discussions on the Environmental pillar encompass Energy Management, Waste Management and Water Management. Exclusion of reporting on the Effluents and Biodiversity indicators, suggested Bursa's SRG, due to their relative insignificance to the Group's core business activities.

GRI Standard	Material Sustainability Matter	Sustainability Initiatives
GRI 302: Energy 2016	Energy Management	Reduce environmental impact from business operations Raise awareness and advocate for greater energy efficiency
GRI 305: Emissions 2016	Waste and effluent Management	Enhance Proper Waste Management System to Minimise Waste Generation and Improve Material Efficiency
GRI 306: Waste 2020	Water Management	Monitor and Assess Water Consumption

Material Sustainability Matter: Energy Management

Reduce environmental impact from business operations

In the year under review, we conducted a comprehensive assessment of our overall greenhouse gas ("GHG") emissions. As part of our ongoing commitment to reducing our carbon footprint, we initiated efforts to identify our existing carbon emissions and their impact on the environment. We recorded and measured Scope 1 and Scope 2 carbon emissions of our corporate operations, while Scope 3 emissions were considered for our broader Value Chain. It is important to note that our measurement and documentation of Scope 3 GHG emissions is a recent undertaking, and disclosure of this scope will be made available in the following years. The Group's energy consumption primarily relies on two sources: non-renewable fuel for company's vehicle fleet and electricity. In FY2023, our total GHG emissions amounted to 152.73tCO2e. Of this, approximately 57% of energy consumption was derived from non-renewable fuel sources such as diesel and petrol for our vehicles, while the remaining 43% is derived from electricity.

The following table provides an overview of our Group's GHG emissions position:

Scope of GHG Emission	GHG Emissions (CO2e Tons)
Scope 1	87.67
Scope 2	65.06

SUSTAINABILITY **STATEMENT**

Environmental (cont'd)

Material Sustainability Matter: Energy Management (cont'd)

Reduce environmental impact from business operations (cont'd)

Sources of emissions

Scope 1 emissions primarily result from our business-owned vehicles using for business operations, calculated based on factors such as car size, type, and total travel distance. For Scope 2 emissions, electricity usage being the single largest factor with total electricity consumption for the year amounted to 100,694 kWh.

All calculations and references strictly adhere to established standards. Fuel and diesel conversion factors are based on the GHG protocol. For electricity conversion factors, we rely on the MGTC Study on Grid Connected Electricity Baselines for Malaysia, which provides an emission factor of 0.639.

In pursuit of reducing our carbon footprint, the Group has taken initiative by investing in renewable energy assets through one of its subsidiaries. Our achievements include the successful installation and commissioning of a solar asset owned and installed by Samaiden, with a total capacity of 531 kWp. This solar PV plant is expected to generate approximately 678. MWh of clean energy, contributing to the avoidance of 433.47 tCO2e annually. It's worth noting that this disclosure is based on expectations, given that the power plant was commissioned in the middle of the financial year.

In the subsequent phase of our sustainability journey, Samaiden has achieved significant milestones by securing two additional Power Purchase Agreements ("PPAs") in FY2023, with total capacity of 708 kWp and 198.5 kWp, respectively. These agreements are on track for completion in the upcoming quarters, and the tangible outcomes in terms of carbon avoidance are expected to be reflected in FY2024. These strategic initiatives hold the promise of making substantial contributions to our carbon avoidance objectives once they are successfully executed.

In addition to our direct contributions, the Group has significantly contributed indirectly through the execution of EPCC projects for our valued customers. During the FY2023, our portfolio showcased successful project completions, amassing an approximate aggregate installed capacity of 77.55 MWp. These projects are strategically distributed across both urban and rural regions in Malaysia and are expected to mitigate over 63.3 thousand metric tons of carbon dioxide equivalent (tCO2e) emissions annually, thus making a positive environmental impact.

Through these concerted efforts, we actively contribute to reducing society's dependency on brown energy, in alignment with both the national transition roadmap and the ambitious goal of achieving net-zero carbon emissions by 2050. We are dedicated to fostering a broader adoption of low-carbon electricity among wider population, thereby advancing our shared journey towards a sustainable and environmentally responsible future.

SUSTAINABILITY STATEMENT

Environmental (cont'd)

Material Sustainability Matter: Energy Management (cont'd)

Reduce environmental impact from business operations (cont'd)

Raise awareness and advocate for greater energy efficiency

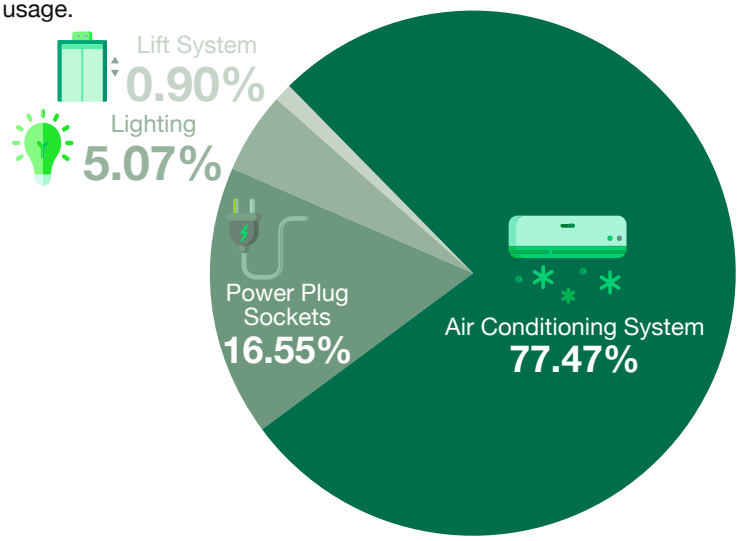
Energy efficiency is a significant priority for businesses committed to environmental responsibility. Identifying areas of energy wastage and high consumption is crucial in this regard. During the year under review, Samaiden initiated an energy efficiency program at its Headquarter ("HQ"). Energy audits and assessments were conducted within this timeframe.

Initially, a preliminary energy audit was carried out to establish a comprehensive overview of potential electricity savings. This initial audit involved a visual inspection of the HQ building, encompassing elements such as air conditioning, lighting, power sockets, building maintenance, and other factors affecting electricity usage.

Subsequently, a detailed energy audit was conducted, involving in-depth investigations and observations into the current electricity consumption patterns, the performance of existing systems, and the identification of various potential Energy Saving Measures ("ESMs").

The primary objectives of the energy audit were as follows:

- Identifying the building's electricity consumption patterns and related information.
- Evaluating the current performance of electricity usage.
- Identifying opportunities for improvement.
- Developing specific Energy Saving Measures.



Upon completion of the energy audit, the analysis revealed that the majority of electricity consumption in the HQ was attributed to the air conditioning system (77.47%), power plug sockets (16.55%), lighting (5.07%), and lift system (0.90%). Consequently, four key Energy Saving Measures were considered:

- Implementation of Energy Management & Awareness Training
- Installation of Inverter-type Air Conditioning Systems
- Retrofitting to LED Lighting
- Reduction of power socket usage by 1 hour

An optimistic outlook suggests that upon full integration of these measures, a substantial 26% reduction in electricity consumption can be achieved. However, it's important to note that this project is currently ongoing, and as such, we lack sufficient data to report on its progress for FY2023.

Nonetheless, several proactive steps have been taken in pursuit of energy efficiency including below:

- Fostering a culture of energy conservation throughout the entire organisation.
- Educating and engaging employees in energy-saving practices.
- Encourage the minimum temperature of air conditioner to be set at 23°C
- Advocating for practices such as turning off air conditioning, lights, computers, and devices when not in use.
- Encouraging the use of stairs as an eco-conscious alternative to lift.

SUSTAINABILITY **STATEMENT**

Environmental (cont'd)

Material Sustainability Matter: Waste and Effluent Management

Enhance waste management system to minimise waste generation and improve material efficiency

The escalating global waste production has evolved into a significant threat that surpasses local and regional boundaries, posing a pressing challenge with far-reaching consequences for public health, the environment, society, and the economy.

In the context of our business operations, we come across three specific waste categories: office waste, E-waste and construction waste. For each of these waste categories, we have established a tailored approach that focuses on responsible management. This process includes waste collection, storage, disposal, and recycling when applicable. In essence, we ensure that these different types of waste are managed in a way that is environmentally responsible and adheres to best practices.

It is essential to acknowledge that our historical approach to monitoring and documenting waste and recycling activities has not been optimal, resulting in an absence of the quantitative data for reporting in FY2023. In recognition of the gravity of this issue, we are now directing greater attention towards waste management. Samaiden has formally integrated this matter into our agenda, initiating a comprehensive review of our waste management tracking system to align with industry best practices and ensures a sustainable approach.

Nonetheless, we have undertaken specific measures on waste management. These measures are organised into the following categories:

Office Waste

Implement 3Rs program	Promoting the "reduce, reuse, and recycle" principles. Recycling bins are readily available within our company compound, promoting responsible waste disposal at its source and involving our employees in eco-friendly practices.
Paperless Practices and Digital Workflow	Promoting the efficient use of electronic documents which ties to the Group's digitalisation efforts. We have implemented electronic document storage and management systems, facilitating a seamless digital workflow. We are planning to adopt e-signature solutions to reduce our reliance on paper and align with our ongoing efforts to minimize environmental footprint.
Promotion of Eco-Friendly Practices	Encouraging double-sided printing to reduce paper consumption, reuse of office supplies, and promoting the use of reusable containers and water bottles

SUSTAINABILITY **STATEMENT**

Environmental (cont'd)

Material Sustainability Matter: Waste and Effluent Management (cont'd)

Enhance proper waste management system to minimise waste generation and improve material efficiency (cont'd)

E-Waste

Electronic waste including items such as batteries, cables, wires, computers, laptops, and various electronic components. To optimise resource utilisation, we prioritise recycling and reselling these items whenever feasible. We ensure that all electronic items are directed to legitimate recycling centers or corporate buyers who possess the expertise and facilities required to handle e-waste safely. These specialised facilities must be equipped to process and recycle electronic devices and components. In cases where certain e-waste are not suitable for recycling or reuse, we ensure they are disposed of properly in compliance with environmental regulations.

Other Construction Waste

Throughout the construction phase of our Renewable Energy ("RE") projects, we collaboratively engage certified waste disposal experts on a project-specific basis. The experts will establish designated storage locations at site, and waste is disposed of properly once it reaches predetermined amounts. Nevertheless, our principal emphasis remains on source reduction of waste. This involves optimising material usage, minimising excessive packaging, and selecting materials with lower waste potential. It's important to highlight that our business operations do not presently produce any hazardous waste, and we maintain a strict prohibition against any form of open burning for waste disposal. In FY2023, we are please to report that no penalties or fines have been imposed by any relevant environmental regulatory authorities.

There are no significant effluents emitted by the Group's business activities, hence no further disclosure in regards to effluent management.

Material Sustainability Matter: Water Management

Monitor and Assess Water Consumption

The total amount of water used by the Group in FY2023 amounted to 723m^3 from the main supply network. The measurement of water flow is to be managed with the Group's main Sustainability principles of conservation of resources. Water preservation is a collective effort, and every team member plays a pivotal role in our sustainability journey. Therefore, we are dedicated to raising awareness among our workforce. This entails ongoing communication aimed at instilling a deep appreciation for water preservation. We firmly believe that an informed and engaged workforce is the key to achieving our sustainability objectives and leaving a positive imprint on the environment. We will continue to monitor and review on total water consumption.

SUSTAINABILITY **STATEMENT**

Social

The Social Pillar embodies our dedication to people, reflecting our belief that business success should go hand in hand with positive societal impact. Within this pillar, we emphasize that the welfare of our employees, customers, communities, and other stakeholders is not only integral but also essential for our long-term sustainability journey. We provide insight into our stakeholder engagement activities, recognising that the most substantial impact is achieved through diverse outreach approaches, each tailored to distinct societal advancement objectives. All of the MSMs within this pillar are part of the Group's ongoing engagement efforts.

GRI Standard	Material Sustainability Matter	Sustainability Initiatives
GRI 401: Employment 2016 **GRI 403: Occupational Health and Safety 2018** **GRI 404: Training and Education 2016** **GRI 405: Diversity and Equal Opportunity 2016** **GRI 416: Customer Health and Safety 2016**	Occupational Safety & Health	Compliance to Safety Standards
	Labour Practices & Standards	Enhance Employees Welfare and Implement Strict Code of Conduct
	Workforce Equality, Diversity & Inclusion	Cultivate an inclusive workplace by embracing diversity in recruitment, implementing inclusive policies, and fostering strong employee engagement
	Human Capital Management	Provide adequate career training and career enhancement opportunities
	Community Engagement	Contribution to local communities and increasing sustainability awareness

Material Sustianability Matter: Occupational Safety & Health

Compliance to Safety Standards

Samaiden believes safety and health of our people form the foundation of our business sustainability; that always been placed as the utmost priorities. We are well acknowledged on the adverse impacts of any unforeseeable incident could disseminate to the Group's reputation, operation, and public confidence. Thus, aside from having appropriate plans to deal with any emergency, concerted effort is made to prevent accidents and casualties at the workplace. The Group is committed to Health and Safety excellence and pursue the goal of safeguarding our people and the relevant stakeholders. We strictly comply with the safety standards across our operations which in line with our safety policy. Any willful disobedience or negligence may result in disciplinary action. Throughout FY2023, the Group is pleased to report that there have been no reported number of work-related injuries or fatalities. In terms of total recordable incident rate ("TRIR"), the Group had 0.4 hours but no lost time injury and has achieved a total of 229,245 safe manhours.

OSH Performance Indicators	FY2023
Total safe manhours	229,245
Total of recordable incident rate (TRIR)	0.4
Number of lost time injury	0
Number of employee fatalities	0

SUSTAINABILITY **STATEMENT**

Social (cont'd)

Material Sustianability Matter: Occupational Safety & Health (cont'd)

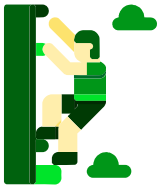
Compliance to Safety Standards (cont'd)

The Group's Occupational Safety & policy encompasses:

- Guidance on conduct of all business activities with due diligence and systematic risk management
- Implementation of a systematic HSE management approach which complies strictly to laws and is continuously improved upon
- Management of all business activities throughout their life cycles to protect and safeguard health and safety and minimises environmental impact
- Adequate provision of resources to create a safe and healthy workplace, requiring contractors to also act accordingly
- Demonstrate visible and active HSE leadership
- Encourage employees and contractors to proactively create a safer workplace through elimination of harmful acts

Regarding the training of employees in health and safety standards, we have organised training programs in partnership with industry experts as follows:

Basic Working at Height Training



Organised by the HSE Department of the Group, a comprehensive Basic Working at Height Training was conducted for 15 employees which are all from project team. Covering essential topics such as height safety legislation, safety harness inspection, control measures during working at height and suspension trauma, this training is essential to those working on solar panel installation. The safety guidelines are important to prevent accidents on-site and minimise risk from at height situations.

Safety briefing before installing the solar panels is conducted to ensure all employees are adhering to the safety guidelines especially working at height and prevent them from any accident.

Basic Occupational First Aid Training

Partnering with MS Smart Management ("MASMA"), Basic Occupational First Aid Training was provided covering vital skills such as Basic Life Support ("BSL"), first aid for minor injuries, and cardiopulmonary resuscitation ("CPR"). In addition, 17 participants also learned how to treat injuries, applying bandages and safely transferring injured individuals. This training also empowered the Group's employees to transfer these essential skills to their family and friends to create a safer community around them.

SUSTAINABILITY **STATEMENT**

Social (cont'd)

Material Sustainability Matter - Labour Practices & Standards

Enhance Employees Welfare and Implement Strict Code of Conduct

The Group's Employee Handbook is a comprehensive guide for all employees and is communicated to new recruits as an integral part of their onboarding process with the Group. Within its pages contain- essential information encompassing employment policies, procedural guidelines, legal statutes, details on leaves, comprehensive insights into benefits and entitlements, , well-structured grievance procedure.

The Employee Handbook has been updated to align with the latest revisions of the Employment (Amendment) Act 1955. This ensures that our employees receive the most up-to-date information regarding their rights and benefits, reaffirming our commitment to their well-being and professional growth. The updated benefits are covered as below:

Parental and Maternal Leave	Subsequent to the gazetting of the Employment (Amendment) Act 1955, the Group has revised maternal leave from 60 days to an extended 98 days while paternity leave has also been extended from 3 days to 7 days. This helps foster an inclusive atmosphere at the Group and is a firm support for gender equity and family-friendly policies.
Group Hospitalisation and Surgical (GHS) insurance	The Group's comprehensive coverage under the Group Hospitalisation and Surgical Insurance plan is extended to all confirmed employees and determined on their respective job grades. This promotes a sustainable approach to the Group's employee health and wellbeing
Outpatient Medical Treatment	The Group has increased its outpatient medical claim coverage to encompass medical consultation, prescribed medications, standard outpatient treatments, specialist consultations and necessary medical procedures. In FY2023, the Group has dedicated a total of RM7,426 for its staff outpatient medical treatment.

In addition, Strict code and conduct policy has been imposed and disseminated to all our employees. This policy serves as a comprehensive guide delineating the expected behaviors and conduct standards for every member of our workforce. It functions not only as a reference point for employees' interactions with both internal and external stakeholders but also as a tool to steer their actions appropriately.

It is important to note that this policy applies universally to all employees within the Samaiden Group, spanning across the globe, and extends its reach to the Directors of the Company as well. Within this framework, we want to emphasize our commitment to maintaining a workplace free from bullying, harassment, and discrimination. Stringent measures are in place, and we are resolute in taking disciplinary actions against any employee found to have engaged in such behavior.

To ensure transparency and accountability, we have established a reporting system for any potential violations of this Code of Conduct, along with any breaches of other Company policies or applicable laws and regulations. We are pleased to report that during the past year, there were zero reported cases, a testament to our collective dedication to upholding these high standards of conduct.

SUSTAINABILITY STATEMENT

Social (cont'd)

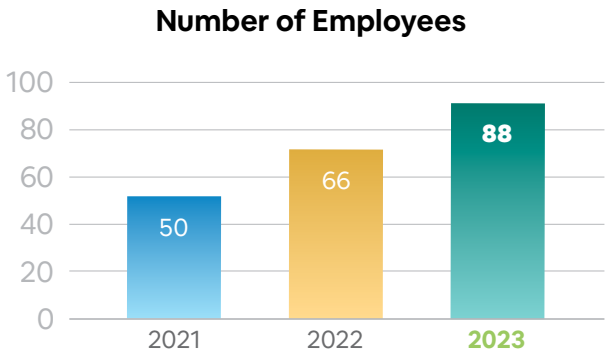
Material Sustainability Matter: Workforce Equality, Diversity & Inclusion

Cultivate an inclusive workplace by embracing diversity in recruitment, implementing inclusive policies, and fostering strong employee engagement

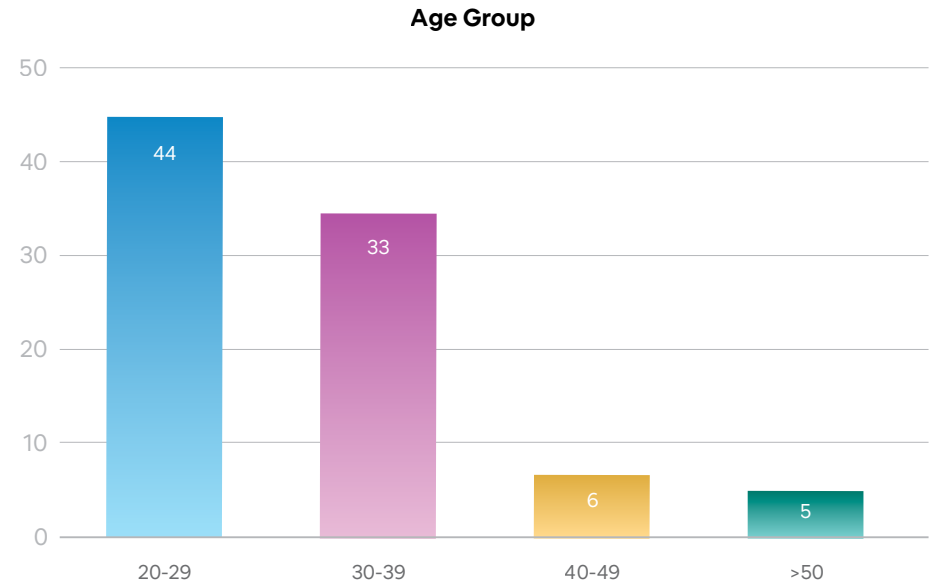
A just, diverse, and inclusive working environment serves as an indispensable pillar for the sustainability and progression of our business. The invaluable richness brought forth by varied thoughts, ideas, and problem-solving approaches from individuals representing diverse backgrounds, cultures, age groups, genders, and religious beliefs are the key drivers in nurturing an environment that fuels innovation and productivity through the embrace of workforce diversity.

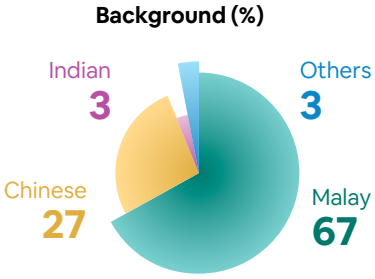
It is the Group's duty to guarantee equitable treatment and equal opportunities for all. This enables our team members to leverage their unique talents and experiences for the collective benefit of our organisation.

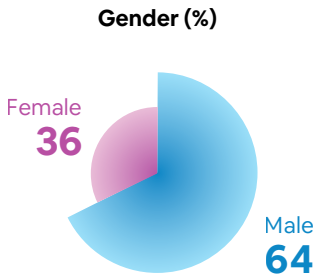
In FY2023, reflecting the Group's recent business expansion, there was a 14.3% growth in employee headcount from FY2022 as recorded in the chart below. There were 51 new hires, with 39 who resigned in the past year. The 50% turnover rate in FY2023 is mainly attributed to the completion of a few projects, along with a highly competitive job market and employees relocation. In the upcoming year, measures will be put in place to manage the turnover rate and increase the Group's retention rate of its talents.



Factoring the Group's workforce, the diversity indicators for FY2023 covering gender, age group and ethnic background. We have 6 members serving in the Board and a total workforce of 82 employees analysed as below:







SUSTAINABILITY **STATEMENT**

Social (cont'd)

Employee Engagement

Employee engagement at Samaiden covers a range of activities to promote employee cohesion including team building activities, internal festive celebrations and company culture days such as townhalls and achievement recognition programmes. In FY2023, the following employee engagement days were recorded:

Group Townhall Meeting

The Group's inaugural townhall meeting, convened on 12 August 2022, was driven by the following key objectives:

- Disseminating the Group's strategic objectives and priorities to enhance transparency and facilitate constructive communication between Management and employees.
- Cultivating a greater sense of belonging among employees by encouraging information transparency and alignment between personal and corporate goals.
- Fostering employee collaboration by sharing significant updates, progress reports, and future plans.
- Establishing a semi-annual cadence for these townhall meetings to ensure that timely and critical information reaches all employees.

Recognising the importance of effective communication and the imperative for all employees to remain abreast of the Group's latest updates and direction, it is mandatory for all employees to attend these semi-annual townhall meetings. This commitment to regular and inclusive communication highlights our dedication to keeping our workforce informed and engaged in our collective journey towards organisational success.

Celebrations

At Samaiden, we organise numerous celebrations throughout the year, recognising their pivotal role in enhancing employee engagement and nurturing a positive work atmosphere. These events serve as powerful tools for uplifting employee spirits by acknowledging and appreciating their invaluable contributions. Such recognition solidifies their sense of worth and motivation to sustain their high levels of dedication. As employees unite in commemorating achievements and milestones, team bonds strengthen organically. This shared sense of community and shared experiences significantly elevates engagement.

SUSTAINABILITY **STATEMENT**

Social (cont'd)

Employee Engagement (cont'd)

Celebrations (cont'd)

Birthday Celebration

To promote inclusivity within the Group, we celebrate each employee's birthday during their respective birth month. This practice not only honors individual milestones but also strengthens the bonds among team members, enhancing their sense of belonging to the larger group. It engages the entire staff force and fosters a deeper connection within the team.

Festival Celebration

Through the celebration festive occasions, our Group actively promotes diversity and inclusion, which, in turn, cultivates a tightly-knit workforce. We make it a point to recognize and respect the major festivals observed in Malaysia. Also, we organise Group-level celebrations to honor and appreciate the rich cultural tapestry within our team. This approach not only strengthens our sense of unity but also underscores our commitment to fostering a workplace that values and embraces diversity.

Iftar

SUSTAINABILITY **STATEMENT**

Social (cont'd)

Employee Engagement (cont'd)

Celebrations (cont'd)

Chinese New Year

Christmas

Deepavali

SUSTAINABILITY **STATEMENT**

Social (cont'd)

Employee Engagement (cont'd)

Special Ocassion Celebration

New office open house

In FY2023, Samaiden relocated its headquarters to spacious office facility in response to its expanding operations. The decision to host an open house symbolizes the Group's recognition of its growth and success. It serves as a tribute to the collective efforts of employees who have contributed to this significant milestone, boosting morale and fostering a sense of achievement. This event is to foster a sense of belonging among employees. It's not just about the physical space; it's about being part of a company that is growing and evolving. Employees feel a deeper connection to the organization and its journey. With a grand ceremony, the Group marked this momentous occasion, celebrating its progress since its inception in the RE sector and sets the stage for the next chapter of its growth.

Employee Appreciation Gift

A token of appreciation was presented to all employees, serving as a both expressions of recognition. By extending these thoughtful gifts, we actively reinforce our commitment to foster a culture of appreciation and inclusivity within our workforce.

SUSTAINABILITY **STATEMENT**

Social (cont'd)

Material Sustainability Matter – Human Capital Management

Provide adequate career training and career advancement opportunities

On the matter of training and development, the Group is dedicated to providing employee training programmes for continuous upskilling. This dedication is an essential component of the Group's broader commitment to providing its employees with a well-defined career progression plan. In FY2023, the Group's focus on growing the capabilities of its workforce included training on advancing their skill sets, honing their expertise and improved the versatility of its highly agile workforce. The types of training and training hours are logged as below

Training Attended by Our Employees in FY 2023

Shipping Procedure, Documentation and Intercoms 2020	Oct 2022	16 hours
Procurement Process Training	Jan 2023	2 hours
Fundamental of Microsoft Excel	Feb 2023	2 hours
Understanding Hazard Identification, Risk Assessment and Risk Control (HIRARC)	Feb 2023	8 hours
Microsoft Excel-Intermediate	Mar 2023	8 hours
Effective Human Resource Admin Skills	Mar 2023	16 hours
Info-Tech HR System Online Classroom Training (Payroll, Claims & Appraisal)	Mar 2023	8 hours
Site Visit-Solar Facility	March 2023	2.5 hours
Webinar 2023 Budget Seminar	Apr 2023	8 hours
Sustainability Reporting Workshop	Apr 2023	8 hours
Basic Working at Height Program	May 2023	8 hours
Basic Occupational First Aid Program	May 2023	8 hours
Carbon Credits and Renewable Energy Certificates	Jul 2023	8 hours

The training programs outlined below serve as demonstrative examples of the Group's initiatives in developing various facets of its talent pool:

Procurement Process Training

Organised by the Procurement Department, this internal training enabled employees from different departments to understand and apply the knowledge from this session as they navigate the Group's procurement process. This leads to smoother and more efficient transactions as the employees can align their requests and requirements with the procurement guidelines, reducing delays and errors. The Group's streamlined processes and process efficiency enables staff to contribute to organisational success.

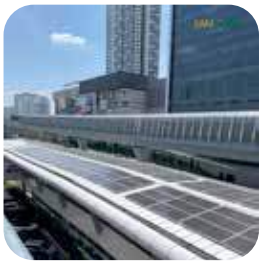
SUSTAINABILITY **STATEMENT**

Social (cont'd)

Material Sustainability Matter – Human Capital Management

Rooftop Solar Site Visit

The visit to Sunway Nexis' Solar Facility provides employees, particularly newcomers, with practical exposure to the Group's core business focus on solar PV solutions. Seeing these solutions in action offers a tangible and memorable learning experience. Visiting the solar facility allows employees to understand how their roles and responsibilities fit into the broader context of the organization's operations. This contextual understanding can enhance their job performance.



Fundamentals of Microsoft Excel Training

Participating in the Excel training organised by the Strategy Development Unit offers employees a multitude of advantages. The objective of this training is to enhance employees' skillset, diving into various aspects of Excel such as functions, formulas, data analysis, and pivot techniques. These newfound skills can improve their effectiveness within their current roles and also lay a strong foundation for their career development. Additionally, this training leads to increased productivity, as employees learn how to automate repetitive tasks, analyze data more effectively, and generate reports with greater speed and accuracy. The acquisition of Excel skills enhances employees' career prospects, making them more competitive in the job market and within the company for potential job opportunities or promotions.

Material Sustainability Matter – Community Engagement

Contribution to local communities and increasing sustainability awareness

The Group places great importance on its role in local communities and the fostering of sustainability awareness. We gauge our activities within the community engagement framework, which encompasses various engagement programs, donations, sponsorships, and active support for local conservation efforts conducted throughout the year.

In FY2023, the Group hosted several corporate-related events that significantly affected both the immediate business community and the broader surrounding community, including:

Samaiden x Thingnario AI Event

This event served as an informative platform to highlight the intersection of renewable energy and cutting-edge technology. At the event, experts from both organizations explored the dynamic relationship between an effective Operation & Maintenance (O&M) team and advanced software solutions within the renewable energy sector. They emphasized how an effective O&M solutions, coupled with the latest technology, can significantly amplify the efficiency, reliability, and profitability of renewable energy projects. Through enlightening discussions and real-world case studies, attendees gained a comprehensive understanding of the tangible benefits that arise when renewable energy and technology seamlessly converge. Furthermore, this event also aims to raise awareness about the potential of renewable energy sources and their transformative influence on the energy landscape.

SUSTAINABILITY **STATEMENT**

Social (cont'd)

Material Sustainability Matter – Community Engagement (cont'd)

Transfer Listing Appreciation Dinner

The "Transfer Listing Appreciation Dinner" organised by Samaiden, marking the Group's successful transfer of listing to Bursa's Main Market on 31 March 2023, showcased the Group's commitment to community engagement. This event was not only a celebration but also an opportunity for the Group to express its sincere appreciation to the stakeholders, who played a crucial role in its achievements. Beyond that, it served as a platform for nurturing meaningful connections and engagement between various stakeholders. By bringing together these diverse partners, the dinner facilitated networking and interaction, contributing to a stronger sense of community and collaboration within the business ecosystem. It highlighted how corporate events can serve as a bridge between a company and its stakeholders, reinforcing the importance of community engagement in the Group's overall strategy.

Corporate Social Responsibility

The Group's dedication to Corporate Social Responsibility (CSR) extends well beyond mere obligations; it represents focused initiatives tailored to uplift the local community. In FY2023, the flagship activity within this CSR pillar was the 'Closet Clean Out for Charity' event, that brought joy to the lives of children residing in two orphanages, namely Rumah Sentuhan Budi and Persatuan Rumah Kebajikan Anak-Anak Yatim dan Ibu Tunggal Hajjah Kamariah.

This event went beyond simple acts of charity; it involved engaging activities during visits by the Group's employees. These activities included educational sessions aimed at enlightening children about renewable energy and the importance of environmental conservation.

To facilitate this initiative, we conducted a three-week campaign with the primary objective of collecting used clothing, shoes, and bedding items from our employees. Furthermore, funds were generated through contributions from both our employees and the Group itself, which were then channeled towards the purchase of essential items. The essential items and collected used items, were donated to the two beneficiary orphanages.

In a sustainable twist, used items that were no longer in suitable condition was redirected to a recycling center, promoting the 'Reduce, Reuse, Recycle' (3R) principle among our workforce. This approach to CSR reflects the Group's sincere commitment to making a positive impact on the community and the environment."

SUSTAINABILITY **STATEMENT**

Social (cont'd)

Material Sustainability Matter – Community Engagement (cont'd)

Corporate Social Responsibility (cont'd)

The Group's commitment to sponsorships extends to various recipients, including some of the beneficiaries as following:

IBSF World Snooker Championship Series 2022

The Group stepped in as one of the sponsors for the IBSF World Snooker Championship Series 2022, which was initially scheduled for Qatar but took place in Kuala Lumpur. The decision by the Malaysian federation to host this competition was driven by the goal of enhancing our athletes' skill levels and elevating our global standing. In addition to addressing environmental concerns, Samaiden is also promoting sports development and nurturing the talents of our country's athletes, who aspire to attain excellence on both regional and international platforms in their quest for gold.

Sponsorship for Yong Peng High School

Marking the school's 65th Anniversary, the Group extended a substantial RM100,000 sponsorship. This dedicated funding was allocated for the implementation of innovative teaching technologies, essential operational support, and the enhancement of the school's learning infrastructure. The core aim of this sponsorship is to create a more streamlined and modernised learning environment, ultimately enriching the educational experience for students.

SUSTAINABILITY **STATEMENT**

Social (cont'd)

Material Sustainability Matter – Community Engagement (cont'd)

Corporate Social Responsibility (cont'd)

Sponsorship for University Putrajaya Malaysia –

i. 2nd International Conference on Innovation in Chemical Engineering and Technology 2023 (ICICET 2023)

Conducted in September 2023, this event served as a dynamic forum, bringing together academics, researchers, and industry partners to delve into the critical topics of sustainability, green initiatives, and policy direction. This aligns seamlessly with the Group's core business principles, where sustainability and responsible practices hold paramount importance. As part of the Group's ongoing collaboration with tertiary educational institutions, a significant contribution of RM3,000 was made to support this initiative, underscoring our commitment to advancing sustainable solutions.

ii. UPM Engineering Academic Excellence Student

As part of our commitment to promote educational excellence, the Group has been awarding an annual stipend of RM3,000 to commend and support three exceptional students from the Faculty of Engineering every year. This initiative, initiated in 2018, has resulted in the Group contributing a cumulative total of RM15,000 to date. It serves as a testament to our dedication to nurturing future leaders and enriching society through the power of education.

Sponsorship for University Tenaga Nasional - Youth Energy Summit 2022 (YES22)

Under the theme 'Igniting Passion for Change Towards a Sustainable Future,' this program was aimed at providing secondary school students with the exploration of the energy sector's intricacies, both within Malaysia and on the global scale. The Group is dedicated to empowering young minds through early exposure to sustainable energy initiatives in order to encourage awareness as well as promotes a deeper understanding of these critical topics among the leaders of tomorrow

SUSTAINABILITY STATEMENT

Governance

This pillar dovetails with the Group's commitment to uphold sound Corporate Governance standards and practices as enshrined in the MMLR. Further to this, the Group also upholds industry best practices and adheres to best- in-class marketplace execution. Our institutional compliance framework stands as the bedrock for governing critical aspects of our operations, including data privacy, anti-bribery, and anti-corruption policies., Simultaneously, we place significant emphasis on internal compliance, which encompasses governance, ethics, integrity, and risk management. These elements together form a sturdy foundation for ensuring business continuity and empowers the Group to successfully pursue its strategic objectives.

Within this section, we will discuss the material sustainability matter specifically focusing on data privacy and security, providing insights into our approaches. The comprehensive exploration of other Material Sustainability Matters (MSMs) within this pillar will be elaborated upon in subsequent statements, including the "Overview of Governance" and the "Statement on Risk Management and Internal Control." Reaffirming our commitment to transparency and accountability across all facets of our operations.

GRI Standard	Material Sustainability Matter	Sustainability Initiatives
GRI 418: Customer Privacy 2016	Data Privacy and Security	Ensure data protection, data authentication and authorisation, and disaster recovery plans are in place.
GRI 205: Anti-corruption 2016	Anti-Bribery and Corruption	Set clear guidelines and rules to prevent bribery and corruption Implement whistleblowing policy
	Governance,Ethics and Integrity	Strict adherence to all applicable laws and regulation
	Risk Management	Implement of sound risk management plans and policy

Material Sustainability Matter - Data Privacy and Security

Ensure data protection, data authentication and authorisation, and disaster recovery plans are in place.

Within our group, the utmost importance is placed on safeguarding the personal data of our clients. This commitment is exemplified by our strict adherence to the Personal Data Protection Act, which governs the processing of personal information. To enhance data security, we have implemented stringent controls such as limiting data access based on authority levels, instituting data authentication and authorization measures, and we are conducting review of our data protection policy to continuously enhance security protocols.

We prioritise educating our employees to be vigilant against potential cyber threats. Professional experts provide comprehensive training on identifying and mitigating risks associated with phishing, scamming, and spam emails. Employees are well-informed about the various cybersecurity threats that can manifest through email communications. This proactive approach ensures that our staff is well-equipped to recognize and respond to potential threats promptly.

Our commitment to data security has yielded promising results, as evidenced by the absence of any security breaches during the year under review. We are proud to report zero data breaches, underscoring our dedication to ensuring that customer data remains safeguarded and confidential.

FEEDBACK OF REPORT[4]

In line with the Group's continuous efforts to improve in its Sustainability standards, it welcomes stakeholders' feedback. Any comments and enquiries related to this Sustainability Statement can be directed to corporate@samaiden.com.my.

[4] GRI 2-3

CORPORATE GOVERNANCE **OVERVIEW STATEMENT**

The Board of Directors ("Board") of Samaiden Group Berhad ("Samaiden" or the "Company") is committed to maintaining high standards of corporate governance in conducting the affairs and business of Samaiden and its subsidiaries (the "Group"). This is to ensure that the interests of shareholders and other stakeholders are protected and that shareholders value continues to be enhanced. Pursuant to Paragraph 15.25 of the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities"), the Board is pleased to present the Group's application of the principles as set out in the Malaysian Code on Corporate Governance ("MCCG"):

A. Board leadership and effectiveness;
B. Effective audit and risk management; and
C. Integrity in corporate reporting and meaningful relationship with stakeholders.

This Corporate Governance Overview Statement should be read together with Corporate Governance Report 2023 ("CG Report 2023") which is available on the Company's website at www.samaiden.com.my as well as the website of Bursa Securities. Where a specific best practice has not been applied during the financial year, the non-application, including reasons thereof, and the alternative practice adopted, if any, is also mentioned in the CG Report 2023.

A. BOARD LEADERSHIP AND EFFECTIVENESS

1. BOARD ROLES AND RESPONSIBILITIES

Roles and Responsibilities of the Board

The Board is responsible, amongst others, for charting the strategic direction, enhancing corporate values of the Group, supervising its affairs to ensure its success within a framework of acceptable risks, as well as overseeing the conduct, performance, risk management, internal controls, and corporate governance practices of the Group. It also reviews the performance of the management team and ensures that the necessary resources are available to meet the Group's objectives.

The Board is guided by the Board Charter and Limits of Authority which define matters that are specifically reserved for the Board and certain authorities and discretion delegated to the Group Managing Director ("GMD"). The key matters reserved for the Board's approval include but not limited to setting overall Group strategy and direction, approving major corporate plans, approving quarterly and annual financial statements and annual budgets, as well as monitoring financial and operational performance of the Group.

The Board delegates specific responsibilities to the respective committees of the Board, all of which operate within their defined terms of reference. Notwithstanding this, the Board remains responsible for its fiduciary duties.

The principal duties and responsibilities assumed by the Board include:-

(a) Reviewing and adopting a strategic business plan for the Group

The Board plays an important and active role in the development of the Company's strategies. Management will recommend strategies and proposed business plans for the coming year to the Board at a dedicated session. The Board will then evaluate the Management's recommendations, views and assumptions, while taking into consideration the perspectives of all relevant parties before making a decision.

(b) Oversee of conduct of the Group's businesses and evaluate whether the businesses are being properly managed

The Board monitors the implementation of business plans by Management and assesses the conduct of businesses under the leadership of the GMD. The Board is also continuously informed of key strategic initiatives, significant operational issues and the Group's operational and financial performance.

CORPORATE GOVERNANCE **OVERVIEW STATEMENT**

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

1. BOARD ROLES AND RESPONSIBILITIES (CONT'D)

Roles and Responsibilities of the Board (Cont'd)

(c) Review of the adequacy and integrity of the Group's internal control system

The Board is ultimately responsible for the adequacy and integrity of the Group's internal control system. It covers both operational and financial areas.

(d) Identifying principal risks and ensuring the implementation of appropriate systems to manage these risks

The Board reviews the system and processes as well as the key responsibilities and assesses for reasonable assurance that the risks have been managed.

(e) Succession planning and remuneration package of the Board

The Board delegates the succession planning and determination of remuneration package for the Board, to the Nominating Committee ("NC") and Remuneration Committee ("RC") respectively. The NC oversees and reports to the Board, the development of a diverse pipeline for the Board succession. While the RC is tasked to recommend the remuneration packages for Directors, to attract and retain the right talent to drive the Company's long-term objective.

Separation of Position of Chairman and GMD

The positions of the Chairman and GMD are held by different individuals with clear and distinct roles which are formally documented in the Board Charter of the Company to ensure a balance of power and authority between the Chairman and GMD.

Dato' Dr Nadzri Bin Yahaya is the Chairman of the Board and is responsible in providing leadership and guidance to the Board in meeting corporate goals and manages the processes in ensuring the Board effectively discharges its duties.

The Board has delegated responsibilities for the management of the Group, through the GMD, to manage the daily operations. The GMD is primarily responsible for the effective implementation of Board strategies, policies and decisions.

By virtue of the position, the GMD as a Board member, also acts as the intermediary between the Board and the Senior Management.

Qualified and Competent Company Secretaries

The Board are supported by two (2) suitably qualified Company Secretaries who are qualified to act as Company Secretaries under Section 235 of the Companies Act 2016. They are both the Associate members of The Malaysian Institute of Chartered Secretaries and Administrators (MAICSA).

The Company Secretaries play an advisory role to the Board, particularly with regard to the Company's Constitution, Board policies and procedures and its compliance with the relevant statutory and regulatory requirements and corporate governance best practices.

The Company Secretaries attend all Board, Board Committees and general meetings and ensure the meetings are properly convened and all deliberations and decisions made are accurately minuted, recorded and kept. The Company Secretaries have attended and will continue to attend relevant conferences and training programmes to constantly keep themselves abreast with the regulatory changes and development in corporate governance.

CORPORATE GOVERNANCE **OVERVIEW STATEMENT**

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

1. BOARD ROLES AND RESPONSIBILITIES (CONT'D)

Access to Information and Advice

The Board has unrestricted access to all information within the Group from the Management at all times. The Board is constantly kept informed of various requirements and updates issued by various regulatory authorities. In addition, the Board may obtain independent professional advice in furtherance of their duties whenever necessary at the Company's expense through an agreed procedure.

Board members are provided with updates on operational, financial and corporate issues from time to time. The agenda and reports encompassing qualitative and quantitative information are furnished to the Board members prior to the meetings to enable Directors to have sufficient time to peruse the papers for effective discussion and decision making during the meetings and obtain further explanation/clarification if required. Board members receive the relevant board papers at least five (5) business days before the Board meetings which complies with Practice 1.6 of the MCCG, whilst highly sensitive corporate proposals are circulated during the meeting. SM will be invited to brief the Board on the proposals, where necessary. The meeting proceedings are minuted and distributed to the Board members on a timely manner and tabled for confirmation in the subsequent meeting.

Board Charter

The Company's Board Charter is a primary document, which clearly sets out the roles and responsibilities of the Board and Board Committees, Chairman and GMD, the Executive and Non-Executive Directors, taking into consideration all applicable laws, rules and regulations as well as best practises. It serves as a reference and primary induction literature in providing Board members and Management insight into the function of the Board. The Board Charter also outlines the roles and responsibilities of the Board, the balance and composition of the Board, the authority of the Board and the schedule of matters reserved for the Board. It includes matters pertaining to the establishment of Board Committees, processes and procedures for convening Board and Board Committees meetings, the Board's assessment and review of its performance, compliance with ethical standards, the Board's access to information and advice, and declarations of conflict of interest.

The Board Charter is reviewed by the Board periodically to ensure that it remains consistent with the Board's objectives and current laws and practices. The Board Charter was adopted by the Board on 19 December 2019 and reviewed and revised by the Board on 26 May 2022 and is available on the Company's website at www.samaiden.com.my.

Code of Conduct and Ethics for Directors

The Board had formalised a Directors' Code of Conduct and Ethics, setting out the standards of conduct expected from Directors. The Directors' Code of Conduct and Ethics aims to protect the interests of all shareholders and stakeholders. Directors are expected to act in good faith and in the best interest of the Company and exercise due diligence when discharging their duties as Director. The Directors' Code of Conduct and Ethics was adopted by the Board on 27 May 2021 and is available on the Company's website at www.samaiden.com.my.

Conflict of Interest Policy

The Board had adopted a Conflict of Interest Policy on 24 May 2023, aiming to ensure that actual, potential and perceived conflicts of interest are identified and managed effectively. It is intended to provide guidance on how to deal with conflict of interest situations as they arise.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

1. BOARD ROLES AND RESPONSIBILITIES (CONT'D)

Whistleblowing Policy and Procedures

The Board had established a Whistleblowing Policy and Procedures, administered by the Audit and Risk Management Committee ("ARMC"). The Group's employees and other stakeholders, including customers, vendors and contractors, are encouraged to raise their concerns of any suspected misconduct or breach of law and regulations that may adversely impact the Company, directly to the ARMC as per the procedure set out in the Whistleblowing Policy and Procedures. The Company's Whistleblowing Policy and Procedures was adopted by the Board on 24 February 2021 and is available on the Company's website at www.samaiden.com.my. The Board emphasises good faith in reporting, with assurance that whistle blowers would be protected from interference, intimidation, retribution or retaliation.

2. COMPOSITION

The Board currently consists of six (6) members, comprising two (2) Non-Independent Executive Directors and four (4) Independent Non-Executive Directors. The Board considers that its current size is commensurate with the present scope and scale of the Group's business operations. The composition of the Board also fulfils the requirement of Paragraph 15.02(1) of the Listing Requirements, and the recommendation of MCCG to have half of the Board comprising Independent Directors. The Independent Directors have provided independent, objective and impartial opinion during Board's deliberation and decision making. The significant contribution of the Independent Directors is evidenced by their participation as members of the Board Committees.

The Directors, with their diverse backgrounds and specialisation, collectively bring with them a wide range of experience and expertise in relevant fields which are vital for the strategic success of the Group. The profile of each Director is presented on pages 11 to 16 of this Annual Report.

Independence of the Board

The Board adopted the concept of independence in tandem with the definition of Independent Non-Executive Director under Paragraph 1.01 and Practice Note 9 of the Listing Requirements. The Board undertakes an annual assessment of Independent Directors to assess whether they continue to bring independent and objective judgement to the Board's deliberations. The Board is satisfied with the level of independence demonstrated by the Independent Directors and their ability to provide independent judgement in the best interest of the Company.

None of the Independent Non-Executive Directors had served the Company for a cumulative term of nine (9) years. Notwithstanding that, the Board acknowledges the recommendation of the MCCG that the tenure of an Independent Director should not exceed a cumulative term of nine (9) years. If the Board continues to retain the Independent Director after nine (9) years, the Board should provide justification and seek shareholders' approval through a two-tier voting process as recommended by the MCCG.

Diversity Policy for Directors and Senior Management

The Board has always placed diversity as an agenda in strengthening the performance of its Board and Board Committees. The Board has revised the Diversity Policy on 26 May 2022 to include for both Directors and Senior Management. The said policy promotes diversity in the Board and Senior Management in terms of perspectives, experience and skills necessary for effective oversight/ management of the Group. Diversity includes, but not limited to race, age and gender.

Currently, the Board comprises two (2) women directors out of the six (6) Board members, which represents 33.33% of the Board's composition. This is in compliance with Paragraph 15.02(1)(b) of the Listing Requirements which requires at least 1 woman director on Board, and Practice 5.9 of the MCCG which recommends a 30% women directors' composition on the Board.

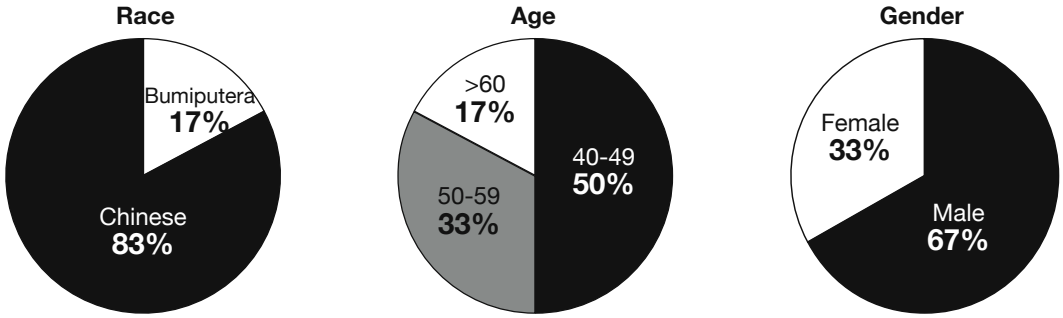
CORPORATE GOVERNANCE **OVERVIEW STATEMENT**

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

2. COMPOSITION (CONT'D)

Diversity Policy for Directors and Senior Management (Cont'd)

The breakdown of the Board by race, age and gender are as follows:-



NC

The NC comprises exclusively of Independent Non-Executive Directors. The NC is primarily responsible for the assessment of the performance of the members of the Board on an ongoing basis and to propose new candidates to the Board as and when necessary. The NC is governed by its Terms of Reference which is available on the Company's website at www.samaiden.com.my.

Ir. Dr Ng Kok Chiang was appointed as a member of the NC on 30 August 2023, whilst Dato' Dr Nadzri bin Yahaya, the Chairman of the Board had resigned as a member of the NC on the same day, to comply with Practice 1.4 of the MCCG whereby the Chairman of the Board should not be a member of the Board Committees. Accordingly, the members of the NC and their respective designation are as follows:-

Name	Position
Olivia Lim	Chairperson
Dato' Dr Nadzri Bin Yahaya *(Resigned on 30 August 2023)*	Member
Lim Poh Seong	Member
Ir. Dr Ng Kok Chiang *(Appointed on 30 August 2023)*	Member

Selection and Assessment of Directors

The NC is responsible for the assessment and recommendation of suitable candidates to the Board on the most appropriate Board composition to ensure that it is able to discharge its duties in an informed and conscientious manner. In identifying candidates for the Board, recommendations from existing Board members, SM and/or major shareholders will be taken into consideration to gain access to a wider pool of potential candidates. The Board will seek professional advice and/or conduct search by utilising a variety of independent source to identify suitably qualified candidates, if required. The NC considers the following factors in evaluating suitable candidates, as provided under the Directors' Assessment Policy adopted on 26 May 2022:-

(a) skills, knowledge, expertise and experience;
(b) commitment (including time commitment) to effectively discharge his/her role as a Director;

CORPORATE GOVERNANCE **OVERVIEW STATEMENT**

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

2. COMPOSITION (CONT'D)

Selection and Assessment of Directors (Cont'd)

(c) merit and against objective criteria with due consideration given to boardroom diversity including gender, age and ethnicity, experience, cultural background, skill, character, integrity and competence;
(d) in the case of candidates for the position of Independent Non-Executive Directors, the NC shall also evaluate the candidates' ability to discharge such responsibilities/functions as are expected from Independent Non-Executive Directors; and
(e) in considering independence, it is necessary to focus not only on a Director's background and current activities which qualify him or her as independent, but also whether the Director can act independently of management.

The Directors' Assessment Policy also setting out the criteria to be used in the assessment of the performance of the Board, individual Director and Board Committees. The NC evaluates the effectiveness of the Board and Board Committees, as well as assessing the contribution of each individual Director annually, taking into consideration their competence and capability, commitment, and performance in addressing material sustainability risks and opportunities. The results, in particular the key strengths and weaknesses identified from the assessment, will be shared with the Board to allow improvements to be undertaken.

Directors' Fit and Proper Policy

The Board had on 26 May 2022 adopted a Directors' Fit and Proper Policy which aimed to guide the NC and the Board in their review and assessment of the candidates who are to be appointed to the Board as well as Directors who are seeking for re-election, in accordance with Paragraph 15.01A of the Listing Requirements. This Policy sets out the overarching criteria in assessing the candidates' ability to fulfil their duties as Director as well as their integrity and independence of mind. Any candidate for new appointment as Director, and Directors who are due for retirement and subject to re-election at the Annual General Meeting ("AGM") are required to declare their fit and proper criteria via a self-declaration form. The NC will assess if such candidate has good standing based on the fit and proper criteria, before making recommendation to the Board for consideration or approval.

The NC met once during the financial year, attended by all its members. The summary of activities undertaken by the NC during the financial year ended ("FYE") 30 June 2023 are as below:-

(a) Reviewed the revised evaluation forms and recommended to the Board for approval;
(b) Reviewed and recommended the proposed appointment of new Chief Financial Officer ("CFO") to the Board for approval;
(c) Reviewed and recommended the re-election of Directors who are subject to retirement at the forthcoming AGM in accordance with the Company's Constitution;
(d) Reviewed the performance and effectiveness of the Board, Board Committees and individual Directors and make appropriate recommendations to the Board;
(e) Reviewed the required mix of skills, experience and core competencies of the Board;
(f) Reviewed the term of office and performance of the ARMC and each of its members;
(g) Reviewed and assessed the level of independence of the Independent Directors;
(h) Reviewed the character, experience, integrity, competence and time commitment of CFO; and
(i) Evaluated and determined training needs of the Directors.

Re-election of Directors

In accordance with the Company's Constitution, all Directors who are newly appointed by the Board shall retire from office but shall be eligible for re-election at the next AGM held following their appointments. The Constitution further provides that at least one-third (1/3) of the Board shall retire by rotation at each AGM at least once in every three (3) years but shall be eligible for re-election. Directors who are due for retirement and subject to re-election at the AGM will be assessed by the NC, whose recommendations will be submitted to the Board for consideration, thereafter to be tabled to shareholders for approval at the AGM.

CORPORATE GOVERNANCE **OVERVIEW STATEMENT**

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

2. COMPOSITION (CONT'D)

Re-election of Directors (Cont'd)

At the forthcoming AGM, Ir. Chow Pui Hee and Olivia Lim are retiring pursuant to Clause 76(3) of the Constitution of the Company, and Ir. Dr Ng Kok Chiang is retiring pursuant to Clause 78 of the Constitution of the Company. All retiring Directors have completed the Directors' Fit and Proper Declaration, and have offered themselves for re-election at the forthcoming AGM. The Board has indicated their support of the re-election of the aforesaid Directors, in the explanatory note to the agenda in the Notice of Fourth AGM of the Company.

3. REMUNERATION

The RC comprises exclusively of Independent Non-Executive Directors. The Board had adopted a Remuneration Policy for Directors and Senior Management on 26 May 2022 to ensure that the remuneration packages of the Directors and the SM team are sufficiently attractive to attract and retain persons of high calibre. The Term of Reference of RC was last reviewed on 26 May 2022, and is available on the Company's website at www.samaiden.com.my.

Similar with NC, Ir. Dr Ng Kok Chiang was appointed as Chairman of the RC on 30 August 2023, whilst Dato' Dr Nadzri bin Yahaya, the Chairman of the Board had resigned as Chairman of the RC on the same day, to comply with Practice 1.4 of the MCCG. Accordingly, the members of the RC and their respective designation are as follows:

Name	Position
Dato' Dr Nadzri Bin Yahaya *(Resigned on 30 August 2023)*	Chairman
Ir. Dr Ng Kok Chiang *(Appointed on 30 August 2023)*	Chairman
Lim Poh Seong	Member
Olivia Lim	Member

The RC will review and assess the remuneration packages, reward structure and benefits applicable to the Executive Directors and Non-Executive Directors on an annual basis and makes recommendations to the Board. The Board as a whole will determine the remuneration of the Executive Directors and Non-Executive Directors, with each individual Director abstaining from deliberation and decision of their own remuneration. The RC may obtain independent advice in establishing the level of remuneration for the Executive Directors. The remuneration packages of Executive Directors comprise a fixed salary and allowances as well as bonus approved by the Board whilst the remuneration of the Non-Executive Directors comprises annual fees for their services as Chairman or member of the Board and Board Committees.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

3. REMUNERATION (CONT'D)

A summary of the Directors' remuneration paid during the FYE 30 June 2023 is as follows:-

	Company	Subsidiaries		Group
Directors	Directors' Fees and Benefits RM	Salary & Bonus RM	EPF, SOCSO & EIS RM	Total RM
Dato' Dr Nadzri Bin Yahaya	61,000	-	-	61,000
Ir. Chow Pui Hee	1,000	516,000	63,039	580,039
Fong Yeng Foon	1,000	426,000	52,240	479,240
Lim Poh Seong	49,000	-	-	49,000
Olivia Lim	37,000	-	-	37,000
Total	**149,000**	**942,000**	**115,279**	**1,206,279**

The Directors who are also shareholders of the Company will abstain from voting at general meetings in respect of the resolutions pertaining to the approval of their own fees.

4. COMMITMENT

Time Commitment

The Directors are aware of the time commitment expected from them to attend to matters of the Company. An annual meeting calendar is prepared and circulated to the Directors before the beginning of each calendar year to facilitate the Directors' schedule planning. Additional meetings will be held as and when required.

The Board is satisfied with the level of time commitment given by the Directors towards fulfilling their roles and responsibilities. All Directors have attended all the four (4) Board Meetings held during the financial year.

The Board Committees meetings are conducted separately from the Board meetings, to enable the Board's objective review on recommendation put forth by the Board Committees. The Board and Board Committee members' meeting attendances for the FYE 30 June 2023 are as follows:-

Name	Board Meeting	ARMC Meeting	NC Meeting	RC Meeting
Dato' Dr Nadzri Bin Yahaya	4/4	4/4	1/1	1/1
Ir. Chow Pui Hee	4/4	-	-	-
Fong Yeng Foon	4/4	-	-	-
Lim Poh Seong	4/4	4/4	1/1	1/1
Olivia Lim	4/4	4/4	1/1	1/1
Ir. Dr Ng Kok Chiang *(Appointed on 30 August 2023)*	N/A	N/A	N/A	N/A

Training and Development of Directors

Pursuant to the Listing Requirements, the Directors are mindful that they shall receive appropriate training which may be required from time to time to keep abreast with the current developments of the industry as well as the new statutory and regulatory requirements. The Board through the NC evaluates and identifies the specific and continuous training needs for each of the Directors on a regular basis.

CORPORATE GOVERNANCE **OVERVIEW STATEMENT**

A. BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

4. COMMITMENT (CONT'D)

Training and Development of Directors (Cont'd)

All Directors had attended the Mandatory Accreditation Programme Part I which was accredited by Bursa Securities, and will attend Part II by 1 August 2025. The Directors will continue to attend relevant seminars and workshops to keep themselves abreast of regulatory and legislative reforms that impact Board and Board Committee work. Listed below are the training programmes attended by Directors during the financial year:

	Course Title	Trainer
Dato' Dr Nadzri Bin Yahaya	• Climate Action & Planetary Health: Reimaging GloCal Multistakeholder Collaborations	University Malaya
	• Managing Liability of Officers Under Corporate Law	Minority Shareholders Watch Group
Ir. Chow Pui Hee	• Board of Engineers Malaysia ("BEM") Convention 2022	BEM
	• Short Course – Basic Energy Audit	Malaysian Green Technology and Climate Change Corporation ("MGTC")
	• Professional Solar Photovoltaic (PV) Systems Design – Toward energy Efficiency	Centre for Corporate and Community Development, University Tunku Abdul Rahman ("UTAR")
	• Short Course – Green Project Management	MGTC
	• Short Course – Hands on Data Analysis	MGTC
	• E-Learning have we done enough to save energy bill	MGTC
	• Professional Green Technology and Energy Efficiency	UTAR
Fong Yeng Foon	• Malaysia 2023: A New Investment Chapter	Affin Group
	• Understanding of ISO 45001:2018	Angel Element Consultancy Sdn Bhd
Lim Poh Seong	• The Role of Accountants in Managing Cybersecurity Risk	Malaysian Institute of Accountants ("MIA")
	• Post Budget 2023 Highlights	Association of Chartered Certified Accountants
	• MIA International Accountants Conference 2023	MIA
Olivia Lim	• Accounting 101	Kuala Lumpur Bar Committee Professional Development Committee
	• Key amendments to the Employment Act 1995 and the Industrial Act 1967	Bar Council Malaysia
	• Minutes Writing – How to write effectively	The Malaysian Institute of Chartered Secretaries and Administrators

CORPORATE GOVERNANCE OVERVIEW STATEMENT

B. EFFECTIVE AUDIT AND RISK MANAGEMENT

1. ARMC

The ARMC comprises three (3) members, all of whom are Independent Non-Executive Directors. The ARMC is chaired by Lim Poh Seong who is distinct from the Chairman of the Board. The ARMC is to provide robust and comprehensive oversight on financial reporting, objectivity and effectiveness of internal audit function and external audit processes, related party transactions, conflict of interest situations as well as risk management matters. Although a stand-alone Risk Management Committee was not established, the ARMC strives to ensure that there are adequate deliberations on risk management matters, being one of the duties of ARMC as envisaged under its Terms of Reference.

Similar with NC and RC, Ir. Dr Ng Kok Chiang was appointed as a member of the ARMC on 30 August 2023, whilst Dato' Dr Nadzri bin Yahaya, the Chairman of the Board had resigned as a member of the ARMC on the same day, to comply with Practice 1.4 of the MCCG. Accordingly, the members of the ARMC and their respective designation are as follows:

Name	Position
Lim Poh Seong	Chairman
Dato' Dr Nadzri Bin Yahaya *(Resigned on 30 August 2023)*	Member
Olivia Lim	Member
Ir. Dr Ng Kok Chiang *(Appointed on 30 August 2023)*	Member

The roles and responsibilities of the ARMC, as well as their rights are set out in the Terms of Reference which was last reviewed on 26 May 2022 and is available on the Company's website at www.samaiden.com.my.

Assessment of External Auditors

The ARMC conducted an annual assessment on the suitability, objectivity and independence of the External Auditors, based on the External Auditors' evaluation form adopted on 8 August 2022 and External Auditors' Assessment Policy adopted on 26 May 2022. The ARMC considered the adequacy of experience and resources of the audit firm and the professional staff assigned to the audit, independence of TGS TW PLT ("TGS") and the level of non-audit services rendered to the Group and the Company for the FYE 30 June 2023. Having assessed their performance, the ARMC recommended their re-appointment to the Board, upon which shareholders' approval will be sought at the AGM. The ARMC had obtained written assurance from TGS, confirming that they are and have been, independent throughout the conduct of the audit engagement with the Company in accordance with the terms of relevant professional and regulatory requirements.

The ARMC has in the Terms of Reference specified that any former key audit partner is subjected to three (3) years cooling-off period before being appointed as a member of the ARMC. In addition, the audit partner is regulated by the MIA guidelines to be subject to a seven-year rotation to ensure independence of external auditors. Further information on the ARMC is detailed in the ARMC Report as contained in this Annual Report.

2. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

The Board regards risk management and internal control as an integral part of the overall management processes in the Group to safeguard shareholders' interests. The ARMC assists the Board in discharging its roles and responsibilities to oversee the effectiveness and adequacy of the risk management and internal control system of the Group.

CORPORATE GOVERNANCE **OVERVIEW STATEMENT**

B. EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

2. RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK (CONT'D)

The Board has established a risk management framework within the Group to identify, monitor and manage the risks which may occur or have existed within the Group. The ARMC which is led by an Independent Non-Executive Director assist the Board to establish the framework and approaches on all strategic and policy matters in relation to risk management within the Group.

To maintain total independence in the management of internal control environment and remain in compliance with the Listing Requirements, the Company has appointed a professional firm to manage the Company's internal audit function on an outsourced basis.

Details of the Company's risk management, internal control system and the review of its effectiveness has been outlined in the Statement on Risk Management and Internal Control and the Corporate Governance Report 2023.

C. INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIPS WITH STAKEHOLDERS

1. COMMUNICATION WITH STAKEHOLDERS

The Board is committed to provide shareholders and other stakeholders with accurate, useful and timely information about the Company's businesses and activities. Shareholders and prospective investors are kept informed of all major developments within the Group by way of announcements in a timely manner, quarterly financial results and corporate website with an overview of the Group's financial and operational performance. The Group constantly maintains transparency in its business activities and will continuously keep shareholders and prospective investors well informed on the Group's activities.

The Company's website at www.samaiden.com.my provides all relevant corporate information and it is easily accessible to the public. The 'Investor' section of the Company's website provides all announcements made by the Company, annual reports, minutes of general meetings, Board Charter, Terms of Reference of the Board Committees and relevant Board policies.

2. CONDUCT OF GENERAL MEETINGS

General meetings are the principal platform for dialogue and interaction with shareholders. The forthcoming AGM will be the third AGM of the Company as a public listed company. The shareholders of the Company will be encouraged during the AGM to raise questions regarding the operations of the Group. The Board members, the Chairs of the Board Committees, the Management team, the Group's External Auditors and advisors (if applicable) are expected to be present to respond to shareholders' questions during the general meetings.

The forthcoming AGM will be conducted virtually through live streaming. Shareholders will participate in the meeting, which includes posing questions and voting, via the remote participation and voting facilities. The Notice of AGM to shareholders will be issued, at least 28 days before the AGM, to provide the shareholders with sufficient time to understand and evaluate the subject matter. Minutes of AGM will be made accessible through the Company's website at www.samaiden.com.my not later than 30 business days after the conclusion of AGM.

Pursuant to Paragraph 8.29A of the Listing Requirements, all resolutions set out in the notice of AGM will be put to vote by way of poll. The Board will make an announcement on the detailed results showing the number of votes cast for and against each resolution at the AGM.

CORPORATE GOVERNANCE **OVERVIEW STATEMENT**

Focus Areas and Future Priorities

The Board recognises the importance of embedding sustainability practices into strategic priorities of the Group, so as to build long-term viability and value creation for the shareholders. With the increased attention given to sustainability and climate change by the general public and the investment community, the Board will increase its focus in integrating environmental, economic and governance considerations in the strategies and operations of the Group.

This Corporate Governance Overview Statement was approved by the Board on 20 October 2023.

STATEMENT ON
RISK MANAGEMENT AND INTERNAL CONTROL

Introduction

The Board of Directors ("the Board") of Samaiden Group Berhad ("the Company" or "Samaiden") acknowledges the importance of maintaining good risk management and internal control system within Samaiden and its subsidiaries (collectively, "the Group") and is pleased to provide the following statement on risk management and internal control systems which outlines the main features of risk management and internal control systems of the Group for the financial year ended 30 June 2023 and up to the date of approval of this statement disclosed pursuant to Paragraph 15.26(b) of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa") and the Malaysian Code on Corporate Governance, with guidance from Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers ("The Guidelines").

Board's Responsibility

The Board recognises the importance of maintaining the Group's risk management and internal control system to safeguard shareholders' investment and the Group's assets. The Board, in discharging its responsibilities, is fully committed to maintaining appropriate risk management and internal controls system and for reviewing their adequacy and effectiveness so as to provide assurance on the achievement of the Company's objectives. However, in view of the limitations that are inherent in any risk management system, the system is designed to manage, rather than to eliminate, the risk of failure to achieve the Group's business objectives. Accordingly, the system can only provide reasonable and not absolute assurance against material misstatement, losses or fraud.

The Board has delegated the oversight of the risk management and internal control function to the Audit and Risk Management Committee ("ARMC") which comprises solely of Independent Non-Executive Directors. On a periodic basis, the Board, via the ARMC, evaluates the adequacy and operating effectiveness of the risk management and internal control system and, where appropriate, requires the Management to implement pertinent controls to address emerging issues or areas of control deficiencies. The Board recognises the fact that the identification and management of risks impacting the business, and the disclosure of these to the shareholders is vital to good governance.

Risk Management and Internal Control Process

Risk Management

The Board has a risk management framework in place for identifying, evaluating and managing significant risks faced by the Group. The Group's enterprise risk management framework, which was formalised in writing with the assistance of an independent professional firm of consultants, entailed the compilation of the Group's risk profile, risk registers and appropriate control measures to manage the risks to acceptable levels. The Board believes that maintaining a sound risk management and internal control system is founded on a clear understanding and appreciation of the following key elements of the Group's risk management framework:-

- A formalised Risk Management Policy and Procedures document to streamline the Group's risk management activities;
- A risk management structure which outlines the lines of reporting and establishes the responsibility of personnel at different levels, i.e. the Board, ARMC and Management;
- The Heads of Departments and key management staff are responsible for identifying, assessing and managing principal business risks (present and potential) on yearly basis;
- The identified key risks which are included in the risk register are monitored regularly to provide an early warning signal of increasing risk exposures; and
- Management's action plans are formulated to mitigate these risks to acceptable levels, considering the established risk parameters (qualitative and quantitative) of the Group.

The Group is mindful of the risks and has put in place policies and procedures including enhancement made to the internal control system.

STATEMENT ON
RISK MANAGEMENT AND INTERNAL CONTROL

Risk Management and Internal Control Process (Cont'd)

Internal Audit Function

The Group outsourced its internal audit function to an independent professional firm, namely, GovernanceAdvisory.com Sdn. Bhd., which assists both the Board and ARMC by conducting independent assessment on the adequacy and operating effectiveness of the Group's internal control system. To ensure independence from Management, the Internal Auditors report directly to the ARMC through the execution of internal audit work based on a risk-based annual internal audit plan reviewed and approved by the ARMC before the commencement of work.

The Internal Auditors have unrestricted access to the relevant records of the Group necessary in the performance of its function and independently review the control procedures implemented by the Management on the key processes of the Group.

In addition, the Internal Auditors carry out periodic reviews to ascertain the effectiveness of internal controls and findings arising from internal audit reviews are discussed with the respective process custodians before being presented to the ARMC.

The Internal Auditors also provide improvement recommendations for the consideration of Management and the Board as part of the continuous development of a more efficient and comprehensive internal control environment.

Other Internal Control Processes

Apart from risk management and internal audit, the Group's system of internal controls also comprises the following key elements:

1. Organisation Structure and Delegation of Authority

   The Group has an organisational structure that well defines lines of responsibility, delegation of authority, segregation of duties and flow of information, aligned to the operational requirements of the business of the Group within Management, which provides the levels of accountability and responsibility of the respective job functions of Management.

   The Group has established authorisation limits and approval levels for Management to follow including those requiring approval from the Board.

2. Policies and Procedures

   Standard Operating Procedures ("SOP") and various policies are formalised to serve as a guiding principle to all employees within the Group for their day-to-day activities to safeguard the Group's assets against material losses. The policies and procedures shall be periodically reviewed and updated to cater to the changing business environment and operational requirements, and statutory reporting needs. The Group has also documented policies and procedures to regulate relevant key processes in compliance with its International Organisation for Standardisation ("ISO") 9001:2015.

3. Integrity and Ethical Value

   The tone from the top on integrity and ethical value are enshrined in the formal Code of Conduct and Ethics for Directors ("the Code") established and approved by the Board. The Code forms the foundation of the integrity and ethical value of the Group.

   Integrity and ethical value expected from the employees are incorporated in the Employees Handbook whereby the ethical behaviours expected with customers, suppliers, employees to carry out their duties and responsibilities assigned are also established and formalised in the handbook.

STATEMENT ON
RISK MANAGEMENT AND INTERNAL CONTROL

Risk Management and Internal Control Process (Cont'd)

Other Internal Control Processes (Cont'd)

Apart from risk management and internal audit, the Group's system of internal controls also comprises the following key elements (cont'd):

3. Integrity and Ethical Value (Cont'd)

   In line with Section 17A of the Malaysian Anti-Corruption Commission Act 2009, a formal Anti-Corruption and Anti-Bribery Policy had been put in place to prevent the risk of bribery and conflict of interest within the Group with Whistleblowing Policy and Procedures implemented for all stakeholders to raise genuine concerns about possible improprieties in matters of unethical behaviour, malpractices, illegal acts or failure to comply with regulatory requirements at the earliest opportunity.

4. Board of Directors/Board Committee Meetings

   The role, functions, composition, operation and processes of the Board are guided by Board Charter. Board Committees, namely ARMC, Nominating Committee and Remuneration Committee are established with terms of references clearly outlining their functions and duties delegated by the Board. ARMC assists the Board to review the effectiveness of the ongoing monitoring processes on risk and control matters for areas within their scope of work.

   Meetings of the Board and respective Board Committees are carried out on scheduled basis to review the performance of the Group, from financial and operational perspective.

5. Employee Handbook

   Guidelines on the human resource management are in place to ensure the Group's ability to operate in an effective and efficient manner by employing and retaining adequate competent employees possessing necessary knowledge, skill and experience in order to carry out their duties and responsibilities assigned effectively and efficiently.

   Performance evaluations are carried out for all levels of staff to identify performance gaps, for training needs identification and talent development.

   Emphasis is placed on enhancing the quality and ability of employees through a wide variety of training programs and workshops to enhance their knowledge and expand the employees' competency level in executing daily jobs. Relevant trainings and courses are provided to personnel across all functions to maintain a high level of competency and capability.

6. Information and Communication

   The Group has put in place effective and efficient information and communication infrastructures and channels, i.e. computerised systems, secured intranet and electronic mail system, so that operation data and management information can be communicated timely and securely to dedicated personnel within the Group for decision making and for communication with relevant external stakeholders for execution and information collection. The management and board meetings are held for effective two-way communication of information at different level of management and the Board.

7. Monitoring and Review Activities

   The Group Managing Director being closely involved in the daily operations regularly reviews the operational information. The Group conducts regular management meeting which is chaired by the Group Managing Director and attended by the various Head of Departments to review and discuss on various matters covering operational, financial, business development and human resources areas.

STATEMENT ON
RISK MANAGEMENT AND INTERNAL CONTROL

Risk Management and Internal Control Process (Cont'd)

Other Internal Control Processes (Cont'd)

Apart from risk management and internal audit, the Group's system of internal controls also comprises the following key elements (cont'd):

8. Company Secretaries

   The Company Secretaries provide the necessary advice and guidance on matters relating to the Company's Constitution, Board policies and procedures, and compliance with relevant regulatory requirements, codes or guidance.

Review of The Statement by External Auditors

The external auditors have reviewed the Statement on Risk Management and Internal Control pursuant to Paragraph 15.23 of the MMLR and in accordance with the Audit and Assurance Practice Guide 3 ("AAPG 3"), Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report issued by the Malaysian Institute of Accountants ("MIA") for inclusion in the annual report of the Group for the financial year ended 30 June 2023 and reported to the Board that nothing has come to their attention that cause them to believe that the statement intended to be included in the annual report of the Group, in all material respects:-

(a) Has not been prepared in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers; or

(b) Is factually inaccurate.

AAPG 3 does not require the external auditors to consider whether the Directors' Statement on Risk Management and Internal Control covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system including the assessment and opinion by the Board of Directors and Management thereon. The external auditors are also not required to consider whether the processes described to deal with material internal control aspects of any significant problems disclosed in the annual report will, in fact remedy the problems.

Opinion and Conclusion

The Board has received assurance from the Group Managing Director and Chief Financial Officer that the risk management and internal control system adopted by the Group is operating adequately and effectively, in all material aspects, based on their observations in the course of their management of day-to-day operations of the Group. The Board is of the view that the risk management and internal control systems are operating satisfactorily and effectively to safeguard shareholders' interest for the financial year under review, and have not resulted in any material losses, contingencies or uncertainties that would require disclosure in the Group's annual report. The Board continues to take measures to review and, where necessary, enhance the Group's risk management and internal control systems to meet the Group's strategic objectives.

The Board is committed towards maintaining a sound internal control system and an effective risk management throughout the Group and reaffirms its commitment to continuously review and where necessary, enhance further the risk management and internal control systems.

This Statement on Risk Management and Internal Control is made in accordance with the resolution of the Board of Directors dated 20 October 2023.

AUDIT AND RISK MANAGEMENT **COMMITTEE REPORT**

The Board of Directors ("Board") is pleased to present the Audit and Risk Management Committee ("ARMC") Report and its summary of work for the financial year ended ("FYE") 30 June 2023 in compliance with Paragraph 15.15 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") ("Listing Requirements").

1. Composition

The ARMC was established by the Board on 16 December 2019 as part of its preparation for listing of the Company on the ACE Market of Bursa Securities. After spending less than two and half years on the ACE Market since its listing on 15 October 2020, the Company had on 31 March 2023 transferred its listing to Main Market of Bursa Securities.

The ARMC comprises three (3) members, all of whom are Independent Non-Executive Directors. Mr Lim Poh Seong is a fellow member of the Association of Chartered Certified Accountants. The composition of ARMC meets the requirements of Paragraph 15.09 of the Listing Requirements and Step-Up Practice 9.4 of the Malaysian Code on Corporate Governance ("the Code").

All members of the ARMC are financially literate, and none of the members were former key audit partners of the Company.

Ir. Dr Ng Kok Chiang was appointed as member of ARMC on 30 August 2023, whilst Dato' Dr Nadzri bin Yahaya, the Chairman of the Board had resigned as member of ARMC on the same day, to comply with Practice 1.4 of the Code whereby the Chairman of the Board should not be a member of the Board Committees. Accordingly, the members of the ARMC and their respective designation are as follows:-

Name	Designation	Directorship
Lim Poh Seong	Chairman	Independent Non-Executive Director
Dato' Dr Nadzri bin Yahaya (Resigned on 30 August 2023)	Member	Independent Non-Executive Chairman
Olivia Lim	Member	Independent Non-Executive Director
Ir. Dr Ng Kok Chiang (Appointed on 30 August 2023)	Member	Independent Non-Executive Director

2. Terms of Reference

The Terms of Reference of the ARMC is available for reference on the Company's website at www.samaiden.com.my.

3. Meetings of the Audit and Risk Management Committee

The ARMC had convened four (4) meetings during the financial year which were attended by all members of ARMC. The details of attendance are as follows:-

ARMC Members	Number of meetings attended/Number of meetings held
Lim Poh Seong	4/4
Dato' Dr Nadzri bin Yahaya *(Resigned on 30 August 2023)*	4/4
Olivia Lim	4/4
Ir. Dr Ng Kok Chiang *(Appointed on 30 August 2023 - after the financial year)*	N/A

AUDIT AND RISK MANAGEMENT **COMMITTEE REPORT**

3. Meetings of the Audit and Risk Management Committee (Cont'd)

Other members of the Board and Senior Management, upon invitation by the ARMC, were also present at the meetings.

4. Summary of Activities of ARMC

The ARMC carried out the following activities for the FYE 30 June 2023 in discharging its duties as outlined in the Terms of Reference:-

a) Oversight of Financial and Annual Reporting

- Reviewed the quarterly unaudited financial results for the first, second, third and fourth quarters of FYE 30 June 2023 which were announced on 16 November 2022, 21 February 2023, 24 May 2023 and 30 August 2023 to ensure that the quarterly unaudited financial results complied with the Malaysian Financial Reporting Standards and Appendix 9B of the Listing Requirements. The Chief Financial Officer was present to explain the financial performance of the Group to the members of ARMC;
- Considered reports and feedback from the Senior Management on the outcome of their quarterly review including the impact of significant regulatory changes and accounting or reporting developments proposed by accounting and other bodies;
- Reviewed and recommended the annual financial statements for FYE 30 June 2023 to the Board for approval; and
- Reviewed and recommended to the Board for approval, the Corporate Governance Report, as well as the Corporate Governance Overview Statement, Statement on Risk Management and Internal Control, and ARMC Report for inclusion in the Annual Report.

b) Oversight of External Auditors

- Reviewed the audit planning memorandum (inclusive of audit approach, scope of work and audit fees) before commencement of annual audit for the FYE 30 June 2023 on 24 May 2023;
- Reviewed the independence and effectiveness of the External Auditors, which is supplemented with the written assurance that the External Auditors are independent throughout the conduct of the audit;
- Reviewed the audit and non-audit services provided by the External Auditors during the financial year and their fees are shown in table below. The ARMC had concluded that these services have not compromised the External Auditors' independence and objectivity in view that these services are compliant in nature; and

	Group RM	Company RM
Audit fees	95,000.00	30,000.00
Non-audit fees	5,000.00	5,000.00

- Reviewed the suitability of the External Auditors, taking into consideration amongst others, their competency, audit quality, adequacy of resources, communication and interaction through an External Auditors Evaluation Form. The ARMC was satisfied with the External Auditors' performance and had made recommendations to the Board of Directors on their re-appointment and remuneration.

AUDIT AND RISK MANAGEMENT **COMMITTEE REPORT**

4. Summary of Activities of ARMC (Cont'd)

b) Oversight of External Auditors (Cont'd)

- Met with the External Auditors at the ARMC meeting held on 30 August 2023 without the presence of the Management. There were no major concerns or material issues noted. The External Auditors had been receiving full cooperation from the Management throughout the audit progress.

c) Oversight of Internal Audit Function

- Reviewed the internal audit reports, its audit findings, the management responses to the audit findings and the appropriate actions to be taken during the meeting held on 21 February 2023;
- Reviewed and approved the internal audit plan for FYE 30 June 2023 to 2026;
- Reviewed the status report on actions implemented by Management to rectify the outstanding audit issues; and
- Reviewed the adequacy of the scope, functions, resources and competencies of the internal audit function.

d) Related Party Transactions

Reviewed the related party transactions entered into by the Group to ensure such transactions are undertaken on arm's length basis and on normal commercial terms not more favourable to related party than those generally available to the public, and proper disclosures are made pursuant to the Listing Requirements, as and when necessary.

5. Internal Audit Function

The internal audit function is outsourced to GovernanceAdvisory.com Sdn Bhd ("Internal Auditors"), a professional services firm, which reports directly to the ARMC. The Internal Auditors assist the ARMC by carrying out independent assessments of the adequacy and effectiveness of the internal control system as established and monitored by the Management and report the findings to the ARMC.

The Internal Auditors carried out the internal audits on the collection and sales and marketing functions of the Group, based on the risk-based internal audit plan reviewed by the ARMC and as guided by the Institute of the Internal Auditors' International Professional Practices Framework.

The costs incurred for maintaining the internal audit function for the financial year under review was RM13,500.

ADDITIONAL **COMPLIANCE INFORMATION**

1. Statement on Directors' Responsibility

The Directors are required under the Companies Act 2016 ("the Act") to prepare financial statements of the Group and the Company which will give a true and fair view of the state of affairs at the end of the financial year and of the results and cash flows for the financial year then ended. As required by the Act and the Main Market of Bursa Malaysia Securities Berhad, the financial statements have been prepared in accordance with the provisions of the Act and the approved accounting standards in Malaysia.

The Directors consider that in preparing the financial statements for the year ended 30 June 2023 as set out in this Annual Report, the Group has used appropriate accounting policies that were consistently applied and supported by reasonable and prudent judgments and estimates. The Directors have the responsibility of ensuring that the Group and the Company keep proper accounting records which enable them to ensure that the financial statements comply with the Act.

2. Utilisation of Proceeds

Utilisation of Proceeds Raised from IPO

The Company has completed its IPO exercise on 15 October 2020 which raised gross proceeds of RM29.35 million. The status of the utilisation of the IPO proceeds as at 30 June 2023 are as follows:-

No.	Details of utilisation	IPO proceeds raised	Re-allocation	Amount utilised	Balance to be utilised	Original timeframe for utilisation (from the listing date on 15 October 2020)	Revised timeframe for utilisation (from the listing date on 15 October 2020)	Deviation from proposed utilisation	
		RM'000	RM'000	RM'000	RM'000			RM'000	%
1.	Purchase of corporate office	7,000	(7,000)[1]	-	-	Within 24 months	-	N/A	N/A
2.	Business expansion and marketing activities	2,540	-	(455)	2,085	Within 24 months	Within 48 months[2]	N/A	N/A
3.	Capital expenditure	1,168	-	(212)	956	Within 24 months	Within 48 months[2]	N/A	N/A
4.	Working capital	15,446	(7,000)[1]	(19,730)	2,716	Within 30 months	Within 48 months[2]	N/A	N/A
5.	Estimated listing expenses	3,200	-	(3,200)	-	Within 3 months	-	-	-
	Total	**29,354**	**-**	**(23,597)**	**5,757**				

Notes:-

(1) As provided in the Company's announcement made on 30 August 2022, the IPO proceeds allocated for purchase of corporate office has been changed to working capital purposes.

(2) As provided in the Company's announcement made on 30 August 2022, the estimated timeframe for utilisation has been extended for additional 24 months and 18 months respectively to 48 months.

ADDITIONAL COMPLIANCE INFORMATION

Utilisation of Proceeds Raised from the Private Placement

The status of the utilisation of proceeds raised from the Private Placement as at 30 June 2023 are as follows:-

No.	Purpose	Proposed utilisation	Amount utilised	Balance to be utilised	Intended timeframe for utilisation (from the listing date on 25 February 2022 of placement shares)	Deviation from proposed utilisation	
		RM'000	RM'000	RM'000		RM'000	%
1.	Finance/Part finance investment in RE assets	24,805	(1,633)	23,172	Within 30 months	N/A	N/A
2.	Estimated expenses in relation to the Private Placement	500	(500)	-	Within 3 months	N/A	N/A
	Total	**25,305**	**(2,133)**	**23,172**			

The utilisation of the proceeds as disclosed above should be read together with the announcement made by the Company dated 25 October 2021 in relation to the Private Placement, as well as Company's announcement dated 25 February 2022 pertaining to the completion of the Private Placement.

3. Share Issuance Scheme ("SIS")

On 27 May 2021, the shareholders of the Company had approved the establishment of a SIS of up to ten percent (10%) of the total number of the Company's ordinary shares (excluding treasury shares, if any) for eligible directors and employees of the Company and its subsidiaries.

The SIS was implemented by the Company on 1 October 2021. No option has been granted by the Company as at 30 June 2023.

4. Material Contracts Involving the Interests of the Directors and Major Shareholders

There was no material contract entered into by the Company and its subsidiaries which involved the Directors and major shareholders' interest subsisting at the end of the previous financial year or entered into during the financial year.

5. Recurrent Related Party Transactions

The recurrent related party transactions entered into by the Group during the financial year under review is disclosed in Note 28 to the financial statements included in this Annual Report.

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DIRECTORS' **REPORT**

The Directors have pleasure in submitting their report together with the audited financial statements of the Group and of the Company for the financial year ended 30 June 2023.

Principal activities

The Company is principally engaged in the business of investment holding. The principal activities of the subsidiaries are set out in Note 6 to the financial statements.

There have been no significant changes in the nature of these activities during the financial year.

Financial results

	Group RM	Company RM
Profit for the financial year	10,051,291	2,165,415
Attributable to: Owners of the Company	10,078,861	2,165,415
Non-controlling interests	(27,570)	-
	10,051,291	2,165,415

Reserves and provisions

There were no material transfers to or from reserves or provisions during the financial year other than as disclosed in the financial statements.

Dividends

The Company had on 30 August 2023 declared a first interim single-tier dividend of RM0.005 per share amounting to approximately RM2,036,610 and payable on 16 October 2023. This dividend is not reflected in the financial statements for the current financial year and will be accounted for as an appropriation of retained earnings in the financial year ending 30 June 2024.

The Board of Directors do not recommend any final dividend in respect of the current financial year.

Issuance of shares and debentures

During the financial year, the Company increased its issued and paid-up share capital from RM60,894,563 to RM62,611,690 by way of issuance of 2,384,899 new ordinary shares from the conversion of warrants at the conversion price of RM0.72 per warrant for total consideration of RM1,717,127.

There were no issuance of debentures during the financial year.

Warrants 2021/2026

The Warrants are constituted by the Deed Poll dated 1 June 2021 ("Deed Poll").

DIRECTORS' REPORT

Warrants 2021/2026 (cont'd)

On 22 June 2021, 105,000,000 Warrants ("Warrants") were issued free by the Company pursuant to the bonus issue on the basis of one (1) Warrant for every two (2) existing ordinary shares held.

The salient features of the Warrants are as follows:

Terms	Details
Form	The Warrants were issued in registered form and constituted by the Deed Poll.
Board lot	For the purposes of trading on Bursa Securities, a board lot of Warrants shall comprise one hundred (100) warrants carrying right to subscribe for 100 new shares at any time during the exercise period, or such denomination as determined by Bursa Securities.
Listing	Approval has been obtained from Bursa Securities on 6 May 2021 for the admission of the Warrants to the Official List of Bursa Securities, and for the listing of and quotation for the new shares arising from the exercise of the Warrants.
Expiry date	Five (5) years from the date of issuance of the Warrants.
Exercise period	The Warrants may be exercised at any time within the period commencing from the date of issue of the Warrants and will be expiring on 21 June 2026. Any Warrants not exercised during the Exercise Period will thereafter lapse and cease to be valid.
Exercise price	RM1.20 payable in full upon exercise of each Warrant.
Exercise rights	Each Warrant carries the entitlement, at any time during the Exercise Period, to subscribe for one (1) new ordinary share in the Company at the Exercise Price.
Participating rights	The Warrant holders are not entitled to vote in any general meetings of the Company or participation in any form of distribution other than on winding-up, compromise or arrangement of Company and/or in any offer of further securities in the Company until and unless the Warrant holder becomes a shareholder of Company by exercising his/her Warrants into new Company's Shares or unless otherwise resolved by Company in a general meeting.
Ranking of new Company's shares	The new Company's shares to be issued arising from the exercise of the Warrants shall, upon allotment and issue, rank pari passu in all respects with the existing Company's shares, save and except that the new Company's shares will not be entitled to any dividends, rights, allotments and/or other forms of distributions, that may be declared, made or paid for which the entitlement date precedes the date of allotment and issuance of such new Company's shares.
Governing law	Laws and regulations of Malaysia.

The respective exercise prices and number of warrants over ordinary shares have been adjusted in accordance with the provision of the respective Deed Polls as a result of the Bonus Issues.

The adjustments to the exercise prices of warrants are as follows:

	RM
Before Bonus Issues	1.20
After Bonus Issues	0.72

DIRECTORS' REPORT

Warrants 2021/2026 (cont'd)

The movements of the warrants during the financial year are as follows:

	Number of units			
	At 1.7.2022	Adjustment	Exercised	At 30.6.2023
Warrants 2021/2026	174,992,015	-	(2,384,899)	172,607,116

Options granted over unissued shares

No options were granted to any person to take up unissued shares of the Company during the financial year.

Directors

The Directors in office during the financial year until the date of this report are:

Dato' Dr Nadzri Bin Yahaya
Ir. Chow Pui Hee*
Fong Yeng Foon*
Lim Poh Seong
Olivia Lim
Ir. Dr Ng Kok Chiang (Appointed on 30 August 2023)

* *Director of the Company and of its subsidiaries*

The names of Directors of the Company's subsidiaries who served during the financial year and up to the date of this report, not including those Directors mentioned above, are as follows:

Dato' Syamshuar Bin Husin
Hiroki Sugeta
Chow Wai Chon
Nguyen Hoang Du

The information required to be disclosed pursuant to Section 253 of the Companies Act 2016 in Malaysia is deemed incorporated herein by such reference to the financial statements of the respective subsidiaries and made a part hereof.

DIRECTORS' **REPORT**

Directors' interest in shares

The interests and deemed interests in the shares, and warrants over shares of the Company and of its related corporations of those who were Directors at financial year end (including their spouses or children) according to the Register of Directors' Shareholdings are as follows:

	Number of ordinary shares			
	At 1.7.2022	**Bought**	**Sold**	**At 30.6.2023**
Interest in the Company				
Direct interests				
Ir. Chow Pui Hee	131,252,500	-	-	131,252,500
Fong Yeng Foon	86,770,500	293,000	-	87,063,500
Dato' Dr Nadzri Bin Yahaya	166,666	-	-	166,666
Lim Poh Seong	200,000	-	-	200,000
Indirect interests				
Ir. Chow Pui Hee *	86,770,500	293,000	-	87,063,500
Fong Yeng Foon *	131,252,500	-	-	131,252,500

* Deemed interested through spouse's shareholding pursuant to Section 8 of the Companies Act 2016.

	Number of warrants			
	At 1.7.2022	**Bought**	**Sold**	**At 30.6.2023**
Interest in the Company				
Direct interests				
Ir. Chow Pui Hee	60,576,083	-	-	60,576,083
Fong Yeng Foon	27,919,250	-	-	27,919,250
Dato' Dr Nadzri Bin Yahaya	83,333	-	-	83,333
Lim Poh Seong	83,333	-	-	83,333
Indirect interests				
Ir. Chow Pui Hee #	27,919,250	-	-	27,919,250
Fong Yeng Foon #	60,576,083	-	-	60,576,083

\# Deemed interested through spouse's warrants in the Company.

By virtue of their interests in the shares of the Company, Ir. Chow Pui Hee and Fong Yeng Foon are also deemed interests in the shares of all the subsidiaries during the financial year to the extent that the Company has an interest under Section 8 of the Companies Act 2016 in Malaysia.

Other than as disclosed above, none of the other Directors in office at the end of the financial year have any interest in shares in the Company or its related corporations during the financial year.

Directors' benefits

Since the end of previous financial year, no Director of the Company has received or become entitled to receive a benefit (other than a benefit included in the aggregate amount of remuneration received or due and receivable by Directors as shown below) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

DIRECTORS' REPORT

Directors' benefits (cont'd)

The Directors' benefits of the Group and of the Company are as follows:

	Group RM	Company RM
Directors of the Group and of the Company		
Salaries, wages and other emoluments	947,230	5,000
Defined contribution plans	113,040	-
Social security contribution	2,009	-
Directors' fee	144,000	144,000
	1,206,279	149,000

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

Indemnity and insurance costs

There was no indemnity given to or insurance effected for any Directors, officers and auditors of the Group and of the Company in accordance with Section 289 of the Companies Act 2016.

Other statutory information

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

(i) to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and satisfied themselves that adequate allowance had been made for doubtful debts and there were no bad debts to be written off; and

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

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

(i) which would render it necessary to write off any bad debts or the amount of the allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or

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

(iii) not otherwise dealt with in this report or the financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading; or

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

DIRECTORS' **REPORT**

Other statutory information (cont'd)

(c) At the date of this report, there does not exist:

(i) any charge on the assets of the Group and of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or

(ii) any contingent liability of the Group and of the Company which has arisen since the end of the financial year.

(d) In the opinion of the Directors:

(i) no contingent liability or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due;

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

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

Subsidiaries

The details of the subsidiaries are disclosed in Note 6 to the financial statements.

Significant event

The significant event during the financial year is disclosed in Note 34 to the financial statements.

Auditors

The Auditors, TGS TW PLT (202106000004 (LLP0026851-LCA) & AF002345), have expressed their willingness to continue in office.

Auditors' remuneration of the Group and of the Company as set out in Note 23 to the financial statements are RM95,000 and RM30,000 respectively.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 27 October 2023.

IR. CHOW PUI HEE	FONG YENG FOON

KUALA LUMPUR

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

We, the undersigned, being two of the Directors of the Company, do hereby state that, in the opinion of the Directors, the financial statements set out on pages 93 to 148 are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 30 June 2023 and of their financial performance and cash flows for the financial year then ended.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 27 October 2023.

IR. CHOW PUI HEE	FONG YENG FOON

KUALA LUMPUR

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

I, Foo Jen Kah, being the Officer primarily responsible for the financial management of Samaiden Group Berhad, do solemnly and sincerely declare that to the best of my knowledge and belief, the financial statements set out on pages 93 to 148 are correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by the abovenamed at Kuala Lumpur in the Federal Territory on 27 October 2023 }

FOO JEN KAH
(MIA No.: 50313)

Before me,

Commissioner for Oaths

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF SAMAIDEN GROUP BERHAD

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Samaiden Group Berhad, which comprise the statements of financial position as at 30 June 2023 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 93 to 148.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 30 June 2023, and of their financial performance and of their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for opinion

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

Independence and other ethical responsibilities

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

Key audit matters

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

Reasonableness of revenue recognition arising from contracts with customers
Refer to Notes 3(p) and 21 to the financial statements

Key audit matters	How we addressed the key audit matters
Consolidated revenue recorded by the Group during the financial year amounted to approximately RM171 million. The Group recognises revenue and cost by reference to the progress towards complete satisfaction of the performance obligation at the end of the reporting period. Judgement is required to assess the performance obligations and revenue recognition. Judgements impacting the revenue recognition are as follow: • interpreting of contract terms and conditions; • assessing and identifying the performance obligations; and • assessing the computation of revenue recognition.	We performed the following audit procedures, among others, around revenue recognition: • reviewing the contract terms and identifying performance obligations stipulated in the contracts; • evaluating whether the performance obligations are satisfied at a point in time or over time; • reviewing the reasonableness of budgeted cost and assessing reason for significant variances to budget; • evaluating the reasonableness of percentage completion using the input method; and • assessing the revenue recognised are in accordance with MFRS 15 *Revenue from Contracts with Customers.*

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF SAMAIDEN GROUP BERHAD

Report on the audit of the financial statements (cont'd)

Key audit matters (cont'd)

There is no key audit matter to be communicated in respect of the audit of the financial statements of the Company.

Information other than the financial statements and auditors' report thereon

The Directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon.

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

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

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

Responsibilities of the Directors for the financial statements

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

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

Auditors' responsibilities for the audit of the financial statements

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

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

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

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF SAMAIDEN GROUP BERHAD

Report on the audit of the financial statements (cont'd)

Auditors' responsibilities for the audit of the financial statements (cont'd)

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

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

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

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

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

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

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

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

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

Report on other legal and regulatory requirements

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiary of which we have not acted as auditors, as disclosed in Note 6 to the financial statements.

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF SAMAIDEN GROUP BERHAD

Other matter

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

TGS TW PLT
202106000004 (LLP0026851-LCA) & AF002345
Chartered Accountants

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03087/10/2023 J
Chartered Accountant

KUALA LUMPUR
27 October 2023

STATEMENTS OF FINANCIAL POSITION
AS AT 30 JUNE 2023

	Note	Group 2023 RM	Group 2022 RM	Company 2023 RM	Company 2022 RM
ASSETS					
Non-current assets					
Property, plant and equipment	4	3,361,959	1,815,564	-	-
Right-of-use assets	5	3,017,205	3,404,363	-	-
Investment in subsidiaries	6	-	-	18,712,153	9,712,150
Deferred tax assets	7	263,000	143,000	-	-
		6,642,164	5,362,927	18,712,153	9,712,150
Current assets					
Inventories	8	508,559	691,659	-	-
Trade receivables	9	30,510,761	32,170,525	-	-
Other receivables	10	6,711,790	3,657,420	1,500	1,500
Contract assets	11	41,900,466	46,967,868	-	-
Amount due from subsidiaries	12	-	-	2,342,555	11,119,759
Tax recoverable		44,498	41,569	27,852	35,269
Short-term investments	13	60,798,959	52,091,386	38,068,415	38,087,975
Deposits with licensed banks	14	6,333,870	6,288,420	-	-
Cash and bank balances		41,054,757	21,832,682	4,214,015	405,942
		187,863,660	163,741,529	44,654,337	49,650,445
Total assets		194,505,824	169,104,456	63,366,490	59,362,595
EQUITY AND LIABILITIES					
EQUITY					
Share capital	15	62,611,690	60,894,563	62,611,690	60,894,563
Merger deficit	16(a)	(6,412,050)	(6,412,050)	-	-
Foreign currency translation reserve	16(b)	1,079	1,260	-	-
Retained earnings/(Accumulated losses)		41,591,641	31,512,780	477,323	(1,688,092)
Equity attributable to owners of the Company		97,792,360	85,996,553	63,089,013	59,206,471
Non-controlling interests (“NCI”)		140,386	167,907	-	-
Total equity		97,932,746	86,164,460	63,089,013	59,206,471
LIABILITIES					
Non-current liabilities					
Lease liabilities	17	2,431,907	2,871,518	-	-
Borrowings	18	1,925,980	913,678	-	-
		4,357,887	3,785,196	-	-

STATEMENTS OF FINANCIAL POSITION
AS AT 30 JUNE 2023 (CONT'D)

		Group		Company	
		2023	2022	2023	2022
	Note	RM	RM	RM	RM
EQUITY AND LIABILITIES (CONT'D)					
LIABILITIES (CONT'D)					
Current liabilities					
Trade payables	19	69,470,521	61,438,363	-	-
Other payables	20	1,169,539	1,085,938	277,477	156,124
Contract liabilities	11	15,980,032	2,721,809	-	-
Tax payable		378,570	2,351,182	-	-
Lease liabilities	17	690,924	616,635	-	-
Borrowings	18	4,525,605	10,940,873	-	-
		92,215,191	79,154,800	277,477	156,124
Total liabilities		96,573,078	82,939,996	277,477	156,124
Total equity and liabilities		194,505,824	169,104,456	63,366,490	59,362,595

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

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

		Group		Company	
		2023	2022	2023	2022
	Note	RM	RM	RM	RM
Revenue	21	170,796,998	150,722,506	-	-
Cost of sales		(144,949,312)	(125,197,563)	-	-
Gross profit		25,847,686	25,524,943	-	-
Other income		2,200,592	1,103,608	3,544,778	796,584
Administrative expenses		(12,054,872)	(8,751,484)	(1,343,850)	(1,739,955)
Other expenses		(907,979)	(211,262)		
Net loss on impairment of financial assets		(449,244)	(491,330)	-	-
Profit/(Loss) from operation		14,636,183	17,174,475	2,200,928	(943,371)
Finance costs	22	(1,241,451)	(775,505)	-	-
Profit/(Loss) before tax	23	13,394,732	16,398,970	2,200,928	(943,371)
Taxation	24	(3,343,441)	(4,470,834)	(35,513)	(22,659)
Profit/(Loss) for the financial year		10,051,291	11,928,136	2,165,415	(966,030)
Other comprehensive (loss)/income					
Item that are or may be reclassified subsequently to profit or loss					
Exchange differences on translation of foreign operations		(181)	1 ,260	-	-
Other comprehensive (loss)/income for the financial year, net of tax		(181)	1 ,260	-	-
Total comprehensive income/(loss) for the financial year		10,051,110	11,929,396	2,165,415	(966,030)
Profit/(Loss) for the financial year attributable to:					
Owners of the Company		10,078,861	11,930,499	2,165,415	(966,030)
NCI		(27,570)	(2,363)	-	-
		10,051,291	11,928,136	2,165,415	(966,030)
Total comprehensive income/(loss) for the financial year attributable to:					
Owners of the Company		10,078,680	11,931,759	2,165,415	(966,030)
NCI		(27,570)	(2,363)	-	-
		10,051,110	11,929,396	2,165,415	(966,030)
Earnings per share:					
Basic (sen)	25	2.61	3.21		
Diluted (sen)	25	2.50	3.21		

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

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

		<----------Attributable to owners of the Company---------->						
		<----------Non-distributable---------->			Distributable			
	Note	Share capital RM	Merger deficit RM	Foreign currency translation reserve RM	Retained earnings RM	Total RM	NCI RM	Total equity RM
Group								
At 1 July 2021		35,584,763	(6,412,050)	-	19,582,281	48,754,994	(9,730)	48,745,264
Profit for the financial year		-	-	-	11,930,499	11,930,499	(2,363)	11,928,136
Exchange differences on translation of foreign operations		-	-	1,260	-	1,260	-	1,260
Total comprehensive income for the financial year		-	-	1,260	11,930,499	11,931,759	(2,363)	11,929,396
Transactions with owners:								
Issuance of shares via private placement	15	25,305,000	-	-	-	25,305,000	-	25,305,000
Issuance of shares pursuant to warrants exercised	15	4,800	-	-	-	4,800	-	4,800
Subscription of shares in a subsidiary by non-controlling interests		-	-	-	-	-	180,000	180,000
Total transactions with owners		25,309,800	-	-	-	25,309,800	180,000	25,489,800
At 30 June 2022/1 July 2022		60,894,563	(6,412,050)	1,260	31,512,780	85,996,553	167,907	86,164,460
Profit for the financial year		-	-	-	10,078,861	10,078,861	(27,570)	10,051,291
Exchange differences on translation of foreign operations		-	-	(181)	-	(181)	-	(181)
Total comprehensive income for the financial year		-	-	(181)	10,078,861	10,078,680	(27,570)	10,051,110
Transactions with owners:								
Issuance of shares pursuant to warrants exercised	15	1,717,127	-	-	-	1,717,127	-	1,717,127
Incorporation of a subsidiary		-	-	-	-	-	49	49
Total transactions with owners		1,717,127	-	-	-	1,717,127	49	1,717,176
At 30 June 2023		62,611,690	(6,412,050)	1,079	41,591,641	97,792,360	140,386	97,932,746

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023 (CONT'D)

	Note	Share capital RM	(Accumulated losses)/ Retained earnings RM	Total RM
Company				
At 1 July 2021		35,584,763	(722,062)	34,862,701
Loss for the financial year, representing total comprehensive loss for the financial year		-	(966,030)	(966,030)
Transactions with owners:				
Issuance of shares via private placement	15	25,305,000	-	25,305,000
Issuance of shares pursuant to warrants exercised	15	4,800	-	4,800
Total transactions with owners		25,309,800	-	25,309,800
At 30 June 2022/1 July 2022		60,894,563	(1,688,092)	59,206,471
Profit for the financial year, representing total comprehensive income for the financial year		-	2,165,415	2,165,415
Transaction with owners:				
Issuance of shares pursuant to warrants exercised	15	1,717,127	-	1,717,127
At 30 June 2023		62,611,690	477,323	63,089,013

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

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

	Note	Group 2023 RM	Group 2022 RM	Company 2023 RM	Company 2022 RM
Cash flows from operating activities					
Profit/(Loss) before tax		13,394,732	16,398,970	2,200,928	(943,371)
Adjustments for:					
Allowance for expected credit losses:					
- trade receivables		318,714	517,671	-	-
- contract assets		130,530	-	-	-
Deposit forfeited		45,000	-	-	-
Depreciation of property, plant and equipment		290,064	184,187	-	-
Depreciation of right-of-use assets		697,004	371,442	-	-
Dividend income		-	-	(2,300,000)	-
Fair value (gain)/loss on short-term investments		(614,490)	302,752	(403,738)	374,470
Interest expenses		1,241,451	775,505	-	-
Interest income		(1,320,254)	(1,027,228)	(837,719)	(796,584)
Reversal of allowance for expected credit losses on trade receivables		-	(26,341)	-	-
Unrealised gain on foreign exchange		(257,512)	-	(3,320)	-
Property, plant and equipment written off		-	57,659	-	-
Operating profit/(loss) before working capital changes		13,925,239	17,554,617	(1,343,849)	(1,365,485)
Changes in working capital:					
Inventories		183,100	(363,884)	-	-
Contract costs assets		-	1,000,000	-	-
Contract assets/liabilities		18,195,095	(15,083,340)	-	-
Receivables		(1,644,508)	(29,791,397)	-	1,000
Payables		8,184,743	35,635,243	121,353	98,589
Cash from/(used in) operations		38,843,669	8,951,239	(1,222,496)	(1,265,896)
Tax paid		(5,438,982)	(2,608,997)	(28,096)	(41,428)
Net cash from/(used in) operating activities		33,404,687	6,342,242	(1,250,592)	(1,307,324)
Cash flows from investing activities					
Subscriptions of additional shares in existing subsidiary		-	-	(3)	(270,000)
Proceed from issuance of additional shares of a subsidiary to non-controlling interest		-	180,000	-	-
Acquisition of property, plant and equipment		(1,836,459)	(509,824)	-	-
Acquisition of right-of-use assets	A	(27,846)	-	-	-
Fair value (gain)/loss on short-term investments		471,581	(41,626)	260,829	(113,344)
Interest received		1,208,206	1,027,228	837,719	796,584
Placement of short-term investments		(174,298)	(221,432)	(174,298)	(221,432)
Placement of pledged deposits with licensed banks		(45,450)	(4,662,704)	-	-
Net cash (used in)/from investing activities		(404,266)	(4,228,358)	924,247	191,808

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023 (CONT'D)

	Note	Group 2023 RM	Group 2022 RM	Company 2023 RM	Company 2022 RM
Cash flows from financing activities					
Repayment from/(Advance to) subsidiaries		-	-	2,080,524	(7,499,419)
Interest paid		(1,241,451)	(775,505)	-	-
Net (repayment)/drawdown of bankers' acceptance	B	(6,493,197)	8,847,234	-	-
Net drawdown of revolving credit	B	-	1,000,000	-	-
Net cash outflow of incorporation of a subsidiary from NCI		49	-	-	-
Proceed from issuance of shares		1,717,127	25,309,800	1,717,127	25,309,800
Repayments of lease liabilities	C	(647,322)	(280,213)	-	-
Drawdown of term loans		1,150,000	-	-	-
Repayments of term loans	B	(59,769)	(38,293)	-	-
Net cash (used in)/from financing activities		(5,574,563)	34,063,023	3,797,651	17,810,381
Net cash increase in cash and cash equivalents		27,425,858	36,176,907	3,471,306	16,694,865
Effect of foreign exchange differences		186,583	1,260	-	-
Cash and cash equivalents at the beginning of the financial year		69,008,451	32,830,284	33,578,300	16,883,435
Cash and cash equivalents at the end of the financial year		96,620,892	69,008,451	37,049,606	33,578,300
Cash and cash equivalents at the end of the financial year comprises:					
Cash and bank balances		41,054,757	21,832,682	4,214,015	405,942
Deposits with licensed banks	14	6,333,870	6,288,420	-	-
Short-term investments	13	55,566,135	47,175,769	32,835,591	33,172,358
		102,954,762	75,296,871	37,049,606	33,578,300
Less: Deposits pledged with licensed banks	14	(6,333,870)	(6,288,420)	-	-
		96,620,892	69,008,451	37,049,606	33,578,300

NOTES TO THE STATEMENTS OF CASH FLOWS

A. Acquisition of right-of-use assets

	Group 2023 RM	Group 2022 RM
Total additions	309,846	3,463,705
Less: Acquisition through lease arrangement	(282,000)	(3,463,705)
Total cash payment	27,846	-

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023 (CONT'D)

NOTES TO THE STATEMENTS OF CASH FLOWS (CONT'D)

B. Reconciliations of liabilities arising from financing activities

	At 1.7.2022 RM	Drawdown RM	Repayment RM	At 30.6.2023 RM
Group				
Bankers' acceptance	9,886,377	22,894,291	(29,387,488)	3,393,180
Invoice financing	-	21,549,732	(21,549,732)	-
Revolving credit	1,000,000	-	-	1,000,000
Term loans	968,174	1,150,000	(59,769)	2,058,405
Lease liabilities	3,488,153	282,000	(647,322)	3,122,831
	15,342,704	45,876,023	(51,644,311)	9,574,416

	At 1.7.2021 RM	Drawdown RM	Repayment RM	At 30.6.2022 RM
Group				
Bankers' acceptance	1,039,143	44,207,687	(35,360,453)	9,886,377
Revolving credit	-	1,000,000	-	1,000,000
Term loans	1,006,467	-	(38,293)	968,174
Lease liabilities	304,661	3,463,705	(280,213)	3,488,153
	2,350,271	48,671,392	(35,678,959)	15,342,704

C. Cash outflows for leases as a lessee

	Note	Group 2023 RM	2022 RM
Included in net cash from operating activities:			
Payment relating to short-term leases	23	533,026	438,916
Included in net cash used in financing activities:			
Payment of lease liabilities		647,322	280,213
Payment on interest of lease liabilities		136,495	79,100
		783,817	359,313
		1,316,843	798,229

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

NOTES TO THE **FINANCIAL STATEMENTS**

1. Corporate information

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

The registered office of the Company is located at Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

The principal place of business of the Company is located at No. 7, Lorong Teknologi 3/4A, Nouvelle Industrial Park 2, Taman Sains Selangor 1, Kota Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan.

The Company is principally engaged in the business of investment holding. The principal activities of the subsidiaries are set out in Note 6 to the financial statements.

There have been no significant changes in the nature of these activities during the financial year.

2. Basis of preparation

(a) Statement of compliance

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

The financial statements of the Group and of the Company have been prepared under the historical cost convention, unless otherwise indicated in the significant accounting policies below.

Adoption of new and amended standards

During the financial year, the Group and the Company have adopted the following amendments to MFRSs issued by the Malaysian Accounting Standards Board ("MASB") that are mandatory for current financial year:

Amendments to MFRS 16	COVID-19 - Related Rent Concessions beyond 30 June 2021
Amendment to MFRS 3	Reference to the Conceptual Framework
Amendment to MFRS 116	Property, Plant and Equipment - Proceed before Intended Use
Amendment to MFRS 137	Onerous Contracts - Cost of Fulfilling a Contract
Annual improvements to MFRS Standards 2018 - 2020	Amendments to MFRS 1
	Amendments to MFRS 9
	Amendments to Illustrative Examples accompanying MFRS 16
	Amendments to MFRS 141

The adoption of the amendments to MFRSs did not have any significant impact on the financial statements of the Group and of the Company.

NOTES TO THE FINANCIAL STATEMENTS

2. Basis of preparation (cont'd)

(a) Statement of compliance (cont'd)

Standard issued but not yet effective

The Group and the Company have not applied in advance the following new and amendments to MFRSs that have been issued by the MASB but are not yet effective for the Group and the Company:

		Effective dates for financial periods beginning on or after
MFRS 17	Insurance Contracts	1 January 2023
Amendments to MFRS 17	Insurance Contracts	1 January 2023
Amendments to MFRS 17	Initial Application of MFRS 17 and MFRS 9 - Comparative Information	1 January 2023
Amendments to MFRS 101	Disclosure of Accounting Policies	1 January 2023
Amendments to MFRS 108	Definition of Accounting Estimates	1 January 2023
Amendments to MFRS 112	Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023
Amendments to MFRS 112	International Tax Reform - Pillar Two Model Rules	1 January 2023
Amendments to MFRS 16	Lease Liability in a Sale and Leaseback	1 January 2024
Amendments to MFRS 101	Classification of Liabilities as Current or Non-current	1 January 2024
Amendments to MFRS 101	Non-current Liabilities with Covenants	1 January 2024
Amendments to MFRS 107 and MFRS 7	Supplier Finance Arrangements	1 January 2024
Amendments to MFRS 121	Lack of Exchangeability	1 January 2025
Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred until further notice

The Group and the Company intend to adopt the above new and amendments to MFRSs when they become effective.

The initial application of the above-mentioned new and amendments to MFRSs are not expected to have any significant impacts on the financial statements of the Group and of the Company.

(b) Functional and presentation currency

These financial statements are presented in Ringgit Malaysia ("RM"), which is the Company's functional currency. All financial information is presented in RM and has been rounded to nearest RM except when otherwise stated.

(c) Significant accounting judgements, estimates and assumptions

The preparation of the Group's and of the Company's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

NOTES TO THE **FINANCIAL STATEMENTS**

2. Basis of preparation (cont'd)

(c) Significant accounting judgements, estimates and assumptions (cont'd)

Judgements

The following are the judgements made by management in the process of applying the Group's and the Company's accounting policies that have the most significant effect on the amounts recognised in the financial statements:

Determining the lease term of contracts with renewal and termination options - Group as lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has several lease contracts that include extension options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew.

The Group includes the renewal period as part of the lease term for leases of office building with non-cancellable period included as part of the lease term as these are reasonably certain to be exercised because there will be a significant negative effect on operation if to relocate the office building or suitable locations may not readily available. Furthermore, the periods covered by termination options are included as part of the lease term only when they are reasonably certain not to be exercised.

Satisfaction of performance obligations in relation to contracts cost customers

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. This assessment was made based on the terms and conditions of the contracts, and the provisions of relevant laws and regulations.

The Group recognises revenue over time in the following circumstances:

(a) The customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
(b) the Group does not create an asset with an alternative use to the Group and has an enforceable right to payment for performance completed to date; and
(c) the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced.

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.

NOTES TO THE FINANCIAL STATEMENTS

2. Basis of preparation (cont'd)

(c) Significant accounting judgements, estimates and assumptions (cont'd)

Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next reporting period are set out below:

Useful lives of property, plant and equipment and right-of-use ("ROU") assets

The Group regularly review the estimated useful lives of property, plant and equipment and ROU assets based on factors such as business plan and strategies, expected level of usage and future technological developments. Future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned above. A reduction in the estimated useful lives of property, plant and equipment and ROU assets would increase the recorded depreciation and decrease the value of property, plant and equipment and ROU assets. The carrying amount at the reporting date for property, plant and equipment and ROU assets are disclosed in Notes 4 and 5 to the financial statements.

Inventories valuation

Inventories are measured at the lower of cost and net realisable value. The Group estimates the net realisable value of inventories based on an assessment of expected selling prices. Demand levels and pricing competition could change from time to time. If such factors result in an adverse effect on the Group's products, the Group might be required to reduce the value of its inventories. Details of inventories are disclosed in Note 8 to the financial statements.

Provision for expected credit loss of financial assets and contract assets at amortised cost

The Group and the Company reviews the recoverability of its receivables, include trade and other receivables, contract assets and amount due from subsidiaries at each reporting date to assess whether an impairment loss should be recognised. The impairment provisions for receivables, contract assets and amount due from subsidiaries are based on assumptions about risk of default and expected loss rates. The Group and the Company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group and the Company's past history and existing market conditions at the end of each reporting period.

The Group and the Company uses a provision matrix to calculate expected credit loss for trade and other receivables. The provision rates are based on number of days past due.

The provision matrix is initially based on the The Group and the Company's historical observed default rates. The Group and the Company will calibrate the matrix to adjust the historical credit loss experience. At every reporting date, the historical observed default rates are updated and changes in the forwarding-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and expected credit loss is a significant estimate. The carrying amounts at the reporting date for receivables and contract assets are disclosed in Notes 9, 10, 11 and 12 to the financial statements.

NOTES TO THE **FINANCIAL STATEMENTS**

2. Basis of preparation (cont'd)

(c) Significant accounting judgements, estimates and assumptions (cont'd)

Key sources of estimation uncertainty (cont'd)

Deferred tax assets

Deferred tax assets are recognised for all unused tax losses, unabsorbed capital allowances and other deductible temporary differences to the extent that it is probable that taxable profit will be available against which the unused tax losses, unabsorbed capital allowances and other deductible temporary differences 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. The carrying value of recognised deferred tax assets are disclosed in Note 7 to the financial statements.

Revenue recognition

The Group recognises revenue from engineering, procurement, construction, and commissioning ("EPCC") services by reference to the progress using the input method, determined based on the proportion of costs incurred for work performed to date over the estimated total costs. The total estimated costs are based on approved budgets, which require assessment and judgement to be made on changes in, for example, work scope, changes in costs and costs to completion. In making the judgement, management relies on past experience and the work of specialists. The carrying amounts of contract assets and contract liabilities as at the reporting date are disclosed in Note 11 to the financial statements.

Discount rate used in leases

Where the interest rate implicit in the lease cannot be readily determined, the Group uses the incremental borrowing rate to measure the lease liabilities. The incremental borrowing rate is the interest rate that the Group would have to pay to borrow over a similar term, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. Therefore, the incremental borrowing rate requires estimation, particularly when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Group estimates the incremental borrowing rate using observable inputs when available and is required to make certain entity-specific estimates.

Income taxes

Judgement is involved in determining the provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business.

The Group and the Company recognise liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made.

NOTES TO THE **FINANCIAL STATEMENTS**

2. Basis of preparation (cont'd)

(c) Significant accounting judgements, estimates and assumptions (cont'd)

Key sources of estimation uncertainty (cont'd)

Fair value of financial instruments

Management uses valuation techniques in measuring the fair value of financial instruments where active market quotes are not available. Details of the assumptions used are given in the Note 32(c) to the financial statements regarding financial assets and liabilities. In applying the valuation techniques management makes maximum use of market inputs, and uses estimates and assumptions that are, as far as possible, consistent with observable data that market participants would use in pricing the instrument. Where applicable data is not observable, management uses its best estimate about the assumptions that market participants would make. These estimates may vary from the actual prices that would be achieved in an arm's length transaction at the end of the reporting period.

3. Significant accounting policies

The Group and the Company apply the significant accounting policies set out below, consistently throughout all periods presented in the financial statements unless otherwise stated.

(a) Basis of consolidation

(i) Subsidiaries

Subsidiaries are all entities (including structured entities) over which the Group has control. 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. Subsidiaries are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

Business combinations under common control are accounted for using the merger method, where the results of entities or businesses under common control are accounted for as if the combination had been effected throughout the current and previous financial periods. The assets, liabilities and reserves of these entities are recorded at their pre-combination carrying amounts or existing carrying amounts are accounted for from the perspective of the common shareholder. No adjustments are made to reflect fair values, or recognise any new assets or liabilities, at the date of combination that would otherwise be done under the acquisition method. No new goodwill is recognised as a result of the combination. Any difference between the consideration paid/transferred and the equity acquired is reflected within equity as reserve on acquisition arising from common control.

Acquisition-related costs are expensed in profit or loss as incurred.

If the business combination is achieved in stages, the acquirer's previously held equity interest in the acquire is re-measured at its acquisition-date fair value and the resulting gain or loss is recognised in profit or loss.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (which cannot exceed one year from the acquisition date), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date, if known, would have affected the amounts recognised at that date.

NOTES TO THE **FINANCIAL STATEMENTS**

3. Significant accounting policies (cont'd)

(a) Basis of consolidation (cont'd)

(i) Subsidiaries (cont'd)

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of MFRS 9 *Financial Instruments* is measured at fair value with the changes in fair value recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

Inter-company transactions, balances and unrealised gains or losses on transactions between Group entities are eliminated. Unrealised losses are eliminated only if there is no indication of impairment. Where necessary, accounting policies of subsidiaries have been changed to ensure consistency with the policies adopted by the Group. In the Company's separate financial statements, investment in subsidiaries is stated at cost less accumulated impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts are recognised in profit or loss. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. See accounting policy Note 3(l)(i) to the financial statements on impairment of non-financial assets.

(ii) Changes in ownership interests in subsidiaries without change of control

Transactions with NCI that do not result in loss of control are accounted for as equity transactions that is, as transactions with the owners in their capacity as owners. The difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposals to NCI are also recorded in equity.

(iii) Loss of control

Upon the loss control of a subsidiary, the Group derecognised the assets and liabilities of the former subsidiary, including any goodwill, and NCI and other components of equity related to the former subsidiary from the consolidated statement of financial position. Any surplus or deficit arising on the loss of control is recognised in profit or loss. If the Group retains any interest in the former subsidiary, then such interest is remeasured at fair value at the date that control is lost. Subsequently, it is accounted for as an equity-accounted investee or as a financial asset depending on the level of influence retained.

(iv) NCI

NCI represent the equity in subsidiaries not attributable, directly or indirectly, to owners of the Company. It is presented separately in the consolidated statement of profit or loss and other comprehensive income and within equity in the consolidated statement of financial position, separate from equity attributable to owners of the Company.

Losses applicable to NCI in a subsidiary are allocated to NCI even though it may result in deficit to NCI.

NOTES TO THE **FINANCIAL STATEMENTS**

3. Significant accounting policies (cont'd)

(b) Foreign currency translation

(i) Foreign currency transactions and balances

Transactions in foreign currency are recorded in the functional currency of the respective Group entities using the exchange rates prevailing at the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are retranslated at the rates prevailing on that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the reporting date are included in profit or loss except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operation. These are initially taken directly to the foreign currency translation reserve within equity until the disposal of the foreign operations, at which time they are recognised in profit or loss.

Exchange differences arising on monetary items that form part of the Company's net investment in foreign operation are recognised in profit or loss in the Company's financial statements or the individual financial statements of the foreign operation, as appropriate.

Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss for the reporting period except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income. Exchange differences arising from such non-monetary items are also recognised in other comprehensive income.

(ii) Foreign operations

The assets and liabilities of foreign operations denominated in functional currencies other than RM, including goodwill and fair value adjustments arising on acquisition, are translated to RM at the rate of exchange prevailing at the reporting date. The income and expenses of foreign operations are translated to RM at exchange rates at the dates of the transactions.

Foreign currency differences are recognised in other comprehensive income and accumulated in the foreign currency translation reserve ("FCTR") in equity. However, if the operation is a non-wholly owned subsidiary company, then the relevant proportionate share of the translation difference is allocated to the non-controlling interests.

When a foreign operation is disposed of such that control, significant influence or joint control is lost, the cumulative amount in the FCTR related that foreign operation reclassified to profit or loss as part of the gain or loss on disposal.

When the Group disposes of only part of its interest in a subsidiary company that includes a foreign operation, the relevant proportion of the cumulative amount is reattributed to non-controlling interests.

(c) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. The policy of recognition and measurement of impairment losses is in accordance with Note 3(l)(i) to the financial statements on impairment of non-financial assets.

NOTES TO THE **FINANCIAL STATEMENTS**

3. Significant accounting policies (cont'd)

(c) Property, plant and equipment (cont'd)

(i) Recognition and measurement

Cost includes expenditures that are directly attributable to the acquisition of the assets and any other costs directly attributable to bringing the asset to working condition for its intended use, cost of replacing component parts of the assets, and the present value of the expected cost for the decommissioning of the assets after their use. The cost of self-constructed assets also includes the cost of materials and direct labour. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs. All other repair and maintenance costs are recognised in profit or loss as incurred.

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

Property, plant and equipment are derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in profit or loss.

Capital-work-in progress consists of building under installation for intended use as production facilities. The amount is stated at cost and includes capitalisation of interest incurred on borrowings related to property, plant and equipment under installation until the property, plant and equipment are ready for their intended use.

(ii) Subsequent costs

The cost of replacing part 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 part will flow to the Group and the Company and their cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in the profit or loss as incurred.

(iii) Depreciation

Depreciation is recognised in the profit or loss on straight-line basis to write off the cost of each asset to its residual value over its estimated useful life. Freehold land is not depreciated. Property, plant and equipment under construction are not depreciated until the assets are ready for its intended use.

Property, plant and equipment are depreciated based on the estimated useful lives of the assets as follows:

Building	2%
Office equipment, furniture and fittings	20%
Motor vehicles	20%
Project equipment	20%
Solar asset	4%
Renovation	20%

The residual values, useful lives and depreciation method are reviewed at the end of each reporting period to ensure that the amount, method and period of depreciation are consistent with previous estimates and the expected pattern of consumption of the future economic benefits embodied in the property, plant and equipment.

NOTES TO THE **FINANCIAL STATEMENTS**

3. Significant accounting policies (cont'd)

(d) Leases

As lessee

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

The ROU asset is subsequently measured at cost less any accumulated depreciation, accumulated impairment loss and, if applicable, adjusted for any remeasurement of lease liabilities. The policy of recognition and measurement of impairment losses is in accordance with Note 3(l)(i) to the financial statements.

The ROU asset under cost model is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the ROU asset or the end of the lease term. The estimated useful lives of the ROU assets are determined on the same basis as those of property, plant and equipment as follows:

Motor vehicles	5 years
Office building	Over the lease terms

The lease liability is initially measured at the present value of future lease payments at the commencement date, discounted using the Group entities' incremental borrowing rates. Lease payments included in the measurement of the lease liability include fixed payments, any variable lease payments, amount expected to be payable under a residual value guarantee, and exercise price under an extension option that the Group is reasonably certain to exercise.

Variable lease payments that do not depend on an index or a rate and are dependent on a future activity are recognised as expenses in profit or loss in the period in which the event or condition that triggers the payment occurs.

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in rate, or if the Group changes its assessment of whether they will exercise an extension or termination option.

Lease payments associated with short-term leases and leases of low value assets are recognised on a straight-line basis as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less and do not contain a purchase option. Low value assets are those assets valued at less than RM20,000 each when purchased new.

(e) Financial assets

Financial assets are recognised in the statements of financial position when, and only when, the Group and the Company become a party to the contractual provisions of the financial instrument.

A financial asset (unless it is a trade receivable without financing component) is initially measured at fair value plus or minus, for an item not at fair value through profit or loss ("FVTPL"), directly attributable transaction costs. A trade receivable without a significant financing component is initially measured at the transaction price.

NOTES TO THE **FINANCIAL STATEMENTS**

3. Significant accounting policies (cont'd)

(e) Financial assets (cont'd)

The Group and the Company determine the classification of their financial assets at initial recognition, and are not reclassified subsequent to their initial recognition unless the Group and the Company change their business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

(i) Financial assets at amortised cost

The Group and the Company measure 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 specified 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 ("EIR") method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

(ii) Financial assets at FVTPL

All financial assets not classified as measured at amortised cost or fair value through other comprehensive income ("FVTOCI"), as described above, are measured at FVTPL. This includes derivative financial assets. On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVTOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets categorised as FVTPL are subsequently measured at their fair value with gains or losses recognised in the profit or loss.

All financial assets, except for those measured at FVTPL and equity investments measured at FVTOCI, are subject to impairment.

Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned. All regular way purchases and sales of financial assets are recognised or derecognised on the trade date i.e., the date that the Group and the Company commit to purchase or sell the asset.

A financial asset is derecognised where the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received for financial instrument is recognised in profit or loss.

(f) Financial liabilities

Financial liabilities are recognised when, and only when, the Group and the Company become a party to the contractual provisions of the financial instruments. All financial liabilities are recognised initially at fair value plus, in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

NOTES TO THE **FINANCIAL STATEMENTS**

3. Significant accounting policies (cont'd)

(f) Financial liabilities (cont'd)

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

(g) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs when the guaranteed debtor fails to make payment when due.

Financial guarantee contracts are recognised initially as financial liabilities at fair value, net of transaction costs. Subsequently, the liability is measured at the higher of:

- the amount of the loss allowance; and
- the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of MFRS 15 *Revenue from Contracts with Customers*.

(h) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

(i) Inventories

Inventories are stated at the lower of cost and net realisable value and determined using weighted average cost method.

Cost of finished goods consists of the expenditure incurred in bringing the inventories and other costs in bringing them to their existing location and condition.

Net realisable value is the estimated selling price in the ordinary course of business, less the estimated costs of completion and the estimated costs necessary to make the sale.

(j) Contract assets and contract liabilities

A contract asset is recognised when the Group's right to consideration is conditional on something other than the passage of time. A contract asset is subject to impairment requirements of MFRS 9.

A contract liability is stated at cost and represents the obligation of the Group to transfer goods or services to a customer for which consideration has been received (or the amount is due) from the customers.

NOTES TO THE **FINANCIAL STATEMENTS**

3. Significant accounting policies (cont'd)

(k) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, bank balances, demand deposits and highly liquid investments that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value. For the purpose of statements of cash flows, cash and cash equivalents are presented net of pledged deposits, if any.

(l) Impairment of assets

(i) Non-financial assets

The carrying amounts of non-financial assets (except for inventories, contract assets and deferred tax assets) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite useful lives, or that are not yet available for use, the recoverable amount is estimated each period at the same time.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units.

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs of disposal. 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 or cash-generating unit.

An impairment loss is recognised if the carrying amount of an asset or cash-generating unit exceeds its estimated recoverable amount. Impairment loss is recognised in profit or loss.

In respect of other assets, impairment losses recognised in prior periods are assessed at the end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed only if there has been a change in the estimates used to determine the recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation or amortisation, had no impairment loss been recognised for asset in prior years. Such reversal is recognised in the profit or loss.

(ii) Financial assets

The Group and the Company recognise an allowance for expected credit losses ("ECLs") for all debt instruments not held at FVTPL. 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 and the Company expect to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

For receivables, the Group and the Company apply a simplified approach in calculating ECLs. Therefore, the Group and the Company do not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group and the Company have established a provision matrix that is based on their historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

NOTES TO THE FINANCIAL STATEMENTS

3. Significant accounting policies (cont'd)

(m) Share capital

(i) Ordinary shares

An equity instrument is any contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Ordinary shares are equity instruments. Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transaction costs. Ordinary shares are classified as equity.

Dividend distribution to the Company's shareholders is recognised as a liability in the period they are approved by the Board of Directors except for the final dividend which is subject to approval by the Company's shareholders.

(ii) Warrants

Warrants are classified as equity instruments and its value is allocated based on the Trinomial pricing model upon issuance. The issuance of the ordinary shares upon exercise of warrants is treated as new subscription of ordinary shares for the consideration equivalent to the exercise price of the warrants. Upon exercise of warrants the proceeds are credited to share capital. The warrants reserve in relation to the unexercised warrants at the expiry of the warrants will be reversed.

(n) Provisions

Provisions are recognised when there is a present legal or constructive obligation as a result of a past event, when it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and the amount of the obligation can be estimated reliably.

Provisions are reviewed at end of each reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Any reimbursement that the Group and the Company can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision. The expense relating to any provision is recognised in the profit or loss net of any reimbursement.

(o) Employee benefits

(i) Short-term employee benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the reporting period in which the associated services are rendered by employees of the Group and of the Company. Short-term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensated absences. Short-term non-accumulating compensated absences such as sick and medical leave are recognised when the absences occur.

The expected cost of accumulating compensated absences is measured as additional amount expected to be paid as a result of the unused entitlement that has accumulated at the end of the reporting period.

NOTES TO THE **FINANCIAL STATEMENTS**

3. Significant accounting policies (cont'd)

(o) Employee benefits (cont'd)

(ii) Defined contribution plans

As required by law, companies in Malaysia contribute to the state pension scheme, the Employees Provident Fund ("EPF"). Such contributions are recognised as an expense in the profit or loss as incurred. Once the contributions have been paid, the Group and the Company have no further payment obligations.

(p) Revenue recognition

(i) Revenue from contracts with customers

Revenue is recognised when the Group satisfied a performance obligation ("PO") by transferring a promised good or service to the customer, which is when the customer obtains control of the good or service. A PO may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied PO.

The Group recognises revenue from the following major sources:

(a) EPCC services

Revenue from EPCC services related to solar photovoltaic systems and power plants is recognised over time in the period in which the services are rendered using the input method, determined based on the proportion of costs incurred for work performed to date over the estimated total costs.

Transaction price is computed based on the price specified in the contract and adjusted for any variable consideration such as incentives and penalties. Past experience is used to estimate and provide for the variable consideration, using expected value method and revenue is only recognised to the extent that it is highly probable that a significant reversal will not occur.

A receivable is recognised when the services are rendered as this is the point in time that the consideration is unconditional because only the passage of time is required before the payment is due. If the services rendered exceed the payment received, a contract asset is recognised. If the payments exceed the services rendered, a contract liability is recognised.

(b) Solar photovoltaic ("PV") investment

Revenue from sale of electricity is recognised over time as customers simultaneously received and consumed the benefits provided by the Group's performance when electricity is delivered based on contractual terms stipulated in respective agreement with customers.

The revenue recognised is the amount to which the Group have a right to invoice as it corresponds directly with the value to the customer of the Group's performance that is completed to date.

(c) Renders of services

Revenue from services and management fees are recognised in the reporting period in which the services are rendered, which simultaneously received and consumes the benefits provided by the Group and the Company, and the Group and the Company have a present right to payment for the services.

NOTES TO THE **FINANCIAL STATEMENTS**

3. Significant accounting policies (cont'd)

(p) Revenue recognition (cont'd)

(ii) Dividend income

Dividend income is recognised when the Group's right to receive payment is established.

(iii) Interest income

Interest income is recognised on accruals basis using the effective interest method.

(q) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying assets are capitalised as part of the cost of the assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in profit or loss in the period in which they are incurred. Borrowing costs consist of interest and other costs that the Company incurred in connection with the borrowing of funds.

The capitalisation of borrowing costs as part of the cost of a qualifying asset commences when expenditure for the asset for its intended use or sale are in progress. Capitalisation of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are interrupted or completed.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

(r) Income taxes

Tax expense in profit or loss comprises current and deferred tax. Current tax and deferred tax are recognised in profit or loss except to the extent that it relates to a business combination or items recognised directly in equity or other comprehensive income.

Current tax is the expected tax payable or receivable on the taxable income or loss for the financial year, using tax rates enacted or substantively enacted by the end of the reporting period, and any adjustment to tax payable in respect of previous financial years.

Deferred tax is recognised using the liability method for all temporary differences between the carrying amounts of assets and liabilities in the statements of financial position and their tax bases. Deferred tax assets and liabilities are not discounted.

The measurement of deferred tax is based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, at the end of the reporting period.

Deferred tax assets and liabilities are offset if there is a legally enforceable right to offset current tax liabilities and assets, and they relate to income taxes levied by the same tax authority on the same taxable entity, or on different tax entities, but they intend to settle current tax liabilities and assets on a net basis or their tax assets and liabilities will be realised simultaneously.

A deferred tax asset is recognised to the extent that it is probable that future taxable profits will be available against which the temporary difference can be utilised. Deferred tax assets are reviewed at the end of each reporting period and are reduced to the extent that it is no longer probable that the related tax benefit will be realised.

NOTES TO THE **FINANCIAL STATEMENTS**

3. Significant accounting policies (cont'd)

(s) Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-makers are responsible for allocating resources and assessing performance of the operating segments and make overall strategic decisions. The Group's operating segments are organised and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

(t) Contingencies

Where it is not probable that an inflow or an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the asset or the obligation is disclosed as a contingent asset or contingent liability, unless the probability of inflow or outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent assets or contingent liabilities unless the probability of inflow or outflow of economic benefits is remote.

(u) Related parties

A related party is a person or entity that is related to the Group and the Company. A related party transaction is a transfer of resources, services or obligations between the Group and its related party, regardless of whether a price is charged.

(a) A person or a close member of that person's family is related to the Group if that person:
- (i) has control or joint control over the Group;
- (ii) has significant influence over the Group; or
- (iii) is a member of the key management personnel of the Group.

(b) An entity is related to the Group if any of the following conditions applies:
- (i) The entity and the Group are members of the same group.
- (ii) The entity is an associate or joint venture of the other entity.
- (iii) Both entities are joint ventures of the same third party.
- (iv) The entity is a joint venture of a third entity and the other entity is an associate of the same third entity.
- (v) The entity is a post-employment benefit plan for the benefits of employees of either the Group or an entity related to the Group.
- (vi) The entity is controlled or jointly-controlled by a person identified in (a) above.
- (vii) A person identified in (a)(i) above has significant influence over the entity or is a member of the key management personnel of the Group.
- (viii) The entity, or any member of a company of which it is a party, provides key management personnel services to the Group.

4. Property, plant and equipment

	Building RM	Office equipment, furniture and fittings RM	Motor vehicles RM	Project equipment RM	Solar asset RM	Renovation RM	Capital work-in-progress RM	Total RM
Group								
Cost								
At 1 July 2021	1,211,151	433,895	56,000	83,046	-	147,891	-	1,931,983
Additions	-	243,595	-	12,102	-	254,127	-	509,824
Written off	-	(33,850)	-	-	-	(49,206)	-	(83,056)
At 30 June 2022/1 July 2022	1,211,151	643,640	56,000	95,148	-	352,812	-	2,358,751
Additions	-	158,594	38,000	399	1,170,953	7,932	460,581	1,836,459
At 30 June 2023	1,211,151	802,234	94,000	95,547	1,170,953	360,744	460,581	4,195,210
Accumulated depreciation								
At 1 July 2021	42,390	180,917	56,000	41,538	-	63,552	-	384,397
Charge for the financial year	24,223	100,497	-	16,532	-	42,935	-	184,187
Written off	-	(10,635)	-	-	-	(14,762)	-	(25,397)
At 30 June 2022/1 July 2022	66,613	270,779	56,000	58,070	-	91,725	-	543,187
Charge for the financial year	24,223	140,225	6,967	17,570	27,322	73,757	-	290,064
At 30 June 2023	90,836	411,004	62,967	75,640	27,322	165,482	-	833,251
Carrying amount								
At 30 June 2022	1,144,538	372,861	-	37,078	-	261,087	-	1,815,564
At 30 June 2023	1,120,315	391,230	31,033	19,907	1,143,631	195,262	460,581	3,361,959

NOTES TO THE **FINANCIAL STATEMENTS**

4. Property, plant and equipment (Cont'd)

The building of the Group has been pledged to licensed bank as security for banking facilities granted to a subsidiary as disclosed in Note 18 to the financial statements.

5. Right-of-use assets

	Motor vehicles RM	Office building RM	Total RM
Group			
Cost			
At 1 July 2021	414,000	-	414,000
Additions	-	3,463,705	3,463,705
At 30 June 2022/1 July 2022	414,000	3,463,705	3,877,705
Additions	309,846	-	309,846
At 30 June 2023	723,846	3,463,705	4,187,551
Accumulated depreciation			
At 1 July 2021	101,900	-	101,900
Charge for the financial year	82,800	288,642	371,442
At 30 June 2022/1 July 2022	184,700	288,642	473,342
Charge for the financial year	119,720	577,284	697,004
At 30 June 2023	304,420	865,926	1,170,346
Carrying amount			
At 30 June 2022	229,300	3,175,063	3,404,363
At 30 June 2023	419,426	2,597,779	3,017,205

The motor vehicles of the Group are pledged as securities for the related lease liabilities as disclosed in Note 17 to the financial statements.

6. Investment in subsidiaries

	Company	
	2023 RM	2022 RM
Unquotes shares, at cost	18,712,153	9,712,150

NOTES TO THE FINANCIAL STATEMENTS

6. Investment in subsidiaries (cont'd)

Details of the subsidiaries are as follows:

Name of company	Place of business/ Country of incorporation	Effective interest (%) 2023	2022	Principal activities
Samaiden Sdn. Bhd. ("SSB")	Malaysia	100	100	EPCC of solar photovoltaic system and power plants and provision of operations and maintenance services.
Samaiden Consultancy Sdn. Bhd. ("SCSB")	Malaysia	100	100	Provision of consultancy services in relation to renewable energy.
SC Green Solutions Sdn. Bhd. ("SCGS")	Malaysia	60	60	Dormant
Samaiden Capital Management Sdn. Bhd. ("SCMSB")	Malaysia	100	100	Lease and investment activities.
Samaiden SG Pte. Ltd. ("SSGPL")#	Singapore	100	-	Dormant
Held through SSB				
Samaiden Energy (Vietnam) Limited Liability Company ("SEVLLC")#	Vietnam	100	100	Dormant
Samaiden Energy (Cambodia) Co., Ltd. ("SECCL")#	Cambodia	100	-	Dormant
Held through SCMSB				
Samaiden Chudenko Renewables Sdn. Bhd. ("SCRSB")	Malaysia	51	-	Undertake investment in renewable energy assets and/or renewable energy business.

Subsidiaries not audited by TGS TW PLT.

2023

Incorporation of subsidiaries

On 21 October 2022, the Company's indirect subsidiary, SGB had incorporated 51 ordinary shares in SCRSB, representing the 51% of entire equity interest in SCRSB for total purchase consideration of RM51. On 4 April 2023, the Company had disposed the entire 51 ordinary shares to SCMSB for total consideration of RM51.

On 21 November 2022, the Group through its wholly owned subsidiary, SSB had incorporated a subsidiary in Cambodia, SECCL, for total cash consideration of Cambodian Riel ("KHR") 20,000,000 (equivalent to United States Dollar ("USD") 5,000 or RM23,325).

On 20 December 2022, the Company incorporated a subsidiary in Singapore, SSGPL, for total cash consideration of Singapore Dollar ("SGD") 1 (equivalent to RM3).

Subscription of additional shares in a subsidiary

On 27 June 2023, the Company subscribed additional 9,000,000 newly issued shares of SSB at RM1 each by way of capitalisation of amount due from subsidiaries.

2022

Incorporation of a subsidiary

On 15 November 2021, the Group through its wholly owned subsidiary, SSB, incorporated a subsidiary, SELVLLC, for total cash consideration of Vietnamese Dong ("VND") 115,900,000 (equivalent to USD 5,000 or RM20,753).

NOTES TO THE FINANCIAL STATEMENTS

6. Investment in subsidiaries (cont'd)

2022 (cont'd)

Subscription of additional shares in a subsidiary

On 13 December 2021, the Company subscribed additional 270,000 newly issued shares of SCGS at RM1 each, for total cash consideration of RM270,000, which did not result in changes in effective equity interest as the non-controlling interest subscribed additional 180,000 newly issued shares of SCGS of RM1 each for total cash consideration of RM180,000 to maintain the same equity interest.

NCI

Summarised financial information of NCI have not been presented as the NCI of the subsidiaries are not individually material to the Group.

7. Deferred tax assets

	Group	
	2023	**2022**
	RM	**RM**
Brought forward	143,000	122,000
Recognised in profit or loss	113,000	115,000
Under/(Over) provision in prior financial year	7,000	(94,000)
Carried forward	263,000	143,000

The net deferred tax assets and liabilities shown on the statements of financial position after appropriate offsetting are as follows:

	Group	
	2023	**2022**
	RM	**RM**
Deferred tax liabilities	(12,000)	(25,000)
Deferred tax assets	275,000	168,000
	263,000	143,000

The components and movement of deferred tax assets and liabilities at the end of the reporting date prior to offsetting are as follows:

Deferred tax liabilities	**Property, plant and equipment RM**	**Total RM**
Group		
At 1 July 2022	25,000	25,000
Recognised in profit or loss	(6,000)	(6,000)
Over provision in prior financial year	(7,000)	(7,000)
At 30 June 2023	12,000	12,000

NOTES TO THE FINANCIAL STATEMENTS

7. Deferred tax assets (cont'd)

The components and movement of deferred tax assets and liabilities at the end of the reporting date prior to offsetting are as follows: (cont'd)

Deferred tax liabilities	Property, plant and equipment RM	Total RM
Group		
At 1 July 2021	2,004	2,004
Recognised in profit or loss	3,000	3,000
Under provision in prior financial year	19,996	19,996
At 30 June 2022	25,000	25,000

Deferred tax assets	Provision RM	Other temporary differences RM	Total RM
Group			
At 1 July 2022	168,000	-	168,000
Recognised in profit or loss	107,000	-	107,000
At 30 June 2023	275,000	-	275,000
At 1 July 2021	122,000	2,004	124,004
Recognised in profit or loss	118,000	-	118,000
Over provision in prior financial year	(72,000)	(2,004)	(74,004)
At 30 June 2022	168,000	-	168,000

8. Inventories

	Group	
	2023 RM	2022 RM
Project materials	508,559	691,659
Recognised in profit or loss		
Inventories recognised as cost of sales	90,581,846	96,685,564

NOTES TO THE FINANCIAL STATEMENTS

9. Trade receivables

	Group	
	2023 RM	2022 RM
Trade receivables	30,413,815	31,089,703
Retention sum	1,113,782	1,778,944
	31,527,597	32,868,647
Less: Allowance for ECLs	(1,016,836)	(698,122)
	30,510,761	32,170,525

Trade receivables are non-interest bearing and are generally from 7 to 45 days (2022: 30 to 60 days). They are recognised at their original invoice amounts which represent their fair values on initial recognition.

The movement in allowance for ECLs of trade receivables is as follows:

	Group	
	2023 RM	2022 RM
Brought forward	698,122	206,792
Addition during the financial year	318,714	517,671
Reversal during the financial year	-	(26,341)
Carried forward	1,016,836	698,122

The loss allowance account in respect of trade receivables is used to record loss allowance unless the Group is satisfied that recovery of the amount is possible, the amount considered irrecoverable is written off against the receivables directly.

Impairment loss is reversed when payment received from third parties.

The following table provide information about the exposure to credit risk and allowance for ECLs for trade receivables:

	Gross amount RM	ECLs RM	Net amount RM
Group			
2023			
Not past due	5,498,054	(13,486)	5,484,568
Past due:			
Less than 30 days	5,133,026	(25,058)	5,107,968
31 to 60 days	7,492,226	(62,935)	7,429,291
61 to 90 days	482,925	(6,014)	476,911
More than 90 days	12,403,695	(391,672)	12,012,023
	31,009,926	(499,165)	30,510,761
Credit impaired:			
Past due more than 90 days	517,671	(517,671)	-
	31,527,597	(1,016,836)	30,510,761

NOTES TO THE FINANCIAL STATEMENTS

9. Trade receivables (cont'd)

The following table provide information about the exposure to credit risk and allowance for ECLs for trade receivables: (cont'd)

	Gross amount RM	ECLs RM	Net amount RM
Group			
2022			
Not past due	16,899,094	(33,264)	16,865,830
Past due:			
Less than 30 days	10,864,488	(43,458)	10,821,030
31 to 60 days	595,412	(4,525)	590,887
61 to 90 days	2,019,720	(22,621)	1,997,099
More than 90 days	1,972,262	(76,583)	1,895,679
	32,350,976	(180,451)	32,170,525
Credit impaired:			
Past due more than 90 days	517,671	(517,671)	-
	32,868,647	(698,122)	32,170,525

10. Other receivables

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Deposits	294,639	314,715	1,500	1,500
Advanced to suppliers	5,984,829	3,241,457	-	-
Prepayments	320,274	101,248	-	-
Interest receivable	112,048	-	-	-
	6,711,790	3,657,420	1,500	1,500

The advanced payments to suppliers are unsecured and non-interest bearing. The amount due will be offset against future purchases from the suppliers.

NOTES TO THE FINANCIAL STATEMENTS

11. Contract assets/(liabilities)

	Group	
	2023 RM	2022 RM
Contract assets		
EPCC contracts (a)	41,900,466	46,967,868
Contract liabilities		
EPCC contracts (a)	15,980,032	2,714,309
Deposit received	-	7,500
	15,980,032	2,721,809

(a) EPCC contracts

	Group	
	2023 RM	2022 RM
Brought forward	44,253,559	29,162,719
Revenue recognised in profit or loss	170,140,045	150,038,054
Less: Progress billings	(188,342,640)	(134,947,214)
Less: Allowance for ECLs	(130,530)	-
Carried forward	25,920,434	44,253,559
Represent by:		
Contract assets	41,900,466	46,967,868
Contract liabilities	(15,980,032)	(2,714,309)
	25,920,434	44,253,559

The contract assets primarily relate to the Group's right to consideration for work completed on contracts but not yet billed as at the reporting date. This balance will be invoiced progressively upon the acceptance of completed works by customers.

The contract liabilities primarily relate to advanced considerations received/receivable from few customers. The amount will be recognised as revenue when the performance obligations are satisfied of which the revenue will be recognised.

As at the reporting date, revenue expected to be recognised in the future relating to performance obligations that are unsatisfied (or partially unsatisfied) are as follow:

	Group	
	2023 RM	2022 RM
Within 1 year	216,794,287	214,551,996
Between 1 and 2 years	156,023,550	143,524,160
	372,817,837	358,076,156

NOTES TO THE FINANCIAL STATEMENTS

12. Amount due from subsidiaries

The amount due from subsidiaries are in respect of advances and payments made on behalf, which are unsecured, non-trade in nature, non-interest bearing and repayable on demand.

13. Short-term investments

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Money market fund	55,566,135	47,175,769	32,835,591	33,172,358
Sukuk fund	5,232,824	4,915,617	5,232,824	4,915,617
	60,798,959	52,091,386	38,068,415	38,087,975

The weighted average effective interest rates of short-term investments of the Group and of the Company at the end of the reporting period were 2.80% (2022: 3.99%) and 2.87% (2022: 4.47%) per annum respectively.

14. Deposits with licensed banks

The interest rate of deposits with licensed banks of the Group ranged from 1.65% to 3.10% (2022: 1.85% to 2.00%) per annum.

All the deposits with licensed banks of the Group are pledged to licensed banks as securities for credit facilities granted to a subsidiary as disclosed in Note 18 to the financial statements.

15. Share capital

	Group and Company			
	Number of ordinary shares		Amount	
	2023 Unit	2022 Unit	2023 RM	2022 RM
Issued and fully paid up				
Brought forward	385,005,043	210,000,000	60,894,563	35,584,763
Issuance of shares				
- Bonus issue	-	154,001,043	-	-
- Exercise of warrants	2,384,899	4,000	1,717,127	4,800
- Private placement	-	21,000,000	-	25,305,000
Carried forward	387,389,942	385,005,043	62,611,690	60,894,563

During the financial year, the Company issued 2,384,899 new ordinary shares from the conversion of warrants at the conversion price of RM0.72 per warrant for total consideration of RM1,717,127.

In previous financial year, the Company increased its issued and paid-up share capital by way of:

- issuance of 4,000 new ordinary shares from the conversion of warrants at the conversion price of RM1.20 per warrant for total consideration of RM4,800;

NOTES TO THE FINANCIAL STATEMENTS

15. Share capital (cont'd)

In previous financial year, the Company increased its issued and paid-up share capital by way of: (cont'd)

- issuance 4,200,000 new ordinary shares pursuant to private placement exercise to an investor at issue price of RM0.945 per ordinary share for total consideration of RM3,969,000;

- issuance of 16,800,000 new ordinary shares pursuant to private placement exercise to an investor at issue price of RM1.27 per ordinary share for total consideration of RM21,336,000; and

- issuance of 154,001,043 new ordinary shares pursuant to bonus issue on the basis of two (2) bonus shares for every three (3) existing ordinary shares of the Company.

The new ordinary shares issued during the financial year shall rank pari passu in all respects with the existing ordinary shares of the Company.

The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regards to the Company's residual assets.

16. Reserves

(a) Merger deficit

The merger deficit arises from the difference between the carrying value of the investment in subsidiaries and the nominal value of shares of the Company's subsidiaries upon consolidation under the merger accounting principle.

(b) Foreign currency translation reserve

The foreign currency translation reserve is in respect of foreign exchange differences on translation of the financial statements of the Group's foreign subsidiaries.

17. Lease liabilities

	Group	
	2023	**2022**
	RM	**RM**
Non-current	2,431,907	2,871,518
Current	690,924	616,635
	3,122,831	3,488,153

NOTES TO THE FINANCIAL STATEMENTS

17. Lease liabilities (cont'd)

The maturity analysis of lease liabilities at the end of the reporting period:

	Group	
	2023 RM	2022 RM
Within 1 year	801,446	744,312
Between 1 to 5 years	2,611,568	2,803,213
More than 5 years	-	330,000
	3,413,014	3,877,525
Less: Future finance charges	(290,183)	(389,372)
Present value of lease liabilities	3,122,831	3,488,153

The Group leases office building and motor vehicles. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

18. Borrowings

	Group	
	2023 RM	2022 RM
Secured		
Term loans	2,058,405	968,174
Bankers' acceptances	3,393,180	9,886,377
Revolving credit	1,000,000	1,000,000
	6,451,585	11,854,551
Non-current		
Term loans	1,925,980	913,678
Current		
Term loans	132,425	54,496
Bankers' acceptances	3,393,180	9,886,377
Revolving credit	1,000,000	1,000,000
	4,525,605	10,940,873
	6,451,585	11,854,551

The borrowings are secured by the following:

(i) Joint and several guarantee by certain Directors of the Company;
(ii) First party legal charge over the Group's building as disclosed in Note 4 to the financial statements;
(iii) Deposits pledged with licensed banks as disclosed in Note 14 to the financial statements; and
(iv) Corporate guarantee of the Company.

NOTES TO THE FINANCIAL STATEMENTS

18. Borrowings (cont'd)

The weighted average effective interest rates per annum at the end of the reporting period for borrowings, were as follows:

	Group	
	2023	2022
	%	%
Term loans	4.59 - 8.06	4.59 - 8.01
Bankers' acceptances	2.46 - 6.90	1.91 - 6.65
Revolving credit	3.60 - 4.25	3.45 - 3.83

19. Trade payables

	Group	
	2023	2022
	RM	RM
Trade payables	66,646,356	59,184,206
Retention sum	2,824,165	2,254,157
	69,470,521	61,438,363

The normal trade credit terms granted to the Group ranged from cash term to 90 days (2022: cash term to 90 days) depending on the term of the contracts.

20. Other payables

	Group		Company	
	2023	2022	2023	2022
	RM	RM	RM	RM
Non-trade payables	431,574	465,365	227,477	112,924
Accruals	709,319	610,650	50,000	43,200
Deposit received	20,409	-	-	-
Sales and service tax ("SST") payable	8,237	9,923	-	-
	1,169,539	1,085,938	277,477	156,124

NOTES TO THE FINANCIAL STATEMENTS

21. Revenue

	Group	
	2023 RM	2022 RM
Revenue from contracts with customers:		
EPCC services	170,140,045	150,038,054
Solar photovoltaic ("PV") investment	99,153	-
Other services	557,800	684,452
	170,796,998	150,722,506
Timing of revenue recognition:		
Over time	170,796,998	150,722,506
Geographical market:		
Malaysia	170,796,998	150,722,506

22. Finance costs

	Group	
	2023 RM	2022 RM
Lease liabilities interest	136,495	79,100
Term loans interest	53,431	46,546
Bankers' acceptance interest	192,525	278,498
Other bank facilities charges	859,000	371,361
	1,241,451	775,505

NOTES TO THE **FINANCIAL STATEMENTS**

23. Profit/(Loss) before tax

Profit/(Loss) before tax is determined after charging/(crediting) amongst others, the following items:

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Auditors' remuneration				
- Audit fee	95,000	74,000	30,000	25,000
- Non-audit fee	5,000	5,000	5,000	5,000
Allowance for expected credit losses on:				
- Trade receivables	318,714	517,671	-	-
- Contract assets	130,530	-	-	-
Deposit forfeited	45,000	-	-	-
Depreciation of:				
- Property, plant and equipment	290,064	184,187	-	-
- Right-of-use assets	697,004	371,442	-	-
Fair value (gain)/loss on short-term investments	(614,490)	302,752	(403,738)	374,470
Interest income				
- Fixed deposit	(254,964)	(61,363)	-	-
- Bank	(140,602)	(30,310)	(131,217)	(26,922)
- Short-term investment	(924,688)	(935,555)	(706,502)	(769,662)
Lease expenses relating to:				
- Short-term leases (a)	533,026	438,916	-	-
Dividend income	-	-	(2,300,000)	-
(Gain)/Loss on foreign exchange				
- Realised	907,979	211,262	-	-
- Unrealised	(257,512)	-	(3,320)	-
Property, plant and equipment written off	-	57,659	-	-
Reversal of allowance for expected credit losses				
- Trade receivables	-	(26,341)	-	-

(a) The Group leases a number of properties and equipment with contract terms of not more than one year. These leases are short-term. The Group has elected to the recognition exemption for short-term lease under MFRS 16 *Leases*.

NOTES TO THE FINANCIAL STATEMENTS

24. Taxation

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Current tax				
Current financial year provision	3,499,663	4,591,071	27,605	4,258
(Over)/Under provision in prior financial year	(36,222)	(99,237)	7,908	18,401
	3,463,441	4,491,834	35,513	22,659
Deferred tax				
Origination and reversal of temporary differences	(113,000)	(115,000)	-	-
(Under)/Over provision in prior financial year	(7,000)	94,000	-	-
	(120,000)	(21,000)	-	-
Total tax expense	3,343,441	4,470,834	35,513	22,659

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

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Profit/(Loss) before tax	13,394,732	16,398,970	2,200,928	(943,371)
At Malaysian statutory tax rate of 24% (2022: 24%)	3,214,736	3,935,753	528,223	(226,409)
Expenses not deductible for tax purposes	463,566	784,909	210,821	415,386
Income not subject to tax	(319,127)	(234,519)	(711,439)	(184,719)
Movement of deferred tax assets not recognised	27,488	(10,072)	-	-
(Over)/Under provision of current tax in prior financial year	(36,222)	(99,237)	7,908	18,401
(Under)/Over provision of deferred tax in prior financial year	(7,000)	94,000	-	-
	3,343,441	4,470,834	35,513	22,659

Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following item:

	Group	
	2023 RM	2022 RM
Unabsorbed tax losses	146,370	31,836

NOTES TO THE **FINANCIAL STATEMENTS**

24. Taxation (cont'd)

Unrecognised deferred tax assets (cont'd)

In accordance with the provision of Finance Act 2018, the unutilised business losses could be carried forward for a maximum of seven consecutive years of assessment after the expiry of the qualifying periods. Any balance of the unutilised business losses at the end of the seventh year shall be disregarded.

The Finance Act 2021 stated that the time frame to carry forward unutilised business losses for year of assessment 2019 and subsequent years of assessment be extended from seven to ten consecutive years of assessment. The other temporary differences do not expire under current tax legislation.

Deferred tax assets have not been recognised in respect of this item as they may not have sufficient taxable profits to be used to offset or they have arisen in subsidiaries that have a recent history of losses.

25. Earnings per share

(a) Basic earnings per share

The basic earnings per share is calculated based on the consolidated profit for the financial year attributable to owners of the Company and the weighted average number of ordinary shares in issue during the financial year as follows:

	Group	
	2023	**2022**
	RM	**RM**
Profit attributable to owners of Company	10,078,861	11,930,499
Weighted average number of ordinary shares (unit)	385,482,018	372,128,777
Basic earnings per ordinary shares (sen)	2.61	3.21

NOTES TO THE FINANCIAL STATEMENTS

25. Earnings per share (cont'd)

(b) Diluted earnings per share

The diluted earning per share has been calculated based on the adjusted consolidated earnings for the financial year attributable to the owners of the Company and the weighted average number of ordinary shares in issue during the financial year have been adjusted for the dilutive effects all potential ordinary shares as follows:

	Group	
	2023 RM	2022 RM
Profit attributable to owners of Company	10,078,861	11,930,499
Weighted average number of ordinary share (unit)	385,482,018	372,128,777
Effect of warrants	17,041,948	*
Weighted average number of ordinary share in issue (units)(diluted)	402,523,966	372,128,777
Diluted earnings per ordinary share (sen)	2.50	3.21

* The effects of potential ordinary shares arising from the conversion of warrants were anti-dilutive and accordingly, it has been ignored in the calculation of diluted earnings per share. As a result, the diluted earnings per share is the same as basic earnings per share.

26. Dividend

The Company had on 30 August 2023 declared a first interim single-tier dividend of RM0.005 per share amounting to RM2,036,610 and payable on 16 October 2023. This dividend is not reflected in the financial statements for the current financial year and will be accounted for as an appropriation of retained earnings in the financial year ending 30 June 2024.

The Board of Directors do not recommend any final dividend in respect of the current financial year.

27. Staff costs

	Group	
	2023 RM	2022 RM
Salaries, wages and other emoluments	6,659,347	4,449,444
Defined contribution plans	806,070	521,851
Other benefits	110,028	111,496
	7,575,445	5,082,791

NOTES TO THE **FINANCIAL STATEMENTS**

27. Staff costs (cont'd)

Included in staff costs is aggregate amount of remuneration received and receivable by the Directors and other key management personnel of the Group and of the Company during the financial year as below:

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Directors of the Group and of the Company				
Salaries, wages and other emoluments	947,230	834,190	5,000	-
Defined contribution plans	113,040	100,080	-	-
Social security contribution	2,009	1,657	-	-
Directors' fee	144,000	144,000	144,000	144,000
	1,206,279	1,079,927	149,000	144,000

	Group	
	2023 RM	2022 RM
Other key management personnel		
Salaries, wages and other emoluments	428,659	354,390
Defined contribution plans	51,415	42,570
Social security contribution	2,009	1,657
	482,083	398,617

28. Related party disclosure

(a) Identifying related parties

For the purposes of these financial statements, parties are considered to be related to the Group and the Company if the Group and the Company have the ability, directly or indirectly, to control or joint control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the Company and the party are subject to common control. Related parties may be individuals or other entities.

Related parties also include key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group and of the Company either directly or indirectly. The key management personnel comprise the Directors and management personnel of the Group and of the Company, having authority and responsibility for planning, directing and controlling the activities of the Group and of the Company directly or indirectly.

NOTES TO THE FINANCIAL STATEMENTS

28. Related party disclosure (cont'd)

(b) Significant related party transactions

Related party transactions have been entered into the normal course of business under negotiated terms. In addition to the related party balances disclosed elsewhere in the financial statements, the significant related party transactions of the Group are as follows:

	Group	
	2023 RM	2022 RM
Transaction with a Director		
- Lease rental paid	-	40,500

	Company	
	2023 RM	2022 RM
Transaction with a subsidiary		
- Dividend income	2,300,000	-

(c) Compensation of key management personnel

Remuneration of Directors and key management personnel are disclosed in Note 27 to the financial statements.

29. Segment information

Information about operating segments has not been reported separately as the Group's revenue, profit or loss, assets and liabilities are mainly confined to a single operating segment, namely the provision of services related to renewable energy and environmental sector in Malaysia.

Major customers

The following are major customers with revenue equal or more than 10% of the Group's total revenue:

	Group	
	2023 RM	2022 RM
- Customer A	14,892,398	66,183,160
- Customer B	6,564,375	43,319,580
- Customer C	-	17,899,191
- Customer D	47,368,778	-
- Customer E	32,510,088	-
- Customer F	30,573,821	-
	131,909,460	127,401,931

NOTES TO THE **FINANCIAL STATEMENTS**

30. Capital commitment

	Group	
	2023 RM	2022 RM
Capital expenditure		
Authorised and contracted for:		
- Property, plant and equipment	1,832,646	-

31. Contingent liabilities

	Group	
	2023 RM	2022 RM
Secured		
Performance guarantee for contracts in favour of existing customers	10,807,078	15,989,293
Corporate guarantee for letter of credits issued in favour of existing suppliers	34,703,182	33,300,892
Tender guarantee for contracts in favour of prospective customers	-	1,560,000
	45,510,260	50,850,185

	Company	
	2023 RM	2022 RM
Unsecured		
Financial guarantee contracts in relation to corporate guarantee given to a subsidiary (utilised amount)	6,451,585	10,854,551

32. Financial instruments

(a) Classification of financial instruments

Financial assets and financial liabilities are measured on an ongoing basis either at fair value or at amortised cost. The principal accounting policies in Note 3 describe how the classes of financial instruments are measured, and how income and expense, including fair value gains and losses, are recognised.

NOTES TO THE FINANCIAL STATEMENTS

32. Financial instruments (cont'd)

(a) Classification of financial instruments (cont'd)

The following table analyses the financial assets and liabilities in the statements of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis:

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Financial assets				
At FVTPL				
Short-term investments	60,798,959	52,091,386	38,068,415	38,087,975
At amortised cost				
Trade receivables	30,510,761	32,170,525	-	-
Other receivables	406,687	314,715	1,500	1,500
Amount due from subsidiaries	-	-	2,342,555	11,119,759
Deposits with licensed banks	6,333,870	6,288,420	-	-
Cash and bank balances	41,054,757	21,832,682	4,214,015	405,942
	78,306,075	60,606,342	6,558,070	11,527,201
	139,105,034	112,697,728	44,626,485	49,615,176
Financial liabilities				
At amortised cost				
Trade payables	69,470,521	61,438,363	-	-
Other payables	1,161,302	1,076,015	277,477	156,124
Borrowings	6,451,585	11,854,551	-	-
	77,083,408	74,368,929	277,477	156,124

(b) Financial risk management objectives and policies

The Group's and the Company's financial risk management policy is to ensure that adequate financial resources are available for the development of the Group's and of the Company's operation whilst managing their credit, liquidity and market risks. The Group and the Company operate within clearly defined guidelines that are approved by the Board and the Group's and the Company's policy is not to engage in speculative transactions.

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

(i) Credit risk

Credit risk is the risk of a financial loss to the Group and the Company if a customer or counterparty to a financial instrument fails to meet their contractual obligations. The Group's exposure to credit risk arises principally from the trade receivables, other receivables, deposits with licensed banks and cash and bank balances. The Company's exposure to credit risk arises principally from the other receivables, amount due from subsidiaries, deposits with licensed banks and cash and bank balances. There are no significant changes as compared to previous financial year.

NOTES TO THE **FINANCIAL STATEMENTS**

32. Financial instruments (cont'd)

(b) Financial risk management objectives and policies (cont'd)

(i) Credit risk (cont'd)

The Group and the Company have adopted a policy of only dealing with creditworthy counterparties. Management has a credit policy in place to control credit risk by dealing with creditworthy counterparties and deposit with banks and financial institutions with good credit rating. The exposure to credit risk is monitored on an ongoing basis and action will be taken for long outstanding debts.

The Company provides unsecured loans and advances to subsidiaries. It also provides financial guarantees to banks for banking facilities granted to certain subsidiary. The Company monitors on an ongoing basis the results of the subsidiaries and repayments made by the subsidiaries.

At each reporting date, the Group and the Company assess whether any of the receivables are credit impaired.

The gross carrying amounts of credit impaired receivables and contract assets are written off (either partial or full) when there is no realistic prospect of recovery. This is generally the case when the Group or the Company determine that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. Nevertheless, receivables and contract assets that are written off could still be subject to enforcement activities.

The carrying amounts of the financial assets recorded on the statements of financial position at the end of the financial year represent the Group's and the Company's maximum exposure to credit risk except for financial guarantees provided to banks and non-financial institutions for banking facilities.

There are no significant changes as compared to previous financial year.

As at the end of the financial year, the Group has 2 (2022: 2) major customers and accounted for approximately 65% (2022: 77%) of the trade receivables outstanding.

Financial guarantee contracts

All of the financial guarantee contracts are considered to be performing, have low risks of default and historically there were no instances where these financial guarantee contracts were called upon by the parties of which the financial guarantee contracts were issued to. Accordingly, no loss allowances were identified based on 12-month expected credit losses.

(ii) Liquidity risk

Liquidity risk refers to the risk that the Group and the Company will encounter difficulty in meeting its financial obligations as they fall due. 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 funding requirement and liquidity risk are managed with the objective of meeting business obligations on a timely basis. The Group and the Company finance their liquidity through internally generated cash flows and minimises liquidity risk by keeping committed credit lines available.

32. Financial instruments (cont'd)

(b) Financial risk management objectives and policies (cont'd)

(ii) Liquidity risk (cont'd)

The following table analyses the remaining contractual maturity for financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group and the Company can be required to pay.

	On demand Within 1 year RM	1 to 5 years RM	More than 5 years RM	Total contractual cash flows RM	Total carrying amount RM
Group					
2023					
Non-derivative financial liabilities					
Trade payables	69,470,521	-	-	69,470,521	69,470,521
Other payables	1,161,302	-	-	1,161,302	1,161,302
Lease liabilities	801,446	2,611,568	-	3,413,014	3,122,831
Borrowings	4,617,315	968,912	1,563,222	7,149,449	6,451,585
	76,050,584	3,580,480	1,563,222	81,194,286	80,206,239
Financial guarantee*	45,510,260	-	-	45,510,260	
2022					
Non-derivative financial liabilities					
Trade payables	61,438,363	-	-	61,438,363	61,438,363
Other payables	1,076,015	-	-	1,076,015	1,076,015
Lease liabilities	744,312	2,803,213	330,000	3,877,525	3,488,153
Borrowings	10,971,217	339,360	786,053	12,096,630	11,854,551
	74,229,907	3,142,573	1,116,053	78,488,533	77,857,082
Financial guarantee*	50,850,185	-	-	50,850,185	

NOTES TO THE **FINANCIAL STATEMENTS**

32. Financial instruments (cont'd)

(b) Financial risk management objectives and policies (cont'd)

(ii) Liquidity risk (cont'd)

The following table analyses the remaining contractual maturity for financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group and the Company can be required to pay. (Cont'd)

	On demand within 1 year RM	Total contractual cash flows RM	Total carrying amount RM
Company			
2023			
Non-derivative financial liabilities			
Other payables	277,477	277,477	277,477
Financial guarantee*	5,451,585	5,451,585	
2022			
Non-derivative financial liabilities			
Other payables	156,124	156,124	156,124
Financial guarantee*	10,854,551	10,854,551	

* Based on the maximum amount that can be called for under the financial guarantee contract.

The Company provides unsecured financial guarantee to banks in respect of credit facilities granted to certain subsidiaries and monitors on an ongoing basis the performance of the subsidiaries. At end of the financial year, there was no indication that the subsidiaries would default on repayment.

Financial guarantee has not been recognised since the fair value on initial recognition was deemed not material and the probability of the subsidiaries defaulting on their credit facilities is remote.

(iii) Market risk

(a) Interest rate risk

The Group's and the Company's fixed rate deposits placed with licensed banks and short-term investments are exposed to a risk of change in their fair value due to changes in interest rates.

The Group and the Company manage the interest rate risk of its deposits with licensed financial institutions and short-term investments by placing them at the most competitive interest rates obtainable, which yield better returns than cash at bank and maintaining a prudent mix of short and long-term deposits.

The Group and the Company manage their interest rate risk exposure from interest bearing financial instruments by obtaining financing with the most favourable interest rates in the market. The Group and the Company constantly monitor their interest rate risk by reviewing its debts portfolio to ensure favourable rates are obtained. The Group and the Company do not utilise interest swap contracts or other derivative instruments for trading or speculative purposes.

NOTES TO THE FINANCIAL STATEMENTS

32. Financial instruments (cont'd)

(b) Financial risk management objectives and policies (cont'd)

(iii) Market risk (cont'd)

(a) Interest rate risk (cont'd)

The interest rate profile of the Group's and of the Company's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period was:

	Group	
	2023 RM	2022 RM
Fixed rate instruments		
Financial assets		
Short-term investments	60,798,959	52,091,386
Deposits with licensed banks	6,333,870	6,288,420
	67,132,829	58,379,806
Financial liabilities		
Lease liabilities	(3,122,831)	(3,488,153)
Bankers' acceptances	(3,393,180)	(9,886,377)
Revolving credit	(1,000,000)	(1,000,000)
	(7,516,011)	(14,374,530)
	59,616,818	44,005,276
Floating rate instrument		
Financial liability		
Term loans	(2,058,405)	(968,174)

	Company	
	2023 RM	2022 RM
Fixed rate instruments		
Financial assets		
Short-term investments	38,068,415	38,087,975

Fair value sensitivity analysis for fixed rate instruments

The Group and the Company do not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

NOTES TO THE **FINANCIAL STATEMENTS**

32. Financial instruments (cont'd)

(b) Financial risk management objectives and policies (cont'd)

(iii) Market risk (cont'd)

(a) Interest rate risk (cont'd)

Cash flows sensitivity analysis for floating rate instruments

A change in 1% interest rate at the end of the reporting period would have increased/(decreased) the Group's profit before tax by RM20,584 (2022: RM9,682), arising mainly as a result of lower/higher interest expense on floating rate borrowings. This analysis assumed that all other variables remain constant. The assumed movement in basis points for the interest rate sensitivity analysis based on the currently observable market environment.

(b) Foreign currency risk

The Group is exposed to foreign currency risk on transactions that are denominated in currencies other than the respective functional currencies of the Company. The currencies giving rise to this risk are primarily USD, SGD and CNY.

The Group had not entered into any derivative instruments for hedging or trading purposes. Where possible, the Group would apply natural hedging by selling and purchasing in the same currency. However, the exposure to foreign currency risk is monitored from time to time by management.

	Group	
	2023	**2022**
	RM	**RM**
USD		
Financial asset		
Trade receivables	1,257,820	9,766,782
Amount due from related companies	8,005	-
Cash and bank balances	1,398,835	-
	2,664,660	9,766,782
Financial liabilities		
Trade payables	(10,420,229)	(23,990,773)
Other payables	(5,318)	-
	(10,425,547)	(23,990,773)
	(7,760,887)	(14,223,991)

NOTES TO THE FINANCIAL STATEMENTS

32. Financial instruments (cont'd)

(b) Financial risk management objectives and policies (cont'd)

(iii) Market risk (cont'd)

(b) Foreign currency risk (cont'd)

	Group	
	2023 RM	2022 RM
SGD		
Financial asset		
Amount due from holding company	3,266	-
Amount due from subsidiaries	6,586	-
Cash and bank balances	54,377	-
	64,229	-
CNY		
Financial asset		
Cash and bank balances	7,584,052	-
Financial liabilities		
Trade payables	(24,338,380)	-
	(16,754,328)	-

The following table demonstrates the sensitivity of the Group's profit before tax to a reasonably possible change in the USD exchange rates against RM, with all other variables held constant.

	Effect on profit before tax	
	2023 RM	2022 RM
USD/RM - Strengthened 1% (2022: 1%)	(77,609)	(142,240)
USD/RM - Weakened 1% (2022: 1%)	77,609	142,240
SGD/RM - Strengthened 1% (2022: 1%)	642	-
SGD/RM - Weakened 1% (2022: 1%)	(642)	-
CNY/RM - Strengthened 1% (2022: 1%)	(167,543)	-
CNY/RM - Weakened 1% (2022: 1%)	167,543	-

NOTES TO THE **FINANCIAL STATEMENTS**

32. Financial instruments (cont'd)

(b) Financial risk management objectives and policies (cont'd)

(iii) Market risk (cont'd)

(c) Equity price risk

Equity price risk is the risk that the fair value or future cash flows of the Group's and the Company's financial instruments will fluctuate because of changes in equity prices (other than interest or exchange rates).

The Group's and the Company's principal exposure to price risk arises mainly from changes in prices of money market fund and sukuk fund. These short-term investments are classified as financial asset at FVTPL.

Equity price risk sensitivity analysis

At the reporting date, if the various investments indices had been increased/decreased by 1%, with all variables held constant, the Group's and the Company's profit/loss before tax would have been RM607,990 and RM380,684 (2022: RM520,914 and RM380,880) higher/lower, arising as a result of higher/lower fair value gains on investment in equity instrument.

(c) Fair value of financial instruments

The carrying amounts of short-term receivables and payables, cash and cash equivalents and short-term borrowings approximate their fair value due to the relatively short-term nature of these financial instruments and insignificant impact of discounting.

(i) Policy on transfer between levels

The fair value of an asset to be transferred between levels is determined as of the date of the event or change in circumstances that caused the transfer.

There were no transfers between levels during current financial period and previous financial years.

(ii) Level 1 fair value

Level 1 fair value is derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.

(iii) Level 2 fair value

Level 2 fair value is estimated using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Non-derivative financial instruments

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the end of the reporting period.

(iv) Level 3 fair value

Level 3 fair value for the financial assets and liabilities are estimated using unobservable inputs.

NOTES TO THE FINANCIAL STATEMENTS

32. Financial instruments (cont'd)

(c) Fair value of financial instruments (cont'd)

The following table summarises the methods used in determining the fair value of financial assets on a recurring basis as at 30 June 2023 and 30 June 2022.

	Fair value as at			
Financial asset	**2023 RM**	**2022 RM**	**Fair value hierarchy**	**Valuation techniques and key inputs**
Group				
Short-term investments	60,798,959	52,091,386	Level 2	Reference to statements provided by the respective financial institutions.
Company				
Short-term investments	38,068,415	38,087,975	Level 2	Reference to statements provided by the respective financial institutions.

33. Capital management

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

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

There were no changes in the Group's approach to capital management during the financial year.

34. Significant event

On 2 August 2022, the Company entered into Joint Venture and Stockholder's Agreement ("JVA") with Aneka Jaringan Holding Berhad ("Aneka") to establish a joint venture company – PT Sam Anergi Indonesia with 50% of equity interest owned by the Company. However, on 10 May 2023, both the Company and Aneka had mutually terminated the JVA with immediate effect.

The Company has not accounted for its 50% portion of the cost incurred in the setting up the joint venture company, shares of expenses of joint venture company up to termination date and the cost shares transfer in the joint venture company as the amount is insignificant.

35. Material litigation

Q-Horizon Sdn. Bhd. vs SSB

On 18 October 2021, a sub-contractor, Q-Horizon Sdn. Bhd. ("Plaintiff"), filed a claim against the wholly-owned subsidiary, SSB, ("Defendant") for allegedly outstanding sum of RM1,224,131 for work done pursuant to a Progress Claim (Final Claim) dated 6 September 2021.

On 7 June 2022, SSB filed the Defence and Amended Counterclaim disputing the Plaintiff's claim and counterclaimed the sum of RM944,222 for the return of advance payment, cost of third-party contractors, costs of damage to equipment, and upon deducting any monies due or owing to the Plaintiff.

NOTES TO THE **FINANCIAL STATEMENTS**

35. Material litigation (cont'd)

Q-Horizon Sdn. Bhd. vs SSB (cont'd)

During the case management on 31 January 2023, the court had fixed the first day of trial on 10 February 2023 and had further scheduled additional trial dates on 10 July 2023, 31 July 2023, 1 August 2023, 31 October 2023, 23 November 2023 and 30 November 2023.

The Directors are of the view that SSB has a valid defence to the Plaintiff's claim and there is a good chance of success on the counterclaim hence no provision had been made for the Plaintiff's claim.

SSB vs Ditrolic Sdn. Bhd.

Ditrolic Sdn Bhd ("Ditrolic") appointed SSB as its sub-contractor for Work Packages No.3 ("WP3") and Work Packages No.4 ("WP4") of a project. SSB had issued the following payment claims for the project to Ditrolic pursuant to the Construction Industry Payment and Adjudication Act 2012 ("CIPAA") with details as follows:

Adjudication (CIPAA Claims)			Arbitration
Work Package	**Amount of unpaid claim (excluding costs and interest)**	**Present Status of CIPAA**	**Claims by Ditrolic against SSB**
WP3 No.1	RM2,539,141	On 11 October 2023, the court had decided for the following: (a) allowed SSB's enforcement application on adjudicated sum; (b) dismissed Ditrolic's setting aside application; and (c) dismissed Ditrolic's stay of execution application. Besides, on 9 October 2023, the court had allowed SSB's Section 30 of CIPAA application against Kerian Solar Sdn. Bhd. ("Kerian Solar"), being the principal of Ditrolic or project owner, to request for direct payment based on the adjudication decision.	On 8 February 2023, SSB received a Notice of Arbitration - WP3 from Ditrolic for an estimated claim of RM8,119,482 for the entire WP3, which entails the payment made on behalf of SSB and demand of liquidated damages for the WP3. On 10 March 2023, SSB had proposed its arbitrators in response to the Notice of Arbitration received. In the response, SSB had notified Ditrolic of SSB's counterclaim of RM10,336,339 for amongst others, the work carried out and completed by SSB in WP3. However, due to the non-action of Ditrolic in proceeding with the arbitration proceedings, SSB had on 19 June 2023, issued a fresh notice of arbitration to DSB amounting to RM10,552,704. The parties are currently in the midst of appointing arbitrator.
WP3 No.2	RM3,812,503	The parties are in the midst of the appointing adjudicator.	

NOTES TO THE FINANCIAL STATEMENTS

35. Material litigation (cont'd)

SSB vs Ditrolic Sdn. Bhd. (cont'd)

Ditrolic Sdn Bhd ("Ditrolic") appointed SSB as its sub-contractor for Work Packages No.3 ("WP3") and Work Packages No.4 ("WP4") of a project. SSB had issued the following payment claims for the project to Ditrolic pursuant to the Construction Industry Payment and Adjudication Act 2012 ("CIPAA") with details as follows: (cont'd)

Adjudication (CIPAA Claims)			Arbitration
Work Package	**Amount of unpaid claim (excluding costs and interest)**	**Present Status of CIPAA**	**Claims by Ditrolic against SSB**
WP4 No.1	RM5,179,382	On 1 August 2023, the court had decided for the following: (a) allowed SSB's enforcement application on adjudicated sum; and (b) dismissed Ditrolic's stay of execution application. On 11 August 2023, SSB received the adjudicated sum plus interest cost from Ditrolic. Consequent to payment received from Ditrolic, SSB informed the court on the intention to withdraw Section 30 of CIPAA application. The court had allowed the application withdrawal.	On 8 February 2023, SSB received a Notice of Arbitration – WP4 from Ditrolic for an estimated claim of RM4,091,514 for the entire WP4, which entails the payment made on behalf of SSB for WP4. On 10 March 2023, SSB had proposed its arbitrators in response to the Notice of Arbitration received. In the response, SSB had notified Ditrolic of SSB's counterclaim of RM10,674,333 for amongst others, the work carried out and completed by SSB in WP4. However, due to the non-action of Ditrolic with the arbitration proceedings, SSB had on 19 June 2023, issued a fresh notice of arbitration to DSB amounting to RM10,956,376. The parties are currently in the midst of appointing arbitrator.
WP4 No.2	RM2,002,565	The court had fixed on 31 October 2023 for decision/clarification for enforcement application and setting aside application.	
WP4 No.3	RM2,195,600	The adjudication is ongoing.	

36. Date of authorisation for issue

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 27 October 2023.

PROPERTY HELD BY THE GROUP
AS OF 30 JUNE 2023

Address	Description and existing use	Built-up area	Date of acquisition	Tenure	Approximate age of building	Net Book Value as of 30 June 2023 RM
PN 94193/M1-D/16/297, Lot 65670, Pekan Baru Sungai Buloh, Daerah Petaling, Negeri Selangor Darul Ehsan, bearing postal address of C-15-02, Sunway Nexis, No.1, Jalan PJU 5/1, Kota Damansara, 47810 Petaling Jaya, Selangor	Description:- Office unit on the 15th floor of a corporate office tower Existing use:- Vacant	123m^2	01 November 2019	Leasehold expiring on 23 November 2100 with remaining leasehold period of approximately 77 years	9 Years	1,120,315

ANALYSIS OF SHAREHOLDINGS
AS AT 29 SEPTEMBER 2023

Total Number of Issued Shares - 407,449,172
Class of Shares - Ordinary Shares
Voting Rights - One (1) vote per ordinary share

Size of Holdings	No. of Holders	% of Holders	No. of Shares	% of Shares
1 - 99	758	18.55	36,475	0.01
100 - 1,000	602	14.73	298,532	0.07
1,001 - 10,000	1,982	48.51	8,848,087	2.17
10,001 - 100,000	618	15.13	17,368,354	4.27
100,001 - 20,372,457 (*)	123	3.01	122,241,491	30.00
20,372,458 AND ABOVE (**)	3	0.07	258,656,233	63.48
TOTAL	**4,086**	**100.00**	**407,449,172**	**100.00**

REMARK:
* - LESS THAN 5% OF ISSUED SHARES
** - 5% AND ABOVE OF ISSUED SHARES

SUBSTANTIAL SHAREHOLDERS' SHAREHOLDINGS

		No. of Shares Held			
No.	**Name of Shareholders**	**Direct**	**%**	**Indirect**	**%**
1	IR. CHOW PUI HEE	131,252,500	32.21	86,770,500 #	21.30 #
2	FONG YENG FOON	86,770,500	21.30	131,252,500 #	32.21 #
3	CHUDENKO CORPORATION	58,333,333	14.32	-	-

Deemed interested by virtue of her or his spouse' interest pursuant to Section 8 of the Companies Act 2016.

DIRECTORS' SHAREHOLDINGS

		No. of Shares Held			
No.	**Name of Directors**	**Direct**	**%**	**Indirect**	**%**
1	DATO' DR NADZRI BIN YAHAYA	166,666	0.04	-	-
2	IR. CHOW PUI HEE	131,252,500	32.21	86,770,500 #	21.30 #
3	FONG YENG FOON	86,770,500	21.30	131,252,500 #	32.21 #
4	LIM POH SEONG	200,000	0.05	-	-
5	IR. DR NG KOK CHIANG	43,400	0.01	-	-
6	OLIVIA LIM	-	-	-	-

Deemed interested by virtue of her or his spouse' interest pursuant to Section 8 of the Companies Act 2016.

ANALYSIS OF SHAREHOLDINGS
AS AT 29 SEPTEMBER 2023

THIRTY LARGEST SHAREHOLDERS

No.	Name of Shareholders	No. of Shares Held	Percentage (%)
1	FONG YENG FOON	79,070,400	19.41
2	CHOW PUI HEE	78,562,500	19.28
3	CHUDENKO CORPORATION	58,333,333	14.32
4	CHOW PUI HEE	42,690,000	10.48
5	AMANAHRAYA TRUSTEES BERHAD PMB SHARIAH GROWTH FUND	11,075,000	2.72
6	AMSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHOW PUI HEE	10,000,000	2.45
7	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR FONG YENG FOON (7013296)	7,700,100	1.89
8	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD CIMB COMMERCE TRUSTEE BERHAD FOR KENANGA SHARIAH GROWTH OPPORTUNITIES FUND (50156 TR01)	7,362,333	1.81
9	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD CIMB COMMERCE TRUSTEE BERHAD FOR KENANGA GROWTH OPPORTUNITIES FUND (50154 TR01)	5,087,866	1.25
10	AMANAHRAYA TRUSTEES BERHAD PMB SHARIAH AGGRESSIVE FUND	4,318,000	1.06
11	HSBC NOMINEES (TEMPATAN) SDN BHD HSBC (M) TRUSTEE BHD FOR MANULIFE INVESTMENT SHARIAH PROGRESS FUND	4,000,100	0.98
12	WONG CHOI ONG	3,886,000	0.95
13	CITIGROUP NOMINEES (ASING) SDN BHD UBS AG	3,860,833	0.95
14	CITIGROUP NOMINEES (TEMPATAN) SDN BHD KUMPULAN WANG PERSARAAN (DIPERBADANKAN) (KENANGA)	3,637,600	0.89
15	CITIGROUP NOMINEES (TEMPATAN) SDN BHD GREAT EASTERN TAKAFUL BERHAD (MEKAR)	2,903,600	0.71
16	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD CIMB COMMERCE TRUSTEE BERHAD - KENANGA MALAYSIAN INC FUND	2,666,200	0.65
17	MAYBANK NOMINEES (TEMPATAN) SDN BHD MAYBANK TRUSTEES BERHAD FOR KENANGA SYARIAHEXTRA FUND (N14011960240)	2,300,000	0.56
18	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD CIMB ISLAMIC TRUSTEE BERHAD FOR PMB SHARIAH EQUITY FUND	2,000,000	0.49
19	DB (MALAYSIA) NOMINEE (TEMPATAN) SENDIRIAN BERHAD AHAM ASSET MANAGEMENT BERHAD FOR MALAYSIAN TIMBER COUNCIL (OPERATIING FUND)	1,851,300	0.45
20	LUCILLE TEOH SOO LIEN	1,850,000	0.45

ANALYSIS OF SHAREHOLDINGS
AS AT 29 SEPTEMBER 2023

THIRTY LARGEST SHAREHOLDERS (CONT'D)

No.	Name of Shareholders	No. of Shares Held	Percentage (%)
21	CITIGROUP NOMINEES (TEMPATAN) SDN BHD GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (DR)	1,830,300	0.45
22	MAYBANK NOMINEES (TEMPATAN) SDN BHD MAYBANK TRUSTEES BERHAD FOR KENANGA ONEPRS GROWTH FUND (420119)	1,812,900	0.44
23	MAYBANK NOMINEES (TEMPATAN) SDN BHD ETIQA LIFE INSURANCE BERHAD (LIFE PAR)	1,777,900	0.44
24	HSBC NOMINEES (TEMPATAN) SDN BHD HSBC (M) TRUSTEE BHD FOR MANULIFE INVESTMENT-HW SHARIAH FLEXI FUND	1,727,900	0.42
25	CIMB ISLAMIC NOMINEES (TEMPATAN) SDN BHD CIMB ISLAMIC TRUSTEE BERHAD - KENANGA SYARIAH GROWTH FUND	1,566,633	0.38
26	DB (MALAYSIA) NOMINEE (TEMPATAN) SENDIRIAN BERHAD AHAM ASSET MANAGEMENT BERHAD FOR MALAYSIAN TIMBER COUNCIL	1,322,200	0.32
27	MAYBANK NOMINEES (TEMPATAN) SDN BHD AHAM ASSET MANAGEMENT BERHAD FOR HONG LEONG ASSURANCE BERHAD(PAR-220082)	1,313,800	0.32
28	MAYBANK NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR MAYBANK ISLAMIC ASSET MANAGEMENT SDN BHD (RESIDENT) (475391)	1,271,300	0.31
29	HSBC NOMINEES (ASING) SDN BHD J.P. MORGAN SECURITIES PLC	1,195,200	0.29
30	BEH SENG LEE	1,180,000	0.29
	TOTAL	**348,153,298**	**85.41**

ANALYSIS OF WARRANTHOLDINGS
AS AT 29 SEPTEMBER 2023

No. of Warrants unexercised : 152,547,886
Exercise price : RM0.72
Expiry date : 21 June 2026

Size of Warrant Holdings	No. of Holders	% of Holders	No. of Warrants	% of Warrants
1 - 99	950	32.44	56,602	0.04
100 - 1,000	662	22.60	399,106	0.26
1,001 - 10,000	986	33.66	3,704,403	2.43
10,001 - 100,000	273	9.32	9,241,860	6.06
100,001 - 7,627,393 (*)	55	1.88	25,650,582	16.81
7,627,394 AND ABOVE (**)	3	0.10	113,495,333	74.40
TOTAL	**2,929**	**100.00**	**152,547,886**	**100.00**

REMARK:
* - LESS THAN 5% OF ISSUED WARRANTS
** - 5% AND ABOVE OF ISSUED WARRANTS

DIRECTORS' WARRANTHOLDINGS

		No. of Warrants Held			
No.	Name of Director	Direct	%	Indirect	%
1	DATO' DR NADZRI BIN YAHAYA	83,333	0.05	-	-
2	IR. CHOW PUI HEE	60,576,083	39.71	27,919,250 #	18.30
3	FONG YENG FOON	27,919,250	18.30	60,576,083 #	39.71
4	IR. DR NG KOK CHIANG	-	-	-	-
5	LIM POH SEONG	83,333	0.05	-	-
6	OLIVIA LIM	-	-	-	-

Deemed interested by virtue of her or his spouse' interest pursuant to Section 8 of the Companies Act 2016.

ANALYSIS OF WARRANTHOLDINGS
AS AT 29 SEPTEMBER 2023

THIRTY LARGEST WARRANTHOLDERS (CONT'D)

No.	Name of Warrantholders	No. of Warrants Held	Percentage (%)
1	CHOW PUI HEE	34,231,083	22.44
2	FONG YENG FOON	27,919,250	18.30
3	CHOW PUI HEE	26,345,000	17.27
4	CHUDENKO CORPORATION	25,000,000	16.39
5	KENANGA NOMINEES (TEMPATAN) SDN BHD RAKUTEN TRADE SDN BHD FOR CHUA SENG SAM	4,150,000	2.72
6	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR MOHAN A/L PERUMAL (8077481)	2,567,633	1.68
7	MAYBANK NOMINEES (TEMPATAN) SDN BHD GAN KAH HOOI	2,140,833	1.40
8	WONG CHOI ONG	2,025,000	1.33
9	CHEW CHIN GUAN	1,300,000	0.85
10	CIMB ISLAMIC NOMINEES (TEMPATAN) SDN BHD CIMB ISLAMIC TRUSTEE BERHAD - KENANGA SYARIAH GROWTH FUND	1,152,583	0.76
11	AFFIN HWANG NOMINEES (ASING) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TANG XIAOLING	732,000	0.48
12	BEH SENG LEE	645,700	0.42
13	TAY AI PENG	600,000	0.39
14	LEE YEE MAEY	512,400	0.34
15	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LAU WEN KHANG	462,933	0.30
16	HSBC NOMINEES (TEMPATAN) SDN BHD HSBC (M) TRUSTEE BHD FOR PERTUBUHAN KESELAMATAN SOSIAL (AFF HWG6939-403)	424,700	0.28
17	LEE SENG CHI	400,000	0.26
18	TOMMY OOI KEAN SEONG	400,000	0.26
19	LEE KAR YEN	389,900	0.26
20	EWE PING LEE	389,100	0.26
21	MAYBANK NOMINEES (TEMPATAN) SDN BHD NATIONAL TRUST FUND (IFM AHAM) (410195)	371,300	0.24
22	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR ANG CHOH HIAN	333,333	0.22
23	ROHAYAH BINTI ANNUAR	320,833	0.21
24	TAN LI LI	293,333	0.19
25	TENG POK SANG @ TENG FOOK SANG	274,700	0.18
26	AMSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LEE CHEE MING	272,000	0.18

ANALYSIS OF WARRANTHOLDINGS
AS AT 29 SEPTEMBER 2023

THIRTY LARGEST WARRANTHOLDERS (CONT'D)

No.	Name of Warrantholders	No. of Warrants Held	Percentage (%)
27	WU LUNG YEN	260,000	0.17
28	LEE SUI TING	250,800	0.16
29	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR PETROLIAM NASIONAL BERHAD (ACF-AFFIN-EQ)	240,900	0.16
30	LEE AH BENG	226,700	0.15
	Total	**134,632,014**	**88.25**

NOTICE OF
FOURTH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Fourth Annual General Meeting of the Company will be held virtually via live streaming from the Broadcast Venue at Tricor Business Centre, Manuka 2&3, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia on Tuesday, 28 November 2023 at 10.00 a.m. to transact the following businesses:-

Ordinary Business

1. To receive the Audited Financial Statements for the financial year ended 30 June 2023 together with the Reports of the Directors and Auditors thereon. [Please refer to the Explanatory Notes to the Agenda]

2. To approve the payment of Directors' fees to the following Independent Non-Executive Directors for the period from 28 November 2023 until the next Annual General Meeting of the Company, to be paid monthly in arrears:-

   (i) Dato' Dr Nadzri Bin Yahaya – RM77,000 (Ordinary Resolution 1)

   (ii) Lim Poh Seong – RM70,000 (Ordinary Resolution 2)

   (iii) Olivia Lim – RM56,000 (Ordinary Resolution 3)

3. To approve the payment of Director's fees of RM68,000 to Ir. Dr Ng Kok Chiang for the period from 30 August 2023 until the next Annual General Meeting of the Company, to be paid monthly in arrears. (Ordinary Resolution 4)

4. To approve the payment of Directors' benefits of up to an aggregate amount of RM33,500 for the period from 28 November 2023 until the next Annual General Meeting of the Company. (Ordinary Resolution 5)

5. To re-elect the following Directors who are retiring pursuant to Clause 76(3) of the Constitution of the Company:-

   (i) Ir. Chow Pui Hee (Ordinary Resolution 6)

   (ii) Olivia Lim (Ordinary Resolution 7)

6. To re-elect Ir. Dr Ng Kok Chiang who is retiring pursuant to Clause 78 of the Constitution of the Company. (Ordinary Resolution 8)

7. To re-appoint TGS TW PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration. (Ordinary Resolution 9)

NOTICE OF
FOURTH ANNUAL GENERAL MEETING

Special Business

8. **AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016** (Ordinary Resolution 10)

"THAT, pursuant to Sections 75 and 76 of the Companies Act 2016 ("the Act") and subject to the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities") and the approvals of the relevant government/ regulatory authorities, where such approval is necessary, the Directors of the Company be and are hereby empowered to issue and allot shares in the Company from time to time until the conclusion of the next Annual General Meeting ("AGM") at such price and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued pursuant to this resolution, when aggregated with the total number of such shares issued during the preceding twelve (12) months does not exceed ten per centum (10%) of the total number of issued shares (excluding treasury shares) of the Company for the time being AND THAT the Directors be and are also empowered to obtain approval for the listing of and quotation for the additional shares so issued on Bursa Securities AND THAT such authority shall continue to be in force until the conclusion of the next AGM of the Company held after the approval was given or at the expiry of the period within which the next AGM is required to be held after the approval was given, whichever is the earlier, unless revoked or varied by an ordinary resolution of the Company at a general meeting ("the Mandate").

THAT pursuant to Section 85 of the Act, read together with Clause 12(3) of the Constitution of the Company, approval be and is hereby given for the waiver of the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares of the Company arising from issuance of new shares pursuant to the Mandate."

9. To transact any other business of which due notice shall have been given.

By Order of the Board

Fong Sok Yee (MAICSA 7066501) (SSM PC No. 202008001180)
Te Hock Wee (MAICSA 7054787) (SSM PC No. 202008002124)
Company Secretaries

Kuala Lumpur
30 October 2023

Notes:

1. The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting.

   Members/proxies/authorised representatives/attorneys WILL NOT BE ALLOWED to attend the Fourth AGM ("4th AGM") in person at the Broadcast Venue on the day of the meeting.

   Members are to attend, speak (including posing question to the Board via real time submission of typed texts) and vote (collectively, "participate") remotely at the 4th AGM via Remote Participation and Voting ("RPV") facilities provided by Tricor Investor & Issuing House Services Sdn Bhd via its TIIH Online website at https://tiih.online. For further information, kindly refer to the Administrative Guide for the 4th AGM.

2. For the purpose of determining who shall be entitled to participate this 4th AGM via RPV, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 22 November 2023. Only a member whose name appears on this Record of Depositors shall be entitled to attend this 4th AGM via RPV.

NOTICE OF
FOURTH ANNUAL GENERAL MEETING

3. A member who is entitled to participate in this 4th AGM via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.

4. A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the 4th AGM.

5. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 (**"Central Depositories Act"**), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.

6. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (**"omnibus account"**), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.

7. Where a member, an authorised nominee or exempt authorised nominee appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment shall not be valid unless he specifies the proportion of his shareholding to be represented by each proxy.

8. A member who has appointed a proxy or attorney or authorised representative to participate at the 4th AGM via RPV **must request his/her proxy or attorney or authorised representative to register himself/herself for RPV** via TIIH Online website at **https://tiih.online**. Procedures for RPV can be found in the Administrative Guide for the 4th AGM.

9. The appointment of a proxy may be made in a hard copy form or by electronic form in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 4th AGM or adjourned general meeting at which the person named in the appointment proposes to vote:

   (i) In hard copy form

   In the case of an appointment made in hard copy form, this proxy form must be deposited with the Company's Share Registrar at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W. P. Kuala Lumpur, Malaysia, or alternatively, its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W. P. Kuala Lumpur, Malaysia.

   (ii) By electronic means via Tricor System, TIIH Online

   The proxy form can be electronically lodged with the Share Registrar of the Company via TIIH Online at https://tiih.online. Kindly refer to the Administrative Guide for the 4th AGM on the procedures for electronic submission of proxy form via TIIH Online.

10. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

11. Last date and time for lodging the proxy form is Sunday, 26 November 2023 at 10.00 a.m.

12. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W. P. Kuala Lumpur, Malaysia or alternatively, its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W. P. Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the 4th AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

NOTICE OF
FOURTH ANNUAL GENERAL MEETING

13. For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W. P. Kuala Lumpur, Malaysia or alternatively, its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W. P. Kuala Lumpur, Malaysia. The certificate of appointment of authorised representative should be executed in the following manner:

    (i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.

    (ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:

        (a) at least two (2) authorised officers, one of whom shall be a director; or
        (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

14. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by poll.

EXPLANATORY NOTES TO THE AGENDA

(i) Item 1 of the Agenda
Audited Financial Statements for the financial year ended 30 June 2023

This item is meant for discussion only. The provision of Sections 248(2) and 340(1)(a) of the Companies Act 2016 require that the audited financial statements and the Reports of the Directors and Auditors thereon be laid before the Company at its Annual General Meeting (**"AGM"**). As such, this agenda item is not a business which requires a motion to be put forward to vote by shareholders.

(ii) Ordinary Resolutions 1 to 3
Directors' fees for the period from 28 November 2023 until the next AGM of the Company

The proposed Ordinary Resolutions 1 to 3, if passed, will facilitate the payment of Directors' fees from 28 November 2023 until the next AGM of the Company. The amount of Directors' fees payable includes fees payable to Independent Non-Executive Directors as members of the Board and Board Committees. In the event the Company appoints additional Non-Executive Directors, approval on their fees will be sought at the next AGM.

(iii) Ordinary Resolution 4
Director's fee for the period from 30 August 2023 until the next AGM of the Company

The proposed Ordinary Resolution 4, if passed, will facilitate the payment of Director's fee to Ir. Dr Ng Kok Chiang, from 30 August 2023 (date of appointment) until the next AGM of the Company. The amount of Director's fee payable includes fees payable to him as members of the Board and Board Committees.

(iv) Ordinary Resolution 5
Directors' benefits of up to an aggregate amount of RM33,500 for the period from 28 November 2023 until the next AGM of the Company

Directors' benefits are meeting allowance payable to Directors and in determining the estimated amount, the Board has considered various factors including the current board size and number of scheduled meetings for the Board and Board Committees for the period from 28 November 2023 until the next AGM as well as the number of Independent Directors involved in the meeting. In the event the proposed amount is insufficient (due to more meetings/ enlarged board size), approval will be sought at the next AGM for the shortfall.

NOTICE OF
FOURTH ANNUAL GENERAL MEETING

(v) Ordinary Resolutions 6 to 8
Re-election of Directors

Ir. Chow Pui Hee, Olivia Lim and Ir. Dr Ng Kok Chiang are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election at the 4th AGM.

Their profiles are disclosed in the Board of Directors' Profile of the 2023 Annual Report.

Save as disclosed, the retiring Directors have no conflict of interest with the Company and have no other family relationship with any Director and/or major shareholder of the Company. The Nominating Committee (**"NC"**) has considered the performance and contribution, time and commitment, calibre and personality, and fit and properness of the retiring Directors. Based on the recommendation of the NC, the Board is supportive of their re-election based on the following justifications:-

(a) Ordinary Resolution 6 – Re-election of Ir. Chow Pui Hee as Director of the Company
Ir. Chow Pui Hee is the Group Managing Director of the Company. She contributes tremendously to the Group by overseeing the Group's operations as well as directing business growth and strategic direction of the Group. Her expertise and hard work had been instrumental to the growth and development of the Group.

(b) Ordinary Resolution 7 – Re-election of Olivia Lim as Director of the Company
Olivia Lim is the Independent Non-Executive Director (**"INED"**) of the Company. She has demonstrated her independence through her engagement in Board and Board Committee meetings. She also exercised due care and carried out her professional duty proficiently as an INED of the Company.

(c) Ordinary Resolution 8 – Re-election of Ir. Dr Ng Kok Chiang as Director of the Company
Ir. Dr Ng Kok Chiang was appointed as INED on 30 August 2023. The Board believes that his extensive experience in engineering consultancy would add value to the Board and Board Committee's deliberation and decision-making process.

(vi) Ordinary Resolution 9
Re-appointment of Auditors

The Board had, through the Audit and Risk Management Committee (**"ARMC"**), considered the re-appointment of TGS TW PLT as the Auditors of the Company. The factors considered by the ARMC in making the recommendation to the Board to table their re-appointment at the 4th AGM are disclosed in the ARMC Report of the 2023 Annual Report.

(vii) Ordinary Resolution 10
Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016

This proposed resolution, if passed, will empower the Directors to issue and allot up to a maximum of 10% of the total number of issued shares of the Company for the time being for such purposes as the Directors consider would be in the best interest of the Company. This authority will, unless revoked or varied by the Company in a general meeting, expire at the conclusion of the next AGM or the expiration of the period within which the next AGM is required by law to be held, whichever is the earlier.

This is a renewal of the mandate obtained from shareholders at the last AGM held on 9 December 2022. The mandate is to provide flexibility to the Company to issue new securities without the need to convene separate general meeting to obtain its shareholders' approval so as to avoid incurring additional costs and time.

The purpose of this general mandate, if passed, will enable the Directors to take swift action in case of a need to issue and allot new shares in the Company for fund raising exercise including but not limited to further placement of shares for the purpose of funding current and/or future investment projects, working capital, repayment of bank borrowings, acquisitions or such other application as the Directors may deem fit in the best interest of the Company.

As at the date of this Notice, no new shares in the Company were issued pursuant to the mandate granted to the Directors at the last AGM held on 9 December 2022, which will lapse at the conclusion of the 4th AGM.

ADMINISTRATIVE GUIDE FOR THE **FOURTH ANNUAL GENERAL MEETING ("4TH AGM")**

Meeting Date	:	Tuesday, 28 November 2023
Time	:	10.00 a.m.
Broadcast Venue	:	Tricor Business Centre, Manuka 2&3, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur
Meeting Platform	:	TIIH Online website at https://tiih.online

MODE OF MEETING

The 4th AGM of the Company will be conducted on a virtual basis through live streaming from the Broadcast Venue using Remote Participation and Voting ("RPV") facilities provided by Tricor Investor & Issuing House Services Sdn Bhd ("Tricor") via its website at https://tiih.online.

The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting. Shareholders/proxies/authorised representative/attorneys **WILL NOT BE ALLOWED** to attend the 4th AGM in person at the Broadcast Venue on the day of the meeting.

RPV FACILITIES

The RPV facilities are available on Tricor's TIIH Online website at https://tiih.online.

Shareholders are to attend, speak (in the form of real time submission of typed texts) and vote (collectively, "participate") remotely at the 4th AGM via RPV facilities provided by Tricor.

A shareholder who has appointed a proxy(ies) or attorney(s) or corporate representative(s) to participate at this 4th AGM via RPV facilities must request his/her proxy(ies) or attorney(s) or corporate representative(s) to register himself/herself for RPV via Tricor's TIIH Online website at https://tiih.online. Please refer to the Procedures for RPV.

PROCEDURES FOR RPV

Please read and follow the procedures below to engage in remote participation through live streaming and online remote voting at the 4th AGM using the RPV facilities:

	Procedure	Action
BEFORE THE DAY OF 4TH AGM		
(a)	Register as a user with TIIH Online	• Using your computer, access the website at https://tiih.online or https://tiih.com.my. Register as a user under the "e-Services" by selecting the "Sign Up" button and followed by **"Create Account by Individual Holder"**. Refer to the tutorial guide posted on the homepage for assistance. • Registration as a user will be approved within one (1) working day and you will be notified via email. • If you are already a user with TIIH Online, you are not required to register again. You will receive an e-mail to notify you that remote participation is available for registration at TIIH Online.

ADMINISTRATIVE GUIDE FOR THE **FOURTH ANNUAL GENERAL MEETING ("4TH AGM")**

	Procedure	Action
BEFORE THE DAY OF 4TH AGM (CONT'D)		
(b)	Submit your request to attend 4th AGM remotely	• Registration is open from Monday, 30 October 2023 until the day of AGM on Tuesday, 28 November 2023. Shareholder(s) or proxy(ies) or corporate representative(s) or attorney(s) are required to pre-register their attendance for the AGM to ascertain their eligibility to participate at the 4th AGM using the RPV facilities. • Login with your user ID (i.e. e-mail address) and password and select the corporate event: **"(REGISTRATION) SAMAIDEN GROUP BERHAD 4TH AGM"** • Read and agree to the Terms & Conditions and confirm the Declaration. • Select "Register for Remote Participation and Voting". • Review your registration and proceed to register. • System will send an e-mail to notify you that your registration for remote participation is received and will be verified. • After verification of your registration against the Record of Depositors as at 22 November 2023, the system will send you an **e-mail on 26 November 2023 to approve or reject** your registration for remote participation. *(Note: Please allow sufficient time for approval of new users of TIIH Online and registration for the RPV facilities).*
ON THE DAY OF 4TH AGM		
(a)	Login to TIIH Online	• Login with your user ID and password for remote participation at the 4th AGM at any time from 9.00 a.m. i.e. 1 hour before the commencement of the meeting at 10.00 a.m. on Tuesday, 28 November 2023.
(b)	Participate through Live Streaming	• Select the corporate event: **"(LIVE STREAM MEETING) SAMAIDEN GROUP BERHAD 4TH AGM"** to engage in the proceedings of the AGM remotely. • If you have any questions for the Chairman/Board, you may use the query box to transmit your question. The Chairman/Board will endeavour to respond to questions submitted by you during the AGM. If there is time constraint, the responses will be made available on the corporate website after the meeting.
(c)	Online Remote Voting	• Voting session commences from 10.00 a.m. on Tuesday, 28 November 2023 until the time when the Chairman announces the end of the session. Select the corporate event: **"(REMOTE VOTING) SAMAIDEN GROUP BERHAD 4TH AGM"** or if you are on the live stream meeting page, you can select **"GO TO REMOTE VOTING PAGE"** button below the Query Box. • Read and agree to the Terms & Conditions and confirm the Declaration. • Select the CDS account that represents your shareholdings. • Indicate your votes for the resolutions that are tabled for voting. • Confirm and submit your votes.
(d)	End of remote participation	• The live streaming will end upon the announcement by the Chairman at the conclusion of the AGM.

Note to users of the RPV facilities:

1. *Should your registration for RPV be approved, we will make available to you the rights to join the live stream meeting and to vote remotely. Your login to TIIH Online on the day of meeting will indicate your presence at the virtual meeting.*

2. *The quality of your connection to the live broadcast is dependent on the bandwidth and stability of the internet at your location and the device you use.*

3. *In the event that you encounter any issues with logging-in, connection to the live stream meeting or online voting on the meeting day, kindly call Tricor Help Line at 011-40805616 / 011-40803168 / 011-40803169 / 011-40803170 or e-mail to tiih.online@my.tricorglobal.com for assistance.*

ADMINISTRATIVE GUIDE FOR THE **FOURTH ANNUAL GENERAL MEETING ("4TH AGM")**

ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY

Only members whose names appear on the Record of Depositors as at 22 November 2023 shall be eligible to attend, speak and vote at the 4th AGM or appoint a proxy(ies) and/or the Chairman of the meeting to attend and vote on his/her behalf.

In view that the 4th AGM will be conducted on a virtual basis, a member can appoint the Chairman of the meeting as his/her proxy and indicate the voting instruction in the Proxy Form.

If you wish to participate in the 4th AGM yourself, please do not submit any Proxy Form for the 4th AGM. You will not be allowed to participate in the 4th AGM together with a proxy appointed by you.

Accordingly, proxy forms and/or documents relating to the appointment of proxy/corporate representative/attorney for the 4th AGM whether in hard copy or by electronic means shall be deposited or submitted in the following manner not later than **Sunday, 26 November 2023 at 10.00 a.m.**:

(i) In hard copy form

By hand or post to the office of the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia; or

(ii) By electronic form

All shareholders can have the option to submit proxy forms electronically via TIIH Online and the steps to submit are summarised below:

PROCEDURE FOR ELECTRONIC SUBMISSION OF PROXY FORM

Procedure	Action
i. Steps for individual Shareholders	
Register as a User with TIIH Online	• Using your computer, please access TIIH Online at https://tiih.online. Register as a user under the "e-Services" select the "Sign Up" button and followed by "Create Account by Individual Holder". Please refer to the tutorial guide posted on the homepage for assistance. • If you are already a user with **TIIH Online**, you are not required to register again.

ADMINISTRATIVE GUIDE FOR THE **FOURTH ANNUAL GENERAL MEETING ("4TH AGM")**

Procedure	Action
Proceed with submission of Proxy Form	• After the release of the Notice of 4th AGM by the Company, login with your user name (i.e. e-mail address) and password. • Select the corporate event: **"SAMAIDEN GROUP BERHAD 4TH AGM – SUBMISSION OF PROXY FORM"**. • Read and agree to the Terms and Conditions and confirm the Declaration. • Insert your CDS account number and indicate the number of shares for your proxy(ies) to vote on your behalf. • Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairman as your proxy. • Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes. • Review and confirm your proxy(ies) appointment. • Print the Proxy Form for your record.
ii. Steps for Corporation or Institutional Shareholders	
Register as a User with TIIH Online	• Access **TIIH Online** at https://tiih.online. • Under e-Services, the authorised or nominated representative of the corporation or institutional shareholder selects **"Create Account by Representative of Corporate Holder"**. • Complete the registration form and upload the required documents. • Registration will be verified, and you will be notified by e-mail within one (1) to two (2) working days. • Proceed to activate your account with the temporary password given in the e-mail and re-set your own password. *(Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)*
Proceed with submission of Proxy Form	• Login to **TIIH Online** at https://tiih.online. • Select the corporate event: **"SAMAIDEN GROUP BERHAD 4TH AGM - SUBMISSION OF PROXY FORM"**. • Agree to the Terms & Conditions and Declaration. • Proceed to download the file format for "Submission of Proxy Form" in accordance with the Guidance Note set therein. • Prepare the file for the appointment of proxies by inserting the required data. • Login to **TIIH Online**, select corporate event: **"SAMAIDEN GROUP BERHAD 4TH AGM - SUBMISSION OF PROXY FORM"**. • Proceed to upload the duly completed proxy appointment file. • Select "Submit" to complete your submission. • Print the confirmation report of your submission for your record.

POLL VOTING

The voting at the 4th AGM will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor as Poll Administrator to conduct the poll by way of electronic voting.

Shareholders/proxies/corporate representatives/attorneys can proceed to vote on the resolutions at any time from the commencement of the 4th AGM at 10.00 a.m. on 28 November 2023 but before the end of the voting session which will be announced by the Chairman of the meeting. Kindly refer to item (c) of the above Procedures for RPV for guidance on how to vote remotely from TIIH Online at https://tiih.online.

ADMINISTRATIVE GUIDE FOR THE **FOURTH ANNUAL GENERAL MEETING ("4TH AGM")**

Upon completion of the voting session for the 4th AGM, the Scrutineers will verify and announce the poll results followed by the Chairman's declaration whether the resolutions are duly passed.

PRE-MEETING SUBMISSION OF QUESTION TO THE BOARD OF DIRECTORS

Shareholders may submit questions for the Board in advance of the 4th AGM via Tricor's TIIH Online website at https://tiih.online by selecting "e-Services" to login, pose questions and submit electronically not later than **Sunday, 26 November 2023 at 10.00 a.m.** The Board will endeavor to answer the questions received at the 4th AGM.

DOOR GIFT/FOOD VOUCHER

There will be no door gifts or food vouchers for attending the 4th AGM.

NO RECORDING OR PHOTOGRAPHY

Unauthorised recording and photography are strictly prohibited at the 4th AGM.

ENQUIRY

If you have any enquiries on the above, please contact the following persons during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Tricor Investor & Issuing House Services Sdn. Bhd.

General Line	:	+603-2783 9299
Fax Number	:	+603-2783 9222
E-mail Address	:	is.enquiry@my.tricorglobal.com

Contact persons

Nor Faeayzah	:	+603-2783 9274 / nor.faeayzah@my.tricorglobal.com
Nur Shafikah	:	+603-2783 9293 / nur.shafikah@my.tricorglobal.com
Ashvinder Singh	:	+603-2783 7962 / ashvinder.singh@my.tricorglobal.com

SAMAIDEN

SAMAIDEN GROUP BERHAD
Registration No. 201901037874 (1347204-V)
(Incorporated in Malaysia)

PROXY FORM

CDS Account No.	
Number of shares held	

I/We_____(NRIC/Passport/Company No. _____)
(FULL NAME IN BLOCK LETTERS)

of _____
(FULL ADDRESS)

_____Mobile Phone No: _____

being a member of **SAMAIDEN GROUP BERHAD**, hereby appoint

_____of _____
(FULL NAME IN BLOCK LETTERS & NRIC/PASSPORT NO.) *(FULL ADDRESS)*

_____

and (if more than one (1) proxy)_____of _____
(FULL NAME IN BLOCK LETTERS & NRIC/PASSPORT NO.) *(FULL ADDRESS)*

_____

or failing him/her, the Chairman of the Meeting as my/our proxy/proxies to vote for me/us on my/our behalf at the Fourth Annual General Meeting of the Company to be held virtually via live streaming from the Broadcast Venue at Tricor Business Centre, Manuka 2&3, Unit 29-01, Level 29, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia on Tuesday, 28 November 2023 at 10.00 a.m. or at any adjournment thereof. My/Our proxy/proxies shall vote as indicated below:

RESOLUTION		FOR	AGAINST
Ordinary Resolution 1	Payment of Director's fee to Dato' Dr. Nadzri Bin Yahaya amounting to RM77,000.		
Ordinary Resolution 2	Payment of Director's fee to Lim Poh Seong amounting to RM70,000.		
Ordinary Resolution 3	Payment of Director's fee to Olivia Lim amounting to RM56,000.		
Ordinary Resolution 4	Payment of Director's fee to Ir. Dr Ng Kok Chiang amounting to RM68,000.		
Ordinary Resolution 5	Payment of Directors' benefits of up to an aggregate amount of RM33,500.		
Ordinary Resolution 6	Re-election of Ir. Chow Pui Hee as Director.		
Ordinary Resolution 7	Re-election of Olivia Lim as Director.		
Ordinary Resolution 8	Re-election of Ir. Dr Ng Kok Chiang as Director.		
Ordinary Resolution 9	Re-appointment of TGS TW PLT as Auditors.		
Ordinary Resolution 10	Authority to Issue and Allot Shares pursuant to Sections 75 and 76 of the Companies Act 2016.		

Please indicate with an "X" in the space provided how you wish your votes to be cast. If you do not indicate how you wish your proxy to vote on any resolution, the proxy will vote as he or she thinks fit, or, at his or her discretion, abstain from voting.

_____
Signature/Common Seal of Member*
Date :
Contact No. :

* Manner of execution:
(a) If you are an individual member, please sign where indicated.
(b) If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the constitution of your corporation.
(c) If you are a corporate member which does not have a common seal, this proxy form should be affixed with the rubber stamp of your company (if any) and executed by:
  (i) at least two (2) authorised officers, one of whom shall be a director; or
  (ii) any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.

For appointment of two proxies, percentage of shareholdings to be represented by the proxies:

	No. of shares	Percentage
Proxy 1		%
Proxy 2		%
Total		100%

Notes:

1. The Broadcast Venue is strictly for the purpose of complying with Section 327(2) of the Companies Act 2016 which requires the Chairman of the meeting to be present at the main venue of the meeting.

   Members/proxies/authorised representatives/attorneys WILL NOT BE ALLOWED to attend the Fourth AGM (**"4th AGM"**) in person at the Broadcast Venue on the day of the meeting.

   Members are to attend, speak (including posing question to the Board via real time submission of typed texts) and vote (collectively, **"participate"**) remotely at the 4th AGM via Remote Participation and Voting (**"RPV"**) facilities provided by Tricor Investor & Issuing House Services Sdn Bhd via its TIIH Online website at https://tiih.online. For further information, kindly refer to the Administrative Guide for the 4th AGM.

2. For the purpose of determining who shall be entitled to participate this 4th AGM via RPV, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 22 November 2023. Only a member whose name appears on this Record of Depositors shall be entitled to attend this 4th AGM via RPV.

3. A member who is entitled to participate in this 4th AGM via RPV is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to participate in his/her place. A proxy may but need not be a member of the Company.

4. A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to participate instead of the member at the 4th AGM.

5. Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 (**"Central Depositories Act"**), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.

6. Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (**"omnibus account"**), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provisions of Section 25A(1) of the Central Depositories Act.

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Notes (cont'd):

7. Where a member, an authorised nominee or exempt authorised nominee appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies. The appointment shall not be valid unless he/she specifies the proportion of his/her shareholding to be represented by each proxy.

8. A member who has appointed a proxy or attorney or authorised representative to participate at the 4th AGM via RPV **must request his/her proxy or attorney or authorised representative to register himself/herself for RPV** via TIIH Online website at https://tiih.online. Procedures for RPV can be found in the Administrative Guide for the 4th AGM.

9. The appointment of a proxy may be made in a hard copy form or by electronic form in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the 4th AGM or adjourned general meeting at which the person named in the appointment proposes to vote:
   (i) In hard copy form
   In the case of an appointment made in hard copy form, this proxy form must be deposited with the Company's Share Registrar at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W. P. Kuala Lumpur, Malaysia, or alternatively, its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W. P. Kuala Lumpur, Malaysia.
   (ii) By electronic means via Tricor System, TIIH Online
   The proxy form can be electronically lodged with the Share Registrar of the Company via TIIH Online at https://tiih.online. Kindly refer to the Administrative Guide for the 4th AGM on the procedures for electronic submission of proxy form via TIIH Online.

10. Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

11. Last date and time for lodging the proxy form is Sunday, 26 November 2023 at 10.00 a.m.

12. Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W. P. Kuala Lumpur, Malaysia or alternatively, its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W. P. Kuala Lumpur, Malaysia not less than forty-eight (48) hours before the time appointed for holding the 4th AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

13. For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd., Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W. P. Kuala Lumpur, Malaysia or alternatively, its Customer Service Centre at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, W. P. Kuala Lumpur, Malaysia. The certificate of appointment of authorised representative should be executed in the following manner:
   (i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
   (ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
      (a) at least two (2) authorised officers, one of whom shall be a director; or
      (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

14. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions set out in this Notice will be put to vote by poll.

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AFFIX
STAMP

The Share Registrar
SAMAIDEN GROUP BERHAD
Registration No. 201901037874 (1347204-V)
C/O TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN BHD
Unit 32-01, Level 32, Tower A, Vertical Business Suite
Avenue 3, Bangsar South, No. 8, Jalan Kerinchi
59200 Kuala Lumpur, Malaysia

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SAMAIDEN GROUP BERHAD
Registration No. 201901037874 (1347204-V)

No. 7, Lorong Teknologi 3/4A, Nouvelle Industrial Park 2,
Taman Sains Selangor 1, Kota Damansara,
47810 Petaling Jaya, Selangor.

T +603 6150 7941 E project@samaiden.com.my

www.samaiden.com.my