



**GIIB**

G R O U P

**GIIB HOLDINGS BERHAD**

Registration No.: 200301016552 (618972-T)  
(Incorporated in Malaysia)

# EXTENDING GROWTH

Building on Strength.  
Creating Sustainable Value.

**2025**  
ANNUAL REPORT



**STRONGER  
PERFORMANCE**



**SMARTER  
SOLUTIONS**



**SUSTAINABLE  
FUTURE**

# CONTENTS



## 01 ABOUT US ..... 02

- Corporate Information
- Corporate Structure
- Five Years' Financial Highlights
- Profile of the Board of Directors
- Key Senior Management



## 02 PERFORMANCE REVIEW ..... 13

- Chairman's Statement
- Chief Executive Officer's Statement
- Management Discussion and Analysis
- Sustainability Statement



## 03 CORPORATE GOVERNANCE ..... 54

- Corporate Governance Overview Statement
- Additional Compliance Information
- Audit And Risk Management Committee Report
- Statement of Risk Management and Internal Control



## 04 FINANCIAL STATEMENTS ..... 83

- Directors' Report
- Statements of Financial Position
- Statements of Profit or Loss and Other Comprehensive Income
- Statements of Changes in Equity
- Statements of Cash Flows
- Notes to the Financial Statements
- Statement by Directors
- Declaration by the Director
- Independent Auditor's Report



## 05 OTHER INFORMATION ..... 181

- Properties of the Group
- Shareholdings Analysis
- Notice of 21st Annual General Meeting
- Proxy Form

## CORPORATE INFORMATION

### DIRECTORS

Dato' Sri Hj Wan Adnan Bin Wan Mamat  
(Independent, Non-Executive Chairman)  
Tai Qisheng (Chief Executive Officer)  
Tai Qiyao (Executive Director)  
Datuk Firmansyah Aang Bin Muhamad  
(Independent, Non-Executive Director)  
Choo Kee Siong (Non-Independent,  
Non-Executive Director)  
H'ng Boon Keng (Independent, Non-Executive Director)  
*(Resigned on 31 January 2026)*  
Jung Hee Won (Independent, Non-Executive Director)  
*(Resigned on 06 February 2026)*

### AUDIT AND RISK MANAGEMENT COMMITTEE

H'ng Boon Keng (Chairman)  
*(Resigned on 31 January 2026)*  
Datuk Firmansyah Aang Bin Muhamad (Member)  
Jung Hee Won (Member)  
*(Resigned on 06 February 2026)*

### JOINT NOMINATION AND REMUNERATION COMMITTEE

Datuk Firmansyah Aang Bin Muhamad (Chairman)  
H'ng Boon Keng (Member)  
*(Resigned on 31 January 2026)*  
Jung Hee Won (Member)  
*(Resigned on 06 February 2026)*

### SECRETARY

Mak Chooi Peng (MAICSA 7017931)  
SSM PC No.: 201908000889

### AUDITORS

Baker Tilly Monteiro Heng PLT  
(LLP0019411-LCA)  
Chartered Accountants (AF0117)  
Baker Tilly Tower  
Level 10, Tower 1, Avenue 5,  
Bangsar South City,  
59200 Kuala Lumpur, Malaysia.  
Tel: +603 2297 1000  
Website: [www.bakertilly.my](http://www.bakertilly.my)

**REGISTERED OFFICE**

Unit 2005, 20th Floor, Tower 2,  
Faber Towers,  
Jalan Desa Bahagia,  
Taman Desa,  
58100 Kuala Lumpur,  
Wilayah Persekutuan, Malaysia.  
Tel: +603-80843751  
Email: [cpmak@aconas.com.my](mailto:cpmak@aconas.com.my)

**PRINCIPAL PLACES OF  
BUSINESS**

Lot PT 1654 & PT 1657,  
Nilai Industrial Estate,  
71800 Nilai,  
Negeri Sembilan Darul Khusus, Malaysia  
Tel: +606-799 4833  
Fax: +606-798 4866  
Website: [www.giibworld.com](http://www.giibworld.com)

**REGISTRAR**

Sectrars Management Sdn. Bhd.  
Level 9-7, Menara Sentral Vista,  
No. 150, Jalan Sultan Abdul Samad,  
Brickfields,  
50470 Kuala Lumpur, Malaysia  
Tel: +603-2276 6138  
Fax: +603-2276 6131  
Email: [sectrarsmg@gmail.com](mailto:sectrarsmg@gmail.com)

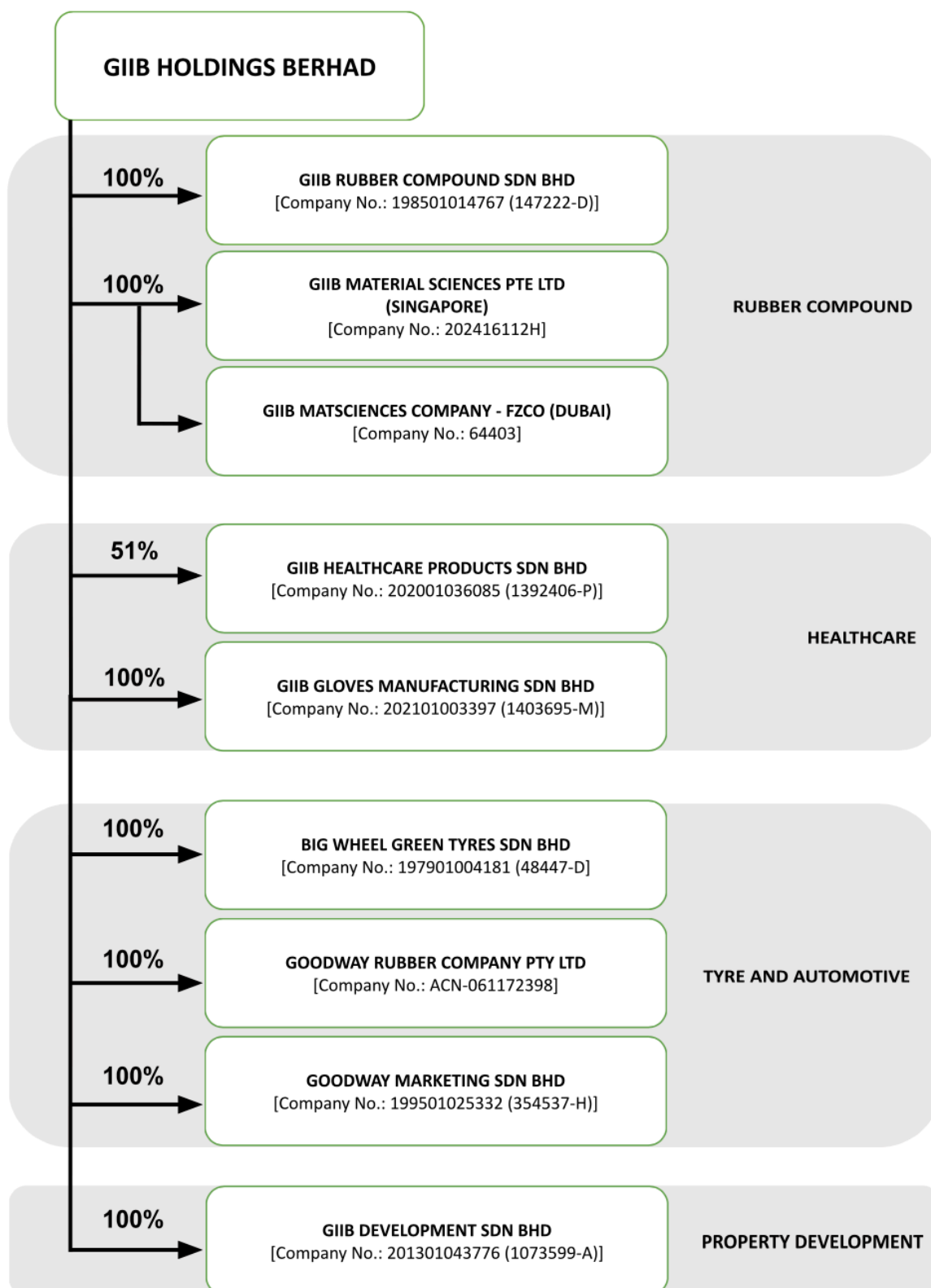
**PRINCIPAL BANKERS**

United Overseas Bank (Malaysia) Berhad  
Maybank Islamic Bank Berhad  
CIMB Bank Berhad  
Ambank (Malaysia) Berhad  
Public Bank Berhad

**STOCK EXCHANGE LISTING**

Main Market of Bursa Malaysia Securities Berhad  
Stock Short Name : GIIB  
Stock Code : 7192

## CORPORATE STRUCTURE



\* GIIB Healthcare Products Sdn Bhd was deconsolidated from the Group effective from 7th October 2025.

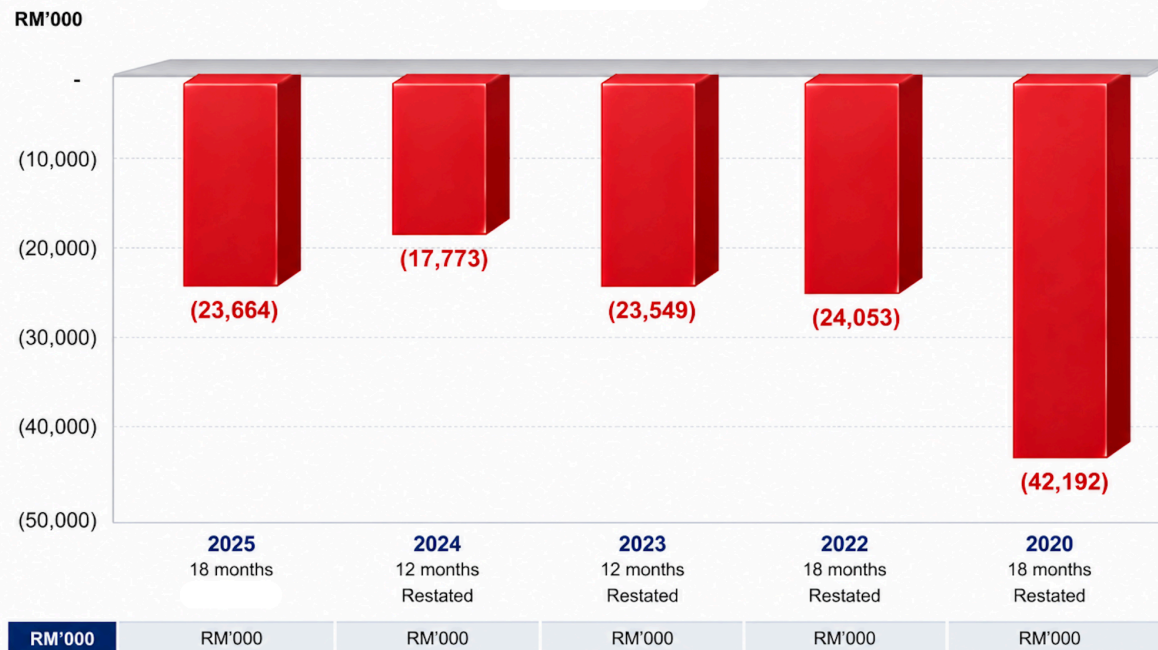
## 5-YEAR FINANCIAL HIGHLIGHTS

	2025 18 months RM'000	2024 12 months Restated RM'000	2023 12 months Restated RM'000	2022 18 months Restated RM'000	2020 18 months Restated RM'000
Revenue	59,617	59,470	40,180	53,491	36,910
Loss before tax	(23,664)	(17,773)	(23,549)	(24,053)	(42,192)
Loss for the financial year	(24,337)	(20,538)	(23,549)	(20,277)	(39,857)
Loss attributable to owners of the Company	(21,291)	(17,323)	(10,307)	(22,040)	(40,676)
Share capital	28,827	155,827	151,097	151,097	105,586
Reserve	(5,796)	(108,829)	(91,607)	(85,764)	(69,037)
Non-controlling interest	-	(13,841)	(10,626)	2,616	853
<b>TOTAL EQUITY</b>	<b>34,623</b>	<b>33,157</b>	<b>48,864</b>	<b>67,949</b>	<b>37,402</b>
Non-current Liabilities	12,436	19,586	4,042	6,131	27,554
Current liabilities	56,232	38,587	51,482	20,775	32,920
<b>TOTAL EQUITY AND LIABILITIES</b>	<b>103,291</b>	<b>91,330</b>	<b>104,388</b>	<b>94,855</b>	<b>97,876</b>
Property, plant and equipment and Right-of-use assets	50,578	69,818	71,174	65,551	68,784
Land held for development	-	-	-	7,412	7,412
Current assets	52,713	21,512	33,213	21,892	21,680
<b>TOTAL ASSETS</b>	<b>103,291</b>	<b>91,330</b>	<b>104,387</b>	<b>94,855</b>	<b>97,876</b>
Net assets per share attributable to owners of the Company (RM)	0.05	0.06	0.08	0.11	0.10
Basic loss per share (sen)	(3.27)	(2.88)	(1.74)	(4.38)	(24.70)

## REVENUE



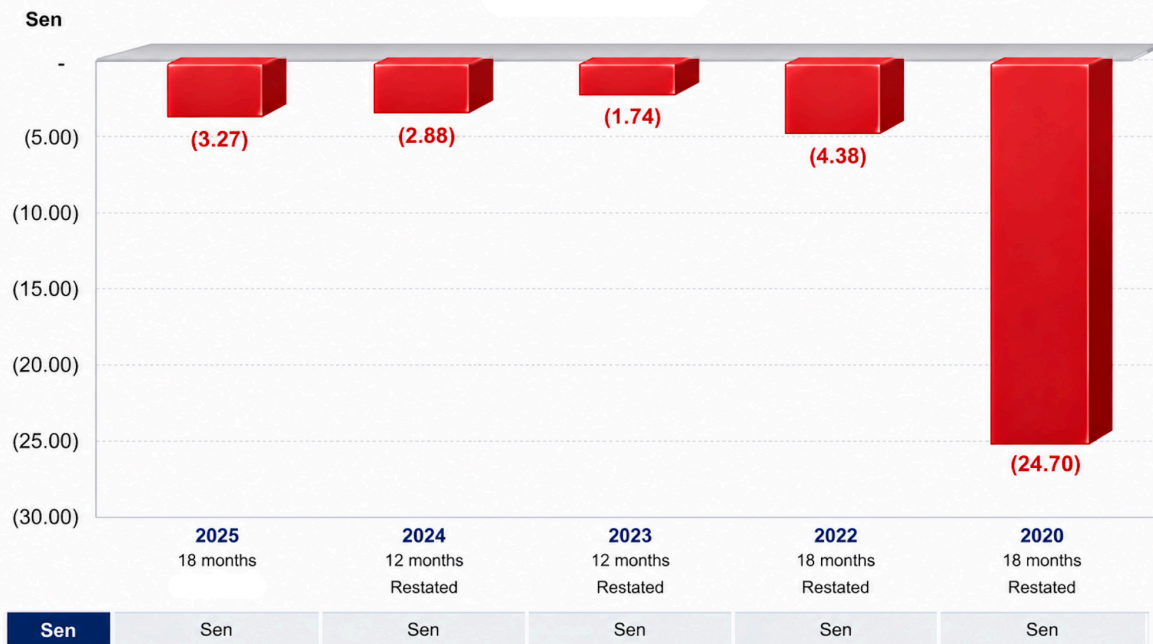
## LOSS BEFORE TAX



## TOTAL ASSETS



## LOSS PER SHARE (SEN)



## PROFILE OF THE BOARD OF DIRECTORS

### **DATO' SRI HJ WAN ADNAN BIN WAN MAMAT**

#### **Chairman**

*Male, Malaysian, age 65*

Dato' Sri Hj Wan Adnan Bin Wan Mamat ("Dato' Sri Wan Adnan"), was appointed to the Board as Chairman of GIIB Holdings Berhad on 20 June 2023.

Dato' Sri Wan Adnan holds a Bachelor degree in Business Administration from University of Kyoto, Japan. He began his career as Corporate Manager of Ramada Beach Resort Kuantan from 1986 to 1993 before joining the Pahang Chief Ministers Office as Economic Advisor to the Chief Minister until 1996. From 1996 to 1999, he was appointed as Vice President of the Kuantan Municipal and from 1999 to 2004, was the Political Secretary to the Ministry of Information, Malaysia. During PRU11, he contested and won the P82 seat, Indera Mahkota, and was subsequently elected as a Member of Parliament for the term from 2004 to 2008. He was appointed as a board member of Inno Biologic Sdn Bhd from 2005 until 2012. During PRU12, he was also appointed as a State Executive Committee (EXCO) member, heading the Pahang State Youth and Sports Committee. During his tenure as EXCO Pahang, he had successfully led the State Government to organize Sukan Malaysia (SUKMA) in Kuantan in 2012.

After PRU13, Dato' Sri Wan Adnan focused his path in the corporate world. Dato' Sri Wan Adnan sits on the board of a few other private limited companies involved in property development, construction, agriculture, and trading. He was appointed as Chairman for MMN Bina Sdn Bhd, a successful construction company in Pahang until 2015. He was also the Chairman of the Malaysia Aviation Training Academy (MATA) which is located in Kuantan. Apart from that, since 2014, he has been one of the Directors to Sungei Wang Group, a company based in Kuala Lumpur which is involved in property development, amongst others. He was involved in property development through Casa Inspirasi Sdn Bhd, and in the Smart City and Energy Industry through Kiwi Group, where he was appointed as the Group Chairman in March 2020.

He was appointed to the board of KNM Group Berhad, an Oil and Gas company listed in Bursa Malaysia Securities Berhad, as an Independent Non-Executive Director from 2014 to 2018. Additionally, he was also appointed as a Non-Independent Non-Executive Director at PUC Berhad from 14 November 2022 until his resignation on 22 January 2025.

He was appointed as an Independent Non-Executive Director of Infraharta Holdings Berhad on 7 October 2021 and was subsequently redesignated as Independent Non-Executive Deputy Chairman on 1 December 2021. On 25 August 2022, he was redesignated to Independent Non-Executive Chairman on 25 August 2022. He is also the Independent Non-Executive Chairman of Magna Prima Berhad, an investment holding company which, through its subsidiaries, provides a diverse range of property development, building construction, trading, and management services.

**TAI QISHENG****Chief Executive Officer / Executive Director**

*Male, Malaysian, age 39*

Mr. Tai Qisheng was appointed as Executive Director of the Company on 1 April 2016 and has been leading the Company as the Chief Executive Officer as of 21 December 2023.

He graduated from the University of Sydney, Australia with a Degree in Bachelor of Commerce in Accounting and Finance. He started his career in the Company as Enterprise Risk Management Junior Executive in 2008. His main task was to provide assistance in developing, streamlining the processes and standard operating procedures of all the departments of the Company. In 2009, he was appointed to the Sales and Marketing Department of Goodway Rubber Industries Sdn Bhd, now known as GIIB Rubber Compound Sdn Bhd ("GRC"), a wholly owned subsidiary of the Company and was subsequently promoted to the Head of Sales and Marketing Department of GRC. During his tenure with GRC, the company secured contracts with top tyre manufacturers for the supply of rubber compound products.

In 2014, Mr. Tai Qisheng was promoted to Group Strategy and Communication Manager responsible for structuring the overall organization to build long term strategy for the overall businesses and to improve the profitability of the Company. In 2022, he was promoted as the Managing Director for the GRC, the Group's core business. He brings with him vast experiences in business development, management and strategy. He was appointed as an Honorary Member of the Malaysia Rubber Products Manufacturer Association ("MRPMA") in 2015. Currently, he is also the Vice Secretary General of Malaysia Consortium of Mid Tier Companies ("MCMTC"), an association for business owners to share best business practices.

He is a substantial shareholder of the Company and brother of Mr. Tai Qiyao.

He does not hold any directorship in any other public company or listed issuer. He is also not a member of any Board committee of the Company.

**TAI QIYAO**  
**Executive Director**

*Male, Malaysian, age 38*

Mr. Tai Qiyao was appointed as Executive Director of the Company on 1 June 2022.

He graduated from the University of Sydney, Australia with a Degree in Bachelor of Economics with double majors in Economics and Commercial Law. In January 2009, Mr. Tai Qiyao started his career as an Enterprise Risk Management Executive in Goodway Rubber Industries Sdn Bhd, now known as GII B Rubber Compound Sdn Bhd (“GRC”). He was responsible for setting up the Enterprise Risk Management framework in GRC and Big Wheel Green Tyres Sdn Bhd (“BWGT”). During his tenure with GRC, he established the risk management framework and conducted training in facilities within the Group. He was then appointed as the Head of Franchising of GRC and established the Supercool Franchise Program in Indonesia, Dubai, Philippines, Tanzania, Bahrain and Qatar and set up tyre retreading facilities in those countries.

Transitioning to corporate management in 2014, Mr. Tai Qiyao assumed the role of Corporate Manager of the Company, overseeing corporate and legal affairs. With extensive experience in operational and commercial domains, he brings a wealth of expertise to the organisation.

He is the brother of Mr. Tai Qisheng. He does not hold any directorship in any other public company or listed issuer. He is also not a member of any Board committee of the Company.

**DATUK FIRMANSYAH AANG BIN MUHAMAD**  
**Independent Non-Executive Director**

*Male, Malaysian, age 49*

Datuk Firmansyah Aang Bin Muhamad (“Datuk Firmansyah”) was appointed as an Independent Non-Executive Director of the Company on 1 June 2022. He was also appointed the Chairman of the JRNC and a member of the ARMC on 8 June 2022.

Datuk Firmansyah graduated from the University of South Wales with a Bachelor of Laws in Contract, Land Law, Employment Law and Media Law, amongst others. He began his career as Market Operations Consultant in Procurehere.com to develop business processes for Port management systems and E-logistics business plan. In the same period, he started the dot com boom in Malaysia, starting his career at an incubator Makmal.com.

He was the Chairman of Green Packet Bhd in 2022, and is now a Business Director at Privasia Bhd, a tech company which he started in 2003.

He sat on the Board of National Board Stadium and was involved in numerous development sports programs such as the NFDP and JCM. He was tasked to source sponsorship for development programmes and hiring of technical and administrative teams, setting up matches within a global network in Europe and Asia.

He does not hold any directorship in any other public company or listed issuer at present.

## **CHOO KEE SIONG**

### **Non-Independent Non-Executive Director**

*Male, Singaporean, age 54*

Mr. Choo Kee Siong (“Mr. Choo”) was appointed as a Non-Independent Non-Executive Director of the Company on 10 May 2024.

Mr. Choo currently holds the position of Executive Director and Chief Executive Officer at Hildrics Capital Pte Ltd. (“Hildrics Capital”), a registered private equity fund manager under the Monetary Authority of Singapore. At Hildrics Capital, he spearheads direct investments into established and mid-sized companies across Southeast Asia and Singapore.

He is also a Non-Executive Director of Kim Heng Ltd., and holds director positions at HAGF Investment (I) Pte Ltd., HAGF Investment (II) Pte Ltd., HAGF Investment (III) Pte Ltd., and Adera Global Smart Tech Pte Ltd..

Before joining Hildrics Capital, Mr. Choo served as the Managing Director and Head of Industry Groups within the Group Commercial Banking Division of United Overseas Bank (UOB) Singapore for a tenure of 13 years. In this role, he oversaw UOB's portfolio of mid-cap companies in Singapore, Malaysia, Thailand, and Indonesia.

Furthermore, Mr. Choo played a pivotal role as UOB's representative for InnoVen, a collaborative venture between UOB and Temasek, dedicated to offering venture debt to burgeoning startups and rapidly expanding enterprises across India, China, and Southeast Asia since its establishment in 2015.

He does not hold any directorship in any other public company or listed issuer in Malaysia at present.

---

#### **Notes:**

- i. Save for Mr. Tai Qisheng and Mr. Tai Qiyao, none of the other Directors have any family relationship with any Director and/or major shareholder of the Company.*
- ii. None of the Directors have any conflict of interest with the Company.*
- iii. None of the Directors have been convicted of any offence within the past 5 years (other than traffic offences, if any), nor public sanction or penalties imposed by the regulatory bodies during the financial period from 1 July 2024 to 31 December 2025 (FYE 2025).*
- iv. The attendance of the Directors at Board Meetings held during FYE 2025 is disclosed in the Corporate Governance Overview Statement.*
- v. Details of the Directors' shareholdings and warrant holdings in the Company are provided in the Analysis of Shareholdings and Warranholdings section in this Annual Report.*

## KEY SENIOR MANAGEMENT

### **WONG PING KIONG - Head of Business Unit, GII B Rubber Compound Sdn Bhd (“GRC”)**

*Female, Malaysian, aged 62*

Madam Wong Ping Kiong (“Madam Wong”) was appointed as an Executive Director of the Company on 20 May 2004.

She began her career with the group of companies in 1989. Throughout her employment with the Group, Madam Wong had demonstrated great leadership and entrepreneurial skill that earned her several senior posts including Managing Director and in early 2008, Chief Operating Officer of the Group.

Her immense contribution to the Group was shown through her dedication and sheer commitment in leading the sales and marketing team to greater heights in 2007.

She graduated from Oklahoma State University, United States of America with a degree in Bachelor of Science in Business Administration majoring in Accounting and minor in Management Information System.

### **Danny Loo – Plant Manager, GII B Rubber Compound Sdn Bhd (“GRC”)**

*Male, Malaysian, age 45*

Mr. Danny holds an MBA and a B.Sc. in Computer Systems Engineering. He has extensive experience in production management, having worked with one of the largest glove manufacturers in the world, where he managed a high-volume production plant. He also has expertise in automation and Industry 4.0 within the manufacturing sector.

In 2022, Mr. Danny joined GII B Healthcare Products Sdn. Bhd., where he oversaw the operational setup of the glove production operation, from initial testing to the commissioning of the production line. He was subsequently appointed as the Plant Manager of GII B Rubber Compound Sdn Bhd on 18 June 2024, where he is responsible for managing production operations, supply chain, and quality control for the group’s core business unit.

---

#### Notes

1. *None of the Senior Management has any directorship in public companies and listed issuers.*
2. *None of the Senior Management has any family relationship with any Director and/or major shareholder of the Company.*
3. *None of the Senior Management has any conflict of interest with the Company.*
4. *None of the Senior Management holds any shares in the Company.*
5. *None of the Senior Management has been convicted for offences within the past 5 years (other than traffic offences, if any) and there were no public sanctions or penalties imposed by the relevant regulatory bodies during the financial period from 1 July 2024 until 31 December 2025.*

## GIIB CHAIRMAN'S STATEMENT

DEAR VALUED SHAREHOLDERS,

On behalf of the Board of Directors of GIIB Holdings Berhad ("GIIB" or the "Company"), I hereby present to you the Company's Annual Report and Audited Financial Statements for the financial period from 1 July 2024 to 31 December 2025 ("FY2025").

### YEAR IN REVIEW

In 2025, the Malaysian rubber industry faced a mixed landscape. The year saw moderate growth driven by both external and internal factors.

Malaysia's natural rubber production in 2024 experienced slight growth compared to previous years. The country produced approximately 500,000 tonnes of natural rubber to produce mostly rubber gloves as well as rubber compounds used in automotive and industrial applications.

The Group has put its focus on its core business of rubber compounds focusing on automotive use such as tyres and auto parts in addition to industrial products such as hydraulic hoses, track pads and more.

I am happy to report that the Group has recorded steady growth in revenue as a result of its sales and marketing activities. Following our gold medal at the 35th International Invention, Innovation and Technology Exhibition (ITEX) 2024 we are pushing to commercialise a new graphene infused pre-cured tread liner designed to increase durability and performance of tyres.

### PROSPECTS

Looking ahead to 2026, our strategic direction remains steadfastly rooted in rubber technology and the production of quality rubber compounds for our long-serving customers. Furthermore, the Group is ready to move forward into a more circular economy and environmental, social, and governance (ESG) focus, integrating sustainability into every facet of our operations.

The global demand for rubber products is projected to grow at a compound annual growth rate (CAGR) of 5.1% from 2024 to 2029, providing opportunities for Malaysia's rubber compound industry. The rubber industry, a significant contributor to our national economy, continues to play a crucial role, reflecting our strategic importance in the global market.

We will continue to explore and penetrate new markets, particularly in Asia and Europe, where demand for high-quality rubber compounds is on the rise. The Group aims to boost its business growth by exploring key partnerships and value-added collaborations in different industry verticals that can benefit from the Group's offerings.

The Group will expand its product portfolio to include more value-added products, such as advanced rubber materials for the aerospace and automotive industries. This diversification will help us mitigate risks associated with market fluctuations and enhance our revenue streams.

However, the Group recognises the recent volatility in commodity prices and foreign currency exchange rates which will directly impact the Group's financial performance. Hence, the Group is cautiously optimistic and will continue to monitor the economic risks while remaining steadfast in its business development activities.

## **DIVIDEND**

The Board of Directors has not recommended any dividend for FY2025.

## **CORPORATE GOVERNANCE**

At GII B, we are committed to maintaining high standards of corporate governance, which is integral to our long-term success and sustainability.

Our Board of Directors provides oversight and strategic guidance, ensuring that our actions align with the best interests of our stakeholders. Regular board meetings and evaluations ensure that we remain responsive to the evolving business environment.

We are committed to transparent reporting on our sustainability initiatives and performance. Our annual sustainability report provides detailed insights into our ESG efforts and progress.

## **APPRECIATION**

In closing, I would like to express my gratitude to our shareholders, customers, employees, and partners for their unwavering support and trust in GII B. We are confident that with our strategic initiatives, strong governance framework, and commitment to innovation and sustainability, we are well-positioned to achieve continuous growth and success in the years ahead.

Thank you.

## CHIEF EXECUTIVE OFFICER'S STATEMENT

### Driving Excellence in Rubber Technology

Dear Valued Shareholders, Partners and Colleagues,

On behalf of the Board of Directors, I am pleased to present the Annual Report of **GIIB Holdings Berhad** for the financial period ended 31 December 2025 (**FY2025**).

2025 has been a year of strategic recalibration for our Group. While the global rubber industry continues to navigate a complex landscape marked by shifting supply dynamics and a cautious recovery in global demand, GIIB has remained rooted in its core mission. We are not merely a rubber company; we are a technology-driven partner to the world's most demanding industries.

#### A Vision for Unrivaled Reliability

As we look toward the future, our strategic compass is clear. My vision for GIIB is for us to be recognized globally as the **most reliable rubber technology and rubber compound company**.

Our Strategy is now focused in 3 key areas, **Financials**, **Efficiency** and **Business Development** to bring out the best in the business.

**Financials:** We are strengthening all key ratios within the organization with clear goals to be able to deliver financial excellence, returns as well as efficient costs.

**Efficiency:** Recognising the global manufacturing standards have evolved, we are taking on the next phase to internalise and drive these changes internally.

**Business Development:** This never stops as we continue to identify and broaden new customer base but to also develop new segments within our customers.

#### Financial Performance and Resilience

While our revenue streams have shown resilience in our core compounding business, we have faced headwinds from fluctuating raw material costs and broader economic pressures. However, we have used this period to streamline our operations and focus on high-margin, technically demanding segments where GIIB's expertise provides a distinct competitive advantage.

#### Commitment to Sustainability and ESG

Reliability also means being a responsible corporate citizen. We are integrating **ESG (Environmental, Social, and Governance)** principles into the very fabric of our manufacturing processes. From optimizing energy consumption in our production facilities to exploring circular economy initiatives in tire retreading, GIIB is committed to a future where rubber technology and environmental stewardship go hand-in-hand.

## **Moving Forward with Confidence**

I want to express my deepest gratitude to our dedicated employees, whose technical skill and hard work are the engine of GIB. To our shareholders, thank you for your continued trust as we transform GIB into a leaner, more focused, and technologically superior leader in the rubber industry.

We are building a GIB who leads the market—we are building a GIB that sets the standard for what a modern rubber technology company should be.

### **Tai Qisheng**

Chief Executive Officer  
GIB Holdings Berhad

# MANAGEMENT DISCUSSION AND ANALYSIS

## GIIB BUSINESS OVERVIEW

GIIB Holdings Berhad (“GIIB” or the “Company”) is an investment holding company that is principally involved in rubber compound manufacturing. The Company’s core business, is divided into two segments: **technical compound** and **tyre compound**. The technical compound segment is focused on rubber technology, developing and manufacturing specialised rubber materials used in high-performance products such as high-pressure hydraulic hoses, bridge bearings, and automotive parts. The tyre compound segment primarily serves the tyre retreading industry, with the Supercool brand distributed globally.

## FINANCIAL PERFORMANCE

For the financial period ended 31 December 2025 (“FY2025”), GIIB Group reported revenue of RM59.62 million, representing a marginal increase from the RM59.47 million recorded in the financial year ended 30 June 2024 (“FY2024”). The Company registered a total comprehensive loss attributable to owners of RM12.4 million in FY2025, which reflects an improvement compared to the RM17.2 million loss sustained in FY2024.

The Group’s trade payables and borrowings increased during the period, primarily driven by heightened working capital requirements. Concurrently, the reported loss was largely attributable to a RM17.0 million impairment loss following the deconsolidation of its intercompany, and the group has also recognised gain on the deconsolidation of GIIB Healthcare Products Sdn Bhd of RM17.6 million, alongside an increase in finance costs to RM4.2million in FY2025 comparing finance cost of RM1.26million in FY2024.

## EXECUTIVE BUSINESS OPERATIONS & CORPORATE ACTIVITIES

The Company has focused to create stabilised and sustainable operations in FY2025 by reducing its use of resources such as energy and water. The lean operations has also contributed to the improved financial results of the Company.

GIIB faced disruptions in raw material supply, fluctuating pricing and logistics challenges due to global economic and security instability which affected its revenue growth plans. Therefore, GIIB is focused primarily on preparing more working capital to obtain a good economies of scale in its operations including the proposal of a private placement on 18 September 2025 which was approved on 16 December 2025.

GIIB completed its share capital reduction exercise on 1 July 2025 to enable GIIB to rationalise our financial positions by reducing GIIB’s accumulated losses via the cancellation of issued share capital which is lost or unrepresented by available assets and to better reflect the value of the underlying assets and financial position of our Company and our Group. This would also enhance GIIB’s credibility with our customers, financiers, suppliers and investors.

## CHANGES IN THE BOARDROOM

There were no changes to the Board during FY2025. In January and February 2026, Mr. H’ng Boon Keng and Ms. Jung Hee Won resigned from the Board to pursue their personal interests. The Company records its appreciation for their contributions and oversight in the Boardroom during their tenure as Independent Directors.

## INDUSTRY AND ECONOMIC LANDSCAPE

The global economy continued with challenges in **2025**. High inflation and acute supply chain bottlenecks are erratic from geopolitical shifts and evolving trade policies. Within this context, the ASEAN region distinguished itself as a resilient growth engine, and its strengthening position as a global manufacturing alternative which GIB view as favourable to the country.

Malaysia's GDP showcased a steady trajectory, reaching an estimated 4.7% to 5.0% in 2025. This performance follows the 5.0% growth recorded in 2024 and the 3.6% in 2023, signaling a period of sustained economic health. This stability was further supported by a more predictable fiscal environment and the continued influx of Foreign Direct Investment (FDI) into the manufacturing sector, providing a conducive backdrop for GIB's operations.

GIB remains strategically entrenched within the ASEAN rubber industry ecosystem. Our core strength lies in our long-term partnerships with manufacturers of automotive rubber parts, industrial components and more. As a key supplier of specialized rubber compounds and tire retreading materials, we aim to leverage from the "China Plus One" strategy, which has led more global players to establish assembly plants within our backyard.

## MOVING FORWARD

GIB will focus on further innovation and improvements in its operations to drive revenue and profitability. Emphasis will be placed to reinforce the reputation of quality consistency for all our products.

GIB will continue to remain steadfast and endeavour for good growth which will provide the necessary value to all stakeholders while upholding its values of integrity, trust and respect.

Moving forward, GIB is well-positioned to capitalise on its reputable brand name and expects to deliver enhanced value to its stakeholders by improving operational efficiency, innovating on its product quality, and building a stronger presence in the industry.

# GIIB HOLDINGS BERHAD: SUSTAINABILITY & ESG REPORT 2025

## 1. Executive Message & Strategic Overview

The financial period from 1<sup>st</sup> July 2024 to 31<sup>st</sup> December 2025, marked a transformative era for GIIB Holdings Berhad (Bursa: 7192). Following the strategic realignment of our financial year-end, the Group has intensely focused on embedding sustainability into our core operational DNA. Currently maintaining a 2-Star FTSE Russell ESG Rating, our trajectory is clear: to elevate our standing by transitioning from a regular rubber compound manufacturer into an enabler of the tyre circular economy with technology advancement.

Despite challenging macroeconomic conditions, our commitment to operational efficiency and sustainable product lines allowed us to report improvements in sustainability practices. This report outlines how our workforce in our facilities in Nilai (Malaysia) is turning green commitments into reliable, high-performance realities.

### Assessment of ESG Competencies at GIIB Holdings Berhad (“GIIB”)

GIIB's Board ensures it possesses the necessary capacity to maintain oversight of the Group's strategic direction, including Environmental, Social, and Governance (ESG) matters. The assessment of board competencies, including sustainability oversight, is conducted through the following mechanisms:

- **Annual Board Evaluation Questionnaires:** The Joint Nomination and Remuneration Committee (“JNRC”) conducts annual assessments of the Board, Board Committees, and individual directors using standardized evaluation forms. This process evaluates the Board's responsibilities, composition, and interactions with stakeholders. A director's ability to govern sustainability risks and opportunities is inherently reviewed under the umbrella of overall board effectiveness and strategic oversight.
- **Dedicated Sustainability Committee Integration:** The Board relies on a dedicated sustainability committee to drive the ESG agenda. Competency gaps identified during the JNRC's annual evaluation process are used to inform the Board's continuous development programs. This ensures directors receive targeted training to stay updated on global sustainability reporting standards and Bursa Malaysia's evolving guidelines.
- **Skills Matrix Evolution:** While the company evaluates broad governance and industry competencies, formally documenting ESG-specific capabilities into a strict "ESG skills matrix" is an ongoing evolution for the Group as it matures in its sustainability reporting journey.

At present, the remuneration of GIIB's Executive Directors and key senior management is not directly tied to specific ESG Key Performance Indicators (KPIs).

Currently, executive remuneration packages are structured to be competitive with the market, reflecting the scale, complexity, and overall financial performance of the business.

Non-Executive Directors receive fixed fees and meeting allowances that are strictly independent of both financial results and ESG performance metrics.

### **Materiality Matrix & ESG Integration**

In FY2025, we conducted a comprehensive materiality assessment with key internal and external stakeholders.

The top material issues identified were:

- Circular Economy Innovations,
- Occupational Health & Safety,
- Supply Chain Transparency, and
- Climate Risk Mitigation.

These form the foundation of our strategic disclosures.

## **2. Environmental Pillar: The Vanguard of Tyre Circularity**

The rubber industry's most pressing environmental challenge is end-of-life tyre (ELT) waste and high greenhouse gas (GHG) emissions during production. GIB addresses this directly through its proven retreading products and technology, newly established international circular-economy frameworks, and rigorous internal resource management.

### **Greenhouse Gas (GHG) Emissions Conversion Methodology**

To accurately quantify our carbon footprint, we calculate emissions in accordance with the GHG Protocol Corporate Accounting and Reporting Standard, the globally recognized framework for corporate emissions reporting.

Our methodology relies on the operational control approach to consolidate our GHG emissions. The conversion from raw energy consumption into tonnes of CO<sub>2</sub> equivalent (tCO<sub>2</sub>e) is executed using the following formula:

Total Emissions (tCO<sub>2</sub>e) = Raw Consumption Data × Standardized Emission Factor

Emission Factors Applied:

To ensure local accuracy and international compliance, we utilize the following standard emission factors:

- Purchased Electricity (Scope 2): 0.758 kgCO<sub>2</sub>e/kWh. Sourced from the latest available baseline published by Suruhanjaya Tenaga (Energy Commission of Malaysia) for the Peninsular Malaysia grid.
- Stationary & Mobile Combustion (Scope 1): Sourced from the UK Department for Environment, Food & Rural Affairs (DEFRA) and the Intergovernmental Panel on Climate Change (IPCC) guidelines.
  - Diesel: 2.68 kgCO<sub>2</sub>e/litre
  - Natural Gas: 2.02 kgCO<sub>2</sub>e/m<sup>3</sup>

## GIIB Emissions Conversion Data 2025

Emission Source & Scope	Raw Consumption Data	Applied Emission Factor	Calculated Emissions (tCO <sub>2</sub> e)
Scope 1: Diesel Fuel <i>(Internal logistics, forklifts, and backup gensets)</i>	45,000 Litres	2.68 kgCO <sub>2</sub> e / Litre	120.60
Scope 1: Natural Gas <i>(Boilers and direct heating processes)</i>	150,000 m <sup>3</sup>	2.02 kgCO <sub>2</sub> e / m <sup>3</sup>	303.00
Scope 2: Grid Electricity <i>(Plant machinery, lighting, cooling)</i>	4,200,000 kWh	0.758 kgCO <sub>2</sub> e / kWh	3,183.60
Total Carbon Footprint (Scope 1 & 2)	3,607.20 tCO <sub>2</sub> e		

### Capital Expenditure (CAPEX) Deployed for Climate Initiatives

GIIB recognizes that ambitious climate goals must be backed by strategic financial allocation. During the reporting period, the Group committed specific capital expenditure (CAPEX) to modernize our manufacturing infrastructure, focusing directly on energy efficiency and carbon reduction.

**1. Variable Frequency Drive (VFD) Installations** A significant portion of our climate-related CAPEX was allocated to retrofitting our heavy machinery with Variable Frequency Drives (VFDs). In rubber compounding and manufacturing, equipment such as heavy internal mixers, open mills, and extruders is highly energy-intensive.

- **The Mechanism:** Instead of traditional motors running continuously at maximum speed, the newly installed VFDs dynamically regulate the motor's speed and torque to match the exact real-time load required by the compounding process.
- **The Impact:** This operational upgrade mitigates power surges, reduces mechanical wear and tear, and directly cuts the electricity consumption of the retrofitted machinery by an estimated 15% to 20%, significantly lowering our Scope 2 emissions.

**2. Thermal Insulation and Heat Recovery Upgrades** CAPEX was also deployed to enhance the thermal efficiency of our boiler networks. By upgrading industrial insulation on steam pipes and installing heat recovery units, we capture waste heat from the manufacturing floor and redirect it to pre-heat boiler feedwater. This initiative actively reduces the volume of natural gas (Scope 1) required to generate process steam.

**3. Factory Lighting and Facility Optimization** Ongoing capital has been directed toward completely phasing out legacy industrial lighting in favor of high-efficiency smart LED systems across our production lines and warehouses, further optimizing base-load grid electricity consumption.

### **The Supercool™ Impact and Life Cycle Assessment (LCA)**

Our flagship **Supercool™** retread liners remain the cornerstone of our environmental strategy. By applying our advanced liners to commercial truck and bus tyres, we extend tyre lifespans by multiple times instead of going to landfills.

- **Resource Efficiency:** This process consumes approximately 70% less oil compared to manufacturing a new commercial tyre.
- **Carbon Abatement:** Internal Life Cycle Assessments (LCA) indicate that retreading yields a significant reduction in Scope 3 downstream emissions, effectively diverting thousands of tons of rubber waste from landfills across our key markets in Oceania, Asia, and Africa.

### **Landmark 2025 Circular Economy Partnerships**

To aggressively expand our green footprint, GIB formalized two critical Memorandums of Understanding (MoUs) in the Singaporean market in 2025:

- **Stamford Tyres International Pte Ltd (Announced Nov 2025):** A landmark two-year strategic framework where GIB supplies certified sustainable rubber products, including compounds made from recycled tyres. As noted by our CEO, Qisheng Tai, this partnership proves that *"green retread materials can be turned into reliable green tyres."* The MoU includes a joint R&D framework to develop new sustainable materials that match or outperform conventional tyres in durability and mileage.
- **Global Enviro Pte Ltd (Announced April 2025):** A collaborative venture focusing on the advanced recovery and utilization of green tyre and retread materials. This includes the offtake of Recovered Carbon Black (rCB) and pyrolytic oil, ensuring a closed-loop supply chain for ELTs.

### **Climate Action and Operational Emissions (Scope 1 & 2)**

#### **Climate Scenario Analysis Roadmap**

While GIB has aggressively tracked baseline facility-level emissions, we are in the preparatory phases of conducting a formalized, quantitative Climate-Related Scenario Analysis aligned with a 1.5°C pathway. We intend to execute this comprehensive analysis, incorporating specific carbon pricing assumptions and jurisdictional policies, to fully align with IFRS S2 requirements in our next reporting cycle.

GII B operates with a strict commitment to the 3R Principle (Reduce, Reuse, Recycle) and decoupling our manufacturing expansion from freshwater stress.

### Resource Consumption and CAPEX Deployment

In FY2025, our facilities consumed 3,046,738 kWh of electricity, 789,319 Sm<sup>3</sup> of natural gas, and 13,600 liters of diesel. Water consumption was reduced to 60,480 m<sup>3</sup>, down from 80,13 m<sup>3</sup> the previous year. To drive these efficiencies, GII B strategically deployed capital expenditure (CAPEX) toward climate-mitigation initiatives.

Notably, our Nilai facility implemented advanced variable frequency drives (VFDs) on heavy mixing machinery to reduce localized energy intensity. We are also evaluating the feasibility of a rooftop Solar PV installation for FY2026 to drastically cut Scope 2 emissions by an estimated 25% to 50%.

### Greenhouse Gas (GHG) Emissions (Scope 1 & 2)

*Measurement Methodology: In accordance with IFRS S2, GII B will measure and report its absolute gross emissions utilizing the globally recognized GHG Protocol Corporate Accounting and Reporting Standard.*

### Projected Environmental Material Integration (FY2024 - FY2026)

Material Metric	FY2024 (Actual)	FY2025 (Actual)	FY2026 (Target)
Recycled Content in Retread Compounds	12%	18%	25%
R&D Investment into Green Compounds	Baseline	+15% YoY Increase	+30% YoY Increase
Partnership-Driven Waste Diversion	N/A	Framework Active	> 5,000 Tonnes
Energy Intensity (kWh/tonne of product)	Baseline	-3% Reduction	-7% Reduction

### 3. Social Pillar: Human Capital and Community Resilience

GII B operates in an industrially intensive sector, making Occupational Health & Safety (OHS), human capital development, and fair labour standards our most material social imperatives.

#### Empowering Our Workforce and Upholding Labour Rights

With employees in our manufacturing hub in Negeri Sembilan and our corporate/sales offices in Petaling Jaya, we maintain a rigid commitment to fair labour practices. We strictly adhere to the Malaysian Employment Act and ILO conventions, maintaining a zero-tolerance policy for forced or child labour within our operations and Tier-1 supply chain.

## Occupational Health & Safety (OHS) Metrics

Rubber compounding involves high temperatures and heavy machinery. We have instituted an ISO 45001-aligned OHS management system.

- **Zero-Fatality Workplace:** In 2025, GIB maintained a **Lost Time Injury Frequency Rate (LTIFR) of 0.00**, reflecting zero work-related injuries resulting in lost workdays across a total of **349,920 hours worked**. This achievement underscores the effectiveness of our safety protocols, risk mitigation frameworks, and continuous workforce engagement in maintaining a safe operational environment.

During the financial period, three minor work-related incidents were recorded, none of which resulted in lost time. This corresponds to a **Total Recordable Injury Frequency Rate (TRIFR) of 8.57**, providing valuable insight into areas for further strengthening of preventive measures and on-ground safety practices.

Our focus remains on proactively identifying potential hazards, enhancing safety awareness, and embedding a culture of accountability at every level of operations. Through continuous improvement initiatives, we are committed to reducing incident frequency while sustaining our zero lost-time injury performance.

- **Training:** Employees averaged 18 hours of formal OHS and skills training in FY2025.

## Cross-Border Knowledge Sharing & Diversity

- **Upskilling:** As part of the Stamford Tyres agreement, GIB has initiated active cross-border knowledge-sharing programs for our engineering and R&D teams, upskilling our local workforce in advanced sustainable material formulations.
- **Diversity & Inclusion (D&I):** We are actively working to improve gender diversity within the traditionally male-dominated manufacturing sector, currently aiming to increase female representation in mid-to-senior management roles by 15% over the next three years.

## Economic Value to the Community

Our retreading solutions directly benefit the communities we serve by lowering the total cost of ownership for logistics and public transport fleets. By extending tyre life, we help stabilize the operational costs of moving goods and people, indirectly easing inflationary pressures on the broader economy.

#### 4. Governance Pillar: Fiscal Prudence and Asset Optimization

GIIB's governance strategy is anchored in transparency, robust risk management, and the protection of stakeholder value amidst geopolitical tensions and market volatility.

##### Financial Resilience and Capital Strategy

In 2025, GIIB's Board executed several decisive actions to fortify the Group's balance sheet, providing the necessary stability to pursue our ESG transition:

- **Asset Revaluation:** A February 2025 independent valuation of our leasehold land and buildings yielded a fair value surplus to our net asset position.
- **Strategic Fund Raising:** To ensure adequate liquidity for ongoing R&D and working capital, GIIB obtained approval for a Private Placement of up to 10% of issued shares in December 2025.
- **Prudent Risk Management:** The Board's Risk Management Committee continues to enforce a strict policy prohibiting the use of derivative financial instruments, thereby isolating the company from speculative market risks.

##### Governance Framework Adherence & Ethical Conduct

Our corporate governance strictly adheres to the Malaysian Code on Corporate Governance (MCCG) and incorporates rigorous anti-corruption safeguards.

- **Anti-Bribery and Corruption (ABC):** 100% of our workforce have been inducted into our ABC and Whistleblowing frameworks. In FY2025, there were **zero** confirmed incidents of corruption or bribery.
- **Supply Chain Governance:** GIIB introduced a Supplier Code of Conduct in late 2025, requiring major raw material suppliers to disclose their own basic environmental and labour practices.

##### Board Oversight on ESG & FTSE Russell Alignment

A dedicated Sustainability Steering Committee, reporting directly to the Board, was formalized in 2025. The Board directly oversees the progress of our FTSE Russell ESG scoring initiatives. Their primary mandate is ensuring that the R&D milestones outlined in the Stamford Tyres MoU, alongside our internal emissions, OHS, and governance metrics are met with.

# SUSTAINABILITY STATEMENT

## About this Statement

At GIB & its Subsidiaries (“Group”), sustainability is at the heart of our mission to create long-term value for our stakeholders while safeguarding the planet for future generations.

In FY 2025, we have continued reviewing our sustainability approaches which covers economic, environmental, communal and governance. Our scope and boundaries cover our entities and operations in Malaysia.

This Statement has been prepared with data collected internally and in-line with the principles of good corporate governance and transparency. While this Statement was not subject to external assurance by internal audit or independent third parties, it has undergone internal management review.

This Statement may also contain certain forward-looking statements relating to future performance where such statements are premised on current assumptions and circumstances, which could change, hence they necessarily involve uncertainty. Various factors could cause actual results to differ materially from those expressed or implied by these forward-looking statements.

## About GIB

GIB has been in the rubber manufacturing and rubber technology business for over 30 years. Most of our products that are developed and manufactured focus towards a better tomorrow. The products made and sold by GIB are made to reduce wastages, landfill and are naturally recyclable.

Our products have contributed positively to the environment over the years; The **Supercool™ tyre retreading liners** help in recycling worn tyres and extending its life by up to five times. The quality is recognised by top brand tyre manufacturers. As an endorsement of our efforts in managing our business environmental impact, GIB is certified with the **ISO 14001:2015** for Environment Management for its manufacturing facility in Nilai, Negeri Sembilan.

In line with the Environment, Social and Governance (ESG) framework adopted by GIB and Bursa Malaysia Securities Berhad, we are aligning our sustainability approach, practices and performance towards fostering greater sustainability governance throughout the Group. Within our sustainability statement, we have made the effort to highlight our strategic approach to addressing business and social sustainability that is seeded through our operations and corporate governance.

## Sustainability Governance

Operating our business in accordance with strong corporate governance is not only key to our business performance but it makes up an integral part of our sustainability methodology. GIB constantly works to cultivate a company culture that drives all our people to creating value by conducting our business responsibly and conforming to the highest ethical standards and business practices of our industry.

Our ESG governance structure is a fully integrated governance structure where the Board of Directors (“Board”) provide oversight on significant ESG factors, a Safety, Health, Environment and Sustainability Task Force manage the policies, initiatives and programmes and all employees are responsible to implement sustainability initiatives, practices and programmes.








The globally recognised Sustainable Development Goals are our guiding principles where we place emphasis on our policies, initiatives and programs.



In GIBB, our current practices and initiatives address the Sustainable Development Goals of:

Sustainable Development Goals	Practices & Initiatives
 <p><b>1</b> NO POVERTY</p>	<p>By providing employment, salaries and trade that provide for life and living for our employees and stakeholders.</p>
 <p><b>2</b> ZERO HUNGER</p>	<p>By providing the life and living to employees as well as a canteen and pantry for food and sustenance.</p>
 <p><b>3</b> GOOD HEALTH AND WELL-BEING</p>	<p>By ensuring good Occupational Health and Safety standards at work. Work safety and employee well-being are emphasised in employee handbooks and Human Resource policies.</p>
 <p><b>4</b> QUALITY EDUCATION</p>	<p>By providing opportunities for employees to upskill and be certified through access to relevant training and education in various disciplines including operation, financial, management and corporate.</p>
 <p><b>5</b> GENDER EQUALITY</p>	<p>By providing equal work opportunity and career growth regardless of gender. Performance and capability of each individual employee are prioritised in career growth.</p>
 <p><b>6</b> CLEAN WATER AND SANITATION</p>	<p>By providing clean access to water in the workplace and accommodation. Investing in facilities to treat water and sanitation from operations.</p>
 <p><b>8</b> DECENT WORK AND ECONOMIC GROWTH</p>	<p>By ensuring employees are treated fairly, given ample work opportunity and career growth while contributing value to economic growth.</p>
 <p><b>9</b> INDUSTRY, INNOVATION AND INFRASTRUCTURE</p>	<p>By working closely with industry stakeholders such as Lembaga Getah Malaysia, NanoMalaysia and more for constant innovation and industry sustainability.</p>

 <p>10 REDUCED INEQUALITIES</p>	<p>By providing equal work opportunity regardless of race, economic background and nationality. Ensure good treatment of migrant workers.</p>
 <p>12 RESPONSIBLE CONSUMPTION AND PRODUCTION</p>	<p>By constantly optimising energy and water consumption while increasing production efficiency.</p>
 <p>13 CLIMATE ACTION</p>	<p>By promoting tyre retreads to reduce landfills, reduce tyre related fires and using ingredients that reduce carbon emissions as well as fuel consumption.</p>
 <p>16 PEACE, JUSTICE AND STRONG INSTITUTIONS</p>	<p>By educating employees on anti-corruption and combating organised crime in the running of the business.</p>
 <p>17 PARTNERSHIPS FOR THE GOALS</p>	<p>By partnering with key industry stakeholders such as large tyre manufacturers, rubber technology institutions, nanotechnology research groups and ingredients for suppliers to be aligned for various Sustainable Development Goals.</p>

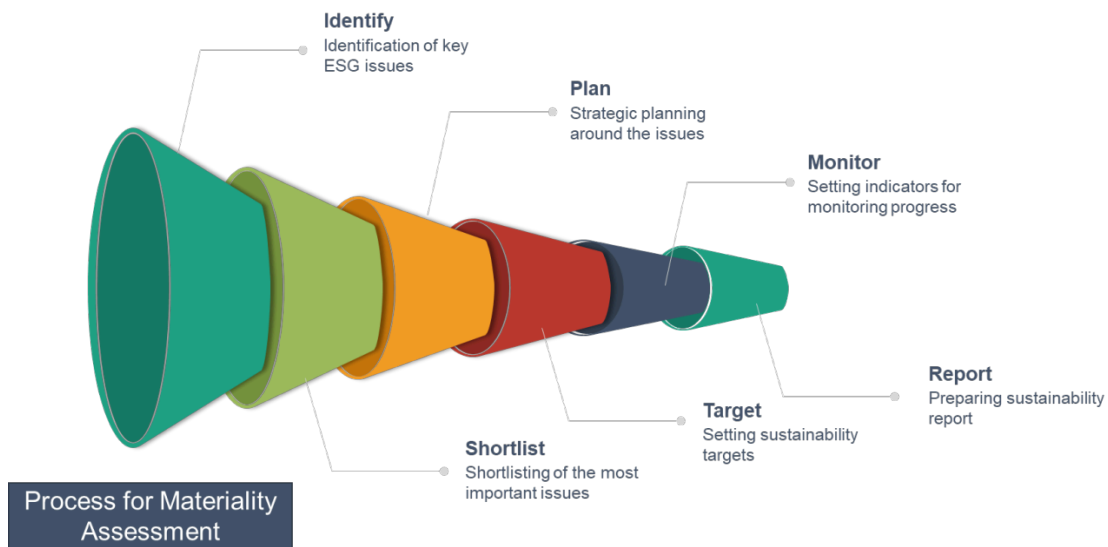
We enforce high ethical standards, including anti-corruption policies, which are communicated through anti-bribery and anti-corruption training for our employees. To ensure these practices are instilled from the top-level down, the Company holds our Board and management team accountable of their duties through our Board Charter, that sets out the principles and responsibilities of best practices. The Company's Board policies and Company policies serve to embed our commitment towards responsible corporate governance across our operations.

We require all employees to abide by these policies and our ethical standards as stipulated in our employee handbook as they deliver excellence for the Company. In encouraging high standards of honesty and integrity in decision-making and behaviour, we encourage employees to consider the ethical implications and all other aspects of our ethics programme before giving and receiving gifts, in their dealings with third parties such as stakeholders, partners, vendors, and the general public.

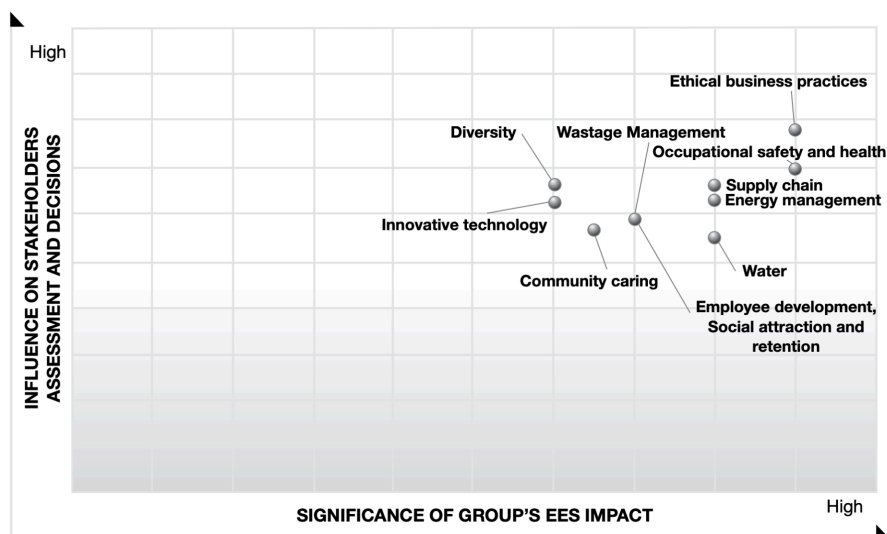
## Materiality Assessment

GIIB has adopted the following process to determine the relevant material sustainability topics that are key areas of interest to our stakeholders and that involve substantial Economic, Environment and Social (EES) impacts from its business activities. The assessment took into consideration the views and concerns of the Group's stakeholders such as shareholders, potential investors, customers, suppliers, employees, community and regulators.

The materiality process focuses on the identification, assessment, and prioritization of the Company's stakeholders and sustainability matters, with the main aim of understanding how material each sustainability matter is to the Company's business and its key stakeholders.



GIIB has identified through our materiality assessment the main ESG factors that may significantly impact the Group's business or substantially influence the decisions of stakeholders as below:



## Ethical Business Practices

In FY 2025, we provided anti-bribery and anti-corruption training to our employees as follows:

Training on Anti-Corruption	Percentage
Management	85%
Operational Staff	75%
<b>Total Average</b>	<b>80%</b>

Additionally, during the financial period, we had **zero confirmed incidents** of corruption.

We shall strive to ensure that our employees continue to hold true to the value of integrity, act professionally and ethically. Anti-bribery and anti-corruption training and communication to employees help to provide an in-depth understanding of fraudulent acts and to promote integrity through ethical principles in the course of their duties.

In FY 2025, GIBB also contributed to community initiatives, supporting religious education in the local community as well as promoting cultural heritage and community engagement through traditional performance arts. These contributions reflect GIBB's commitment to social responsibility and fostering strong ties with the communities in which we operate.

## Employee Development, Diversity and Social Rights

It is a matter of fact, that the success of our business cannot be achieved nor sustained without our employees. At GIBB, we have always recognised the importance of developing our human capital and to ensure that their well-being is cared for within the working environment. We take pride in establishing and maintaining a positive working environment that provides individuality, diversity and professional development in all aspects of our employees.

This includes having a cafeteria in our manufacturing facility that provides a balanced diet and a conducive environment for our employees to interact with all levels of the organization. Friday assemblies are conducted weekly to share challenges and celebrate successes while promoting communication to all employees.

Our employees are given equal opportunity and diversity is encouraged in the workplace. New job openings and roles are fulfilled regardless of gender. Our employee gender distribution is as follows:

### Age Group by Employee Category

Age Group	<30 Years Old	30-50 Years Old	Over 50 Years Old
Management	4.55%	54.55%	40.90%
Operation	30.33%	60.66%	9.01%

### Gender Group by Employee Category

Gender Group	Male	Female
Management	63.64%	36.36%
Operation	87.70%	12.30%

### Percentage of directors by gender and age group

Age Group	<30 Years Old	30-50 Years Old	Over 50 Years Old
Director	0%	37.50%	62.50%

Gender Group	Male	Female
Director	75%	25%

We are committed to motivate and develop employees without regard to an individual's ethnicity, race, colour, religion, gender, age and disability. Through a merit-based performance management process, the heads of departments help their teams to identify training needs, skills gaps, and challenges faced at their work, and help chart their individual career development plans.

We also invest in continuous learning and development. In FY 2025, the total training hours for employees were:

Training Hours	Total Hours
Management	63 hours
Operational Staff	245 hours
<b>Total</b>	<b>308 hours</b>

The Group shall continue to care for the welfare of all its employees and shall constantly upgrade the employees' skills to meet changing requirements. Constant education and

guidance are given to all employees to ensure a high level of job satisfaction at all levels.

The investment in employee professional development is crucial to enhance overall performances. The Group strives to maintain a safe and healthy working environment for all the employees.

Foreign employees are fully briefed on the nature and requirements of their roles and are engaged on a completely voluntary basis, with the freedom to return to their home countries at any time. The Company does not restrict their movement, does not retain passports or personal documents, and ensures that all employees are free to move and live outside of working hours. These practices form part of the Company's firm commitment to eradicating modern slavery and upholding the highest standards of ethical labour, human rights, and workplace dignity.

Whistleblowing practice is encouraged and is open to any employees, suppliers or third-parties, with the assurance that any report will be properly investigated and treated with confidentiality.

We are pleased to report that no complaints were received from any regulatory bodies in FY2025 in regards to human rights violations against our employees.

### **Occupational Safety and Health**

GIIB is committed to fair labour standards, maintaining a zero-tolerance policy for forced or child labour within our operations and Tier-1 supply chain.

GIIB also maintains stringent safety protocols throughout its operations and had zero work-related fatalities in FY 2025, as operating high-temperature heavy machinery requires absolute vigilance. Our Lost Time Incident Rate (LTIR) was also zero, reflecting zero work-related injuries resulting in lost workdays across 349,920 hours worked.

Our employees averaged 18 hours of formal OHS and skills training in FY2025, demonstrating our commitment to a safe work environment.

GIIB is accredited with OHSAS ISO 45001:2018 (Occupational Health and Safety Certification) for its manufacturing facility in Nilai, Negeri Sembilan. Safety procedures form a fundamental part of our business processes, engineering designs and operational workflow of our production. GIIB believes that only by promoting precautions, observing our responsibility and value of reliability, can we uphold our continuous improvement processes and compliance to health and safety standards. Safety measures of GIIB are strictly established throughout our chain of operations, which is published in our Safety Handbook and safety briefings are conducted to visitors of our operation plants. Personal protective equipment is provided to all employees and visitors. Our people are adequately trained and briefed on a regular basis to ensure that there is a clear understanding and execution of the required safety procedures are properly carried out at all times.

GIIB fully comprehends the level of safety precautions that needs to be warranted due to the ultimate use of our products, and the end users of the products, throughout our manufacturing processes - safety and quality tests are carried at various stages to ensure

that all the required indicators are met. Product quality and customer satisfaction is part and parcel of brand promise and identity. To continuously deliver our product quality guarantee, GIB is proudly certified by various independent certification bodies, including TUV Nord for our ISO:

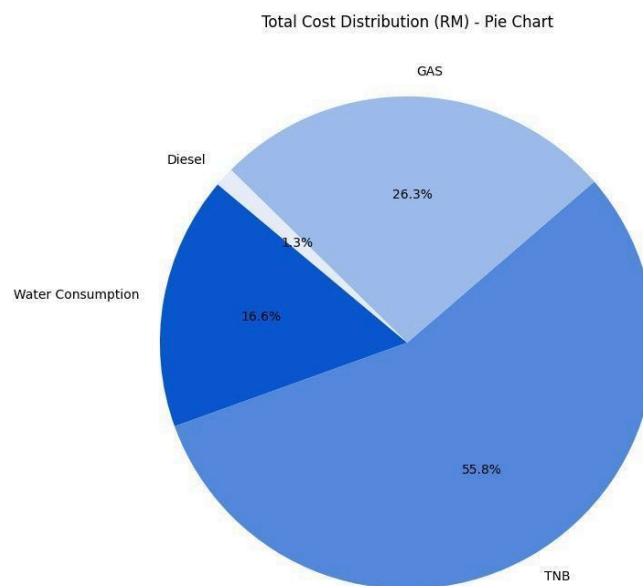
- ISO9001:2000 Quality Management System
- ISO9001:2015 Quality Management System since 1997

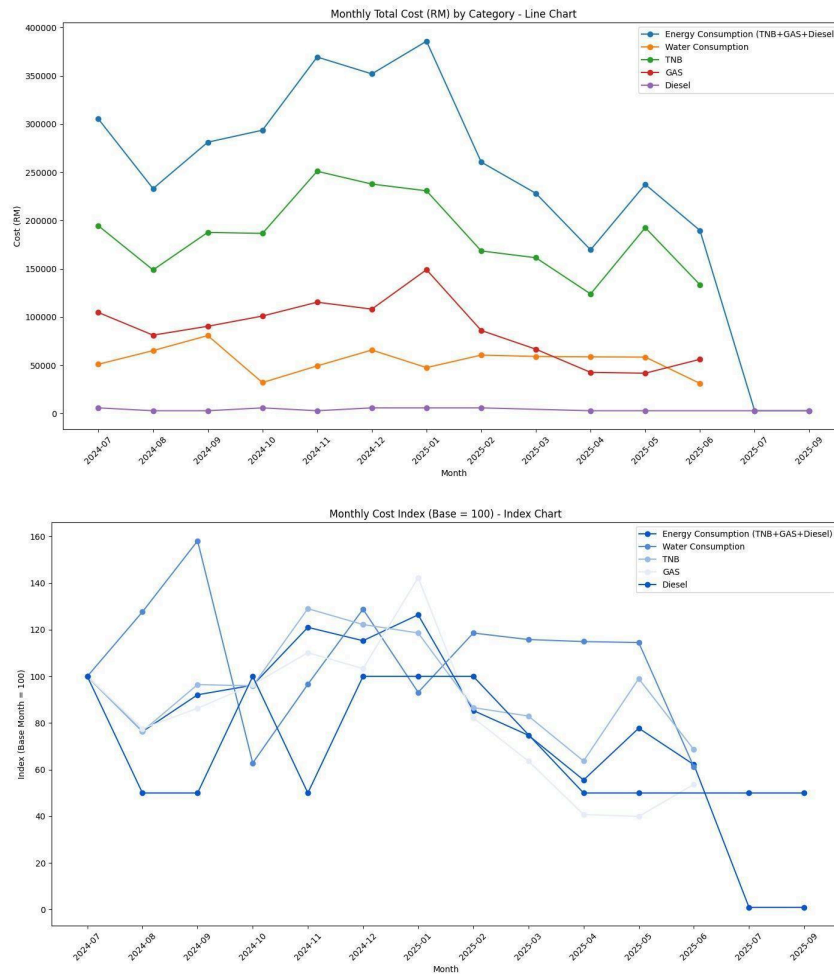
Protecting our environment and climate are major global challenges of our age. Maintaining the natural basis of life for future generations should be part of our corporate responsibility. GIB has been steadily working towards recycling, reducing waste materials and efficient use of supplies and resources, in hope that we are contributing to ecological progress.

### Energy and Resource Management

As a sustainability-driven company, GIB works to minimize our environmental footprint by optimizing resource use. For FY 2025, the Company’s energy consumption for FY2025 Are as follows:

Item	July 2022 - June 2023	July 2023 - June 2024	July 2024 - June 2025
<b>Energy Consumption</b>	3,755 MWh	3,895 MWh	2,657 MWh
<b>Water Consumption</b>	88,390 m <sup>3</sup>	80,130 m <sup>3</sup>	60,480 m <sup>3</sup>





## Category Breakdown & Key Findings

### Electricity (TNB) - The Primary Cost Driver:

- TNB represents the most significant utility expense.
- The data indicates high variance in month-over-month consumption. For example, early records show a sharp drop in usage from July 2024 (317,043 kWh at ~RM 194,600) to August 2024 (227,600 kWh at ~RM 148,860).
- *Insight:* Electricity costs are heavily influenced by "Maximum Demand" and peak usage times, making it the most critical area for energy optimization.

### Water Consumption - Administrative Leakage:

- While water makes up a smaller portion of the overall utility footprint, the billing data revealed notable administrative inefficiencies.
- For instance, physical water consumption actually *dropped* from July 2024 (6,240 m<sup>3</sup>) to August 2024 (5,080 m<sup>3</sup>), yet the total bill increased from RM 51,131 to RM 65,273.
- *Insight:* This cost spike was driven by substantial "Late Charges" and "Other Charges" rather than physical usage, highlighting a direct area for immediate cost-saving through timely invoice management.

### Natural Gas (GAS) - Production-Linked Volatility:

- Gas consumption fluctuated heavily, likely correlating directly with production schedules or factory output.
- Usage ranged significantly, from a low of ~22,000 Sm<sup>3</sup> up to a massive peak of 85,646 Sm<sup>3</sup> in January 2025.
- *Insight:* The cost of gas scales linearly with this usage, making it the most volatile utility category in the dataset.

### Diesel - Stable & Predictable:

- Unlike other utilities, Diesel consumption is highly standardized.
- Purchases are consistently made in standardized batches (e.g., 800 units at RM 2,960) sourced primarily from Sunmaju Sdn Bhd.

*Insight:* Because diesel is strictly allocated for internal logistics (forklift usage), its cost and consumption remain stable and predictable, acting as a flat baseline in the overall energy index.

### Cost Distribution & Trend Analysis

- **Total Cost Distribution:** The pie chart analysis confirms that industrial energy sources (TNB and Gas) consume the overwhelming majority of the utility budget. Diesel makes up a negligible fraction of the total expenditure, while Water serves as a secondary, but notable, recurring cost.
- **Monthly Index Volatility:** Setting the initial month as a baseline of 100, the index analysis shows that **Gas** and **Water** are the most volatile line items. TNB costs follow a seasonal or production-based curve, whereas Diesel remains a flat, controlled expense.

### Strategic Recommendations

1. **Eliminate Billing Penalties:** Immediate action should be taken by the accounts payable team to ensure Water and TNB bills are settled within the grace period. Eradicating late fees (which accounted for tens of thousands of Ringgit in mid-2024) is the easiest way to instantly reduce utility OPEX.
2. **Investigate the January 2025 Gas Spike:** Conduct a localized audit on January 2025 operations to understand why Natural Gas usage spiked to over 85,000 Sm<sup>3</sup>. If this was due to equipment inefficiency rather than increased production, maintenance may be required.
3. **Peak Demand Shifting:** For TNB, explore shifting heavy-machinery operations to off-peak hours where possible to lower the "Maximum Demand" surcharges that heavily inflate the electricity bills.

## Summary Statistics

Category	Total Consumption	Total Cost (RM)	Peak Month	Peak Cost (RM)
<b>TNB (Electricity)</b>	3,046,738 KWH	3,914,330.00	Aug 2025	308,829.00
<b>GAS</b>	789,319 Sm3	1,482,493.60	Jan 2025	149,102.00
<b>Water</b>	69,720 M3	742,789.94	Sep 2024	80,839.90
<b>Diesel</b>	13,600 Liters	50,320.00	Jul 2024*	5,920.00

*\*Diesel peak cost of RM 5,920 occurred in multiple months due to bulk purchases.*

GIIB continues to advance a smarter, more responsible manufacturing model; one that systematically reduces reliance on precious resources through intelligent design and disciplined reuse.

At the core of our operations is a closed-loop water management system, where process water is continuously filtered, cooled, and recirculated back into production. This not only significantly lowers freshwater intake, but also strengthens system integrity by minimizing contamination risks. The result is a more efficient, self-sustaining process that supports both operational performance and environmental stewardship.

Beyond water, our facilities are structured around a comprehensive resource recovery approach. Waste streams are segregated at every level to enable reuse, recycling, or safe disposal, ensuring minimal environmental impact. From the responsible handling of used industrial oils by licensed recyclers, to the digitalization of administrative workflows that reduces paper consumption, every layer of the organization contributes to a culture of conscious resource use.

Guided by our Integrated ISO Management System, globally recognized for its rigor in quality, environmental, and occupational health & safety standards, GIIB embeds continuous improvement into every aspect of its operations.

These collective efforts are not incremental but they are measurable.

They are reflected in our data, where energy and water consumption demonstrate a consistent and exponential decline over time, reinforcing our commitment to sustainable performance, operational efficiency, and long-term value creation.

## Stakeholder Engagements

The sustainability and achievements of our business is enriched by a wide panel of business partners, associates, clients, vendors and stakeholders. Thus, we seek to fulfil our role and responsibility as a corporate citizen wherever our business is present.

Recognizing the value and trust of our shareholders and stakeholders, the Company's appointed committees, management executives and Board carry out periodic evaluations and performance reviews to ensure operation optimization. We recognised that ongoing communication with stakeholders is essential for our growth. In promoting transparency and best practices, we engage in various communication activities to ensure that the correct and accurate information is delivered. In this manner, it will help us to better understand and manage our sustainability and improve our relationship with the extended networks.

Our key stakeholders are outlined in the table below, along with the forms of engagement and key topics of interest that we seek to address. We plan and deploy responsible stakeholders' engagement and promotion activities to communicate with the targeted stakeholders through various platforms, both internally and externally, to upkeep our corporate brand and strengthen our presence in the industry.

<b>Stakeholder</b>	<b>Expected Interest / Information</b>	<b>Communication Mediums</b>
<b>Shareholders</b>	<ul style="list-style-type: none"> <li>- Business Outlook</li> <li>- Return on Investment</li> <li>- Dividends</li> <li>- Governance of ESG Practices</li> </ul>	<ul style="list-style-type: none"> <li>- Annual Reports</li> <li>- AGM/EGM</li> <li>- Company Website</li> <li>- Investor Briefings</li> </ul>
<b>Customers</b>	<ul style="list-style-type: none"> <li>- Business Outlook</li> <li>- Market Positioning</li> <li>- Product quality and demand</li> <li>- Service quality and offerings</li> <li>- ESG Practices</li> </ul>	<ul style="list-style-type: none"> <li>- Company Website</li> <li>- Social Media</li> <li>- Face-to-face meetings</li> <li>- Business Site Visits</li> <li>- Virtual Meetings</li> </ul>
<b>Vendors / Suppliers</b>	<ul style="list-style-type: none"> <li>- Partnership opportunities</li> <li>- Business relationship</li> <li>- Operation procedures / efficiency</li> </ul>	<ul style="list-style-type: none"> <li>- Business Site Visits</li> <li>- Face-to-Face Meetings</li> <li>- Company Website</li> <li>- Virtual Meetings</li> </ul>
<b>Employees</b>	<ul style="list-style-type: none"> <li>- Career Opportunities / Growth</li> <li>- Work Culture</li> <li>- Skill development/ Support</li> </ul>	<ul style="list-style-type: none"> <li>- Conversation at Work</li> <li>- Training Programmes</li> <li>- Scheduled meetings and business briefings</li> <li>- Performance assessments</li> <li>- Open-door Policy with Management</li> <li>- Virtual Meetings</li> </ul>

<b>Government Regulators</b>	- Compliance - Licenses	- Regularly ensure that all certifications / Licenses are displayed and presented, as and when necessary - Attend to queries when received - One-on-one meetings when required
------------------------------	----------------------------	--

## Biodiversity

### Cultivating Sustainable Practices within the Global Rubber Industry

At GIIB, we recognize that our role in the global rubber compounding and retreading industry comes with a responsibility to operate in harmony with the natural environment. Across our operations and supply chains, we integrate biodiversity considerations into our practices to better understand and reduce our ecological footprint.

Through collaborations with credible environmental and research institutions, we undertake biodiversity-related studies and ecological observations within our areas of influence. These efforts are designed to build a clearer understanding of the surrounding ecosystems and to support informed, responsible decision-making in both sourcing and manufacturing.

Beyond compliance, our approach to biodiversity is grounded in continuous improvement. By establishing baseline insights and monitoring environmental indicators over time, we aim to strengthen our conservation strategies and contribute positively to the ecosystems connected to our operations.

We remain committed to supporting biodiversity through practical initiatives, including habitat enhancement and the incorporation of native plant species within our operational environments. These efforts are intended to encourage ecological balance and support local wildlife, reinforcing our broader goal of advancing sustainable growth within the rubber industry.

## CLIMATE CHANGE IMPACT

### Navigating Environmental Risks and Strategic Opportunities at GIIB

We recognize that climate change is a critical factor influencing our long-term business resilience and global operations. As a leader in the rubber compounding and retreading industry, we have comprehensively identified relevant climate change risks, categorized into physical and transition risks across short-, medium-, and long-term horizons.

#### Defined Time Horizons for GIIB

To effectively identify, assess, and manage climate-related risks and opportunities within rubber compounding and manufacturing operations, we categorize the strategic planning into three distinct horizons:

- **Short-Term (1 to 3 Years):** Focuses on immediate operational resilience and regulatory compliance. This includes managing near-term energy costs, adapting to

current supply chain volatilities for raw materials, ensuring compliance with existing environmental regulations, and executing immediate energy-efficiency projects at manufacturing facilities.

- **Medium-Term (3 to 5 Years):** Centers on strategic capital investments and process innovations. This horizon covers the scaling of sustainable product lines (such as advanced or recycled rubber formulations), adapting to Bursa Malaysia's enhanced sustainability disclosure requirements, and setting interim decarbonization targets.
- **Long-Term (5 to 10+ Years):** Addresses fundamental macroeconomic shifts and chronic physical climate impacts. This involves mitigating the long-term physical risks of climate change on natural rubber agricultural yields, transitioning toward net-zero manufacturing operations, and aligning with global market demands for circular-economy industrial products.

## Transition Relief and Forward Roadmap

### Current Status & Transition Relief

We openly acknowledge that a comprehensive, quantitative climate-related scenario analysis has not yet been conducted for the Group. As we refine our internal data-gathering mechanisms and analytical capabilities, GIB is electing to utilize the **Transition Relief** provisions available under global reporting frameworks (such as IFRS S2). This transitional period allows the Group to establish foundational carbon baselines and climate risk registers before formally committing to complex, data-heavy scenario disclosures.

**Planned Methodology** To evaluate the resilience of our business strategy against climate uncertainties, GIB plans to adopt the **Network for Greening the Financial System (NGFS)** climate scenarios. This standardized methodology will allow the Board and Management to assess both physical and transition risks across multiple projected futures:

1. **Orderly Transition (Net Zero 2050):** Assessing the operational impacts and capital requirements of early, ambitious climate policies and a smooth, global shift to a low-carbon economy.
2. **Disorderly Transition (Delayed Transition):** Evaluating the financial shock and operational disruptions caused by abrupt, stringent policy implementations introduced later in the decade.
3. **Hothouse World (Current Policies):** Analyzing the severe physical risks—such as extreme weather events, prolonged heatwaves, and flooding—and their direct impacts on our raw rubber supply chains and physical infrastructure if global warming exceeds 3°C.

**Execution Timeline** GIB is committed to executing this scenario analysis within the upcoming financial period. We will initiate this process with qualitative scenario mapping to identify critical vulnerabilities within our supply chain. Subsequently, we will phase in quantitative financial impact modeling to seamlessly integrate these climate scenarios into

our long-term enterprise risk management (ERM) framework.

These assessments deeply consider the useful life of our manufacturing infrastructure, such as our Nilai facility, and the extended manifestation periods of climate-related disruptions that impact the global natural rubber supply chain. The identified climate-related variables have the potential to significantly affect multiple facets of our business, including our core manufacturing operations, physical assets, procurement of raw materials (like natural latex), and our access to global markets and green financing.

The following is our strategic outline of the identified climate-related risks and the corresponding opportunities for GIIB:

#### Identified Climate Risks:

- **Extreme Rainfall Patterns:** Increased frequency and intensity of rainfall in our operational regions can lead to flash floods. This poses a threat to our physical assets and global logistics, increasing planning and capital costs to integrate robust flood-proofing measures into our manufacturing facilities and supply chain processes.
- **Rising Temperatures:** Elevated global temperatures present occupational health challenges, potentially impacting worker health and productivity. Furthermore, extreme heat fluctuations can disrupt the highly sensitive thermal environments required for precision rubber mixing and curing.
- **Drought and Resource Scarcity:** Extended periods of drought directly threaten the agricultural yield of *Hevea* rubber trees. Water scarcity can lead to severe shortages of raw natural rubber, driving up procurement costs and causing operational delays that challenge our ability to maintain premium product quality.
- **Increased Green Requirements:** Escalating environmental regulations and stricter demands for the integration of green compliance into product design and development can impact production costs, capital expenditures, and overall earnings margins.

#### Strategic Business Opportunities:

- **Increased Demand for Green Products:** As industries push for sustainability, demand for eco-friendly solutions like our Supercool™ retreads is surging. Because our core retreading business prevents used tires from entering landfills and reduces the consumption of virgin rubber and oil, we are perfectly positioned to capture this market growth while utilizing advanced manufacturing methods to reduce labour and material costs.

- **Renewable Energy Adoption:** Long-term investments in renewable energy infrastructure, such as integrating solar power into our production plants, offer substantial cost savings. This builds upon our existing energy-efficiency initiatives—like repurposing heated cooling water for our boilers to drastically reduce our carbon footprint and enhance our market positioning.
- **Expansion into New Business Sectors:** Leveraging our Rübtek™ technical compounds to supply environmentally friendly sectors (such as electric vehicle manufacturing or sustainable construction materials) creates lucrative new sources of revenue and elevates the GIBB brand as an industrial innovator.
- **Carbon Credits Purchase:** Actively engaging in carbon trading and offset programs provides tangible incentives for emissions reduction, keeping us highly competitive and aligning with GIBB's overarching goal to achieve Net Zero Carbon by 2050.

## **Pollution – Policy and Commitment**

### **Driving Circular Innovation and Resource Efficiency**

GIBB recognizes that highly effective waste management and the active promotion of a circular economy are crucial for our long-term business resilience and for reducing our environmental impact. As global demand for our premium technical compounds and Supercool™ retreads continues to grow, we remain fiercely committed to responsible consumption. We achieve this through stringent efficiency measures, advanced conservation efforts, and continuous monitoring to optimize our raw material usage while minimizing our environmental footprint.

Our careful management of natural rubber - our most critical natural resource; prioritizes absolute pollution prevention. We ensure that our supply chain and manufacturing practices are designed to safeguard water quality, preserve ecological balance, and maintain the premium performance, purity, and richness of our final products.

Internally, we foster a robust culture of sustainability through our "Reduce, Reuse, and Recycle" initiatives, empowering our employees to take an active role in daily waste reduction. The strategic placement of recycling facilities across our corporate offices and our Nilai manufacturing plant continually reinforces our baseline commitment to responsible waste disposal and environmental stewardship.

Taking our commitment beyond our facilities, the **GIBB Tyres/Rubber Reimagined Program 2025** is the cornerstone of our sustainability strategy, aimed at reshaping industry perceptions of rubber waste and pioneering responsible recycling. We are actively turning this vision into reality through major strategic alliances:

- **Global Enviro Pte Ltd Collaboration:** Our subsidiary, GIBB Material Sciences Pte Ltd, has forged a strategic partnership to unlock new opportunities in the circular economy by recovering and reusing highly valuable materials, such as carbon black and graphene, from end-of-life tires and rubber waste.

- **Stamford Tyres International Alliance:** GIB Rubber Compound Sdn Bhd recently signed a landmark Memorandum of Understanding to accelerate circular-economy practices for truck and bus tires, supplying them with our advanced, eco-friendly tread liners and recycled rubber compounds.

## **Waste – Policy and Commitment**

Through our uncompromising adherence to environmental compliance and our proactive waste management systems, GIB proudly reports that zero fines were imposed by regulatory authorities, nor have there been any external complaints relating to environmental matters across our operations.

## **4. Environmental Supply Chain & Sourcing Policy Building a Resilient and Sustainable Supply Network**

Our commitment to environmental preservation extends far beyond our own manufacturing facilities. As a global provider of premium rubber solutions, we actively integrate our subcontractors and suppliers into our overarching mission to fulfill our social and environmental responsibilities. We work collaboratively across our entire supply chain to reduce pollution, mitigate climate change impacts, and ensure the long-term sustainability of the communities in which we operate.

This collaborative ethos is further strengthened by our strategic industry alliances, such as our partnership with Global Enviro Pte Ltd to recover valuable materials like carbon black and graphene from end-of-life tires, and our collaboration with Stamford Tyres International to actively accelerate circular-economy practices within the global tire industry.

### **Supplier Compliance and Proactive Target Setting**

To align with GIB's corporate vision, we mandate that all our suppliers stringently comply with all applicable environmental laws, regulations, and industry standards. Furthermore, suppliers must implement highly effective management systems designed to proactively identify and eliminate potential environmental hazards before they manifest.

Moving beyond basic compliance, we require our supply chain partners to establish voluntary, measurable numerical targets. These targets must focus on optimizing the efficient use of raw materials and energy, significantly reducing water consumption and waste generation, and cutting the total volume of greenhouse gas (GHG) emissions to drive overall operational efficiency.

### **Fostering a Culture of Shared Environmental Stewardship**

We actively encourage all our suppliers to support GIB's ongoing initiatives to protect the environment and to operate responsibly through the specific products and services they deliver to us. By integrating eco-friendly materials and sustainable manufacturing practices into their operations, our partners directly support our capability to produce green innovations, such as our Supercool™™ retreads and specialized Rübtek™ masterbatches. In this regard, we strongly urge our suppliers to develop and strictly adhere to their own robust policies regarding:

- **The Responsible Use of Resources:** Emphasizing the meticulous conservation of critical inputs such as water and energy.
- **Waste Minimization and Reduction:** Focusing on recycling, material recovery, and the proactive reduction of industrial waste to support a broader circular economy framework.

## **Comprehensive Water Security and Resource Management Scope and Commitment**

At GII B, we recognize that water is a finite, indispensable resource critical to our advanced rubber compounding and retreading operations. Serving as a key component in our production activities, its responsible management is non-negotiable.

This Group-wide Water Management Plan is formally mandated across 100% of our operational sites, encompassing our state-of-the-art Nilai manufacturing plant and all administrative facilities. We are committed to optimizing water consumption, enhancing efficiency, and minimizing wastage to ensure the sustainable longevity of our operations.

### **1. Environmental Stewardship & National Resource Preservation**

As an industrial leader, GII B is acutely cognizant of its responsibility in preserving Malaysia's precious freshwater resources. Our overarching group objective is to decouple our manufacturing expansion from freshwater stress by aggressively prioritizing non-potable sources wherever possible. We enforce a strict "Freshwater-First" preservation hierarchy across all subsidiaries, ensuring that our production of premium Supercool™ and Rübtek™ compounds actively protects national water security.

### **2. Technical Mandates & Closed-Loop Innovation**

To guarantee the highest standards of water efficiency, stringent technical protocols are continuously enforced across the Group. Central to our resource optimization is the intelligent integration of our operational systems. For example, the heated cooling water generated during our intensive rubber manufacturing processes is strategically redirected to our boilers. This closed-loop methodology not only reduces the energy required to produce steam but significantly minimizes our reliance on municipal town water make-up.

Furthermore, our technical mandates require:

- **Leakage Control & Component Integrity:** A systematic maintenance program across all sites to upgrade steam-cycle and cooling components, including the mandatory installation of high-specification, zero-leakage valves to eliminate demineralized water loss.
- **Alternative Feedstock Integration:** The implementation of Rainwater Harvesting Systems (with an initial targeted storage capacity of 100,000 liters) at all feasible operational assets. This reclaimed water is prioritized for industrial reuse, equipment cooling, and landscape irrigation to offset treated municipal supply.

### 3. Circularity and Water Recycling

GIIB is committed to the 3R Principle (Reduce, Reuse, Recycle). Beyond our closed-loop boiler systems, our site managers are mandated to actively identify new opportunities for water reclamation, such as capturing cooling tower blowdown and air conditioning condensate. By redirecting treated wastewater for non-potable operational uses, we strive to maximize the lifecycle and industrial value of every single liter withdrawn.

### 4. Rigorous Governance and Site Monitoring

Effective water security requires uncompromising oversight. This plan is fully enforced across our entire distribution network and manufacturing footprint.

- **Proactive Tracking:** GIIB's water consumption is meticulously tracked on a monthly basis by our internal facility management teams using municipal utility bills. This enables management to aggressively monitor usage trends and instantly mitigate risks of localized leakage or wastage. Notably, these preventative measures ensured zero water disruptions at our plants throughout FY2025.
- **Data Governance & Executive Oversight:** All withdrawal, consumption, and discharge data is centrally recorded in our ESG Data Management System. Compliance with this plan is reviewed annually by the Board Risk Committee to ensure strict alignment with GIIB's long-term sustainability and Net Zero targets.
- **Internal Culture:** We continuously drive awareness campaigns among our workforce, fostering daily water conservation habits that support our broader optimization goals.

### Record of Compliance

At GIIB, environmental compliance is the absolute baseline of our operations. Because of our stringent monitoring systems, proactive recycling initiatives, and responsible discharge protocols, GIIB proudly reports **ZERO (0) incidents of non-compliance** regarding water discharge for the year 2025. We remain dedicated to safeguarding our ecological surroundings while continuing to engineer the world's most resilient rubber solutions.

### Human Rights, Community, & Local Employment Commitment Empowering Local Economies and Fostering Community Growth

At GIIB, we firmly believe that our global success in advanced rubber compounding and retreading is deeply rooted in the strength of our local communities.

We are uncompromisingly committed to sustainable procurement and supply chain management, consistently prioritizing local Malaysian suppliers and vendors across our operations. By sourcing materials, services, and operational support close to our main manufacturing hub in Nilai, Negeri Sembilan, and our headquarters in Petaling Jaya, we actively champion local businesses. This strategic dedication not only streamlines our supply chain and reduces our logistical carbon footprint, but it also demonstrates our unwavering commitment to driving the continuous socioeconomic growth and development of the local economy.

Beyond our industrial footprint, GIB's commitment to human rights and community empowerment is reflected in our proactive corporate social responsibility (CSR) initiatives. We view our role not merely as a global manufacturing leader, but as a dedicated and responsible community partner.

Central to this is our Local Employment Commitment, where we prioritize hiring and developing local talent to build a highly skilled, resilient workforce. Furthermore, our Group continuously participates in impactful fundraising activities and directs meaningful donations toward local charitable organizations, reinforcing our enduring pledge to uplift and support the communities that have been instrumental to our growth over the past three decades.

## **Health & Safety**

### **Occupational Health and Safety – Commitment**

As a global manufacturing leader of premium rubber solutions, including our specialized **Rübtex™** masterbatches and **Supercool™** retreads, GIB operates in an environment where precision and safety must go hand-in-hand. Our prime objective is to cultivate an uncompromisingly safe, secure, and healthy workplace for our employees, contractors, and all other stakeholders, while actively protecting the environment. Because our operations involve heavy extrusion machinery, chemical mixing, and high-temperature curing processes, particularly at our main manufacturing facility in Nilai; Health, Safety, and Environment (HSE) protocols are paramount and prioritized at every level of the Group.

This rigorous HSE policy is not limited to our direct workforce; it applies strictly to all contractors, suppliers, and visitors present on GIB premises. Our management team is deeply committed to continuous operational improvement and absolute compliance with Malaysia's core industrial safety frameworks, including the Occupational Safety and Health Act (OSHA) 1994, the Factories and Machinery Act (FMA) 1967, and the Environmental Quality Act (EQA) 1974. We strictly adhere to all applicable acts, legislations, orders, rules, and recognized codes of practice to which GIB subscribes.

To ensure safety remains a top-down priority, the GIB Board maintains active oversight on the management and mitigation of all health and safety risks. Operationally, our Plant Manager, Mr. Danny Loo, holds the overall executive responsibility for our OHS Management, ensuring our safety culture is driven from the highest levels of leadership.

### **OHS Management Strategy**

Our OHS Management Strategy is proactively designed to mitigate the specific risks inherent to the rubber compounding and retreading industry. We employ comprehensive risk management protocols, regular site audits, and continuous hazard identification across our production lines. By enforcing strict safety guidelines; from managing the thermal risks of vulcanization to the safe handling of base polymers and carbons, we ensure that our manufacturing environment remains a secure space that fosters both high productivity and employee well-being.

## OHS Training & Empowerment

We believe that a safe workplace is built on continuous education. GIB empowers its workforce with the knowledge and situational awareness required to safely navigate a heavy manufacturing environment. We consistently invest in comprehensive safety training programs, emergency response drills, and equipment handling certifications.

- **Commitment to Safety Education:** In FY2025, GIB successfully conducted 30 hours of dedicated health and safety standard training for our employees, reinforcing culture of proactive hazard prevention and environmental stewardship.

## Labour Management – Fostering a Safe and Equitable Workplace

At GIB, we recognize that our greatest asset is the dedicated workforce behind our world-class rubber compounding and manufacturing operations. Whether operating heavy extrusion machinery at our main production facility in Nilai or coordinating global logistics from our headquarters in Petaling Jaya, we are firmly committed to ensuring that all our employees and workers thrive in a safe, healthy, and highly supportive working environment.

To achieve and sustain these goals, the Group strictly upholds and promotes fair labour practices that extend far beyond baseline compliance with local Malaysian employment laws. Because our premium Supercool™ retreads and Rübtek™ technical compounds serve industries across more than 60 countries worldwide, we ensure our internal labour management aligns strictly with the highest global standards. This includes full alignment with the International Bill of Human Rights and the UN Guiding Principles on Business and Human Rights. A foundational cornerstone of this commitment is our absolute, zero-tolerance stance against any form of child labour and forced labour, ensuring ethical integrity throughout our operations and our extended supply chain.

## Human and Labour Rights – Empowering Our Workforce

GIB's dedication to fundamental human and labour rights is deeply embedded in our corporate governance and daily operations. We actively adopt and enforce labour practices that foster an inclusive, respectful, and legally compliant workplace. While we rigorously adhere to all local employment regulations, we continuously strive to elevate our internal standards to champion the ethical frameworks set forth by the international community. We fundamentally believe in empowering our employees through open dialogue, transparency, and mutual respect. In direct support of the International Bill of Human Rights and the UN Guiding Principles on Business and Human Rights, GIB fiercely protects and upholds our employees' right to freedom of association.

Furthermore, we fully recognize and support the right to collective bargaining, ensuring that our workforce maintains a formalized, unified voice without fear of discrimination or retaliation. By actively championing these rights, we cultivate a collaborative, trust-based culture that not only protects our people but continuously drives the innovation and operational excellence that define GIB Group.

## **Eliminating Excessive Working Hours & Ensuring Fair Compensation**

At GIBB, the foundation of our world-class rubber compounding and retreading operations is our people. To sustain our position as a global manufacturing leader, we recognize that peak performance requires a healthy, equitable work-life balance. Under our strict commitment to eliminating excessive working hours, we rigorously adhere to and champion local labour laws. We ensure absolute compliance with regulations governing maximum working hours, mandatory rest periods, and fair, transparent compensation. Whether our teams are operating heavy machinery within our advanced Nilai manufacturing facility or managing international logistics from our Petaling Jaya headquarters, we guarantee that our employees are protected against occupational burnout, allowing them to thrive both personally and professionally.

## **Competitive Remuneration, Living Wages, & Human Rights**

Going beyond baseline regulatory compliance is a central pillar of the GIBB corporate ethos. We actively uphold and promote fair labour practices that align fully with the highest global ethical frameworks, including the International Bill of Human Rights and the UN Guiding Principles on Business and Human Rights. Under our directive for Competitive Employee Remuneration and Benefits, we mandate total compliance with Malaysia's Minimum Wage Order 2022; but our baseline is not our ceiling.

GIBB is fiercely committed to exceeding statutory minimums to provide all our employees with a true, sustainable living wage. Because we demand premium performance in the production of our Supercool™ and Rübtek™ product lines, we believe in providing premium support in return. We continuously evaluate and enhance our remuneration and comprehensive benefits packages against top manufacturing industry standards to maintain our competitive edge, ensuring that the talent driving our global innovation is recognized, empowered, and financially secure.

## **Social Supply Chain**

### **Social Supply Chain Code and Policy Extending Ethical Integrity Across Our Global Network**

At GIBB, our commitment to ethical excellence extends far beyond the walls of our Nilai manufacturing plant and our Petaling Jaya headquarters. As a trusted global provider of premium rubber solutions - exporting to over 60 countries, we recognize that our corporate integrity is intricately linked to the conduct of our extended network. Under our Social Supply Chain Code and Policy, we firmly respect and uphold fundamental principles and human rights at work. We mandate that all our suppliers, vendors, and subcontractors adhere to these exact same rigorous ethical commitments, ensuring that the global procurement of raw materials for our Supercool™ and Rübtek™ products leaves a profoundly positive socio-economic footprint.

## Eradicating Exploitation

We maintain an absolute, zero-tolerance policy toward any form of exploitation within our supply chain. To qualify and remain as an active partner with GII B, suppliers must strictly prohibit the use of child labour in any capacity. Furthermore, partners must absolutely forbid the use of forced, bonded, indentured, or compulsory labour in any form. By enforcing these uncompromising baseline standards, GII B actively works to protect vulnerable populations; particularly within the agricultural and foundational tiers of the global natural rubber supply chain.

## Championing Equality, Representation, and Safety

GII B demands that our supply chain partners not only prevent harm but actively champion an inclusive, respectful, and secure industrial environment. We require all suppliers to:

- **Promote Equal Opportunity:** We do not tolerate any form of discrimination in employment or hiring practices, requiring our partners to foster diverse and equitable workplaces.  
**Protect Freedom of Association:** Suppliers must actively recognize and respect their employees' fundamental right to freedom of association and collective bargaining, ensuring workers have a formalized and protected voice without fear of retaliation.
- **Ensure Occupational Health and Safety:** We require comprehensive assurances that our suppliers maintain fundamentally safe, secure, and healthy work environments, mirroring GII B's own uncompromising internal occupational health and safety standards.

By holding our suppliers to these stringent principles, GII B ensures that every product we manufacture is engineered with performance, sustainability, and profound human dignity.

## Looking ahead

GII B has made some development towards formalising sustainability within our business to enhance our initiatives undertaken and our reporting structure. As we look to the future, GII B will continue to innovate and invest in sustainable practices that not only reduce our environmental impact but also create meaningful value for our customers, employees, and communities. Our ultimate goal is to build a sustainable business for generations to come.

To achieve this, we will continuously keep abreast of developments in our industry, actively and regularly engage our stakeholders, build upon our existing sustainability framework, and seek to further embed sustainable practices within our businesses so as to improve our overall sustainability performance. We are proud of our work with clients to promote sustainable economic growth in our markets. Together, with the support of our stakeholders, we will accelerate our journey toward a more sustainable and resilient future.

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	Remarks
Energy Management	Total electricity consumption	MWh	* 2,328	* -40% Reduction	* No assurance	* Data covers the Nilai manufacturing facility from January 2025 - December 2025.
Footnote 2025	Total Electricity consumption 2025 change to 2,328 MWh					
Footnote Target	Target -40% Reduction					
Footnote Assurance	Change from Internal assurance to No assurance					
Footnote Remarks	Data recover changed to January 2025 - December 2025					
Water management	Total water consumption	¥	* 35,460	* -55.7% Reduction	* No assurance	Reduction achieved through closed-loop filtration and recycling systems.
Footnote 2025	Total water consumption 2025 change to 35,460 ¥					
Footnote Target	Target -55.7% Reduction					
Footnote Assurance	Change from Internal assurance to No assurance					
Health and Safety	Number of work-related fatalities	Number	0	Maintain Zero	* No assurance	Stringent safety protocols maintained across all global operations.
Footnote Assurance	Change from Internal assurance to No assurance					
Health and Safety	Lost Time Incident Rate (LTIR)	Rate	0.00	Maintain 0.00	* No assurance	Zero lost-time injuries achieved across 349,920 total hours worked.
Footnote Assurance	Change from Internal assurance to No assurance					
Health and Safety	Total man-hours worked	Hours	349,920	N/A	* No assurance	Calculated on the workforce in our facility in Negeri Sembilan, Malaysia.

This report was generated on the Bursa Malaysia CSI Platform on 2026-04-30 17:01:38

Page 1 of 4

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	Remarks
Footnote Assurance	Change from Internal assurance to No assurance					
Anti-Corruption	Percentage of employees trained	%	80%	100% Coverage	* No assurance	Includes 85% of Management and 75% of Operational staff.
Footnote Assurance	Change from Internal assurance to No assurance					
Anti-Corruption	Confirmed incidents of corruption	Number	0	Maintain Zero Incidents	* No assurance	Zero incidents reported; 100% of workforce inducted into ABC framework.
Footnote Assurance	Change from Internal assurance to No assurance					
Diversity	Percentage of female directors	%	25%	30%	* No assurance	Board oversight remains committed to fostering leadership diversity.
Footnote Assurance	Change from Internal assurance to No assurance					
Diversity	Percentage of female employees	%	12.30%	20%	* No assurance	Ongoing initiative to increase female representation in the manufacturing sector.
Footnote Assurance	Change from Internal assurance to No assurance					
Labor Practices	Total training hours for employees	Hours	308	350	* No assurance	Includes upskilling and certification in operation, financial, and management disciplines.
Footnote Assurance	Change from Internal assurance to No assurance					
Labor Practices	Average training hours per employee	Hours	18	20	* No assurance	Covers formal OHS and skills development programs across the global workforce.
Footnote Assurance	Change from Internal assurance to No assurance					

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	Remarks
Sustainability Governance	Board oversight on ESG factors	Yes/No	Yes	Continuous Board oversight	* No assurance	The Board provides oversight on significant ESG factors through the JNRC.
Footnote Assurance	Change from Internal assurance to No assurance					
Materiality Assessment	Periodic review of material topics	Yes/No	Yes	Annual review of materiality	* No assurance	Comprehensive materiality assessment conducted with internal and external stakeholders.
Footnote Assurance	Change from Internal assurance to No assurance					
Ethical Practices	Anti-Bribery and Corruption induction	%	80%	100% Training coverage	* No assurance	Average training coverage across Management (85%) and Operational staff (75%)
Footnote Assurance	Change from Internal assurance to No assurance					

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance	Remarks
GHG emissions	Scope 1	Metric tonnes of carbon dioxide equivalents (tCO2e)	423.60	-5% YoY Reduction	* No assurance	Includes 120.6 from Diesel and 303.0 from Natural Gas usage.
Footnote Assurance	Change from Internal assurance to No assurance					
GHG emissions	Scope 2 Location-based	Metric tonnes of carbon dioxide equivalents (tCO2e)	3,183.60	-15% Reduction via VFD	* No assurance	Calculated based on grid electricity consumption of 4,200,000kWh.
Footnote Assurance	Change from Internal assurance to No assurance					

## GIIB – CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors of GIIB Holdings Bhd (“GIIB” or “the Company”) (“Board”) is committed to upholding high standards of corporate governance to safeguard the interests of shareholders and enhance the value of the Company. This Corporate Governance Overview Statement (“the Statement”) summarises the application of the Best Practices, Principles and Recommendations of the Malaysian Code on Corporate Governance (“MCCG”) throughout the financial period ended 31 December 2025 (“FY 2025”).

This Statement is prepared in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad (“Bursa Securities”) (“MMLR”) and it is to be read together with the Corporate Governance Report 2025 of the Company (“CG Report”) which can be found on the Company’s website at [www.giibworld.com](http://www.giibworld.com). The CG Report provides details of the Company’s application and departures, including alternative practices of the principles and recommendations of MCCG.

In general, the Company has complied with all material aspects of the principles set out in the MCCG in FY2025 to achieve the intended outcome.

### PRINCIPLE A – BOARD LEADERSHIP AND EFFECTIVENESS

The Board is the principal governing body of the Company and each Director is appointed to hold strict responsibility and accountability to shareholders for the management of business and strategic directions of GIIB. The Board is also committed to take full responsibility for the Company’s overall corporate governance practices and standards.

#### Board Charter

In performing its duties, the Board is guided by its Board Charter that sets out the roles, responsibilities, compositions, principles, powers, board committee, board meeting procedures, amongst others. The governing principles laid out in the Board Charter are scripted to regulate not only the Board’s conduct, but also each individual directors, C-Suite Executives, Company Secretary and other matters reserved for Board approval. The Board Charter can be viewed on the Company’s website at [www.giibworld.com](http://www.giibworld.com).

#### Roles and responsibilities of the Board

The Board’s main roles are to create long-term value for its shareholders and various stakeholders, and provide leadership to the Group. The Board is primarily responsible for the overall corporate governance of the Group including reviewing, adopting and approving the Group’s overall strategic direction, business plans, key operational initiatives, annual budget, major acquisitions or disposal of undertakings, capital commitments and funding decisions. Further, the Board also oversees the conduct and sustainability of the Group’s business, assuming the responsibility for succession planning, reviewing the risk management process and internal control systems to minimise the downside risk for the Group in its business endeavours and to ensure compliance with relevant rules and regulations.

#### Board Composition

The Board comprises individuals with diverse experience, skills, and expertise, ensuring effective leadership and oversight of the Company’s strategic direction. As of 31 December 2025, the composition of the Board is in line with Paragraph 15.02 of the MMLR, which requires at least one-third of the Board to be independent.

The independent non-executive directors have met the independence criteria as prescribed under the MMLR and MCCG. Their independence is crucial to ensure that the Board functions in an objective manner.

### **Responsibilities of the Chairman and Chief Executive Officer (CEO)/Executive Directors (EDs)**

The role of the Chairman and the CEO/EDs are distinct and separate to ensure there is balance of power and authority. The Chairman of the Board is an Independent Non-Executive. He is responsible for the leadership, effectiveness, conduct and governance of the Board. He also holds the responsibility of ensuring that the Board works in line towards meeting the overall business strategies.

The Chairman is not a member of any Board Committee to ensure there is proper check and balance as well as objective review by the Board. The Board acknowledges that having the same person assume the positions of Chairman of the Board and Chairman of the Board Committees gives rise to the risk of self-review and may impair the objectivity of the Chairman and the Board when deliberating on the observations and recommendations put forth by the Board Committees.

### **Role of the CEO and ED**

The CEO and ED are responsible for the day-to-day management of the entire Group and its businesses and implementation of the Board's policies and decisions. The CEO and ED are accountable to the Board for all the decisions and activities relating to all matters affecting the operations, management, performance, strategies of the business, staffing of the Company and/or Group and for the procedures in financial and other matters including conduct and discipline; except for matters reserved for the Board's approval. The CEO and ED are appointed to undertake the duty to lead the business, drive and implement the Company's strategic direction and initiatives.

### **Role of the Independent Directors**

Our Independent Directors are responsible in providing impartial and objective views, consideration, advice, judgement and ensures that discretion exercised by the Board in decision making remain objective and independent whilst assuring the interest of the Company is protected and the interest of other parties such as minority shareholders are addressed and adequately protected as well as being accorded with due consideration. The Independent Directors provide a check and balance to the Board's decisions and strategies.

### **Role of the Company Secretary**

Our Company Secretary is responsible for ensuring that all the Company's statutory records are properly maintained at the registered office, all relevant reports and data are filed accordingly. The Company Secretary plays a key role in advising the Board on matters relating to legislation, regulation, directors' responsibilities, obligations and duties to Bursa Securities, restrictions and disclosures, corporate governance and other secretarial matters.

The Board is supported by a suitably qualified Company Secretary who provides advisory services, particularly on applicable governance best practices, corporate administration and Board processes to facilitate overall compliance with the MCCG, Companies Act 2016 and applicable laws and regulations. All Directors have unrestricted access to the advice and services of the Company Secretary when necessary. The Company Secretary attends all Board and Board Committee meetings to witness and ensure that meeting agendas are properly convened and accurately recorded.

### Tenure of Independent Director

The tenure of an Independent Director shall not exceed a cumulative term of nine (9) years. However, upon completion of the nine (9) years tenure, the Independent Director may continue to serve the Board subject to the Director's re-designation to a Non-Independent Director. In the event the Director is to remain designated as an Independent Director, the Board shall first justify and obtain shareholders' approval on a year to year basis through a two-tier voting process.

The Board recognises that the limit of the tenure may cause loss of experience and expertise that are important contributors to the efficiency of the Board. As such, the overall performance of the relevant Board member will be assessed by the Joint Nomination and Remuneration Committee upon completion of his/her nine-year tenure. If there is a strong justification for the Board member in question to remain as an Independent Director, then the Board will justify and recommend the same to the shareholders for their approval.

In reference to above stated, currently, none of the Company's Independent Director has served a tenure of more than nine (9) years consecutively.

### Board Meetings and Time Commitment

The Board meets at least four (4) times a year at quarterly intervals with additional meetings convened where necessary to deal with urgent and important matters that require the attention and/or approval of the Board.

During FY 2025, nine (9) Board meetings were held. Based on the attendance by Directors who held office during FY 2025, the Board is satisfied with the level of time commitment of the Directors towards fulfilling their roles and responsibilities as Directors. The record of attendance of the Directors at Board meetings and various Board Committees' meetings for FY 2025 is disclosed in the table below:-

Name of Director	Board	ARMC	JNRC
Dato' Sri Hj Wan Adnan Bin Wan Mamat	8/9	-	-
Tai Qisheng	9/9	-	-
Tai Qiyao	9/9	-	-
Choo Kee Siong	9/9	-	-
H'ng Boon Keng	9/9	11/11	1/1
Datuk Firmansyah Aang Bin Muhamad	8/9	10/11	1/1
Jung Hee Won	8/9	9/11	1/1

All the Directors do not hold directorships more than that prescribed under the MMLR.

In FY 2025, all the Directors attended more than the minimum of 50% of Board meetings held as stipulated under paragraph 15.05 of the MMLR. Additionally, in between Board meetings, the Directors also approved various matters requiring the sanction of the Board by way of circular resolutions supported with relevant information and explanations to form the basis of the decision. This information enabled the Board to make informed decisions. All circular resolutions approved by the Board are tabled for notation at the subsequent Board meeting.

If a Director has a conflict of interest in a matter to be considered by the Board, which the Board has determined to be material, the matter will be dealt with at a Board meeting rather than a written resolution. All Directors facing conflicts of interest will recuse themselves from discussions and decisions involving the issues of conflict, and shall abstain from voting as Directors on the relevant matters.

### **Access to information and advice**

Meetings of the Board, Board Committees and Annual General Meetings are scheduled in advance prior to each financial year to enable all the Directors to plan and coordinate their availability. The Directors receive notices of meetings typically at least five (5) business days prior to the date of the meeting, setting out the agenda for the meetings, complete with a full set of meeting papers sent via email and hardcopy. The meeting papers provide sufficient details of matters to be deliberated during the meeting and the information provided therein is not confined to financial data but includes non-financial information, both quantitative and qualitative, which are deemed critical for the Directors' knowledge and information in arriving at a sound and informed decision. Where necessary, senior management and/or external professionals are invited to attend these meetings to clarify and/or explain matters being tabled.

Minutes of Board meetings together with decisions made by way of resolution passed are duly recorded and properly kept by the Company Secretary.

The Board also perused the recommendations deliberated by the Board Committees through their respective minutes of meetings and through the briefing by the Chairman of the respective Board Committees. The Chairmen of the respective Board Committees is responsible for informing the Board at the Board meetings of any salient matters noted by the Board Committees and which may require the Board's direction or decision. Minutes of Board and Board Committees meetings are circulated in a timely manner for comments. Action items are highlighted for follow-up by Management.

The Board and Board Committee materials and information such as agenda, minutes, Board papers and other respective documents where relevant containing details and updates on operations, financials, investments and corporate developments are delivered prior to the meeting to all Directors. Thus, allowing sufficient time for all Directors to study and understand the related material and obtain further information and clarification from the management on the issues to be deliberated. In the event that there is a potential conflict of interest, it is mandatory practice of the Director concerned to declare his/her interest and abstain from any Board decisions and/or voting.

The Board members have access to the advice and services of the Company Secretary and senior management for the purpose of the Board's affairs and the business. The Board, whether as a full Board or in their individual capacity, in the furtherance of their duties and responsibilities, may seek independent professional advice at the Company's expense.

### **BOARD COMMITTEES**

The Board established the following Board Committees to assist in carrying out its duties and responsibilities and delegates certain functions to these Board Committees to assist in the execution of its responsibilities:-

- i. Audit and Risk Management Committee ("ARMC"); and
- ii. Joint Nomination and Remuneration Committee ("JNRC").

The Board Committees operate under clearly defined Terms of Reference ("TOR") approved by the Board. The TORs of the respective Board Committee are periodically reviewed and assessed to ensure that the respective TORs remain relevant and adequate in governing the

functions and responsibilities of the committee concerned and reflect the latest developments in the MMLR and the MCCG.

The Chairmen of the respective Board Committees reports to the Board on the outcome of the Board Committees' meetings and issues, of which the next course of action and decision will ultimately be the responsibility of the Board.

#### **Audit and Risk Management Committee**

During FY 2025, the ARMC comprises three (3) Independent Non-Executive Directors and operates under clearly defined TOR. The ARMC is entrusted with the responsibility of overseeing and assisting the Board in fulfilling its regulatory obligations in the areas of financial reporting, internal control systems, risk management, internal and external audit functions. The ARMC is also responsible in reviewing its TOR, so that it remains relevant and reflects the changing legal, regulatory and ethical standards of the industry. Details of the ARMC could be found in the ARMC Report in this Annual Report.

#### **Joint Nomination and Remuneration Committee**

During FY 2025, the JNRC comprises three (3) Independent Non-Executive Directors. One (1) meeting was held during FY 2025. Details of attendance of each member of the JNRC who held office during FY 2025 are shown in the section on 'Board Meetings and Time Commitment'.

#### **Authority, duties and responsibilities of the JNRC**

The JNRC is governed by its TOR which is available on the Company's website at [www.giibworld.com](http://www.giibworld.com).

#### **Summary of Activities of the JNRC**

During FY 2025, the main activities carried out by the JNRC included the following:-

- (i) Reviewed proposed changes in terms of composition of the Board, and the roles of proposed new Directors.
- (ii) Reviewed the profiles of a list of candidates for the positions of Independent Directors of the Company, and endorsed their remuneration packages.
- (iii) Reviewed and deliberated on the proposed revision to the remuneration packages of the Executive Directors and Independent Directors.
- (v) Recommended the re-election of retiring Directors.
- (vi) Reviewed and assessed the required mix of skills, expertise and experience required by the Board and of the individual Directors and members of the Board Committees.
- (vii) Evaluated the effectiveness of the Board as a whole, the Board Committees, and the contribution of each individual Director by undertaking an evaluation process involving self-assessment by individual Directors.
- (viii) Ensure there must be no potential conflict of interest that the Independent Directors could have with the Company as they had not entered into any contract or transaction with the Company and/or its subsidiaries within the scope and meaning as set forth under Paragraph 5 of Practice Note 13 of the MMLR.
- (ix) Evaluated the independence of the Independent Directors.
- (x) Evaluated the term of office, competency and performance of the ARMC and its members as a whole.

#### **Appointment of Board and Senior Management**

The NRC is responsible for the nomination and election process of new Directors and to evaluate the balance of skills, knowledge, experience and diversity on the Board, and, in light of this evaluation, prepares a description of the role and capabilities required for a particular appointment. In identifying suitable candidates, the NRC shall:

- (i) consider candidates from a wide range of backgrounds;

- (ii) consider candidates on merit, against objective criteria with due regard for the benefits of diversity on the Board, including gender; and
- (iii) ensure that once appointed, appointees have enough time available to devote to the position of director.

For the appointment of a Chairman, the NRC shall consider the expected time commitment. The proposed Chairman's other significant commitments are also disclosed to the Board before the appointment, and any changes thereto is reported to the Board.

Prior to the appointment of a director, the proposed appointee shall be required to disclose any other business interests that may result in a conflict of interest in relation to the Company, and shall be required to report any future business interests which may develop post-appointment, that could result in a conflict of interest. Conflict of interest should be avoided to prevent potential damage to personal and the Group's interest and reputation.

During FY 2025, the Board has taken into account the assessment by the NRC and is satisfied with the mix of skills and board composition level, therefore, no new Director is sourced and appointed to the Board. In the event that a candidate is required for the appointment of director, the NRC will use variety of approaches and sources to ensure that it identifies that most suitable candidate and would not limit themselves solely on the recommendations from existing Board members, management or major shareholders.

#### **Re-election of Directors**

Clause 94 of the Company's Constitution provides that 1/3 of the Directors for the time being or if their number is not 3 or a multiple of 3, then the number nearest to 1/3, shall retire from office by rotation at an annual general meeting ("AGM") of the Company provided always that all Directors shall retire from office at least once in every three (3) years but shall be eligible for re-election. Clause 101 of the Company's Constitution further provides that any newly appointed director shall hold office only until the next following AGM of the Company and shall be eligible for re-election but shall not be taken into account in determining the retirement of directors by rotation at such meeting. Dato' Sri Hj Wan Adnan Bin Wan Mamat and Mr. Tai Qisheng are standing for re-election as Directors of the Company at this forthcoming AGM.

#### **Remuneration of Directors and Senior Management**

The JNRC, which consists exclusively of Independent Non-Executive Directors, assists the Board on matters relating to the development, establishment, review and revision, and implementation of policies and procedures on the remuneration of Directors and Senior Management personnel.

Directors' remuneration is aligned with the business strategy and long-term objectives of the Group and complexity of its activities. The remuneration packages for the CEO and ED are structured to reflect the demands of the Group's operations as well as the talent pool, and to link rewards to corporate and individual achievements comprising both fixed and variable elements. The remuneration packages reflect the scale and complexity of both the business and the role, and have to be competitive with the market. EDs are not involved in deciding their own remuneration.

The remuneration packages for Non-Executive Directors comprise fixed fee and meeting allowances which are not linked to the financial results. The remuneration packages are structured to reflect the responsibilities, experience required and time demanded in discharging their duties and responsibilities. Where applicable, the Board also takes into consideration any relevant information from survey data. The remuneration payable to Non-Executive Directors is subject to shareholders' approval at the AGM of the Company and Directors who are also shareholders will abstain from voting at the AGM to approve their own remuneration.

All Executive and Non-Executive Directors are subject to annual performance assessments, serving the bases to determine their variable compensation and other respective benefit-in-kind payments.

The Company has not applied Practice 4.4 of the MCCG. However, the Board is mindful that setting sustainability targets require the Company to carefully examine the attainability of the targets, which should be weighed against the Company's ambitions and goals. And as such, a comprehensive study is required to ensure that the key performance indicators set for the Senior Management and Board evaluation are appropriate, measurable and aligned to the Company's long-term sustainability strategy. The evaluation of such actions has yet to be embedded in the annual performance evaluation of the Board and Senior Management.

All the respective principles and framework are outlined in the JNRC's TOR which can be viewed on the Company's website at [www.giibworld.com](http://www.giibworld.com).

Details of the aggregate remuneration of the Directors of the Company during FY 2025 are categorised as follows:

Name of Director	Fees	Remuneration	Other emolument	Total
	RM '000	RM '000	RM '000	RM '000
<b>Non-Executive Directors</b>				
Dato' Sri Hj Wan Adnan Bin Wan Mamat	180	-	-	180
Choo Kee Siong	108	-	-	108
H'ng Boon Keng	180	-	-	180
Datuk Firmansyah Aang Bin Muhamad	180	-	-	180
Jung Hee Won	108	-	-	108
<b>Executive Directors</b>				
Tai Qisheng		660	266	926
Tai Qiyao		450	183	633

The remuneration for the Senior Management are as follows:-

The Company has not applied Practice 8.2 of the MCCG. The Board is of the view that it would not be in the best interest of the Group to make detailed disclosure of the top five Senior Management personnel's remuneration with various components on a named basis in view of the competitiveness in the employment market. The Board therefore would like to maintain the confidentiality of these personnel's remuneration details.

Range of Remuneration (RM)	Number of Senior Management
100,001 to 150,000	1
150,001 to 200,000	0
200,001 to 250,000	0
250,001 to 300,000	1
<b>Total</b>	<b>2</b>

The Board nonetheless strives to ensure that the remuneration package of the Senior Management of the Group is reviewed annually during the Company's annual performance review and measured against the targets set for the financial period and that the remuneration package of the Senior Management is fair and commensurate with the performance of the Company and the contributions made by the Senior Management.

Equally important, the Board also strives to ensure that the remuneration package of the Senior Management of the Group is able to retain and motivate the Senior Management to excel in their respective roles as well as attract qualified personnel from outside to join the Group.

The adjustment in the senior management's remuneration is based on the financial performance of the Company and the performance of the individual staff.

### **Directors' Training**

The Board regards Directors' training and development as a vital anchor for all members of the Board to keep abreast with the subjects of regulatory changes and corporate governance so that they can relay their duties effectively. Most of the Directors have successfully completed both the Mandatory Accreditation Programme I and II as required by Bursa Securities.

The Directors made time to attend external training programmes to equip themselves with the knowledge to discharge their duties more effectively and to keep abreast of developments on a continuous basis in compliance with paragraph 15.08 of the MMLR.

Details of training programmes and seminars attended by the current Directors during FY 2025 are as follows:

<b>Name of Director</b>	<b>Training</b>	<b>Date</b>
Dato' Sri Hj Wan Adnan Bin Wan Mamat	Mandatory Accreditation Program 2 (MAP 2)	9-10 September 2024
Tai Qisheng	Mandatory Accreditation Program 2 (MAP 2)	6-7 August 2024
	Sustainability Reporting with IFRS Based on the National Sustainability Reporting Framework (NSRF)	15 July 2025
Tai Qiyao	Mandatory Accreditation Program 2 (MAP 2)	6-7 August 2024
	Family Business Succession Planning Workshop	12 November 2024
	Sustainability Reporting with IFRS Based on the National Sustainability Reporting Framework (NSRF)	15 July 2025
Choo Kee Siong	Mandatory Accreditation Program (MAP)	14-15 August 2024
	Mandatory Accreditation Program (MAP 2)	5-6 May 2025
H'ng Boon Keng	Mandatory Accreditation Program (MAP 2)	6-7 August 2024
	ICDM - E-Invoicing Essentials For Board of Directors: Navigating The New Compliance Landscape	17 February 2025
	MIA Townhall 2024/2025 (Session 12)	17 February 2025
	MIA Case Study Based MFRS Webinar - Navigating MFRS Update - Impact Assessment & Financial Statements Preparation	19 May 2025
	ICDM BMRC & Networking - Governance in an Era of Trade Uncertainty: Navigating Tariff Risks and Opportunities	25 July 2025
	MIA Webinar - SST Scope Expansion 2025 - What You Must Know	30 September 2025
	MPERS: Insight Into IFRS For SMEs Accounting Standard	14 October 2025
	Malaysia Institute of Management-From Theory to Action: Conflict of Interest Fundamentals. Strategies & Case Study	30 October 2025
	MIA Townhall 2025/2026 (Session 1)	5 November 2025
	Securities Commission -Audit Oversight Board Conversation with Audit Committee	11 November 2025

Name of Director	Training	Date
Datuk Firmansyah Aang bin Muhamad	Mandatory Accreditation Program 2 (MAP 2)	26-27 August 2024
Jung Hee Won	Mandatory Accreditation Program 2 (MAP 2)	12-13 August 2024

### Code of Conduct and Business Ethics

The Directors observe the Company Directors' Code of Ethics promulgated by the Companies Commission of Malaysia, which governs the underlying core ethical values and commitment to lay standards of integrity, transparency, accountability and corporate social responsibility to be followed by the Directors in their business dealings. The Board will periodically review and reassess the adequacy of the Code, and make such amendments to the Code as the Board may deem appropriate. The *Code of Conduct for Directors and Employees* is available on the Company's website at [www.giibworld.com](http://www.giibworld.com).

### Whistleblowing Policy and Procedures

The Company has established and adopted a *Whistleblowing Policy*, which can be found on the Company's website at [www.giibworld.com](http://www.giibworld.com).

The Policy provides employees with proper reporting channels and guidance to disclose any wrongdoing or improper conduct relating to malpractices, unlawful conducts, any violation of established written policies. The Whistleblowing Policy is also to ensure that fair treatment is provided to both the whistle-blower and the alleged wrongdoer when a disclosure of improper conduct is made. A disclosure of improper conduct can be made in verbal or in writing. The implementation of the policy enables better transparency and accessibility to our stakeholders to report any misconduct that may occur within the Group.

### Anti-Bribery and Corruption Policy

The Group has established an *Anti-Bribery and Corruption Policy* which prohibits all forms of bribery and corruption practices. The Group adopts a zero-tolerance approach to bribery and corruption in all its forms. It is committed to conducting business free from any acts of bribery or corruption in upholding high standards of ethics and integrity.

### Commitment to Environment, Social and Corporate Governance ("ESG")

The Board is the ultimate authority over the Group's sustainability strategy and governance, reviewing and approving all sustainability-related policies and initiatives. The Management reports its progress to the Board on a half yearly basis in relation to the Group's sustainability initiatives and the holistic approach taken to identify and manage the material sustainability matters that represent our ESG risks and opportunities.

### Board Diversity

The Board recognises that gender diversity together with equitable representation at the Board level is an essential element of good governance and a critical attribute of a well-functioning board and for maintaining a competitive advantage. A diverse Board enhances decision-making capability and is more effective in dealing with organisational changes.

The Company has not applied Practice 5.9 and Practice 5.10 of the MCGG. The Board takes cognisance of the best practices recommended under the MCGG to have at least 30% female Directors and endeavours to improve the number of women directors on the Board, based on pre-determined skill sets and competencies although the specific targets on gender diversity for the Company was not set.

In assessing the Board and Senior Management's composition and Board effectiveness, the Board accords due consideration to gender diversity, required mix of skills, experience,

independence and other qualities, including core competencies, commitment, integrity and/or other commitments to the Board. The Board is of the view that the suitability of potential candidates for the Board is dependent on the candidate's competency, skills, experience, expertise, character, time commitment, integrity and other qualities in meeting the needs of the Company, regardless of gender. There is currently one female Director on the Board.

### **Annual Evaluation of the Board**

The Board and Board Committees were assessed collectively, based on structure, processes and responsibilities. An annual assessment of the Board's effectiveness as a whole and the contribution of each individual Director was carried out using customised questionnaires completed by each Director. The individual Directors self-assessed their commitment, integrity, skills, contribution, performance, character and personality, conflict of interest ("COI"), as well as understanding of the Group's ESG strategy. The results of the self-assessment by Directors and the Board's effectiveness as a whole were tabled to the NRC and the Board for review.

The criteria for Director's evaluation cover areas such as contributions to interaction, COI, roles and responsibilities and quality of input to enhance the Board's effectiveness. For Board and Board Committee assessment, the criteria include board structure and operations, their roles and responsibilities, succession planning and board governance.

The Board studied the results of evaluation and is generally satisfied with its current size, composition as well as the mix of skill sets and the independence of its Independent Non-Executive Directors.

The Board has also assessed the independence of the Independent Non-Executive Directors, taking into account the individual Director's ability to exercise independent judgment at all times and their contribution to the effective functioning of the Board, COI and is satisfied with the level of independence demonstrated by all the Independent Non-Executive Directors and their ability to act in the best interest of the Company.

Based on the assessment carried, the Board is satisfied with the level on independence demonstrated by all the Independent Directors and their ability to act in the best interests of the Company. The Independent Directors are not employees and they do not participate in the day-to-day management of the Group. They bring an external perspective, constructively challenge and help to develop proposals on strategy, scrutinising the performance of Management in meeting approved goals and objectives and monitor the risk profile of the Company's business and the reporting of quarterly business performance.

## **PRINCIPLE B – EFFECTIVE AUDIT AND RISK MANAGEMENT**

### **Audit and Risk Management Committee**

The ARMC consists exclusively of Independent Non-Executive Directors. The authority, duties and responsibilities of the ARMC and the summary of the work carried out to discharge its duties for FY 2025 are set out in the ARMC Report in this Annual Report.

### **Suitability and Independence of External Auditors**

The external auditors report to the ARMC in respect of their audit on each year's statutory financial statements on matters that require the attention of the ARMC. At least once a year, the ARMC will meet with the external auditors without the presence of the management.

The external auditors declared their independence annually to the ARMC as specified by the By-Laws issued by the Malaysian Institute of Accountants, in their annual audit plan presented to the ARMC. The ARMC also ensures that any provision of non-audit services by the external auditors are not in conflict with their role as auditors.

The Company has a policy requiring any former key audit partner to observe a cooling-off period of at least three (3) years before being appointed as a member of the ARMC. This policy is included in the TOR of the ARMC. The ARMC annually assesses the audit quality, suitability, objectivity, effectiveness and independence of the external auditors.

For FY 2025, the ARMC has assessed the performance, competency, independence, technical capabilities and resource sufficiency of the external auditors. Based on the assessment, the ARMC was satisfied with the independence and performance of the external auditors and recommended to the Board to put forth a proposal for their re-appointment at the forthcoming 21st AGM of the Company.

### **Risk Management and Internal Control Framework**

The Board has established a risk management framework that outlines the Group's risk management system and defines Management's responsibilities. The Group's risk appetite and risk tolerance are managed via limits to approving authority incorporated into the Group's policy and procedures manuals. Details of the framework are set out in the Statement of Risk Management and Internal Control in this Annual Report.

The Board has delegated the overall responsibility for reviewing and monitoring the adequacy and integrity of the Group's risk management and internal control framework to the ARMC. The ARMC is supported by the Risk Management Committee ("RMC") and the internal auditors.

The RMC assists the ARMC to identify, assess, mitigate and monitor critical risks highlighted by business units and implements risk management policies and strategies approved by the Board. The internal auditors undertake the internal audit function, assists the ARMC to review, evaluate and monitor the effectiveness of the Group's governance, risk management and internal control processes.

The Statement on Risk Management and Internal Control as set out in this Annual Report provides an overview of the management of risks and state of internal controls within the Group.

### **Internal Audit Functions**

The Board has outsourced the Company's internal audit function to a professional firm, Forvis Mazars Advisory Sdn Bhd ("Forvis" or "Internal Auditors") who reports directly to the ARMC. The Internal Auditors provide an independent evaluation of the effectiveness and adequacy of the Company's system of internal control and risk management. The Internal Auditors' report pertaining to audit findings on possible weaknesses within the systems of control is evaluated by the ARMC, and subsequently table the internal audit plan for management discussion and final recommendations for Board's approval.

The function of the Internal Auditors and the work carried out to discharge its duties for FY 2025 are set out in the ARMC Report in this Annual Report.

Compliances concerning risk recognition and management and a detailed report of the ARMC for FY 2025 is set out separately in this Annual Report.

## **PRINCIPLE C – INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS**

### **Communication with Stakeholders**

The Board recognises the importance of transparent and timely communication with our shareholders, stakeholders and prospective investors. It is the Company's responsibility to provide sufficient and accurate information to enable shareholders to make informed decisions with respect to the Company's business, policies, environment and social responsibilities.

The Company communicates with shareholders, other stakeholders and the public through various channels including announcements to Bursa Securities, quarterly financial results, annual reports and where appropriate, circulars and press releases, at shareholders' general meetings, analysts and media briefings and in the Company's website at [www.giibworld.com](http://www.giibworld.com). In addition, interviews conducted from time to time by local journalists with the management team are reported in the local newspapers and information on the Group and its business activities are also available on the Company's website at [www.giibworld.com](http://www.giibworld.com).

The Company's website incorporates an Investor Relations section which provides all relevant information on the Company and is accessible by the public. This Investor Relations section enhances the Investor Relations function by including analyst reports, all announcements made by the Company, annual reports as well as the corporate and governance structure of the Company.

The Company will continue to leverage technology to broaden its channel of dissemination of information and to enhance the quality of engagement with shareholders.

### **Conduct of General Meetings**

The Company's AGM remains the principal forum of communication and open dialogue with the shareholders of the Company. All Directors, Chairmen of the Board and Board Committees including the Company Secretary, management team, external and internal auditors are expected to be present to provide an opportunity for all parties to interact directly in person. Questions and answer sessions are also held during AGMs or other general meetings wherein the Directors, Company Secretary and the external auditors are available to answer questions raised by the shareholders. This enables shareholders to extend their queries directly and gain insights of the Company's business, financial position and plans moving forward. The Company will continue, through these general meetings, to conduct

effective communication and receive constructive feedback from the Company's shareholders and stakeholders.

In compliance with the MCGG, the Company gives its shareholders 28 days' notice prior to the AGM, so as to give sufficient time to shareholders to consider the resolutions that will be discussed and decided at the AGM. The notice of AGM also provides detailed explanation for each resolution proposed to enable shareholders to make informed decisions in exercising their voting rights.

In line with the MMLR, voting at all general meetings are conducted by poll as poll voting reflects shareholders' views more accurately and fairly as every vote is properly counted in accordance with the one share, one vote principle. An independent scrutineer is appointed to observe the polling process and to tabulate the polling results.

Both this Statement and the CG Report were approved by the Board on 29 April 2026.

## ADDITIONAL COMPLIANCE INFORMATION

### Audit Fees and Non-Audit Fees

The amount of audit and non-audit fees paid and payable by the Company and Group to the Company's external auditors or firm affiliated to the external auditors' firm for the financial period ended 31 December 2025 are as follows:

	Company RM	Group RM
Audit services	158,000	300,500
Non-audit services	7,000	7,000
<b>Total</b>	<b>165,000</b>	<b>307,500</b>

### Material Contracts

There were no material contracts entered into by the Company and its subsidiaries involving the Company's Directors' and/or major shareholders' interests, either still subsisting at the end of the financial period ended 31 December 2025, or which were entered into since the end of the previous financial year.

### Utilisation of Proceeds

There were no proceeds raised from corporate proposals during the financial period under review.

### Related Party Transactions

There were no related party transactions during the financial period under review.

### Disclosure of Financial Data for Syariah Screening

Pursuant to Paragraphs 9.25A and 9.41(b) of the Main Market Listing Requirements, below are the financial data that are relevant for purpose of Shariah screening by the Shariah Advisory Council of the Securities Commission Malaysia. These include financial data on Shariah non-permissible income arising from the Group's business activities and interest-based financial position.

#### (a) Group Total Income and Total Assets

	Remarks	Group	
		2025 (RM)	2024 (RM)
<b>Total Income</b>			
Revenue		59,617,067	59,470,348
Other income		19,153,644	649,434
Interest income		659,926	1,037
<b>Total</b>		<b>79,430,637</b>	<b>60,120,819</b>

**(b) Business Activities**

Shariah Non-Compliant Activities	Remarks	Group	
		2025 (RM)	2024 (RM)
Non-Islamic religious products and services	Conventional	78,770,711	60,119,782
Interest income	Conventional	659,926	1,037
<b>Total</b>		<b>79,430,637</b>	<b>60,120,819</b>

**(c) Component of Financial Position****(i) Cash Component**

Islamic Account/Instruments	Remarks	Group	
		2025 (RM)	2024 (RM)
Cash and bank balances (exclude cash in hand)		626	29,675
<b>Total Cash</b>		<b>626</b>	<b>29,675</b>

Conventional Account/Instruments	Remarks	Group	
		2025 (RM)	2024 (RM)
Cash and bank balances (exclude cash in hand)		154,791	689,935
Deposits with licensed bank		105,426	1,482,728
<b>Total Cash</b>		<b>260,217</b>	<b>2,172,663</b>

## (ii) Debt Component

Islamic Account/Instruments	Remarks	Group	
		2025 (RM)	2024 (RM)
Term financing	Current	2,025,397	2,000,000
Trade financings	Current	2,498,636	2,222,462
Term financing	Non-Current	3,676,608	1,895,833
<b>Total Cash</b>		<b>8,200,641</b>	<b>6,118,295</b>

Conventional Account/Instruments	Remarks	Group	
		2025 (RM)	2024 (RM)
Term loans	Current	4,770,427	2,280,060
Hire purchase payable	Current	47,111	-
Bank overdraft	Current	1,981,672	2,012,801
Trade financings	Current	823,029	-
Term loans	Non-Current	2,169,758	-
Hire purchase payable	Non-Current	145,906	-
<b>Total Cash</b>		<b>9,937,903</b>	<b>4,292,861</b>

## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

The Board of Directors of GIIB Holdings Berhad (“the Company”) is pleased to present the Report of the Audit and Risk Management Committee of the Company (“ARMC”) for the financial period from 1 July 2024 to 31 December 2025 (FY 2025).

### Membership and Meetings

#### Chairman

H'ng Boon Keng (Resigned on 31 Jan 2026)

#### Members

Datuk Firmansyah Aang Bin Muhamad  
Jung Hee Won (Resigned on 06 Feb 2026)

During FY2025, the ARMC comprises 3 members, all of whom are Independent, Non-Executive Directors. The Chairman of the ARMC is a qualified accountant and a member of the Malaysian Institute of Accountants. The composition complies with the MMLR.

### 1. TERMS OF REFERENCE

The ARMC operates in accordance with its Terms of Reference (“TOR”), which can be viewed on the Company's website at [www.giibworld.com](http://www.giibworld.com).

### 2. MEETINGS

The ARMC held 11 meetings during FY 2025 and had accordingly complied with the frequency of meetings requirement under its TOR. The attendance of each member who was in office during the financial period, is as follows:-

Name of Director	Designation	Meetings Attended
H'ng Boon Keng	Chairman	11/11
Datuk Firmansyah Aang Bin Muhamad	Member	10/11
Jung Hee Won	Member	9/11

The Executive Directors, together with the members of the Management were invited to attend the ARMC meetings particularly to provide clarification on audit and risk related issues and to report on the operations.

The ARMC chairman reports the proceedings of the ARMC meetings to the Board after every ARMC meeting. Minutes of the ARMC meetings are circulated to all members of the Board and significant issues are brought up and discussed at Board meetings.

### **3. SUMMARY OF ACTIVITIES CARRIED OUT BY THE ARMC**

The ARMC carried out the following activities during FY 2025:-

#### **Financials**

The ARMC, in accordance with its Terms of Reference, carried out the following activities during the financial period under review:-

- a. Reviewed the unaudited consolidated quarterly financial results and audited consolidated financial statements and made suitable recommendations thereon to the Board for their adoption prior to their release to Bursa Securities;
- b. Reviewed the Directors' Statement on Internal Controls and recommended to the Board for approval; and
- c. Reviewed the internal audit reports prepared by the internal auditor, addressed the issues that arose from the said reports and reported to the Board.

#### **Matters relating to external auditors**

- a. Reviewed the audit planning memorandum in respect of the audit for the financial statements of the Company and Group for FY 2025 presented by the external auditors.
- b. Discussed with the external auditors the impact of new accounting standards issued by the Malaysian Accounting Standards Board on the Group's financial statements;
- c. Met with the external auditors without the presence of Executive Directors and the management to discuss the overall assessment of the Group, to ensure that issues, if any, are brought to the attention of the ARMC and to provide the external auditors with an avenue to express any concerns they may have.
- d. Discussed with the external auditors, the Group's audit, the auditors' responsibilities, scope of audit work and areas of audit emphasis in respect of the Group's financial statements.
- e. Reviewed the external auditor's audit findings and accounting issues and reported to the Board;
- f. Assessed and evaluated the performance, independence, technical competency and objectivity of the external auditors, reviewed their audit and non-audit fees and recommended to the Board for approval on their re-appointment as the statutory auditors of the Company for FY 2025 subject to shareholders' approval.

## **Matters relating to internal auditors**

- a. Reviewed and approved the internal audit annual plan for years 2025 and 2026 to ensure adequate scope and coverage of the Group's activities based on identified and assessed key risk areas.
- b. Reviewed the internal audit report, including management's responses to the observations raised by the internal auditors, and action plans to be implemented by the management on the issues reported. During the ARMC meetings, discussed significant reported matters with management together with the internal auditors to reaffirm a common understanding of the issues and management's commitment to improve the current system of internal control to address the issues.

## **4. INTERNAL AUDIT FUNCTION**

The Company recognised that internal audit function is essential in ensuring the effectiveness of the Group's systems of internal control and is an integral part of the risk management process. The internal audit function for the Group has been outsourced to an external consultant who performs independent review of the Group's key processes and control system that are in place.

The internal audit activities were carried out according to the internal audit plan that was approved by the ARMC. The ARMC has evaluated the effectiveness of the outsourced internal auditors by reviewing the results of its works in ARMC meetings.

The internal audit function is independent of the activities or operation it audits and reports directly to the ARMC. The internal auditors assisted the ARMC in discharging its duties and responsibilities to provide assurance on the adequacy and effectiveness of the system of internal control by conducting independent and systematic review of the internal control processes in addressing the risks identified and that established policies and procedures, applicable laws and regulations are complied with.

### **Summary of activities of the internal auditors**

- a. The internal auditors adopt a risk-based approach to plan and prioritise audit work focusing on high-risk auditable areas, which include review of the adequacy of operational and accounting controls, compliance with applicable laws and regulations, established policies and procedures as well as governance processes.
- b. In FY 2025, the Company appointed Forvis Mazars Advisory Sdn Bhd to conduct audits of operations under the various business divisions and corporate functions. The area covered was the Group Finance Division – Focus on E-Invoice.
- c. The internal auditors submitted their audit report and the status of the internal audit plan for review and approval by the ARMC. Included in the report was recommendations for corrective measures on risks or internal control weaknesses identified, if any, for implementation by Management.

The Company has spent RM25,140.64 on internal audit functions in FY 2025.

## **5. EVALUATION OF THE ARMC**

The evaluation of the term of office and performance of the ARMC and each of its members is carried out annually by the Joint Nomination and Remuneration Committee (“JNRC”) and presented to the Board for information. An evaluation was carried out on the term of office, competency and performance of the ARMC and each of its members for FY 2025 by the JNRC.

The Board was satisfied that the ARMC and its members have discharged their functions, duties and responsibilities in accordance with the ARMC's terms of reference and supported the Board in ensuring that the Group upholds the relevant corporate governance standards.

## **6. TRAINING**

Details of training programmes and seminars attended by each ARMC member during FY 2025 is reported in the Corporate Governance Overview Statement under Directors' Training.

# STATEMENT OF RISK MANAGEMENT AND INTERNAL CONTROLS

## INTRODUCTION

The Board of Directors ("Board") of GIB Holdings Berhad ("GHB" or the "Group") recognises the paramount importance of maintaining a sound internal control and risk management system. Under the stewardship of the Chief Executive Officer (CEO), these systems are vital to safeguarding shareholders' investments and the Group's assets. Risk management and internal control have been incorporated into the Group's management processes and embedded in its business activities, ensuring a comprehensive approach to organisational safety, governance, and accountability. The purpose of this Statement is to provide shareholders with an overview of the state of the Group's risk management and internal control systems.

The Statement on Risk Management and Internal Control (SORMIC) for GIB has been prepared in accordance with Paragraph 15.26(b) of Bursa Malaysia Securities Berhad Main Market Listing Requirements ("MMLR") and the newly launched SORMIC Guide 2025.

## BOARD RESPONSIBILITY

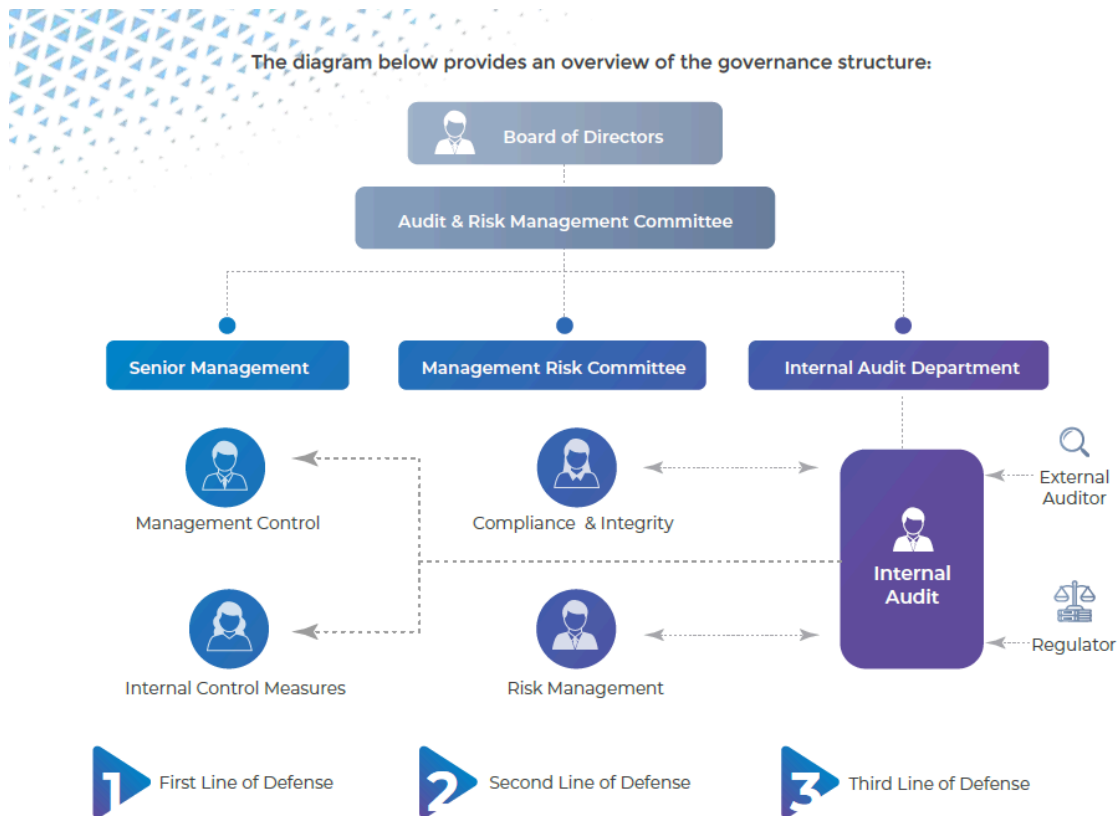
The Board acknowledges its overall responsibility for maintaining a sound system of risk management and internal control within the Group, and for reviewing its adequacy and effectiveness. These systems are designed to manage, or minimise, the risk of failure to achieve business objectives, and therefore can only provide reasonable and not absolute assurance against material misstatement or loss.

In line with the enhanced expectations under the SORMIC Guide 2025, the Board has adopted a more proactive role in risk oversight. This includes establishing the Group's risk appetite, monitoring key risk exposures, and ensuring that appropriate mitigation strategies are implemented and remain effective. The Board is supported in these responsibilities by the Audit and Risk Committee, which provides focused oversight on financial reporting, internal controls, and risk management processes.

## RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

The Group has established a structured risk governance framework based on the Three Lines of Defence model, which clearly delineates accountability and responsibilities across the organisation. Under this model, operational management forms the first line of defence and is responsible for identifying, assessing, and managing risks within their respective business units. The second line of defence comprises the risk management and compliance functions, which are responsible for developing policies, frameworks, and monitoring mechanisms to ensure that risks are managed consistently across the Group. The third line of defence is the internal audit function, which provides independent assurance to the Audit and Risk Committee and the Board on the effectiveness of governance, risk management, and internal control systems.

The diagram below provides an overview of the governance structure:



### First Tier of Defence

Senior management and Department Heads hold responsibility for identifying risks and implementing appropriate controls in their respective areas of operations. This line of defence also includes fostering a risk-aware culture, ensuring risk management is integrated into key processes such as project evaluation and execution.



### Second Tier of Defence

The MRC facilitates the risk management process by ensuring financial risks and compliance issues are identified and addressed. This layer is instrumental in providing the necessary oversight to ensure compliance with regulatory requirements and Group-wide risk management policies.



### Third Tier of Defence

The Internal Audit Service provides independent assurance of the effectiveness of the Group's governance, risk management, and internal control processes. This line of defence evaluates how well the first and second lines achieve their risk management objectives, ensuring compliance and effectiveness across the board.

The Group adopts an enterprise-wide risk management framework that is embedded within its business processes and strategic planning. This framework provides a structured and systematic approach to identifying, evaluating, managing, and monitoring risks that may affect the achievement of the Group's objectives.

Risks are identified across various categories, including strategic, operational, financial, regulatory, environmental, social and governance (ESG), and technology-related risks. Each identified risk is assessed based on its likelihood and potential impact, and appropriate mitigation measures are implemented to manage these risks within acceptable levels.

The Board has also established a formal risk appetite framework, which defines the level of risk that the Group is willing to accept in pursuit of its objectives. This includes the setting of tolerance thresholds and escalation protocols, as well as the use of key risk indicators to monitor risk exposures on an ongoing basis. This approach reflects the increased emphasis under the SORMIC Guide 2025 on measurable and data-driven risk management practices.

## **INTERNAL CONTROL SYSTEM**

The Group's internal control system is designed to provide reasonable assurance regarding the achievement of objectives in operational effectiveness and efficiency, financial reporting reliability, and compliance with applicable laws and regulations.

The control environment is supported by a clear organisational structure with defined lines of responsibility and authority, as well as established policies and procedures that govern the conduct of business. Control activities are embedded within business processes and include financial controls such as budgeting, reporting, and approval limits, as well as operational and compliance controls designed to ensure adherence to internal policies and external regulatory requirements.

Information and communication systems are in place to ensure that relevant and timely information is provided to management and the Board to facilitate informed decision-making. This includes periodic financial and operational reporting, as well as risk-related reporting through established channels.

The Group's risk assessment approach includes comprehensive procedures for identifying, evaluating, managing, and monitoring risks across the organisation. This ongoing process is integral to ensuring that risks are adequately mitigated to safeguard the Group's business objectives and stakeholder interests. The process focuses on areas including, but not limited to, liquidity, market conditions, material cost escalations, cyber threats, and workplace health and safety.

The risk management process ensures that the Board and senior management are regularly informed of risks and trends, enabling timely decision-making and corrective actions when necessary.

Monitoring of the effectiveness of internal controls is carried out through ongoing management reviews, internal audit activities, and oversight by the Audit and Risk Management Committee ("ARMC"). Identified control deficiencies are addressed through corrective actions, and follow-up reviews are conducted to ensure that such actions have been effectively implemented.

## **ORGANISATION STRUCTURE**

The Group maintains a clear organisational structure with well-defined reporting lines and responsibilities for planning, execution, and monitoring.

## **PEOPLE MANAGEMENT**

A strong recruitment strategy has been developed to attract skilled and capable individuals to the Group. On-the-job training and online virtual or physical training programmes are made available to all employees to ensure that they are adequately trained and competent in carrying out their duties and responsibilities. Established guidelines are also in place for recruitment, talent development programmes and performance appraisal to maintain high competency and capability levels. Systematic performance appraisal for all employees of the Group. This ensures that the Group maintains a skilled and capable workforce.

## **FINANCIAL MANAGEMENT**

The Group prepares financial statements and financial projections as part of its financial management process to forecast performance. Financial results are monitored through variance analysis, and quarterly financial results are presented to the Board and the ARMC. Comprehensive quarterly reports are provided to both the Board and the ARMC, ensuring that they are kept fully informed of the Group's financial performance.

## **TECHNOLOGY MANAGEMENT**

The Group maintains robust IT security systems, continuously updating software and protection against cyber threats. Staff training and awareness programs ensure employees are equipped to manage IT risks effectively. The Group proactively monitors and implements layers of new controls to protect its critical business systems against the ever-evolving cyber threat landscape and challenges. Regular educational and awareness emails, briefings, phishing tests etc. are conducted to enhance staff awareness particularly on cyber security.

## **COMMUNICATION MANAGEMENT**

Regular and comprehensive information is provided by the Management to the Board and its Committees, covering financial performance, achievement of key performance indicators, progress of key projects, utilisation of funds and the Group's cash flow position.

## **RISK MANAGEMENT**

Heads of Departments and Heads of Business Units are made responsible for the identification and evaluation of significant risks applicable to their areas of business together with the design and operation of suitable internal controls.

Monthly operation meetings to discuss the Group's financial performance, business and project development, operational and corporate issues. The C-Suite level is closely involved in the running of day-to-day business and operations of the Group and they report to the Board on significant changes in the business and external environment.

## **STANDARD OPERATING POLICIES AND PROCEDURES (SOPPs)**

The key processes in the Group's management and operations have been formalised and documented in the form of Standard Operating Policies and Procedures ("SOPPs"). These SOPPs are subject to review and improvements, particularly through periodic reviews.

Adoption and consistent application of appropriate accounting policies in the annual financial statements of the Group, and reasonable judgments and estimates have been made in accordance with the applicable approved accounting standards in Malaysia. Processes and controls are in place for effective and efficient financial reporting and disclosure in the annual and quarterly financial statements of the Group to give a true and fair view of the financial position and financial performance of the Group.

## **DISCRETIONARY AUTHORITY LIMIT**

Establish arrangements wherein the organisation has a guide that determines the clearance level for various decision making. A central repository of delegated authorities has been established to enable tracking of such authority, and comply with clauses stated in the Discretionary Authority Limit ("DAL") to ensure that mechanisms are established to monitor and evaluate delegated authority granted within the Group.

The DAL is being implemented to ensure accountability of senior level staffing. If there are any staffing changes, appropriate amendments to the DAL are carried out simultaneously with continuous review and monitoring of any misalignment between accountability, responsibility and authority.

The Group has clear limits of authority which defines the approving limits that have been assigned and delegated to each approving authority within the Group. The limits of authority are reviewed periodically and updated in line with changes in the organisation.

## **OCCUPATIONAL SAFETY & HEALTH (OSH)**

Occupational, safety and health ("OSH") guidelines, which include the formation of OSH committee and Emergency Response Team (ERT) to monitor and enhance OSH procedures and to address OSH issues that may arise from time to time.

## RELATED PARTY TRANSACTIONS

There are no related party transactions during the financial period.

## ETHICS & INTEGRITY

The Group's Anti-Bribery and Corruption ("ABC") Policy was established pursuant to the introduction of Section 17A of the Malaysian Anti-Corruption Commission (MACC) Act, "Guidelines on Adequate Procedures", which was made effective from June 2020. This reflects the Group's commitment in upholding and strengthening its corporate governance structure and ensuring its commitment to ethical conduct, integrity and accountability in all business activities and operations of the Group.

### Key policies governing ethics and integrity includes: -

- ABC Policy;
- Conflicts of Interest Policy for Directors;
- Code of Conduct and Business Ethics (CoBE);
- Suppliers' CoBE;
- Due Diligence Checklist;
- Bribery Risk Assessment; and
- Policy and Procedure of Whistleblowing.

The ABC Policy outlines the Group's position, key principles and tolerance with regards to anti-bribery and corruption. Strict adherence is expected without compromise. It is published on both GIB's corporate website and the intranet with the intention to:

- Set out the parameters including the main principles, policies and guidelines which the Group adopts in relation to anti-bribery and corruption;
- Provide guidance to its Board members and employees whilst discharging their duties; and
- Serve as guiding principles for its customers, business partners and stakeholders.

Key initiatives embarked by GIB in relation to ABC Policy includes:

- Conduct of a Group-wide Anti-Bribery Risk Assessment exercise to ensure the appropriateness of mitigation measures established to minimise risk exposure;
- Roll-out of Third-Party Due Diligence process to ensure a viable potential defence through a series of guidelines, assessments, reporting and monitoring implemented in alignment with the Section 17A of the MACC Act "Guidelines on Adequate Procedures";
- Incorporation of standard clauses relating to ABC Policy in all contractual agreements to ensure that business partners and suppliers are aware and abide to the Group's position in relation to ethics and integrity practices;
- Distribution of the "Suppliers' Code of Business Conduct" to business partners and requiring an acknowledgment from them on the reasonable and appropriate measures it will take whilst serving for or on-behalf of the Group;
- Continuously review existing ABC Policy including the respective functions' roles & responsibilities and scopes etc.; and

- Instilling the culture of integrity and high compliance at workplace through educational and awareness communications such as refresher training, email blasts and reminders to all employees pertaining to the Group's gifts, entertainment, and Hospitality Policy, whistleblowing channel, ABC Policy etc.

The Group has clearly set out expected behaviours of Directors and employees of the Group, contractors, sub-contractors, consultants, agents, representatives or other service providers in the Group's CoBE. The declaration programme is in place with the aim of confirming that each Director, employee and vendor have read and agreed to comply with the provisions of the CoBE and ABC Policy.

The Group has in place a Policy & Procedures on Whistleblowing that provides clarity on the oversight and responsibilities of the whistleblowing process, the reporting process, protection to whistleblowers and the confidentiality given to whistleblowers. The primary aim of the Policy & Procedures on Whistleblowing and its supporting mechanism is to enable individuals to raise genuine concerns without fear of retaliation.

## **THE ARMC**

During the financial period under review, the ARMC comprises three (3) Independent Non-Executive Directors with relevant experience and professional backgrounds. The ARMC has full and unrestricted access to both the internal and external auditors. It ensures that effective risk monitoring and compliance procedures are in place to provide the Board with the necessary assurance. Acting on behalf of the Board, the ARMC regularly reviews and discusses with management on the actions taken to address risk management and internal control matters identified in reports prepared by the internal auditors, external auditors and management.

## **INTERNAL AUDIT FUNCTION**

The internal audit function of the Group is performed by an outsourced professional internal auditor which reports to the ARMC on the adequacy and effectiveness of the risk management and internal control systems. The internal audit function operates independently of management and reports functionally to the ARMC. It adopts a risk-based audit approach in developing its audit plans, focusing on areas with higher risk exposures within the Group.

The internal audit function evaluates the adequacy and effectiveness of the Group's internal controls, risk management processes, and governance practices. All audit findings are deliberated with the management and respective Heads of Departments. Audit findings and recommendations are reported to the ARMC, and management is required to respond with appropriate action plans. The implementation of these action plans is monitored to ensure that identified issues are resolved in a timely manner.

During the financial period under review, internal audit reviews were carried out in accordance with a risk based internal audit plan that is approved by the ARMC. The internal audit methodology applied is risk based and in accordance with the International Professional Practices Framework as issued by the Institute of Internal Auditors. Results of the internal audit reviews including recommendations for improvements as well as corrective

measures implemented or planned were presented to the ARMC for their deliberation on a quarterly basis. Based on the internal audit reviews conducted during the financial period under review, none of the weaknesses noted have resulted in any material losses, contingencies or uncertainties that would require a separate disclosure in this annual report.

## **REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS**

The external auditors, Baker Tilly Monteiro Heng PLT have reviewed this SORMIC for inclusion in the Annual Report for the financial period ended 31 December 2025 in accordance with the disclosures required under Paragraphs 41 and 42 of the SORMIC: Guidelines for Directors of Listed Issuers.

Based on their review, the external auditors have reported to the Board that nothing has come to their attention that causes them to believe that this SORMIC is inconsistent with their understanding of the processes the Board has adopted in reviewing the adequacy and integrity of risk management and internal control within the Group, nor was factually inaccurate.

## **CONCLUSION**

The Board is satisfied with the effectiveness of the Group's risk management and internal control systems for the financial period ended 31 December 2025. These systems provide a sound basis for safeguarding the Group's assets, investments, and interests of all stakeholders. The Board is committed to continuously improving these systems to ensure they remain robust and effective in an evolving business landscape. The CEO has assured the Board that the system is adequate in all material respects, ensuring that risks are appropriately managed and internal controls remain strong.

This SORMIC was approved by the Board on 29 April 2026.

## **STATEMENT ON DIRECTORS' RESPONSIBILITY IN RELATION TO THE FINANCIAL STATEMENTS**

In preparing the financial statements, the Directors are responsible in ensuring that the financial statements give a true and fair view of the state of affairs of the Group and of the Company as at the end of each financial year, and of the results and cash flows of the Group and of the Company for that year then ended.

The Directors consider that in preparing the financial statements, appropriate accounting policies have been applied consistently. Reasonable and prudent judgments and estimates have also been exercised, and all applicable approved accounting standards in Malaysia have been duly observed. The Company maintains proper accounting records that disclose, with reasonable accuracy, the financial position of both the Company and the Group, ensuring that the financial statements comply with all regulatory requirements.

The Directors have general responsibility for taking such steps as are reasonably open to them to safeguard the assets of the Group and of the Company and to prevent and detect fraud and other irregularities.

**GIIB HOLDINGS BERHAD**  
**200301016552 (618972-T)**  
(Incorporated in Malaysia)

**REPORTS AND FINANCIAL STATEMENTS**  
**FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025**

## DIRECTORS' REPORT

The directors hereby submit their report together with the audited financial statements of the Group and of the Company for the financial period ended 31 December 2025.

### CHANGE OF FINANCIAL YEAR END

During the financial period, the Group and the Company changed their financial year end from 30 June to 31 December and made up their financial statements for the 18 months period to 31 December 2025. Accordingly, comparative figures for the statements of comprehensive income, statements of changes in equity, statements of cash flows and the related notes are not entirely comparable with those for the current financial period.

### PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activities of its subsidiaries is stated in the subsidiaries section in this report.

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

### RESULTS

	Group RM	Company RM
Loss for the financial period, net of tax	<u>(24,337,735)</u>	<u>(27,048,706)</u>
Attributable to:		
Owners of the Company	(21,291,190)	(27,048,706)
Non-controlling interests	<u>(3,046,545)</u>	<u>-</u>
	<u>(24,337,735)</u>	<u>(27,048,706)</u>

### DIVIDENDS

No dividend has been paid or declared by the Company since the end of the previous financial year.

The directors do not recommend the payment of any dividends in respect of the financial period ended 31 December 2025.

### RESERVES OR PROVISIONS

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

## **DIRECTORS' REPORT** (continued)

### **BAD AND DOUBTFUL DEBTS**

Before the financial statements of the Group and of the Company were prepared, the directors took reasonable steps 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 had satisfied themselves that all known bad debts had been written off and that adequate allowance had been made for doubtful debts.

At the date of this report, the directors are not aware of any circumstances which would render the amount written off as bad debts or the amount of allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent.

### **CURRENT ASSETS**

Before the financial statements of the Group and of the Company were prepared, the directors took reasonable steps to ensure that any current assets which were unlikely to be realised in the ordinary course of business including their values as shown in the accounting records of the Group and of the Company had been written down to an amount which they might be expected so to realise.

At the date of this report, the directors are not aware of any circumstances which would render the values attributed to the current assets in the financial statements of the Group and of the Company misleading.

### **VALUATION METHODS**

At the date of this report, the directors are not aware of any circumstances which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

### **CONTINGENT AND OTHER LIABILITIES**

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

- (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial period which secures the liabilities of any other person; and
- (ii) any contingent liabilities in respect of the Group or of the Company which has arisen since the end of the financial period.

In the opinion of the directors, no contingent or other liability of the Group or of the Company has become enforceable, or is likely to become enforceable, within the period of twelve months after the end of the financial period which will or may affect the ability of the Group or of the Company to meet their obligations as and when they fall due.

### **CHANGE OF CIRCUMSTANCES**

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

## DIRECTORS' REPORT (continued)

### ITEMS OF MATERIAL AND UNUSUAL NATURE

In the opinion of the directors,

- (i) the results of the operations of the Group and of the Company for the financial period were not substantially affected by any item, transaction or event of a material and unusual nature; and
- (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial period and the date of this report which is likely to affect substantially the results of the operations of the Group and of the Company for the financial period in which this report is made.

### AUDITORS' REMUNERATION AND INDEMNITY

The auditors' remuneration of the Group and the Company during the financial period were RM307,500 and RM165,000 respectively.

The Company has agreed to indemnify the auditors of the Company as permitted under Section 289 of the Companies Act 2016 in Malaysia.

### ISSUE OF SHARES AND DEBENTURES

During the financial period, no new issue of shares or debentures were made by the Company.

### OPTIONS GRANTED OVER UNISSUED SHARES

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

### WARRANTS

The Company had on 2 September 2021 issued 228,355,514 free Warrants 2021/2026 ("Warrants") on the basis of one (1) Warrant for every one (1) existing ordinary share held. The Warrants are constituted by a Deed Poll dated 2 July 2021. The details of the Warrants are set out in Note 13(a) to financial statements.

	At 1.7.2024	Exercised	Expired	At 31.12.2025
Warrants	<u>228,355,514</u>	<u>-</u>	<u>-</u>	<u>228,355,514</u>

## DIRECTORS' REPORT (continued)

### DIRECTORS

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

Tai Qisheng*	
Tai Qiyao*	
Datuk Firmansyah Aang Bin Muhamad	
Dato' Sri Hj Wan Adnan Bin Wan Mamat	
Choo Kee Siong	
H'ng Boon Keng	(Resigned on 31 January 2026)
Jung Hee Wong	(Resigned on 6 February 2026)

\* Directors of the Company and certain subsidiaries

Other than as stated above, the names of the directors of the subsidiaries of the Company in office during the financial period and during the period from the end of the financial period to the date of this report are:

Wong Kuan Yin	
Ngok Seng Lee	(Resigned on 25 February 2026)

### DIRECTORS' INTERESTS

According to the Register of Directors' shareholdings required to be kept by the Company under Section 59 of the Companies Act 2016 in Malaysia, the interests of directors in office at the end of the financial period in shares in the Company and its related corporations during the financial period were as follows:

	Number of ordinary shares			
	At 1.7.2024	Bought	Sold	At 31.12.2025
<b>Interests in the Company</b>				
<b>Direct interests:</b>				
Tai Qisheng	68,485,541	1,208,900	(250,000)	69,444,441
Tai Qiyao	550,000	-	-	550,000
<b>Indirect interests:</b>				
Tai Qiyao	80,000	-	-	80,000
Choo Kee Siong	107,738,600	-	-	107,738,600
		Number of warrants		
	At 1.7.2024	Bought	Sold	At 31.12.2025
<b>Warrants in the Company</b>				
<b>Direct interests:</b>				
Tai Qisheng	10,551,447	-	-	10,551,447
Tai Qiyao	225,000	-	-	225,000

## DIRECTORS' REPORT (continued)

### DIRECTORS' INTERESTS (continued)

By virtue of his interests in the ordinary shares of the Company and pursuant to Section 8 of the Companies Act 2016 in Malaysia, Tai Qisheng is deemed to have an interest in the ordinary shares of the subsidiaries to the extent that the Company has an interest.

Other than as stated above, none of the other directors in office at the end of the financial period had any interest in ordinary shares or debentures of the Company and its related corporations during the financial period.

### DIRECTORS' BENEFITS

Since the end of the previous financial period, no director of the Company has received or become entitled to receive any benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable, by the 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.

The directors' benefits of the Group and of the Company were as follows:

	<b>Group RM</b>	<b>Company RM</b>
<b>Directors of the Company</b>		
Executive directors		
- Other emoluments	1,559,194	976,361
Non-executive directors		
- Fees	<u>756,000</u>	<u>756,000</u>
	<u>2,315,194</u>	<u>1,732,361</u>

Neither during, nor at the end of the financial period, was the Company a party to any arrangements where the object is to enable the directors to acquire benefits by means of the acquisition of shares in, or debentures of the Company or any other body corporate, other than those arising from the share options granted.

### INDEMNITY TO DIRECTORS AND OFFICERS

During the financial period, no indemnity was given to or insurance effected for, any director or officer of the Company.

## DIRECTORS' REPORT (continued)

### SUBSIDIARIES

The details of the Company's subsidiaries are as follows:

Name of company	Principal place of business/ Country of incorporation	Ownership interest 31.12.2025	Principal activities
<b>Direct subsidiaries:</b>			
GIIB Rubber Compound Sdn. Bhd. ("GRC")	Malaysia	100%	Manufacturing of rubber compound and other related product
Big Wheel Green Tyres Sdn. Bhd. ("BWGT")	Malaysia	100%	Manufacturing and retreading of tyres for motor vehicles
GIIB Development Sdn. Bhd. ("GDEV")	Malaysia	100%	Property development and construction
Goodway Marketing Sdn. Bhd. ("GWM")	Malaysia	100%	Trading of rubber compounds related products
GIIB Gloves Manufacturer Sdn. Bhd. ("GGM")	Malaysia	100%	Manufacturing and trading of rubber gloves
Goodway Rubber Company Pty. Ltd. ("GWA")	Australia	100%	Trading of rubber compound material
GIIB Material Sciences Pte. Ltd. ("GMS")	Singapore	100%	Wholesale and trading of rubber-related products
<b>Subsidiary of GIIB Material Sciences Pte. Ltd. ("GMS")</b>			
GIIB Matsciences Company - FZCO ("GMC")	Dubai	100%	Manufacturing of rubber compound and other related product

## DIRECTORS' REPORT (continued)

### SIGNIFICANT EVENTS DURING THE FINANCIAL PERIOD

- (a) On 29 November 2024, the Company proposed to undertake the proposal on capital reduction of RM127,000,000 of the issued share capital of GIBB pursuant to Section 117 of the Companies Act 2016 and the proposal on establishment of a share issuance scheme of up to 15% of the total number of issued ordinary shares in GIBB.

The Proposed Share Capital Reduction entails the reduction of the Company's issued share capital pursuant to Section 117 of the Act via the cancellation of the Company's issued share capital of RM127,000,000 which is lost or unrepresented by available assets. The corresponding credit of RM127,000,000 arising from such cancellation will be used to set-off the accumulated losses of the Company.

The Company had on 1 July 2025 received a notice dated 20 June 2025 issued by the Registrar of Companies confirming the reduction of share capital of the Company. Accordingly, the Share Capital Reduction is effective as at 20 June 2025.

Following the completion of the Share Capital Reduction, the issued share capital of the Company as at 20 June 2025 is RM28,827,199 comprising 650,423,101 Shares.

- (b) On 18 September 2025, the Company proposes to undertake a Proposed Private Placement.

The Proposed Private Placement will be undertaken in accordance with the authority granted to the Company under a general mandate to issue new GIBB Shares not exceeding 10% of the total number of issued Shares (excluding treasury shares, if any) for the time being pursuant to Sections 75 and 76 of the Act, the approval of which was obtained from the shareholders of the Company at its 20th annual general meeting ("AGM") held on 28 November 2024 and shall continue to be in force until the conclusion of the Company's next AGM ("General Mandate").

Based on the indicative issue price of RM0.057 per Placement Share, the Proposed Private Placement is expected to raise total gross proceeds of approximately RM3.71 million and RM5.01 million under the Minimum Scenario and Maximum Scenario, respectively, which are intended to be used for working capital requirements and estimated expenses for the Proposed Private Placement.

The transaction is yet to be completed as at the date of this report.

## **DIRECTORS' REPORT** (continued)

### **AUDITORS**

The auditors, Messrs Baker Tilly Monteiro Heng PLT, have expressed their willingness to continue in office.

This report was approved and signed on behalf of the Board of Directors in accordance with a resolution of the directors:

.....  
**TAI QISHENG**  
Director

.....  
**TAI QIYAO**  
Director

Date: 29 April 2026

STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2025

	Note	Group		Company	
		31.12.2025	30.6.2024	31.12.2025	30.6.2024
		RM	RM	RM	RM
<b>ASSETS</b>					
<b>Non-current assets</b>					
Property, plant and equipment	5	17,092,681	49,274,442	117,926	64,972
Right-of-use assets	6	33,485,564	20,544,155	2,686,088	174,155
Investment in subsidiaries	7	-	-	7,595,163	1,535,396
Investment in an associate	8	-	-	-	-
<b>Total non-current assets</b>		<u>50,578,245</u>	<u>69,818,597</u>	<u>10,399,177</u>	<u>1,774,523</u>
<b>Current assets</b>					
Inventories	9	6,609,956	4,997,904	-	-
Trade and other receivables	10	45,842,310	14,311,706	27,539,306	56,936,140
Cash and bank balances	11	<u>260,843</u>	<u>2,202,338</u>	<u>21,056</u>	<u>154,837</u>
<b>Total current assets</b>		<u>52,713,109</u>	<u>21,511,948</u>	<u>27,560,362</u>	<u>57,090,977</u>
<b>TOTAL ASSETS</b>		<u>103,291,354</u>	<u>91,330,545</u>	<u>37,959,539</u>	<u>58,865,500</u>

STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2025 (continued)

	Note	Group		Company	
		31.12.2025	30.6.2024	31.12.2025	30.6.2024
		RM	RM	RM	RM
<b>EQUITY AND LIABILITIES</b>					
<b>Equity attributable to owners of the Company</b>					
Share capital	12	28,827,199	155,827,199	28,827,199	155,827,199
Other reserve	13	36,959,918	28,043,317	4,726,959	4,726,959
Accumulated losses		(31,164,126)	(136,872,936)	(27,281,464)	(127,232,758)
		34,622,991	46,997,580	6,272,694	33,321,400
Non-controlling interests		-	(13,840,656)	-	-
<b>TOTAL EQUITY</b>		<b>34,622,991</b>	<b>33,156,924</b>	<b>6,272,694</b>	<b>33,321,400</b>
<b>Non-current liabilities</b>					
Loans and borrowings	14	5,992,272	1,895,833	-	-
Lease liabilities	15	2,692,099	-	2,519,093	-
Provisions	16	-	15,066,754	-	-
Deferred tax liabilities	17	3,751,978	2,624,098	-	-
<b>Total non-current liabilities</b>		<b>12,436,349</b>	<b>19,586,685</b>	<b>2,519,093</b>	<b>-</b>
<b>Current liabilities</b>					
Loans and borrowings	14	12,146,272	8,515,323	-	-
Lease liabilities	15	412,519	193,861	233,193	193,861
Current tax liabilities		275,287	1,451,145	-	-
Trade and other payables	18	43,397,936	28,426,607	28,934,559	25,350,239
<b>Total current liabilities</b>		<b>56,232,014</b>	<b>38,586,936</b>	<b>29,167,752</b>	<b>25,544,100</b>
<b>TOTAL LIABILITIES</b>		<b>68,668,363</b>	<b>58,173,621</b>	<b>31,686,845</b>	<b>25,544,100</b>
<b>TOTAL EQUITY AND LIABILITIES</b>		<b>103,291,354</b>	<b>91,330,545</b>	<b>37,959,539</b>	<b>58,865,500</b>

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

**STATEMENTS OF PROFIT AND LOSS AND OTHER COMPREHENSIVE INCOME  
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025**

	Note	Group		Company	
		1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
Revenue	19	59,617,067	59,470,348	7,080,000	5,040,000
Cost of sales		(56,422,376)	(54,471,862)	-	-
<b>Gross profit</b>		3,194,691	4,998,486	7,080,000	5,040,000
Other income	20	19,153,644	649,434	255,335	-
Administrative and distribution expenses		(24,460,293)	(19,708,543)	(6,487,490)	(4,820,102)
Net (impairment losses)/ reversal of impairment losses on financial assets		(17,014,350)	(1,022,347)	(7,811,841)	6,093,073
Other operating expenses	21	(958,197)	(1,432,164)	(20,223,505)	(12,311,443)
		(42,432,840)	(22,163,054)	(34,522,836)	(11,038,472)
<b>Operating loss</b>		(20,084,505)	(16,515,134)	(27,187,501)	(5,998,472)
Finance income	22	659,926	1,037	246,096	244,787
Finance costs	23	(4,239,915)	(1,259,230)	(107,301)	(21,190)
<b>Loss before tax</b>	24	(23,664,494)	(17,773,327)	(27,048,706)	(5,774,875)
Income tax expense	26	(673,241)	(2,764,814)	-	(86,677)
<b>Loss for the financial period/year</b>		(24,337,735)	(20,538,141)	(27,048,706)	(5,861,552)
<b>Other comprehensive income, net of tax</b>					
<i>Items that may be reclassified subsequently to profit or loss</i>					
Exchange differences on translation of foreign operation		(1,234,319)	100,706	-	-
Revaluation reserve on property revaluation, net of tax		10,150,920	-	-	-
<b>Total comprehensive loss for the financial period/year</b>		(15,421,134)	(20,437,435)	(27,048,706)	(5,861,552)



**STATEMENTS OF CHANGES IN EQUITY  
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025**

	← Attributable to owners of the Company →							Total equity RM
	Share capital RM	Warrant reserve RM	Foreign exchange reserve RM	Revaluation reserve RM	Accumulated losses RM	Sub-total RM	Non-controlling interests RM	
<b>Group</b>								
<b>At 1 July 2024</b>	155,827,199	4,726,959	760,473	22,555,885	(136,872,936)	46,997,580	(13,840,656)	33,156,924
<b>Total comprehensive loss for the financial period</b>	-	-	-	-	(21,291,190)	(21,291,190)	(3,046,545)	(24,337,735)
Loss for the financial period	-	-	-	-	-	-	-	-
Other comprehensive (loss)/income for the financial period	-	-	(1,234,319)	10,150,920	-	8,916,601	-	8,916,601
<b>Total comprehensive loss</b>	-	-	(1,234,319)	10,150,920	(21,291,190)	(12,374,589)	(3,046,545)	(15,421,134)
<b>Transactions with owners</b>								
Share capital reduction	(127,000,000)	-	-	-	127,000,000	-	-	-
Deconsolidation of a subsidiary	-	-	-	-	-	-	16,887,201	16,887,201
<b>Total transactions with owners</b>	(127,000,000)	-	-	-	127,000,000	-	16,887,201	16,887,201
<b>At 31 December 2025</b>	28,827,199	4,726,959	(473,846)	32,706,805	(31,164,126)	34,622,991	-	34,622,991

**STATEMENTS OF CHANGES IN EQUITY  
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025 (continued)**

	← Attributable to owners of the Company →							
	Share capital RM	Warrant reserve RM	Foreign exchange reserve RM	Revaluation reserve RM	Accumulated losses RM	Sub-total RM	Non-controlling interests RM	Total equity RM
<b>Group</b>								
<b>At 1 July 2023</b>	151,096,855	4,726,959	659,767	24,479,005	(121,472,772)	59,489,814	(10,625,799)	48,864,015
<b>Total comprehensive loss for the financial year</b>								
Transfer of revaluation reserve upon disposal of asset held for sale	-	-	-	(1,923,120)	1,923,120	-	-	-
Loss for the financial year	-	-	-	-	(17,323,284)	(17,323,284)	(3,214,857)	(20,538,141)
Other comprehensive income for the financial year	-	-	100,706	-	-	100,706	-	100,706
<b>Total comprehensive loss</b>	-	-	100,706	(1,923,120)	(15,400,164)	(17,222,578)	(3,214,857)	(20,437,435)
<b>Transactions with owners</b>								
Issuance of ordinary shares	4,730,344	-	-	-	-	4,730,344	-	4,730,344
<b>At 30 June 2024</b>	155,827,199	4,726,959	760,473	22,555,885	(136,872,936)	46,997,580	(13,840,656)	33,156,924

**STATEMENTS OF CHANGES IN EQUITY**  
**FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025** (continued)

	←	Attributable to owners of the Company			→
		Share capital RM	Warrant reserve RM	Accumulated losses RM	
Note					
<b>Company</b>					
<b>At 1 July 2023</b>		151,096,855	4,726,959	(121,371,206)	34,452,608
<b>Total comprehensive loss for the financial year</b>					
Loss for the financial year, representing total comprehensive loss		-	-	(5,861,552)	(5,861,552)
<b>Transactions with owners</b>					
Issuance of ordinary shares	12	4,730,344	-	-	4,730,344
<b>At 30 June 2024</b>		155,827,199	4,726,959	(127,232,758)	33,321,400
<b>Total comprehensive loss for the financial period</b>					
Loss for the financial period, representing total comprehensive loss		-	-	(27,048,706)	(27,048,706)
<b>Transactions with owners</b>					
Share capital reduction	12	(127,000,000)	-	127,000,000	-
<b>At 31 December 2025</b>		<u>28,827,199</u>	<u>4,726,959</u>	<u>(27,281,464)</u>	<u>6,272,694</u>

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

**STATEMENTS OF CASH FLOWS  
FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025**

	Note	Group		Company	
		1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
<b>Cash flows from operating activities</b>					
Loss before tax		(23,664,494)	(17,773,327)	(27,048,706)	(5,774,875)
Adjustments for:					
Bad debts written off		714,960	1,015,526	-	19,700
Deposits written off		4,200	-	-	-
Depreciation of:					
- property, plant and equipment		3,203,667	1,426,287	47,988	12,632
- right-of-use assets		1,380,511	838,986	389,042	208,986
Gain on deconsolidation of a subsidiary		(17,576,473)	-	-	-
Impairment losses on:					
- amount owing by an associate		17,723,586	-	9,770,546	-
- amount owing by subsidiaries		-	-	-	3,107,228
- investment in subsidiaries		-	-	20,223,505	12,290,263
- other receivables		28,728	22,347	-	3,971
- trade receivables		736,062	1,000,000	-	-
Interest expense		4,239,915	1,259,230	107,301	21,190
Interest income		(659,926)	(1,037)	(246,096)	(244,787)
Inventories written off		2,286,263	977,988	-	-
Net unrealised foreign exchange (gain)/loss		(356,481)	63,584	(1,744)	1,480
Provision for slow-moving inventories		167,452	412,770	-	-
Reversal of impairment losses on:					
- amount owing by subsidiaries		-	-	(1,958,705)	(9,204,272)
- trade receivables		(1,474,026)	-	-	-
Reversal of provision for slow-moving inventories		(495,204)	-	-	-
Waiver of debts		(230,798)	(56,249)	(230,798)	-
<b>Operating (loss)/profit before changes in working capital carried forward</b>		<b>(13,972,058)</b>	<b>(10,813,895)</b>	<b>1,052,333</b>	<b>441,516</b>

**STATEMENTS OF CASH FLOWS**  
**FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025** (continued)

	Note	Group		Company	
		1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
<b>Cash flows from operating activities</b> (continued)					
<b>Operating (loss)/profit before changes in working capital brought forward</b>		(13,972,058)	(10,813,895)	1,052,333	441,516
<b>Changes in working capital:</b>					
Inventories		(3,570,563)	11,728,369	-	-
Trade and other receivables		(51,047,259)	(3,808,314)	(135,906)	(63,099)
Trade and other payables		62,344,476	(684,163)	139,728	448,880
Cash generated from/ (used in) operations		(6,245,404)	(3,578,003)	1,056,155	827,297
Interest paid		(2,481,881)	(852,937)	(107,301)	(21,190)
Income tax (paid)/refund		(40,361)	358,168	-	869
Real property gain tax		(420,000)	-	-	-
Net cash (used in)/from operating activities		(9,187,646)	(4,072,772)	948,854	806,976
<b>Cash flows from investing activities</b>					
Change in pledged deposits		1,377,302	521,543	-	-
Interest received		659,926	1,037	246,096	244,787
Investment in subsidiaries		-	-	(26,283,272)	(35,059)
Net cash outflows on deconsolidation of a subsidiary	7	(70,236)	-	-	-
Purchase of property, plant and equipment	(a)	(2,169,647)	(909,302)	(100,942)	(55,527)
Repayments from subsidiaries		-	-	21,720,899	2,380,627
Net cash (used in)/from investing activities		(202,655)	(386,722)	(4,417,219)	2,534,828

**STATEMENTS OF CASH FLOWS**  
**FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025** (continued)

	Note	Group		Company	
		1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
<b>Cash flows from financing activities</b>	(b)				
Advances from/ (Repayment to) directors		3,938,719	(1,166,432)	3,588,161	(503,066)
Advances from/ (Repayment to) subsidiaries		-	-	88,973	(1,942,169)
Drawdown of Islamic financing		5,353,036	4,000,000	-	-
Drawdown of term loans		8,418,487	-	-	-
Drawdown of trade facilities		3,318,730	2,222,462	-	-
Interest paid		(1,758,034)	(406,293)	-	-
Payment of lease liabilities		(526,315)	(198,810)	(342,550)	(198,810)
Proceeds from issuance of ordinary shares		-	4,730,344	-	4,730,344
Repayment of hire purchase payable		(44,983)	-	-	-
Repayment of Islamic financing		(3,546,864)	(104,167)	-	-
Repayment of term loans		(3,758,362)	(3,008,264)	-	(5,280,152)
Repayment of trade facilities		(2,222,462)	(956,112)	-	-
Net cash from/(used in) financing activities		9,171,952	5,112,728	3,334,584	(3,193,853)
Net (decrease)/increase in cash and cash equivalents carried forward		(218,349)	653,234	(133,781)	147,951

**STATEMENTS OF CASH FLOWS**  
**FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025** (continued)

	Note	Group		Company	
		1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
Net (decrease)/increase in cash and cash equivalents brought forward		(218,349)	653,234	(133,781)	147,951
<b>Cash and cash equivalents at the beginning of the financial period/year</b>		(1,293,191)	(1,885,081)	154,837	6,886
Effects of exchange rate changes on cash and cash equivalents		(314,715)	(61,344)	-	-
<b>Cash and cash equivalents at the end of the financial period/year</b>	11	<u>(1,826,255)</u>	<u>(1,293,191)</u>	<u>21,056</u>	<u>154,837</u>

- (a) During the financial period/year, the Group and the Company acquired property, plant and equipment which are satisfied by the following:

	Note	Group		Company	
		31.12.2025 RM	30.6.2024 RM	31.12.2025 RM	30.6.2024 RM
Purchase of property, plant and equipment	5	2,407,647	909,302	100,942	55,527
Financed by way of hire purchase arrangements		(238,000)	-	-	-
Cash payments on purchase of property, plant and equipment		<u>2,169,647</u>	<u>909,302</u>	<u>100,942</u>	<u>55,527</u>

**STATEMENTS OF CASH FLOWS**  
**FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025** (continued)

	At 1.7.2024 RM	Cash flows RM	Non-cash Acquisition RM	At 31.12.2025 RM
<b>Group</b>				
Amounts owing to directors	272,516	3,938,719	(21,872)	4,189,363
Hire purchase payable	-	(44,983)	238,000	193,017
Islamic financing	3,895,833	1,806,172	-	5,702,005
Lease liabilities	193,861	(526,315)	3,437,072	3,104,618
Term loans	2,280,060	4,660,125	-	6,940,185
Trade facilities	2,222,462	1,096,268	2,935	3,321,665
	<u>8,864,732</u>	<u>10,929,986</u>	<u>3,656,135</u>	<u>23,450,853</u>
<b>Company</b>				
Amounts owing to directors	262,618	3,588,161	-	3,850,779
Amounts owing to subsidiaries	22,403,009	88,973	-	22,491,982
Lease liabilities	193,861	(342,550)	2,900,975	2,752,286
	<u>22,859,488</u>	<u>3,334,584</u>	<u>2,900,975</u>	<u>29,095,047</u>

(b) Reconciliation of changes in liabilities arising from financing activities are as follows:

	At 1.7.2023 RM	Cash flows RM	Non-cash Acquisition RM	At 30.6.2024 RM
<b>Group</b>				
Amounts owing to directors	1,438,948	(1,166,432)	-	272,516
Islamic financing	-	3,895,833	-	3,895,833
Lease liabilities	392,671	(198,810)	-	193,861
Term loans	5,288,324	(3,008,264)	-	2,280,060
Trade facilities	956,112	1,266,350	-	2,222,462
	<u>8,076,055</u>	<u>788,677</u>	<u>-</u>	<u>8,864,732</u>
<b>Company</b>				
Amounts owing to directors	765,684	(503,066)	-	262,618
Amounts owing to subsidiaries	24,345,178	(1,942,169)	-	22,403,009
Lease liabilities	392,671	(198,810)	-	193,861
	<u>25,503,533</u>	<u>(2,644,045)</u>	<u>-</u>	<u>22,859,488</u>

**STATEMENTS OF CASH FLOWS**  
**FOR THE FINANCIAL PERIOD ENDED 31 DECEMBER 2025** (continued)

(c) Total cash outflows for leases as a lessee:

	Note	Group		Company	
		1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
<b>Included in net cash from/ (used in) operating activities:</b>					
Payments related to leases of low value assets	24	20,089	15,297	5,854	2,772
Payments related to short-term leases	24	248,130	166,660	49,000	-
Interest paid in relation to lease liabilities	23	132,576	21,190	107,301	21,190
<b>Included in net cash from/ (used in) financing activities:</b>					
Payments of lease liabilities		526,315	198,810	342,550	198,810
		<u>927,110</u>	<u>401,957</u>	<u>504,705</u>	<u>222,772</u>

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

## NOTES TO THE FINANCIAL STATEMENTS

### 1. CORPORATE INFORMATION

GIIB Holdings Berhad (the “Company”) is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the Main Market of Bursa Malaysia Securities Berhad. The registered office of the Company is located at Unit 2005, 20<sup>th</sup> Floor, Tower 2, Faber Towers, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur. The principal place of business of the Company is located at Lot PT 1654 & PT 1657, Nilai Industrial Estate, 71800 Nilai, Negeri Sembilan Darul Ehsan.

The principal activity of the Company is investment holding. The principal activities of its subsidiaries are disclosed in Note 7. There have been no significant changes in the nature of these activities during the financial period.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 29 April 2026.

### 2. BASIS OF PREPARATION

#### 2.1 Statement of compliance

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

#### 2.2 Adoption of amendments to MFRS

The Group and the Company have adopted the following applicable amendments to MFRS for the current financial period:

##### Amendments to MFRS

MFRS 121      The Effects of Changes in Foreign Exchange Rates

The adoption of the above amendments to MFRS did not have any significant effect on the financial statements of the Group and of the Company and did not result in significant changes to the Group’s and the Company’s existing accounting policies.

## 2. BASIS OF PREPARATION (continued)

### 2.3 New MFRSs and amendments to MFRSs that have been issued, but yet to be effective

The Group and the Company have not adopted the following new MFRSs and amendments to MFRSs that have been issued, but yet to be effective:

		Effective for financial periods beginning on or after
<u>New MFRSs</u>		
MFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027
<u>Amendments to MFRSs</u>		
MFRS 1	First-time Adoption of Malaysian Financial Reporting Standards	1 January 2026
MFRS 7	Financial Instruments: Disclosures	1 January 2026
MFRS 9	Financial Instruments	1 January 2026
MFRS 10	Consolidated Financial Statements	1 January 2026/ Deferred
MFRS 107	Statement of Cash Flows	1 January 2026
MFRS 121	The Effects of Changes in Foreign Exchange Rates	1 January 2027
MFRS 128	Investments in Associates and Joint Ventures	Deferred

**2.3.1** The Group and the Company plan to adopt the above applicable new MFRSs and amendments to MFRSs when they become effective. The initial application of the applicable new MFRSs and amendments to MFRSs is not expected to have material impact to the current and prior periods financial statements.

### 2.4 Functional and presentation currency

The financial statements of each entity in the Group are measured using the currency of the primary economic environment in which they operate (the “functional currency”). The consolidated financial statements are presented in Ringgit Malaysia (“RM”), which is also the Company’s functional currency.

### 2.5 Basis of measurement

The financial statements of the Group and of the Company have been prepared on the historical cost basis, except as otherwise disclosed.

### 2.6 Fundamental accounting principle

The financial statements of the Group and the Company have been prepared on the assumption that the Group and the Company will continue as a going concern. The application of the going concern basis is based on the assumption that the Group and the Company will be able to realise their assets and discharge their liabilities in the normal course of business.

During the financial period ended 31 December 2025, the Group and the Company incurred a net loss of RM24,337,735 and RM27,048,206 respectively and, as of that date, the Group’s and the Company’s current liabilities exceeded its current assets by RM3,518,905 and RM1,607,390 respectively. The Group also recorded negative cash flows from operating activities of RM9,187,646. These events or conditions indicate that a material uncertainty exists that may cast significant doubt on the Group’s and the Company’s ability to continue as a going concern.

## 2. BASIS OF PREPARATION (continued)

### 2.6 Fundamental accounting principle (continued)

The ability of the Group and the Company to continue as a going concern will be dependent on:

- (a) The ability of the Group and the Company to operate profitably and generate sufficient cash flow to meet their obligations;
- (b) The continuous support from the financial institutions and creditors; and
- (c) Fund raising to strengthen its share capital.

In the event that these are not forthcoming, the Group and the Company may be unable to realise their assets and discharge their liabilities in the normal course of business. Accordingly, the financial statements of the Group and the Company may require adjustments relating to the recoverability and classification of recorded assets and liabilities that may be necessary should the Group and the Company be unable to continue as going concern.

The directors of the Group and of the Company are of the opinion that the preparation of the financial statements of the Group and of the Company on a going concern basis remains appropriate as they believe the business operations are gradually improving and would be able to successfully raise funds to improve the Group's and the Company's financial condition. Accordingly, the Group and the Company are able to realise their assets and discharge their liabilities in the normal course of business.

## 3. MATERIAL ACCOUNTING POLICY INFORMATION

Unless otherwise stated, the following material accounting policy information have been applied consistently to all the financial years presented in the financial statements of the Group and of the Company.

### 3.1 Basis of consolidation

#### (a) Subsidiaries and business combination

The Group applies the acquisition method to account for business combinations from the acquisition date when the acquired set of activities meets the definition of a business and control is transferred to the Group.

Upon the loss of control of a subsidiary, the Group derecognises the assets and liabilities of the former subsidiary, any non-controlling interests and the other components of equity related to the former subsidiary from the consolidated statement of financial position. Any gain or loss arising from 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 measured at fair value at the date that control is lost. Subsequently, it is accounted for as an associate, a joint venture or a financial asset.

#### (b) Non-controlling interests

At the acquisition date, components of non-controlling interests of the Group are measured at the non-controlling interest's proportionate share of the acquiree's identifiable net assets.

#### (c) Associates

Investment in associates is accounted for in the consolidated financial statements of the Group using the equity method.

### **3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)**

#### **3.2 Separate financial statements**

In the Company's statement of financial position, investment in subsidiaries and associates are measured at cost less any accumulated impairment losses.

Contributions to subsidiaries are amounts for which the settlement is neither planned nor likely to occur in the foreseeable future is, in substance, considered as part of the Company's investment in the subsidiaries.

#### **3.3 Financial instruments**

##### **Financial assets – subsequent measurement and gains and loss**

###### Debt instrument at amortised cost

The Group and the Company subsequently measure these assets at amortised cost under the effective interest method. The gross carrying amount is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss. Any gain or loss on derecognition is recognised in profit or loss.

##### **Financial liabilities – subsequent measurement and gains and loss**

The Group and the Company classify the financial liabilities at amortised cost.

The Group and the Company subsequently measure other financial liabilities at amortised cost under the effective interest method. Interest expense and foreign exchange gains and losses are recognised in profit or loss. Any gain or loss on derecognition is also recognised in profit or loss.

#### **3.4 Property, plant and equipment**

Property, plant and equipment (other than leasehold buildings) are measured at cost less accumulated depreciation and any accumulated impairment losses.

Leasehold buildings are measured using revaluation model, based on valuations by external independent valuers, less accumulated depreciation on land and building and any accumulated impairment losses recognised after the date of revaluation. Any accumulated depreciation as at the date of revaluation is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset.

The revaluation reserve is transferred to retained earnings as the assets are used. The amount of revaluation reserve transferred is the difference between depreciation based on the revalued carrying amount of the asset and depreciation based on the asset's original cost.

Asset under construction included in property, plant and equipment are not depreciated as these assets are not yet available for use.

### 3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)

#### 3.4 Property, plant and equipment (continued)

All other property, plant and equipment are depreciated on straight-line basis by allocating their depreciable amounts over their remaining useful lives.

	<b>Useful lives (years)</b>
Leasehold buildings	50
Furniture and fittings	5 - 10
Renovation	9 - 10
Motor vehicles	5
Equipments	3 - 5
Plant and machineries	10 - 20

#### 3.5 Leases

##### (a) Lessee accounting

The Group presents right-of-use assets and lease liabilities as separate lines in the statements of financial position.

##### Short-term leases and leases of low value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets. Accordingly, the Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease.

##### Right-of-use assets

The right-of-use assets (other than leasehold land that measures using revaluation model) are measured at cost less accumulated depreciation and any accumulated impairment losses, and adjust for any remeasurement of the lease liabilities. The right-of-use assets are depreciated using the straight-line method from the commencement date to the end of the lease term.

##### Lease liabilities

The lease liabilities are initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the incremental borrowing rate.

#### 3.6 Inventories

Inventories are measured at the lower of cost and net realisable value. Costs incurred in bringing the inventories to their present location and condition are accounted for as follows:

- raw materials: purchase costs on a weighted average cost basis.
- finished goods and work-in-progress: costs of direct materials and labour and a proportion of manufacturing overheads based on normal operating capacity. These costs are assigned on a weighted average cost basis.

### **3. MATERIAL ACCOUNTING POLICY INFORMATION (continued)**

#### **3.7 Revenue and other income**

##### **(a) Sales of goods – manufacturing**

The Group manufactures and sells a range of rubber compound and related products to local and foreign customers. Revenue from sale of manufactured goods is recognised at a point in time when control of goods is transferred to the customer, generally on the delivery of goods.

Sales are made with a credit terms ranging from 30 to 120 days, which is consistent with market practice, therefore, no element of financing is present.

##### **(b) Revenue for management services**

Management fees are recognised upon performance of services satisfied overtime.

##### **(c) Interest income**

Interest income is recognised using the effective interest method.

##### **(d) Rental income**

Rental income is recognised on a straight-line basis over the term of the lease. Lease incentive granted is recognised as an integral part of the total rental income, over the term of the lease.

#### 4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

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

The areas involving a higher degree of judgement or complexity that have the most significant effect on the Group's and the Company's financial statements, or areas where assumptions and estimates that have a significant risk of resulting in a material adjustment to the Group's and the Company's financial statements within the next financial year are disclosed as follows:

##### (a) Impairment review of plant and machineries

The Group assesses the impairment of plant and machineries whenever the events or changes in circumstances indicate that the carrying amount of an asset may not be recoverable.

Where such indications exist, the Group determines the recoverable amount using fair value less cost based on present value of the estimated future cash flows expected to be derived from the assets. Any resulting impairment loss could have material adverse impact on the Group's financial position and results of operations. In estimating the present value of the estimated cash flows, the Group applies a suitable discount rate and make assumption underlying the cash flow projections, including forecast growth rates, inflation rates and gross profit margin. Cash flows that are projected based on those inputs or assumptions may have a significant effect on the Group's financial positions and results if the actual cash flows are less than expected.

The carrying amounts of the plant and machineries are disclosed in Note 5.

##### (b) Write-down of obsolete or slow moving inventories

The Group writes down its obsolete or slow moving inventories based on the assessment of its estimated net selling price. Inventories are written down when events or changes in circumstances indicate that the carrying amounts may not be recoverable. The management specifically analyses sales trend and current economic trends when making a judgement to evaluate the adequacy of the write-down of obsolete or slow moving inventories. Where expectations differ from the original estimates, the differences will impact the carrying amount of inventories.

The carrying amounts of the Group's inventories are disclosed in Note 9.

5. PROPERTY, PLANT AND EQUIPMENT

	At cost						Total RM	
	At valuation	Leasehold buildings RM	Furniture and fittings RM	Renovation RM	Motor vehicles RM	Equipments RM		Plant and machineries RM
<b>Group</b>								
<b>31.12.2025</b>								
<b>Valuation/Cost</b>								
At 1 July 2024	11,100,000	2,517,596	1,347,000	2,283,170	28,034,639	73,466,148	26,007,443	144,755,996
Additions	-	318,050	1,609,985	263,950	215,662	-	-	2,407,647
Deconsolidation of a subsidiary (Note 7)	-	-	-	-	(9,900)	(8,455,267)	(25,365,801)	(33,830,968)
Revaluation	(156,048)	-	-	-	-	-	-	(156,048)
At 31 December 2025	10,943,952	2,835,646	2,956,985	2,547,120	28,240,401	65,010,881	641,642	113,176,627
<b>Accumulated depreciation</b>								
At 1 July 2024	330,000	2,431,851	932,907	2,155,739	27,173,258	57,749,702	-	90,773,457
Depreciation charge for the financial period	671,831	37,936	279,233	57,987	195,732	1,960,948	-	3,203,667
Deconsolidation of a subsidiary (Note 7)	-	-	-	-	(7,920)	(2,043,355)	-	(2,051,275)
Revaluation	(550,000)	-	-	-	-	-	-	(550,000)
At 31 December 2025	451,831	2,469,787	1,212,140	2,213,726	27,361,070	57,667,295	-	91,375,849
<b>Accumulated impairment</b>								
At 1 July 2024/	-	-	-	-	-	-	-	-
31 December 2025	-	64,008	-	127,431	597,230	3,919,428	-	4,708,097
<b>Carrying amount</b>								
At 31 December 2025	10,492,121	301,851	1,744,845	205,963	282,101	3,424,158	641,642	17,092,681

5. PROPERTY, PLANT AND EQUIPMENT (continued)

Group	At valuation		At cost					Total
	Leasehold buildings RM	Furniture and fittings RM	Renovation RM	Motor vehicles RM	Equipments RM	Plant and machineries RM	Asset work-in-progress RM	
<b>30.6.2024</b>								
<b>Valuation/Cost</b>								
At 1 July 2023	21,100,000	2,493,024	1,423,389	2,283,170	27,798,224	93,758,789	5,071,675	153,928,271
Additions	-	24,572	-	-	241,603	-	643,127	909,302
Written off	-	-	(76,389)	-	(5,188)	-	-	(81,577)
Reclassification	(10,000,000)	-	-	-	-	(20,292,641)	20,292,641	(10,000,000)
<b>At 30 June 2024</b>	<b>11,100,000</b>	<b>2,517,596</b>	<b>1,347,000</b>	<b>2,283,170</b>	<b>28,034,639</b>	<b>73,466,148</b>	<b>26,007,443</b>	<b>144,755,996</b>
<b>Accumulated depreciation</b>								
At 1 July 2023	-	2,423,080	874,596	2,155,739	27,096,841	56,878,491	-	89,428,747
Depreciation charge for the financial year	330,000	8,771	134,700	-	81,605	871,211	-	1,426,287
Written off	-	-	(76,389)	-	(5,188)	-	-	(81,577)
<b>At 30 June 2024</b>	<b>330,000</b>	<b>2,431,851</b>	<b>932,907</b>	<b>2,155,739</b>	<b>27,173,258</b>	<b>57,749,702</b>	<b>-</b>	<b>90,773,457</b>
<b>Accumulated impairment</b>								
At 1 July 2023/	-	-	-	-	-	-	-	-
30 June 2024	-	64,008	-	127,431	597,230	3,919,428	-	4,708,097
<b>Carrying amount</b>								
At 30 June 2024	10,770,000	21,737	414,093	-	264,151	11,797,018	26,007,443	49,274,442

## 5. PROPERTY, PLANT AND EQUIPMENT (continued)

	Office equipments RM	Furniture and fittings RM	Renovation RM	Total RM
<b>Company</b>				
<b>31.12.2025</b>				
<b>Cost</b>				
At 1 July 2024	89,111	27,790	-	116,901
Additions	34,907	-	66,035	100,942
At 31 December 2025	124,018	27,790	66,035	217,843
<b>Accumulated depreciation</b>				
At 1 July 2024	48,348	3,581	-	51,929
Depreciation charge for the financial period	34,760	8,337	4,891	47,988
At 31 December 2025	83,108	11,918	4,891	99,917
<b>Carrying amount</b>				
At 31 December 2025	40,910	15,872	61,144	117,926

	Office equipments RM	Furniture and fittings RM	Total RM
<b>Company</b>			
<b>30.6.2024</b>			
<b>Cost</b>			
At 1 July 2023	58,156	3,218	61,374
Additions	30,955	24,572	55,527
At 30 June 2024	89,111	27,790	116,901
<b>Accumulated depreciation</b>			
At 1 July 2023	39,136	161	39,297
Depreciation charge for the financial year	9,212	3,420	12,632
At 30 June 2024	48,348	3,581	51,929
<b>Carrying amount</b>			
At 30 June 2024	40,763	24,209	64,972

### (a) Assets pledged as security

A motor vehicle of the Group with carrying amount of RM205,963 (30.6.2024: Nil) has been pledged as security for hire purchase arrangement as disclosed in Note 14(b).

The leasehold buildings of the Group with carrying amount of RM10,492,121 (30.6.2024: RM10,770,000) have been pledged as security to secure banking facilities of the Group as disclosed in Note 14.

## 5. PROPERTY, PLANT AND EQUIPMENT (continued)

### (b) Fair value information

The fair value of the leasehold buildings is categorised as Level 3. There is no transfer between Level 1 and Level 2 fair values during the financial period. The fair value has been derived using the sales comparison approach based on the valuation performed by independent firms of professional valuers. Sales prices of comparable buildings in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is price per square foot of comparable buildings.

## 6. RIGHT-OF-USE ASSETS

Information about leases for which the Group and the Company are lessees is presented below:

	At valuation Leasehold land RM	← At cost → Office building RM	Hostel RM	Total RM
<b>Group</b>				
<b>31.12.2025</b>				
<b>Valuation/Cost</b>				
At 1 July 2024	21,000,000	417,972	-	21,417,972
Additions	-	2,900,975	536,097	3,437,072
Derecognition*	-	(417,972)	-	(417,972)
Revaluation	9,834,848	-	-	9,834,848
At 31 December 2025	<u>30,834,848</u>	<u>2,900,975</u>	<u>536,097</u>	<u>34,271,920</u>
<b>Accumulated depreciation</b>				
At 1 July 2024	630,000	243,817	-	873,817
Depreciation charge for the financial period	797,878	389,042	193,591	1,380,511
Derecognition*	-	(417,972)	-	(417,972)
Revaluation	(1,050,000)	-	-	(1,050,000)
At 31 December 2025	<u>377,878</u>	<u>214,887</u>	<u>193,591</u>	<u>786,356</u>
<b>Carrying amount</b>				
At 31 December 2025	<u>30,456,970</u>	<u>2,686,088</u>	<u>342,506</u>	<u>33,485,564</u>

## 6. RIGHT-OF-USE ASSETS (continued)

Information about leases for which the Group and the Company are lessees is presented below:  
(continued)

	At valuation Leasehold land RM	At cost Office building RM	Total RM
<b>Group</b>			
<b>30.6.2024</b>			
<b>Valuation/Cost</b>			
At 1 July 2023	11,000,000	417,972	11,417,972
Reclassification	10,000,000	-	10,000,000
	<u>21,000,000</u>	<u>417,972</u>	<u>21,417,972</u>
At 30 June 2024	<u>21,000,000</u>	<u>417,972</u>	<u>21,417,972</u>
<b>Accumulated depreciation</b>			
At 1 July 2023	-	34,831	34,831
Depreciation charge for the financial period	630,000	208,986	838,986
	<u>630,000</u>	<u>243,817</u>	<u>873,817</u>
At 30 June 2024	<u>630,000</u>	<u>243,817</u>	<u>873,817</u>
<b>Carrying amount</b>			
At 30 June 2024	<u>20,370,000</u>	<u>174,155</u>	<u>20,544,155</u>
		<b>Office building RM</b>	
<b>Company</b>			
<b>31.12.2025</b>			
<b>Cost</b>			
At 1 July 2024			417,972
Additions			2,900,975
Derecognition*			<u>(417,972)</u>
At 31 December 2025			<u>2,900,975</u>
<b>Accumulated depreciation</b>			
At 1 July 2024			243,817
Depreciation charge for the financial period			389,042
Derecognition*			<u>(417,972)</u>
At 31 December 2025			<u>214,887</u>
<b>Carrying amount</b>			
At 31 December 2025			<u>2,686,088</u>

## 6. RIGHT-OF-USE ASSETS (continued)

Information about leases for which the Group and the Company are lessees is presented below:  
(continued)

	<b>Office building RM</b>
<b>Company</b>	
<b>30.6.2024</b>	
<b>Cost</b>	
At 1 July 2023/30 June 2024	<u>417,972</u>
<b>Accumulated depreciation</b>	
At 1 July 2023	34,831
Depreciation charge for the financial year	<u>208,986</u>
At 30 June 2024	<u>243,817</u>
<b>Carrying amount</b>	
At 30 June 2024	<u>174,155</u>

\*Derecognition of the right-of-use assets during the financial period was a result of termination of certain leases.

(a) The Group and the Company lease land and office building for its office space and operation sites. The leases for office space and operation sites generally have lease term between of 9 to 50 years.

(b) Assets pledged as security

The leasehold land of the Group with carrying amount of RM30,456,970 (30.6.2024: RM20,370,000) has been pledged as security to secure banking facilities of the Group as disclosed in Note 14.

(c) Fair value information

The fair value of the leasehold land is categorised as Level 3. There is no transfer between Level 1 and Level 2 fair values during the financial period. The fair value has been derived using sales comparison approach based on the valuation performed by independent firms of professional valuers. Sales prices of comparable land in close proximity are adjusted for differences in key attributes such as property size. The most significant input into this valuation approach is price per square foot of the land.

## 7. INVESTMENT IN SUBSIDIARIES

	Company	
	31.12.2025 RM	30.6.2024 RM
<b>At cost</b>		
<b>Unquoted shares, at cost</b>		
At 1 July 2024/1 July 2023	53,456,695	53,421,636
Additions	26,283,272	35,059
Deconsolidation of a subsidiary (Note 8)	(51,000)	-
At 31 December 2025/30 June 2024	79,688,967	53,456,695
<b>Accumulated impairment loss</b>		
At 1 July 2024/1 July 2023	(51,921,299)	(39,631,036)
Impairment loss during the financial period (Note 24)	(20,223,505)	(12,290,263)
Deconsolidation of a subsidiary (Note 8)	51,000	-
At 31 December 2025/30 June 2024	(72,093,804)	(51,921,299)
	<u>7,595,163</u>	<u>1,535,396</u>

Details of the subsidiaries are as follows:

Name of company	Principal place of business/ Country of incorporation	Ownership interest		Principal activities
		31.12.2025 %	30.6.2024 %	
<b>Direct subsidiaries:</b>				
GIIB Rubber Compound Sdn. Bhd. ("GRC")	Malaysia	100	100	Manufacturing of rubber compound and other related product
Big Wheel Green Tyres Sdn. Bhd. ("BWGT")	Malaysia	100	100	Manufacturing and retreading of tyres for motor vehicles
GIIB Development Sdn. Bhd. ("GDEV")	Malaysia	100	100	Property development and construction
GIIB Healthcare Products Sdn. Bhd. ("GHP")	Malaysia	-	51	Trading of rubber gloves

## 7. INVESTMENT IN SUBSIDIARIES (continued)

Details of the subsidiaries are as follows: (continued)

Name of company	Principal place of business/ Country of	Ownership interest		Principal activities
		31.12.2025 %	30.6.2024 %	
<b>Direct subsidiaries:</b> (continued)				
Goodway Marketing Sdn. Bhd. ("GWM")	Malaysia	100	100	Trading of rubber compounds related products
GIIB Gloves Manufacturer Sdn. Bhd. ("GGM")	Malaysia	100	100	Manufacturing and trading of rubber gloves
Goodway Rubber Company Pty. Ltd. ("GWA")*	Australia	100	100	Trading of rubber compound material
GIIB Material Sciences Pte. Ltd. ("GMS") <sup>#</sup>	Singapore	100	100	Wholesale and trading of rubber-related products
<b>Subsidiary of GIIB Material Sciences Pte. Ltd. ("GMS")</b>				
GIIB Matsciences Company - FZCO ("GMC") <sup>#</sup>	Dubai	100	-	Manufacturing of rubber compound and other related product

\* Not required to be audited under the laws of the country of incorporation.

<sup>#</sup> Consolidated using unaudited management financial statements, auditors' report is not available.

## 7. INVESTMENT IN SUBSIDIARIES (continued)

### (a) Deconsolidation of a subsidiary

During the financial period ended 31 December 2025, the Group and the Company had performed a re-assessment of control over GIB Healthcare Products Sdn. Bhd. ("GHP") under MFRS 10 *Consolidated Financial Statements* and have assessed that based on facts and circumstances, the Group and the Company no longer have control over GHP. As a result, the Group and the Company had deconsolidated their investment in the subsidiary, GHP.

(i) Summary of effects of deconsolidation on the financial position of the Group:

	GHP 2025 RM
<b>Derecognised:</b>	
<b>Assets:</b>	
Property, plant and equipment	31,779,693
Other receivables	881,553
Cash and cash equivalents	<u>70,236</u>
	<u>32,731,482</u>
<b>Liabilities:</b>	
Provision for liabilities	(15,066,754)
Trade and other payables	(50,743,089)
Current tax liabilities	<u>(1,385,313)</u>
	<u>(67,195,156)</u>
Net liabilities deconsolidated	<u>(34,463,674)</u>
<b>Recognised:</b>	
Cash consideration received	-
Less: Net liabilities deconsolidated	34,463,674
Non-controlling interest deconsolidated	<u>(16,887,201)</u>
Gain on deconsolidation	<u>(17,576,473)</u>

(ii) Effect of deconsolidation on cash flows of the Group:

	GHP 2025 RM
Cash consideration received	-
Less: Cash and cash equivalents of subsidiaries deconsolidated	<u>70,236</u>
Net cash outflows on deconsolidation	<u>(70,236)</u>

## 7. INVESTMENT IN SUBSIDIARIES (continued)

### (b) Non-controlling interests in subsidiaries

The financial information of the Group's subsidiaries that have material non-controlling interests are as follows:

Equity interest held by non-controlling interests:

Name of company	Principal place of business/Country of incorporation	Ownership interest	
		31.12.2025 %	30.6.2024 %
GIIB Healthcare Products Sdn. Bhd.	Malaysia	-	49

Carrying amount of material non-controlling interests:

Name of company	31.12.2025 RM	30.6.2024 RM
GIIB Healthcare Products Sdn. Bhd.	-	(13,840,656)

Loss allocated to material non-controlling interests:

Name of company	31.12.2025 RM	30.6.2024 RM
GIIB Healthcare Products Sdn. Bhd.	(3,046,545)	(3,214,857)

Total comprehensive loss allocated to material non-controlling interests:

Name of company	31.12.2025 RM	30.6.2024 RM
GIIB Healthcare Products Sdn. Bhd.	(3,046,545)	(3,214,857)

## 7. INVESTMENT IN SUBSIDIARIES (continued)

### (c) Summarised financial information of material non-controlling interests

The summarised financial information (before intra-group elimination) of the Group's subsidiaries that have material non-controlling interests are as follows:

	<b>GIIB Healthcare Products Sdn. Bhd. RM</b>
<b>Summarised statement of comprehensive income</b>	
<b>Financial period ended 31 December 2025</b>	
Revenue	-
Loss for the financial period, representing total comprehensive loss	<u>(6,217,439)</u>

	<b>GIIB Healthcare Products Sdn. Bhd. RM</b>
<b>Summarised statements of financial position</b>	
<b>As at 30 June 2024</b>	
Current assets	868,387
Non-current assets	32,839,076
Current liabilities	(46,886,945)
Non-current liabilities	<u>(15,066,754)</u>
Net liabilities	<u>(28,246,236)</u>

<b>Summarised statement of comprehensive income</b>	
<b>Financial year ended 30 June 2024</b>	
Revenue	-
Loss for the financial year, representing total comprehensive loss	<u>(6,560,932)</u>

<b>Summarised cash flow information</b>	
<b>Financial year ended 30 June 2024</b>	
Cash flows used in operating activities	(2,895,042)
Cash flows from financing activities	<u>2,629,951</u>
Net decrease in cash and cash equivalents	<u>(265,091)</u>
Dividends paid to non-controlling interests	<u>-</u>

## 8. INVESTMENT IN AN ASSOCIATE

	Group		Company	
	31.12.2025	30.6.2024	31.12.2025	30.6.2024
	RM	RM	RM	RM
<b>Unquoted shares, at cost</b>				
At 1 July 2024/ 1 July 2023	-	-	-	-
Addition	51,000	-	51,000	-
At 31 December 2025/ 30 June 2024	51,000	-	51,000	-
Less: Impairment losses (Note 7)	(51,000)	-	(51,000)	-
	-	-	-	-

Details of the associates are as follows:

Name of company	Principal place of business/ Country of incorporation	Ownership interest		Principal activity
		31.12.2025	30.6.2024	
		%	%	
GIIB Healthcare Products Sdn. Bhd. ("GHP")	Malaysia	51	-	Trading of rubber gloves

- (a) During the financial period ended 31 December 2025, the Group and the Company had performed a re-assessment of control over GIIB Healthcare Products Sdn. Bhd. ("GHP") under MFRS 10 *Consolidated Financial Statements* and have assessed that based on facts and circumstances, the Group and the Company no longer have control over GHP. As a result, the Group and the Company had deconsolidated their investment in the subsidiary, GHP.

The investment in GHP has since then been accounted for as Investment in an Associate.

## 8. INVESTMENT IN AN ASSOCIATE (continued)

### (b) Summarised financial information of an associate

The following table illustrates the summarised financial information of the Group's material associates, adjusted for any differences made by the Group when using equity method including fair value adjustments and differences in accounting policies and reconciles the information to the carrying amount of the Group's interest in the associates:

	<b>GIIB Healthcare Products Sdn. Bhd. RM</b>
<b>Group</b>	
<b>31.12.2025</b>	
<b>Assets and liabilities</b>	
Current assets	700,539
Non-current assets	31,244,485
Current liabilities	<u>(68,060,804)</u>
Net liabilities	<u>(36,115,780)</u>
<b>Reconciliation of net assets to carrying amount:</b>	
Group's share in %	<u>51</u>
Group's share of net assets	(18,419,048)
Unrecognised share of loss	<u>18,419,048</u>
Carrying amount	<u>-</u>
<b>Results:</b>	
Loss from continuing operations, representing total comprehensive loss	<u>(1,652,038)</u>

The Group has not recognised its share of losses of GIIB Healthcare Products Sdn. Bhd. because the Group's cumulative share of losses has exceeded its interest in that associate and the Group has no obligation in respect of these losses. The Group's cumulative accumulated losses not recognised were RM1,652,038 (30.6.2024: Nil).

## 9. INVENTORIES

	Group	
	31.12.2025	30.6.2024
	RM	RM
<b>At lower of cost and NRV</b>		
Raw materials	3,040,973	1,848,947
Work-in-progress	2,097,173	2,694,025
Finished goods	<u>1,471,810</u>	<u>454,932</u>
	<u>6,609,956</u>	<u>4,997,904</u>

- (a) The cost of inventories of the Group recognised as an expense in cost of sales during the financial period was RM54,463,865 (30.6.2024: RM44,911,615).
- (b) The cost of inventories of the Group recognised as an expense in cost of sales during the financial period in respect of written off of inventories was RM2,286,263 (30.6.2024: RM977,988).
- (c) During the financial period, the Group reversed the previous provision for slow-moving inventories of RM495,204 (30.6.2024: Nil). The amount of reversal was included in cost of sales.
- (d) The cost of inventories of the Group recognised as an expense in cost of sales during the financial period in respect of provision for slow-moving inventories was RM167,452 (30.6.2024: RM412,770).

## 10. TRADE AND OTHER RECEIVABLES

	Note	Group		Company	
		31.12.2025 RM	30.6.2024 RM	31.12.2025 RM	30.6.2024 RM
<b>Current:</b>					
<b>Trade</b>					
Third parties	(a)	18,470,705	19,544,549	-	-
Less: Impairment losses for trade receivables	(a)	(12,266,921)	(13,348,958)	-	-
		<u>6,203,784</u>	<u>6,195,591</u>	<u>-</u>	<u>-</u>
<b>Non-trade</b>					
Amount owing by an associate	(b)	49,995,411	-	27,041,138	-
Amounts owing by subsidiaries	(b)	-	-	33,566,036	82,328,073
Other receivables		4,549,015	6,008,945	696,138	709,140
Deposits		1,526,032	1,640,548	215,814	102,130
Prepayments		<u>1,342,729</u>	<u>488,969</u>	<u>40,005</u>	<u>4,781</u>
		57,413,187	8,138,462	61,559,131	83,144,124
Less: Impairment losses for amount owing by an associate	(b)	(17,723,586)	-	(9,770,546)	-
Impairment losses for amounts owing by subsidiaries	(b)	-	-	(24,245,308)	(26,204,013)
Impairment losses for other receivables	(c)	<u>(51,075)</u>	<u>(22,347)</u>	<u>(3,971)</u>	<u>(3,971)</u>
		<u>39,638,526</u>	<u>8,116,115</u>	<u>27,539,306</u>	<u>56,936,140</u>
Total trade and other receivables		<u>45,842,310</u>	<u>14,311,706</u>	<u>27,539,306</u>	<u>56,936,140</u>

## 10. TRADE AND OTHER RECEIVABLES (continued)

### (a) Trade receivables

Trade receivables are non-interest bearing and normal credit terms offered by the Group ranging from 30 to 120 days (30.6.2024: 30 to 120 days) from the date of invoices. Other credit terms are assessed and approved on a case by case basis.

#### Receivables that are impaired

The Group's trade receivables that are impaired at the reporting date and the reconciliation of movement in the impairment of trade receivables are as follows:

	<b>Group</b>	
	<b>31.12.2025</b>	<b>30.6.2024</b>
	<b>RM</b>	<b>RM</b>
At 1 July 2024/1 July 2023	13,348,958	11,883,689
Charge for the financial period/year	736,062	1,000,000
Reversal of impairment losses	(1,474,026)	-
Reclassification	-	465,269
Deconsolidation of a subsidiary	<u>(344,073)</u>	<u>-</u>
At 31 December 2025/30 June 2024	<u>12,266,921</u>	<u>13,348,958</u>

The information about the credit exposures are disclosed in Note 28(b)(i).

### (b) Amounts owing by an associate and subsidiaries

Amounts owing by an associate and subsidiaries are non-trade in nature, unsecured, interest-free and is expected to be settled in cash within the next 12 months after the reporting date.

The Group's and the Company's amount owing by an associate that is impaired at the reporting date and the reconciliation of movement in the impairment of amount owing by an associate is as follow:

	<b>Group</b>		<b>Company</b>	
	<b>31.12.2025</b>	<b>30.6.2024</b>	<b>31.12.2025</b>	<b>30.6.2024</b>
	<b>RM</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>
At 1 July 2024/ 1 July 2023	-	-	-	-
Charge for the financial period/ year	<u>17,723,586</u>	<u>-</u>	<u>9,770,546</u>	<u>-</u>
At 31 December 2025/30 June 2024	<u>17,723,586</u>	<u>-</u>	<u>9,770,546</u>	<u>-</u>

## 10. TRADE AND OTHER RECEIVABLES (continued)

### (b) Amounts owing by an associate and subsidiaries (continued)

The Group's amounts owing by subsidiaries that are impaired at the reporting date and the reconciliation of movement in the impairment of amounts owing by subsidiaries are as follows:

	<b>Company</b>	
	<b>31.12.2025</b>	<b>30.6.2024</b>
	<b>RM</b>	<b>RM</b>
At 1 July 2024/1 July 2023	26,204,013	32,301,057
Charge for the financial period/year	-	3,107,228
Reversal of impairment losses	<u>(1,958,705)</u>	<u>(9,204,272)</u>
At 31 December 2025/30 June 2024	<u>24,245,308</u>	<u>26,204,013</u>

### (c) Other receivables

The Group's and the Company's other receivables that are impaired at the reporting date and the reconciliation of movement in the impairment of other receivables are as follows:

	<b>Group</b>		<b>Company</b>	
	<b>31.12.2025</b>	<b>30.6.2024</b>	<b>31.12.2025</b>	<b>30.6.2024</b>
	<b>RM</b>	<b>RM</b>	<b>RM</b>	<b>RM</b>
At 1 July 2024/ 1 July 2023	22,347	3,583,652	3,971	-
Charge for the financial period/ year	28,728	22,347	-	3,971
Written off	-	(3,118,383)	-	-
Reclassification	<u>-</u>	<u>(465,269)</u>	<u>-</u>	<u>-</u>
At 31 December 2025/30 June 2024	<u>51,075</u>	<u>22,347</u>	<u>3,971</u>	<u>3,971</u>

### (d) The foreign currency exposure profile of the trade and other receivables of the Group is as follows:

	<b>Group</b>	
	<b>31.12.2025</b>	<b>30.6.2024</b>
	<b>RM</b>	<b>RM</b>
Australian Dollar	2,283,462	2,816,453
United States Dollar	<u>4,289,898</u>	<u>3,564,169</u>
	<u>6,573,360</u>	<u>6,380,622</u>

### (e) The information about the credit exposures are disclosed in Note 28(b)(i).

## 10. TRADE AND OTHER RECEIVABLES (continued)

- (f) The Group and the Company have also assessed the recoverability of the amount owing from GHP of RM49,995,411 and RM27,041,138 respectively based on estimated value to be recovered from its assets and have recognised an impairment loss amounting to RM17,723,586 and RM9,770,546 respectively in the statements of comprehensive income.

The Directors are of the view that the impairment provided is sufficient and the remaining balance owing from GHP is recoverable.

## 11. CASH AND BANK BALANCES

	Group		Company	
	31.12.2025	30.6.2024	31.12.2025	30.6.2024
	RM	RM	RM	RM
Cash and bank balances	155,417	719,610	21,056	154,837
Pledged deposits placed with licensed banks	105,426	1,482,728	-	-
Cash and pledged deposits as presented in statements of financial position	<u>260,843</u>	<u>2,202,338</u>	<u>21,056</u>	<u>154,837</u>

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

	Group		Company	
	31.12.2025	30.6.2024	31.12.2025	30.6.2024
	RM	RM	RM	RM
Cash and bank balances	260,843	2,202,338	21,056	154,837
Less: pledged deposits	<u>(105,426)</u>	<u>(1,482,728)</u>	<u>-</u>	<u>-</u>
	155,417	719,610	21,056	154,837
Bank overdraft (Note 14)	<u>(1,981,672)</u>	<u>(2,012,801)</u>	<u>-</u>	<u>-</u>
Cash and pledged deposits as presented in statements of cash flows	<u>(1,826,255)</u>	<u>(1,293,191)</u>	<u>21,056</u>	<u>154,837</u>

- (a) Included in cash and bank balances are pledged deposits amounting to RM105,426 (30.6.2024: RM1,482,728) which are charged to the bank to secure credit facilities granted to the Group as disclosed in Note 14.

## 11. CASH AND BANK BALANCES (continued)

- (b) The foreign currency exposure profile of cash and bank balances of the Group is as follows:

	Group	
	31.12.2025 RM	30.6.2024 RM
Australian Dollar	377	11,998
Euro	-	5
Singapore Dollar	-	139
United States Dollar	1,471	26,039
	1,848	38,181

## 12. SHARE CAPITAL

	Group and Company			
	Number of ordinary shares		← Amounts →	
	31.12.2025 Unit	30.6.2024 Unit	31.12.2025 RM	30.6.2024 RM
<b>Issued and fully paid up (no par value):</b>				
At 1 July 2024/ 1 July 2023	650,423,101	591,293,801	155,827,199	151,096,855
Issuance of shares pursuant to:				
- private placement	-	59,129,300	-	4,730,344
Share capital reduction	-	-	(127,000,000)	-
At 31 December 2025/30 June 2024	650,423,101	650,423,101	28,827,199	155,827,199

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.

During the financial period, the Company undertook a capital reduction pursuant to Section 117 of the Companies Act 2016, which permits a company to reduce its share capital. The capital reduction was approved by shareholders at the Extraordinary General Meeting held on 28 February 2025, and became effective on 20 June 2025 upon lodgement of the relevant documents with the Companies Commission of Malaysia. The share capital reduction resulted in a decrease of RM127,000,000, which has been used to eliminate accumulated losses.

In the previous financial year, the Company issued 59,129,300 new ordinary shares at a price of RM0.08 per ordinary share for a total cash consideration of RM4,730,344 via private placement.

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

### 13. OTHER RESERVES

	Note	Group		Company	
		31.12.2025 RM	30.6.2024 RM	31.12.2025 RM	30.6.2024 RM
Warrant reserve	(a)	4,726,959	4,726,959	4,726,959	4,726,959
Foreign exchange reserve	(b)	(473,846)	760,473	-	-
Revaluation reserve	(c)	32,706,805	22,555,885	-	-
		<u>36,959,918</u>	<u>28,043,317</u>	<u>4,726,959</u>	<u>4,726,959</u>

#### (a) Warrant reserve

The warrant reserve relates to the portion of proceeds from the rights shares issue ascribed to the attached warrants. As and when the warrants are exercised, the related balance in the warrant reserve will be transferred to the share capital account. Each warrant carries the right to subscribe for one (1) new ordinary share in the Company at an exercise price of RM0.42. The warrants will expire on 1 September 2026. At the expiry of the warrants, the balance in the warrant reserve will be transferred to accumulated losses.

The salient terms of the Warrants 2021/2026 ("Warrants") are as follows:

- (i) Each Warrants 2021/2026 entitles the registered holder to subscribe for one (1) new ordinary share in the Company at any time on or before the maturity date 1 September 2026, falling five (5) years from the date of issue of the Warrants 2021/2026. Unexercised Warrants after the exercise period will thereafter lapse and cease to be valid;
- (ii) The exercise price of the Warrants is fixed at RM0.42 per Warrant;
- (iii) The new ordinary shares to be issued upon the exercise of the Warrants shall rank pari passu in all respects with the existing ordinary shares of the Company; and
- (iv) The Warrants 2021/2026 were listed and quoted on the Main Market of Bursa Malaysia Securities Berhad on 7 September 2021.

#### (b) Foreign exchange reserve

The foreign exchange reserve comprises all foreign currency differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency as well as the foreign currency differences arising from monetary items which form part of the Group's net investment in foreign operations, where the monetary item is denominated in either the functional currency of the reporting entity or the foreign operation or another currency.

### 13. OTHER RESERVES (continued)

#### (c) Revaluation reserve

	Group	
	31.12.2025	30.6.2024
	RM	RM
At 1 July 2024/1 July 2023	22,555,885	24,479,005
Revaluation of property, plant and equipment	393,952	-
Revaluation of right-of-use assets	10,884,848	-
Realisation of revaluation reserve	-	(1,718,147)
Deferred tax relating to revaluation reserve	<u>(1,127,880)</u>	<u>(204,973)</u>
At 31 December 2025/30 June 2024	<u>32,706,805</u>	<u>22,555,885</u>

The revaluation reserve relates to revaluation of leasehold land and buildings, net of tax.

### 14. LOANS AND BORROWINGS

		Group	
	Note	31.12.2025	30.6.2024
		RM	RM
<b>Non-current</b>			
<b>Secured:</b>			
Term loans	(a)	2,169,758	-
Hire purchase payable	(b)	145,906	-
<b>Unsecured:</b>			
Islamic financing	(c)	<u>3,676,608</u>	<u>1,895,833</u>
		<u>5,992,272</u>	<u>1,895,833</u>
<b>Current:</b>			
<b>Secured:</b>			
Term loans	(a)	4,770,427	2,280,060
Hire purchase payable	(b)	47,111	-
Bank overdraft (Note 11)	(d)	1,981,672	2,012,801
Trade facilities	(e)	823,029	-
<b>Unsecured:</b>			
Islamic financing	(c)	2,025,397	2,000,000
Trade facilities	(e)	<u>2,498,636</u>	<u>2,222,462</u>
		<u>12,146,272</u>	<u>8,515,323</u>
<b>Total loans and borrowings</b>			
Term loans	(a)	6,940,185	2,280,060
Hire purchase payable	(b)	193,017	-
Islamic financing	(c)	5,702,005	3,895,833
Bank overdraft (Note 11)	(d)	1,981,672	2,012,801
Trade facilities	(e)	<u>3,321,665</u>	<u>2,222,462</u>
		<u>18,138,544</u>	<u>10,411,156</u>

## 14. LOANS AND BORROWINGS (continued)

### (a) Term loans

Term loan 2 of a subsidiary of RM2,700,568 (30.6.2024: Nil) bears interest at 5.35% (30.6.2024: Nil) above the bank base financing rate per annum and is repayable by equal monthly instalments over 54 months commencing from the day of first drawdown and is secured and supported as follows:

- (i) Legal charge over leasehold land and buildings of a subsidiary as disclosed in Notes 5 and 6;
- (ii) A LTT Certificate to be taken up under name of one Company's director with Prudential BSN Takaful and Bank is be named as the certificate holder in the relevant certificate issued by the takaful operator;
- (iii) Pledged of fixed deposits of a subsidiary (Note 11);
- (iv) Corporate guarantee of the Company; and
- (v) Joint and several guarantee by the Company's directors.

Term loan 3 of a subsidiary of RM4,239,617 (30.6.2024: Nil) bears interest at 11.36% (30.6.2024: Nil) and is repayable by equal monthly instalments over 12 months and from the day of first drawdown and is secured and supported as follows:

- (i) Legal charge over leasehold land and buildings of a subsidiary as disclosed in Notes 5 and 6;
- (ii) A LTT Certificate to be taken up under name of one Company's director with Prudential BSN Takaful and Bank is be named as the certificate holder in the relevant certificate issued by the takaful operator;
- (iii) Corporate guarantee of the Company; and
- (iv) Joint and several guarantee by the Company's directors.

In the previous financial year, term loan 1 of a subsidiary of RM2,280,060 bore interest at 9.15% above the bank base financing rate per annum and was repayable by equal monthly instalments over six years commencing from the day of first drawdown and was secured and supported as follows:

- (i) Legal charge over leasehold land and buildings of a subsidiary as disclosed in Notes 5 and 6;
- (ii) Facility agreement between licensed bank and a subsidiary of the Company;
- (iii) Debenture over all fixed and floating, present and future assets of subsidiaries of the Company;
- (iv) Corporate guarantee of the Company; and
- (v) Joint and several guarantee by the Company's directors.

#### 14. LOANS AND BORROWINGS (continued)

##### (b) Hire purchase payable

Hire purchase payables of the Group of RM193,017 (30.6.2024: Nil) bear interest at 2.49% (30.6.2024: Nil) per annum and are secured by way of the Group's motor vehicles under hire purchase arrangement as disclosed in Note 5.

Future minimum payments under leases together with the present value of net minimum lease payments are as follows:

	Group	
	31.12.2025	30.6.2024
	RM	RM
<b>Minimum lease payments:</b>		
Not later than 1 year	55,175	-
Later than 1 year and not later than 5 years	156,106	-
	211,281	-
Less: Future finance charges	(18,264)	-
Present value of minimum lease payments	193,017	-
<b>Present value of minimum lease payments:</b>		
Not later than 1 year	47,111	-
Later than 1 year and not later than 5 years	145,906	-
	193,017	-
Less: Amount due within 12 months	(47,111)	-
Amount due after 12 months	145,906	-

##### (c) Islamic financing

Islamic financing of a subsidiary of RM5,702,005 (30.6.2024: RM3,895,833) bears interest at 15% (30.6.2024: 15%) and is repayable by equal monthly instalments over three years from the day of first drawdown.

##### (d) Bank overdraft

The bank overdraft of the Group bears interest at 7.07% (30.6.2024: 7.65%) per annum and are secured by way of:

- (i) Legal charge over leasehold land and buildings of a subsidiary as disclosed in Notes 5 and 6;
- (ii) A LTT Certificate to be taken up under name of one Company's director with Prudential BSN Takaful and Bank is be named as the certificate holder in the relevant certificate issued by the takaful operator;
- (iii) Corporate guarantee of the Company; and
- (iv) Joint and several guarantee by the Company's directors.

## 14. LOANS AND BORROWINGS (continued)

### (e) Trade facilities

Trade facilities 1 of a subsidiary bears interest ranging from 4.81% to 4.86% (30.6.2024: Nil) and are secured by way of:

- (i) Legal charge over leasehold land and buildings of a subsidiary as disclosed in Notes 5 and 6;
- (ii) A LTT Certificate to be taken up under name of one Company's director with Prudential BSN Takaful and Bank is named as the certificate holder in the relevant certificate issued by the takaful operator;
- (iii) Corporate guarantee of the Company; and
- (iv) Joint and several guarantee by the Company's directors.

Trade facilities 2 of a subsidiary are unsecured and bears interest at 1.25% per month (30.6.2024: Nil).

## 15. LEASE LIABILITIES

	Group		Company	
	31.12.2025	30.6.2024	31.12.2025	30.6.2024
	RM	RM	RM	RM
<b>Non-current:</b>				
Lease liabilities	2,692,099	-	2,519,093	-
<b>Current:</b>				
Lease liabilities	412,519	193,861	233,193	193,861
<b>Total lease liabilities</b>	<u>3,104,618</u>	<u>193,861</u>	<u>2,752,286</u>	<u>193,861</u>

## 15. LEASE LIABILITIES (continued)

Future minimum lease payments together with the present value of net minimum lease payments are as follows:

	Group		Company	
	31.12.2025 RM	30.6.2024 RM	31.12.2025 RM	30.6.2024 RM
<b>Minimum lease payments:</b>				
Not later than 1 year	567,738	200,000	374,778	200,000
Later than 1 year and not later than 5 years	1,768,936	-	1,592,056	-
Later than 5 years	<u>1,479,727</u>	<u>-</u>	<u>1,479,727</u>	<u>-</u>
	3,816,401	200,000	3,446,561	200,000
Less: Future finance charges	<u>(711,783)</u>	<u>(6,139)</u>	<u>(694,275)</u>	<u>(6,139)</u>
Present value of minimum lease payments	<u>3,104,618</u>	<u>193,861</u>	<u>2,752,286</u>	<u>193,861</u>
<b>Present value of minimum lease payments:</b>				
Not later than 1 year	412,519	193,861	233,193	193,861
Later than 1 year and not later than 5 years	1,340,512	-	1,167,506	-
Later than 5 years	<u>1,351,587</u>	<u>-</u>	<u>1,351,587</u>	<u>-</u>
	3,104,618	193,861	2,752,286	193,861
Less: Amount due within 12 months	<u>(412,519)</u>	<u>(193,861)</u>	<u>(233,193)</u>	<u>(193,861)</u>
Amount due after 12 months	<u>2,692,099</u>	<u>-</u>	<u>2,519,093</u>	<u>-</u>

## 16. PROVISIONS

	Group	
	31.12.2025 RM	30.6.2024 RM
<b>Non-current</b>		
Liabilities of a material litigation	<u>-</u>	<u>15,066,754</u>

The ongoing court proceedings and litigation process related to the liabilities of the former subsidiary are disclosed in Note 34.

## 17. DEFERRED TAX LIABILITIES

	Group	
	31.12.2025 RM	30.6.2024 RM
At 1 July 2024/1 July 2023	2,624,098	1,228,597
Recognised in:		
- profit or loss (Note 26)	-	1,190,528
- other comprehensive income	1,127,880	204,973
	<u>3,751,978</u>	<u>2,624,098</u>

(a) Presented after appropriate offsetting as follows:

	Group	
	31.12.2025 RM	30.6.2024 RM
Deferred tax liabilities	<u>3,751,978</u>	<u>2,624,098</u>

(b) The components of deferred tax liabilities prior to offsetting are as follows:

	Group	
	31.12.2025 RM	30.6.2024 RM
<b>Deferred tax liabilities</b>		
Revaluation of leasehold land and building	<u>3,751,978</u>	<u>2,624,098</u>

(c) The estimated amounts of temporary differences for which no deferred tax assets are recognised in the financial statements are as follows:

	Group		Company	
	31.12.2025 RM	30.6.2024 RM	31.12.2025 RM	30.6.2024 RM
Unutilised tax losses	71,881,161	62,128,711	5,024,662	6,083,111
Unabsorbed capital allowances	6,023,428	5,466,945	-	-
Others	76,139	8,426	76,139	8,426
	<u>77,980,728</u>	<u>67,604,082</u>	<u>5,100,801</u>	<u>6,091,537</u>
Potential deferred tax assets not recognised at 24% (30.6.2024: 24%)	<u>18,715,375</u>	<u>16,224,980</u>	<u>1,224,192</u>	<u>1,461,969</u>

The availability of unutilised tax losses for offsetting against future taxable profits of the Company is subject to requirements under the Income Tax Act, 1967 and guidelines issued by the tax authority.

## 17. DEFERRED TAX LIABILITIES (continued)

- (c) The estimated amounts of temporary differences for which no deferred tax assets are recognised in the financial statements are as follows: (continued)

The unutilised tax losses are available for offset against future taxable profits of the Group and the Company up to the following financial years:

	Group		Company	
	31.12.2025	30.6.2024	31.12.2025	30.6.2024
	RM	RM	RM	RM
2028	14,346,518	16,051,782	3,770,085	4,828,534
2029	11,772,685	11,772,685	-	-
2030	11,239,059	11,239,059	-	-
2031	3,324,481	3,324,481	141,345	141,345
2032	3,310,942	3,310,942	158,442	158,442
2033	954,790	954,790	954,790	954,790
2034	15,474,972	15,474,972	-	-
2035	11,457,714	-	-	-
	<u>71,881,161</u>	<u>62,128,711</u>	<u>5,024,662</u>	<u>6,083,111</u>

## 18. TRADE AND OTHER PAYABLES

	Note	Group		Company	
		31.12.2025	30.6.2024	31.12.2025	30.6.2024
		RM	RM	RM	RM
<b>Current:</b>					
<b>Trade</b>					
Third parties	(a)	24,405,578	12,606,631	-	-
<b>Non-trade</b>					
Amounts owing to subsidiaries	(b)	-	-	22,491,982	22,403,009
Amounts owing to directors	(b)	4,189,363	272,516	3,850,779	262,618
Other payables		10,918,657	8,838,790	2,088,238	1,646,657
Accruals		3,780,461	6,484,793	503,560	1,037,955
Deposits		103,877	223,877	-	-
		<u>18,992,358</u>	<u>15,819,976</u>	<u>28,934,559</u>	<u>25,350,239</u>
Total trade and other payables		<u>43,397,936</u>	<u>28,426,607</u>	<u>28,934,559</u>	<u>25,350,239</u>

## 18. TRADE AND OTHER PAYABLES (continued)

- (a) Trade payables are non-interest bearing and the normal trade credit terms granted to the Group are ranging from 30 to 90 days (30.6.2024: 30 to 90 days).
- (b) The amounts owing to subsidiaries and directors are non-trade in nature, unsecured, interest-free and repayable upon demand in cash.
- (c) The foreign currency exposure profile of the trade and other payables of the Group and the Company are as follows:

	Group		Company	
	31.12.2025	30.6.2024	31.12.2025	30.6.2024
	RM	RM	RM	RM
Singapore Dollar	27,748	22,256	-	-
United States Dollar	11,305,934	1,017,059	10,745	12,488
	<u>11,333,682</u>	<u>1,039,315</u>	<u>10,745</u>	<u>12,488</u>

- (d) For explanation on the Group's liquidity risk management processes, refer to Note 28(b)(ii).

## 19. REVENUE

	Group		Company	
	1.7.2024 to 31.12.2025 (18 months)	1.7.2023 to 30.6.2024 (12 months)	1.7.2024 to 31.12.2025 (18 months)	1.7.2023 to 30.6.2024 (12 months)
	RM	RM	RM	RM
<b>Revenue from contracts with customers:</b>				
<b>At a point in time:</b>				
Sales of rubber compound	59,617,067	45,470,348	-	-
Sale of land	-	14,000,000	-	-
<b>Revenue from other source:</b>				
Management fees	-	-	7,080,000	5,040,000
	<u>59,617,067</u>	<u>59,470,348</u>	<u>7,080,000</u>	<u>5,040,000</u>

## 20. OTHER INCOME

	Group		Company	
	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
Discount received	75,295	-	-	-
Gain on deconsolidation of a subsidiary	17,576,473	-	-	-
Miscellaneous income	645,825	-	-	-
Net realised gain on foreign exchange	-	70,856	-	-
Net unrealised gain on foreign exchange	356,481	-	1,744	-
Rental income	150,725	240,000	-	-
Service income	5,020	-	-	-
Waiver of debt	230,798	56,249	230,798	-
Others	113,027	282,329	22,793	-
	<u>19,153,644</u>	<u>649,434</u>	<u>255,335</u>	<u>-</u>

## 21. OTHER OPERATING EXPENSES

	Group		Company	
	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
Bad debt written off	714,960	1,015,526	-	19,700
Deposits written off	4,200	-	-	-
Impairment losses on investment in subsidiaries	-	-	20,223,505	12,290,263
Net unrealised loss on foreign exchange	-	63,584	-	1,480
Net realised loss on foreign exchange	237,395	62,103	-	-
Others	1,642	290,951	-	-
	<u>958,197</u>	<u>1,432,164</u>	<u>20,223,505</u>	<u>12,311,443</u>

## 22. FINANCE INCOME

	Group		Company	
	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
Interest income	659,926	1,037	246,096	244,787

## 23. FINANCE COSTS

	Group		Company	
	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
Interest expense on:				
- Bank overdraft	212,454	153,420	-	-
- Hire purchase payable	11,367	-	-	-
- Islamic financing	1,462,721	37,500	-	-
- Lease liabilities	132,576	21,190	107,301	21,190
- Payables	463,088	390,379	-	-
- Term loans	283,946	368,793	-	-
- Trade facilities	1,673,763	287,948	-	-
	<u>4,239,915</u>	<u>1,259,230</u>	<u>107,301</u>	<u>21,190</u>

## 24. LOSS BEFORE TAX

Other than as disclosed elsewhere in the financial statements, the following items have been charged/(credited) in arriving at loss before tax:

	Note	Group		Company	
		1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
Auditors' remuneration - statutory audit:					
- Baker Tilly Monteiro Heng PLT		300,500	-	158,000	-
- Other auditors		-	197,000	-	100,000
Other services:					
- Baker Tilly Monteiro Heng PLT		7,000	-	7,000	-
- Other auditors		-	9,000	-	9,000

## 24. LOSS BEFORE TAX (continued)

Other than as disclosed elsewhere in the financial statements, the following items have been charged/(credited) in arriving at loss before tax:

	Note	Group		Company	
		1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
Depreciation of:					
- property, plant and equipment	5	3,203,667	1,426,287	47,988	12,632
- right-of-use assets	6	1,380,511	838,986	389,042	208,986
Employee benefits expense	25	13,510,605	9,483,628	5,046,037	2,847,835
Expenses relating to lease of low value assets		20,089	15,297	5,854	2,772
Expenses relating to short term leases		248,130	166,660	49,000	-
Impairment losses on:					
- amount owing by an associate	10	17,723,586	-	9,770,546	-
- amounts owing by subsidiaries	10	-	-	-	3,107,228
- other receivables	10	28,728	22,347	-	3,971
- trade receivables	10	736,062	1,000,000	-	-
Inventories written off	9	2,286,263	977,988	-	-
Provision for slow-moving inventories	9	167,452	412,770	-	-
Reversal of impairment losses on:					
- amounts owing by subsidiaries	10	-	-	(1,958,705)	(9,204,272)
- trade receivables	10	(1,474,026)	-	-	-
Reversal of provision for slow-moving inventories	9	(495,204)	-	-	-

## 25. EMPLOYEE BENEFITS EXPENSE

	Group		Company	
	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
Fees	756,000	301,000	756,000	301,000
Other emoluments	12,754,605	9,182,628	4,290,037	2,546,835
	<u>13,510,605</u>	<u>9,483,628</u>	<u>5,046,037</u>	<u>2,847,835</u>

Included in employee benefits expense are:

	Group		Company	
	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
<b>Directors of the Company</b>				
Executive directors				
- Other emoluments	1,559,194	1,500,030	976,361	1,500,030
Non-executive directors				
- Fees	756,000	301,000	756,000	301,000
	<u>2,315,194</u>	<u>1,801,030</u>	<u>1,732,361</u>	<u>1,801,030</u>

## 26. INCOME TAX EXPENSE

The major components of income tax expense for the financial period/year ended 31 December 2025 and 30 June 2024 are as follows:

	Group		Company	
	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
<b>Statements of comprehensive income</b>				
<b>Current income tax:</b>				
Adjustment in respect of prior years	-	1,574,286	-	86,677
Real property gain tax	673,241	-	-	-
	673,241	1,574,286	-	86,677
<b>Deferred tax: (Note 17)</b>				
Reversal of temporary differences	-	1,190,528	-	-
Income tax expense	<u>673,241</u>	<u>2,764,814</u>	<u>-</u>	<u>86,677</u>

Domestic income tax is calculated at the Malaysian statutory income tax rate of 24% (30.6.2024: 24%) of the estimated assessable loss for the financial period/year.

## 26. INCOME TAX EXPENSE (continued)

The reconciliations from the tax amount at the statutory income tax rate to the Group's tax expense are as follows:

	Group		Company	
	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
Loss before tax	<u>(23,664,494)</u>	<u>(17,773,327)</u>	<u>(27,048,706)</u>	<u>(5,774,875)</u>
Tax at Malaysian statutory income tax rate of 24% (30.6.2024: 24%)	(5,679,479)	(4,265,598)	(6,491,689)	(1,385,970)
Effect of different tax rate in other country	51,774	28,535	-	-
Income tax not subject to tax	(528,006)	-	(525,481)	(1,463,291)
Expenses not deductible for tax purposes	3,665,316	843,719	7,254,947	3,096,000
Deferred tax assets not recognised	2,882,788	4,583,872	-	-
Utilisation of previously unrecognised tax losses	(392,393)	-	(237,777)	(246,739)
Adjustment in respect of prior years:				
- current income tax	-	1,574,286	-	86,677
Real property gain tax	<u>673,241</u>	<u>-</u>	<u>-</u>	<u>-</u>
Income tax expense	<u>673,241</u>	<u>2,764,814</u>	<u>-</u>	<u>86,677</u>

## 27. LOSS PER SHARE

### (a) Basic loss per ordinary share

Basic loss per share are based on the loss for the financial period attributable to ordinary equity holders of the Company and weighted average number of ordinary shares outstanding during the financial period, calculated as follows:

	Group	
	31.12.2025	30.6.2024
Loss attributable to ordinary equity holders of the Company (RM)	<u>(21,291,190)</u>	<u>(17,323,284)</u>
Weighted average number of ordinary shares for basic loss per share (unit)	<u>650,423,101</u>	<u>601,471,795</u>
Basic loss per ordinary shares (sen)	<u>(3.27)</u>	<u>(2.88)</u>

### (b) Diluted loss per ordinary share

Diluted earnings per share are not presented as the warrants are anti-dilutive.

## 28. FINANCIAL INSTRUMENTS

### (a) Categories of financial instruments

The following table analyses the financial instruments in the statements of financial position by the classes of financial instruments to which they are assigned:

	<b>Carrying amount RM</b>	<b>Amortised cost RM</b>
<b>At 31 December 2025</b>		
<b>Financial asstes</b>		
<b>Group</b>		
Trade and other receivables, net of prepayments	44,499,581	44,499,581
Cash and bank balances	<u>260,843</u>	<u>260,843</u>
	<u>44,760,424</u>	<u>44,760,424</u>
<b>Company</b>		
Trade and other receivables, net of prepayments	27,499,301	27,499,301
Cash and bank balances	<u>21,056</u>	<u>21,056</u>
	<u>27,520,357</u>	<u>27,520,357</u>
<b>Financial liabilities</b>		
<b>Group</b>		
Loans and borrowings	18,138,544	18,138,544
Trade and other payables	<u>43,397,936</u>	<u>43,397,936</u>
	<u>61,536,480</u>	<u>61,536,480</u>
<b>Company</b>		
Trade and other payables	<u>28,934,559</u>	<u>28,934,559</u>

## 28. FINANCIAL INSTRUMENTS (continued)

### (a) Categories of financial instruments (continued)

The following table analyses the financial instruments in the statements of financial position by the classes of financial instruments to which they are assigned: (continued)

	Carrying amount RM	Amortised cost RM
<b>At 30 June 2024</b>		
<b>Financial asstes</b>		
<b>Group</b>		
Trade and other receivables, net of prepayments	13,822,737	13,822,737
Cash and bank balances	<u>2,202,338</u>	<u>2,202,338</u>
	<u>16,025,075</u>	<u>16,025,075</u>
<b>Company</b>		
Trade and other receivables, net of prepayments	56,931,359	56,931,359
Cash and bank balances	<u>154,837</u>	<u>154,837</u>
	<u>57,086,196</u>	<u>57,086,196</u>
<b>Financial liabilities</b>		
<b>Group</b>		
Loans and borrowings	10,411,156	10,411,156
Trade and other payables	<u>28,426,607</u>	<u>28,426,607</u>
	<u>38,837,763</u>	<u>38,837,763</u>
<b>Company</b>		
Trade and other payables	<u>25,350,239</u>	<u>25,350,239</u>

## 28. FINANCIAL INSTRUMENTS (continued)

### (b) Financial risk management

The Group's and the Company's activities are exposed to a variety of financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk, foreign currency risk and interest rate risk. The Group's and the Company's overall financial risk management objective is to optimise value for their shareholders. The Group and the Company do not trade in financial instruments.

The Board of Directors reviews and agrees to policies and procedures for the management of these risks, which are executed by the Group's senior management. The audit committee provides independent oversight to the effectiveness of the risk management process.

#### (i) Credit risk

Credit risk is the risk of financial loss to the Group and the Company that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group and the Company are exposed to credit risk from its operating activities (primarily trade and other receivables). For cash and bank balances, the Group and the Company minimises credit risk by dealing exclusively with high credit rating financial institutions. The Group and the Company have a credit policy in place and the exposure to credit risk is managed through the application of credit approvals, credit limits and monitoring procedures. Credit worthiness of a customer is assessed based on a set of evaluation criteria and individual credit limits are defined in accordance with this assessment.

The Group and the Company consider a financial asset to be in default when:

- the counterparty is unable to pay its credit obligations to the Group and the Company in full, without taking into account any credit enhancements held by the Group and the Company; or
- the contractual payment of the financial asset is more than 30 to 120 days past due unless the Group and the Company have reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

At the end of the reporting period, the Group and the Company assess whether financial assets carried at amortised cost are credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Those events evidence that a financial asset is credit-impaired include observable data about the following events:

- significant financial difficulty of the counterparty;
- a breach of contract, including a default event;
- a concession or restructuring of loans granted by the lender of the counterparty relating to the counterparty's financial difficulty; or
- it is probable that the counterparty will enter bankruptcy or other financial reorganisation.

## 28. FINANCIAL INSTRUMENTS (continued)

### (b) Financial risk management (continued)

#### (i) Credit risk (continued)

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the debtor does not have assets or source of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group's and the Company's procedure for recovery of amounts due.

#### Trade receivables

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

The carrying amount of trade receivables are not secured by any collateral or supported by any other credit enhancements. The Group has adopted a policy of dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults. The Group uses ageing analysis to monitor the credit quality of trade receivables. In managing credit risks of trade receivables, the Group also takes appropriate actions (including but not limited to legal actions) to recover long past due balances.

#### Credit risk concentration profile

The Group determines the credit risk concentration of its trade receivables by industry sector profile on an ongoing basis. The credit risk concentration profile of the Group's trade receivables at the reporting date are as follows:

At the end of the reporting period, approximately 43% (30.6.2024: 64%) of the Group's trade receivables was due from three (30.6.2024: four) major customer who was involved in the rubber compounds industry (30.6.2024: rubber compounds industry).

#### Trade receivables:

	31.12.2025		30.6.2024	
	RM	%	RM	%
<b>Group</b>				
Rubber compound	<u>6,203,784</u>	<u>100%</u>	<u>6,195,591</u>	<u>100%</u>

## 28. FINANCIAL INSTRUMENTS (continued)

### (b) Financial risk management (continued)

#### (i) Credit risk (continued)

##### Trade receivables (continued)

The Group applies the simplified approach to providing for expected credit losses (“ECL”) prescribed by MFRS 9, which permits the use of the lifetime expected credit losses provision for all trade receivables. To measure the expected credit losses, trade receivables have been grouped based on the days past due which were estimated to be immaterial to the Group. The Group also individually assessed ECL of individual customers based on indicators such as changes in financial capability of the receivables, payment trends of the receivable and default or significant delay in payments. The determination of ECL also incorporate economic conditions during the period of historical data, current conditions and forward-looking information on the economic conditions over the expected settlement period of the receivables. The Group believes that changes in economic conditions over these periods would not materially impact the impairment calculation of the receivables.

The information about the credit risk exposure on the Group’s trade receivables are as follows:

	<b>Expected credit loss rate %</b>	<b>Gross carrying amount at default RM</b>	<b>Impairment losses RM</b>
<b>Group</b>			
<b>31.12.2025</b>			
<b>Trade receivables</b>			
Current	0%	3,802,953	-
1-30 days past due	0%	1,229,716	-
31-60 days past due	0%	593,377	-
61-90 days past due	0%	461,193	-
91-120 days past due	0%	14,309	-
>120 days past due	96%	<u>2,364,140</u>	<u>2,261,904</u>
		8,465,688	2,261,904
Individually impaired		<u>10,005,017</u>	<u>10,005,017</u>
		<u>18,470,705</u>	<u>12,266,921</u>

## 28. FINANCIAL INSTRUMENTS (continued)

### (b) Financial risk management (continued)

#### (i) Credit risk (continued)

The information about the credit risk exposure on the Group's trade receivables are as follows: (continued)

	Expected credit loss rate %	Gross carrying amount at default RM	Impairment losses RM
<b>Group</b>			
<b>30.6.2024</b>			
<b>Trade receivables</b>			
Current	8%	4,148,908	333,354
1-30 days past due	7%	1,523,046	106,613
31-60 days past due	8%	325,358	26,029
61-90 days past due	25%	196,471	49,118
91-120 days past due	30%	415,587	124,676
>120 days past due	87%	<u>1,695,245</u>	<u>1,469,234</u>
		8,304,615	2,109,024
Individually impaired		<u>11,239,934</u>	<u>11,239,934</u>
		<u>19,544,549</u>	<u>13,348,958</u>

#### Other receivables and other financial assets

For other receivables and other financial assets (including cash and bank balances), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties. At the reporting date, the Group's and the Company's maximum exposure to credit risk arising from other receivables and other financial assets is represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

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

## 28. FINANCIAL INSTRUMENTS (continued)

### (b) Financial risk management (continued)

#### (i) Credit risk (continued)

##### **Other receivables and other financial assets (continued)**

Macroeconomic information (such as market interest rates or growth rates) is incorporated as part of the internal rating model.

Regardless of the analysis above, a significant increase in credit risk is presumed if a debtor is more than 30 days past due in making a contractual payment.

Some intercompany balances between entities within the Group comprise loans or advances which are repayable on demand. The Company regularly monitors the financial performance and position of these entities on an individual basis. When these entities' financial performance and position deteriorates significantly, the Company assumes that there is a significant increase in credit risk, and thereby a lifetime expected credit loss assessment is necessary. As the Company is able to determine the timing of repayment of the loans or advances, the Company will consider the loans or advances to be in default when these entities are unable to pay based on the expected manner of recovery and recovery period. The Company determines the probability of default for these loans or advances using internally available information. The Company considers the loans or advances to be credit-impaired when the entities are unlikely to repay their debts.

As at the end of the reporting date, the Group and the Company consider the other receivables and other financial assets as low credit risk and any loss allowance would be negligible.

##### **Financial guarantee contracts**

The Company is exposed to credit risk in relation to financial guarantees given to banks in respect of loans granted to certain subsidiaries. The Company monitors the results of the subsidiaries and their repayment on an on-going basis. The maximum exposure to credit risks amounts to RM8,921,857 (30.6.2024: RM4,292,862) representing the maximum amount the Company could pay if the guarantee is called on as disclosed in Note 28(b)(ii). As at the reporting date, there was no loss allowance for impairment as determined by the Company for the financial guarantee.

#### (ii) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations when they fall due. The Group's and the Company's exposure to liquidity risk arise primarily from mismatches of the maturities between financial assets and liabilities. The Group's and the Company's exposure to liquidity risk arise principally from trade and other payables, loans and borrowings.

The Group's and the Company's objective is to maintain a balance between continuity of funding and flexibility through the use of stand-by facilities. The Group and the Company maintain sufficient liquidity and available funds to meet daily cash needs, while maintaining controls and security over cash movements. The Group and the Company use a series of processes to obtain maximum benefits from its flow of funds, such that they are efficiently managed to maximise income from investment and minimise cost on borrowed funds. The Group's and the Company's treasury department also ensure that there are sufficient unutilised stand-by facilities, funding and liquid assets available to meet both short-term and long-term funding requirements.

28. **FINANCIAL INSTRUMENTS** (continued)

(b) **Financial risk management** (continued)

(ii) **Liquidity risk** (continued)

Maturity analysis

The maturity analysis of the Group's and the Company's financial liabilities by their relevant maturity at the reporting date are based on contractual undiscounted repayment obligations are as follows:

	Carrying amount RM	Contractual undiscounted cash flows				Total RM
		On demand or within one year RM	Between one and five years RM	More than five years RM		
<b>Group</b>						
<b>At 31 December 2025</b>						
<b>Financial liabilities:</b>						
Trade and other payables	43,397,936	43,397,936	-	-	-	43,397,936
Loans and borrowings	18,138,544	13,139,288	6,985,438	-	-	20,124,726
Lease liabilities	3,104,618	567,738	1,768,936	1,479,727	-	3,816,401
	<u>64,641,098</u>	<u>57,104,962</u>	<u>8,754,374</u>	<u>1,479,727</u>	<u>-</u>	<u>67,339,063</u>
<b>At 30 June 2024</b>						
<b>Financial liabilities:</b>						
Trade and other payables	28,426,607	28,426,607	-	-	-	28,426,607
Loans and borrowings	10,411,156	9,329,241	2,125,000	-	-	11,454,241
Lease liabilities	193,861	200,000	-	-	-	200,000
	<u>39,031,624</u>	<u>37,955,848</u>	<u>2,125,000</u>	<u>-</u>	<u>-</u>	<u>40,080,848</u>

28. **FINANCIAL INSTRUMENTS** (continued)

(b) **Financial risk management** (continued)

(ii) **Liquidity risk** (continued)

Maturity analysis (continued)

The maturity analysis of the Group's and the Company's financial liabilities by their relevant maturity at the reporting date are based on contractual undiscounted repayment obligations are as follows: (continued)

	Carrying amount RM	Contractual undiscounted cash flows				Total RM
		On demand or within one year RM	Between one and five years RM	More than five years RM		
<b>Company</b>						
<b>At 31 December 2025</b>						
<b>Financial liabilities:</b>						
Other payables	28,934,559	28,934,559	-	-	-	28,934,559
Lease liabilities	2,752,286	374,778	1,592,056	1,479,727	-	3,446,561
Financial guarantee contracts	-	8,921,857	-	-	-	8,921,857
	<u>31,686,845</u>	<u>38,231,194</u>	<u>1,592,056</u>	<u>1,479,727</u>	<u>-</u>	<u>41,302,977</u>
<b>At 30 June 2024</b>						
<b>Financial liabilities:</b>						
Other payables	25,350,239	25,350,239	-	-	-	25,350,239
Lease liabilities	193,861	200,000	-	-	-	200,000
Financial guarantee contracts	-	4,292,862	-	-	-	4,292,862
	<u>25,544,100</u>	<u>29,843,101</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>29,843,101</u>

## NOTES TO THE FINANCIAL STATEMENTS (continued)

### 28. FINANCIAL INSTRUMENTS (continued)

#### (b) Financial risk management (continued)

##### (iii) Foreign currency risk

Foreign currency risk is the risk of fluctuation in fair value or future cash flows of a financial instrument as a result of changes in foreign exchange rates. The Group's exposure to the risk of changes in foreign exchange rates relates primarily to the Group's operating activities (when sales, purchases and borrowings that are denominated in a foreign currency) and the Group's net investments in foreign subsidiaries.

Management has set up a policy that requires all companies within the Group and the Company to manage their treasury activities and exposures. The Group's and the Company's policy is to hedge all material foreign currency exposures arising from its transactions and balances using derivative instruments that have maturity periods that match the corresponding maturity periods of the hedged items. In addition, the Group and the Company also take advantage of any natural effects of its foreign currencies revenues and expenses by maintaining current accounts in foreign currencies.

##### Sensitivity analysis for foreign currency risk

The Group's principal foreign currency exposure relates mainly to United States Dollar ("USD"), Australian Dollar ("AUD"), Euro ("EUR") and Singapore Dollar ("SGD").

The following table demonstrates the sensitivity to a reasonably possible change in the USD, AUD, EUR and SGD, with all other variables held constant on the Group's total equity and profit for the financial period/year.

	Change in rate %	Effect on loss after tax			
		Group		Company	
		31.12.2025 RM	30.6.2024 RM	31.12.2025 RM	30.6.2024 RM
- USD	+ 5%	(266,553)	97,780	(408)	(475)
	- 5%	266,553	(97,780)	408	475
- AUD	+ 5%	86,786	107,481	-	-
	- 5%	(86,786)	(107,481)	-	-
- EUR	+ 5%	-	27,251	-	-
	- 5%	-	(27,251)	-	-
- SGD	+ 5%	(1,054)	(840)	-	-
	- 5%	1,054	840	-	-

## 28. FINANCIAL INSTRUMENTS (continued)

### (b) Financial risk management (continued)

#### (iv) Interest rate risk

Interest rate risk is the risk of fluctuation in fair value or future cash flows of the Group's financial instruments as a result of changes in market interest rates. The Group's exposure to interest rate risk arises primarily from their long-term loans and borrowings with floating interest rates.

#### Sensitivity analysis for interest rate risk

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant on the Group's total equity and loss for the financial period/year.

	Change in basis point	Effect on loss for the financial period/year RM	Effect on equity RM
<b>Group:</b>			
<b>31.12.2025</b>	+ 100	93,051	93,051
	- 100	(93,051)	(93,051)
<b>30.6.2024</b>	+ 100	49,516	49,516
	- 100	(49,516)	(49,516)

### (c) Fair value measurement

The carrying amounts of cash and cash equivalents, short-term receivables and payables and short-term borrowings reasonably approximate to their fair values due to the relatively short-term nature of these financial instruments.

The Group and the Company recognise transfers between levels of the fair value hierarchy as of the date of the event or change in circumstances that caused the transfers. There have been no transfers between Level 1 and Level 2 during the financial period/year (30.6.2024: no transfer in either directions).

The following table provides the fair value measurement hierarchy of the Group's and the Company's financial instruments:

Carrying amount Total RM	Fair value of financial instruments not carried at fair value				Total RM
	Level 1 RM	Level 2 RM	Level 3 RM	Fair value	
<b>Group</b>					
<b>31.12.2025</b>					
<b>Financial liabilities</b>					
Hire purchase payable	193,017	-	-	185,735	185,735

## 28. FINANCIAL INSTRUMENTS (continued)

### (c) Fair value measurement (continued)

#### Level 3 fair value

##### Fair value of financial instruments not carried at fair value

The fair value of liability component of hire purchases is calculated based on the present value of future principal and interest cash flows, discounted at the market interest rate of similar liabilities.

## 29. RELATED PARTIES

### (a) Identity of related parties

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 the party or exercise significant influence over the party in making financial and operational 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 of the Group and the Company include:

- (i) Subsidiaries;
- (ii) Associate;
- (iii) Key management personnel of the Group and the Company comprise persons (including directors) having the authority and responsibility for planning, directing and controlling the activities directly or indirectly.

### (b) Significant related party transactions

Significant related party transactions other than disclosed elsewhere in the financial statements are as follows:

	Company	
	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
Transaction with subsidiaries are as follows:		
- Management fees	(7,080,000)	(5,040,000)
- Interest income	<u>(245,208)</u>	<u>(243,750)</u>

Significant outstanding balances with related parties at the end of the reporting period are as disclosed in Notes 10 and 18.

## 29. RELATED PARTIES (continued)

### (c) Compensation of key management personnel

	Group	
	1.7.2024 to 31.12.2025 (18 months) RM	1.7.2023 to 30.6.2024 (12 months) RM
Short-term employee benefits	337,087	327,140
Defined contribution plans	37,431	58,200
	<u>374,518</u>	<u>385,340</u>

## 30. SEGMENT INFORMATION

The Group prepared the following segment information in accordance with MFRS 8 *Operating Segments* based on the internal reports of the Group's strategic business units which are regularly reviewed by the directors for the purpose of making decisions about resources allocation and performance assessment.

The following summary describes the operations in each of the Group's reportable segments:

### Segments

Rubber compounds	Manufacture and distribution of rubber compound and related products.
Property development	Property development.
Re-treading services	Re-treading of tyres for motor vehicles, earthmovers and trading of tyres related products.
Trading	Retailing and wholesale of natural rubber and the related goods.

### Segment profit

Segment profit is used to measure performance as the Managing Director believes that such information is the most relevant in evaluating the results of certain segments relative to each other entities that operate within these industries. Performance is evaluated based on operating profit or loss which is measured differently from operating profit or loss in the consolidated financial statements.

### Segment assets

The total segment asset is measured based on all assets (excluding investment in associates and joint ventures) of a segment, as included in the internal reports that are reviewed by the Managing Director.

### Segment liabilities

Segment liabilities information is neither included in the internal management reports nor provided regularly to the Managing Director. Hence no disclosure is made on segment liabilities.

30. SEGMENT INFORMATION (continued)

	Note	Rubber compounds RM	Re-treading services RM	Property development RM	Trading RM	Others RM	Adjustments and eliminations RM	Total RM
<b>1.7.2024 to 31.12.2025</b>								
<b>(18 months)</b>								
<b>Revenue</b>								
Revenue from external customers		59,617,067	-	-	-	-	-	59,617,067
Inter-segment revenue	(a)	-	-	-	-	7,080,000	(7,080,000)	-
Total revenue		59,617,067	-	-	-	7,080,000	(7,080,000)	59,617,067
<b>Results</b>								
Segment (loss)/profit		(24,944,312)	463,461	12,590	(3,480,921)	(27,927,125)	35,791,802	(20,084,505)
Finance income		3,409,033	-	-	-	246,096	(2,995,203)	659,926
Finance costs		(4,377,822)	-	-	(2,749,995)	(107,301)	2,995,203	(4,239,915)
(Loss)/Profit before tax	(b)	(25,913,101)	463,461	12,590	(6,230,916)	(27,788,330)	35,791,802	(23,664,494)
Income tax expense		-	(673,241)	-	-	-	-	(673,241)
(Loss)/Profit for the financial period	(b)	(25,913,101)	(209,780)	12,590	(6,230,916)	(27,788,330)	35,791,802	(24,337,735)
<b>Assets:</b>								
Segment assets		90,333,810	280,509	23,502,923	32,738,024	37,980,855	(81,544,767)	103,291,354
<b>Liabilities:</b>								
Segment liabilities		77,558,479	44,073,237	59,517,182	67,250,935	32,384,074	(212,115,544)	68,668,363

30. SEGMENT INFORMATION (continued)

	Rubber compounds RM	Re-treading services RM	Property development RM	Trading RM	Others RM	Adjustments and eliminations RM	Total RM
<b>1.7.2024 to 31.12.2025</b>							
(18 months) (continued)							
<b>Other information:</b>							
Bad debts written off	714,960	-	-	-	-	-	714,960
Deposits written off	4,200	-	-	-	-	-	4,200
Depreciation of:							
- property, plant and equipment	2,096,294	-	-	1,059,383	47,990	-	3,203,667
- right-of-use assets	991,469	-	-	-	389,042	-	1,380,511
Employee benefits expense	8,015,036	-	-	-	5,495,569	-	13,510,605
Expenses relating to lease of low value assets	14,235	-	-	-	5,854	-	20,089
Expenses relating to short-term leases	199,130	-	-	-	49,000	-	248,130
Gain on deconsolidation of a subsidiary	-	-	-	-	-	(17,576,473)	(17,576,473)
Impairment losses on:							
- amount owing by an associate	7,953,040	-	-	-	9,770,546	-	17,723,586
- investment in a subsidiary	-	-	-	-	21,885,158	(21,885,158)	-
- other receivables	-	-	-	-	-	28,728	28,728
- trade receivables	736,062	-	-	-	-	-	736,062
Inventories written off	2,286,263	-	-	-	-	-	2,286,263
Net unrealised gain on foreign exchange	(88,577)	-	-	-	(1,744)	(266,160)	(356,481)

30. SEGMENT INFORMATION (continued)

	Rubber compounds RM	Re-treading services RM	Property development RM	Trading RM	Others RM	Adjustments and eliminations RM	Total RM
<b>1.7.2024 to 31.12.2025</b>							
<b>(18 months)</b> (continued)							
<b>Other information:</b> (continued)							
Provision for slow-moving inventories	167,452	-	-	-	-	-	167,452
Reversal of impairment losses on:							
- amounts owing by subsidiaries	-	-	-	-	(1,958,705)	1,958,705	-
- trade receivables	(1,474,026)	-	-	-	-	-	(1,474,026)
Reversal of provision for slow moving inventories	(495,204)	-	-	-	-	-	(495,204)
Waiver of debts	(2,970)	-	-	-	(230,798)	2,970	(230,798)

30. SEGMENT INFORMATION (continued)

	Note	Rubber compounds RM	Re-treading services RM	Property development RM	Trading RM	Others RM	Adjustments and eliminations RM	Total RM
<b>1.7.2023 to 30.6.2024 (12 months)</b>								
<b>Revenue</b>								
Revenue from external customers		45,470,348	-	14,000,000	-	-	-	59,470,348
Inter-segment revenue	(a)	-	-	-	-	5,040,000	(5,040,000)	-
Total revenue		45,470,348	-	14,000,000	-	5,040,000	(5,040,000)	59,470,348
<b>Results</b>								
Segment (loss)/profit		(18,898,749)	5,894,018	(752,857)	(3,074,635)	(5,998,471)	6,315,560	(16,515,134)
Finance income		2,199,996	-	-	-	244,787	(2,443,746)	1,037
Finance costs		(1,480,320)	-	-	(2,201,466)	(21,190)	2,443,746	(1,259,230)
(Loss)/Profit before tax	(b)	(18,179,073)	5,894,018	(752,857)	(5,276,101)	(5,774,874)	6,315,560	(17,773,327)
Income tax expense		(191,870)	-	-	(1,295,739)	(86,677)	(1,190,528)	(2,764,814)
(Loss)/Profit for the financial year	(b)	(18,370,943)	5,894,018	(752,857)	(6,571,840)	(5,861,551)	5,125,032	(20,538,141)
<b>Assets:</b>								
Segment assets		80,317,838	309,458	24,482,773	33,719,484	58,825,470	(106,324,478)	91,330,545
<b>Liabilities:</b>								
Segment liabilities		76,514,106	43,863,679	60,509,622	62,000,818	25,469,289	(210,183,893)	58,173,621

30. SEGMENT INFORMATION (continued)

	Rubber compounds RM	Re-treading services RM	Property development RM	Trading RM	Others RM	Adjustments and eliminations RM	Total RM
<b>1.7.2023 to 30.6.2024</b>							
(12 months) (continued)							
<b>Other information:</b>							
Bad debts written off	774,935	208,483	12,408	-	19,700	-	1,015,526
Depreciation of:							
- property, plant and equipment	1,634,861	-	-	565,664	12,632	(786,870)	1,426,287
- right-of-use assets	630,000	-	-	-	208,986	-	838,986
Employee benefits expense	6,485,643	-	-	150,150	2,847,835	-	9,483,628
Expenses relating to lease of low value assets	12,525	-	-	-	2,772	-	15,297
Expenses relating to short-term leases	166,660	-	-	-	-	-	166,660
Impairment losses on:							
- amounts owing by subsidiaries	-	-	-	-	3,107,228	(3,107,228)	-
- investment in a subsidiary	-	-	-	-	12,290,263	(12,290,263)	-
- other receivables	16,000	-	-	-	3,971	2,376	22,347
- trade receivables	655,927	-	-	344,073	-	-	1,000,000
Inventories written off	822,814	-	-	81,327	-	73,847	977,988
Net unrealised loss on foreign exchange	176,959	-	-	-	1,480	(114,855)	63,584
Provision for slow-moving inventories	412,770	-	-	-	-	-	412,770
Reversal of impairment losses on:							
- amounts owing by subsidiaries	-	-	-	-	(9,204,272)	9,204,272	-
Waiver of debts	(56,249)	-	-	-	-	-	(56,249)

### 30. SEGMENT INFORMATION (continued)

- (a) Inter-segment revenue are eliminated on consolidation.
- (b) Inter-segment transactions are eliminated on consolidation.
- (c) Additions to non-current assets consist of:

	<b>31.12.2025</b>	<b>30.6.2024</b>
	<b>RM</b>	<b>RM</b>
Property, plant and equipment	2,407,647	909,302
Right-of-use assets	<u>3,437,072</u>	<u>-</u>
	<u><u>5,844,719</u></u>	<u><u>909,302</u></u>

- (d) Geographical information

Revenue information based on the geographical location of customers is as follows:

	<b>Revenue</b>	
	<b>31.12.2025</b>	<b>30.6.2024</b>
	<b>RM</b>	<b>RM</b>
Malaysia	28,007,475	37,231,153
Rest of Asia	8,112,680	7,930,987
Oceania	12,447,714	8,923,254
Africa	2,364,769	2,156,196
Europe	3,818,661	484,762
Middle East	2,193,152	1,406,979
South America	733,438	1,333,845
North America	<u>1,939,178</u>	<u>3,172</u>
	<u><u>59,617,067</u></u>	<u><u>59,470,348</u></u>

- (e) The following is the analysis of non-current assets other than financial instruments and deferred tax assets analysed by the Group's geographical location:

	<b>Non-current assets</b>	
	<b>31.12.2025</b>	<b>30.6.2024</b>
	<b>RM</b>	<b>RM</b>
Malaysia	<u>50,578,245</u>	<u>69,818,597</u>

- (f) Reconciliation of assets

	<b>31.12.2025</b>	<b>30.6.2024</b>
	<b>RM</b>	<b>RM</b>
Inter-segment assets	<u>(81,544,767)</u>	<u>(106,324,478)</u>

### 31. CAPITAL MANAGEMENT

The primary objective of the Group's and the Company's capital management is to ensure that they maintain a strong credit rating and healthy capital ratio in order to support their business and maximise shareholder value. The Group and the Company manage their capital structure and make adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group and the Company may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies and processes during the financial period under review.

The Group and the Company monitor capital using gearing ratio. The gearing ratio is calculated as total loans and borrowings divided by total equity. The gearing ratio at 31 December 2025 and 30 June 2024 is as follows:

	Group		Company	
	31.12.2025	30.6.2024	31.12.2025	30.6.2024
	RM	RM	RM	RM
Trade and other payables	43,397,936	28,426,607	28,934,559	25,350,239
Loans and borrowings	18,138,544	10,411,156	-	-
Lease liabilities	3,104,618	193,861	2,752,286	193,861
	<u>64,641,098</u>	<u>39,031,624</u>	<u>31,686,845</u>	<u>25,544,100</u>
Less:				
Cash and bank balances	<u>(260,843)</u>	<u>(2,202,338)</u>	<u>(21,056)</u>	<u>(154,837)</u>
Net debts	<u>64,380,255</u>	<u>36,829,286</u>	<u>31,665,789</u>	<u>25,389,263</u>
Total equity	<u>34,622,991</u>	<u>33,156,924</u>	<u>6,272,694</u>	<u>33,321,400</u>
Debt-to-equity ratio	<u>186%</u>	<u>111%</u>	<u>505%</u>	<u>76%</u>

## 32. COMPARATIVE FIGURES

### (a) Change of financial year end

During the financial period, the Group and the Company changed their financial year end from 30 June to 31 December and made up their financial statements for the 18 months period to 31 December 2025. Accordingly, comparative figures for the statements of comprehensive income, statements of changes in equity, statements of cash flows and the related notes are not entirely comparable with those for the current financial period.

### (b) Reclassification

The comparative figures have been reclassified to conform with current year presentation. The reclassifications have no effect on the loss and loss per share of the Group for the current financial period and previous financial year.

	<b>As previously classified RM</b>	<b>Reclassification RM</b>	<b>As reclassified RM</b>
<b>Group</b>			
<b>30.6.2024</b>			
<b>Statements of financial position (extract)</b>			
<b>Non-current assets</b>			
Property, plant and equipment	69,818,597	(20,544,155)	49,274,442
Right-of-use assets	-	20,544,155	20,544,155
	<u>69,818,597</u>	<u>(20,544,155)</u>	<u>49,274,442</u>
<b>Current assets</b>			
Trade and other receivables	13,974,640	337,066	14,311,706
	<u>13,974,640</u>	<u>337,066</u>	<u>14,311,706</u>
<b>Current liabilities</b>			
Trade and other payables	(30,312,003)	1,885,396	(28,426,607)
Loans and borrowings	(6,292,861)	(2,222,462)	(8,515,323)
	<u>(36,604,864)</u>	<u>(336,826)</u>	<u>(37,041,690)</u>

### 33. SIGNIFICANT EVENTS DURING THE FINANCIAL PERIOD

- (a) On 29 November 2024, the Company proposed to undertake the proposal on capital reduction of RM127,000,000 of the issued share capital of GIBB pursuant to Section 117 of the Companies Act 2016 and the proposal on establishment of a share issuance scheme of up to 15% of the total number of issued ordinary shares in GIBB.

The Proposed Share Capital Reduction entails the reduction of the Company's issued share capital pursuant to Section 117 of the Act via the cancellation of the Company's issued share capital of RM127,000,000 which is lost or unrepresented by available assets. The corresponding credit of RM127,000,000 arising from such cancellation will be used to set-off the accumulated losses of the Company.

The Company had on 1 July 2025 received a notice dated 20 June 2025 issued by the Registrar of Companies confirming the reduction of share capital of the Company. Accordingly, the Share Capital Reduction is effective as at 20 June 2025.

Following the completion of the Share Capital Reduction, the issued share capital of the Company as at 20 June 2025 is RM28,827,199 comprising 650,423,101 Shares.

- (b) On 18 September 2025, the Company proposes to undertake a Proposed Private Placement.

The Proposed Private Placement will be undertaken in accordance with the authority granted to the Company under a general mandate to issue new GIBB Shares not exceeding 10% of the total number of issued Shares (excluding treasury shares, if any) for the time being pursuant to Sections 75 and 76 of the Act, the approval of which was obtained from the shareholders of the Company at its 20th annual general meeting ("AGM") held on 28 November 2024 and shall continue to be in force until the conclusion of the Company's next AGM ("General Mandate").

Based on the indicative issue price of RM0.057 per Placement Share, the Proposed Private Placement is expected to raise total gross proceeds of approximately RM3.71 million and RM5.01 million under the Minimum Scenario and Maximum Scenario, respectively, which are intended to be used for working capital requirements and estimated expenses for the Proposed Private Placement.

The transaction is yet to be completed as at the date of this report.

### 34. MATERIAL LITIGATIONS

(a) **GIIB HEALTHCARE PRODUCTS SDN. BHD (“GHP”). vs GLOMAXES LATEX GLOVE MANUFACTURER SDN. BHD (“Glomaxes”).**

Glomaxes issued a statutory notice under Section 466(1) of the Companies Act 2016 against GHP, a 51% owned subsidiary of GIIB Holdings Bhd (GIIB) for a disputed claim of RM14,393,877.30. Mr. Yee Voon Hon is a 49% shareholder of GHP and, together with his family, owns Glomaxes whereby he is director in Glomaxes and Managing Director in GHP. On 27th June 2022, Glomaxes was enjoined and prevented from filing a winding up petition against GHP following a consent judgement.

Glomaxes has, on 16th August 2022, registered an adjudication proceeding pursuant to the Construction Industry Payment and Adjudication Act 2012 (“CIPAA Award”) to adjudicate claims against the Defendant. On 7th November 2022, the adjudicator decision awarded the sum of RM14,393,877 and 5% interest rate and costs in favour of Glomaxes. Glomaxes has filed a winding up petition on 5 January 2023 whereby the Group has filed an intervention application to the winding up petition.

At the intervention application hearing on 16 October 2024, the court has set the next hearing date on 24 January 2025 for the solicitors to resolve the application to set aside the adjudication decision under the CIPAA Award and application to enforce the CIPAA Award in the Kuala Lumpur High Court.

The Kuala Lumpur High Court had on 15 January 2025 dismissed the application to set aside the adjudication decision under the CIPAA Award. At the same hearing, the High Court granted the application to enforce the CIPAA Award with costs. The Company has filed an appeal in the Court of Appeal to the Kuala Lumpur High Court decision on 4 February 2025.

During the hearing on 29 April 2025, the Shah Alam High Court heard submissions from GHP on the application for leave to oppose the petition. The Court has on 16 May 2025 dismissed the application.

On 7 October 2025 the Shah Alam High Court dismissed the Respondent’s Stay of Proceeding application with costs of RM5,000.00. However, the Court has allowed the filing of the Contributor’s Additional Affidavit. The Court has fixed the hearing date on 13 January 2026.

The Court has vacated the hearing on 13 January 2026 and fixed 30 July 2026 for the hearing.

### 34. MATERIAL LITIGATIONS (continued)

(b) **GIIB HOLDINGS BHD. vs (1) Wong Weng Yew (2) Yee Voon Hon (3) Yee Kwek Keong (4) Yap Kwee Heong (5) Glomaxes Latex Glove Manufacturer Sdn Bhd (6) Ewe Ee May and (7) Michelle Sammy.**

On 3 June 2022 the company has filed a suit against the Defendants for amongst others, conspiracy to injure the Company, breach of fiduciary duties and seek, inter alia, damages in the sum of RM103,583,020 and any other reliefs deemed fit by the court. On 3 November 2022, the court allowed the application to strike out GHP as a party to the legal suit with costs.

GHP has filed an appeal and the appeal hearing is set for 12 November 2024.

The Defendants have filed their defence save and except for Mr. Wong Weng Yew (“the Plaintiff in the Counterclaim”) has filed a defence and counterclaim (“Counterclaim”) against the following persons on 26 January 2023: -

1. Tai Boon Wee
2. Tai Qiyao
3. Tai Qisheng
4. Wong Ping Kiong
5. Firmansyah Aang Bin Muhamad
6. H'ng Boon Keng
7. Lim Teck Seng
8. GIIB Holdings Berhad (“GIIB”)

(collectively referred to as “the Defendants in the Counterclaim”)

The Plaintiff in the Counterclaim has claimed for the following relief from the Defendants in the Counterclaim, jointly and severally:

- (i) a declaration that legal suit WA-22NCC-254-06/2022 is an abuse of process;
- (ii) an order for the Defendants in the Counterclaim, either personally, and/or through agents, servants and/or representatives, to immediately remove or cause to be removed the announcements and/or GIIB’s press statements and/or the media broadcasts within seven (7) days from the date of judgement;
- (iii) an injunction to prevent the Defendants in the Counterclaim, either personally, and/or through agents, servants and/or representatives or in any way whatsoever, from publishing or causing to be published the defamatory words and/or slanderous words similar to it;
- (iv) general damages to be assessed by the court;
- (v) exemplary damages;
- (vi) severe damages;
- (vii) costs on a full indemnity basis;
- (viii) interest at the rate of 5% per annum from the date of judgement until the date of full settlement; and
- (ix) any further or other relief deemed fair and expedient by the court;

Additionally, against GIIB:

- (i) an order for payment amounting to RM69,540 to the Plaintiff in the Counterclaim; and
- (ii) a declaration that any proposed private placement is designed in bad faith for the purpose of marginalizing and evicting the Plaintiff in the Counterclaim.

On 27 and 28 March 2023, Defendants 1 to 7 of the suit filed a striking out application on the suit.

### 34. MATERIAL LITIGATIONS (continued)

- (b) **GIIB HOLDINGS BHD. vs (1) Wong Weng Yew (2) Yee Voon Hon (3) Yee Kwek Keong (4) Yap Kwee Heong (5) Glomaxes Latex Glove Manufacturer Sdn Bhd (6) Ewe Ee May and (7) Michelle Sammy.** (continued)

On 13 April 2023, Defendants 5, 6 and 7 in the Counterclaim filed a striking out application on the counterclaim.

On 28 June 2023, the Plaintiff in the Counterclaim discontinued and withdrawn the counterclaim against Defendants 5, 6 and 7.

On 18 August 2023, the striking-out applications filed by the defendants were dismissed by the court. The Plaintiff has filed a further re-amended statement of claim. The judge has set trial dates for 8-9, 22-24 and 29-30 April 2025.

On 26 March 2025, the Kuala Lumpur High Court has allowed the Discovery Application against the 1st to 7th Defendants for documents and evidence to be submitted by the Defendants to the Court. On 8 April 2025, the Court instructed the Defendants to comply with the order within 7 days and vacated the trial dates with the new trial date set on 11 December 2025. The trial is currently on-going.

### 35. DECONSOLIDATION OF INVESTMENT IN GIIB HEALTHCARE PRODUCTS SDN. BHD. (“GHP”)

- (a) During the financial period ended 31 December 2025, the Group and the Company had performed a re-assessment of control over GIIB Healthcare Products Sdn. Bhd. (“GHP”) under MFRS 10 *Consolidated Financial Statements* and have assessed that based on facts and circumstances, the Group and the Company no longer have control over GHP. As a result, the Group and the Company had deconsolidated their investment in the subsidiary (Note 7(a) to the financial statements), GHP. The effect of the deconsolidation was derived based on the management accounts of GHP, which resulted in a gain on deconsolidation of RM17,576,473 to the Group classified under Other Income (Note 20 to the financial statements) in the consolidated statement of comprehensive income.
- (b) The investment in GHP (Note 7(a) to the financial statements), has since then been accounted for as Investment in an Associate (Note 8(a) to the financial statements) and the amount owing from GHP has been included under Trade and Other Receivables (Note 10 to the financial statements). The Group and the Company have also assessed the recoverability of the amount owing from GHP (Note 10(f) to the financial statements) of RM49,995,411 and RM27,041,138 respectively based on estimated value to be recovered from its assets and have recognised an impairment loss amounting to RM17,723,586 and RM9,770,546 respectively in the statements of comprehensive income. The Directors are of the view that the impairment provided is sufficient and the remaining balance owing from GHP is recoverable.

**GIIB HOLDINGS BERHAD**  
(Incorporated in Malaysia)

**STATEMENT BY DIRECTORS**  
(Pursuant to Section 251(2) of the Companies Act 2016)

We, **TAI QISHENG** and **TAI QIYAO**, being two of the directors of GIIB Holdings Berhad, do hereby state that in the opinion of the directors, the accompanying financial statements 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 31 December 2025 and of their financial performance and cash flows for the financial period from 1 July 2024 to 31 December 2025.

Signed on behalf of the Board of Directors in accordance with a resolution of the directors:

.....  
**TAI QISHENG**  
Director

.....  
**TAI QIYAO**

Kuala Lumpur

Date: 29 April 2026

**GIIB HOLDINGS BERHAD**  
(Incorporated in Malaysia)

**STATUTORY DECLARATION**  
(Pursuant to Section 251(1) of the Companies Act 2016)

I, **TAI QISHENG**, being the director primarily responsible for the financial management of GIIB Holdings Berhad, do solemnly and sincerely declare that to the best of my knowledge and belief, the accompanying financial statements 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.

.....  
**TAI QISHENG**

Subscribed and solemnly declared by the abovenamed at Petaling Jaya in the State of Selangor Darul Ehsan on 29 April 2026.

Before me,

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF  
GIIB HOLDINGS BERHAD**  
(Incorporated in Malaysia)

**Report on the Audit of the Financial Statements**

**Qualified Opinion**

We have audited the financial statements of GIIB Holdings Berhad, which comprise the statements of financial position as at 31 December 2025 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial period from 1 July 2024 to 31 December 2025, and notes to the financial statements, including material accounting policy information, as set out on pages 93 to 172.

In our opinion, except for the possible effects of the matter described in the *Basis for Qualified Opinion* section of our report, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025, and of their financial performance and their cash flows for the financial period from 1 July 2024 to 31 December 2025 in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

**Basis for Qualified Opinion**

As disclosed in Note 35(a) to the financial statements, during the financial period ended 31 December 2025, the Group and the Company had performed a re-assessment of control over GIIB Healthcare Products Sdn. Bhd. ("GHP") under MFRS 10 *Consolidated Financial Statements* and have assessed that based on facts and circumstances, the Group and the Company no longer have control over GHP. As a result, the Group and the Company had deconsolidated their investment in the subsidiary (Note 7(a) to the financial statements), GHP. The effect of the deconsolidation was derived based on the management accounts of GHP, which resulted in a gain on deconsolidation of RM17,576,473 to the Group classified under Other Income (Note 20 to the financial statements) in the consolidated statement of comprehensive income.

As disclosed in Note 35(b) to the financial statements, the investment in GHP (Note 7(a) to the financial statements), has since then been accounted for as Investment in an Associate (Note 8(a) to the financial statements) and the amount owing from GHP has been included under Trade and Other Receivables (Note 10 to the financial statements). The Group and the Company have also assessed the recoverability of the amount owing from GHP (Note 10(f) to the financial statements) of RM49,995,411 and RM27,041,138 respectively based on estimated value to be recovered from its assets and have recognised an impairment loss amounting to RM17,723,586 and RM9,770,546 respectively in the statements of comprehensive income. The Directors are of the view that the impairment provided is sufficient and the remaining balance owing from GHP is recoverable.

We were unable to obtain sufficient appropriate audit evidence on the deconsolidation of GHP and on the recoverability of the amount owing from GHP. Consequently, we were unable to determine whether any adjustments to the financial statements were necessary.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF  
GIIB HOLDINGS BERHAD (continued)**  
(Incorporated in Malaysia)

**Basis for Qualified Opinion (continued)**

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 qualified opinion.

***Independence and Other Ethical Responsibilities***

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

**Material Uncertainty Related to Going Concern**

Without further qualifying our opinion, we draw attention to Note 2.6 to the financial statements, which disclosed that the Group and the Company incurred a net loss of RM24,337,735 and RM27,048,206 respectively during the financial period ended 31 December 2025 and, as of that date, the Group's and the Company's current liabilities exceeded its current assets by RM3,518,905 and RM1,607,390 respectively. The Group also recorded negative cash flows from operating activities of RM9,187,646, thereby indicating that a material uncertainty exists that may cast significant doubt on the Group's and the Company's ability to continue as a going concern.

**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 this other information, we are required to report that fact. As described in *Basis for Qualified Opinion* section above, we are unable to conclude whether or not the other information is materially misstated with respect to that matter.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF  
GIIB HOLDINGS BERHAD (continued)**  
(Incorporated in Malaysia)

**Key Audit Matters**

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of financial statements of the Group and of the Company for the current financial period. 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 separate opinion on these matters. In addition to the matter described in the *Basis for Qualified Opinion* section and in the *Material Uncertainty Related to Going Concern* section, we have determined the matters below to be the key audit matters to be communicated in our report.

**Group**

**Impairment review of plant and machineries (Notes 4(a) and 5 to the financial statements)**

The Group has significant balances of plant and machineries relating to its manufacturing operation. There is a risk the future performance of the assets may not lead to their carrying values being recoverable in full and the directors are required to determine the recoverable amounts of these assets.

We focused on this area because the Group's determination of recoverable amount requires the exercise of significant judgement to be made by the directors, especially in determining appropriate valuation methods and the key assumptions used in the valuations and the assumptions to be applied in supporting the underlying cash flow projections in the recoverable amount calculation. These judgements and assumptions are inherently uncertain.

**Our response:**

Our audit procedures included, among others:

- understanding the methodology and method adopted by the directors in measuring the recoverable amount;
- comparing the actual results with previous budget to understand the performance of the business;
- discussing the directors' on their assessment and consideration of the current economic and business environment in relation to key assumptions made;
- testing the mathematical computation of the impairment assessment; and
- performing the sensitivity analysis of key assumptions and the impacts of these key assumptions and inputs that are expected to be most sensitive to the recoverable amount.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF  
GIIB HOLDINGS BERHAD (continued)**  
(Incorporated in Malaysia)

**Key Audit Matters (continued)**

**Group** (continued)

**Inventory (Notes 4(b) and 9 to the financial statements)**

The Group has significant inventories as at 31 December 2025 which include certain amounts of inventories that have been kept for more than 1 year. The directors are required to perform an assessment to determine whether these inventories are stated at the lower of cost and net realisable value.

We focused on this area because the review of saleability and valuation of these inventories at lower of cost and net realisable value by the directors are major source of estimation uncertainty.

**Our response:**

Our audit procedures included, among others:

- observing period end physical inventory count to observe physical existence and condition of the inventories;
- checking subsequent sales and evaluating directors' assessment on estimated net realisable value on selected inventory items; and
- discussing with the Group whether the inventories have been written down to their net realisable value for inventory items with net realisable value lower than their cost.

**Company**

We have determined that there are no key audit matters to be communicated in our report which arise from the audit of the financial statements of the Company.

**Responsibilities of the Directors for the Financial Statements**

The directors of the Company are responsible for the preparation of 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.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF  
GIIB HOLDINGS BERHAD (continued)**  
(Incorporated in Malaysia)

**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.
- 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.
- plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for the purposes of the group audit. We remain solely responsible for our audit opinion.

**INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF  
GIIB HOLDINGS BERHAD (continued)**  
(Incorporated in Malaysia)

**Auditors' Responsibilities for the Audit of the Financial Statements (continued)**

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 financial statements of the Group and of the Company for the current financial period and are therefore the key audit matters. We describe these matters in our auditors' reports 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 requirement of the Companies Act 2016 in Malaysia, we report that:

- (a) the subsidiaries of which we have not acted as auditors, are disclosed in Note 7 to the financial statements.
- (b) in our opinion, we have not obtained all the information and explanations that we required.

**Other Matters**

1. The financial statements of the Group and of the Company for the financial year ended 30 June 2024 were audited by another firm of Chartered Accountants whose report dated 21 October 2024 expressed an unmodified opinion on those financial statements.
2. 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 contents of this report.

Baker Tilly Monteiro Heng PLT  
201906000600 (LLP0019411-LCA) & AF 0117  
Chartered Accountants

Ng Boon Hiang  
No. 02916/03/2028 J  
Chartered Accountant

Kuala Lumpur

Date: 29 April 2026

## LIST OF GROUP PROPERTIES

Particulars of the Group's properties as at 31 December 2025

### GIIB RUBBER COMPOUND SDN BHD

Title	Location	Description and existing use	Expiry of Lease	Approximate Age of Building	Date of acquisition	Date of revaluation	Land Value (RM'000)	Building Value (RM'000)	Net Carrying Amount as at 31 December 2025 (RM'000)
HS(D) 80552, PT No.3909, Mukim of Setul, District of Seremban, Negeri Sembilan	Lot PT 1654 & PT 1657, Nilai Industrial Estate, 71800 Nilai, Negeri Sembilan	350,688 sq. ft. of Industrial land consist of one (1) office block, five (5) factories, two (2) warehouses and miscellaneous structure	99 years lease expiring on 30.06.2093	22 to 30 years	23 June 1994	03 February 2026 (Market Valuation Date 31 December 2025)	30,457	10,492	40,949
PN 9493, Lot 16365, Mukim of Labu, District of Seremban, Negeri Sembilan	A-3-1/2/3/4/6/7/8/10 /11, Taman Semarak Phase 2, 71809 Nilai, Negeri Sembilan	Nine (9) units of medium cost apartment measuring approximately at 705 sq. ft. each, used as accommodation for workers	Freehold	30 years	23 June 1994	21 June 2019 (Market Valuation Date 20 June 2019)	N/A	508	508
Geran Berbilang Muka No.12/M10/3/665 to 667, Lot 9132, Mukim of Setul, District of Seremban, Negeri Sembilan	14-2-7/8/9, Taman Semarak Phase 2, 71809 Nilai, Negeri Sembilan	Three (3) units of low cost apartment measuring approximately at 683 sq. ft. each, used as accommodation for workers	Freehold	30 years	23 June 1994	21 June 2019 (Market Valuation Date 20 June 2019)	N/A	135	135

## ANALYSIS OF SHAREHOLDINGS AS AT 20 APRIL 2026

Total Number of Issued Shares : 650,423,101 ordinary shares  
 Class of Equity Securities : Ordinary Shares  
 Voting Rights : One Vote for every ordinary share held

### DISTRIBUTION OF SHAREHOLDERS

Size of Holdings	No of Holders	%	No. of Shares	%
1 - 99	106	4.27	4,181	0
100 - 1,000	179	7.21	95,246	0.01
1,001 - 10,000	899	36.19	4,764,002	0.73
10,001 - 100,000	901	36.27	37,696,350	5.80
100,001 – 32,521,154 (Less than 5% of Issued Shares)	396	15.94	415,181,154	63.83
32,521,155 (5% and above of Issued Shares)	3	0.12	192,682,168	29.62
<b>Total</b>	<b>2,484</b>	<b>100.00</b>	<b>650,423,101</b>	<b>100.00</b>

## LIST OF DIRECTORS' SHAREHOLDINGS

The Directors' shareholdings based on the Register of Directors' Shareholdings of the Company are as follows:-

Name of Directors	Nationality	No. of Shares held			
		Direct	%	Indirect	%
Tai Qisheng	Malaysian	<b>69,444,441</b>	<b>10.68</b>	-	-
Tai Qiyao	Malaysian	<b>550,000</b>	<b>0.08</b>	<b>80,000</b> <sup>(1)</sup>	<b>0.01</b>
Dato' Sri Hj Wan Adnan Bin Wan Mamat	Malaysian	-	-	-	-
Datuk Firmansyah Aang Bin Muhamad	Malaysian	-	-	-	-
H'ng Boon Keng	Malaysian	-	-	-	-
Jung Hee Won	South Korean	-	-	-	-
Choo Kee Siong	Singaporean	-	-	<b>107,738,600</b> <sup>(2)</sup>	<b>16.56</b>

Notes:-

(1) Deemed interested by virtue of his interest held through his spouse, Ms Ng Sin Hue pursuant to Section 59(11)(c) of the Companies Act 2016.

(2) Deemed interested by virtue of his 50% direct interest in Hildrics Capital Pte. Ltd, which possesses discretionary management of Hildrics Asia Growth Fund VCC (acting on behalf of Hildrics Asia Growth Fund I), which in turn held 100% direct interest in HAGF Investment (I) Pte. Ltd.

## LIST OF SUBSTANTIAL SHAREHOLDERS

The Substantial shareholders based on the Register of Substantial Shareholders of the Company and their shareholdings are as follows:-

Name of Shareholders	Nationality/ Incorporated in	No of Shares (Direct)	%	Beneficially held Indirect	%
HAGF Investment (I) Pte. Ltd	Singapore	107,738,600	16.56	-	-
Hildrics Asia Growth Fund VCC (Acting on behalf of Hildrics Asia Growth Fund I)	Singapore	-	-	107,738,600 <sup>(1)</sup>	16.56
Hildrics Capital Pte. Ltd.	Singapore	-	-	107,738,600 <sup>(2)</sup>	16.56
Choo Kee Siong	Singaporean	-	-	107,738,600 <sup>(3)</sup>	16.56
Wee Tee Chuen	Singaporean	-	-	107,738,600 <sup>(3)</sup>	16.56
Tai Qisheng	Malaysian	69,444,441	10.68	-	-
Dato' Sri Lim Kok Han	Malaysian	43,091,576	6.63	-	-

Notes:-

(1) Deemed interested by virtue of its Interest held in HAGF Investment (I) Pte. Ltd.

(2) Deemed interested by virtue of its discretionary management of Hildrics Asia Growth Fund VCC (acting on behalf of Hildrics Asia Growth Fund I), which in turn held 100% direct interest in HAGF Investment (I) Pte. Ltd.

(3) Deemed interested by virtue of his 50% direct interest in Hildrics Capital Pte.Ltd, which possesses discretionary management of Hildrics Asia Growth Fund VCC (acting on behalf of Hildrics Asia Growth Fund I), which in turn held 100% direct interest in HAGF Investment (I) Pte. Ltd.

**LIST OF THIRTY LARGEST SECURITIES ACCOUNT HOLDERS AS AT 20 APRIL 2026**

(without aggregating the securities from different securities accounts belonging to the same registered holder)

<b>NO</b>	<b>NAME</b>	<b>NO OF SHARES HELD</b>	<b>%</b>
1	UOB KAY HIAN NOMINEES (ASING) SDN BHD (EXEMPT AN FOR UOB KAY HIAN PTE LTD (A/C CLIENTS))	107,738,600	16.56
2	LIM KOK HAN	43,091,576	6.63
3	TAI QISHENG	41,851,992	6.43
4	MAYBANK NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR WONG HUO SIING)	24,091,694	3.70
5	OOFY TRADING SDN. BHD.	22,500,000	3.46
6	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD (EXEMPT AN FOR DBS BANK LTD (SFS-PB))	16,621,182	2.56
7	TA NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR TAI QISHENG)	15,120,266	2.32
8	KENANGA NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR TAI QISHENG)	12,472,183	1.92
9	PEGGY NG SEANG PHENG	12,420,000	1.91
10	MAYBANK NOMINEES (TEMPATAN) SDN BHD (MAYBANK PRIVATE WEALTH MANAGEMENT FOR TAN BOON WY (PW-M00278) (730819))	9,745,800	1.50
11	KENANGA NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR TAI BOON WEE)	9,604,036	1.48
12	WONG SOON TZE	9,500,000	1.46
13	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR NG JEN NY (7001771))	7,890,200	1.21
14	LOW LAI PENG	7,756,000	1.19
15	KENANGA NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR LIM SWEE YEAN)	7,200,000	1.11
16	LEE KOK SENG	7,000,000	1.08
17	GOH YONG WEE	6,650,000	1.02
18	RHB NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR TAN BOON WY)	6,008,000	0.92

NO	NAME	NO OF SHARES HELD	%
19	CGS INTERNATIONAL NOMINEES MALAYSIA (ASING) SDN. BHD. (EXEMPT AN FOR CGS INTERNATIONAL SECURITIES SINGAPORE PTE. LTD. (RETAIL CLIENTS))	5,673,600	0.87
20	YOUNG WONG @ YEO SUAN SAM	5,000,000	0.77
21	PUBLIC NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR KOH LYE SIANG (TJJ/KEN))	4,946,700	0.76
22	TAN BOON WY	4,908,000	0.75
23	KENANGA NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR WONG HUO SIING)	4,871,242	0.75
24	CHONG KIM LOONG	4,600,000	0.71
25	NG MENG POH	4,200,000	0.65
26	TAN JING JEONG	4,100,000	0.63
27	KENANGA NOMINEES (TEMPATAN) SDN BHD (RAKUTEN TRADE SDN BHD FOR TAN JOON MIN)	4,000,000	0.62
28	CIMSEC NOMINEES (TEMPATAN) SDN BHD (CIMB FOR LEONG KOK HOU (PB))	3,800,000	0.58
29	LEE FOOK MENG	3,600,000	0.55
30	TAN XUE AN	3,371,300	0.52

## ANALYSIS OF WARRANT HOLDINGS AS AT 20 APRIL 2026

Type of Securities	: Warrants 2021/2026 (“Warrants A”)
Total Number of Outstanding Warrants	: 228,355,514
Exercise Price	: RM0.42
Exercise Period	: 2 September 2021 to 1 September 2026

### DISTRIBUTION OF WARRANT HOLDERS

Size of Holdings	No of Holders	%	No. of Warrants	%
1 - 99	5	0.86	143	0.00
100 - 1,000	37	6.36	18,497	0.01
1,001 - 10,000	118	20.27	732,475	0.32
10,001 - 100,000	239	41.07	10,672,900	4.67
100,001 – 11,417,774 (Less than 5% of Issued Warrants)	180	3.93	133,073,829	58.27
11,417,775 (5% and above of Issued Warrants)	3	0.52	83,857,670	36.72
<b>Total</b>	<b>582</b>	<b>100.00</b>	<b>228,355,514</b>	<b>100.00</b>

## LIST OF DIRECTORS' WARRANT HOLDINGS

The Directors' Warrant holdings based on the Register of Directors' Warrant holdings of the Company are as follows:-

Name of Directors	Nationality	No. of Warrants A held			
		Direct	%	Indirect	%
Tai Qisheng	Malaysian	10,551,447	4.62	-	-
Tai Qiyao	Malaysian	225,000	0.10	-	-
Dato' Sri Hj Wan Adnan Bin Wan Mamat	Malaysian	-	-	-	-
Datuk Firmansyah Aang Bin Muhamad	Malaysian	-	-	-	-

Name of Directors	Nationality	No. of Warrants A held			
		Direct	%	Indirect	%
H'ng Boon Keng	Malaysian	-	-	-	-
Jung Hee Won	South Korean	-	-	-	-
Choo Kee Siong	Singaporean	-	-	-	-

**LIST OF THIRTY LARGEST SECURITIES ACCOUNT HOLDERS AS AT 20 APRIL 2026**

(without aggregating the securities from different securities accounts belonging to the same registered holder)

NO	NAME OF HOLDER	NO OF WARRANTS HELD	%
1	LIM KOK HAN	33,976,488	14.88
2	DATO' NG MENG KEE	30,411,500	13.32
3	MAYBANK NOMINEES (TEMPATAN) SDN BHD (MAYBANK PRIVATE WEALTH MANAGEMENT FOR TAN BOON WY (PW-M00287) (730819)	19,469,682	8.53
4	TAI BOON WEE	8,798,092	3.85
5	TA NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR TAI QISHENG)	8,733,266	3.82
6	PUBLIC NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR NG YEE HUI) (E-JAH)	6,928,500	3.03
7	CHAI THAM POH	6,130,200	2.68
8	TAN XUE AN	5,000,300	2.19
9	LOW LAY PING	5,000,000	2.19
10	DAVID LIM CHAI	4,734,900	2.07
11	RHB NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR TAN BOON WY)	2,754,000	1.20
12	MOHD NUR BIN MOHD TAIB	2,540,000	1.11
13	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR NG JEN NY (7001771))	2,206,100	0.97
14	LIM KOK SENG	2,148,400	0.94
15	KENANGA NOMINEES (TEMPATAN) SDN BHD (RAKUTEN TRADE SDN BHD FOR TAN JOON MIN)	2,000,000	0.88
16	TAN SZE PENG	2,000,000	0.88
17	KENANGA NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR TAI BOON WEE)	1,895,922	0.83
18	KENANGA NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR TAI QISHENG)	1,818,181	0.80
19	LEOW HO ENG	1,686,600	0.74
20	KENANGA NOMINEES (TEMPATAN) SDN BHD (PLEDGED SECURITIES ACCOUNT FOR WONG HUO SIING)	1,612,421	0.71

<b>NO</b>	<b>NAME OF HOLDER</b>	<b>NO OF WARRANTS HELD</b>	<b>%</b>
21	MAYBANK NOMINEES (TEMPATAN) SDN BHD (PLEGDED SECURITIES ACCOUNT FOR WONG HUO SIING)	1,582,147	0.69
22	TAN TIAN TENG	1,510,200	0.66
23	KENANGA NOMINEES (TEMPATAN) SDN BHD (RAKUTEN TRADE SDN BHD FOR WONG TYAN CHIOU)	1,500,000	0.66
24	TENG PIK SUN	1,500,000	0.66
25	RHB NOMINEES (TEMPATAN) SDN BHD (PLEGDED SECURITIES ACCOUNT FOR SEE HAN LIONG)	1,473,000	0.65
26	NORHIDAYU BTE SHAPIE	1,401,600	0.61
27	NG YI YEONG	1,400,000	0.61
28	DANG THONG POH	1,300,000	0.57
29	MOHD RUZAIMY BIN CHE WAN	1,219,400	0.53
30	FOO CHEK PANG	1,183,600	0.52



## GIIB HOLDINGS BERHAD

[Registration No.: 200301016552 (618972-T)]  
(Incorporated in Malaysia)

# NOTICE OF ANNUAL GENERAL MEETING

**NOTICE IS HEREBY GIVEN** that the Twenty First (“21st”) Annual General Meeting of GIIB Holdings Berhad [Registration No. 200301016552 (618972-T)] (“the Company”) will be held at the Conference Room, Level 9, Menara Access World, No. 1, Jalan 19/3, Seksyen 19, 46300 Petaling Jaya, Selangor on Friday, 22 May 2026 at 10:00 a.m. for the following purposes:

## AGENDA

### As Ordinary Business

1. To receive the Audited Financial Statements for the financial period from 1 July 2024 to 31 December 2025 together with the Reports of the Directors and Auditors thereon. Please refer to Explanatory Note 1
2. To approve the payment of Directors’ fees and benefits for the period commencing from the date immediately after the conclusion of this 21st Annual General Meeting until the conclusion of the next Annual General Meeting of the Company in 2027. Resolution 1
3. To re-elect Dato’ Sri Hj. Wan Adnan Bin Wan Mamat, who is retiring pursuant to Clause 94 of the Constitution of the Company and being eligible, has offered himself for re-election. Resolution 2
4. To re-elect Tai Qisheng, who is retiring pursuant to Clause 94 of the Constitution of the Company and being eligible, has offered himself for re-election. Resolution 3
5. To re-appoint Baker Tilly Monteiro Heng PLT as Auditors of the Company to hold office until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration. Resolution 4
6. **ORDINARY RESOLUTION  
AUTHORITY TO ISSUE AND ALLOT SHARES PURSUANT TO THE COMPANIES ACT 2016** Resolution 5

“**THAT** subject to the Companies Act 2016 (“the Act”), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad and the approvals of the relevant governmental and/or regulatory authorities, where such approval is necessary, the Directors be and are hereby empowered pursuant to the Act, to allot and issue shares in the capital of the Company to such persons at any time 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 does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being; **AND THAT** the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad; and that such authority shall commence immediately upon the passing of this resolution and shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.”

7. To transact any other business of which due notice has been given.

By Order of the Board

Mak Chooi Peng (MAICSA 7017931)  
SSM PC No. 201908000889  
Company Secretary

Kuala Lumpur  
30 April 2026

## EXPLANATORY NOTES

### 1. Item 1 of the Agenda – Receipt of Reports and Audited Financial Statements

Item 1 of the Agenda is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 (“the Act”) does not require a formal approval from the shareholders for the audited financial statements. Hence, this Agenda item will not be put forward for voting.

### 2. Item 2 of the Agenda – Payment of Directors’ fees and benefits for the period commencing from the date immediately after the conclusion of this 21st Annual General Meeting (“AGM”) until the conclusion of the next AGM of the Company

The Company is seeking shareholders’ approval for the payment of Directors’ fees and benefits to all the Directors of the Company of up to RM351,200/- upon the conclusion of this 21st AGM until the conclusion of the next AGM as detailed below:

Description	Chairman (RM)		Members (RM)	
	Fee (RM per annum)	Meeting allowance (RM per meeting day)	Fee (RM per annum)	Meeting allowance (RM per meeting day)
Board	48,000	1,000	36,000	600
Audit and Risk Management Committee (“ <b>ARMC</b> ”)	48,000	1,000	36,000	600
Joint Nomination and Remuneration Committee (“ <b>JNRC</b> ”)	48,000	1,000	36,000	600

The Directors’ benefits comprise meeting attendance allowance and/or other allowances to meet expenses incurred in carrying out their duties. In determining the estimated total amount, the Board of Directors (“**Board**”) has considered various factors, among others, the estimated number of meetings for the Board and its Committees.

In the event that the proposed Directors’ fees and benefits are insufficient, approval will be sought at the next AGM for additional Directors’ fees and benefits to meet the shortfall.

### 3. Items 3 and 4 of the Agenda – Re-election of Directors

Dato’ Sri Hj. Wan Adnan Bin Wan Mamat and Mr. Tai Qisheng (“**the Retiring Directors**”) are standing for re-election as Directors of the Company as per Agenda items no. 3 and 4.

The profiles of the Retiring Directors are set out in the Board of Directors’ profile in the Annual Report 2025.

As the JNRC was not constituted at that time when the Board evaluation was carried out (*as its composition fell below the required minimum number of three (3) as stipulated in its terms of reference*), the evaluation was carried out directly by the Board with the Retiring Directors abstaining from all deliberations and recommendations pertaining to their respective re-election.

Based on the evaluation, the Board, with each Retiring Directors abstaining from deliberations and voting on their own re-election, was satisfied with the performance and contributions of the Retiring Directors and recommends their re-election based on the following considerations:

- (i) satisfactory performance and they have met the Board’s expectation in discharging their duties and responsibilities;
- (ii) met the criteria of character, experience, integrity, competence and time commitment in discharging their role as Directors of the Company;
- (iii) their ability to act in the best interest of the Company in decision-making; and

(iv) level of independence demonstrated by the Independent Non-Executive Director.

#### **4. Item 5 of the Agenda – Re-appointment of Auditors**

As the ARMC was not duly constituted at the time of the annual assessment of the external auditors (*as its composition having fallen below the minimum requirement of three (3) members as stipulated in its Terms of Reference*), the assessment was undertaken directly by the Board.

The Board carried out its annual evaluation of the external auditors, Baker Tilly Monteiro Heng PLT (“Baker Tilly”), covering key areas including independence, scope of audit, audit fees, expertise and experience, as well as performance against the annual audit plan. Based on this review, the Board was satisfied with the suitability of Baker Tilly, particularly in terms of audit quality, competency, performance, and adequacy of resources provided to the Group.

Accordingly, the Board recommends that shareholders approve the re-appointment of Baker Tilly as the Company’s external auditors for the financial year ending 31 December 2026, to hold office until the conclusion of the Annual General Meeting to be convened in 2027.

#### **5. Item 6 of the Agenda – Authority to Issue and Allot Shares Pursuant to the Act**

The proposed Ordinary Resolution under Resolution 5 seeks to renew the general mandate for the issuance of shares by the Company pursuant to Sections 75 and 76 of the Companies Act 2016.

As at the date of this Notice, no new shares in the Company were issued pursuant to the General Mandate granted to the Directors at the 20th AGM of the Company held on 28 November 2024, which will lapse at the conclusion of the 26th AGM of the Company. Hence, no proceeds were raised therefrom.

The proposed Ordinary Resolution, if passed, will give authority to the Directors of the Company, from the conclusion of the 21st AGM, to allot and issue shares or to make or grant offers, agreements or options in respect of shares to such persons, in their absolute discretion including to make or grant offers, agreements or options which would or might require shares in the Company to be issued after the expiration of the approval, without having to convene a general meeting, provided that the aggregate number of shares issued does not exceed 10% of the total number of issued shares of the Company for the time being.

This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM. The mandate sought will enable the Directors of the Company to allot and issue shares, including but not limited to making a placement of shares for the purposes of raising funding for investment(s), working capital and general corporate purposes as deemed necessary.

#### **NOTES**

- (i) In respect of deposited securities, only members whose names appear in the Record of Depositors on 15 May 2026 (General Meeting Record of Depositors) shall be eligible to participate in the 21st AGM or appoint proxy(ies) to attend and/or vote on his/her behalf.
- (ii) A member entitled to attend and vote at the 21st AGM is entitled to appoint more than one (1) proxy to participate and vote in his/her stead at the same meeting. A proxy may but need not be a member of the Company. There shall be no restriction to the qualification of the proxy. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless the member specifies the proportions of his/her shareholdings to be represented by each proxy. A proxy appointed to participate and vote at the 21st AGM shall have the same rights as the member to participate at the 21st AGM.
- (iii) Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“omnibus account”) as defined under the Securities Industry (Central Depositories) Act, 1991, there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.

- (iv) Where a member of the Company is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it is entitled to appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. Where an Authorised Nominee appoints two (2) proxies to attend and vote at the 21st AGM, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing of the proxies, failing which, the appointment shall be invalid.
- (v) The instrument appointing a proxy by a member who is entitled to participate at the 21st AGM, shall be executed by the appointor or of his/her attorney duly authorised in writing or via electronic submission. If the appointor is a corporation, either under its common seal or the hand of its officer or its duly authorised attorney.
- (vi) The appointment of proxy may be made in the form of hardcopy or by electronic means as specified below and must be received by the Share Registrar of the Company, Sectrars Management Sdn. Bhd. no later than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e. no later than Wednesday, 20 May 2026 at 10:00 a.m. or any adjournment thereof

#### In hardcopy form

Deposited at the office of the Share Registrar of the Company, Sectrars Management Sdn. Bhd. at Lot 9-7, Menara Sentral Vista, No. 150, Jalan Sultan Abdul Samad, Brickfields, 50470 Kuala Lumpur, Wilayah Persekutuan, Malaysia not less than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e. no later than Wednesday, 20 May 2026 at 10:00 a.m. or any adjournment thereof.

#### By electronic means

Alternatively, the instrument appointing a proxy may be electronically lodged with the Poll Administrator of the Company via Dvote Online website at <https://www.dvote.my> not less than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e., no later than Wednesday, 20 May 2026 at 10:00 a.m. or any adjournment thereof.

The electronically Proxy Form submission applicable for the individual shareholders only and corporations required to send a hard copy Proxy Form.

#### Revocation of proxy

If you have submitted your proxy form(s) prior to the 21st AGM and subsequently decide to appoint another person or wish to personally participate in the 21st AGM, please write in to [dvoteservice@gmail.com](mailto:dvoteservice@gmail.com) to revoke the earlier appointed proxy(ies) no later than Wednesday, 20 May 2026 at 10.00 a.m. or any adjournment thereof.



## **GIIB HOLDINGS BERHAD**

[Registration No.: 200301016552 (618972-T)]  
(Incorporated in Malaysia)

### **ADMINISTRATIVE DETAILS FOR THE TWENTY FIRST ANNUAL GENERAL MEETING (“21ST AGM”)**

Date	: Friday, 22 May 2026
Time	: 10:00 a.m.
Venue	The Conference Room, Level 9 , Menara Access World, No 1, Jalan 19/3, Seksyen 19, 46300 Petaling Jaya, Selangor.

#### **ENTITLEMENT TO PARTICIPATE AND APPOINTMENT OF PROXY**

1. Only members whose names appear on the **Record of Depositors as at 15 May 2025** shall be entitled to participate in the 21st AGM or appoint proxy(ies)/authorised representative/attorney to participate on their behalf.
2. Members who are unable to participate in the 21st AGM may appoint the Chairman of the Meeting as his/her proxy and indicate the voting instructions in the Proxy Form.
3. The appointment of a proxy/authorised representative/attorney for the 21st AGM may be made in hard copy form or by electronic means. The instrument appointing a proxy/authorised representative/attorney must be deposited or submitted in the following manner, no later than **Wednesday, 20 May 2026 at 10:00 a.m.**

(i) In hard copy form

In the case of an appointment made in hard copy form, the Proxy Form must be deposited at the Registered Office of the Company situated at or Share Registrar’s Office at Lot 9-7, Menara Sentral Vista, No. 150, Jalan Sultan Abdul Samad, Brickfields, 50470 Kuala Lumpur, Wilayah Persekutuan.

(ii) By electronic means

The proxy form can be electronically lodged with the Poll Administrator of the company via Dvote Online website at <https://www.dvote.my> . The procedure to submit your Proxy Form electronically is outlined below under “**Procedures to Register and Participate at the AGM**”. The electronically Proxy Form submission applicable for the individual shareholders only and corporations required to send a hard copy Proxy Form.

#### **REVOCAION OF PROXY**

1. If you have submitted the Proxy Form and subsequently decide to change your proxy(ies) or revoke your appointment(s) to personally participate in the 21st AGM, please write in to the Company’s Poll Administrator at [dvoteservice@gmail.com](mailto:dvoteservice@gmail.com) no later than **Wednesday, 20 May 2026 at 11:00 a.m.**
2. Upon revocation, your proxy(ies) will not be allowed to participate in the 21st AGM. Please advise your proxy(ies) accordingly.

#### **VOTING PROCEDURES**

The voting at the 21st AGM will be conducted by poll in accordance with Paragraph 8.31A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

GIIB Holdings Berhad has appointed Dvote Services Sdn. Bhd. as the Poll Administrator to conduct the poll by way of (“e-Voting”) via its **Dvote Online** website at <https://www.dvote.my> and Scrutineer (Scrutineer Solutions Sdn Bhd) as Independent Scrutineers to verify the poll results.

Members can proceed to vote on the resolutions at any time from the commencement of the 21st AGM at 10.00 a.m. and before the end of the voting session which will be announced by the Chairman of the Meeting.


Kindly refer to “**Procedures to Register and Participate at the AGM**” provided below for guidance on how to vote during the Meeting Day.

For the purpose of the 21st AGM, e-Voting will be carried out via personal smart mobile phones or kiosk provided.

Upon completion of the voting session for the 21st AGM, the Independent Scrutineers will verify the poll results followed by the Chairperson’s declaration whether the resolution(s) tabled for voting is carried or otherwise.

#### **PROCEDURES TO REGISTER AND PARTICIPATE AT THE AGM**

Member(s)/proxy(ies)/authorised representative(s)/attorney(s) who wish to participate in the 21st AGM are to follow the requirements and procedures as summarised below:

BEFORE THE 21st AGM DAY	
Procedure	Action
(a) Sign-up as a user with <b>Dvote Online</b>	<p><b>Note:</b> If you are already a user with <b>Dvote Online</b>, you are not required to sign-up again. You may proceed to sign-in using your email address and password.</p> <p>Please check your spam mailbox if you do not receive emails from us.</p>  <p>Scan QR Code</p> <p>OR</p> <ul style="list-style-type: none"> <li>• Access the website at <a href="https://www.dvote.my">https://www.dvote.my</a>.</li> <li>• Click on “<b>Sign up</b>” to register as a new user with <b>Dvote Online</b>.</li> <li>• Complete registration and upload a softcopy of Malaysia Identification card or passport (foreigner(s)).</li> </ul> <p>You will be notified via email once your user registration is accepted/rejected by <b>Dvote Online</b>.</p>
(b) Register with Dvote Online	<ol style="list-style-type: none"> <li>1. Registration is open from <b>Monday, 18 May 2026</b> until the commencement of the polling at the 21st AGM.</li> <li>2. Login to <a href="https://www.dvote.my">https://www.dvote.my</a> with your email address and password.</li> <li>3. Select event: “<b>GIIB Holdings Berhad – 21st Annual General Meeting</b>”.</li> <li>4. Click “<b>Register</b>”.</li> <li>5. You will receive an email notifying that your registration is received for verification.</li> </ol>

#### PROCEDURES TO REGISTER AND PARTICIPATE AT THE AGM

(c) Submission of Proxy Form	<ol style="list-style-type: none"> <li>6. Login with your email address and password. Submission of e-proxy form will be available from <b>Monday, 18 May 2025 until Wednesday, 20 May 2025 at 11:00 a.m.</b></li> <li>7. Select the corporate event: “<b>GIIB Holdings Berhad – 21st Annual General Meeting</b>” and click “<b>e-proxy</b>” under <b>Pre-Meeting Submission</b>.</li> <li>8. Select Security Account by clicking on “<b>Select</b>” under the Action column.</li> <li>9. Appoint your proxy(ies) and insert the required details of your proxy (ies) or appoint Chairperson as your proxy.</li> <li>10. Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide your vote.</li> <li>11. Review and submit your proxy(s) appointment.</li> </ol>
------------------------------	---

ON THE DAY OF THE 21st AGM	
Procedure	Action
(a) Mark Attendance	<ul style="list-style-type: none"> <li>• Scan the <b>QR Code</b> provided by the Poll Administrator at the meeting site.</li> <li>• Access Dvote Platform with your email address and password.</li> <li>• Click on "<b>Mark Attendance</b>" on the screen to Mark your attendance.</li> <li>• You will get an <b>e-pass</b> after marking your attendance.</li> <li>• Show your e-pass to the Poll Administrator and collect your wristband.</li> </ul>
(b) Voting on Site	<ul style="list-style-type: none"> <li>• Click on "<b>Poll Station</b>" to view and select your Security Account(s) to vote.</li> <li>• Click on "<b>Vote</b>", to cast your votes for each resolution(s).</li> <li>• Review your casted votes, confirm and submit your votes.</li> </ul>

**Note:**

WE STRONGLY ENCOURAGE ALL MEMBERS AND PROXIES TO REGISTER FOR THE EVENT PRIOR TO THE MEETING DAY AS THERE WILL BE HELP DESK COUNTER ONLY AT THE MEETING VENUE. THIS WILL ALLOW THE COMPANY TO HAVE THE NECESSARY INFORMATION TO PREPARE THE MEETING VENUE AND THE NECESSARY ARRANGEMENTS.

MEMBER(S) OR PROXY (IES HOLDER(S) WHO HAVE NOT REGISTERED BEFORE THE MEETING DAY WILL BE REQUIRED TO SPEND MORE TIME TO DO THE ONLINE REGISTRATION ON-SITE (USING YOUR OWN DEVICE) BEFORE YOU ARE ALLOWED TO ENTER THE MEETING VENUE.

**NO DOOR GIFTS OR FOOD VOUCHERS**

There will be no distribution of vouchers or door gifts at the 21st AGM.

**NO RECORDING OR PHOTOGRAPHY**

Strictly no recording or photography of the 21st AGM proceedings is allowed.

**ENQUIRIES FOR 21ST AGM**

If you have any enquiry(ies) on the above, please contact the **Poll Administrator** during office hours on Mondays to Fridays from 9.00 a.m. to 5.00 p.m. (except on public holidays):

**DVOTE SERVICES SDN. BHD.**

Lot 9-7, Menara Sentral Vista  
No. 150, Jalan Sultan Abdul Samad  
Brickfield, 50470 Kuala Lumpur

Name : Ms Sangetha / Mr Hugo Wong  
Telephone No. : 603-2276 6138  
Email : [dvoteservice@gmail.com](mailto:dvoteservice@gmail.com)

Kindly check the Company's website or announcements from time to time for the latest updates on the status or changes to the 21st AGM's arrangement.

The administrative guide can be viewed and downloaded from our Company's website at <https://www.giibworld.com>.



**GIIB HOLDINGS BERHAD**  
[Registration No.: 200301016552 (618972-T)]  
(Incorporated in Malaysia)

## FORM OF PROXY

No. of Ordinary Shares held :
CDS Account No. :
Contact No. :

I/ We \_\_\_\_\_ NRIC / Company No. \_\_\_\_\_  
Tel No. \_\_\_\_\_ of \_\_\_\_\_

being a member/members of **GIIB Holdings Berhad** hereby appoint

### Proxy 1

Full Name (in block letters)	NRIC / Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Tel no:	Email address:		

and/or (delete as appropriate)

### Proxy 2

Full Name (in block letters)	NRIC / Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Tel no:	Email address:		

or failing him, the Chairman of the Meeting as \*my/our proxy to vote for \*me/us and on \*my/our behalf at the 21st Annual General Meeting of the Company to be held at the Conference Room, Level 9, Menara Access World, No 1, Jalan 19/3, Seksyen 19, 46300 Petaling Jaya, Selangor on Friday, 22 May 2026 at 10:00 a.m.

Resolution	AGENDA	For	Against
	<b>Ordinary Business</b> Receive the Audited Financial Statements for the financial period from 1 July 2024 to 31 December 2025 together with the Reports of the Directors and Auditors thereon.		
1	Approval for payment of Directors' fees and benefits for the period commencing from the date immediately after the conclusion of this 21st Annual General Meeting until the conclusion of the next Annual General Meeting of the Company in 2027.		
2	Re-election of Dato' Sri Hj. Wan Adnan Bin Wan Mamat, who is retiring pursuant to Clause 94 of the Constitution of the Company.		
3	Re-election of Tai Qisheng, who is retiring pursuant to Clause 94 of the Constitution of the Company.		
4	Re-appointment of Baker Tilly Monteiro Heng PLT as auditors of the Company to hold office until the conclusion of the next Annual General Meeting and to authorise the Directors to fix their remuneration.		
	<b>Special Business</b>		
5	Ordinary Resolution – Authority to issue and allot shares		

Please indicate with an "X" in the space provided whether you wish your votes to be cast for or against the resolutions. In the absence of specific directions, your proxy will vote or abstain as he/she thinks fits.

As witness my/our hand(s) this \_\_\_\_\_ day of \_\_\_\_\_ 2026.

\_\_\_\_\_  
Signature or Common Seal of Member(s)

\*Strike out whichever is not desired. (Unless otherwise instructed the proxy may vote as he thinks fit.

## NOTES

- (i) In respect of deposited securities, only members whose names appear in the Record of Depositors on 15 May 2026 (General Meeting Record of Depositors) shall be eligible to participate in the 21st AGM or appoint proxy(ies) to attend and/or vote on his/her behalf.
- (ii) A member entitled to attend and vote at the 21st AGM is entitled to appoint more than one (1) proxy to participate and vote in his/her stead at the same meeting. A proxy may but need not be a member of the Company. There shall be no restriction to the qualification of the proxy. Where a member appoints more than one (1) proxy, the appointments shall be invalid unless the member specifies the proportions of his/her shareholdings to be represented by each proxy. A proxy appointed to participate and vote at the 21st AGM shall have the same rights as the member to participate at the 21st AGM.
- (iii) Where a member is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account") as defined under the Securities Industry (Central Depositories) Act, 1991, there shall be no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.
- (iv) Where a member of the Company is an Authorised Nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it is entitled to appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. Where an Authorised Nominee appoints two (2) proxies to attend and vote at the 21st AGM, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing of the proxies, failing which, the appointment shall be invalid.
- (v) The instrument appointing a proxy by a member who is entitled to participate at the 21st AGM, shall be executed by the appointor or of his/her attorney duly authorised in writing or via electronic submission. If the appointor is a corporation, either under its common seal or the hand of its officer or its duly authorised attorney.
- (vi) The appointment of proxy may be made in the form of hardcopy or by electronic means as specified below and must be received by the Share Registrar of the Company, Sectrars Management Sdn. Bhd. no later than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e. no later than Wednesday, 20 May 2026 at 10:00 a.m. or any adjournment thereof:

### In hardcopy form

Deposited at the office of the Share Registrar of the Company, Sectrars Management Sdn. Bhd. at Lot 9-7, Menara Sentral Vista, No. 150, Jalan Sultan Abdul Samad, Brickfields, 50470 Kuala Lumpur, Wilayah Persekutuan, Malaysia not less than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e. no later than Wednesday, 20 May 2026 at 10:00 a.m. or any adjournment thereof.

### By electronic means

Alternatively, the instrument appointing a proxy may be electronically lodged with the Poll Administrator of the Company via Dvote Online website at <https://www.dvote.my> not less than forty-eight (48) hours before the time appointed for the holding of the meeting, i.e., no later than Wednesday, 20 May 2026 at 10:00 a.m. or any adjournment thereof.

The electronically Proxy Form submission applicable for the individual shareholders only and corporations required to send a hard copy Proxy Form.

### Revocation of proxy

If you have submitted your proxy form(s) prior to the 21st AGM and subsequently decide to appoint another person or wish to personally participate in the 21st AGM, please write in to [dvoteservice@gmail.com](mailto:dvoteservice@gmail.com) to revoke the earlier appointed proxy(ies) no later than Wednesday, 20 May 2026 at 10.00 a.m. or any adjournment thereof.