



**WEGMANS**  
HOLDINGS BERHAD  
201701005154 (1219319 - D)



ANNUAL REPORT 2025

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# CORPORATE INFORMATION

## BOARD OF DIRECTORS

### MAZIAH BINTI MD YAMIN

*Independent  
Non-Executive Chairman  
(Redesignated on 30 May 2025)*

### CHAN WAN SEONG

*Independent  
Non-Executive Chairman  
(Retired on 30 May 2025)*

### KEH WEE KIET

*Managing Director*

### LAW KOK LIM

*Executive Director*

### FAAM CHANG POOH

*Independent  
Non-Executive Director*

### CHONG LEE LING

*Independent  
Non-Executive Director  
(Appointed on 30 May 2025)*

## AUDIT AND RISK MANAGEMENT COMMITTEE

### Chairperson

Faam Chang Pooh

### Members

Maziah Binti Md Yamin  
Chong Lee Ling  
(Appointed as Committee Member  
on 30 May 2025)  
Chan Wan Seong  
(Ceased as Committee Member  
on 30 May 2025)

## REMUNERATION COMMITTEE

### Chairperson

Maziah Binti Md Yamin

### Members

Faam Chang Pooh  
Chong Lee Ling  
(Appointed as Committee Member  
on 30 May 2025)  
Chan Wan Seong  
(Ceased as Committee Member  
on 30 May 2025)

## NOMINATING COMMITTEE

### Chairperson

Chong Lee Ling  
(Appointed as Committee  
Chairperson on 30 May 2025)  
Chan Wan Seong  
(Ceased as Committee Chairperson  
on 30 May 2025)

### Members

Maziah Binti Md Yamin  
Faam Chang Pooh

## COMPANY SECRETARIES

### Ng Mei Wan

SSM Practicing Certificate  
No.: 201908000801  
MIA Member No.: 28862

### Tan Hui Khim

SSM Practicing Certificate  
No.: 201908000859  
License Secretary No.: LS 0009936

## REGISTERED OFFICE

No. 7 (1st Floor)  
Jalan Pesta 1/1  
Taman Tun Dr. Ismail 1  
Jalan Bakri  
84000 Muar, Johor  
Tel : +606 954 1705  
Fax : +606 954 1707  
E-mail : lsca-muar@lsca.com.my

## HEAD/MANAGEMENT OFFICE

Lot PTD 6967  
Jalan Kempas 3  
Kawasan Perindustrian Bakri  
84200 Muar, Johor  
Tel : +606 986 7897  
Fax : +606 986 5117  
Website : www.wegmans.com.my  
E-mail : info@wegmans.com.my

## PRINCIPAL BANKERS

AmBank Islamic Berhad  
HSBC Bank Malaysia Berhad  
HSBC Amanah Malaysia Berhad

## AUDITORS

**Crowe Malaysia PLT**  
201906000005 (LLP0018817-LCA)  
& AF 1018  
Chartered Accountants  
No. 8, Jalan Pesta 1/1  
Taman Tun Dr. Ismail 1  
Jalan Bakri, 84000 Muar, Johor  
Tel : +606 952 4328  
Fax : +606 952 7328

## SHARE REGISTRAR

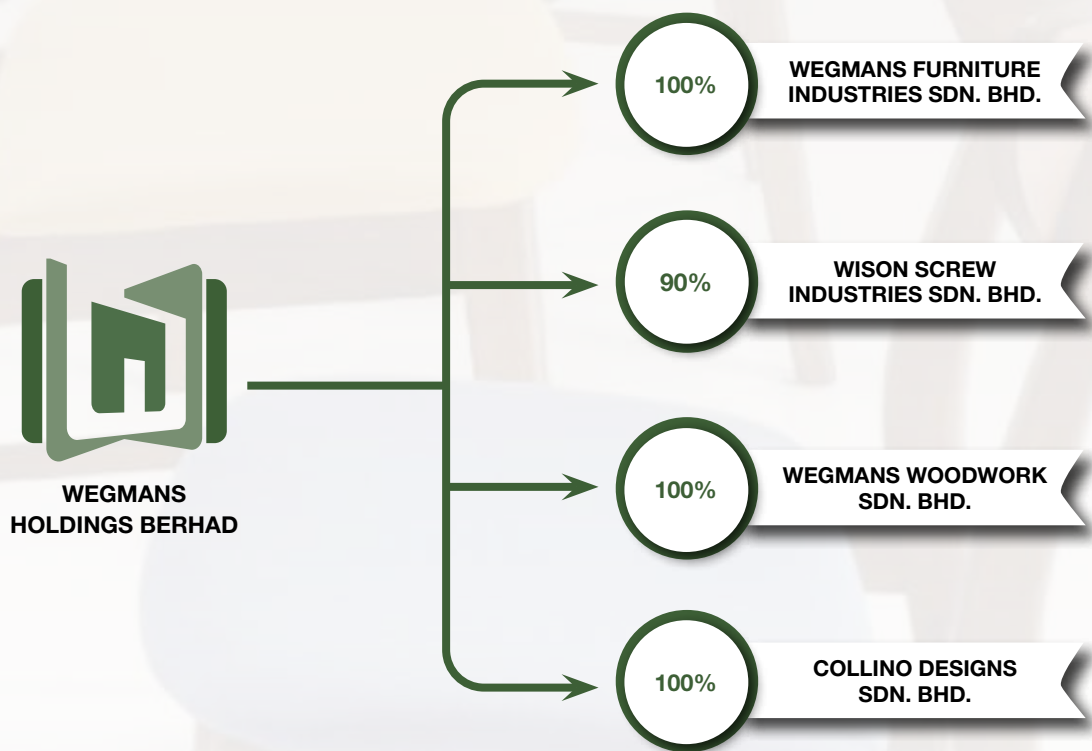
### Tricor Investor & Issuing House Services Sdn Bhd

Unit 32-01, Level 32, Tower A  
Vertical Business Suite  
Avenue 3, Bangsar South  
No. 8, Jalan Kerinchi  
59200 Kuala Lumpur  
Tel : +603 2783 9299  
Fax : +603 2783 9222  
E-mail address : is.enquiry@vistra.com

## STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia  
Securities Berhad  
Stock Name : WEGMANS  
Stock Code : 0197

# CORPORATE STRUCTURE



# MANAGEMENT DISCUSSION AND ANALYSIS

## OVERVIEW OF THE GROUP'S BUSINESS AND OPERATIONS

Wegmans Holdings Berhad (“Wegmans” or “the Group”) is a leading home furniture manufacturer that has more than two decades of experience under its belt. The export-based manufacturer started its journey back in 1994, when it was initially involved in producing and supplying furniture parts to local furniture manufacturers. It then evolved into a home furniture manufacturer in 2000 and expanded into the overseas market in the following year.

Fast forward to 2018, Wegmans successfully listed on the ACE Market of Bursa Malaysia Securities Berhad (“Bursa Securities”) on 6 March 2018 and successfully transferred to the Main Market of Bursa Securities on 18 November 2019.

Presently, Wegmans Group’s manufacturing plants are all located at Muar, Johor. All the Group’s existing manufacturing plants are located in close vicinity for ease of administrative control over production costs as well as quality of their products, leading to quicker time-to-market, more efficiency and greater economies of scale.

A majority of Wegmans’ home furniture products are wood-based furniture, made from a variety of solid wood and composite wood materials such as the rubberwood, veneer board, laminated board and medium density fibreboard. Our Design & Development team competency is a key competitive edge as we offer original designs and concepts that could be customized swiftly according to market trends and/or client requirements. Wegmans’ home furniture products are widely exported to businesses in the home furniture sector in more than 70 countries across 6 continents.



MANAGEMENT DISCUSSION AND ANALYSIS  
(CONT'D)

At Wegmans, we offer a wide range of home furniture across the dining room, living room and bedroom categories.



**DINING ROOM**

We manufacture a broad collection of upholstered fabric and non-upholstered dining chairs. We produce dining tables to complement our dining chairs



**LIVING ROOM**

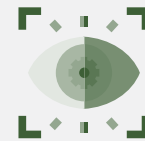
We manufacture a range of furniture items for our living room category such as sofas, coffee tables, lamp tables, console tables, sideboards and television cabinets.



**BEDROOM**

We manufacture a range of furniture items for our bedroom furniture such as bed frames, nightstands, dressing tables and wardrobes.

At Wegmans, our vision is to be a leading international furniture manufacturer that offers innovative and superior quality products. Guided by this statement, we are constantly innovating the way we conduct our business and ensure we deliver the best value-for-money products accompanied by the best service in the industry, right from design to delivery.



**VISION**

**Our vision is to be a leading international furniture manufacturer offering innovative and superior Quality Products.**

This statement reflects our purpose and anticipation for the future, inspiring factors that drive us forward in providing the best value-for-money products accompanied by the best service in the industry, right from design to delivery.



**MISSION**

**Our mission is to create Value for our customers through Reliability and Flexibility.**

**We want our customers to experience the warmth and comfort through Respect and Trust**

We will achieve our aims through implementing the following values.

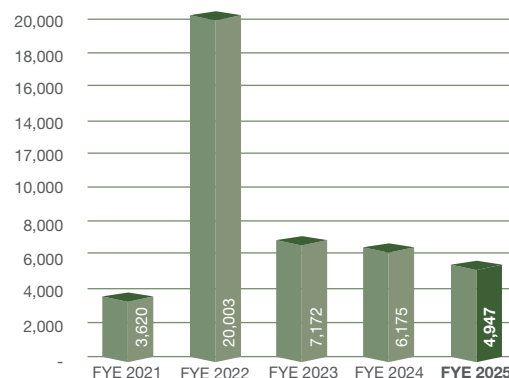
## MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

### FINANCIAL PERFORMANCE REVIEW

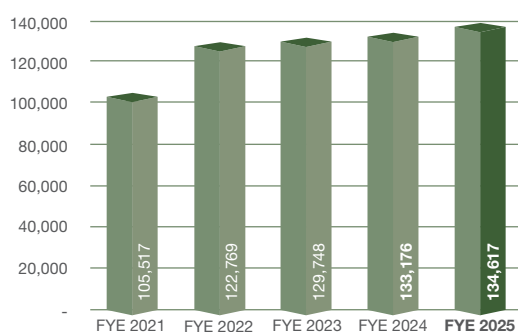
REVENUE (RM'000)



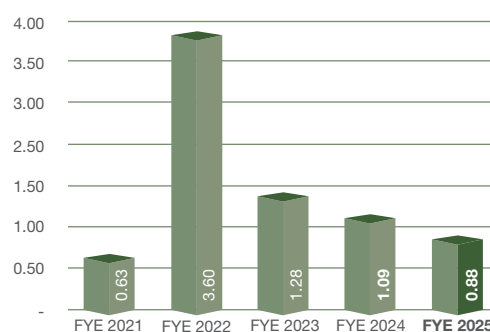
PROFIT AFTER TAX (RM'000)



NET ASSETS (RM'000)



BASIC EARNINGS PER SHARE (SEN)



FINANCIAL YEAR ENDED 31 DECEMBER ("FYE")	2021 RM'000	2022 RM'000	2023 RM'000	2024 RM'000	2025 RM'000
Revenue	93,987	146,178	117,656	103,747	109,795
Profit before tax	5,167	22,409	9,722	7,979	4,547
Profit after tax	3,620	20,003	7,172	6,175	4,947
Equity attributable to owners of the Company	104,232	121,285	128,206	131,459	132,859
Net assets	105,517	122,769	129,748	133,176	134,617
Basic earnings per share (Sen)	0.63	3.60	1.28	1.09	0.88
Weighted average number of shares in issue ('000)	537,697	550,034	549,716	549,480	545,789

## MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

### FINANCIAL PERFORMANCE REVIEW (CONT'D)

#### Revenue

Our Group's business comprises two major manufacturing segments, namely furniture manufacturing and hardware manufacturing. The furniture manufacturing segment encompasses the design, manufacture and sale of home furniture products. The hardware manufacturing segment involves the manufacture and sale of screws, nuts and spare parts.

The revenue contribution by manufacturing segment is as follows:

MANUFACTURING SEGMENT	2025 RM'000	2024 RM'000
Furniture manufacturing	95,894	87,842
Hardware manufacturing	13,901	15,905
<b>TOTAL REVENUE</b>	<b>109,795</b>	<b>103,747</b>

Our Group's consolidated revenue for the financial year ended 31 December 2025 ("FYE 2025") has increased by approximately RM6.05 million or 5.83% to approximately RM109.80 million as compared to approximately RM103.75 million for the financial year ended 31 December 2024 ("FYE 2024"). The higher revenue was mainly attributed to the higher sales volume from Europe.

In terms of geographical breakdown, the North and South America market was the primary revenue contributor for Wegmans in FYE 2025 generating 46.05% of the Group's revenue at RM50.56 million against RM52.51 million in FYE 2024. Revenue from Europe stood at RM23.26 million, representing 21.19% of total revenue, making it the second largest top-line contributor to the Group after North and South America. This was followed by Malaysia, representing 13.04% of total revenue and Asia (Excluding Malaysia), representing 11.11% of total revenue, with the remaining coming from other markets.

#### Profit before tax

Our Group registered a profit before tax of approximately RM4.55 million for FYE 2025 as compared to approximately RM7.98 million for FYE 2024. Despite higher revenue, the lower profit before tax was mainly attributable to the weakening of United States Dollar ("USD") against Ringgit Malaysia ("RM") and increased labour costs resulting from the minimum wage increase effective 1 February 2025.



## MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

### CAPITAL STRUCTURE AND RESOURCES

As for trade receivables, collection turnover was approximately 28 days, which was within the Group's normal trade credit terms of up to 90 days. Trade and other payables have increased by RM0.45 million from approximately RM15.84 million as at 31 December 2024 to approximately RM16.29 million as at 31 December 2025.

Our Group carried a total of RM21.45 million in cash and cash equivalents as at 31 December 2025.

Our Group's borrowings as at 31 December 2025 stood at RM28.24 million, decrease of RM7.88 million compared to RM36.12 million as at 31 December 2024. The decrease was mainly due to the decreased utilisation of trade bills of approximately RM1.66 million and net repayment of term loans of approximately RM6.06 million. Our Group's gearing ratio was at 0.21 times compared to 0.27 times in FYE 2024.

Wegmans Group remains prudent in maintaining a healthy financial position that enables us to execute our strategic plans and continuously create value for Wegmans' shareholders.

During the current financial year, the Group continually invested in property, plant and equipment to cater for our future growth. The capital expenditures incurred for FYE 2025 amounted to RM4.13 million, which mainly included the acquisition of new automated machineries to enhance operational efficiency, productivity and product quality.

Known trends and events that are reasonably likely to have a material effect on the Group's operations, performance, financial condition and liquidity are those disclosed under risks relating to the business as set out on pages 8 and 9 of this Annual Report.

### ANTICIPATED OR KNOWN RISKS

#### Foreign currency exchange risks

Wegmans, as an export-based home furniture products manufacturer, is inevitably exposed to risks associated with movements in foreign exchange rates, especially the United State Dollar ("USD") to Ringgit Malaysia ("RM") exchange rate. The majority of our revenue is denominated in USD while purchases are mainly in RM. Hence, any significant change in the foreign exchange rates may affect Wegmans Group's financial results.

To minimise the risk exposure, Wegmans Group may utilise forward exchange contracts with financial institutions as part of our risk management strategy to hedge our foreign currency exposures. Additionally, the Group mitigates the foreign exchange risk via natural hedge whereby we pay our imported purchases with the payments received from our export sales.

#### Dependence on human capital

Human capital is paramount to the Group's continued success. As we strive to excel in this fast-changing industry, we need skilled craftsmen and workers to handle our product development and production activities. Our operations and business expansion activities are dependent on the size of our workforce. Hence, we make continuous efforts to ensure that we carefully optimise our workforce at both administrative and production levels. To reduce our dependence on manual labour, Wegmans Group has implemented automation in our production processes where feasible.

#### Fluctuation in raw materials prices

The costs of key raw materials used are sensitive to shifts in commodity prices and they may fluctuate significantly due to supply-demand conditions. Wegmans Group's financial performance may be adversely affected if there are any significant increases in prices and if we are unable to pass through the incremental costs to customers.

With that in mind, we source our raw materials from multiple suppliers and our purchases are made upon receipt of confirmed orders from our customers. In this way, we would be able to minimise the impact of any material adverse price fluctuations.

## MANAGEMENT DISCUSSION AND ANALYSIS (CONT'D)

### ANTICIPATED OR KNOWN RISKS (CONT'D)

#### Unfavourable economic, social and political conditions

Wegmans has market presence in more than 70 countries across 6 continents. In the event of any adverse change in the political, economic and regulatory environment and uncertainties in these countries, it could potentially impact our consumer sentiments and sales demand, and unfavourably affect Wegmans Group's financial and business prospects.

The furniture industry is particularly sensitive to cyclical variations in the general economy and to uncertainty regarding future economic prospects of the countries in which we export to. Economic downturns in these countries could affect consumer spending habits by decreasing the overall demand for home furniture products. Changes in interest rates, consumer confidence, the availability of consumer credit and broader national or geopolitical factors have particularly significant effects on our business.

Financial difficulties experienced by our customers could result in lower orders, shipment delays and inventory issues and thereafter risks to accounts receivable including delays in collection and greater bad debt expense. A downturn in the economies of these countries could also materially and adversely affect our ability to take advantage of market opportunities.

In view of this, Wegmans Group maintains a diversified customer base from various geographical markets to avoid being overly dependent on any single customer or market.

### FUTURE PROSPECTS AND OUTLOOK OF THE GROUP

Wegmans Group does not have a dividend policy; however, it is the intention of the Board of Directors to consistently reward our shareholders. The Group's dividend payout is based on net cash availability upon planned allocation for investment, growth and working capital needs.

The Company paid an interim dividend of 0.50 sen per ordinary share amounting to approximately RM 2.73 million for FYE 2025 on 18 July 2025.

The Group continues to face global economic uncertainties, rising production and labour costs, and fluctuations in foreign currency exchange rates. To mitigate rising production and labour costs, the Group has progressively increased the use of automation machinery to enhance operational efficiency and reduce reliance on manual labour. To remain competitive, the Group will continue to place emphasis on product design and development to diversify our customer base, broaden our product range and strengthen our market position.

Despite the challenging global economic outlook, the Board will closely monitor the Group's operational and financial performance and implement appropriate measures to manage operating costs prudently. Barring any unforeseen circumstances, the Board expects the Group's performance for the financial year ending 31 December 2026 to remain stable amidst a challenging business environment.

# BOARD OF DIRECTORS' PROFILES



## MAZIAH BINTI MD YAMIN

*Independent Non-Executive Chairman*

Tenure of service: 8 years, 10 months

56

Aged



Gender



Nationality

**MAZIAH BINTI MD YAMIN** was appointed to our Board on 29 May 2017. She is also the chairperson of our Remuneration Committee and a member of our Audit and Risk Management Committee and Nominating Committee. She attained her Bachelor of Laws from International Islamic University of Malaysia in 1993. She was admitted to the Malaysian Bar as an Advocate and Solicitor in 1994.

In February 1995, she commenced legal practice with Messrs Zuki Gandhi & Amin in Kuantan, Pahang as a litigation lawyer in the areas of banking and commercial law. She left Messrs Zuki Gandhi & Amin in February 1996 and joined Messrs Lin & Associates in Kuantan, Pahang in March 1996, where she led the litigation department, during which she gained much litigation experience in banking and commercial law.

In May 1999, she left Messrs Lin & Associates and joined Messrs Chee Siah Le Kee & Partners in Melaka as a litigation lawyer. She was later promoted as a partner of the firm in July 2003. During this time, she was principally involved in civil and commercial litigation, insolvency and receiverships as well as family law. She left Messrs Chee Siah Le Kee & Partners in August 2014 to establish her legal firm, namely Messrs Maziah & Partners in September 2014.

In June 2015, with the joining of an additional partner, the firm has changed its name to Messrs Maziah & Noorin. She left Messrs Maziah & Noorin on 1 November 2017 and is practising at her own legal firm, namely Messrs Maziah Md Yamin & Co. with effect from 6 November 2017 until 15 June 2018. She then joined the partnership in Messrs Fadilah & Hood with effect from 16 June 2018 where she is now handling its branch office at Melaka. In addition, she has been appointed by the Advocates & Solicitors Disciplinary Board ("Disciplinary Board") as a member of the Disciplinary Committee Panel to hear disciplinary complaints against lawyers from February 2012 to 28 February 2024. The Disciplinary Board was officially established in 1992 under Section 93 of the Legal Profession Act, 1976 and has jurisdiction over all lawyers, pupils and registered foreign lawyers for misconduct.

Currently, she does not hold any directorship in any other public companies and listed corporations.

## BOARD OF DIRECTORS' PROFILES (CONT'D)



### KEH WEE KIET

*Managing Director*

Tenure of service: 8 years, 10 months

56

Aged



Gender



Nationality

**KEH WEE KIET** was appointed to our Board on 29 May 2017. He is responsible for our Company's strategic planning as well as overseeing the manufacturing operations. He completed the Senior Middle Three Unified Examination Certificate from Chung Hwa High School Muar, Johor in 1988.

After leaving high school, he began his career with Tokyo Byokane Pte Ltd, a screw manufacturer based in Singapore, as a trainee operator in January 1989. He was subsequently promoted as a skilled operator in June 1990 and left the company in December 1992. He took a break prior to joining Sern Kou Furniture Industries Sdn Bhd as a moulding operator in May 1993. He left the company in April 1994 to set up a partnership, namely Wegmans Trading in Muar, as a sub-contractor to manufacture and supply furniture parts for wooden dining chairs and sofas to local furniture manufacturers.

In 1999, the business operations of Wegmans Trading were transferred to Wegmans Furniture Industries Sdn Bhd ("Wegmans Furniture") and he was appointed as the Managing Director of Wegmans Furniture. He is one of the founders of Wegmans Furniture and since then, he has been the driving force of our Group and has been instrumental in the growth and development of our Group. He had more than 30 years of hands-on experience in

the furniture industry particularly in the home furniture segment and has accumulated various technical know-how and expertise in manufacturing operations and sales of home furniture products. In July 2018, he was appointed as the President of Muar Furniture Association and Federation of Johore Furniture Manufacturers And Traders Association; and Vice President of Malaysian Furniture Council and subsequently resigned from the above positions in May 2019.

As the Managing Director, he provides our Group with corporate vision and business strategies and is primarily responsible for the overall business, strategic planning and the entire operations of our Group. Under his vision and leadership, Wegmans Group has grown from a sub-contractor of furniture parts to home furniture manufacturer.

Currently, he is also a director of Muar Chong Hwa Associated Chinese Schools.

## BOARD OF DIRECTORS' PROFILES (CONT'D)



### COLLIN LAW KOK LIM

*Executive Director*

Tenure of service: 8 years, 10 months

56

Aged



Gender



Nationality

**COLLIN LAW KOK LIM** was appointed to our Board on 29 May 2017. He is currently responsible for overseeing our business development and Design and Development (“D&D”) departments. He graduated from the State University of New York at Buffalo, USA with a Bachelor of Science in Electrical Engineering in 1993.

He began his career with SGS-Thomson Microelectronics Sdn Bhd in March 1993 as a senior automation engineer where he was responsible for, amongst others, designing hardware and software solutions for use in automation activities. He left the company in June 1997 and joined AEM-Tech Industries Sdn Bhd as a technical manager where he was involved in the development of software and electrical system for plating machines. In January 1998, he left the company and joined Chartered Semiconductor Manufacturing Ltd in Singapore, as a computer-integrated manufacturing manager. During his tenure with the company, he was responsible for, amongst others, the procurement, implementation, enhancement and maintenance of the computer integrated manufacturing systems, and strategic planning with regards to new software upgrades and releases.

Collin Law left the company in February 2005 and returned to his hometown at Muar, Johor and teamed up with Mr Keh Wee Kiet to run the furniture manufacturing business

of Wegmans Furniture. He joined as the Executive Director of Wegmans Furniture to set up the sales and marketing department to secure customers directly and reduce our reliance on third party agents. In the same year, he was also instrumental in setting up our D&D team. He keeps abreast with the latest market developments globally by participating in international furniture trade exhibitions and events.

Currently, he does not hold any directorship in any other public companies and listed corporations.

## BOARD OF DIRECTORS' PROFILES (CONT'D)

**FAAM CHANG POOH** was appointed to our Board on 29 July 2020. He is also the chairperson of our Audit and Risk Management Committee and a member of our Nominating Committee and Remuneration Committee. He graduated with a bachelor degree of business with double majors in accounting and finance from the Edith Cowan University, Western Australia in 1996. He is a Chartered Accountant, a member of Malaysian Institute of Accountants and also member of Certified Practising Accountant, Australia.

He started his career with an audit firm, namely SC Lim & Co. in 1997. He gained working experience and exposure to various industries while rising through the ranks in audit profession over the years. He was promoted as an audit principal in 2005 during which the firm's name was changed to SC Lim, Ng & Co.. The firm was later converted to SC Lim Ng & Co PLT on 27 September

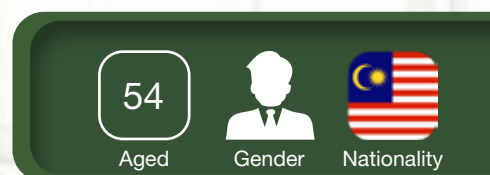
2023. He has been admitted as audit partner of SC Lim, Ng & Co. since December 2019.

Currently, he does not hold any directorship in any other public companies and listed corporations.

### FAAM CHANG POOH

*Independent Non-Executive Director*

Tenure of service: 5 years, 8 months



**CHONG LEE LING** was appointed to our Board on 30 May 2025. She is also the chairperson of our Nominating Committee and a member of Audit and Risk Management Committee and Remuneration Committee. She graduated with a Bachelor in Arts & Social Science, majoring in International Studies from University of Malaya in 1998.

In the same year, she commenced her career as a Purchasing & Shipping Executive in Tung Shung Machinery Sdn Bhd, a company specialising in film and plate processors for the printing industry. She was mainly in charge of the purchasing activities, material planning used in production and inventory management. She left Tung Shung Machinery Sdn Bhd in February 1999 and in the same year, she joined Gateway Sdn Bhd, a Fortune 500 company principally engaged in the build-to-order personal computers. She held the position as a Logistic Analyst where she was responsible for driving cost efficiency through meticulous analysis and recommendations to management. She resigned from Gateway Sdn Bhd in 2001.

In 2002, she joined Advanced Modules Sdn Bhd, a manufacturing company pioneering Malaysia-made memory modules for the international market, as a Sales and Marketing Executive, where she was involved in pricing analysis and distribution of products to multiple sales channels located both locally and overseas. She was also responsible for the logistics functions within the company. She left Advanced Modules Sdn Bhd in 2005 and ventured into the semiconductor industry by joining Ismecca Malaysia Sdn Bhd as a Logistics & Warehousing Manager for almost 10 years until August 2015. During

her tenure with Ismecca Malaysia Sdn Bhd, she was mainly involved in warehouse management and ensuring stock accuracy, logistics functions, driving cost improvement on global logistics expenses and ensuring compliance of customs rulings and statutory requirements.

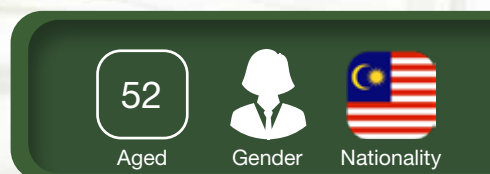
In September 2015, she joined Arm Strong Auto Parts Sdn Bhd, a company principally involved in automotive parts manufacturing, as Material Service Manager, where she was mainly responsible for ensuring seamless delivery schedules to customers. In 2016, she left Arm Strong Parts Sdn Bhd and in 2017, joined Cohu Malaysia Sdn Bhd, a subsidiary of Cohu Inc, USA as a Global Spare Parts Manager. Cohu Malaysia Sdn Bhd is principally involved in the business of supplying test, automation, inspection and metrology products and services to the semiconductor industry. In 2024, she was promoted to Senior Customer Success Manager and holds the position till date.

Currently, she is also an Independent Non-Executive Director of HSS Holdings Berhad.

### CHONG LEE LING

*Independent Non-Executive Director*

Tenure of service: 11 months



## BOARD OF DIRECTORS' PROFILES (CONT'D)

**Notes to Board of Directors' profile:**

- a. None of the directors has any family relationship with any director and/or major shareholder of the Company;
- b. None of the directors has any conflict of interests with the Company;
- c. None of the directors has been convicted of any offence within the past 5 years or been imposed on any public sanction or penalty by relevant regulatory bodies for the FYE 2025, other than traffic offences;
- d. The details of attendance of the directors at the board meetings are set out in the Corporate Governance Overview Statement on page 50 of this Annual Report; and
- e. The details of the directors' shareholdings in the Company are set out in the Analysis of Shareholdings on page 144 of this Annual Report.



# PROFILES OF KEY SENIOR MANAGEMENT

## KEH WEE KIET

*Managing Director*

**KEH WEE KIET** is one of the founders of Wegmans Furniture and since then, he has been the driving force of our Group and has been instrumental in the growth and development of our Group.

## COLLIN LAW KOK LIM

*Executive Director*

**COLLIN LAW** is the co-founder of Wegmans Furniture together with Keh Wee Kiet. He is responsible for overseeing our business development and D&D departments.



All the key senior management are also members of the Board. Their profiles are set out on pages 11 to 12 of this Annual Report.

# SUSTAINABILITY STATEMENT

## ABOUT OUR BUSINESS

Wegmans Holdings Berhad (“Wegmans” or “the Company”), a leading home furniture manufacturer, has more than two decades of experience in the furniture industry. Founded in 1994, the Group started by producing and supplying furniture components parts to local manufacturers. By 2000, it has shifted into a full-fludged home furniture manufacturer and venturing into international market in the following year.

Sustainability shapes our operations, innovation, and value creation. Driven by our commitment to Environmental, Social and Governance (“ESG”) principles, we embed responsible practices throughout eco-friendly manufacturing and worker safety measures to ethical supply chains and sustainable innovation.

These initiatives enable Wegmans to provide top-quality home furniture, harmonising strong business results with environmental care and social accountability. This creates sustained value for stakeholders and positive impacts in our communities and industries.

## ABOUT THIS STATEMENT

Wegmans is pleased to present this Sustainability Statement (“Statement”) for the financial year ended 31 December 2025 (“FY 2025”), which outlines our integrated approach to embedding ESG principles across our business strategy, governance and operations This Statement provides a comprehensive overview of our sustainability initiatives, sustainability matters and related management approaches and performance indicators, as well as the value created for our stakeholders.

### Reporting, Scope and Boundary

This Statement presents the Group’s material sustainability performance for the financial period from 1 January 2025 to 31 December 2025 of the Company and its operating subsidiaries, namely Wegmans Furniture Industries Sdn Bhd (“Wegmans Furniture”), which is principally engaged in design, manufacture and sale of home furniture products and Wison Screw Industries Sdn Bhd (“Wison Screw”), engaged in manufacture and sale of screw, nuts and spare parts. They operate at the following locations.

Subsidiaries	Location
Wegmans Furniture	<ul style="list-style-type: none"> <li>• PTD, 6967, Mukim Parit Bakar, District of Muar, Johor</li> <li>• Lot 2814, Mukim Parit Jawa, District of Muar, Johor</li> <li>• PTD 6898, Mukim Parit Jawa, District of Muar, Johor</li> </ul>
Wison Screw	<ul style="list-style-type: none"> <li>• Lot 16689, Mukim Jalan Bakri, District of Muar, Johor.</li> </ul>

## SUSTAINABILITY STATEMENT (CONT'D)

### Reporting, Scope and Boundary (Cont'd)

The following companies, which were excluded from the scope of this Statement as their impact, were assessed to be immaterial to the Group's overall sustainability performance as at the reporting date.

- Wegmans Woodwork Sdn Bhd - Property investment holding
- Collino Designs Sdn Bhd - Dormant

As the Group's materiality assessment evolves, we will gradually expand the scope of sustainability management and reporting of other operational divisions once their sustainability impacts are determined to be material to the Group.

### Reporting Framework

This Statement has been prepared in accordance with the sustainability reporting requirements of the Bursa Malaysia Listing Requirements, with reference to the Bursa Malaysia Sustainability Reporting Guide (3rd Edition) and Toolkits, the Global Reporting Initiative ("GRI") Standards, and incorporates relevant principles of the United Nations Sustainable Development Goals ("UNSDGs").

The Group has taken proactively steps to incorporate the National Sustainability Reporting Framework ("NSRF"), which includes IFRS S1 – General Requirements for Disclosure of Sustainability-related Financial Information and IFRS S2 – Climate-related Disclosures, as part of the Bursa Malaysia Listing requirements. The Group is actively enhancing the internal processes and capabilities to ensure readiness and compliance with these requirements.

### Statement of Assurance

This Statement has been reviewed and approved by the Board of Directors on 20 April 2026. Information and data disclosed in this Statement have been validated by the respective data owners and Group subsidiaries. To strengthen the reliability and transparency of the disclosures, Wegmans engaged Atrium Advisory PLT ("Atrium") as independent verifier to provide external assurance on the selected data and indicators presented in this Statement.

### Feedback

We welcome and value feedback from all stakeholders to support the continuous enhancement of our Sustainability Statement. Please direct your feedback to our Sustainability Officer at [info@wegmans.com.my](mailto:info@wegmans.com.my).

## SUSTAINABILITY STATEMENT (CONT'D)

### SUSTAINABILITY GOVERNANCE

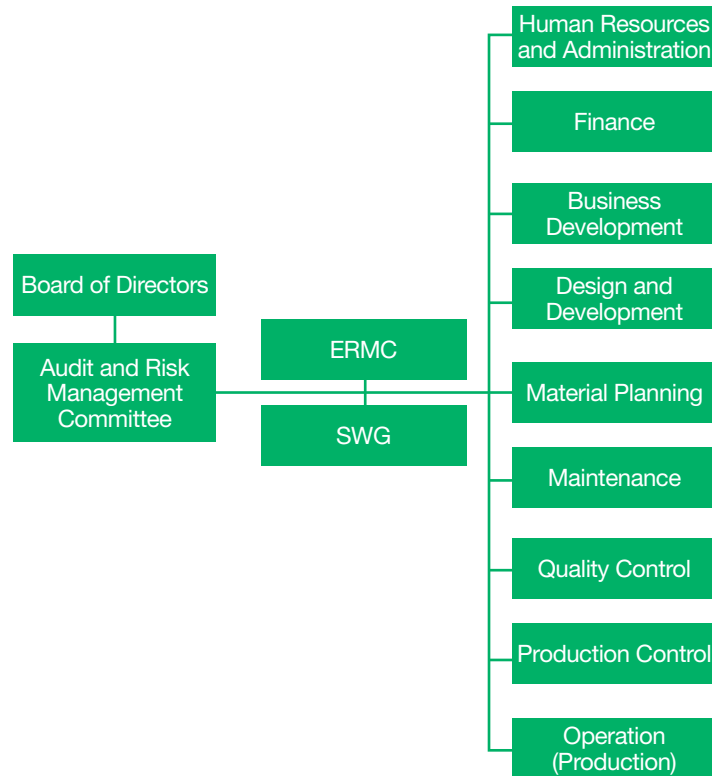
#### GOVERNANCE STRUCTURE

The Board of Directors (“Board”) is committed to comply to the principles and practices outlined in the Malaysian Code on Corporate Governance (“MCCG”). The Board acknowledges effective corporate governance is essential to driving sustainable business practices and long-term value creation for the Group and its stakeholders. The Group has implemented a sustainability governance framework with clearly defined roles and responsibilities across the Board and Management to ensure effective oversight and provide guidance on ESG matters.

The Group has an Enterprise Risk Management Committee (“ERMC”), which is led by the Compliance Officer, who is in charge of identifying sustainability risks and opportunities, spearheading the development and implementation of sustainability initiatives. In the meanwhile, the Board regularly reviews risks and opportunities, progress of the initiatives, and ensures alignment with the Company’s overall business strategy.

Furthermore, a cross-functional Sustainability Working Group (“SWG”), comprising representatives from various departments, facilitates collaboration and knowledge sharing across the organisation. SWG is responsible for integrating sustainability principles into daily operations, monitoring performance, and reporting progress, internally and externally. The Group also engages external stakeholders, including suppliers, customers, and community organisations. This multi-pronged approach fosters transparency, accountability, and continuous improvement in sustainability practices throughout the furniture manufacturer’s operations and supply chain.

The sustainability governance structure is exhibited in the following chart.



## SUSTAINABILITY STATEMENT (CONT'D)

### Stakeholder Engagement

Effective stakeholder engagement is fundamental to fulfilling the Group's sustainability commitments and driving long-term value creation. Wegmans recognises that understanding stakeholders' needs, expectations and concern is essential to aligning their business practices with ESG principles. As such, the Group emphasizes continuous stakeholder engagement to shape its decision-making, strategy, and sustainability initiatives.

The Group actively engages with a diverse range of stakeholders, including customers, suppliers, employees, shareholders/investors, regulators, and communities. Through regular and structured engagement channels such as surveys, meetings, training and feedback mechanisms, the Group gathers valuable insights to inform its decision-making process and strategies priorities.

The table below summarises the Group's key stakeholder groups, engagement methods, areas of interest, and their frequency of engagement.

Stakeholder Groups	Interest / Key Concerns	Engagement Channels	Response
Customers Frequency: <ul style="list-style-type: none"> <li>Periodically</li> </ul>	<ul style="list-style-type: none"> <li>Product quality, safety and compliance</li> <li>Stringent quality assurance process</li> <li>In-house product design and development</li> <li>Timely delivery of finished goods</li> <li>After sale services</li> <li>Timely response to requests</li> <li>Customer data protection</li> </ul>	<ul style="list-style-type: none"> <li>Customer quality control inspection and buyer audit</li> <li>Survey on customer satisfaction</li> <li>Company visit</li> <li>Events/exhibitions</li> </ul>	<ul style="list-style-type: none"> <li>Robust quality management and recall mechanism</li> <li>Prompt feedback to the customers' enquiry</li> <li>Customer data protection system</li> </ul>
Suppliers Frequency: <ul style="list-style-type: none"> <li>Periodically</li> <li>Half-yearly</li> </ul>	<ul style="list-style-type: none"> <li>Long term cooperations</li> <li>Timely performance of contractual obligations</li> <li>Anti-bribery</li> <li>Company reputation</li> <li>Pricing of services</li> </ul>	<ul style="list-style-type: none"> <li>Supplier performance evaluation</li> <li>Direct communication</li> <li>Supplier management system</li> <li>Incoming quality control checking on raw materials</li> <li>Supplier meetings</li> </ul>	<ul style="list-style-type: none"> <li>Transparent and standard procurement process</li> <li>Maintaining long-term cooperation</li> <li>Timely payment</li> <li>Timely information disclosure</li> </ul>

## SUSTAINABILITY STATEMENT (CONT'D)

### Stakeholder Engagement (Cont'd)

Stakeholder Groups	Interest / Key Concerns	Engagement Channels	Response
<p>Employees</p> <p>Frequency:</p> <ul style="list-style-type: none"> <li>Periodically</li> <li>Annually</li> </ul>	<ul style="list-style-type: none"> <li>Inclusive workplace</li> <li>Trainings and career path</li> <li>Remuneration and benefits</li> <li>Health and safety in working environment</li> </ul>	<ul style="list-style-type: none"> <li>Internal communication</li> <li>Workshops and trainings</li> <li>Staff performance appraisal and evaluation</li> <li>Staff recreational activities</li> </ul>	<ul style="list-style-type: none"> <li>Promote transparent communication with employees</li> <li>Provide relevant training, upskilling and development opportunities</li> <li>Provide safe and healthy working environment</li> <li>Provide equal employment opportunities without discrimination</li> <li>Offer industry-competitive benefits and remuneration packages</li> </ul>
<p>Shareholders/ Investors</p> <p>Frequency:</p> <ul style="list-style-type: none"> <li>Periodically</li> <li>Quarterly</li> <li>Annually</li> </ul>	<ul style="list-style-type: none"> <li>Sustainable and stable return on investment</li> <li>Business strategy</li> <li>Stakeholder value</li> <li>Timely information disclosure</li> <li>Corporate governance and development</li> </ul>	<ul style="list-style-type: none"> <li>Quarterly financial reports and announcements</li> <li>Annual report</li> <li>Corporate website</li> <li>Annual General Meeting</li> </ul>	<ul style="list-style-type: none"> <li>Provide timely updates on the Group's financial performance and information through announcement.</li> <li>Uphold good governance practices across the Group and supply chain.</li> </ul>
<p>Regulators and Communities</p> <p>Frequency:</p> <ul style="list-style-type: none"> <li>Periodically</li> <li>Annually</li> </ul>	<ul style="list-style-type: none"> <li>Compliance with law and regulations</li> <li>Contribution to community development</li> </ul>	<ul style="list-style-type: none"> <li>Annual report</li> <li>Meetings with authorities</li> <li>Company visits</li> <li>Social services</li> <li>Charity events</li> </ul>	<ul style="list-style-type: none"> <li>Seek guidance from authorities</li> <li>Set up procedures for compliance</li> <li>Engagement of legal professionals</li> <li>Attend charity events and make donations</li> </ul>

## SUSTAINABILITY STATEMENT (CONT'D)

### Sustainability Materiality Assessment

The Group undertakes a structured materiality assessment to identify and prioritise the ESG matters that are most relevant and impact on our business and stakeholders. This assessment is conducted in alignment with established frameworks including Bursa Malaysia Sustainability Reporting Guide (3rd Edition) and GRI.

The assessment evaluates sustainability matters based on their significant to the Group operations and their importance to key stakeholders. Insights are gathered from stakeholders, industry development, regulatory requirements and stakeholders' feedback to determine the relevancy and priority of different sustainability matters.

Identified topics are evaluated for their potential impact on the Group's operations, financial performance and reputation as well as their importance to stakeholders. These topics are then prioritised and mapped on a materiality matrix to highlight areas of the most significance and impact.

The results of the assessment are reviewed and approved by the Board, ERM and SWG. The results of materiality assessment guide the Group's sustainability prioritise, target setting and disclosures. They also support effective risk management and identify opportunities for innovation and value creation.

Below are the sustainability matters are selected through a thorough materiality assessment:

Critical Sustainability Matters	BMSRG Sustainability Matters	UNSDG 8	ESG Category
1. Economic Performance	N/A	SDG 8: Decent Work and Economic Growth SDG 9: Industry, Innovation and Infrastructure	Economic
2. Products and Services Quality	N/A	SDG 9: Industry, Innovation and Infrastructure SDG 12: Responsible Consumption and Production	Economic
3. Sustainable Supply Chain	B7(a) Proportion of spending on local suppliers	SDG 8: Decent Work and Economic Growth SDG 9: Industry, Innovation and Infrastructure	Economic
4. Energy and Emission	B4(a) Total energy consumption B11(a) Scope 1 emission in tonnes of CO2 B11(a) Scope 2 emission in tonnes of CO2 B11(a) Scope 3 emission in tonnes of CO2	SDG 7: Affordable and Clean Energy SDG 12: Responsible Consumption and Production SDG 13: Climate Action	Environmental

## SUSTAINABILITY STATEMENT (CONT'D)

### Sustainability Materiality Assessment (Cont'd)

Critical Sustainability Matters	BMSRG Sustainability Matters	UNSDG 8	ESG Category
5. Waste Management	B10(a) Total waste generated, and a breakdown of the following: i) Total waste diverted from disposal ii) Total waste directed to disposal	SDG 12: Responsible Consumption and Production SDG 13: Climate Action	Environmental
6. Water Management	B9(a) Total volume of water used	SDG 6: Clean Water and Sanitation SDG 12: Responsible Consumption and Production	Environmental
7. Climate Change	B11(a) Scope 1 emission in tonnes of CO2 B11(a) Scope 2 emission in tonnes of CO2 B11(a) Scope 3 emission in tonnes of CO2	SDG 13: Climate Action	Environmental
8. Diversity and Equal Opportunity	B3(a) Percentage of employees by gender and age group, for each employee category B3(b) Percentage of directors by gender and age group B6(b) Percentage of employees that are contractors or temporary staff B6(d) Number of substantiated complaints concerning human rights violation	SDG 5: Gender Equality SDG 10: Reduced Inequalities	Social
9. Occupational Health and Safety	B5(a) Number of work-related fatalities B5(b) Lost time incident rate B5(c) Number of employees trained on health and safety standards	SDG 3: Good Health and Well-being SDG 8: Decent Work and Economic Growth	Social
10. Local Community Engagement	B2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer B2(b) Total number of beneficiaries of the investment in communities	SDG 8: Decent Work and Economic Growth SDG 11: Sustainability Cities and Communities SDG 17: Partnerships for the Goals	Social

SUSTAINABILITY STATEMENT  
(CONT'D)

Sustainability Materiality Assessment (Cont'd)

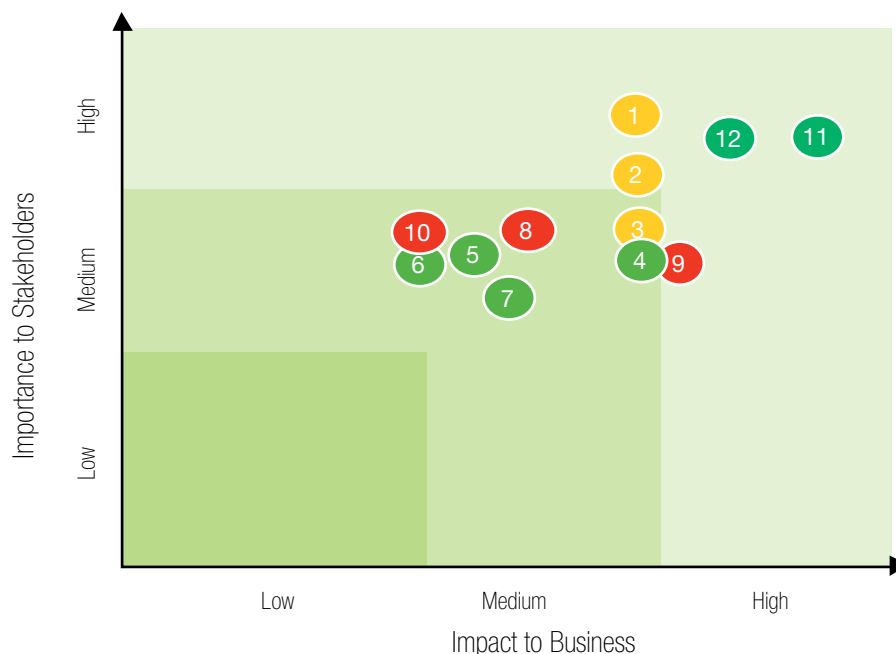
Critical Sustainability Matters	BMSRG Sustainability Matters	UNSDG 8	ESG Category
11. Anti-Corruption	B1(a) Percentage who have received training on anti-corruption by employee category  B1(b) Percentage of operations assessed for corruption-related risks  B1(c) Confirmed incidents of corruption and action taken	SDG 16: Peace, Justice and Strong Institutions	Governance
12. Cybersecurity and Protection	B8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	SDG 16: Peace, Justice and Strong Institutions	Governance

Sustainability Matters Matrix

In FY 2025, the Group reviewed the key sustainability matters to prioritise the most important and impactful to the business and the stakeholders. This enables the Group to respond to changes in operations, stakeholders' needs, and expectations.

The materiality matrix shows the significance of each sustainability matter based on its impact on the Group and its importance to stakeholders. While some ratings shifted slightly lower, the key sustainability matters remain relevant and continue to guide the Group's focus and reporting.

The identified material sustainability matters are tabulated in the following Materiality Matrix.



## SUSTAINABILITY STATEMENT (CONT'D)

### ECONOMICS

#### Economic Commitment

The Group remains committed to delivering sustainable economic value despite FY 2025 being a challenging year, affected by global external factors and market uncertainties. The Group continues to focus on long-term growth, while creating value for the stakeholders through prudent financial management and operational resilience.

Economic Performance	
Aligned with	  <p>SDG 8: Decent Work and Economic Growth SDG 9: Industry, Innovation and Infrastructure</p>
Why It Matter	The Group recognises that economic sustainability is a foundation for building our business and enabling the Group to navigate uncertainties, safeguard operation and continue delivering a long-term value to our stakeholders.
Management Approach / Strategies	The Group continues to monitor financial performance while strengthening strategic planning by enhancing operational efficiency and optimizing energy assets.
Sustainability Risks	Volatility in current market conditions has affected our consumer sentiments, sales demand and rising costs of raw materials.
Sustainability Opportunities	The Group focuses on efficient and responsible production practices, such as manufacturing durable.

The Group's recorded a revenue increase of approximately RM6.05 million in FY 2025 compared to FY 2024. This increase was mainly attributable to the higher sales volume from Europe. In response, the Group has diversified the product categories into premium product, core and mass market segments to server a broader range of customers and expand the market share by meeting evolving needs and expectations.

Please refer to page 6 for our financial performance results.

## SUSTAINABILITY STATEMENT (CONT'D)

### Economic Commitment (Cont'd)

Products and Services Quality	
Aligned with	  <p>SDG 9: Industry, Innovation and Infrastructure SDG 12: Responsible Consumption and Production</p>
Why It Matter	Quality of products and services is a key matter for the Group as it directly affects level of customer satisfaction and the Group's reputation. Reliable and consistent product quality allows the Group to create long-term customer relationships and attract new business opportunities.
Management Approach / Strategies	The Group has robust quality management systems and process control to identify, manage and detect the product quality and enhance processes across all stages of production and service delivery. The Group works closely with suppliers to ensure that products, materials, and services meet our quality expectations. Promptly respond to customer feedback and understand the needs of our customers to continuously improve product quality.
Sustainability Risks	Lossing existing and potential customers and customer confidence due to quality defects in on our products.
Sustainability Opportunities	Venturing into a new technology machine for new product development and innovation to fulfil the customer's needs and expectations, strengthen customer retention and create opportunities for new market expansion.

We are dedicated to delivering high-quality and safe products to our customers. Our quality management system, aligned with ISO 9001:2015 principles standards, ensures that our products consistently meet or exceed the customer requirements and expectations. We also comply with product safety standards and regulations of the markets where our products are sold. We conduct regular tests and inspection to maintain quality and safety standards, while providing customers with clear and accurate guidance.

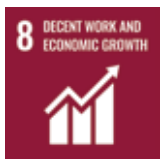
- Adopted Forest Stewardship Council ensuring raw materials are supported sourced from responsibly managed forests and meet strict environmental and social standards. This improves product traceability, consistency and credibility in market.
- Implemented a wood carbonization process for selected premium and complex products to enhance durability, natural resistance to pests and moisture and reduced need for chemical treatment and delivery a distinctive aesthetic, supporting both environmental and operational objectives.
- Quality control is integrated throughout the Group's entire operation process from receiving materials to delivering finished products. By enforcing rigorous quality checks through the operation process, we ensure the delivered furniture components meet high standards with zero defects.

Our production process utilises a Manufacturing Express Management System (MEMS) at Wegmans Furniture and Systems, Applications, and Products in Data Processing (SAP) at Wison Screw, allowing for real-time monitoring of quality throughout production.

## SUSTAINABILITY STATEMENT (CONT'D)

### Economic Commitment (Cont'd)

- In addition to functionality and quality, we strive for excellence in both ergonomic and aesthetic designs.
- Our growth is driven by both internal efforts and customer feedback. We actively listen to our customers and continually improve to serve them better. Our responsive after-sales services ensures that any concerns are addressed promptly and over the past three years, we have received no major customer complaints regarding the quality or safety of our products.
- Our growth relies not only on internal divers but also on customer feedback and the reputation passed by word-of-mouth. We always listen carefully to what customers think of our products and how we can serve them better. Furthermore, we have implemented responsive after-sales services that allow us to promptly address any concerns or issues raised by our customers. Over the last three financial years, we have received no major complaints regarding the quality and safety of our products from our customers and dealers around the world.

Sustainable Supply Chain	
Aligned with	<div style="display: flex; justify-content: space-around;"> <div style="text-align: center;">  <p>8 DECENT WORK AND ECONOMIC GROWTH</p> </div> <div style="text-align: center;">  <p>9 INDUSTRY, INNOVATION AND INFRASTRUCTURE</p> </div> </div> <p>SDG 8: Decent Work and Economic Growth</p> <p>SDG 9: Industry, Innovation and Infrastructure</p>
Why It Matter	Effective supply chain management ensures operational continuity, product quality, and cost efficiency for the Group's operation by maintaining reliable suppliers, minimising disruptions, and optimizing processes across the supply chain process. Sustainable supply chain and long-term supplier relationship that supports our operation in an ethical, transparent and environmentally, ensuring long term value for our stakeholders.
Management Approach / Strategies	<ul style="list-style-type: none"> <li>• Committed to the ethical, transparent and environmental suppliers by assessing their performance based on quality, reliability, pricing competitiveness and regulatory compliance before engagement.</li> <li>• Conduct a periodic evaluation on supplier performance focusing on quality, delivery reliability, and compliance with contractual and regulatory requirements.</li> <li>• Enhance supplier sourcing by exploring alternative suppliers to minimise dependency on single sources and strengthen supply chain resilience.</li> </ul>
Sustainability Risks	<ul style="list-style-type: none"> <li>• Price fluctuations in raw material and transportation costs which led to higher operational costs.</li> <li>• Shortages of raw materials affect operational efficiency.</li> </ul>
Sustainability Opportunities	<ul style="list-style-type: none"> <li>• We work closely with suppliers to promote responsible environmental and social practices to enhance sustainability across the value chain.</li> <li>• We maintain a diverse supplier network, including local sources, to enhance resilience and minimise logistics-related emissions.</li> </ul>

## SUSTAINABILITY STATEMENT (CONT'D)

### Economic Commitment (Cont'd)

We recognise that the environmental and social impacts of our business extend far beyond our own operations. Our commitment to responsible sourcing and supply chain management, evidenced by Forest Stewardship Council's Chain of Custody Certification, is integral to our long-term sustainability strategy. By working closely with our suppliers, we strive to ensure that the materials we use are sourced ethically, with a minimal environmental footprint. Our approach to sustainable supply chain management fosters robust relationships with our suppliers, allowing us to mitigate risks, reduce waste, and drive innovation that benefits our products, our business, and the planet.

We recognise the importance of transparency and accountability in our supply chain, and we have been actively working towards building a more ethical one by having long developed and implemented our Selection, Evaluation & Re-Evaluation of Vendors Procedure for new supplier evaluation and performance evaluation on the approved suppliers. This procedure ensures that we always maintain a list of qualified and competent suppliers who align with our standards and values.

Below depicts the performance data of our purchasing activities:

	<b>FY 2023</b>	<b>FY 2024</b>	<b>FY 2025</b>
Proportion of spending on local suppliers (%)	58.48%	57.85%	82.37%

## SUSTAINABILITY STATEMENT (CONT'D)

### ENVIRONMENTAL




#### Environmental Commitment

The Group recognises the importance of protecting the environment and promoting sustainable practices in all aspects of our business. The Group recognises our responsibility to minimise our ecological footprint and environmental impacts arising from our manufacturing activities while supporting sustainable business practices that contribute to long-term environmental protection.

The Group also acknowledges our role in promoting responsible environmental practices across the supply chain. The Group implemented measures to prevent pollution, minimise emissions and manage responsibly throughout our operation and supply chain. The Group also works closely with our suppliers to encourage environmentally responsible practices and to source material sustainably.

To address climate change and environmental challenges, the Group implements various initiatives aimed at improving environmental performance. These initiatives include reviewing our environmental footprint and educating our employees to act responsibly toward the environment and to participate actively in sustainability initiatives.

We collaborate with customers and suppliers to support environmental conservation, sustainable development and climate action. Through these efforts, the Group aims to support sustainable operations while contributing to the global transition towards a lower-carbon economy.

Energy and Emissions	
Aligned with	   <p>SDG 7: Affordable and Clean Energy SDG 12: Responsible Consumption and Production SDG 13: Climate Action</p>
Why It Matter	Effective energy management and emission control are critical for both environmental and business operations. Proper energy management and emission control help the Group control operational costs and reduce environmental impacts.
Management Approach / Strategies	Periodically and closely monitor energy use, improve efficiency, switch to green energy sources, reduce emissions, and ensure compliance with all relevant regulations.
Sustainability Risks	Higher operation costs from inefficient energy usage and equipment failures or downtime may affect production or service delivery.
Sustainability Opportunities	Reducing emission and energy consumption lower exposure such as install a solar battery to future energy price volatile and environmental compliance risk which allows contributing to global sustainability goals and enhances long-term business value.

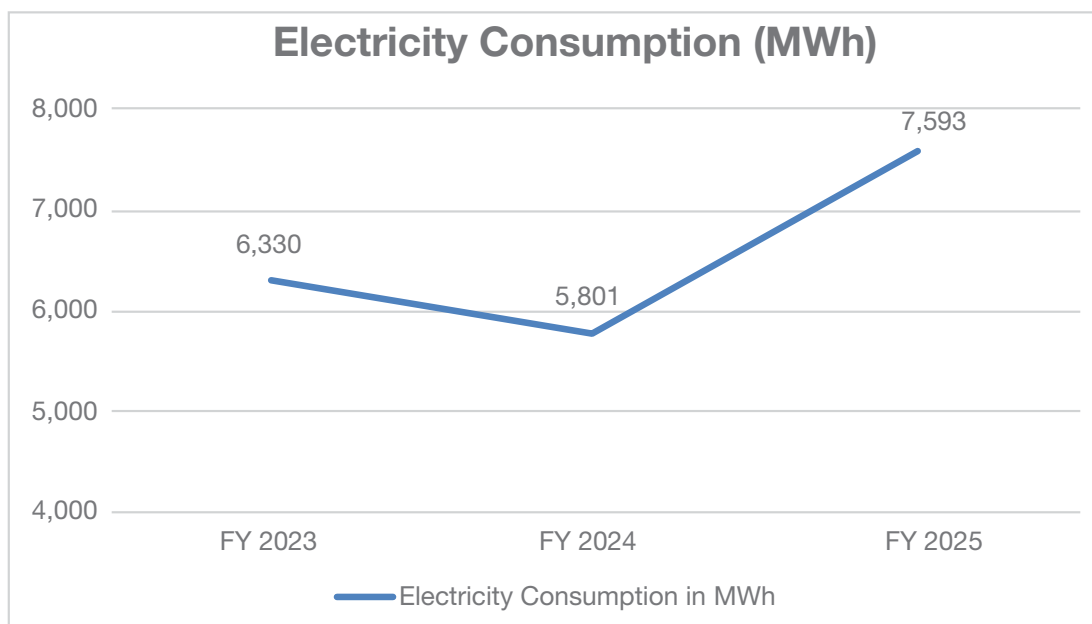
## SUSTAINABILITY STATEMENT (CONT'D)

### Environmental Commitment (Cont'd)

We are aware of the environmental challenges posed by climate change, and we are committed to reducing our greenhouse gas emissions and energy consumption. We have adopted an energy strategy that sets targets and actions for improving our energy efficiency and increasing our use of renewable energy sources. We actively monitor and report our carbon footprint using the Greenhouse Gas (“GHG”) Protocol in this Statement and will continue to track our GHG emission to ensure we fulfill our commitment in climate change.

- Energy consumption reduction measures have been proactively taken, such as natural light illumination, Light Emitting Diodes (“LED”) lighting, and various speed driving for the air compressors.
- We have also installed an electric vehicle (“EV”) charger in our car park to encourage our employees to shift from internal combustion engine cars to EVs. We believe the availability of charging facilities will strongly boost the trend towards electric mobility.
- To reduce electricity consumption, we have installed solar photovoltaic panels, strategically located on the rooftops of our manufacturing plants to maximise exposure to sunlight and optimise renewable energy generation. This investment in solar infrastructure not only lowers operating costs but also provides long-term energy security and resilience in the anticipation of fluctuations electricity prices.
- Our carbon footprint has drawn our attention while noticing more impacts brought to our human society by natural disasters. We realise that we, not only as a business entity but also as planet earth civilians, are responsible for taking actions to minimise impacts on climate change in every of our daily activities. We have engaged a third-party consultant to calculate our carbon emissions for the last three financial years.

With all these efforts, our electricity consumption increases are limited to a low level.



## SUSTAINABILITY STATEMENT (CONT'D)

### Environmental Commitment (Cont'd)

Energy Management	UOM	2023	2024	2025
Total Carbon Emissions (Scope 1,2,3)	tCO <sub>2</sub> e	3,399.14	5,727.85	7,586.32
Total GHG Emission Avoidance - Renewable energy (Solar)	tCO <sub>2</sub> e	-	438.88	1914.58

#### Notes:

- The method for carbon emission accounting follows the concept set up by GHG Protocol which categorises the carbon emission into Scope 1, Scope 2 and Scope 3.
- We focus on carbon emissions under Scope 1 and Scope 2. However, to be more precisely reflecting our carbon footprint, we have also taken the transmission and distribution losses, water consumption, and the employees' commuting on working days (244 days annually) into account.
- For the forklifts, we make it equivalent to the category of Class I, diesel van.

We recognise the significance of controlling gas emission control from our manufacturing processes. These include dust and volatile organic compounds (VOCs) and other harmful air pollutants generated during finishing, painting and adhesive use. By using effective filtration and air treatment system across our factory buildings, we reduce these pollutants before they are released into the air. This helps protect the health of our employees and the surrounding community while supporting a cleaner environment and our commitment to responsible manufacturing.

Moving forward, the Group will continue to strengthen our energy management practices and explore opportunities to further improve energy efficiency and expand the adoption of renewable energy where feasible, in support of its commitment to sustainable and responsible operations.

SUSTAINABILITY STATEMENT  
(CONT'D)

Environmental Commitment (Cont'd)



Waste Management	
Aligned with	  <p>SDG 12: Responsible Consumption and Production SDG 13: Climate Action</p>
Why It Matter	We recognise that proper handling, reduction, and treatment of waste and effluents are essential to sustainable operations and environmental protection.
Management Approach / Strategies	<p>We ensure that all waste generated from our operation is properly segregated, treated and disposed of in compliance with applicable law, regulations and industry standards. We actively work to reduce waste in our operation process through efficient processes, recycling, and reuse.</p> <p>We continuously review our waste management practices and set measurable goals to improve environmental performance. We also educate and engage our employees to act responsibly, promoting a culture of environmental awareness and accountability.</p>
Sustainability Risks	Environmental pollution of soil, water and air from untreated or poor managed waste and effluents and damage to local ecosystems and biodiversity.
Sustainability Opportunities	We continuously review waste performance and take waste reduction initiatives to drive innovation in production process and product design and improve all operational efficiency.

We are responsible for managing the waste generated by our operations and products in an environmentally sound manner. We have implemented an environmental policy that follows the hierarchy of prevention, reduction, reuse, recycling, and disposal. We also apply the principles of eco-design and circular economy to minimise waste and maximise the value of our products and materials. We have achieved high rates of waste diversion and recycling.

- Embracing renewable raw materials is crucial for furniture manufacturing. It fosters environmental responsibility by minimising reliance on finite resources like old-growth wood. This not only benefits the planet by reducing deforestation and its associated issues but also resonates positively with environmentally conscious consumers. We have achieved over 70% of raw materials are from renewable sources, such as rubberwood which is internationally recognised as a renewable natural resource. But we know that we still have room to improve low-carbon steel sourcing, renewable or recyclable packaging materials.
- Waste materials are carefully collected for potential reuse or disposal.
- Lubricant oil recycling.
- Scheduled waste is stored separately and properly for licensed scheduled waste collectors to take care of.

## SUSTAINABILITY STATEMENT (CONT'D)

### Environmental Commitment (Cont'd)

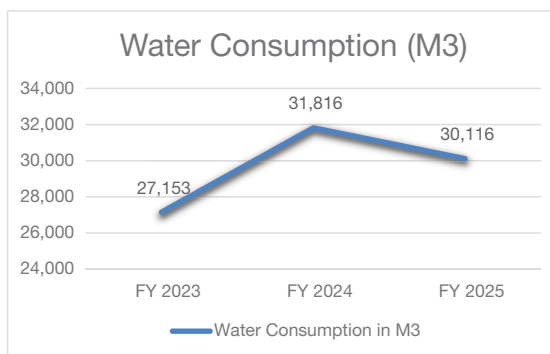
Water Management	
Aligned with	  SDG 6: Clean Water and Sanitation SDG 12: Responsible Consumption and Production
Why It Matter	Responsible water management is increasingly vital in sustainable manufacturing and prevents pollution, particularly as global water scarcity.
Management Approach / Strategies	We continuously monitor resource consumption and set measurable goals to enhance conservation and reduce environmental impact.
Sustainability Risks	Water scarcity and unsafe water management may harm employees and communities.
Sustainability Opportunities	Process optimisation, recycling initiatives, and improved production efficiency.

The Group recognises the minimising water consumption not only conserves this valuable resource but also reduces our environmental footprint and operational costs. We are committed to implementing water-saving strategies and initiatives. These efforts contribute to a more sustainable future for our business and the environment while ensuring efficient resource utilisation.

The Group monitors water consumption and discharges across the operations to ensure that water usage remains controlled and aligned with operational requirements. Water purchased from external sources is primarily used in manufacturing processes, while discharged water is managed in accordance with applicable environmental regulations.


- Our water consumption has decreased, which was primarily due to lower usage in employee hostels, driven by the reduce in the number of new employees.
- In an effort to conserve water, we have implemented a rainwater harvesting system at the employee dormitory. Rainwater is collected from the rooftop through gutters and downspouts, then channeled into sedimentation tanks for purification. The treated water is subsequently reused for non-potable purposes such as toilet flushing to reduce overall water usage.

Year	Water Consumption (M3)
2023	27,153
2024	31,816
2025	30,116



## SUSTAINABILITY STATEMENT (CONT'D)

### Environmental Commitment (Cont'd)

Climate Change	
Aligned with	 <p>SDG 13: Climate Action</p>
Why It Matter	Managing climate change is important to help the Group operate smoothly, reduce energy costs through efficiency and renewable sources. It also supports long-term sustainability and business growth while strengthening competitiveness.
Management Approach / Strategies	<p>Integrate climate considerations into our strategic planning, risk management, and operational decision-making. This includes assessing climate-related risks and opportunities, preparing for potential climate impacts, and building resilience in our supply chain and operations.</p> <p>We educate and empower our employees to take responsibility for climate action and to participate in initiatives that support sustainability.</p> <p>The Group's Disaster Recovery Plan ensures readiness to safeguard assets and maintain operations during climate related events.</p>
Sustainability Risks	Reduce efficiency or disruption to production and supply chain due to extreme weather such as floods or heatwaves.
Sustainability Opportunities	Strengthening resilience to climate impacts to safeguard the Group's long-term competitiveness and sustainability.

We recognize the urgent need to address climate change and its impacts on the environment, communities, and our business. We are committed to taking proactive measures to reduce greenhouse gas emissions, improve energy efficiency, and contribute to a low-carbon and sustainable future.

We ensure that our operations, products, and services align with applicable environmental regulations and climate-related standards. We actively work to minimize our carbon footprint through energy efficiency initiatives, adoption of renewable energy, sustainable transportation, and responsible resource management.

The Group implements various initiatives to address climate change risks, including improving energy efficiency in manufacturing operations and increasing the use of solar energy to reduce reliance on conventional energy sources. In addition, our Occupational Safety and Health Coordinator actively monitors environmental compliance to ensure that all operational facilities meet regulatory requirements.

To minimize the risk of operational disruption from extreme weather events, management has developed a comprehensive business continuity plan. This plan ensures that production can continue without interruption in the event of adverse climate-related situations.

Moving forward, the Group will continue to improve energy efficiency, strengthen renewable energy initiatives, and monitor climate-related risks as part of our commitment to sustainable and responsible operations.

## SUSTAINABILITY STATEMENT (CONT'D)



### SOCIAL

#### Social Commitment

The Group is committed to contributing positively to society by promoting social well-being, equity and sustainable development in the communities, supporting initiatives. The Group strives to provide a safe and healthy workplace for employees by adopting appropriate occupational safety practices to ensure employees are equipped with necessary knowledge to perform the daily operation activities within their roles and responsibilities.

The Group values a diverse and inclusive work environment in which all employees are provided with equal opportunities to advance their career development. Through comprehensive training programs and continuous learning initiatives, the Group seeks to enhance employee skills and support professional growth.

At the same time, the Group aims to cultivate, collaborative relationships with suppliers, customers, and local communities by adhering to ethical business practices, promoting responsible supply chain management, and engaging stakeholders constructively. The Group remains dedicated to making a positive social impact while ensuring that our operations are conducted responsibly and sustainably.

Diversity and Equal Opportunity	
Aligned with	  <p>SDG 5: Gender Equality SDG 10: Reduced Inequalities</p>
Why It Matter	The Group believes that fostering a diverse, inclusive and equitable workplace to promote accountability, teamwork and high performance in thriving in diversity market and response effectively to global challenges.
Management Approach / Strategies	Provide mentorship, training and promotion opportunities for all employees, recognise and value different perspectives, experiences and culture through a periodic employee performance evaluation and employee feedback mechanism.
Sustainability Risks	Perceived unfairness or exclusion, discrimination and inequality leading to reducing retention and increasing turnover cost.
Sustainability Opportunities	Diverse workforce perspectives that enhance innovation and company performance.

We value our employees as key partners and are committed to creating an engaging and rewarding workplace environment. To attract and retain talent in the manufacturing sector, we promote growth, development and meaningful opportunities for our workplace. Our code of conduct sets clear expectations on non-discrimination fair wages, working hours, freedom of association, and complaint mechanisms. We also engage our employees through various channels such as counseling, evaluation, and appraisal to foster a culture of trust and open dialogue.

We aim to create a workplace where all individuals – regardless of ethnicity, gender, or age – feel valued, respected and empowered. A diverse and inclusive workforce drives innovation, enhances problem – solving and helps us better serve our global customers. Ultimately, it strengthens our competitiveness advantage, supports growth and reflects our commitment to building a fair and equitable society.

SUSTAINABILITY STATEMENT  
(CONT'D)

Social Commitment (Cont'd)

- Human Rights and Labour Standards:
- Policy and Procedures are established to specify a clear articulation of our stance in human rights and labour standards.
- Employee Engagement and Monitoring: Regular training, evaluations and feedback sessions ensure compliance with these policies and promote a culture of respect and inclusion.
- Whistleblowing Mechanism: Employees can report any breaches of human rights or labour standards directly to the Board or an independent Director, ensuring accountability and protection against business related abuses.

**Employee Distribution (Gender and Age, Ethnicity and Nationality)**



The ethnicity distribution reflects the population composition of Muar city by race and the labour-intensive feature of the industry. Our staff team includes the three major ethnic groups which are Malay, Chinese and Indian, as well as foreign labours from Bangladesh, Myanmar and Nepal.

The Group provides equal opportunities for all employees, regardless of their age and nationality, recognising individuals based on their capabilities, experience, and performance. In FY 2025, most local are above 45 years age group, reflecting a mature workplace with strong technical and leadership expertise while most foreign employees, are aged 20 to 45 years age group supporting labor-intensive operations.

Moving forward, the Group will continue to promote fair employment practices, strengthen workforce capability through training and development, and maintain a diverse workforce that supports operational efficiency and sustainable growth.

## SUSTAINABILITY STATEMENT (CONT'D)

### Social Commitment (Cont'd)

#### Festival Celebration



#### Recruitment and Retention

We respect and uphold the human rights and dignity of our employees and complying with Malaysia labour laws and international labour standards. All employees, including foreign workers, are treated fairly and provided with work environment that is inclusive, respectful and free from discrimination. This commitment is reflected in our recruitment process, working conditions, compensation practices and grievance procedures.

To support long-term relationship employment, we hire permanent employee rather than relying on temporary outsourcing. Understanding the challenges faced by foreign workers, we provide hostel accommodation in accordance with Workers' Minimum Standards of Housing and Amenities Act 1990 (No. 446).

We maintain open communication channels with all our employees, including foreign labours, and have established a grievance redressal mechanism to ensure their voices are heard and concerns are addressed promptly and effectively. Over the last three years, we had zero complaint received from our employees.

Our employee turnover data is shown in the following chart.

Category	New Employees Hire			Annual Employee Turnover		
	FY 2023	FY 2024	FY 2025	FY 2023	FY 2024	FY 2025
Production	61	50	3	113	179	44
Non-Production	2	8	3	5	12	8

## SUSTAINABILITY STATEMENT (CONT'D)

### Training and Development

The Group provides training programs to enhance workforce capabilities while incorporating ESG principles. These programs covers such as manufacturing processes, quality management, workplace safety and environmental responsibility. It also ensures employees can operate machine efficiently, maintain production standards and reduce operational risk. Health, safety and environmental training further reinforce safe practices and regulatory compliance.

Learning and Development	UOM	FY 2023	FY 2024	FY 2025
Total Training Hours	Hours	1,060.00	3,393.00	4,033.00
Employee Category (Training Hours)	UOM	FY 2023	FY 2024	FY 2025
Production	Hours	632.00	2,462.00	2,757.00
Non-Production	Hours	428.00	931.00	1,276.00

ESG Principles	List of Training in Year 2025
Economic	1. Budget 2026
	2. Mastering E-Invoice Practical Insights & Solutions
	3. Tax Awareness of Employee
	4. Tax Savings Strategies & Tax Filing
	5. Tax POD Master Class 2.0
	6. Trade Facilities – Duty Import & Sales Tax Exemption
	7. Strategic Procurement & Negotiation Skills
	8. Cost and Productivity Improvement for Production
	9. Smart Warehouse Strategies – Optimising Furniture Logistics for Excellence in Malaysia
	10. Shaping the Next Generation World Class Organisation in the ERA of IR4.0
	11. QC calibration and load test
Environmental	12. Chemical Management and Spill Preparedness
	13. Seminar Pengurusan Buangan Terjadual & Hands-On ESWIS Version 2.0
	14. Seminar Pengurusan dan Pematuhan Udara Bersih
	15. Seminar Pengurusan Buangan Terjadual & Hands-On ESWIS Version 2.0
Social	16. Basic Security Professional
	17. Personal Protection Equipment (“PPE”) Training
	18. Safe Handling of Forklift
	19. Basic Security Professional
	20. Safety and Health Officer
	21. Seminar Organisasi Keselamatan Kebakaran
	22. Pengurusan Penggajian Pekerja Asing
	23. Kursus Asas Kebakaran and Penuburan Pasukan ERT
	24. Tentatif Kursus Asas Penggajian Pekerja Akta Kerja 1955

## SUSTAINABILITY STATEMENT (CONT'D)

### Training and Development (Cont'd)

Occupational Safety and Health	
Aligned with	  SDG 3: Good Health and Well-being SDG 8: Decent Work and Economic Growth
Why It Matter	Ensuring a safe workplace protects employee wellbeing and supports operational continuity.
Management Approach / Strategies	Implement workplace safety policies, conduct regular safety training, monitor safety performance, and maintain safety procedures across operations.
Sustainability Risks	Employees suffer accident, injuries or occupational diseases, leading to lost workdays and reduce productivity.
Sustainability Opportunities	Proactive safety practices support sustainable growth, business continuity and risk management

We recognise our employees as our most valuable assets, and are committed to providing a safe and healthy work environment with guidance of our Health and Safety Committee. Our Health and Safety Manual covers key areas such as risk assessment, training, personal protective equipment, emergency preparedness and incident reporting. Regular audits and inspections ensure compliance with policies and regulations. As a result, we maintain a low accident rate and high employee satisfaction.

Some health and safety measures worth mentioning are demonstrated herein as follows.

- Hazard Signage: Potential risks and hazards are clearly marked in visible locations.
- Protection System: In addition to the standard personal protective equipment, we have installed the dust collecting system in all the wood processing factories to collect and dispose dust and dry spray booth systems to control the exhaust of painting sprays. The exhaust is filtered before going into the atmosphere to meet the environmental regulations.
- Training: Health and safety training is customized to the specific risks of each workplace and production process. Daily activities such as supervisor guidance, spot check and workplace warning, further reinforce employee awareness and safe practices.

	UOM	FY 2023	FY 2024	FY 2025
Number of Accidents	Cases	16	5	4
Fatality	Cases	0	0	0
Lost time Injury Rate	Cases	1.77	0.53	0.46
Non-compliance	Cases	0	0	0

In FY 2025, the Group reported workplace accidents below the internal target and significantly lower than in FY 2024. This improvement is attributed to increased employee familiarity with machinery, regular reminders from leaders to exercise caution and consistently using safety equipment.

## SUSTAINABILITY STATEMENT (CONT'D)

### Training and Development (Cont'd)

Local Community Engagement	
Aligned with	   <p>SDG 8: Decent Work and Economic Growth SDG 11: Sustainability Cities and Communities SDG 17: Partnerships for the Goals</p>
Why It Matter	We recognise that strong relationship and support community initiatives with our communities are essential for sustainable growth, mutual respect.
Management Approach / Strategies	<p>The Group has developed initiatives that are environmental responsible and social equitable, and collect feedback to improve programs.</p> <p>The Group also encourages staff participation in community projects to strengthen accountability.</p>
Sustainability Risks	Ignoring community perspective can undermine the Group's ability to operate responsibly and sustainably.
Sustainability Opportunities	Foster social responsibility and ethical practices to increase community support.

We recognize that our long-term success is closely tied to the well-being of the communities where we operate. Committed to our responsibility, we aim to create shared value by empowering communities and supporting their sustainable development.

We strengthen our relationships with local communities through sustainable initiatives, including compliance with environmental regulations, supporting local employment, and maintaining responsible operational practices.


Data on our financial support to the local community is shown in the table below.

	FY 2023	FY 2024	FY 2025
Total amount invested in the community	RM216,600	RM50,800	RM14,500
Total No. of beneficiaries of the investment in communities	14	9	6

## SUSTAINABILITY STATEMENT (CONT'D)

### GOVERNANCE

The Group is committed to upholding the highest standards of corporate governance by ensuring transparency, accountability, and integrity in all aspects of our operations, providing clear, accurate, and timely information to stakeholders, promoting ethical conduct and compliance with all applicable laws and internal policies, maintaining a competent and diverse Board with defined roles and responsibilities, implementing effective risk management to protect the organization's assets and reputation, fostering open communication and engagement with stakeholders, and continuously reviewing and improving governance practices to support sustainable growth, responsible decision-making, and long-term value creation.

Anti-Corruption	
Aligned with	 <p>SDG 16: Peace, Justice and Strong Institutions</p>
Why It Matter	Anti-corruption mechanism/program is vital to protect the Group and stakeholders from the negative consequences of unethical practices while creating opportunity for sustainable growth and trust.
Management Approach / Strategies	Continuously review and enhance the Anti-Bribery and Anti-Corruption Policy and whistleblowing policy to strengthen governance framework and foster a culture of integrity across the Group.
Sustainability Risks	Corruptions can lead to inflated costs, loss of customer confidence and distort the Group's business operations.
Sustainability Opportunities	Build credibility with customer, supplier and fosters a culture of integrity, responsibilities and ethical behaviour among employees for ensuring long-term business continuity.


Our unwavering commitment to anti-corruption principles fosters a culture of integrity, transparency, and accountability throughout our organisation. We have a zero-tolerance policy for bribery and corruption, and have implemented robust anti-corruption compliance programs, which include employee training, whistle-blowing policy, clear communication channels for reporting concerns, and regular audits. These measures contribute to creating a fair and equitable business environment, protecting our reputation, and attracting socially responsible investors.

During FY 2025, we accomplished a significant milestone by 100% employee training coverage and 100% operation assessment against corruption-related risk. The Group does not identify any negative impacts and non-compliance with regulations as depicted below:

Laws, Regulations, Policies, Practices	Number of Cases
Complaints / Breach of labour law	0
Bribery and Corruptions	0
Non-compliance with Anti-Money Laundering Regulations ("AMLR"), Companies Act 2016 and MCCG	0

## SUSTAINABILITY STATEMENT (CONT'D)

### Governance (Cont'd)

Cybersecurity and Data Privacy	
Aligned with	 <p>SDG 16: Peace, Justice and Strong Institutions</p>
Why It Matter	The Group is committed to protecting the confidentiality, integrity and availability of all data under our control. We recognise that robust cybersecurity and responsible data handling are critical to maintaining trust, compliance and operation resilience
Management Approach / Strategies	<p>The Group has periodic reviews and updates the operation risk to improve data security, control. This control includes assessment management, data encryption, network security, backup and recovery.</p> <p>A robust mechanism and whistleblowing channel are implemented to maintain effective procedures for detecting, reporting and responding to security incidents or data breaches promptly.</p>
Sustainability Risks	Violating data protection can result in substantial financial losses and losses of customer trust.
Sustainability Opportunities	The Group continues to monitor data security performance and enhance secure systems to allow adoption of cloud solutions to support resilience and continuity in the event of cyber threats and disasters.

We are strongly committed to safeguarding the privacy of our customers, employees, and partners. Data privacy and protection form a cornerstone of our ethical business practices. We implement robust data security measures, aligning with industry's best practices and Personal Data Protection Act requirements, to protect sensitive information. Our ongoing efforts involve comprehensive data governance, regular security assessments, and employee training to minimise risks and ensure the responsible handling of personal data. All the data we possess is saved in the Group's server with access control and firewall applied unauthorised access. We believe that strong data privacy and protection practices build trust with our stakeholders and are essential to our long-term success. We have remained zero breach of customer privacy and losses of customer data.

### Looking Forward

We have made significant progress in its sustainability performance over the past three years. We have achieved a low accident rate and minimal complaints regarding product quality, health, and safety. We have also reduced our energy consumption, increased the use of renewable energy, and achieved high rates of waste diversion and recycling.

However, we know that we still have a long way off to make great accomplishment in ESG performance. Going forward, we are committed to continuous improvement in sustainability performance. We believe that our commitment to sustainability will drive long-term value for our stakeholders and contribute to a more sustainable future for the planet.

# SUSTAINABILITY STATEMENT (CONT'D)

Date & Time: 2026-04-28\_17:58:41  
FYE 31/12/2025

WEGMANS HOLDINGS BERHAD  
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Bursa (Anti-Corruption)	Bursa C1(a) Percentage of employee who have received training on anti-corruption by employee category: Non-Production	Percentage	100	100	External (Limited)
Bursa (Anti-Corruption)	Bursa C1(a) Percentage of employee who have received training on anti-corruption by employee category: Production	Percentage	100	100	External (Limited)
Bursa (Anti-Corruption)	Bursa C1(b) Percentage of operations assessed for corruption related risks	Percentage	100	100	External (Limited)
Bursa (Anti-Corruption)	Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0	Zero	No assurance
Bursa (Community/Society)	Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer (MYR)	MYR	14,500	-	No assurance
Bursa (Community/Society)	Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	6	-	No assurance
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category: Non-production Male	Percentage	2.84	-	No assurance
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category: Non-production Female	Percentage	4.26	-	No assurance
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category: Production Male	Percentage	88.77	-	No assurance

SUSTAINABILITY STATEMENT  
(CONT'D)WEGMANS HOLDINGS BERHAD  
BMLR Transition PeriodDate & Time: 2026-04-28\_17:58:41  
FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Gender Group by Employee Category: Production Female	Percentage	413	-	No assurance
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category: Non-production Between 20-45	Percentage	4.90	-	No assurance
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category: Non-production Above 45	Percentage	2.06	-	No assurance
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category: Production Between 20-45	Percentage	86.72	-	No assurance
Bursa (Diversity)	Bursa C3(a) Percentage of employees by gender and age group, for each employee category - Age Group by Employee Category: Production Above 45	Percentage	6.32	-	No assurance
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group: Male	Percentage	60	-	No assurance
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group: Female	Percentage	40	-	No assurance
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group - Between 20-45	Percentage	0	-	No assurance
Bursa (Diversity)	Bursa C3(b) Percentage of directors by gender and age group - Above 45	Percentage	100	-	No assurance

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SUSTAINABILITY STATEMENT  
(CONT'D)

**WEGMANS HOLDINGS BERHAD**  
 BMLR Transition Period  
 Date & Time: 2026-04-28\_17:58:41  
 FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Bursa (Energy management)	Bursa C4(a) Total energy consumption	Megawatt	11,408.18	Reduction < 2%	External (Limited)
Bursa (Health and safety)	Bursa C5(a) Number of work-related fatalities	Number	0	Zero	External (Limited)
Bursa (Health and safety)	Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0.46	< 0.5	External (Limited)
Bursa (Health and safety)	Bursa C5(c) Number of employees trained on health and safety standards	Number	720	-	External (Limited)
Bursa (Labour practices and standards)	Bursa C6(a) Total hours of training by employee category: Non-Production	Hours	1,276	> 1,200	No assurance
Bursa (Labour practices and standards)	Bursa C6(a) Total hours of training by employee category: Production	Hours	2,757	> 2,500	No assurance
Bursa (Labour practices and standards)	Bursa C6(b) Percentage of employees that are contractors or temporary staff	Number	0	Zero	No assurance
Bursa (Labour practices and standards)	Bursa C6(c) Total number of employee turnover by employee category: Non-Production	Number	8	-	No assurance
Bursa (Labour practices and standards)	Bursa C6(c) Total number of employee turnover by employee category: Production	Number	44	-	No assurance
Bursa (Labour practices and standards)	Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0	-	No assurance
Bursa (Supply chain management)	Bursa C7(a) Proportion of spending on local suppliers	Percentage	82.37	> 80%	No assurance

SUSTAINABILITY STATEMENT  
(CONT'D)WEGMANS HOLDINGS BERHAD  
BMLR Transition PeriodDate & Time: 2026-04-28\_17:58:41  
FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Bursa (Data privacy and security)	Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	Zero	No assurance
Bursa (Water)	Bursa C9(a) Total volume of water used	Megalitres	30,116	< 35,000	No assurance
Bursa (Waste management)	Bursa C10(a) Total waste generated	Metric tonnes	16.93	-	No assurance
Bursa (Waste management)	Bursa C10(a)(i) Total waste diverted from disposal	Metric tonnes	0	-	No assurance
Bursa (Waste management)	Bursa C10(a)(ii) Total waste directed to disposal	Metric tonnes	16.93	-	No assurance
Bursa (Emissions management)	Bursa C11(a) Scope 1 emissions in tonnes of CO2e	Metric tonnes	1,038.24	Reduction < 2%	External (Limited)
Bursa (Emissions management)	Bursa C11(b) Scope 2 emissions in tonnes of CO2e	Metric tonnes	6,098.36	Reduction < 2%	External (Limited)
Bursa (Emissions management)	Bursa C11(c) Scope 3 emissions in tonnes of CO2e (at least for the categories of business travel and employee commuting)	Metric tonnes	449.72	Reduction < 2%	External (Limited)

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SUSTAINABILITY STATEMENT  
(CONT'D)

LIMITED ASSURANCE STATEMENT 2025



23 April 2026

**Wegmans Holdings Berhad**  
PTD 6898, Jalan Ayer Manis, Bukit Mor  
84150 Parit Jawa, Muar  
Johor Darul Takzim

**INDEPENDENT LIMITED ASSURANCE STATEMENT**

**Introduction**

Atrium Advisory PLT have been engaged by Wegmans Holdings Berhad (“Wegmans or “the Company”) to perform an independent limited assurance engagement as defined by the International Standard on Assurance Engagements (“ISAE”) 3000 Revised, Assurance Engagement other than Audits or Review of Historical Financial Information, on selected subject matters (“Subject Matters”) included in Wegmans’s Sustainability Statement for the financial year ended 31 December 2025.

**Limited Assurance Conclusion**

Based on the procedures we have performed and the evidence we have obtained, nothing has come to our attention that causes us to believe that the Subject Matter in Wegmans’s Sustainability Statement for the year ended 31 December 2025 are not prepared, in all material respects, in accordance with the reporting criteria.

**Scope of Work**

The scope of our independent limited assurance engagement covers the following Subject Matters disclosed in Wegmans’s Sustainability Statement for the financial year ended 31 December 2025.

Material Matters	Subject Matters	Scope
Energy Efficiency and Climate Change	Total energy consumption	Operations assessed: Malaysia
	Scope 1 emissions in tonnes of CO2e	
	Scope 2 emissions in tonnes of CO2e	
	Scope 3 emissions in tonnes of CO2e	
Waste Management	Total volume of water used	
	Total waste generated	
	Total waste diverted from disposal	
	Total waste directed to disposal	
Health and Safety	Number of work-related fatalities	
	Lost time incident rate	
	Number of employees trained on health and safety standards	

## SUSTAINABILITY STATEMENT (CONT'D)

### LIMITED ASSURANCE STATEMENT 2025 (CONT'D)



Material Matters	Subject Matters	Scope
Labour Practices and Human Rights	Total hours of training by employee category	Operations assessed: Malaysia
	Total number of employee turnover by employee category	
Anti-Corruption	Percentage of employees who have received training	
	Percentage of operations assessed for corruption-related risks	
	Confirmed incidents of corruption and action taken	

#### Reporting Criteria

In preparing the Subject Matters mentioned above, Wegmans applied the following disclosure requirements.

- Global Reporting Initiative (“GRI”)
- Sustainability Reporting Guide 3<sup>rd</sup> Edition issued by Bursa Malaysia Securities Berhad
- National Sustainability Reporting Framework

#### Inherent Limitation

Inherent limitations of independent assurance engagements include the use of judgement and selective testing of data, which means that it is possible that fraud, error and non-compliance may occur and not be detected in the course of performing the engagement. Accordingly, there is some risk that a material misstatement may remain undetected. Our independent limited assurance engagement is not designed to detect fraud or error that is immaterial.

The absence of an established, widely accepted body of practice for sustainability and non-financial reporting permits the use of different, but acceptable, measurement techniques. This can lead to materially different outcomes and affect the comparability of information across organizations. The precision and reliability of these techniques can vary significantly.

The Subject Matters of this engagement are subject to more inherent limitation than financial information, given the characteristics of the information and methodologies employed in its determination. The precision of different measurement techniques may also vary.

#### Responsibility of Management

Management of the Wegmans is responsible:

- Preparing the Subject Matters in accordance with the reporting criteria.
- Selecting the criteria for presenting the Subject Matters reported in the Sustainability Statement which includes but is not limited to the use of assumptions and estimates for disclosure which are reasonable.
- Designing, implementing and maintaining a sound system of risk management and internal control to the preparation of the Subject Matters in accordance with reporting criteria that is free from material misstatements, whether due to fraud or error.

## SUSTAINABILITY STATEMENT (CONT'D)

### LIMITED ASSURANCE STATEMENT 2025 (CONT'D)



#### **Our Responsibility**

Our responsibility is to express our conclusion on the Subject Matters based on the procedures we have performed and the evidence we have obtained. We have performed our independent limited assurance engagement in accordance with the scope of work agreed with the company as stated in our Engagement dated 4 March 2026, including performing the engagement in accordance with the ISAE 3000, issued by the International Auditing and Assurance Standards Board. This Standard requires that we plan and perform our engagement to obtain limited assurance about whether the Subject Matters and related disclosures as presented in the Wegmans's Sustainability Statement are free from material misstatement.

A limited assurance engagement undertaken in accordance with ISAE 3000 involves assessing the suitability in the circumstances of the Company use of the reporting criteria specified as the basis of preparation used for the selected Subject Matter and related disclosures presented in the Sustainability Statement, assessing the risks of material misstatement thereof, whether due to fraud or error, responding to the assessed risks as necessary in the circumstances and evaluating the overall presentation of the Subject Matters and related disclosures in the Sustainability Statement. We believe that the evidence obtained is sufficient and appropriate to provide a basis for our independent limited assurance conclusions.

#### **Summary of Work Performed**

Our procedures included, but were not limited to:

- Conducting interviews with relevant personnel to understand the processes for gain an understanding of the reporting process on performance indicators and disclosures, including regarding risks of misstatement and quality controls to address risks.
- Evaluating the appropriateness of the reporting criteria used.
- Undertaking analytical reviews and testing selected data and information for accuracy and completeness.
- Checking that the calculation criteria have been applied as per the methodologies for the Subject Matters disclosed in the Sustainability Statement.
- Performing recalculations of performance indicators using input data.

#### **Restriction of Use**

This report, including the conclusion, has been prepared solely for purpose and use by the management and Board of Directors of Wegmans in accordance with the terms and conditions set out in our engagement letter in connection with the performance of an independent assurance engagement on the Subject Matters as reported by Wegmans in its Sustainability Statement 2025. Our report should not be used or relied upon for any other purposes without our prior written consent and we do not accept any responsibility to any other parties arising from the distribution of this report.

Yours faithfully,

Atrium Advisory PLT  
202304001074 (LLP0035007-LGN)

# CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors (“Board”) of Wegmans Holdings Berhad (“Wegmans” or “the Company”), which fully supports the principles and practices of the Malaysian Code on Corporate Governance (“Code”) towards achieving corporate excellence, strives to ensure that the highest standards of corporate governance, including accountability and transparency, are practised by the Company and throughout the Group as a fundamental part of discharging its responsibilities to protect and enhance shareholder value and the financial performance of the Company and its subsidiaries (collectively referred to as “the Group”).

The ensuing rules describe the extent to which the Group has complied and will comply with the principles and best practices of the Code for the financial year ended 31 December (“FYE”) 2025. The Group’s corporate governance practices will be continually reviewed and where there might be departures from the principles set out in the Code, efforts will be made to review these practices with a view to compliance.

The detailed application for each practice as set out in the Code is disclosed in the Corporate Governance Report (“CG Report”), which is available on the corporate website: [www.wegmans.com.my](http://www.wegmans.com.my).

## A) BOARD LEADERSHIP AND EFFECTIVENESS

### PART I - BOARD RESPONSIBILITIES

#### 1. Board’s Leadership on Objectives and Goals

##### 1.1 Strategic Aims, Values and Standards

The Board has overall responsibility for the strategic direction of the Group. The Board meets regularly to review corporate strategies, operations and performance of business units within the Group. All Board members bring their independent judgement to bear on issues of strategy, performance, resources and standards of conduct. The roles and responsibilities of the Board as set out in the Board Charter are clear and distinct from those of the Managing Director (“MD”). The matters reserved for the deliberation and collective decision of the Board to ensure the direction and control of the Group’s businesses are listed in the Board Charter, which is available on the corporate website: [www.wegmans.com.my](http://www.wegmans.com.my).

The Board has oversight of matters delegated to Management, with updates reported periodically. All Board authority conferred on Management is delegated through the MD so that Management’s authority and accountability are regarded as those of the MD from the Board’s perspective.

Apart from the MD, the Board also facilitates its principal responsibilities, which include reviewing and adopting a strategic plan, overseeing the conduct of business, risk management, succession planning, developing and implementing investor relations and reviewing internal controls. Towards this, the Board has delegated specific responsibilities to the following Board committees:

- i. Audit and Risk Management Committee (“ARMC”)
- ii. Nominating Committee (“NC”)
- iii. Remuneration Committee (“RC”)

The powers delegated to the Board Committees are set out in the Terms of Reference (“ToR”) of each of the Committees as approved by the Board and set out in the Board Charter.

The Board Committees review matters within their ToRs and make recommendations to the Board for approval. The Board is kept apprised of the activities of the Board Committees through the circulation of meeting minutes of the Board Committees and is updated on meeting deliberations and outcomes by the respective chairpersons of the Board Committees at meetings. The ultimate responsibility for the final decision on the recommendations lies with the entire Board.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

The Board owes fiduciary duties to the Company and, while discharging its duties and responsibilities, shall individually and collectively exercise reasonable care, skill and diligence at all times. Aside from the key responsibilities as delineated in the Board Charter, each Board member is also expected to demonstrate and adhere to the following:

### a. Time commitment

#### i. Attendance of meetings

Notwithstanding that no specific quantum of time has been fixed, each member of the Board is expected to devote sufficient time and attention to the affairs of the Company. Any Director is, while holding office, at liberty to accept Board appointment(s) in other companies so long as appointments are not in conflict with the Company's business and do not affect the discharge of his or her duties as a Director of the Company.

The Board ordinarily schedules four (4) meetings in a year. Board and Board Committee meetings are scheduled well in advance. Additional meetings are convened when urgent and important decisions need to be made between scheduled meetings. Each Board member is expected to attend at least 50% of total Board meetings in any applicable financial year, with any leave of absence being notified to the Chairman and/or Company Secretaries, where applicable.

To facilitate the Directors' time planning, an annual meeting calendar will be prepared and circulated to them before the beginning of each year. It will provide the scheduled dates for meetings of the Board and Board Committees, the Annual General Meeting ("AGM"), major briefings to be conducted by the Company, as well as the closed periods for Directors' dealings in securities based on the targeted dates for the Group's quarterly results announcements.

There were four (4) Board meetings, four (4) ARMC meetings, two (2) NC meeting and two (2) RC meetings scheduled during the financial year under review. The attendance record of the Directors at Board and Board Committee meetings is set out below:

Meeting Attendance	Board	ARMC	NC	RC
Maziah Binti Md Yamin	<sup>^</sup> 4/4	4/4	2/2	<sup>^</sup> 2/2
Chan Wan Seong (Retired on 30 May 2025)	<sup>^</sup> 1/1	1/1	<sup>^</sup> 1/1	1/1
Keh Wee Kiet	4/4	–	–	–
Law Kok Lim	4/4	–	–	–
Faam Chang Pooh	3/4	<sup>^</sup> 3/4	2/2	1/2
Chong Lee Ling (Appointed on 30 May 2025)	2/2	2/2	<sup>^</sup> N/A	1/1

<sup>^</sup> Chairman/Chairperson of the Board or Board Committees

#### ii. New Directorships

Prior to the acceptance of new Board appointment(s) in other public listed companies ("PLC"), the Directors are to notify the Chairman and/or the Company Secretaries in writing which includes an indication of time that will be spent on the new appointment.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

To ensure the Directors have sufficient time to focus and fulfill their roles and responsibilities effectively, the criterion as agreed by the Board is that they must not hold directorships at more than five (5) PLCs, as prescribed in Paragraph 15.06 of the Main Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad (“Bursa Securities”). As at the date of this Statement, none of the Directors has exceeded the limit.

### b. Training

The Board takes a strong view of the importance of continuing education for its Directors and through NC, annually reviews the training needs of each Director to ensure they are equipped with the necessary skills and knowledge to meet the challenges of the Board. Although the Board does not have a policy requiring each Director to attend a specific number or type of training sessions each year, to keep abreast of industry developments and trends, each Director shall determine the areas of training that he or she may require for personal development as a Director or member of a Board Committee.

All Directors appointed to the Board have undergone the Mandatory Accreditation Program prescribed by Bursa Securities. The Company intends to provide each new Director with a comprehensive briefing on the Company’s history, operations, financial control system, governance processes and site visits to provide first-hand understanding of the Company’s operations. In this respect, an induction programme and/or briefing will be organised by the Management Team for a new Director.

The external auditors brief the Board members on any changes to the Malaysian Financial Reporting Standards that affect the Group’s financial statements during a particular year. In addition, the Board is briefed at every Board meeting on any significant changes in laws and regulations relevant to the Group by the Company Secretaries. The Directors are also encouraged to attend appropriate external trainings on subjects that aids them in discharging their duties, either at the Company’s expense or through self-directed study.

During the financial year under review and up to the date of this Statement, the Directors attended various external programs, which included the following:

Board members	Courses/Training Programmes Attended
Maziah Binti Md Yamin	<ul style="list-style-type: none"> <li>i) MyInvoice Portal for Business; and</li> <li>ii) Seminar Pengukuhan Teknik Advokasi.</li> </ul>
Keh Wee Kiet	<ul style="list-style-type: none"> <li>i) Mandatory Accreditation Programme Part II: Leading for Impact (LIP);</li> <li>ii) Basic Security Professional;</li> <li>iii) Kursus Asas Kebakaran dan Penubuhan Pasukan ERT;</li> <li>iv) Smart Warehouse;</li> <li>v) Chemical Management and Spill Preparedness; and</li> <li>vi) Rise 4WRD for Industry 4WRD.</li> </ul>
Law Kok Lim	<ul style="list-style-type: none"> <li>i) Mandatory Accreditation Programme Part II: Leading for Impact (LIP);</li> <li>ii) Basic Security Professional;</li> <li>iii) Kursus Asas Kebakaran dan Penubuhan Pasukan ERT;</li> <li>iv) Smart Warehouse;</li> <li>v) Chemical Management and Spill Preparedness; and</li> <li>vi) Rise 4WRD for Industry 4WRD.</li> </ul>

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

Board members	Courses/Training Programmes Attended
Faam Chang Pooh	<ul style="list-style-type: none"> <li>i) National Tax Conference 2025;</li> <li>ii) Equity Accounting, Joint Ventures, Joint Arrangements &amp; Joint Operations with Case Study Illustrations;</li> <li>iii) Auditing of Property Developers and Contractors; and</li> <li>iv) Valuation in Practice Demystifying Business Valuation.</li> </ul>
Chong Lee Ling	<ul style="list-style-type: none"> <li>i) Mandatory Accreditation Programme Part I;</li> <li>ii) Leading High Performing Teams;</li> <li>iii) Influencing Across the Matrix;</li> <li>iv) Leveraging Change;</li> <li>v) The Outthinker Process;</li> <li>vi) Building Your Financial Intelligence; and</li> <li>vii) Immersive Business Simulation.</li> </ul>

### c. Conflict of interest and related party transactions

To assure accountability and prevent conflict of interest in relation to issues that come before the Board, Directors are reminded by the Company Secretaries of their statutory duties and responsibilities and are provided with updates on any changes thereto. Hence, all related party transactions will be submitted to the ARMC for review on a quarterly basis.

The Directors further acknowledge that they are required to abstain from deliberating and voting on relevant resolutions in which they have an interest at Board meetings or any general meetings convened. In the event that a corporate proposal requires shareholders' approval, the interested Directors will abstain from voting in respect of their shareholdings and will further undertake to ensure that persons connected to them will similarly abstain from voting on the resolutions.

### 1.2 The Chairman of the Board

The Chairman of the Board holds a Non-Executive position and is primarily responsible for matters pertaining to the Board and the overall conduct of the Group. She is committed to good corporate governance practices and leads the Board towards a high-performing culture.

The Chairman will act as facilitator at meetings of the Board and ensure that no Board member, whether Executive or Non-Executive, dominates the discussion, and that appropriate discussion takes place, and the relevant opinions among the members of the Board are forthcoming. Together with the other Non-Executive and Independent Directors, she leads the discussion on the strategies and policies recommended by the Management. She also chairs the meetings of the Board and the shareholders.

### 1.3 Chairman and MD

The positions of Chairman and MD are held by two different individuals. The distinct and separate roles of the Chairman and MD, with a clear division of responsibilities, ensure a balance of power and authority, such that no one individual has unfettered decision-making powers. The MD oversees the day-to-day management and operations of the Group and the implementation of the Board's decisions and policies.

The key roles and accountabilities of the Chairman and MD are set out in the Board Charter, which is available on the corporate website: [www.wegmans.com.my](http://www.wegmans.com.my).

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### 1.4 Qualified and competent Company Secretaries

The Company Secretaries of Wegmans have the requisite credentials and are suitably qualified to act as company secretaries under Section 235(2) of the Companies Act 2016 (“the Act”). The Company Secretaries play a significant role in supporting the Board to ensure that all governance matters and Board procedures are followed, and that applicable laws and regulations and the Code are complied with. This includes Directors’ obligations to disclose their interests and any conflict of interest in transactions with the Group.

The key roles of the Company Secretaries are set out in the Board Charter, which is available on the corporate website: [www.wegmans.com.my](http://www.wegmans.com.my).

### 1.5 Access to information and advice

The Directors have individual and independent access to the advice and dedicated support services of the Company Secretaries as well as to all information within the Group. Senior Management provides Directors with the required information or updates either personally or at meetings. All Directors are furnished with comprehensive Board papers, including the meeting agenda, usually one (1) week before each Board meeting.

Sufficient time is provided to enable Directors to seek further explanations or information, where necessary, so that deliberations at the meeting are focused and constructive. The Board papers include, among others, financial results, status of major projects (if any), minutes of meetings of the Board and of the ARMC, and other major operational, financial, compliance and legal issues. In addition, there is a schedule of matters reserved specifically for the Board’s decision.

In the intervals between Board meetings, for exceptional matters requiring urgent Board decisions, approvals will be obtained via circular resolutions, which are supported with information necessary for an informed decision.

Individual Directors may also obtain independent professional advice in furtherance of their duties at the Company’s expense on specific issues, subject to approval by the Chairman or the Board, depending on the amount of fees involved. Where necessary, consultants and experts will be invited to brief the Board on their areas of expertise or their reports.

## 2. Demarcation of Responsibilities

### 2.1 Board Charter

The Board Charter was adopted by the Board on 29 May 2017. Any subsequent amendments to the Board Charter require approval by the Board. Apart from setting out the roles and responsibilities, authorities, procedures, evaluations and structures of the Board and Board Committees, the Board Charter also outlines the membership guidelines, procedures for Board meetings, Directors’ remuneration, Board and member assessment, and shareholders’ communication.

The Board Charter is periodically reviewed and updated to reflect the needs of the Company and any new regulations that may impact the discharge of the Board’s responsibilities. The Board Charter is available on the corporate website: [www.wegmans.com.my](http://www.wegmans.com.my).

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### 3. Good Business Conduct and Corporate Structure

#### 3.1 Code of Ethics & Conduct

The Board is committed to maintaining a corporate culture that promotes ethical conduct. A Code of Ethics is formalised through the Company's Code of Conduct, which summarises what the Company must endeavour to do proactively in order to increase corporate value, and which describes the areas of daily operations that require caution to minimise potential risks. The Code of Ethics will be reviewed periodically.

The Code of Ethics is set out in the Board Charter and is available on the corporate website: [www.wegmans.com.my](http://www.wegmans.com.my).

#### 3.2 Whistle-Blowing Policy

The Board also has a separate Whistle-Blowing Policy stating the appropriate communication and feedback channels to facilitate whistleblowing. The implementation of such policy is in line with Section 587 of the Act where provisions have been made to protect Wegmans officers or stakeholders who make disclosures on breach or non-observance of any requirement or provision of the Act or on any serious offence involving fraud and dishonesty.

The Whistle-Blowing Policy is set out in the Board Charter and is available on the corporate website: [www.wegmans.com.my](http://www.wegmans.com.my).

#### 3.3 Anti-Bribery and Corruption Policy

The Group has adopted a zero-tolerance policy against all forms of bribery and corruption. The anti-bribery and corruption policy and guidelines elaborate on these principles, providing guidance to employees concerning how to deal with improper solicitation, bribery and other corrupt activities and issues that may arise in the course of business.

The Anti-Bribery and Corruption Policy is available on the corporate website: [www.wegmans.com.my](http://www.wegmans.com.my).

#### 3.4 Directors' Fit and Proper Policy

The Board has adopted a fit and proper policy for the appointment of Directors of the Company. This Policy will enhance the governance of the Company in relation to the Board's quality and integrity, as well as ensure that each Director has the character, experience, integrity, competence, time and commitment to effectively discharge their role as a Director. The Board shall ensure that the fit and proper criteria on the appointment of Directors of the Company are applied continuously. The Board and the Nominating Committee shall conduct the fit and proper assessment prior to the appointment and re-election of any candidate as a Director.

The Directors' Fit and Proper Policy is available on the corporate website: [www.wegmans.com.my](http://www.wegmans.com.my).

### 4. Sustainability measure to support the Company's long term strategy and success

#### 4.1 Strategic Management of Material Sustainability matters

Wegmans acknowledges the importance of conducting business in an ethical, socially responsible and environmentally friendly manner for continuing success and sustainable growth. Therefore, our Group focuses on sustainability principles when formulating and implementing business strategies to achieve our goals.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

The core of our business sustainability is built on ethical practices and effective governance. Our Group's commitment to managing material sustainability matters is focused on, and continuously improved through, an emphasis on environmental, social, and governance factors.

Our Group has an Enterprise Risk Management Committee ("ERMC"), comprising key persons from all departments of the Group, to provide risk management support for the Group as a whole. With the advent of sustainability reporting, the ERMC takes on the additional oversight role of monitoring sustainability activities, where the relevant material sustainability matters are identified by the ERMC in tandem with the normal risk management initiatives. The ERMC reports to the ARMC on the sustainability developments at least on an annual basis.

### 4.2 Delivery of Sustainability Consideration to Stakeholders

The Group believes that effective communication and engagement with internal and external stakeholders is essential in our journey to uphold good corporate governance and become a reputable, sustainable business. Accordingly, the Group recognises the importance of continuous dialogue and timely, effective and transparent information sharing with relevant stakeholders.

The details pertaining to the stakeholder engagement are set out in the Sustainability Statement of this Annual Report on pages 19 to 20.

## PART II - BOARD COMPOSITION

### 5. Board's objectivity

#### 5.1 Composition of the Board

Currently, the Board has five (5) members as set out below:

Name	Independent	Non-Executive
Maziah Binti Md Yamin	✓	✓
Keh Wee Kiet	✗	✗
Law Kok Lim	✗	✗
Faam Chang Pooh	✓	✓
Chong Lee Ling	✓	✓
	3/5	3/5

The Board comprises a majority of Independent Directors, representing 60% of the Board. In addition, the Company also complies with the Listing Requirements of Bursa Securities for Independent Non-Executive Directors to make up at least one-third (1/3) of the Board membership. This fairly reflects the investment by minority shareholders through Independent Directors.

The Board comprises members from various professions with individual qualities, expertise, skills and relevant market and industry knowledge and ensures at all times that necessary financial and human resources are in place for the Company to meet its strategic objectives. With Directors aged between 52 and 56, the Board believes that this fosters an environment where each generation contributes diverse skills, experience and talents to the Board. The Board will continue to monitor and review the Board size and composition as required.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

The Board has not nominated a Senior Independent Non-Executive Director to whom concerns may be conveyed as the Board is of the opinion that given the strong independent element of the Board, any concern regarding the Group may be conveyed by shareholders or investors to any of the Independent Directors at the principal place of business address or a dedicated electronic mail, [info@wegmans.com.my](mailto:info@wegmans.com.my) and such concerns will be reviewed and addressed by the Board accordingly.

### 5.2 Tenure of Independent Director

As at the date of this Statement, none of the Independent Directors has reached nine (9) years of service since their appointment. Their tenure of service is set out in the Board of Directors' Profiles of this Annual Report on pages 10 to 14.

### 5.3 Policy of Independent Director's Tenure

The Board has implemented a nine-year policy for Independent Non-Executive Directors. Upon completion of nine (9) years, an Independent Director may continue to serve on the Board subject to re-designation as a Non-Independent Director. In the event such a Director is retained as an Independent Director, the Board must provide justification in the notice convening the AGM and seek shareholders' approval on the retention of such Independent Director through a two-tier voting process at every AGM.

### 5.4 Diverse Board and Senior Management Team

Appointment of Board and Senior Management is based on objective criteria, merit and besides gender diversity, due regard is placed for diversity in skills, experience, age and cultural background. Please refer to the Board of Directors' Profiles and Profiles of Key Senior Management of this Annual Report on pages 10 to 15 for further information.

### 5.5 Gender Diversity

The Board is supportive of the gender boardroom diversity recommended by the Code. The Board currently has 40% female representation, i.e. two (2) female directors and in line with Paragraph 15.02(1)(b) of the Listing Requirements of Bursa Securities and Practice 5.9 of the Code. The Board, through the NC will continuously review the proportion of the female and male Board members during the annual assessment of the Directors' performance taking into consideration the appropriate skills, experience and characteristics required by the members of the Board, in the context of the needs of the Company.

The Board shall be responsible for recommending its members for election by the Shareholders.

### 5.6 New Candidates for Board Appointment

The screening and evaluation process for potential candidates to be nominated as Directors is delegated to the NC.

The process involves the NC's consideration and submission of its recommendations to the Board on suitable candidates from either the Management, the existing Board member(s) or major shareholder(s) for the proposed appointment as Directors of the Company. The NC may also obtain and rely on independent sources such as a directors' registry, open advertisements or independent search firms in furtherance of its duties at the Company's expense, subject to approval by the Chairman or the Board, depending on the quantum of the fees involved. If the selection of candidates is solely based on the recommendations from the Management, the existing Board member(s) or major shareholder(s), the NC will explain why other sources were not used.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

The criteria used in the appointment process to the Board focus on ensuring a good mix of skills, experience and qualities relevant for the Board to discharge its responsibilities in an effective and competent manner.

The other factors considered by the NC in its review include the candidate's ability to devote sufficient time and commitment to the Company's affairs, the ability to satisfy the test of independence taking into account the candidate's character, integrity and professionalism, as well as having a balanced mix of age and diversity of Directors on the Board. The Board diversity factors as reviewed by the NC include experience, skills, competence, race, gender, culture and nationality, to facilitate optimal decision-making by harnessing different insights and perspectives.

The shortlisted candidates who are not known to the existing Board members will be interviewed by the NC and will thereafter meet with the Board of Directors for approval of the candidate's appointment.

### 5.7 NC

The NC was established on 29 May 2017 with clearly defined ToR and comprises three (3) Non-Executive Directors, all of whom are Independent Directors. The NC shall meet as and when required upon the request of its members, provided that the NC meets at least once a year. The ToR of the NC is set out in the Board Charter and is available on the corporate website: [www.wegmans.com.my](http://www.wegmans.com.my).

The NC reviews the tenure and performance of each Director, whereby the annual re-election of a Director is contingent upon a satisfactory evaluation of the Director's performance and contribution to the Board.

The NC's key responsibilities are as follows:

- Formulate nomination, selection and succession policies for members of the Board and Senior Management;
- Make recommendations to the Board on re-election and re-appointment of Directors for shareholders' approval at the AGM;
- Review the required mix of skills, experience and other qualities of the Board, as well as boardroom diversity;
- Review annually the term of office and performance of the ARMC and each of its members, as well as other Board Committees established by the Board;
- Establish quantitative and qualitative performance criteria to evaluate the performance of each member of the Board, and review such performance;
- Assess the independence of Independent Directors annually; and
- Review the Directors' continuing education programmes.

## 6. Overall Board Effectiveness

### 6.1 Annual evaluation

The Board's effectiveness will be assessed in the following key areas: composition, administration and process, accountability and responsibility, Board conduct, communication and relationship with Management, performance of the Chairman and MD, time commitment in discharging their roles and responsibilities through attendance at meetings as well as the application of good governance principles to create sustainable shareholder value.

The Board will undertake an annual assessment of Independent Directors to determine whether they continue to bring independent and objective judgement to board deliberations. Peer and self-assessment will be carried out by the Directors annually. The results, particularly the key strengths and weaknesses identified, will be shared with the Board to enable improvements.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

The Company Secretaries will facilitate the NC in conducting the annual assessment exercise. The evaluation will be primarily conducted using the ARMC evaluation questionnaire, the Independent Directors' evaluation form, the Board and Board Committees evaluation form, the Board members' self and peer evaluation form, and the Directors' evaluation form.

Based on the annual assessment, the NC is satisfied that the existing Board composition and each Director possess the requisite competence and capability to serve on the Board. NC members who are also Directors have abstained from assessing their own performance. All other NC members view that the Directors have good personal attributes and possess sufficient experience and knowledge in various fields relevant to the Company's industry.

Regarding the Board evaluation, the NC concluded that all Directors have effectively discharged their stewardship duties and responsibilities to the Company.

### PART III - REMUNERATION

#### 7. Level and Composition of Remuneration

##### 7.1 Remuneration policy

The objective of the Group's remuneration policy is to attract and retain the Directors and Senior Management to lead and manage the Group effectively. For Executive Directors and Senior Management, components of the remuneration package are linked to corporate and individual performance. For Non-Executive Directors, the level of remuneration reflects their experience and scope of responsibilities. The remuneration policy is set out in the Board Charter and is available on the corporate website: [www.wegmans.com.my](http://www.wegmans.com.my).

Remuneration payable to Non-Executive Directors relates to Directors' fees for Independent Non-Executive Directors only and also includes fees for the Chairman/Chairperson and members of the Board Committees who are Independent Directors.

##### 7.2 RC

The RC was established on 29 May 2017 with clearly defined ToR and comprises three (3) Non-Executive Directors, all of whom are Independent Directors. It is chaired by an Independent Non-Executive Chairman. The ToR of the RC is set out in the Board Charter and is available on the corporate website: [www.wegmans.com.my](http://www.wegmans.com.my).

The RC is responsible for establishing and reviewing policies and procedures relating to the remuneration of the Board and Senior Management.

The RC evaluates the remuneration packages of Senior Management and recommends to the Board, for approval, the framework for the Executive Director's remuneration package. To uphold the corporate governance and maintain public confidence in the Company, Executive Directors are not involved in determining their own remuneration. In addition, Directors who are shareholders should abstain from voting at general meetings to approve their fees.

Non-Executive Directors' fees are determined by the Board as a whole, with the Director concerned abstaining from deliberations and voting on decisions in respect of his/her fee.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### 8. Remuneration of Directors and Senior Management

#### 8.1 Details of Directors' Remuneration

The remuneration paid and payable in respect of Directors' fees and benefits for FYE 2025, which has been approved by the shareholders of the Company at the Eighth AGM, consists of fixed fees and meeting allowance, based on the number of meetings they are attending for a year.

#### 8.2 Remuneration of Directors

The details of the remuneration received and receivable by the Directors of the Company and the Group for FYE 2025 are as follows:

##### Company

Directors	Salaries and bonus (RM)	EPF, SOCSO and EIS contribution (RM)	Director fee (RM)	Meeting allowance (RM)	Benefits-in-kind (RM)	Total (RM)
<b>Executive Directors</b>						
Keh Wee Kiet	–	–	43,560	2,800	–	46,360
Law Kok Lim	–	–	43,560	2,800	–	46,360
<b>Non-executive Directors</b>						
Maziah Binti Md Yamin	–	–	46,150	2,800	–	48,950
Faam Chang Pooh	–	–	43,560	2,100	–	45,660
Chong Lee Ling <i>(Appointed on 30 May 2025)</i>	–	–	21,000	1,400	–	22,400
Chan Wan Seong <i>(Retired on 30 May 2025)</i>	–	–	24,200	1,400	–	25,600
<b>Grand Total</b>	–	–	<b>222,030</b>	<b>13,300</b>	–	<b>235,330</b>

##### Group

Directors	Salaries and bonus (RM)	EPF, SOCSO and EIS contribution (RM)	Director fee (RM)	Meeting allowance (RM)	Benefits-in-kind (RM)	Total (RM)
<b>Executive Directors</b>						
Keh Wee Kiet	788,880	102,061	43,560	2,800	28,000	965,301
Law Kok Lim	788,880	102,060	43,560	2,800	28,000	965,300
<b>Non-executive Directors</b>						
Maziah Binti Md Yamin	–	–	46,150	2,800	–	48,950
Faam Chang Pooh	–	–	43,560	2,100	–	45,660
Chong Lee Ling <i>(Appointed on 30 May 2025)</i>	–	–	21,000	1,400	–	22,400
Chan Wan Seong <i>(Retired on 30 May 2025)</i>	–	–	24,200	1,400	–	25,600
<b>Grand Total</b>	<b>1,577,760</b>	<b>204,121</b>	<b>222,030</b>	<b>13,300</b>	<b>56,000</b>	<b>2,073,211</b>

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### 8.3 Remuneration of Senior Management

The Group is aware of the importance of transparency in disclosing the remuneration of the Senior Management. However, in view of the confidentiality and sensitivity of such remuneration packages, and concerns over poaching by competitors and headhunters, the Board has opted not to disclose the remuneration of Senior Management in the best interest of the Group.

## B) EFFECTIVE AUDIT AND RISK MANAGEMENT

### PART I - ARMC

#### 9. Effective and Independent ARMC

##### 9.1 The Chairperson of the ARMC is not the Chairman of the Board

The positions of Chairperson of the ARMC and Chairman of the Board are held by two (2) different individuals. Accordingly, the objectivity of the Board's review of the ARMC's findings and recommendations is preserved. The Board is of the view that the Chairperson of the ARMC has performed the duties as defined and his judgment was not impaired as he is sufficiently independent from Management in leading the discussion on the matters being deliberated and findings as well as recommendations made by the ARMC objectively in the Board meetings.

##### 9.2 Cooling-off period for a former audit partner to be appointed as ARMC member

The ARMC has adopted a three-year cooling-off period policy for any candidate who is a former audit partner prior to being appointed as a member of the ARMC.

However, this policy is currently does not apply to the ARMC given that none of the ARMC or Board members is a former audit partner as at the date of this Statement.

##### 9.3 Policies and procedures for assessment of suitability, objectivity and independence of external auditors

The ARMC maintains a transparent and professional relationship with the external auditors of the Company. The external auditors play an essential role in enhancing the reliability of the Company's annual audited financial statements and in providing assurance to stakeholders on their reliability. The external auditors are obliged to bring any significant deficiencies in the Company's internal control system and compliance to the attention of the Management and, where necessary, to the ARMC and the Board.

The ARMC is empowered by the Board to review any matters concerning the appointment, re-appointment, resignation or dismissals of the external auditors, review and evaluate factors relating to their independence.

The ARMC undertakes an annual assessment of the suitability and independence of the external auditors in accordance with the independence criteria set out by the International Federation of Accountants and the Malaysian Institute of Accountants ("MIA"). Only non-audit services that provide clear efficiencies and value-added benefits to the Group, and that do not impair the external auditors' independence or audit works, will be approved by the ARMC.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

In addition, the ARMC obtains written assurance from the external auditors confirming that they are, and have been, independent throughout the audit engagement with the Company, in accordance with the independence criteria set out by the MIA. The ARMC reviews the terms of engagement for services provided by the external auditors prior to recommending them to the Board for consideration. Based on the ARMC's recommendation on the re-appointment of the external auditors, the Board will then seek shareholders' approval at the AGM.

Further details on the activities undertaken by the ARMC are set out in the ARMC Report of this Annual Report on pages 68 to 69.

### 9.4 ARMC composition

The ARMC comprises three (3) Non-Executive Directors, all of whom are Independent Directors. Details of its composition are set out in the Corporate Information of this Annual Report on page 2.

The Board is of the view that the ARMC is able to assist the Board in reviewing and scrutinising information to ensure its accuracy, adequacy and completeness for disclosure, thereby ensuring reliability and compliance with applicable financial reporting standards.

### 9.5 Continuous professional development

The ARMC Chairperson, Faam Chang Pooh together with all ARMC members, reviewed the Company's financial statements and annual audited financial statements in the presence of external auditors prior to recommending them to the Board for approval and issuance to stakeholders.

To assist the Board in reviewing and scrutinising information for accuracy, adequacy and completeness of disclosure, and to ensure reliability and compliance with applicable financial reporting standards, ARMC member(s) undertake continuous professional development to keep abreast of relevant developments in accounting and auditing standards, practices and regulations.

The Board, through the recommendation of the NC and with the exception of Directors who are also ARMC members is satisfied that all ARMC members are financially literate, competent and possess sufficient understanding of the Company's business.

Further details on the external programmes attended by the ARMC are set out in this Statement of this Annual Report on pages 51 to 52.

## PART II – RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

### 10. Effective Risk Management and Internal Control Framework

#### 10.1 Sound framework to manage risks

The Board is updated on the Group's internal control system which encompasses risk management practices as well as financial, operational and compliance controls on a quarterly basis. Ongoing reviews are conducted throughout the year on a quarterly basis to identify, evaluate, monitor and manage significant risks affecting the business and ensure that adequate and effective controls are in place. These continuous review processes are carried out by the Company's Management Team as well as the Group's independent and adequately resourced internal audit function. The findings of the internal audit function are regularly reported to the ARMC.

Details of the main features of the Company's risk management and internal control framework are further elaborated in the ARMC Report and the Statement on Risk Management and Internal Control of this Annual Report on pages 67 to 70 and pages 71 to 74 respectively.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### 10.2 Implementation of mitigating measures

The responsibility of identifying and managing risks is delegated to the Heads of Department (“HoD”). The ARMC is responsible for reviewing the effectiveness of these processes. Any material risks identified are discussed and appropriate actions or controls will be implemented to ensure such risks are properly monitored and managed to an acceptable level.

The ARMC assists the Board in implementing and overseeing the Group’s risk management framework as well as reviewing the risk management policies formulated by Management and making relevant recommendations to the Board for approval.

## 11. Effective Governance, Risk Management and Internal Control

### 11.1 Internal Audit Function

The Board of Directors places significant emphasis on sound internal controls which are necessary to safeguard the Group’s assets and shareholders’ investments. In this regard, the Board affirms its overall responsibility for the Group’s internal control system which encompasses risk management practices as well as financial, operational and compliance controls, and delegates oversight to the ARMC. However, it should be noted that such system, by its nature, manages but does not eliminate risks and therefore can provide only reasonable and not absolute assurance against material misstatement, loss or fraud.

Ongoing reviews are conducted by the ARMC throughout the year to identify, evaluate, monitor and manage significant risks affecting the business and to ensure that adequate and effective controls are in place. The Company also outsources the internal audit function to an independent assurance provider (“Internal Auditors”) to provide an independent appraisal over the Group’s internal control system to the ARMC.

### 11.2 Competency of internal auditors

To ensure that the responsibilities of the internal auditors are fully discharged, the ARMC reviews the adequacy of the scope, functions and resources of the internal audit function, as well as the competency i.e. qualification and experience of the internal auditors on an annual basis.

The internal auditors carry out internal audit reviews independently in accordance with a recognised framework. Prior to the commencement of internal audit assignments, the internal auditors also seek written assurance from those involved, confirming that they do not have any relationships or conflict of interest with the Company, which could impair their independence and objectivity throughout the audit engagement. The internal auditors provide such declaration in their annual audit plan, which is presented to the ARMC prior to the commencement of internal audit assignments for the ensuing year.

Based on such declarations, feedback from the Management Team, and performance assessments conducted by the ARMC, the ARMC considers whether to continuous outsourcing the internal audit function to the internal auditors to provide an independent appraisal on the adequacy, efficiency and effectiveness of the Group’s internal control system.

An overview of the state of internal control function within the Group, including the risk management and key internal control structures, is set out in the ARMC Report and the Statement on Risk Management and Internal Control of this Annual Report on pages 67 to 70 and pages 71 to 74 respectively.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### C) INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

#### PART I – COMMUNICATION WITH STAKEHOLDERS

##### 12. Continuous Communication between Company and Stakeholders

###### 12.1 Effective, transparent and regular communication with its stakeholders

The Board recognises the importance of maintaining effective communication channels between the Board, shareholders and the general public, while ensuring full compliance with the disclosure requirements set out in the Listing Requirements of Bursa Securities. The annual reports, press releases, quarterly results, annual audited financial statements and any announcements on material corporate exercises are the primary means of disseminating information on the Group's business activities and financial performance.

The Executive Director is the designated spokesperson for all matters relating to the Group and dedicated personnel are tasked with preparing and verifying material information for timely disclosure upon approval by the Board. The Group maintains a corporate website: [www.wegmans.com.my](http://www.wegmans.com.my), where shareholders and the public may access information on, amongst others, the Group's background and products, financial performance, frequently-asked questions ("FAQs") and updates on its various sponsorships and promotions. Stakeholders may at any time seek clarification or raise queries via the corporate website, by email or telephone. The primary contact details are available on the Group's corporate website.

#### PART II – CONDUCT OF GENERAL MEETINGS

##### 13. Strengthen relationship between the Company and shareholders

###### 13.1 Encourage shareholder participation at general meetings

The AGM represents the principal forum for dialogue and interaction with shareholders. At each AGM, the Board presents the progress and performance of the Group since the last meeting. Shareholders are encouraged to participate in the subsequent Question & Answer ("Q&A") session, wherein the Directors, Company Secretaries, HoD as well as the Group's external auditors are available to respond to the queries raised. In the event that a question cannot be addressed during the meeting, the Chairman will undertake to provide a written reply to the shareholder. Each item of special business included in the notice of meeting is accompanied by an explanation of the effects of the proposed resolution.

The notice of AGM is dispatched to shareholders at least twenty-eight (28) days prior to the AGM. This allows shareholders sufficient time to make necessary arrangements to attend and participate either in person, by corporate representative, by proxy or by attorney.

At the commencement of all general meetings, the Chairman informs shareholders of their voting rights. Separate resolutions are proposed for substantially separate issues at the meeting and the Chairman declares the number of proxy votes received, both for and against each resolution where appropriate. The outcome of the general meeting is announced to Bursa Securities on the same day. Minutes of the AGM are made available on the corporate website : [www.wegmans.com.my](http://www.wegmans.com.my) within thirty (30) business days after the AGM.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### 13.2 Effective communication and proactive engagements

All Directors endeavored to be present in person at the AGM to engage directly with, and be accountable to the shareholders for their stewardship of the Company.

During the Eighth AGM, the Directors and Management joined the shareholders together with a dedicated team of employees to assist the shareholders on the queries raised. The proceedings of the Eighth AGM included the Chairman's briefing on the Company's overall performance for FYE 2024, the presentation of the external auditors' unqualified report to shareholders, and a Q&A session during which the Chairman invited shareholders to raise questions pertaining to the Company's financial statements and other items for adoption at the meeting before putting the resolutions to a vote.

### 13.3 Facilitate greater shareholder participation at general meetings

Under Paragraph 8.29A(1) of the Listing Requirements of Bursa Securities, a PLC must, among others, ensure that any resolution set out in the notice of a general meeting, is voted on by poll. For this purpose, the share registrar will be appointed as the Poll Administrator and an independent scrutineer will be appointed to validate the votes cast at the forthcoming AGM.

The Company ensures that the general meeting is held at an accessible location and not in remote areas in order to encourage shareholders attendance and participation. Having considered that the Company's shareholder base is not that large, the Board is of the view that there is no immediate need to leverage technology to facilitate electronic poll voting and remote shareholder participation at this juncture.

The Board will, from time to time, consider leveraging technology to facilitate voting in absentia, in order to more accurately reflect shareholders' views and to ensure an efficient and reliable voting process.

## COMPLIANCE STATEMENT

The Board shall continue to strive for high standards of corporate governance throughout the Group. The Board considers and is satisfied that save and except for the several of the Practices which are departure and/or not adopted as disclosed herein and in the CG Report, the Company has in all material aspects satisfactorily complied with the principles and recommendations of the Code, the relevant chapters of the Listing Requirements of Bursa Securities on corporate governance and all applicable laws and regulations throughout FYE 2025.

This Statement is made in accordance with the resolution of Board dated 20 April 2026.

## OTHER INFORMATION

### 1. UTILISATION OF PROCEEDS RAISED FROM CORPORATE PROPOSALS

There were no proceeds raised from any proposal during the financial year.

## CORPORATE GOVERNANCE OVERVIEW STATEMENT (CONT'D)

### 2. AUDIT AND NON-AUDIT FEES

The fees payable to the external auditors, Crowe Malaysia PLT in relation to the audit and non-audit services rendered to the Company and its subsidiaries for FYE 2025 are as follows:

	The Company RM ('000)	The Group RM ('000)
Audit fees	32	106
Non audit fees	5	5

### 3. MATERIAL CONTRACTS

There was no material contract entered into by the Group involving the interest of Directors and major shareholders, either still subsisting at the end of the financial year under review or entered into since the end of the previous financial year.

### 4. DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

Pursuant to Paragraph 9.25A 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

	Group	
	2025 (RM)	2024 (RM)
<b>Total Income</b>		
Revenue	109,795,120	103,746,629
Other income	1,646,258	1,499,475
<b>Total</b>	<b>111,441,378</b>	<b>105,246,104</b>
<b>Total Assets</b>	<b>184,025,134</b>	<b>190,925,512</b>

#### (B) Business Activities

	Group	
	2025 (RM)	2024 (RM)
<b>Shariah Non-Compliant Activities</b>		
Interest income	82,955	89,661
<b>Total</b>	<b>82,955</b>	<b>89,661</b>

CORPORATE GOVERNANCE OVERVIEW STATEMENT  
(CONT'D)**(C) Component of Financial Position****(i) Cash Component**

	Group	
	2025 (RM)	2024 (RM)
<b>Islamic Account/Instruments</b>		
Cash at bank (exclude cash in hand)	539,710	740,818
Cash in hand	45,064	29,622
<b>Total</b>	<b>584,774</b>	<b>770,440</b>
<b>Conventional Account/Instruments</b>		
Cash at bank (exclude cash in hand)	20,865,807	16,563,491
Deposits with licensed bank	-	5,000,000
<b>Total</b>	<b>20,865,807</b>	<b>21,563,491</b>

**(ii) Debt Component**

	Group	
	2025 (RM)	2024 (RM)
<b>Islamic Financing</b>		
<b>Current</b>		
Term financing	2,858,707	2,843,405
Commodity Financing	3,333,789	3,702,139
<b>Non-Current</b>		
Term financing	6,239,200	9,104,111
Commodity Financing	6,789,755	10,503,901
<b>Total</b>	<b>19,221,451</b>	<b>26,153,556</b>
<b>Conventional Borrowing</b>		
<b>Current</b>		
Hire purchase payables	295,238	347,406
Banker's acceptances	3,397,000	5,058,000
Term loans	1,124,494	1,184,131
<b>Non-Current</b>		
Hire purchase payables	580,254	584,289
Term loans	3,351,662	2,417,721
<b>Total</b>	<b>8,748,648</b>	<b>9,591,547</b>

# AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

## COMPOSITION AND ATTENDANCE

The Audit and Risk Management Committee (“ARMC”) of Wegmans Holdings Berhad (“Wegmans” or “the Company”), comprises three (3) members who are Independent and Non-Executive Directors. The current composition meets the requirement of paragraph 15.09 and 15.10 of the Main Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) as well as Step Up 9.4 of the Malaysian Code on Corporate Governance. Should there be a vacancy in the ARMC resulting in the non-compliance of paragraph 15.09(1) and 15.10 of the Listing Requirements of Bursa Securities, the Company must fill up the vacancy within three (3) months thereof. The ARMC composition and the attendance records are outlined in the Corporate Information and Corporate Governance (“CG”) Overview Statement in this Annual Report on page 2 and pages 49 to 66 respectively.

The Term of Reference (“ToR”) will be reviewed periodically or as and when required by the ARMC and recommendation will be made to the Board for approval on any revision. The ToR of the ARMC is set out in the Board Charter and is available on the corporate website: [www.wegmans.com.my](http://www.wegmans.com.my).

The ARMC held four (4) meetings during the financial year ended 31 December 2025 (“FYE 2025”). The members of the ARMC and the record of their attendance are as follows:

	Numbers of meetings attended
Faam Chang Pooh ( <i>Independent Non-Executive Director – Chairperson</i> )	3/4
Maziah Binti Md Yamin ( <i>Independent Non-Executive Chairman – Member</i> )	4/4
Chong Lee Ling ( <i>Independent Non-Executive Director – Member</i> ) ( <i>Appointed as Committee Member on 30 May 2025</i> )	2/2
Chan Wan Seong ( <i>Independent Non-Executive Chairman – Member</i> ) ( <i>Ceased as Committee Member on 30 May 2025</i> )	1/1

## OTHER MATTERS

The related party transactions including recurrent related party transactions of a revenue and trading nature entered into by the Group will be reviewed by the ARMC to ensure that they were conducted on the Group’s normal commercial terms and adequate internal procedures had been deployed in the Group in relation to such transactions to monitor compliance with the Listing Requirements of Bursa Securities and to ascertain that the transactions entered into were not prejudicial to the interest of the non-controlling shareholders. If any matter reported by the ARMC to the Board of the Company has not been satisfactorily resolved resulting in a breach of the Listing Requirements of Bursa Securities, the ARMC shall promptly report such matter to Bursa Securities.

The ARMC noted that there was neither related party transactions nor recurrent related party transactions of a revenue and trading nature entered into by the Group during the financial year under review.

## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

### SUMMARY OF ACTIVITIES

The ARMC's activities during the financial year under review and up to the date of this Report encompassed the following:

#### Activities with regards to external audit:

- review of external audit approach, areas of audit emphasis and audit plans based on the external auditors' presentation of audit planning memorandum;
- review of external audit results, key audit findings and audit report based on the external auditors' presentation of audit review memorandum;
- review and evaluation of factors relating to the independence of the external auditors. The ARMC worked closely with the external auditors in establishing procedures in assessing the suitability and independence of the external auditors, in confirming that they are, and have been, independent throughout the conduct of the audit engagement with the Group in accordance with the independence criteria set out by the International Federation of Accountants and the Malaysian Institute of Accountants;
- consideration and recommendation to the Board for the approval of the audit fees and non-audit fees payable to the external auditors;
- review of the performance, competency and professionalism of the external auditors in the provision of statutory audit services and recommend to the Board for approval on the re-appointment of external auditors; and
- having a private session with external auditors where the external auditors were given opportunities to raise any matters without the presence of management staff and the executive board members.

#### Activities with regards to internal audit:

- review of internal audit's resource requirements, scope, adequacy and function;
- review of two years internal audit plans and scope of coverage;
- review of internal control review report, recommendations and Management's responses as well as discussion on improvement actions in the areas of internal control, systems and efficiency enhancements suggested by the internal auditors with the Management Team in a separate forum;
- suggestion on additional improvement opportunities in the areas of internal control, systems and efficiency improvement; and
- review of the performance and competency of the internal auditors.

#### Activities with regards to financial statements:

- review annual report and audited financial statements of the Company prior to submission to the Board for their perusal and approval as to ensure the financial statements drawn up in accordance with the requirements of the Companies Act 2016 ("the Act") and the applicable approved accounting standards approved by Malaysian Accounting Standards Board ("MASB");
- review of the Group's compliance with the Listing Requirements of Bursa Securities, Malaysian Financial Reporting Standards and other relevant legal and regulatory requirements with regards to the quarterly financial statements and annual audited financial statements; and
- review of the unaudited quarterly financial results announcements before recommending them for Board's approval, focusing particularly on:
  - o any change in accounting policies and practices
  - o significant adjustments arising from the audit
  - o the going concern assumption
  - o compliance with applicable financial reporting standards and other legal requirements.

## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

### Activities with regards to internal control and risk management:

- assessment on the resources and knowledge of the Management and employees involved in the system of internal controls and risk management process;
- monitoring of key principal risks and identification and assessment of new principal risks which may affect the Group directly or indirectly and if deemed necessary, recommendation of additional course(s) of action to mitigate such risks;
- monitoring and communication of the risk assessment results to the Board;
- assessment on the actual and potential impact of any failure or weakness of the internal controls in place; and
- monitoring of the enterprise risk management framework implementation and review on adequacy and effectiveness thereof from time to time.

### Other activities:

- review of its ToR periodically and recommendation to the Board on revision, if necessary;
- discussion on summary of assessment on the performance and effectiveness of ARMC and its members;
- review of ordinary dividend payment and related party transactions that may arise within the Company or the Group including any transaction, procedure or code of conduct that may raise concern or question of management's integrity;
- review of pertinent issues of the Group which have a significant impact on the results of the Group including enhancement and investment in existing products, cost rationalisation measures and human resource development;
- review of application of Corporate Governance principles and the extent of the Group's compliance with the best practices set out under with the Malaysian Code for Corporate Governance;
- review of the CG Overview Statements, CG Report, ARMC Report and the Statement on Risk Management and Internal Control for adoption by the Board; and
- reviewed, monitor and report any conflict of interest ("COI") situations that involve directors and key senior management within the Group included those COI situations that arose, persist or may arise and the measures taken to resolve, eliminate or mitigate such COI situations. During the financial year, there were no COI situations that involved directors and key senior management within the Group.

## INTERNAL AUDIT ("IA") FUNCTION

The purpose of the IA function is to provide the Board, through the ARMC, with reasonable assurance of the effectiveness of the risk management, control and governance processes in the Group. The ARMC reviews the Group's state of compliance with established principles and practices, as well as the relevant statutory requirements.

To provide an independent appraisal over the system of internal control of the Group to the ARMC, the Company outsources the internal audit function to an independent assurance provider. To ensure that the responsibilities of internal auditors are fully discharged, the ARMC reviews the adequacy of the scope, functions and resources of the IA function as well as the competency of the internal auditors.

The IA activities will be carried out based on an internal audit plan presented by the outsourced internal auditors to the ARMC for approval. The establishment of the audit plan will take into consideration the corporate risk profile and input from Senior Management and the ARMC members. The results of the audits provided in the internal audit reports will be reviewed by the ARMC. The relevant Head of Department ("HoD") of the specific audit subject is made responsible for ensuring that corrective actions on reported weaknesses are taken within the required timeframe. Internal auditors conduct follow-up audits to ensure that Management's corrective actions were implemented appropriately. In this respect, the IA has added value by improving the control processes within the Group.

## AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (CONT'D)

The internal auditors carried out the review on internal control of the selected subsidiaries for FYE 2025 on the following areas:

- Internal control review of inventory function – quantity management, the scope of the review of internal control system covers the following:
  - (i) ascertain effectiveness of the processes for receiving, put-away, issuing, picking, shipping;
  - (ii) ascertain cycle counts are complete and any variances identified are researched and adjusted properly;
  - (iii) ascertain controls over safeguarding of inventories, physical access and security during night time;
  - (iv) ascertain processes to identify obsolesces and slow-moving inventories; and
  
- Internal control review of asset management, the scope of the review of internal control system covers the following:
  - (i) review controls over completeness, accuracy of fixed asset records;
  - (ii) perform physical sighting to ascertain fixed asset recorded in balance sheet are physically exists;
  - (iii) review controls over requisition, acquisition, disposal, write-off processes of fixed assets;
  - (iv) evaluate adequacy of safeguarding of assets controls.

Total cost incurred during the financial year under review was RM24,000.

An overview of the Group's approach in maintaining sound systems of internal control is set out in the Statement on Risk Management and Internal Control on pages 71 to 74 of this Annual Report.

Premised on the performance assessment conducted by the ARMC, written declaration from the internal auditors on their independence and objectivity throughout the conduct of the audit engagement as well as feedback by the Management Team, the ARMC is of the view that internal auditors is free from any relationships or conflicts of interest with those involved and is capable of carrying out the IA reviews. Accordingly, the ARMC approved for the Group to continuously outsource the IA function to provide an independent appraisal on the adequacy, efficiency and effectiveness of the Group's internal control system for FYE 2025.

This Report was made in accordance with the resolution of ARMC dated 20 April 2026.

# STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

## INTRODUCTION

The Board of Directors (“Board”) of Wegmans Holdings Berhad (“Wegmans” or “the Company”) is committed towards maintaining a sound system of risk management and internal control and is pleased to provide the following Statement on Risk Management and Internal Control (“Statement”) which outlines the scope and nature of risk management and the internal controls of the Company and the subsidiaries (“Group”) for the financial year ended 31 December 2025 (“FYE 2025”).

For the purpose of disclosure, this Statement is guided by the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Companies (SORMIC Guide 2025) pursuant to paragraph 15.26(b) of the Main Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and Practice 10.1 and 10.2 of the Malaysian Code on Corporate Governance.

## BOARD’S RESPONSIBILITY

The Board re-affirms its commitment and acknowledges its overall responsibility in maintaining the risk management and the Group’s system of internal control as well as reviewing its adequacy, integrity and effectiveness to safeguard shareholders’ investments and the Group’s assets. The Board recognises that a sound risk management and system of internal control is an integral part of good corporate governance. The Board and the Management Team are responsible and accountable for the establishment of internal controls for the Group. The Board has an on-going process for identifying, evaluating and managing significant risks faced by the Group. The Board has delegated the responsibility of monitoring the internal control and risk management systems to the Management Team.

The system of internal control and risk management covers not only financial controls but operational, risk and compliance controls as well. These systems are designed to manage, rather than eliminate, the risk of failure arising from non-achievement of the Group’s policies, goals and objectives. Such systems provide reasonable, rather than absolute, assurance against material misstatement or loss.

## RISK MANAGEMENT FRAMEWORK

The Group has in place an on-going process which is regularly reviewed by the Board for identifying, evaluating, monitoring and managing the significant risks affecting the achievement of its business objectives. The key elements of the Group’s Risk Management Framework are described below:-

- **Structure**

The Group adopts a de-centralised approach to risk management, whereby all employees take ownership and accountability for risks at their respective levels. The process of risk management and treatment is the responsibilities of the Heads of Department (“HoD”).

Enterprise Risk Management Committee (“ERMC”) provides risk management support to the Group as a whole. The role of the ERMC includes reporting on the status of risk mitigation actions, new risks identified and risks that have changed characteristics together with corresponding controls.

The ERMC comprising key persons from all departments, submits its reports to both the Management and the Audit and Risk Management Committee (“ARMC”). Minutes of the ERMC meetings which recorded these deliberations were presented to the ARMC. The ARMC reports to the Board on any significant changes in the business and external environment which affect key risks.

## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

- **Risk Assessment**

The Group maintains a database of risks specific to the Group together with their corresponding controls, which are categorised as follows:-

- Strategic, which are risks that affect the overall direction of the business.
- Operational, which are risks that impact the delivery of the Group's products.
- Financial, which are risks associated with financial processes and reporting.
- Compliance, which are risks associated in relation to legal, statutory and corporate governance.

- **Risk Management Process**

Potential risks are identified by the respective business functions based on relevant knowledge and expertise, publicly available information and advices from subject matter experts. The potential risks are then raised for discussion and deliberation by the ERMIC during the quarterly meeting. In the event a risk is adopted, the risk owner would be responsible to provide periodic updates in term of risk mitigating activities and the corresponding results. During the financial year under review, the risk register was monitored and reviewed by the ERMIC.

### INTERNAL CONTROL SYSTEM

The key elements of the Group's internal control system are described below:-

- **Control Environment**

The importance of a proper control environment is communicated throughout the organisation. Focus is directed towards the quality and abilities of the Group's employees with continuing education and training to enhance the skills of employees and reinforce qualities of professionalism and integrity. Such training also includes internal briefings and external seminars for selected employees relating to areas of risk management, leadership, selling skills and employee management.

- **Control Structure**

The Board and Management have established an organisational structure with clearly defined lines of accountability and delegated authority. This includes well-defined responsibilities of Board Committees and various management levels, including authorisation levels for all aspects of the business which are subject to yearly review.

The key elements of the Group's control structure are as follows:

- i. **Management**

Management has introduced well-established standard operating procedures that cover all key aspects of the Group's various business processes. These policies and procedures deal with, amongst others, control issues for asset security, information technology, health and safety, etc. The procedures are subject to yearly review to cater for process changes, changing risks or further improvements.

Aside from the standard operating procedures, changes in internal control procedures, if any, are communicated via circulars and internal memos. Such circulars and memos are properly authorised by the relevant members of HoD.

## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

Management adopts a consistent approach in the periodic review of key performance indicators set for various functions within the Group so as to ensure the efficiency and effectiveness of operational activities in achieving business objectives. To provide and solicit feedback in relation to business performance, critical issues and other key business matters effectively, Management also maintains effective communication channels.

### ii. Internal Audit

The Group has outsourced its internal audit function to an independent service provider (“internal auditors”) that provides the ARMC and the Board with reasonable assurance on the adequacy and effectiveness of the system of internal controls. The internal auditors carry out the internal audit reviews independently in accordance with a recognised framework.

The responsibilities of the internal auditors include developing the Annual Risk-based Audit Plan (“the Plan”) execution and reporting the audit results for the Group. For such purposes, the internal auditors:

- prepare a detailed Plan in consultation with the Managing Director (“MD”) for submission to the ARMC for approval;
- carry out all activities to conduct the audits in accordance with the Plan;
- share finding with the auditee upon completion of each audit; and
- submit internal audit reports together with recommendations to the ARMC.

The ARMC Report set out on pages 68 to 70 of this Annual Report contains further details on the principal responsibilities of and activities undertaken by the internal auditors in FYE 2025 and up to date of this Statement.

### iii. External Certification

The effectiveness of the system of internal control is also reviewed through the ISO 9001:2015 (Quality Management System) certifications. Regular reviews and periodic audits are conducted internally as well as by external auditors from accredited certification bodies. Results of these audits are reported to the Management.

The demanding control procedures and documentation requirements of the certifications further strengthen the control environment and the quality requirement of the Group’s products.

### iv. ARMC

The ARMC, on behalf of the Board, reviews the measures undertaken on internal control issues identified by the ERM, internal auditors, external auditors and Management. During the financial year under review, two (2) internal control review reports were issued by the internal auditors to the ARMC for their review.

The ARMC Report set out on pages 68 to 70 of this Annual Report contains further details on the activities undertaken by the ARMC in FYE 2025.

### v. Board

The Board holds regular discussions with the ARMC and Management and considers their reports on matters relating to internal controls and deliberates on their recommendations for implementation.

## STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONT'D)

- **Reporting and Information**

Quarterly meetings attended by Management, led by the MD, are held to discuss the various aspects of the business and operational performance of the Group. Key matters affecting the Group are brought to the attention of the ARMC by the MD, Executive Director or HoD and are reported to the Board on a regular basis.

- **Monitoring and Review**

There are processes for monitoring the system of internal controls and reporting any significant weaknesses together with details of corrective action. The system is reviewed on an on-going basis by the Board (through the ARMC), Senior Management and internal auditors. Responsibility for monitoring compliance with policies, procedures and guidelines rests principally with the ERM, which reports directly to the ARMC as described above. All HoD are also actively involved in continually improving the control processes within their respective departments.

On the other hand, sufficient insurance coverage and physical safeguards on major assets are in place to ensure the Group's assets are adequately covered against any mishap that could result in material loss. A yearly policy renewal exercise is undertaken in which Management reviews the coverage for the fixed assets and inventories based on their respective net book value and "replacement value", i.e. the prevailing market price for the same or similar item, where applicable.

### **ADEQUACY AND EFFECTIVENESS OF THE GROUP'S RISK MANAGEMENT AND INTERNAL CONTROL SYSTEMS**

The Board has received assurance from the MD and Executive Director that the Group's internal control and risk management systems put in place are operating adequately and effectively, in all material aspects, during the financial year under review.

Taking into consideration the above assurance from the Management Team, the Board is of the view that the system of risk management and internal control in place for the financial year under review and up to the date of this Statement, is satisfactory and is adequate to safeguard shareholders' investments, the interests of customers, regulators, employees and other stakeholders as well as the Group's assets. There was no material control failure that would have any material adverse effect on the financial results of the Group for the year under review and up to the date of issuance of the financial statements.

In view that the development of a sound system of internal control is an on-going process, the Board continues to take pertinent measures to sustain and, where required, to improve the Group's internal control and risk management environment in meeting the Group's strategic objectives.

### **REVIEW OF THIS STATEMENT BY EXTERNAL AUDITOR**

Pursuant to paragraph 15.23 of the Listing Requirements of Bursa Securities, the external auditors have reviewed this Statement in accordance with the Audit and Assurance Practice Guide ("AAPG") 3 (Revised) issued by the Malaysian Institute of Accountants for inclusion in this Annual Report. AAPG 3 (Revised) does not require external auditors to form an opinion on the adequacy and effectiveness of the risk management and internal control system of the Group. 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 Statement is not prepared, in all respects, in accordance with the disclosures required by Section 7 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Companies (SORMIC Guide 2025), nor was factually inaccurate.

This Statement is made in accordance with the resolution of Board dated 20 April 2026.

# RESPONSIBILITY STATEMENT BY THE BOARD OF DIRECTORS

In the course of preparing the annual financial statements for the Group and the Company, the Directors are collectively responsible for ensuring that these financial statements are drawn up in accordance with the requirements of the applicable approved accounting standards in Malaysia, the provisions of the Companies Act 2016 (“the Act”) and Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

It is the responsibility of the Directors to ensure that financial statements for each financial year present a true and fair view of the state of affairs of the Group and of the Company at the end of the financial year and of the results and cash flows of the Group and of the Company for the financial year.

The Directors are responsible to ensure that the Group and the Company keep accounting records which disclose with reasonable accuracy the financial position of the Group and of the Company which enable them to ensure that the financial statements comply with the Act. The Directors are responsible for taking such steps as are reasonably open to them to safeguard the assets of the Group and of the Company, and to detect and prevent fraud and other irregularities.

The Board, after due consideration, is satisfied that the financial statements for the financial year ended 31 December 2025 has been prepared adopting appropriate accounting policies which are applied consistently, and based on that, the Board exercises reasonable and prudent judgment. The Board also considers that relevant approved accounting standards have been followed and confirms that the financial statements have been prepared on a going concern basis.

## FINANCIAL STATEMENTS

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# DIRECTORS' REPORT

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

## PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of investment holding.

The information on the name, place of incorporation, principal activities, and percentage of issued share capital held by the holding company in each subsidiary company are set out in the “Subsidiaries” section of this report.

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

## RESULTS

	The Group RM	The Company RM
Profit after tax for the financial year	4,947,376	3,478,321
Attributable to:		
Owners of the Company	4,806,672	3,478,321
Non-controlling interests	140,704	–
	4,947,376	3,478,321

## DIVIDENDS

The Company paid an interim dividend of 0.50 sen per ordinary share amounting to approximately RM 2,725,518 for the financial year ended 31 December 2025 on 18 July 2025.

The directors do not recommend the payment of any final dividends for the current financial year.

## RESERVES AND PROVISIONS

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

## ISSUES OF SHARES AND DEBENTURES

During the financial year:

- (a) the Company increased its issued and paid-up share capital from approximately RM 68,155,113 to approximately RM 68,155,376 by way of issuance of 1,250 new ordinary shares from the exercise of Warrants C 2022/2025 at the exercise price of RM 0.21 per share which amounted to approximately RM 263.

The new ordinary shares issued rank equally in all respects with the existing ordinary shares of the Company; and

- (b) there were no issues of debentures by the Company.

## DIRECTORS' REPORT (CONT'D)

### TREASURY SHARES

During the financial year, the Company purchased 4,377,700 of its issued ordinary shares from the open market at an average price of approximately RM 0.16 per share. The total consideration paid for the purchase was approximately RM 680,814 including transaction costs. The shares purchased are being held as treasury shares in accordance with Section 127(6) of the Companies Act 2016 and are presented as a deduction from equity.

As at 31 December 2025, the Company held as treasury shares a total of 4,935,200 of its 550,038,855 issued and fully paid-up ordinary shares. The treasury shares are held at a carrying amount of approximately RM 775,032.

Treasury shares have no rights to vote, receive dividends or participate in any other distribution. Treasury shares shall not be taken into account in calculating the number or percentage of shares or of a class of shares in the Company for any purposes including substantial shareholding, take-overs, notices, the requisition of meeting, the quorum for a meeting and the result of a vote on a resolution at a meeting.

### OPTIONS GRANTED OVER UNISSUED SHARES

During the financial year, no options were granted by the Company to any person to take up any unissued shares in the Company except for the warrants.

### WARRANTS

#### Warrants C 2022/2025

As at 31 December 2025, the summary of the movements of Warrants C is as follows:

Issue Date	Expiry Date	Number of Warrants C			At 31.12.2025
		At 01.01.2025	Exercised	Lapsed	
10.05.2022	09.05.2025	137,508,560	(1,250)	(137,507,310)	–

The new ordinary shares issued from the exercise of Warrants C shall rank equally in all respects with the existing issued ordinary shares of the Company except that they shall not be entitled to any dividend, right, allotment and/or other distribution declared, made or paid prior to the relevant date of allotment and issuance of the new shares arising from the exercise of Warrants C.

### BAD AND DOUBTFUL DEBTS

Before the financial statements of the Group and of the Company were made out, 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 impairment losses on receivables and satisfied themselves that all known bad debts had been written off and that no allowance for impairment losses is required.

At the date of this report, the directors are not aware of any circumstances that would require the further writing off of bad debts, or the allowance for impairment losses on receivables in the financial statements of the Group and of the Company.

## DIRECTORS' REPORT (CONT'D)

### CURRENT ASSETS

Before the financial statements of the Group and of the Company were made out, 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 value as shown in the accounting records of the Group and of the Company, have 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 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 methods 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:

- (a) any charge on the assets of the Group and of the Company that has arisen since the end of the financial year which secures the liabilities of any other person; or
- (b) any contingent liability of the Group and of the Company which has arisen since the end of the financial year.

No contingent or other liability of the Group and of the Company has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which, in the opinion of the directors, will or may substantially affect the ability of the Group and of the Company to meet their obligations 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.

### ITEMS OF AN UNUSUAL NATURE

The results of the operations of the Group and of the Company during the financial year were not, in the opinion of the directors, substantially affected by any item, transaction or event of a material and unusual nature other than the following:

	<b>The Group RM</b>
Bad debts recovered	(1,240,881)

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

## DIRECTORS' REPORT (CONT'D)

### DIRECTORS

The names of directors of the Company who served during the financial year and up to the date of this report are as follows:

Keh Wee Kiet \*  
 Law Kok Lim \*  
 Maziah Binti Md Yamin  
 Faam Chang Pooh  
 Chong Lee Ling (Appointed on 30 May 2025)  
 Chan Wan Seong (Retired on 30 May 2025)

\* *Directors of the Company and the subsidiaries*

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

Kek Wee Beng

### DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of directors holding office at the end of the financial year in shares and options over unissued shares of the Company and its related corporations during the financial year are as follows:

		<b>Number of Ordinary Shares</b>			
		<b>At</b>			<b>At</b>
		<b>01.01.2025</b>	<b>Bought</b>	<b>Sold</b>	<b>31.12.2025</b>
Keh Wee Kiet	- Direct interest	175,000,000	-	-	175,000,000
Law Kok Lim	- Direct interest	175,000,000	-	-	175,000,000
Faam Chang Pooh	- Indirect interest *	25,000	-	-	25,000

\* *Indirect interest by virtue of the shareholdings of his spouse.*

By virtue of their shareholdings in the Company, Mr. Keh Wee Kiet and Mr. Law Kok Lim are deemed to have interests in the shares of all the subsidiaries during the financial year to the extent of the Company's interests, in accordance with Section 8 of the Companies Act 2016.

The other directors holding office at the end of the financial year had no interest in shares and options over unissued shares of the Company or its related corporations during the financial year.

## DIRECTORS' REPORT (CONT'D)

### DIRECTORS' BENEFITS

Since the end of the previous financial year, no director has received or become entitled to receive any benefit (other than directors' remuneration as disclosed in the "Directors' Remuneration" section of this report) 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.

Neither during nor at the end of the financial year was the Group or the Company a party to any arrangements whose 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.

### DIRECTORS' REMUNERATION

The details of the directors' remuneration paid or payable to the directors of the Company during the financial year are as follows:

	From the Company RM	From the Subsidiaries RM	Total RM
<b>Executive directors of the Company</b>			
Fees	87,120	–	87,120
Salaries, bonuses and other benefits	5,600	1,580,545	1,586,145
Contributions to defined contribution plan	–	201,336	201,336
	92,720	1,781,781	1,874,601
<hr/>			
Estimated monetary value of benefits-in-kind	–	56,000	56,000
<hr/>			
<b>Non-executive directors of the Company</b>			
Fees	134,910	–	134,910
Salaries, bonuses and other benefits	7,700	–	7,700
	142,610	–	142,610

### INDEMNITY AND INSURANCE COSTS

During the financial year, the amount of insurance effected for the directors and certain officers of the Company was RM 2,500,000.

No indemnity was given to, or insurance effected for the auditors of the Company.

## DIRECTORS' REPORT (CONT'D)

### SUBSIDIARIES

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

<b>Name of subsidiaries</b>	<b>Principal place of business and Country of incorporation</b>	<b>Percentage of issued share capital held by parent</b>	<b>Principal activities</b>
Wegmans Furniture Industries Sdn. Bhd.	Malaysia	100%	Design, manufacture and sale of home furniture products.
Wegmans Woodwork Sdn. Bhd.	Malaysia	100%	Property investment holding.
Collino Designs Sdn. Bhd.	Malaysia	100%	Dormant.
Wison Screw Industries Sdn. Bhd.	Malaysia	90%	Manufacture and sale of screw, nuts and spare parts.

(b) The available auditors' reports on the financial statements of the subsidiaries did not contain any qualifications.

### AUDITORS

The auditors, Crowe Malaysia PLT, have expressed their willingness to continue in office.

The details of the auditors' remuneration for the financial year are as follows:

	<b>The Group RM</b>	<b>The Company RM</b>
Audit fees	105,500	32,000
Non-audit fees	4,500	4,500
	<b>110,000</b>	<b>36,500</b>

Signed in accordance with a resolution of the directors dated 20 April 2026

**Keh Wee Kiet**

**Law Kok Lim**

# STATEMENT BY DIRECTORS

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

We, Keh Wee Kiet and Law Kok Lim, being two of the directors of Wegmans Holdings Berhad, state that, in the opinion of the directors, the financial statements set out on pages 89 to 142 are drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting 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 of 31 December 2025 and of their financial performance and cash flows for the financial year ended on that date.

Signed in accordance with a resolution of the directors dated 20 April 2026.

**Keh Wee Kiet**

**Law Kok Lim**

# STATUTORY DECLARATION

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

I, Koh Ru Ching, MIA Membership Number: 22961, being the officer primarily responsible for the financial management of Wegmans Holdings Berhad, do solemnly and sincerely declare that the financial statements set out on pages 89 to 142 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the declaration to be true, and by virtue of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by the abovementioned  
Koh Ru Ching at Muar in the State of Johor Darul Takzim on  
this 20 April 2026.

**Koh Ru Ching**

Before me  
**Lim Pei Ling (J238)**  
Commissioner for Oaths

# INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF WEGMANS HOLDINGS BERHAD

## REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

### Opinion

We have audited the financial statements of Wegmans 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 profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 89 to 142.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

### Basis for Opinion

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

### *Independence and Other Ethical Responsibilities*

We are independent of the 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"), as applicable to audits of financial statements of public interest entities and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

### Key Audit Matters

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

## INDEPENDENT AUDITORS' REPORT (CONT'D)

### Key Audit Matters (Cont'd)

We have determined the matters described below to be the key audit matters to be communicated in our report.

Key audit matters	How our audit addressed the key audit matters
<p><b>Carrying values of inventories</b> Refer to Note 10 in the financial statements</p> <p>The Group held inventories with carrying amount of RM 28,298,173 as at 31 December 2025.</p> <p>The carrying values of inventories is stated at the lower of cost and net realisable value.</p> <p>We have considered carrying values of inventories as a key area for our audit as management periodically reviews the inventories for potential write-downs by considering their aging profile, estimation of market price fluctuation and net realisable value.</p> <p>These reviews involve judgements and estimation uncertainty in forming expectations about future consumption, sales and demands.</p>	<p>Our procedures included, among others:</p> <ul style="list-style-type: none"> <li>▪ Comparing the net realisable value to the cost of inventories at the end of the reporting period to assess the reasonableness of inventories write-down.</li> <li>▪ Performing ageing test on the inventories and reviewing the impairment for slow-moving inventories, where applicable.</li> <li>▪ Performing inventory observation to assess the existence and condition of inventories.</li> </ul>
<p><b>Annual impairment assessment on goodwill</b> Refer to Note 8 in the financial statements</p> <p>The Group recorded goodwill amounting to RM 6,835,040 as at 31 December 2025 which arose from the acquisition of a subsidiary, Wison Screw Industries Sdn. Bhd. as a cash-generating unit ("CGU").</p> <p>The management is required to perform annual impairment assessment for the goodwill. We focus on this area as management's assessment of the value in use of this CGU involves estimation uncertainty and judgements about the future results of the business and key assumptions applied to future cash flow projection.</p>	<p>Our procedures included, among others:</p> <ul style="list-style-type: none"> <li>▪ Assessing the appropriateness of determining the recoverable amount based on value in use approach by management in goodwill impairment assessment.</li> <li>▪ Evaluating the value in use by assessing the reliability of management's forecast by comparing past trends of actual financial performance against forecast results.</li> <li>▪ Benchmarking key assumptions used in the discounted cash flows, such as revenue growth rate, operating profit margin and discount rate, against the historical performances.</li> <li>▪ Performing sensitivity analysis on revenue growth rates, operating profit margins and discount rate to evaluate impact on the impairment assessment.</li> </ul>

There are no key audit matters to report for the Company.

## INDEPENDENT AUDITORS' REPORT (CONT'D)

### 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. We have nothing to report in this regard.

### Responsibilities of the Directors for the Financial Statements

The directors of the Company are responsible for the preparation of the financial statements of the Group and of the Company that give a true and fair view in accordance with Malaysian Financial Reporting Standards, IFRS Accounting 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 or the Company or to cease operations, or have no realistic alternative but to do so.

### Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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

## INDEPENDENT AUDITORS' REPORT (CONT'D)

### Auditors' Responsibilities for the Audit of the Financial Statements (Cont'd)

- 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 or 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 or 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 purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

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

## INDEPENDENT AUDITORS' REPORT (CONT'D)

### OTHER MATTERS

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

**Crowe Malaysia PLT**  
201906000005 (LLP0018817-LCA) & AF 1018  
Chartered Accountants

**Seah Shirley**  
03708/01/2027 J  
Chartered Accountant

Muar, Johor Darul Takzim

Date: 20 April 2026

# STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2025

	Note	The Group		The Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>ASSETS</b>					
<b>NON-CURRENT ASSETS</b>					
Property, plant and equipment	5	98,799,688	101,091,793	-	-
Right-of-use assets	6	2,218,874	2,351,278	-	-
Prepaid lease	7	8,056,369	8,056,369	-	-
Goodwill	8	6,835,040	6,835,040	-	-
Investment in subsidiaries	9	-	-	69,200,001	69,200,001
		115,909,971	118,334,480	69,200,001	69,200,001
<b>CURRENT ASSETS</b>					
Inventories	10	28,298,173	34,601,346	-	-
Trade and other receivables	11	10,711,369	13,900,016	1,000	1,000
Short-term investment	12	6,036,907	-	-	-
Current tax assets		1,618,133	1,755,739	796	12,944
Deposits, bank and cash balances	13	21,450,581	22,333,931	415,129	333,250
		68,115,163	72,591,032	416,925	347,194
<b>TOTAL ASSETS</b>		184,025,134	190,925,512	69,616,926	69,547,195
<b>EQUITY AND LIABILITIES</b>					
<b>EQUITY</b>					
Share capital	14	68,155,376	68,155,113	68,155,376	68,155,113
Merger deficit	15	(22,100,000)	(22,100,000)	-	-
Treasury shares	16	(775,032)	(94,218)	(775,032)	(94,218)
Retained profits		87,579,006	85,497,852	2,148,698	1,395,895
Equity attributable to owners of the Company		132,859,350	131,458,747	69,529,042	69,456,790
Non-controlling interests		1,757,611	1,716,907	-	-
<b>TOTAL EQUITY</b>		134,616,961	133,175,654	69,529,042	69,456,790
<b>NON-CURRENT LIABILITIES</b>					
Lease liabilities	17	167,324	277,230	-	-
Loans and borrowings	18	16,960,871	22,610,022	-	-
Deferred tax liabilities	19	4,800,000	5,785,000	-	-
		21,928,195	28,672,252	-	-

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

STATEMENTS OF FINANCIAL POSITION  
(CONT'D)

	Note	The Group		The Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>CURRENT LIABILITIES</b>					
Trade and other payables	20	16,288,693	15,842,247	87,884	90,405
Lease liabilities	17	104,833	100,278	–	–
Loans and borrowings	18	11,009,228	13,135,081	–	–
Current tax liabilities		77,224	–	–	–
		27,479,978	29,077,606	87,884	90,405
<b>TOTAL LIABILITIES</b>		49,408,173	57,749,858	87,884	90,405
<b>TOTAL EQUITY AND LIABILITIES</b>		184,025,134	190,925,512	69,616,926	69,547,195

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

# STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	The Group		The Company	
		2025 RM	2024 RM	2025 RM	2024 RM
REVENUE	21	109,795,120	103,746,629	3,900,000	2,800,000
OTHER INCOME		1,646,258	1,499,475	8,559	10,372
CHANGES IN INVENTORIES OF FINISHED GOODS AND WORK-IN-PROGRESS		(2,989,786)	(4,993,936)	–	–
RAW MATERIALS USED		(47,873,957)	(41,196,647)	–	–
DEPRECIATION		(6,544,165)	(5,815,884)	–	–
STAFF COSTS		(32,164,468)	(27,717,774)	(92,720)	(92,720)
OTHER EXPENSES		(15,892,116)	(15,949,601)	(335,314)	(342,713)
FINANCE COSTS	23	(1,429,813)	(1,593,530)	–	–
PROFIT BEFORE TAX	24	4,547,073	7,978,732	3,480,525	2,374,939
INCOME TAX CREDIT/(EXPENSE)	25	400,303	(1,803,365)	(2,204)	(1,562)
PROFIT AFTER TAX AND TOTAL COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR		4,947,376	6,175,367	3,478,321	2,373,377
<b>PROFIT AFTER TAX AND TOTAL COMPREHENSIVE INCOME ATTRIBUTABLE TO:</b>					
Owners of the Company		4,806,672	5,999,930	3,478,321	2,373,377
Non-controlling interests		140,704	175,437	–	–
		4,947,376	6,175,367	3,478,321	2,373,377
<b>EARNINGS PER SHARE (SEN)</b>	26				
Basic		0.88	1.09		
Diluted		0.88	1.09		

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

# STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	Non-Distributable					Distributable		Total equity RM
		Share capital RM	Treasury shares RM	Merger deficit RM	Retained profits RM	Attributable to owners of the Company RM	Non-controlling interests RM		
<b>The Group</b>									
Balance at 1 January 2024		68,155,113	(94,218)	(22,100,000)	82,245,323	128,206,218	1,541,470	129,747,688	
Profit after tax and total comprehensive income for the financial year		-	-	-	5,999,930	5,999,930	175,437	6,175,367	
Dividends by the Company	27	-	-	-	(2,747,401)	(2,747,401)	-	(2,747,401)	
Balance at 31 December 2024/ 1 January 2025		68,155,113	(94,218)	(22,100,000)	85,497,852	131,458,747	1,716,907	133,175,654	
Profit after tax and total comprehensive income for the financial year		-	-	-	4,806,672	4,806,672	140,704	4,947,376	
Issuance of shares upon warrants exercised		263	-	-	-	263	-	263	
Purchase of treasury shares		-	(680,814)	-	-	(680,814)	-	(680,814)	
Dividends:									
- by the Company	27	-	-	-	(2,725,518)	(2,725,518)	-	(2,725,518)	
- by a subsidiary to non-controlling interests		-	-	-	-	-	(100,000)	(100,000)	
Total contributions by and distribution to owners		263	(680,814)	-	(2,725,518)	(3,406,069)	(100,000)	(3,506,069)	
Balance at 31 December 2025		68,155,376	(775,032)	(22,100,000)	87,579,006	132,859,350	1,757,611	134,616,961	

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

STATEMENTS OF CHANGES IN EQUITY  
(CONT'D)

	Note	Share capital RM	Treasury shares RM	<u>Distributable</u> Retained profits RM	Total equity RM
<b>The Company</b>					
Balance at 1 January 2024		68,155,113	(94,218)	1,769,919	69,830,814
Profit after tax and total comprehensive income for the financial year		–	–	2,373,377	2,373,377
Dividends	27	–	–	(2,747,401)	(2,747,401)
Balance at 31 December 2024/ 1 January 2025		68,155,113	(94,218)	1,395,895	69,456,790
Profit after tax and total comprehensive income for the financial year		–	–	3,478,321	3,478,321
Issuance of shares upon warrants exercised		263	–	–	263
Purchase of treasury shares		–	(680,814)	–	(680,814)
Dividends	27	–	–	(2,725,518)	(2,725,518)
Total contributions by and distribution to owners		263	(680,814)	(2,725,518)	(3,406,069)
Balance at 31 December 2025		68,155,376	(775,032)	2,148,698	69,529,042

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

# STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Note	The Group		The Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>CASH FLOWS FROM/(FOR) OPERATING ACTIVITIES</b>					
Profit before tax		4,547,073	7,978,732	3,480,525	2,374,939
Adjustments for:					
Bad debts recovered		(1,240,881)	–	–	–
Bad debts written off		3,203	100,802	–	–
Depreciation of property, plant and equipment		6,411,761	5,682,895	–	–
Depreciation of right-of-use assets		132,404	132,989	–	–
Dividend income		(36,024)	–	(3,900,000)	(2,800,000)
Gain on disposal of property, plant and equipment		–	(291,503)	–	–
Inventories written down		21,024	–	–	–
Property, plant and equipment written off		14,449	–	–	–
Unrealised loss/(gain) on foreign exchange		271,795	(151,601)	–	–
Interest expenses		1,429,813	1,593,530	–	–
Interest income		(185,575)	(225,373)	(8,559)	(10,372)
Operating profit/(loss) before working capital changes		11,369,042	14,820,471	(428,034)	(435,433)
Inventories		6,282,149	3,841,447	–	–
Trade and other receivables		2,444,169	1,599,922	–	–
Trade and other payables		866,961	2,390,832	(2,521)	(6,045)
<b>CASH FROM/(FOR) OPERATIONS</b>		20,962,321	22,652,672	(430,555)	(441,478)
Interest paid		(1,429,813)	(1,593,530)	–	–
Interest received		185,575	225,373	8,559	10,372
Tax paid		(958,196)	(1,627,384)	(2,610)	(4,039)
Tax refund		588,329	–	12,554	–
<b>NET CASH FROM/(FOR) OPERATING ACTIVITIES</b>		19,348,216	19,657,131	(412,052)	(435,145)

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

STATEMENTS OF CASH FLOWS  
(CONT'D)

	Note	The Group		The Company	
		2025 RM	2024 RM	2025 RM	2024 RM
<b>CASH FLOWS (FOR)/FROM INVESTING ACTIVITIES</b>					
Addition of short-term investment		(6,036,907)	–	–	–
Net receipts of advance to a subsidiary		–	–	–	131,503
Dividends received		36,024	–	3,900,000	2,800,000
Proceeds from disposal of property, plant and equipment		–	410,000	–	–
Purchase of property, plant and equipment	5(c)	(2,181,119)	(8,953,410)	–	–
Withdrawal of/(Placement of) fixed deposits with tenure of more than 3 months		3,000,000	(3,000,000)	–	–
<b>NET CASH (FOR)/FROM INVESTING ACTIVITIES</b>		<b>(5,182,002)</b>	<b>(11,543,410)</b>	<b>3,900,000</b>	<b>2,931,503</b>
<b>CASH FLOWS FOR FINANCING ACTIVITIES</b>					
Dividends paid		(2,825,518)	(2,747,401)	(2,725,518)	(2,747,401)
Net movements in bankers' acceptances		(1,661,000)	(2,013,000)	–	–
Proceeds from issuance of shares upon warrants exercised		263	–	263	–
Proceeds from term loans		2,248,380	4,468,220	–	–
Purchase of treasury shares		(680,814)	–	(680,814)	–
Repayments of hire purchase payables		(406,203)	(465,869)	–	–
Repayments of lease liabilities		(105,351)	(105,935)	–	–
Repayments of term loans		(8,306,181)	(7,854,408)	–	–
<b>NET CASH FOR FINANCING ACTIVITIES</b>		<b>(11,736,424)</b>	<b>(8,718,393)</b>	<b>(3,406,069)</b>	<b>(2,747,401)</b>
<b>NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS</b>		<b>2,429,790</b>	<b>(604,672)</b>	<b>81,879</b>	<b>(251,043)</b>
<b>EFFECT OF FOREIGN EXCHANGE TRANSLATION</b>		<b>(313,140)</b>	<b>84,072</b>	<b>–</b>	<b>–</b>
<b>CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL YEAR</b>		<b>19,333,931</b>	<b>19,854,531</b>	<b>333,250</b>	<b>584,293</b>
<b>CASH AND CASH EQUIVALENTS AT END OF THE FINANCIAL YEAR</b>	28(c)	<b>21,450,581</b>	<b>19,333,931</b>	<b>415,129</b>	<b>333,250</b>

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

# NOTES TO THE FINANCIAL STATEMENTS

## FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

### 1. GENERAL INFORMATION

The Company is a public limited liability company, incorporated and domiciled in Malaysia and listed on the Main Board of Bursa Malaysia Securities Berhad. The registered office and principal place of business are as follows:

Registered office	:	No. 7 (1 <sup>st</sup> Floor), Jalan Pesta 1/1 Taman Tun Dr. Ismail 1 Jalan Bakri 84000 Muar Johor Darul Takzim
Principal place of business	:	Lot PTD 6967 Jalan Kempas 3 Kawasan Perindustrian Bakri 84200 Muar Johor Darul Takzim

These financial statements comprise both separate and consolidated financial statements. The financial statements of the Company are separate financial statements, while the financial statements of the Group are consolidated financial statements that include those of the Company and its subsidiaries as of the end of the reporting period. The Company and its subsidiaries are collectively referred to as “the Group”.

The financial statements of the Group and of the Company are presented in Ringgit Malaysia (“RM”), which is the Company’s functional and presentation currency.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors dated 20 April 2026.

### 2. PRINCIPAL ACTIVITIES

The Company is principally engaged in the business of investment holding. The principal activities of the subsidiaries are set out in Note 9. There have been no significant changes in the nature of these activities during the financial year.

### 3. BASIS OF PREPARATION

The financial statements of the Group and of the Company are prepared under the historical cost convention and in compliance with Malaysian Financial Reporting Standards (“MFRSs”), IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

3.1 During the current financial year, the Group and the Company have adopted the following new accounting standards and/or interpretations (including the consequential amendments, if any):

**MFRSs and/or IC Interpretations (including the Consequential Amendments)**

Amendments to MFRS 121: Lack of Exchangeability

The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) did not have any material impact on the financial statements of the Group and of the Company.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 3. BASIS OF PREPARATION (CONT'D)

- 3.2 The Group and the Company have not applied in advance the following accounting standards and/or interpretations (including the consequential amendments, if any) that have been issued by the Malaysian Accounting Standards Board (MASB) but are not yet effective for the current financial year:

<b>MFRSs and/or IC Interpretations (including the Consequential Amendments)</b>	<b>Effective Date</b>
MFRS 18 Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19 Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 9 and MFRS 7: Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Amendments to MFRS 9 and MFRS 7: Contracts Referencing Nature-dependent Electricity	1 January 2026
Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred
Amendments to MFRS 19: Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 121: Translation to a Hyperinflationary Presentation Currency	1 January 2027
Annual Improvements to MFRS Accounting Standards – Volume 11	1 January 2026

The adoption of the above accounting standards and/or interpretations (including the consequential amendments, if any) is expected to have no material impact on the financial statements of the Group and of the Company upon their initial application except as follows:

#### MFRS 18 Presentation and Disclosure in Financial Statements

MFRS 18 'Presentation and Disclosure in Financial Statements' will replace MFRS 101 'Presentation of Financial Statements' upon its adoption. This new standard aims to enhance the transparency and comparability of financial information by introducing new disclosure requirements. Specifically, it requires that income and expenses be classified into 3 defined categories: "operating", "investing" and "financing" and introduces 2 new subtotals: "operating profit or loss" and "profit or loss before financing and income tax". In addition, MFRS 18 requires the disclosure of management-defined performance measures and sets out principles for the aggregation and disaggregation of information, which will apply to all primary financial statements and the accompanying notes. The statement of financial position and the statement of cash flows will also be affected. The potential impact of the new standard on the financial statements of the Group and of the Company has yet to be assessed.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 4. MATERIAL ACCOUNTING POLICY INFORMATION

#### 4.1 Critical accounting estimates and judgements

##### *Key sources of estimation uncertainty*

Management believes that there are no key assumptions made concerning the future, and other key sources of estimation uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year other than as disclosed below:

##### **(a) Depreciation of property, plant and equipment**

The estimates for the residual values, useful lives and related depreciation charges for property, plant and equipment are based on commercial factors that could change significantly due to technical innovations and competitors' actions in response to market conditions. The Group anticipates that the residual values of its property, plant and equipment will be insignificant. As a result, residual values are not being taken into consideration for the computation of the depreciable amount. Changes in expected usage levels and technological development could affect the economic useful lives and the residual values of these assets; therefore, future depreciation charges may be revised.

##### **(b) Impairment of goodwill**

The assessment of whether goodwill is impaired requires an estimation of the value in use of the cash-generating unit to which the goodwill is allocated. Estimating a value in use amount requires management to estimate the expected future cash flows from the cash-generating unit and to choose a suitable discount rate to calculate the present value of those cash flows.

##### **(c) Write-down of inventories**

Management periodically reviews damaged, obsolete and slow-moving inventories. These reviews require judgement and estimates. Possible changes in these estimates could result in revisions to the valuation of inventories.

##### **(d) Impairment of trade receivables**

The Group uses the simplified approach to estimate a lifetime expected credit loss allowance for all trade receivables. The Group develops expected loss rates based on the payment profiles of past sales and the corresponding historical credit losses, and adjusts them for qualitative and quantitative, reasonable and supportable, forward-looking information, where applicable. If the expectation is different from the estimation, such a difference will impact the carrying value of trade receivables.

##### **(e) Income taxes**

There are certain transactions and computations for which the ultimate tax determination may be different from the initial estimate. The Group and the Company recognise tax liabilities based on their understanding of the prevailing tax laws and estimates of whether such taxes will be due in the ordinary course of business. Where the final outcome of these matters is different from the amounts that were initially recognised, such difference will impact the income tax expense and deferred tax balances in the period in which such determination is made.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 4. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

#### 4.1 Critical accounting estimates and judgements (cont'd)

##### *Key sources of estimation uncertainty (cont'd)*

##### (f) Discount rates used in leases

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

##### *Critical judgements made in applying accounting policies*

Management believes that there are no instances of application of critical judgement in applying the accounting policies of the Group and of the Company which will have a significant effect on the amounts recognised in the financial statements other than as disclosed below:

##### *Lease terms*

Some leases contain extension options exercisable by the Group before the end of the non-cancellable contract period. In determining the lease term, management considers all facts and circumstances, including past practice and any cost that will be incurred to change the asset if an option to extend is not exercised. An extension option is only included in the lease term if the lease is reasonably certain to be extended (or not terminated).

#### 4.2 Financial instruments

##### (a) Financial assets

##### Financial assets through profit or loss

The financial assets are initially measured at fair value. Subsequent to initial recognition, the financial assets are remeasured to their fair value at the reporting date with any fair value changes recognised in profit or loss. The fair value changes do not include interest and dividend income.

##### Financial assets at amortised cost

The financial assets are initially measured at fair value plus transaction costs except for trade receivables without a significant financing component which are measured at the transaction price only. Subsequent to the initial recognition, all financial assets are measured at amortised cost less any impairment losses.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 4. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

#### 4.2 Financial instruments (cont'd)

##### (b) Financial liabilities

###### Financial liabilities at amortised cost

The financial liabilities are initially measured at fair value less transaction costs. Subsequent to the initial recognition, the financial liabilities are measured at amortised cost.

##### (c) Equity

###### Ordinary shares

Ordinary shares are recorded on initial recognition at the proceeds received less directly attributable transaction costs incurred. The ordinary shares are not remeasured subsequently.

###### Treasury shares

Treasury shares are recorded on initial recognition at the consideration paid less directly attributable transaction costs incurred. The treasury shares are not remeasured subsequently.

No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the treasury shares. If such shares are issued by resale, any difference between the sales consideration received and the carrying amount of the treasury shares is recognised in equity. Where treasury shares are cancelled, their carrying amounts are shown as a movement in retained profits.

##### (d) Financial guarantee contracts

Financial guarantee contracts are recognised initially as liabilities at fair value, net of transaction costs. Subsequent to the initial recognition, the financial guarantee contracts are recognised as income in profit or loss over the period of the guarantee or, when there is no specific contractual period, upon discharge of the guarantee. If the debtor fails to make payment relating to a financial guarantee contract when it is due and the Company, as the issuer, is required to reimburse the holder for the associated loss, the reimbursement is recognised as a liability and measured at the higher of the amount of loss allowance determined using the expected credit loss model and the amount of financial guarantee initially recognised less cumulative amortisation.

#### 4.3 Basis of consolidation

The Group applies the acquisition method of accounting for all business combinations except for those involving entities under common control which are accounted for applying the merger method of accounting.

Under the merger method of accounting, the assets and liabilities of the merger entities are reflected in the financial statements of the Group at their carrying amounts reported in the individual financial statements. The consolidated statement of profit or loss and other comprehensive income reflects the results of the merger entities for the full reporting period (irrespective of when the combination takes place) and comparatives are presented as if the entities had always been combined since the date for which the entities had come under common control.

The difference between the cost of the merger and the share capital of the merger entities is reflected within equity as merger reserve or merger deficit, as appropriate. The merger deficit is adjusted against suitable reserves of the merger entities to the extent that laws or statutes do not prohibit the use of such reserves.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 4. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

#### 4.4 Goodwill

Goodwill is initially measured at cost. Subsequent to the initial recognition, the goodwill is measured at cost less accumulated impairment losses, if any. A bargain purchase gain is recognised in profit or loss immediately.

#### 4.5 Investments in subsidiaries

Investments in subsidiaries which are eliminated on consolidation, are stated in the financial statements of the Company at cost less impairment losses, if any.

#### 4.6 Property, plant and equipment

All items of property, plant and equipment are initially measured at cost.

Subsequent to the initial recognition, all property, plant and equipment, are stated at cost less accumulated depreciation and any accumulated impairment losses.

Freehold land is not depreciated. Depreciation on other property, plant and equipment is calculated using the straight-line method to allocate their depreciable amounts over the estimated useful lives. The principal annual depreciation rates are:

Factory buildings	2%
Electrical installation, plant and machineries	8% - 20%
Office equipment, furniture and fittings	10% - 40%
Motor vehicles	20%

#### 4.7 Prepaid lease

Prepayments for the acquisition of leasehold land prior to the issuance of title i.e. the commencement of lease are capitalised as prepaid lease upon payments. Such amount shall be reclassified as right-of-use assets upon the commencement of lease.

#### 4.8 Right-of-use assets and lease liabilities

##### (a) Short-term leases and leases of low-value assets

The Group applies the “short-term lease” and “lease of low-value assets” recognition exemption. For these leases, the Group recognises the lease payments as an operating expense on a straight-line method over the term of the lease unless another systematic basis is more appropriate.

##### (b) Right-of-use assets

Right-of-use assets are initially measured at cost. Subsequent to the initial recognition, the right-of-use assets are stated at cost less accumulated depreciation and any accumulated impairment losses, and adjusted for any remeasurement of lease liabilities.

The right-of-use assets are depreciated using the straight-line method from the commencement date to the earlier of the end of the estimated useful lives of the right-of-use assets or the end of the lease term.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 4. MATERIAL ACCOUNTING POLICY INFORMATION (CONT'D)

#### 4.8 Right-of-use assets and lease liabilities (cont'd)

##### (c) Lease liabilities

Lease liabilities are initially measured at the present value of lease payments that are not paid at the commencement date, discounted using the entity's incremental borrowing rate. Subsequent to initial recognition, lease liabilities are measured at amortised cost and are adjusted for any lease reassessments or modifications.

#### 4.9 Inventories

Inventories are stated at the lower of cost and net realisable value. Cost is determined on the first-in-first-out or weighted average cost method, where applicable, and comprises all costs of purchase, cost of conversion plus other costs incurred in bringing the inventories to their present location and condition.

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

## 5. PROPERTY, PLANT AND EQUIPMENT

The Group	Freehold land RM	Factory buildings RM	Electrical installation, plant and machineries RM	Office equipment, furniture and fittings RM	Motor vehicles RM	Capital work-in- progress RM	Total RM
<b>At cost</b>							
At 1 January 2025	21,056,364	52,117,558	61,394,495	3,285,222	7,529,632	-	145,383,271
Additions	-	-	3,402,751	20,564	-	710,790	4,134,105
Write off	-	-	(1,980,576)	(539,149)	-	-	(2,519,725)
Reclassifications	-	-	710,790	-	-	(710,790)	-
At 31 December 2025	21,056,364	52,117,558	63,527,460	2,766,637	7,529,632	-	146,997,651
<b>Less: Accumulated depreciation</b>							
At 1 January 2025	-	7,326,869	30,046,727	2,053,217	4,864,665	-	44,291,478
Charge for the financial year	-	1,042,352	4,450,158	241,634	677,617	-	6,411,761
Write off	-	-	(1,976,829)	(528,447)	-	-	(2,505,276)
At 31 December 2025	-	8,369,221	32,520,056	1,766,404	5,542,282	-	48,197,963
<b>Carrying amount</b>							
At 31 December 2025	21,056,364	43,748,337	31,007,404	1,000,233	1,987,350	-	98,799,688

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

## 5. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

The Group	Freehold land RM	Factory buildings RM	Electrical installation, plant and machineries RM	Office equipment, furniture and fittings RM	Motor vehicles RM	Total RM
<b>At cost</b>						
At 1 January 2024	21,056,364	52,117,558	54,988,817	3,209,233	7,509,477	138,881,449
Additions	-	-	6,515,878	78,588	1,070,189	7,664,655
Disposals	-	-	-	-	(1,050,034)	(1,050,034)
Write off	-	-	(110,200)	(2,599)	-	(112,799)
At 31 December 2024	21,056,364	52,117,558	61,394,495	3,285,222	7,529,632	145,383,271
<b>Less: Accumulated depreciation</b>						
At 1 January 2024	-	6,284,518	26,422,611	1,792,165	5,153,625	39,652,919
Charge for the financial year	-	1,042,351	3,734,316	263,651	642,577	5,682,895
Disposals	-	-	-	-	(931,537)	(931,537)
Write off	-	-	(110,200)	(2,599)	-	(112,799)
At 31 December 2024	-	7,326,869	30,046,727	2,053,217	4,864,665	44,291,478
<b>Carrying amount</b>						
At 31 December 2024	21,056,364	44,790,689	31,347,768	1,232,005	2,664,967	101,091,793

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

**5. PROPERTY, PLANT AND EQUIPMENT (CONT'D)**

- (a) The following property, plant and equipment have been pledged to licensed banks as security for banking facilities granted to the Group (Note 18(a)):

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
<b>Carrying amount</b>		
Freehold land	21,056,364	21,056,364
Factory buildings	43,748,337	44,790,689
Plant and machineries	13,718,817	15,462,577
	78,523,518	81,309,630

- (b) Motor vehicles with carrying amount of RM 1,251,377 (2024 : RM 1,149,274) were held under hire purchase arrangements. These assets have been pledged as security for the hire purchase payables of the Group (Note 18(a)).

- (c) The cash disbursed for the purchase of property, plant and equipment is as follows:

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
Cost of property, plant and equipment purchased	4,134,105	7,664,655
Acquired through hire purchase arrangements	(350,000)	(400,000)
Deposits included under other receivables (Note 11(b))	–	1,922,088
Deposits made in previous financial year	(1,922,088)	–
Unpaid balances included under sundry payables (Note 20(b))	(99,388)	(418,490)
Cash disbursed in respect of purchase in previous financial year	418,490	185,157
	2,181,119	8,953,410

- (d) There have been no property, plant and equipment in the Company throughout the current and previous financial years.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 6. RIGHT-OF-USE ASSETS

<b>The Group</b>	<b>Leasehold land RM</b>	<b>Hostel RM</b>	<b>Total RM</b>
<b>Carrying amount</b>			
At 1 January 2025	1,973,771	377,507	2,351,278
Depreciation charges	(27,053)	(105,351)	(132,404)
<b>At 31 December 2025</b>	<b>1,946,718</b>	<b>272,156</b>	<b>2,218,874</b>
<b>Carrying amount</b>			
At 1 January 2024	2,000,824	186,116	2,186,940
Depreciation charges	(27,053)	(105,936)	(132,989)
Modification of lease liabilities	–	297,327	297,327
<b>At 31 December 2024</b>	<b>1,973,771</b>	<b>377,507</b>	<b>2,351,278</b>

- (a) The Group leases a piece of leasehold land and a hostel of which the leasing activities are summarised below:
- (i) Leasehold land
- The Group has entered into a non-cancellable operating lease agreement for the use of land. The lease is for a period of 99 years (2024 : 99 years) with no renewal or purchase option included in the agreement.
- (ii) Hostel
- The Group has leased a hostel for 3 years (2024 : 1 year), with an option to renew the lease after that date.
- (b) The leasehold land with carrying amount of RM 1,946,718 (2024 : RM 1,973,771) has been pledged to a licensed bank as security for banking facilities granted to the Group (Note 18(a)).

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 7. PREPAID LEASE

This represents progress claims paid for 4 pieces of leasehold land acquired in financial year 2019.

### 8. GOODWILL

	The Group	
	2025 RM	2024 RM
At 1 January/31 December	6,835,040	6,835,040

- (a) The goodwill is allocated to a cash-generating unit (“CGU”), i.e. a subsidiary namely Wison Screw Industries Sdn. Bhd. (“WSI”).
- (b) The Group has assessed the recoverable amount of goodwill allocated using the value in use approach. The recoverable amount was derived from cash flows projections based on 5 years of financial budgets approved by management. The key assumptions used in the determination of the recoverable amount are as follows:

	Revenue growth rate		Discount rate	
	2025	2024	2025	2024
WSI	3.0%	5.0%	6.0%	5.4%

- i) Budgeted revenue growth rate      Budgeted revenue growth rate based on past performance and its expectation of market development.
- ii) Discount rate (pre-tax)      The rate reflects specific risks relating to this CGU.

The values assigned to the key assumptions represent management’s past experience and its assessment of future trends in this cash-generating unit, based on both external sources and internal historical data.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 9. INVESTMENT IN SUBSIDIARIES

	The Company	
	2025 RM	2024 RM
Unquoted shares, at cost	69,200,001	69,200,001

(a) The details of the subsidiaries are as follows:

Name of subsidiaries	Principal place of business and Country of incorporation	Percentage of issued share capital held by parent		Principal activities
		2025	2024	
Wegmans Furniture Industries Sdn. Bhd. ("WFI")	Malaysia	100%	100%	Design, manufacture and sale of home furniture products.
Wegmans Woodwork Sdn. Bhd. ("WW")	Malaysia	100%	100%	Property investment holding.
Collino Designs Sdn. Bhd. ("CD")	Malaysia	100%	100%	Dormant.
Wison Screw Industries Sdn. Bhd. ("WSI")	Malaysia	90%	90%	Manufacture and sale of screw, nuts and spare parts.

(b) The non-controlling interests at the end of the reporting period comprise the following:

	Effective equity interest		The Group	
	2025	2024	2025 RM	2024 RM
WSI	10%	10%	1,757,611	1,716,907

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 9. INVESTMENT IN SUBSIDIARIES (CONT'D)

- (c) The summarised financial information (before intra-group elimination) for WSI that has non-controlling interests that are material to the Group is as follows:

	2025 RM	2024 RM
<b><u>At 31 December</u></b>		
Non-current asset	4,244,889	4,688,886
Current assets	15,966,396	16,510,110
Non-current liabilities	(665,581)	(1,195,263)
Current liabilities	(1,969,577)	(2,834,651)
Net assets	17,576,127	17,169,082
<b><u>Financial year ended 31 December</u></b>		
Revenue	14,896,179	16,663,913
Profit after tax for the financial year	1,407,045	1,754,372
Total comprehensive income for the financial year	1,407,045	1,754,372
Total comprehensive income attributable to non-controlling interests	140,704	175,437
Dividends paid to non-controlling interest	100,000	-
Net cash flows from operating activities	3,345,084	2,550,417
Net cash flows for investing activities	(3,085,391)	(3,031,588)
Net cash flows for financing activities	(2,218,494)	(1,155,070)

### 10. INVENTORIES

	The Group	
	2025 RM	2024 RM
Raw materials	6,139,935	9,453,322
Work-in-progress	14,234,572	20,362,124
Finished goods	7,923,666	4,785,900
	28,298,173	34,601,346
<b><u>Recognised in profit or loss</u></b>		
Inventories recognised as cost of sales	91,588,036	83,205,848
Inventories written down	21,024	-

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 11. TRADE AND OTHER RECEIVABLES

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Trade receivables</b>				
Other trade receivables	8,361,262	9,905,461	-	-
<b>Other receivables</b>				
Advance to suppliers	61,895	249,771	-	-
Deposits	757,755	2,271,977	1,000	1,000
Prepayments	1,382,900	1,266,073	-	-
Sales and service tax recoverable	-	5,231	-	-
Sundry receivables	147,557	201,503	-	-
	2,350,107	3,994,555	1,000	1,000
	10,711,369	13,900,016	1,000	1,000
<b>Allowance for impairment losses</b>				
At 1 January	-	8,000,000	-	-
Written off	-	(8,000,000)	-	-
At 31 December	-	-	-	-

- (a) The Group's normal trade terms range from cash term to 90 days of credit (2024 : cash term to 90 days of credit). Other credit terms are assessed and approved on a case-by-case basis.
- (b) As at 31 December 2024, included in deposits of the Group was an amount of RM 1,922,088 paid for future purchase of property, plant and equipment (Note 5(c)).

### 12. SHORT-TERM INVESTMENT

	The Group	
	2025 RM	2024 RM
Fixed income trust fund, at fair value	6,036,907	-

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

### 13. DEPOSITS, BANK AND CASH BALANCES

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Cash and bank balances	21,450,581	17,333,931	415,129	333,250
Fixed deposits with licensed bank	–	5,000,000	–	–
	21,450,581	22,333,931	415,129	333,250

As at 31 December 2024, the fixed deposits with licensed bank of the Group at the end of the reporting period bore effective interest rates ranging from 2.8% - 3.1% per annum. The fixed deposits had maturity periods ranging from 1 to 12 months.

### 14. SHARE CAPITAL

#### Issued and fully paid-up

	The Group and The Company			
	2025 Number of shares	2024	2025 RM	2024 RM
Ordinary shares				
At 1 January	550,037,605	550,037,605	68,155,113	68,155,113
Issuance of new shares pursuant to - Exercise of warrants	1,250	–	263	–
At 31 December	550,038,855	550,037,605	68,155,376	68,155,113

- (a) The holders of ordinary shares (except treasury shares) are entitled to receive dividends as and when declared by the Company and are entitled to one vote per ordinary share at meetings of the Company. The ordinary shares have no par value.
- (b) During the financial year, the Company increased its issued and paid-up share capital from approximately RM 68,155,113 to approximately RM 68,155,376 by way of issuance of 1,250 new ordinary shares from the exercise of Warrants C 2022/2025 at the exercise price of RM 0.21 per share which amounted to approximately RM 263.

The new ordinary shares issued rank equally in all respect with the existing ordinary shares of the Company.

#### Warrants C 2022/2025

A total 137,508,560 free Warrants C were issued by the Company on 10 May 2022 on the basis of one (1) Warrant C for every four (4) existing ordinary shares held. Each Warrant C entitles the holder the right to subscribed for one (1) new ordinary share of the Company at an exercise price of RM 0.21 per new ordinary share. The Warrants C had expired on 9 May 2025.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 14. SHARE CAPITAL (CONT'D)

#### Warrants C 2022/2025 (cont'd)

The salient terms of the above Warrants 2022/2025 ("Warrants C") are as follows:

- (a) The Warrants C are constituted by a Deed Poll executed on 15 April 2022.
- (b) The Warrants C are traded separately.
- (c) The Warrants C can be exercised at any time within a period of three (3) years commencing from and including the date of issue, 10 May 2022 to 9 May 2025 ("Exercise Period"). Any Warrants C not exercised during the Exercise Period will thereafter lapse and cease to be valid.
- (d) Each Warrants C entitles the holder of the Warrants C to subscribe for one (1) new ordinary share in the Company.
- (e) The holders shall not participate in any rights, allotments, dividends and/or other distributions, the entitlement date of which precedes the date of allotment of the new ordinary shares upon the exercise of the Warrants C. The holders are not entitled to any voting rights in any general meeting of the Company or to participate in any form of distribution and/or offer of securities in the Company until and unless such holders exercise their Warrants C into new ordinary shares.
- (f) Subject to the provisions in the Deed Poll, the exercise price and/or the number of the Warrants C held by each Warrant C holder shall from time to time be adjusted by the Company in consultation with the approved adviser and certified by the auditors appointed by the Company.

### 15. MERGER DEFICIT

The merger deficit arose from the difference between the carrying value of the investment and the nominal value of the shares of a subsidiary upon consolidation under the merger accounting principles.

### 16. TREASURY SHARES

During the financial year, the Company has purchased 4,377,700 (2024 : Nil) of its issued ordinary shares from the open market at an average price of approximately RM 0.16 (2024 : RM Nil) per share. The total consideration paid for the purchase was approximately RM 680,814 (2024 : RM Nil) including transaction costs. The ordinary shares purchased are held as treasury shares in accordance with Section 127(6) of the Companies Act 2016.

Of the total 550,038,855 (2024 : 550,037,605) issued and fully paid-up ordinary shares at the end of the reporting period, 4,935,200 (2024 : 557,500) ordinary shares are held as treasury shares by the Company. None of the treasury shares were resold or cancelled during the financial year.

Treasury shares have no rights to vote, receive dividends or participate in any other distribution. Treasury shares shall not be taken into account in calculating the number or percentage of shares or of a class of shares in the Company for any purposes including substantial shareholding, take-overs, notices, the requisition of meeting, the quorum for a meeting and the result of a vote on a resolution at a meeting.

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

**17. LEASE LIABILITIES**

	The Group	
	2025 RM	2024 RM
At 1 January	377,508	186,116
Interest expense recognised in profit or loss	9,849	6,065
Changes due to lease modification	-	297,327
Repayment of principal	(105,351)	(105,935)
Repayment of interest expense	(9,849)	(6,065)
<b>At 31 December</b>	<b>272,157</b>	<b>377,508</b>
<b>Analysed by</b>		
Current liabilities	104,833	100,278
Non-current liabilities	167,324	277,230
	<b>272,157</b>	<b>377,508</b>

**18. LOANS AND BORROWINGS**

	The Group	
	2025 RM	2024 RM
<b>Current</b>		
Secured - Bankers' acceptances	3,397,000	5,058,000
- Hire purchase payables	295,238	347,406
- Term loans	7,230,938	7,407,119
Unsecured - Term loans	86,052	322,556
	<b>11,009,228</b>	<b>13,135,081</b>
<b>Non-current</b>		
Secured - Hire purchase payables	580,254	584,289
- Term loans	16,261,920	21,820,696
Unsecured - Term loans	118,697	205,037
	<b>16,960,871</b>	<b>22,610,022</b>
	<b>27,970,099</b>	<b>35,745,103</b>
<b>Total loans and borrowings</b>		
Secured - Bankers' acceptances	3,397,000	5,058,000
- Hire purchase payables	875,492	931,695
- Term loans	23,492,858	29,227,815
Unsecured - Term loans	204,749	527,593
	<b>27,970,099</b>	<b>35,745,103</b>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 18. LOANS AND BORROWINGS (CONT'D)

- (a) The loans and borrowings of the Group are secured against the followings:
- (i) Freehold land, factory buildings and certain plant and machineries of the Group held as property, plant and equipment (Note 5(a));
  - (ii) Leasehold land of the Group held as right-of-use assets (Note 6(b));
  - (iii) Certain motor vehicles of the Group (Note 5(b)); and
  - (iv) Corporate guarantee provided by the Company, a subsidiary and a director of a subsidiary.
- (b) The unsecured term loans are guaranteed by the Company.
- (c) The major covenants of the loans and borrowings are as follows:
- (i) The subsidiaries' gearing ratio shall not exceed 1.75 times;
  - (ii) A subsidiary's tangible net worth shall not fall below RM 19,790,000; or
  - (iii) Dividend payment made by a subsidiary shall not exceed its respective year's profit after tax.

There are no indicators that the Group would have difficulties complying with the upcoming covenant assessments.

- (d) The loans and borrowings of the Group at the end of the reporting period bear effective annual interest rates as follows:

	The Group	
	2025	2024
	%	%
Bankers' acceptances	3.6 - 3.7	3.3 - 4.0
Hire purchase payables	3.8 - 4.5	3.9 - 4.5
Term loans	3.5 - 6.9	3.5 - 8.3

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

**19. DEFERRED TAX LIABILITIES**

The Group	At	Recognised	At
2025	1 January	in profit	31 December
	RM	or loss	RM
		RM	
<b>Deferred tax assets</b>			
Unabsorbed capital allowance	(740,000)	740,000	–
Unutilised reinvestment allowance	(1,877,000)	(1,472,000)	(3,349,000)
<b>Deferred tax liabilities</b>			
Property, plant and equipment	8,402,000	(253,000)	8,149,000
	5,785,000	(985,000)	4,800,000
<b>2024</b>			
<b>Deferred tax assets</b>			
Allowance for impairment losses	(1,920,000)	1,920,000	–
Unabsorbed capital allowance	–	(740,000)	(740,000)
Unutilised reinvestment allowance	(1,700,000)	(177,000)	(1,877,000)
<b>Deferred tax liabilities</b>			
Property, plant and equipment	8,260,000	142,000	8,402,000
	4,640,000	1,145,000	5,785,000

**20. TRADE AND OTHER PAYABLES**

	The Group		The Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
<b>Trade payables</b>	6,809,770	6,826,796	–	–
<b>Other payables</b>				
Accruals	4,126,711	3,350,841	85,670	90,080
Advance from customers	3,881,202	3,677,684	–	–
Deposit payable	–	12,000	–	–
Sales and service tax payable	17,083	16,826	–	–
Sundry payables	1,453,927	1,958,100	2,214	325
	9,478,923	9,015,451	87,884	90,405
	16,288,693	15,842,247	87,884	90,405

- (a) The normal trade terms granted to the Group range from cash term to 60 days of credit (2024 : cash term to 60 days of credit).
- (b) Included in sundry payables of the Group is an amount of RM 99,388 (2024 : RM 418,490) payable for the purchase of property, plant and equipment (Note 5(c)).

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 21. REVENUE

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Revenue from contracts with customers recognised at a point in time</b>				
Sale of home furniture products	95,894,320	87,842,123	–	–
Sale of screw, nuts and spare parts	13,900,800	15,904,506	–	–
<b>Revenue from other sources</b>				
Dividend income	–	–	3,900,000	2,800,000
	109,795,120	103,746,629	3,900,000	2,800,000

- (a) The information on the disaggregation of revenue by geographical market is disclosed in Note 30.2.
- (b) The information about the performance obligations in contracts with customers is summarised below:

<b><u>Nature of goods or services</u></b>	<b><u>Timing and method of revenue recognition</u></b>	<b><u>Significant payment terms</u></b>
Sale of home furniture products	When the goods are delivered or shipped and accepted by customers	Cash term to 90 days of credit from the invoice date
Sale of screw, nuts and spare parts	When the goods are delivered or shipped and accepted by customers	Cash term to 90 days of credit from the invoice date

- (c) The information of the revenue from other source is summarised below:

#### **Dividend income**

Dividend income is recognised when the right to receive dividend payment is established.

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

## 22. DIRECTORS' REMUNERATION

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Executive directors of the Company</b>				
Fees	87,120	87,120	87,120	87,120
Salaries, bonuses and other benefits	1,586,145	1,685,794	5,600	5,600
Contributions to defined contribution plan	201,336	201,336	-	-
	1,874,601	1,974,250	92,720	92,720
Estimated monetary value of benefits-in-kind	56,000	51,333	-	-
	1,930,601	2,025,583	92,720	92,720
<b>Non-executive directors of the Company</b>				
Fees	134,910	145,200	134,910	145,200
Salaries, bonuses and other benefits	7,700	8,400	7,700	8,400
	142,610	153,600	142,610	153,600
<b>Executive director of a subsidiary</b>				
Salaries, bonuses and other benefits	360,359	350,584	-	-
Contributions to defined contribution plan	42,683	41,531	-	-
	403,042	392,115	-	-
Estimated monetary value of benefits-in-kind	17,400	20,317	-	-
	420,442	412,432	-	-
<b>Total directors' remuneration</b>	<b>2,493,653</b>	<b>2,591,615</b>	<b>235,330</b>	<b>246,320</b>
<b>Analysis excluding monetary value of benefits-in-kind</b>				
Total executive directors' remuneration	2,277,643	2,366,365	92,720	92,720
Total non-executive directors' remuneration	142,610	153,600	142,610	153,600
	2,420,253	2,519,965	235,330	246,320

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 23. FINANCE COSTS

	The Group	
	2025 RM	2024 RM
Interest expense on financial liabilities that are not at fair value through profit or loss		
- bankers' acceptances	123,644	137,239
- hire purchase payables	43,885	37,021
- term loans	1,252,435	1,413,205
	1,419,964	1,587,465
Interest expense on lease liabilities	9,849	6,065
	1,429,813	1,593,530

### 24. PROFIT BEFORE TAX

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>This is arrived at after charging:</b>				
Auditors' remuneration				
- audit fees	105,500	105,500	32,000	32,000
- non-audit fees				
- auditors of the Company	4,500	4,500	4,500	4,500
Bad debts written off	3,203	100,802	-	-
Depreciation of property, plant and equipment	6,411,761	5,682,895	-	-
Depreciation of right-of-use assets	132,404	132,989	-	-
Inventories written down	21,024	-	-	-
Lease expenses				
- low-value assets	14,400	14,400	-	-
Property, plant and equipment written off	14,449	-	-	-
Realised loss on foreign exchange	773,222	-	-	-
Staff costs (including key management personnel as disclosed in Note 29(c))				
- short-term employee benefits	29,360,275	24,879,299	92,720	92,720
- contributions to defined contribution plan	1,156,781	1,076,506	-	-
- others	1,647,412	1,761,969	-	-
Unrealised loss on foreign exchange	271,795	-	-	-
<b>And crediting:</b>				
Bad debts recovered	(1,240,881)	-	-	-
Dividend income	(36,024)	-	-	-
Gain on disposal of property, plant and equipment	-	(291,503)	-	-
Realised gain on foreign exchange	-	(594,773)	-	-
Total interest income on financial assets that are not at fair value through profit or loss	(185,575)	(225,373)	(8,559)	(10,372)
Unrealised gain on foreign exchange	-	(151,601)	-	-

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

**25. INCOME TAX (CREDIT)/EXPENSE**

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Current tax expense				
- for the financial year	622,000	652,000	2,000	2,000
- (over)/under provision in previous financial year	(37,303)	6,365	204	(438)
	584,697	658,365	2,204	1,562
Deferred tax expense				
- (reversal)/origination of temporary differences	(35,000)	1,145,000	-	-
- over provision in previous financial year	(950,000)	-	-	-
	(400,303)	1,803,365	2,204	1,562

A reconciliation of income tax expense applicable to the profit before tax at the statutory tax rate to income tax expense at the effective tax rate of the Group and of the Company is as follows:

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Profit before tax	4,547,073	7,978,732	3,480,525	2,374,939
Tax at statutory tax rate	1,090,000	1,914,000	835,000	570,000
Tax effects of				
- non-deductible expenses	373,000	315,000	103,000	104,000
- non-taxable income	-	(27,000)	(936,000)	(672,000)
- double deduction relief	(289,000)	(236,000)	-	-
- saving from tax incentive	(194,000)	(169,000)	-	-
Utilisation of deferred tax assets	(393,000)	-	-	-
(Over)/Under provision of current tax expense in previous financial year	(37,303)	6,365	204	(438)
Over provision of deferred tax expense in previous financial year	(950,000)	-	-	-
	(400,303)	1,803,365	2,204	1,562

Income tax is calculated at the Malaysian statutory tax rate of 24% (2024 : 24%) of the estimated assessable profit for the financial year.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 26. EARNINGS PER SHARE

#### (a) Basic earnings per share

The basic earnings per share is calculated by dividing the consolidated profit attributable to owners of the Company by the weighted average number of ordinary shares outstanding during the financial year after deducting for treasury shares.

	The Group	
	2025 RM	2024 RM
Profit after tax attributable to owners of the Company	4,806,672	5,999,930
	<b>2025 Units</b>	<b>2024 Units</b>
Weighted average number of ordinary shares in issue	545,789,302	549,480,105
Basic earnings per ordinary share (sen)	0.88	1.09

#### (b) Diluted earnings per share

The diluted earnings per share is equal to the basic earnings per share because there were no potential ordinary shares as at the end of the reporting period.

### 27. DIVIDENDS

	The Group and The Company	
	2025 RM	2024 RM
<b>In respect of the financial year ended 31 December 2023</b>		
An interim dividend of 0.50 sen per ordinary share	–	2,747,401
<b>In respect of the financial year ended 31 December 2025</b>		
An interim dividend of 0.50 sen per ordinary share	2,725,518	–
	2,725,518	2,747,401

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

## 28. CASH FLOWS INFORMATION

(a) The reconciliations of liabilities arising from financing activities are as follows:

	Bankers' acceptances RM	Hire purchase payables RM	Term loans RM	Lease liabilities RM	Total RM
<b>The Group</b>					
At 1 January 2025	5,058,000	931,695	29,755,408	377,508	36,122,611
<u>Changes in financing cash flows</u>					
Proceeds from drawdown	10,806,000	–	2,248,380	–	13,054,380
Repayment of principal	(12,467,000)	(406,203)	(8,306,181)	(105,351)	(21,284,735)
Repayment of interests	(123,644)	(43,885)	(1,252,435)	(9,849)	(1,429,813)
	(1,784,644)	(450,088)	(7,310,236)	(115,200)	(9,660,168)
<u>Other changes</u>					
New hire purchase	–	350,000	–	–	350,000
Interest expense recognised in profit or loss	123,644	43,885	1,252,435	9,849	1,429,813
	123,644	393,885	1,252,435	9,849	1,779,813
At 31 December 2025	3,397,000	875,492	23,697,607	272,157	28,242,256
At 1 January 2024	7,071,000	997,564	33,141,596	186,116	41,396,276
<u>Changes in financing cash flows</u>					
Proceeds from drawdown	13,703,000	–	4,468,220	–	18,171,220
Repayment of principal	(15,716,000)	(465,869)	(7,854,408)	(105,935)	(24,142,212)
Repayment of interests	(137,239)	(37,021)	(1,413,205)	(6,065)	(1,593,530)
	(2,150,239)	(502,890)	(4,799,393)	(112,000)	(7,564,522)
<u>Other changes</u>					
Modification of leases	–	–	–	297,327	297,327
New hire purchase	–	400,000	–	–	400,000
Interest expense recognised in profit or loss	137,239	37,021	1,413,205	6,065	1,593,530
	137,239	437,021	1,413,205	303,392	2,290,857
At 31 December 2024	5,058,000	931,695	29,755,408	377,508	36,122,611

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 28. CASH FLOWS INFORMATION (CONT'D)

(b) The total cash outflows for leases as a lessee are as follows:

	The Group	
	2025 RM	2024 RM
Payment of low-value assets	14,400	14,400
Interest paid on lease liabilities	9,849	6,065
Payment of lease liabilities	105,351	105,935
	129,600	126,400

(c) The cash and cash equivalents comprise the following:

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Deposits, bank and cash balances	21,450,581	22,333,931	415,129	333,250
Less: Fixed deposits with tenure of more than 3 months	–	(3,000,000)	–	–
	21,450,581	19,333,931	415,129	333,250

### 29. RELATED PARTY DISCLOSURES

(a) **Subsidiaries**

The subsidiaries are disclosed in Note 9.

(b) **Significant related party transactions and balances**

The Company carried out the following significant transactions with the related parties during the financial year:

	The Company	
	2025 RM	2024 RM
<b>Subsidiaries</b>		
- Dividend income	(3,900,000)	(2,800,000)

(c) **Key management personnel compensation**

The key management personnel of the Group and of the Company include executive directors and non-executive directors of the Company. Details of the compensation for these key management personnel are disclosed in Note 22.

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)**30. OPERATING SEGMENTS**

Operating segments are prepared in a manner consistent with the internal reporting provided to the chief operating decision maker in order to allocate resources to segments and to assess their performance on a quarterly basis. For management purposes, the Group is organised into business units based on their products. In addition, the businesses are also considered from a geographical perspective.

The Group is organised into 2 main reportable segments as follows:

- Furniture manufacturing segment - involved in the business of design, manufacture and sale of home furniture products.
  - Hardware manufacturing segment - involved in the business of manufacture and sale of screw, nuts and spare parts.
  - Other segments - involved in the business of investment holding and others.
- (a) The chief operating decision maker assesses the performance of the reportable segments based on their profit before interest expense and tax. The accounting policies of the reportable segments are the same as the Group's accounting policies.

Investment-related activities are managed on a group basis by the central treasury function and are not allocated to reportable segments.

- (b) Each reportable segment assets is measured based on all assets (including goodwill) of the segment other than tax-related assets.
- (c) Each reportable segment liabilities is measured based on all liabilities of the segment other than tax-related liabilities.
- (d) Assets, liabilities and expenses which are common and cannot be meaningfully allocated to the reportable segments are presented under unallocated items.

Transactions between reportable segments are carried out on agreed terms between both parties. Transfer prices between operating segments are at arm's length basis in a manner similar to transactions with third parties. The effects of such inter-segment transactions are eliminated on consolidation.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 30. OPERATING SEGMENTS (CONT'D)

#### 30.1 Business segments

2025	Furniture manufacturing segment RM	Hardware manufacturing segment RM	Other segments RM	The Group RM
<b>Revenue</b>				
External revenue	95,894,320	13,900,800	–	109,795,120
Inter-segment revenue	–	995,379	3,900,000	4,895,379
	95,894,320	14,896,179	3,900,000	114,690,499
Consolidation adjustments				(4,895,379)
<b>Total revenue</b>				<b>109,795,120</b>
<b>Results</b>				
Segment profit/(loss) before interest and tax	5,363,405	866,579	(438,673)	5,791,311
Interest income				185,575
Finance costs				(1,429,813)
				4,547,073
Income tax credit				400,303
<b>Profit after tax</b>				<b>4,947,376</b>
<u>Other information</u>				
Bad debts recovered	(1,240,225)	(656)	–	(1,240,881)
Bad debts written off	–	3,203	–	3,203
Depreciation of property, plant and equipment	5,881,864	529,897	–	6,411,761
Depreciation of right-of-use assets	132,404	–	–	132,404
Property, plant and equipment written off	14,271	178	–	14,449
Realised loss on foreign exchange	767,216	6,006	–	773,222
Unrealised loss on foreign exchange	271,795	–	–	271,795

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

**30. OPERATING SEGMENTS (CONT'D)**

**30.1 Business segments (cont'd)**

2025	Furniture manufacturing segment RM	Hardware manufacturing segment RM	Other segments RM	The Group RM
<b>Assets</b>				
Segment assets	147,138,634	26,795,867	8,472,500	182,407,001
Unallocated assets				
- current tax assets				1,618,133
<b>Total assets</b>				<u>184,025,134</u>
<u>Additions to non-current assets other than financial instruments</u>				
Property, plant and equipment	4,048,027	86,078	-	4,134,105
<b>Liabilities</b>				
Segment liabilities	42,131,631	2,307,934	91,384	44,530,949
Unallocated liabilities				
- deferred tax liabilities				4,800,000
- current tax liabilities				77,224
<b>Total liabilities</b>				<u>49,408,173</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 30. OPERATING SEGMENTS (CONT'D)

#### 30.1 Business segments (cont'd)

2024	Furniture manufacturing segment RM	Hardware manufacturing segment RM	Other segments RM	The Group RM
<b>Revenue</b>				
External revenue	87,842,123	15,904,506	–	103,746,629
Inter-segment revenue	–	759,407	2,800,000	3,559,407
	87,842,123	16,663,913	2,800,000	107,306,036
Consolidation adjustments				(3,559,407)
<b>Total revenue</b>				<b>103,746,629</b>
<b>Results</b>				
Segment profit/(loss) before interest and tax	8,158,288	1,635,016	(446,415)	9,346,889
Interest income				225,373
Finance costs				(1,593,530)
				7,978,732
Income tax expense				(1,803,365)
<b>Profit after tax</b>				<b>6,175,367</b>
<u>Other information</u>				
Bad debts written off	100,258	544	–	100,802
Depreciation of property, plant and equipment	5,105,440	577,455	–	5,682,895
Depreciation of right-of-use assets	132,989	–	–	132,989
Gain on disposal of property, plant and equipment	(161,503)	(130,000)	–	(291,503)
Realised (gain)/loss on foreign exchange	(612,039)	17,266	–	(594,773)
Unrealised gain on foreign exchange	(151,601)	–	–	(151,601)

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

### 30. OPERATING SEGMENTS (CONT'D)

#### 30.1 Business segments (cont'd)

2024	Furniture manufacturing segment RM	Hardware manufacturing segment RM	Other segments RM	The Group RM
<b>Assets</b>				
Segment assets	153,177,931	27,601,221	8,390,621	189,169,773
Unallocated assets				
- current tax assets				1,755,739
Total assets				<u>190,925,512</u>
<u>Additions to non-current assets other than financial instruments</u>				
- Property, plant and equipment	7,205,187	459,468	-	7,664,655
<b>Liabilities</b>				
Segment liabilities	48,126,039	3,744,914	93,905	51,964,858
Unallocated liabilities				
- deferred tax liabilities				5,785,000
Total liabilities				<u>57,749,858</u>

#### 30.2 Geographical information

In presenting the information on the basis of geographical segments, segmental information on non-current assets is not presented as all non-current assets are located in Malaysia.

Segmental revenue is presented based on the geographical region as follows:

	The Group	
	2025 RM	2024 RM
Asia (excluding Malaysia)	12,197,050	14,415,095
Australasia	9,450,690	9,481,137
Europe	23,263,780	10,830,402
North and South America	50,561,976	52,505,777
Malaysia	14,321,624	16,514,218
	<u>109,795,120</u>	<u>103,746,629</u>

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 30. OPERATING SEGMENTS (CONT'D)

#### 30.3 Major customers

The following are major customers with revenue equal to or more than 10% of the Group's total revenue:

	The Group	
	2025 RM	2024 RM
Customer A	–	20,446,112

### 31. CAPITAL COMMITMENTS

	The Group	
	2025 RM	2024 RM
Purchase of property, plant and equipment	86,932	534,862
Additions to prepaid lease	422,010	422,010

### 32. FINANCIAL INSTRUMENTS

The activities of the Group and of the Company are exposed to a variety of market risk (including foreign currency risk, interest rate risk and equity price risk), credit risk and liquidity risk. The overall financial risk management policy focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the financial performance of the Group and of the Company.

#### 32.1 Financial risk management policies

The policies in respect of the major areas of treasury activity are as follows:

##### (a) Market risk

##### (i) Foreign currency risk

The Group is exposed to foreign currency risk on transactions and balances that are denominated in currencies other than the respective functional currencies of entities within the Group. The currency giving rise to this risk is primarily United States Dollar ("USD"). Foreign currency risk is monitored closely on an ongoing basis to ensure that the net exposure is at an acceptable level. The Group also holds cash and cash equivalents denominated in foreign currencies for working capital purposes.

The exposure to foreign currency risk (a currency which is other than the functional currency of the entities within the Group) based on the carrying amounts of the financial instruments at the end of the reporting period is summarised below:

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

## 32. FINANCIAL INSTRUMENTS (CONT'D)

### 32.1 Financial risk management policies (cont'd)

#### (a) Market risk (cont'd)

##### (i) Foreign currency risk (cont'd)

###### *Foreign currency exposure*

	USD RM	RM RM	Others RM	Total RM
<b>The Group 2025</b>				
<u>Financial assets</u>				
Trade and other receivables (N1)	5,125,996	3,382,823	–	8,508,819
Short-term investment	–	6,036,907	–	6,036,907
Deposits, bank and cash balances	15,520,676	5,806,764	123,141	21,450,581
	20,646,672	15,226,494	123,141	35,996,307
<u>Financial liabilities</u>				
Trade and other payables (N2)	(226,072)	(12,164,336)	–	(12,390,408)
Loans and borrowings	–	(27,970,099)	–	(27,970,099)
	(226,072)	(40,134,435)	–	(40,360,507)
Net financial assets/(liabilities)	20,420,600	(24,907,941)	123,141	(4,364,200)
Less: Net financial liabilities denominated in the respective entities' functional currency	–	24,907,941	–	24,907,941
Currency exposure	20,420,600	–	123,141	20,543,741

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 32. FINANCIAL INSTRUMENTS (CONT'D)

#### 32.1 Financial risk management policies (cont'd)

##### (a) Market risk (cont'd)

##### (i) Foreign currency risk (cont'd)

##### *Foreign currency exposure (cont'd)*

	USD RM	RM RM	Others RM	Total RM
<b>The Group</b>				
<b>2024</b>				
<u>Financial assets</u>				
Trade and other receivables (N1)	6,296,789	3,810,175	–	10,106,964
Deposits, bank and cash balances	11,841,660	10,271,312	220,959	22,333,931
	18,138,449	14,081,487	220,959	32,440,895
<u>Financial liabilities</u>				
Trade and other payables (N2)	(428,360)	(11,707,377)	–	(12,135,737)
Loans and borrowings	–	(35,745,103)	–	(35,745,103)
	(428,360)	(47,452,480)	–	(47,880,840)
Net financial assets/(liabilities)	17,710,089	(33,370,993)	220,959	(15,439,945)
Less: Net financial liabilities denominated in the respective entities' functional currency	–	33,370,993	–	33,370,993
Currency exposure	17,710,089	–	220,959	17,931,048

N1 - Excluding advance to suppliers, deposits, prepayments and certain receivables.

N2 - Excluding advance from customers and certain payables.

The Company does not have any transactions or balances denominated in foreign currencies and hence, is not exposed to foreign currency risk.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 32. FINANCIAL INSTRUMENTS (CONT'D)

#### 32.1 Financial risk management policies (cont'd)

##### (a) Market risk (cont'd)

##### (i) Foreign currency risk (cont'd)

##### *Foreign currency risk sensitivity analysis*

The following table details the sensitivity analysis to a reasonably possible change in the foreign currencies at the end of the reporting period, with all other variables held constant:

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
<b>Effects on profit after tax</b>		
USD/RM		
- strengthened by 5%	775,983	672,983
- weakened by 5%	(775,983)	(672,983)

There is no impact on the Group's equity.

##### (ii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The exposure to interest rate risk arises mainly from long-term borrowings with variable rates. The Group adopts a policy of obtaining the most favourable interest rates available and by maintaining a balanced portfolio mix of fixed and floating rate borrowings.

The fixed rate debt instruments of the Group are not subject to interest rate risk since neither carrying amounts nor the future cash flows will fluctuate because of a change in market interest rates.

The exposure to interest rate risk of the Group based on the carrying amounts of the financial instruments at the end of the reporting period is disclosed in Note 18.

The Company does not have any interest-bearing borrowings and hence, is not exposed to interest rate risk.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 32. FINANCIAL INSTRUMENTS (CONT'D)

#### 32.1 Financial risk management policies (cont'd)

##### (a) Market risk (cont'd)

##### (ii) Interest rate risk (cont'd)

##### *Interest rate risk sensitivity analysis*

The following table details the sensitivity analysis to a reasonably possible change in the interest rates at the end of the reporting period, with all other variables held constant:

	The Group	
	2025 RM	2024 RM
<b>Effects on profit after tax</b>		
- Increase of 50 basis points	(114,145)	(117,660)
- Decrease of 50 basis points	114,145	117,660

There is no impact on the Group's equity.

##### (iii) Equity price risk

The exposure to equity price risk arises mainly from changes in unit trusts prices of the Group. The Group manages its exposure to equity price risk by maintaining a portfolio of equities with different risk profiles.

The Company does not have any quoted investments and hence, is not exposed to equity price risk.

##### *Equity price risk sensitivity analysis*

Any reasonable possible change in the prices of unit trusts classified as fair value through profit or loss at the end of the reporting period does not have a material impact on the profit after tax and equity of the Group and hence, no sensitivity analysis is presented.

##### (b) Credit risk

The exposure to credit risk, or the risk of counterparties defaulting, arises mainly from trade and other receivables. The Group and the Company manage their exposures to credit risk by the application of credit approvals, credit limits and monitoring procedures on an ongoing basis. For other financial assets (including short-term investment, deposits, bank and cash balances), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

Also, the Company's exposure to credit risk includes corporate guarantee given to financial institutions for credit facilities granted to certain subsidiaries. The Company monitors the ability of the subsidiaries to serve their loans on an individual basis.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 32. FINANCIAL INSTRUMENTS (CONT'D)

#### 32.1 Financial risk management policies (cont'd)

##### (b) Credit risk (cont'd)

##### (i) Credit risk concentration profile

The Group determines the concentration of credit risk by monitoring the geographical region of its trade receivables on an ongoing basis. The credit risk concentration profile of trade receivables, at the end of the reporting period is as follows:

	The Group	
	2025 RM	2024 RM
Asia (excluding Malaysia)	557,328	1,255,531
Australasia	114,666	118,157
Europe	2,452,615	1,779,258
North and South America	2,010,386	3,143,844
Malaysia	3,226,267	3,608,671
	8,361,262	9,905,461

At the end of the reporting period, the Group's major concentration of credit risk relates to the amounts owing by 2 (2024 : 2) customers which constituted approximately 26% (2024 : 23%) of its trade receivables.

##### (ii) Maximum exposure to credit risk

At the end of the reporting period, the maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the statements of financial position of the Group and of the Company after deducting any allowance for impairment losses (where applicable).

In addition, the Company's maximum exposure to credit risk also includes corporate guarantees provided to its subsidiaries of RM 27,937,260 (2024 : RM 35,712,237) representing the outstanding banking facilities of the subsidiaries as at the end of the reporting period. These corporate guarantees have not been recognised in the Company's financial statements since their fair value on initial recognition were not material.

##### (iii) Assessment of impairment losses

The Group and the Company have an informal credit policy in place and the exposure to credit risk is monitored on an on-going basis through periodic review of the ageing of the receivables. The Group and the Company closely monitor the receivables' financial strength to reduce the risk of loss.

At each reporting date, the Group and the Company evaluate whether any of the financial assets at amortised cost are credit impaired.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 32. FINANCIAL INSTRUMENTS (CONT'D)

#### 32.1 Financial risk management policies (cont'd)

##### (b) Credit risk (cont'd)

##### (iii) Assessment of impairment losses (cont'd)

The gross carrying amounts of financial assets are written off against the associated impairment, if any, when there is no reasonable expectation of recovery despite the fact that they are still subject to enforcement activities.

A financial asset is credit impaired when any of the following events that have a detrimental impact on the estimated future cash flows of the financial asset have occurred:

- Significant financial difficulty of the receivable;
- A breach of contract, such as a default or past due event;
- Restructuring of a debt in relation to the receivable's financial difficulty; or
- It is becoming probable that the receivable will enter bankruptcy or other financial reorganisation.

The Group and the Company consider a receivable to be in default when the receivable is unlikely to repay its debt to the Group and the Company in full or is more than 90 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.

##### ***Trade receivables***

The Group applies the simplified approach to measure expected credit losses using a lifetime expected credit loss allowance for all trade receivables.

##### *Inputs, assumptions and techniques used for estimating impairment losses*

To measure the expected credit losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due.

The Group measures the expected credit losses of certain major customers, trade receivables that are credit impaired and trade receivables with a high risk of default on an individual basis.

The expected loss rates are based on the payment profiles of sales over 1 year (2024 : 1 year) before the reporting date and the corresponding historical credit losses experienced within this period. The historical loss rates are adjusted to reflect forward-looking information on macroeconomic factors affecting the ability of the trade receivables to settle their debts using the linear regressive analysis. The Group has identified the Gross Domestic Product (GDP) as the key macroeconomic factor of the forward-looking information.

There are no significant changes in the estimation techniques and assumptions as compared to the previous financial year.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 32. FINANCIAL INSTRUMENTS (CONT'D)

#### 32.1 Financial risk management policies (cont'd)

##### (b) Credit risk (cont'd)

##### (iii) Assessment of impairment losses (cont'd)

###### *Trade receivables (cont'd)*

###### *Allowance for impairment losses*

The information about the credit exposure for trade receivables is as follows:

	<b>The Group</b>	
	<b>2025</b>	<b>2024</b>
	<b>RM</b>	<b>RM</b>
<b>Carrying amount</b>		
Current (not past due)	6,738,949	8,330,498
1 to 90 days past due	1,539,928	1,573,576
More than 90 days past due	82,385	1,387
	8,361,262	9,905,461

The Group believes that no impairment allowance is necessary in respect of its trade receivables because the probability of default by these trade receivables were negligible.

###### ***Sundry receivables***

The Group measures the expected credit losses of sundry receivables that are credit impaired and with a high risk of default on an individual basis.

###### *Allowance for impairment losses*

At the end of the reporting period, there was no indication that the sundry receivables was not recoverable.

###### ***Deposits, bank and cash balances***

The Group and the Company consider the licensed banks to be of low credit risks. In addition, some of the bank balances are insured by Government agencies. Therefore, the Group and the Company are of the view that the loss allowance is immaterial and is therefore not provided for.

###### ***Financial guarantee contracts***

Corporate guarantees for borrowing facilities granted to subsidiaries are a financial guarantee contract.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 32. FINANCIAL INSTRUMENTS (CONT'D)

#### 32.1 Financial risk management policies (cont'd)

##### (b) Credit risk (cont'd)

##### (iii) Assessment of impairment losses (cont'd)

##### *Financial guarantee contracts (cont'd)*

##### *Inputs, assumptions and techniques used for estimating impairment losses*

The Company closely monitors the subsidiaries' financial strength to reduce the risk of loss.

The Company considers that there is a significant increase in credit risk when a subsidiary's financial position deteriorates significantly. A financial guarantee contract is credit impaired when:

- The subsidiary is unlikely to repay its obligation to the bank in full; or
- The subsidiary is having a deficit in equity and is continuously loss making.

The Company determines the probability of default of the guaranteed amounts individually using internal information available.

##### *Allowance for impairment losses*

All of the financial guarantee contracts are considered to be performing, have low risks of default and historically there were no instances where these financial guarantee contracts were called upon by the parties to which the financial guarantee contracts were issued. Accordingly, no loss allowances were identified based on 12-month expected credit losses.

##### (c) Liquidity risk

Liquidity risk arises mainly from general funding and business activities. The Group and the Company practise prudent risk management by maintaining sufficient cash balances and the availability of funding through certain committed credit facilities.

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

## 32. FINANCIAL INSTRUMENTS (CONT'D)

### 32.1 Financial risk management policies (cont'd)

#### (c) Liquidity risk (cont'd)

##### *Maturity analysis*

The following table sets out the maturity profile of the financial liabilities at the end of the reporting period based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period):

The Group	Effective interest rate % per annum	Carrying amount RM	Contractual undiscounted cash flows RM	Within 1 year RM	1-5 years RM	Over 5 years RM
<b>2025</b>						
<u>Non-derivative financial liabilities</u>						
Trade and other payables (N1)	-	12,390,408	12,390,408	12,390,408	-	-
Lease liabilities	4.5	272,157	297,600	115,200	182,400	-
Loans and borrowings:						
- Bankers' acceptances	3.6 - 3.7	3,397,000	3,397,000	3,397,000	-	-
- Hire purchase payables	3.8 - 4.5	875,492	936,615	324,190	612,425	-
- Term loans	3.5 - 6.9	23,697,607	25,651,890	8,144,486	17,310,108	197,296
		40,632,664	42,673,513	24,371,284	18,104,933	197,296
<b>2024</b>						
<u>Non-derivative financial liabilities</u>						
Trade and other payables (N1)	-	12,135,737	12,135,737	12,135,737	-	-
Lease liabilities	4.5	377,508	412,800	115,200	297,600	-
Loans and borrowings:						
- Bankers' acceptances	3.3 - 4.0	5,058,000	5,058,000	5,058,000	-	-
- Hire purchase payables	3.9 - 4.5	931,695	1,002,021	379,536	622,485	-
- Term loans	3.5 - 8.3	29,755,408	32,822,692	8,867,164	22,879,023	1,076,505
		48,258,348	51,431,250	26,555,637	23,799,108	1,076,505

N1 - Excluding advance from customers and certain payables.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 32. FINANCIAL INSTRUMENTS (CONT'D)

#### 32.1 Financial risk management policies (cont'd)

##### (c) Liquidity risk (cont'd)

##### *Maturity analysis (cont'd)*

The following table sets out the maturity profile of the financial liabilities at the end of the reporting period based on contractual undiscounted cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period): (cont'd)

	Carrying amount RM	Contractual undiscounted cash flows RM	Within 1 year RM
<b>The Company</b>			
<b>2025</b>			
<u>Non-derivative financial liabilities</u>			
Trade and other payables	87,884	87,884	87,884
Financial guarantee contracts in relation to corporate guarantee given to certain subsidiaries	–	27,937,260	27,937,260
	87,884	28,025,144	28,025,144
<b>2024</b>			
<u>Non-derivative financial liabilities</u>			
Trade and other payables	90,405	90,405	90,405
Financial guarantee contracts in relation to corporate guarantee given to certain subsidiaries	–	35,712,237	35,712,237
	90,405	35,802,642	35,802,642

The potential exposure of the financial guarantee contracts is equivalent to the outstanding amount of the credit facilities of the said subsidiaries at the end of the reporting period. The financial guarantees have not been recognised in the financial statements because their fair values on initial recognition were not material.

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

## 32. FINANCIAL INSTRUMENTS (CONT'D)

### 32.2 Capital risk management

The Group and the Company manage their capital to ensure that entities within the Group will be able to maintain an optimal capital structure so as to support its businesses and maximise shareholders' value. To achieve this objective, the Group and the Company may make adjustments to the capital structure in view of changes in economic conditions, such as adjusting the amount of dividend payment, returning of capital to shareholders or issuing new shares.

The Group and the Company manage their capital based on debt-to-equity ratio that complies with debt covenants and regulatory, if any. The debt-to-equity ratio is calculated as net debt divided by total equity. The Group and the Company include within net debt, interest bearing loans and borrowings, less cash and cash equivalents. Capital includes equity attributable to the owners of the parent and non-controlling interest. The debt-to-equity ratio of the Group and of the Company at the end of the reporting period are as follows:

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Loans and borrowings	27,970,099	35,745,103	–	–
Less: Cash and cash equivalents	(21,450,581)	(19,333,931)	(415,129)	(333,250)
Net debt/(Net cash)	6,519,518	16,411,172	(415,129)	(333,250)
Total equity	134,616,961	133,175,654	69,529,042	69,456,790
Debt-to-equity ratio	0.05	0.12	*	*

\* Not applicable as the Company's cash and cash equivalents exceed its borrowings.

There were no changes in the approach to capital management during the financial year.

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 32. FINANCIAL INSTRUMENTS (CONT'D)

#### 32.3 Classification of financial instruments

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Financial assets</b>				
<u>Fair value through profit or loss</u>				
Short-term investment	6,036,907	–	–	–
<u>Amortised cost</u>				
Trade and other receivables (N1)	8,508,819	10,106,964	–	–
Deposits, bank and cash balances	21,450,581	22,333,931	415,129	333,250
	29,959,400	32,440,895	415,129	333,250
<b>Financial liabilities</b>				
<u>Amortised cost</u>				
Trade and other payables (N2)	12,390,408	12,135,737	87,884	90,405
Loans and borrowings	27,970,099	35,745,103	–	–
	40,360,507	47,880,840	87,884	90,405

N1 - Excluding advance to suppliers, deposits, prepayments and certain receivables.

N2 - Excluding advance from customers and certain payables.

#### 32.4 Gains or losses arising from financial instruments

	The Group		The Company	
	2025 RM	2024 RM	2025 RM	2024 RM
<b>Financial assets</b>				
<u>Fair value through profit or loss</u>				
Net gains recognised in profit or loss	36,906	–	–	–
<u>Amortised cost</u>				
Net (losses)/gains recognised in profit or loss	(188,515)	438,229	8,559	10,372
<b>Financial liabilities</b>				
<u>Amortised cost</u>				
Net losses recognised in profit or loss	(1,318,551)	(1,648,720)	–	–

NOTES TO THE FINANCIAL STATEMENTS  
(CONT'D)

### 32. FINANCIAL INSTRUMENTS (CONT'D)

#### 32.5 Fair value information

The fair values of the financial assets and financial liabilities of the Group and of the Company which are maturing within the next 12 months approximated their carrying amounts due to the relatively short-term maturity of the financial instruments or repayable on demand terms.

The following table sets out the fair value profile of financial instruments that are carried at fair value and those not carried at fair value at the end of the reporting period:

The Group	Fair value of financial instruments carried at fair value			Fair value of financial instruments not carried at fair value			Total fair value	Carrying amount
	Level 1	Level 2	Level 3	Level 1	Level 2	Level 3		
2025	RM	RM	RM	RM	RM	RM	RM	RM
<u>Financial assets</u>								
Short-term investment	-	6,036,907	-	-	-	-	6,036,907	6,036,907
<u>Financial liabilities</u>								
Loans and borrowings:								
- Hire purchase payables	-	-	-	-	874,214	-	874,214	875,492
- Term loans	-	-	-	-	23,697,607	-	23,697,607	23,697,607
<b>2024</b>								
<u>Financial liabilities</u>								
Loans and borrowings:								
- Hire purchase payables	-	-	-	-	930,545	-	930,545	931,695
- Term loans	-	-	-	-	29,755,408	-	29,755,408	29,755,408

## NOTES TO THE FINANCIAL STATEMENTS (CONT'D)

### 32. FINANCIAL INSTRUMENTS (CONT'D)

#### 32.5 Fair value information (cont'd)

##### (a) Fair value of financial instruments carried at fair value

- (i) The fair values above have been determined using the following basis:

The fair value of unit trusts is determined by reference to statements provided by the respective financial institutions, with which the investments were entered into.

- (ii) There were no transfers between level 1 and level 2 during the financial year.

##### (b) Fair value of financial instruments not carried at fair value

The fair value, which are for disclosure purposes, have been determined using the following basis:

- (i) The fair value of hire purchase payables, which is for disclosure purposes, is determined by discounting the relevant future contractual cash flows using current market interest rates for similar instruments at the end of the reporting period. The interest rates used to discount the estimated cash flows are 3.9% - 4.3% (2024 : 4.0% - 4.5%) per annum.
- (ii) The fair value of term loans that carry floating interest rates approximated their carrying amounts as they are repriced to market interest rates on or near the reporting date.

# LIST OF PROPERTIES

AT 31 DECEMBER 2025

Registered Owner	Location	Tenure/ Expiry of Lease	Description and existing use	Approximate age of building	Total land area	Carring amount as at 31 December 2025 (RM'000)	Date of Acquisition
Wegmans Furniture Industries Sdn. Bhd. ("WFI")	PTD 6967, Mukim Parit Bakar, District of Muar, Johor. Held under Hakmilik Sementara (Mukim) 2571	99 years lease expiring on 12 April 2099 (unexpired lease term: 75 years)	3 blocks of single storey factory together with a three-storey building for office and showroom	15 to 19 years	249,563 sq. ft.	6,954	22 December 2003
WFI	Lot 2814, Mukim Parit Jawa, District of Muar, Johor. Held Under Geran 96064.	Freehold	2 blocks of single storey factories with a double storey production office in each block	8 years	254,436 sq. ft.	10,016	27 July 2015
WFI	PTD 6898, Mukim Parit Jawa, District of Muar, Johor. Held under Hakmilik Sementara (Mukim) 2755.	Freehold	4 blocks of single storey factory, a four-storey workers' hostel together with a three-storey building for office and showroom	4 to 8 years	905,397 sq. ft.	46,475	24 June 2016
Wilson Screw Industries Sdn. Bhd.	Lot 16689, Mukim Jalan Bakri, District of Muar, Johor. Held under Geran 406533.	Freehold	A single storey factory with a double storey detached office building	15 years	95,863 sq. ft.	3,306	9 November 2009
Wegmans Woodwork Sdn. Bhd.	PLO 118, PLO 119, PLO 120 and PLO 121, Muar Furniture Park*	Leasehold	4 plots of industrial land	N/A	12.11 acres	8,056	27 February 2019

\* Lands held under Master Title of HS(D) 38459, PTD 13399 and HS(D) 38460, PTD 13400, Geran 50191, Lot 8531 situated in the Mukim of Jalan Bakri, District of Muar, Johor Darul Takzim which titles have yet to be issued. The lands are under development and not ready to use and included in the prepaid lease of the Group.

# ANALYSIS OF SHAREHOLDINGS

AT 31 MARCH 2026

Issued and Fully Paid Up Share Capital	:	RM68,155,375.92 comprising 550,038,855 ordinary shares
Class of Shares	:	Ordinary shares
Voting Right	:	One vote per ordinary share at any shareholders' meeting
Number of Shareholders	:	2,184

Note:

All information on shareholdings disclosed hereunder excludes the 4,935,200 treasury shares held by the Company.

## DISTRIBUTION OF SHAREHOLDINGS

Size of holdings	No. of Shareholders	% of Shareholders	No. of Shares	% of issued share capital
Less than 100	5	0.229	255	0.000
100 to 1,000	208	9.524	119,300	0.022
1,001 to 10,000	802	36.722	5,476,200	1.005
10,001 to 100,000	957	43.819	36,499,900	6.696
100,001 to 27,255,181*	209	9.569	137,654,100	25.252
27,255,182 and above**	3	0.137	365,353,900	67.025
<b>Total</b>	<b>2,184</b>	<b>100.000</b>	<b>545,103,655</b>	<b>100.000</b>

Notes:

\* Less than 5% of issued shares.

\*\* 5% and above of issued shares.

## SUBSTANTIAL SHAREHOLDERS ACCORDING TO THE REGISTER OF SUBSTANTIAL SHAREHOLDERS (Holding 5% or more of the share capital)

Name of Shareholders	Direct	No. of shares held		%
		%	Indirect	
Keh Wee Kiet	175,000,000	32.104	–	–
Law Kok Lim	175,000,000	32.104	–	–
BS Value Sdn Bhd	33,353,900	6.119	–	–
Kek Wee Beng	18,006,900	3.303	33,353,900	6.119
See Beng Yeaw	–	–	33,353,900	6.119

## DIRECTORS' SHAREHOLDINGS ACCORDING TO THE REGISTER OF DIRECTORS' SHAREHOLDINGS

Name of Directors	Direct	No. of shares held		%
		%	Indirect	
Keh Wee Kiet	175,000,000	32.104	–	–
Law Kok Lim	175,000,000	32.104	–	–
Maziah Binti Md Yamin	–	–	–	–
Faam Chang Pooh	–	–	25,000 <sup>(1)</sup>	0.005
Chong Lee Ling	–	–	–	–

Note:

<sup>(1)</sup> Indirect interest by virtue of the shareholdings of his spouse.

ANALYSIS OF SHAREHOLDINGS  
(CONT'D)**LIST OF TOP THIRTY (30) LARGEST SHAREHOLDERS AT 31 MARCH 2026**  
(AS PER THE RECORD OF DEPOSITORS)

No.	Name of Shareholders	No. of shares held	% of shares
1	Law Kok Lim	175,000,000	32.104
2	Keh Wee Kiet	157,000,000	28.802
3	BS Value Sdn Bhd	33,353,900	6.119
4	RHB Capital Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Keh Wee Kiet</i>	18,000,000	3.302
5	RHB Capital Nominees (Tempatan) Sdn Bhd <i>Kek Wee Beng</i>	11,897,900	2.183
6	Maybank Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Tan Chin Hooi</i>	11,484,100	2.107
7	Kenanga Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Koh Boon Poh (008)</i>	7,784,500	1.428
8	Kek Wee Beng	6,109,000	1.121
9	Koo Yee Fong	4,413,300	0.809
10	Kenanga Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Kwong Ming Kwei (08KW032ZQ-008)</i>	3,690,300	0.677
11	See Chin Siong	3,181,000	0.583
12	Goh How Gee	3,022,000	0.554
13	Tey Lu Seng	2,353,500	0.432
14	Lim Peng Kak @ Lim Beng Kok	2,262,800	0.415
15	Teh Bee Gaik	1,888,800	0.347
16	Tan Cher Lin	1,785,000	0.327
17	Kenanga Nominees (Tempatan) Sdn Bhd <i>Rakuten Trade Sdn Bhd For Law Jue Qi</i>	1,648,000	0.302
18	Kenanga Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Gan Boon Guat (028)</i>	1,373,100	0.252
19	Boo Bu Wee	1,313,000	0.240
20	Chow Yoke Peng	1,216,600	0.223
21	Public Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Aw Soon Lee (E-BPJ)</i>	1,196,500	0.219
22	Maybank Securities Nominees (Tempatan) Sdn Bhd <i>Pledged Securities Account For Mary Tan @ Tan Hui Ngoh (STF)</i>	1,124,100	0.206
23	Tnay Meng Chon	1,059,200	0.194
24	Chan Amy	1,000,000	0.183
25	Ong Tey See	1,000,000	0.183
26	Ong Siong Jin	918,800	0.169
27	Ong Teng Yew	900,000	0.165
28	Law Eng Hwa	880,000	0.161
29	Lim Yong Guan	867,600	0.159
30	Lim May Haw	810,000	0.149
	<b>Total</b>	<b>458,533,000</b>	<b>84.115</b>

# NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Ninth Annual General Meeting of **WEGMANS HOLDINGS BERHAD** (“the Company”) will be held at BEI BOUTIQUE HOTEL, Centro Meeting Hall, Level 3, 8-3, Jalan Abdul Rahman, 84000 Muar, Johor Darul Takzim on Friday, 29 May 2026 at 11.00 a.m. for the transaction of the following businesses:-

## AGENDA

### AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of Directors and Auditors thereon.
2. To approve the payment of Directors’ fees and benefits up to RM260,000.00 for the financial year ending 31 December 2026 payable quarterly in arrears after each quarter of completed service of the Directors during the subject financial year. **(Ordinary Resolution 1)**
3. To re-elect Maziah Binti Md Yamin, the Director who retire in accordance with Clause 90 of the Company’s Constitution. **(Ordinary Resolution 2)**
4. To re-elect Chong Lee Ling, the Director who retire in accordance with Clause 98 of the Company’s Constitution. **(Ordinary Resolution 3)**
5. To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. **(Ordinary Resolution 4)**

### AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following resolutions with or without any modifications as ordinary resolutions:-

6. **Proposed renewal of authority for Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016** **(Ordinary Resolution 5)**

“THAT pursuant to Sections 75 and 76 of the Companies Act 2016, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Constitution of the Company and the approvals of the relevant regulatory authorities (where applicable), the Directors of the Company be hereby authorised to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement(s) or option(s) or offer(s) (“New Shares”) from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company without first offer to holders of existing issued shares of the Company, provided that the aggregate number of such New Shares to be issued, to be subscribed under any rights granted, to be issued from conversion of any security, or to be issued and allotted under an agreement or option or offer, pursuant to this resolution, when aggregated with the total number of any such shares issued during the preceding twelve (12) months does not exceed ten percent (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) for the time being (“Proposed General Mandate”).

## NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

THAT such approval on the Proposed General Mandate shall continue to be in force until:

- a. the conclusion of the next Annual General Meeting of the Company held after the approval was given;
- b. the expiration of the period within which the next Annual General Meeting of the Company is required to be held after the approval was given; or
- c. revoked or varied by resolution passed by the shareholders of the Company in a general meeting, whichever is the earlier.

THAT the Directors of the Company be hereby also empowered to obtain the approval from Bursa Malaysia Securities Berhad for the listing of and quotation for such New Shares on the Main Market of Bursa Malaysia Securities Berhad.

AND THAT authority be hereby given to the Directors of the Company, to implement, finalise, complete and take all necessary steps and to do all acts (including execute such documents as may be required), deeds and things in relation thereto as to give effect to the Proposed General Mandate with full powers to assent to any conditions, modifications, variations and/or amendments as they may deem fit in the best interest of the Company and/or as may be imposed by the relevant authorities.”

7. To transact any other business of which due notice shall have been given.

BY ORDER OF THE BOARD

**NG MEI WAN**

**(SSM Practicing Certificate No.: 201908000801) (MIA 28862)**

**TAN HUI KHIM**

**(SSM Practicing Certificate No.: 201908000859) (LS 0009936)**

Company Secretaries

Muar, Johor Darul Takzim  
30 April 2026

**NOTES:**

1. Only depositors whose names appear in the Record of Depositors as at 21 May 2026 shall be regarded as members and be entitled to attend, participate, speak and vote at the Ninth Annual General Meeting.
2. A member shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead pursuant to Section 334 of the Companies Act 2016. There shall be no restriction as to the qualification of the proxy.
3. Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account (“Omnibus Account”), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.

## NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

4. Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholding to be represented by each proxy.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised. Any alterations in the Form of Proxy must be initialed by the member.
6. In the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the Meeting as his/her/their proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy, have been duly completed by the member(s).
7. The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney, must be deposited at Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively in its drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or by electronic lodgement via Vistra Share Registry and IPO (MY) portal at <https://srmy.vistra.com> not less than forty-eight (48) hours before the time appointed for holding this meeting or any adjournment thereof as Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad requires all resolutions set out in the Notice of Ninth Annual General Meeting to vote by way of poll. For electronic lodgement please refer to the Administrative Guide of Ninth Annual General Meeting.

### EXPLANATORY NOTES TO THE AGENDA

8. **Item 1 of the Agenda**  
**Audited Financial Statements**

This Agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders and hence, is not put forward for voting.

9. **Item 2 of the Agenda - Ordinary Resolution 1**  
**Approval of Directors' fees and benefits for the financial year ending 31 December 2026**

Directors' fees and benefits approved for the financial year ended 31 December 2025 was RM260,000.00. The Directors' fees and benefits proposed for the financial year ending 31 December 2026 are calculated based on the number of scheduled Board and Committee Meetings for 2026 and assuming that all the Non-Executive Directors will hold office until the end of the subject financial year.

This resolution is to facilitate payment of Directors' fees and benefits on a quarterly basis and/or as and when required. In the event the Directors' fees proposed are insufficient (e.g. due to more meetings), approval will be sought at the next annual general meeting for additional fees and benefits to meet the shortfall.

10. (i) **Item 3 of the Agenda – Ordinary Resolution 2**  
**Re-election of Maziah Binti Md Yamin, the Director who retire in accordance with Clause 90 of the Company's Constitution**
- (ii) **Item 4 of the Agenda – Ordinary Resolution 3**  
**Re-election of Chong Lee Ling, the Director who retire in accordance with Clause 98 of the Company's Constitution**

The Board, through the Nominating Committee, has assessed the performance and attributes of the Board, Board Committees and individual Directors in respect of their effectiveness and contribution to the Company, based on a set of prescribed criteria which were approved by the Board.

## NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

Based on this annual assessment conducted, the Nominating Committee was of the view that the existing Board and each of its members has the requisite competence and capability to contribute to the needs of the Company and they had sufficiently demonstrated their commitment to the Company in terms of time and participation at meetings during the year under review. Each of these retiring Directors has confirmed to the Board that they do not have any conflict of interest with any of the companies in the Group which may affect their ability to act in the best interest of the Company.

Accordingly, the Nominating Committee unanimously recommended to the Board on the re-election of Maziah Binti Md Yamin and Chong Lee Ling at the Ninth Annual General Meeting. Based on the recommendation of the Nominating Committee, the Board (with the exception of the Directors who abstained in respect of their individual retirement) supports the re-election of the retiring Directors at the Ninth Annual General Meeting.

The profile of the Directors standing for re-election is set out in the Information of Directors in the Annual Report 2025.

**11. Item 5 of the Agenda - Ordinary Resolution 4  
To re-appoint Messrs Crowe Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.**

The Audit and Risk Management Committee (“ARMC”) had on 26 February 2026 undertook an annual evaluation of the effectiveness of the external audit process and the performance, suitability and independence of the external auditors, Crowe Malaysia PLT, based on the criteria set out in its Terms of Reference.

The ARMC was satisfied with the suitability of Crowe Malaysia PLT based on the quality of audit, performance, competency and sufficiency of resources the external audit team provided to the Group. The ARMC was also satisfied in its review that the provision of non-audit services by Crowe Malaysia PLT to the Group for the financial year ended 31 December 2025 did not in any way, impair their objectivity and independence as external auditors of the Company.

Based on the ARMC’s recommendation, the Board endorsed the motion on the proposed re-appointment of Crowe Malaysia PLT as external auditors of the Company for the financial year ending 31 December 2026 and recommended the same for shareholders’ approval. Crowe Malaysia PLT have earlier, indicated their willingness to continue in office.

**12. Item 6 of the Agenda - Ordinary Resolution 5  
Proposed renewal of authority for Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016**

- a) The proposed Ordinary Resolution 5, if passed, will grant a mandate (“General Mandate”) empowering the Directors of the Company, from the date of the Ninth Annual General Meeting to issue and allot shares in the capital of the Company, grant rights to subscribe for shares in the Company, convert any securities into shares in the Company, or allot shares under an agreement(s) or option(s) or offer(s) (“New Shares”) from time to time, at such price, to such persons and for such purposes and upon such terms and conditions as the Directors may in their absolute discretion deem fit and expedient in the interest of the Company up to an amount not exceeding ten percent (10%) of the total number of issued share capital of the Company. This authority, unless revoked or varied at a general meeting shall continue to be in full force until the conclusion of the next Annual General Meeting of the Company.
- b) The General Mandate is a renewal of the previous mandate obtained at the last Annual General Meeting held on 30 May 2025 which will expire at the conclusion of the forthcoming Annual General Meeting.
- c) As at the date of this Notice, the Company did not issue any new ordinary shares based on the previous mandate obtained at the last Annual General Meeting.

## NOTICE OF ANNUAL GENERAL MEETING (CONT'D)

- (d) The General Mandate, if granted will provide flexibility to the Company for any possible fund raising activities, including but not limited to further placing of shares, for purpose of funding current and/or future investment project(s), working capital and/or acquisitions.
- (e) In accordance with Clause 8 of the Company's Constitution, the passing of Ordinary Resolution 5, the shareholders of the Company shall be taken as agree for the New Shares to be issued to such person(s) as the Directors might deem fit and expedient in the interest of the Company without first offer the New Shares to holders of existing issued shares of the Company prior to issuance of the New Shares.

### 13. ANNUAL REPORT

The Annual Report for the financial year ended 31 December 2025 is now available at the Company's corporate website, [www.wegmans.com.my](http://www.wegmans.com.my). Printed copy of the Annual Report shall be provided to the shareholders upon request soonest possible from the date of receipt of the request.

Shareholders who wish to receive the printed Annual Report may request at <https://srmy.vistra.com> by select "Request for Annual Report/Circular" under the "Investor Services" or contacting Tricor Investor & Issuing House Services Sdn. Bhd. [197101000970 (11324-H)] at 03-27839299 or email your request to [is.enquiry@vistra.com](mailto:is.enquiry@vistra.com).

# STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

(PURSUANT TO PARAGRAPH 8.27(2) OF THE MAIN MARKET LISTING REQUIREMENTS OF  
BURSA MALAYSIA SECURITIES BERHAD)

**1. Details of Individuals Standing for Election as Directors**

No individual is seeking election as a Director at the Ninth Annual General Meeting of the Company.

**2. Statement relating to general mandate for issue of securities in accordance with Paragraph 6.03(3) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad**

Please refer to item 12 – Explanatory Notes to the Agenda for Ordinary Resolution 5 on Proposed renewal of authority for Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016.

# ADMINISTRATIVE GUIDE

FOR THE NINTH ANNUAL GENERAL MEETING (“9TH AGM”) OF  
WEGMANS HOLDINGS BERHAD

**Date** : **Friday, 29 May 2026**  
**Time** : **11.00 a.m.**  
**Venue of Meeting** : **BEI BOUTIQUE HOTEL, Centro Meeting Hall,  
Level 3, 8-3, Jalan Abdul Rahman, 84000 Muar, Johor**

## 1. CORPORATE MEMBERS

- a. Corporate members who wish to appoint corporate representatives instead of a proxy, must deposit their original or duly certified certificate of appointment of corporate representative to Tricor Investor & Issuing House Services Sdn. Bhd. not later than **Wednesday, 27 May 2026 at 11.00 a.m.**
- b. Attorneys appointed by power of attorney are required to deposit their power of attorney with Tricor Investor & Issuing House Services Sdn. Bhd. not later than **Wednesday, 27 May 2026 at 11.00 a.m.** to attend and vote at the 9th AGM.

## 2. GENERAL MEETING RECORD OF DEPOSITORS (“ROD”)

- a. Only a depositor whose name appears on the ROD as at **21 May 2026** shall be entitled to attend, participate, speak and vote at the 9th AGM or appoint proxies to attend and/or vote on his/her behalf.

## 3. PROXY

The appointment of proxy may be made in hard copy form or by electronic form in the following manner and must be received by the Company at least forty-eight (48) hours before the time appointed for holding the 9th AGM or any adjournment thereof, otherwise the Form of Proxy shall not be treated as valid:-

- a. In hard copy form

In case of an appointment made in hard copy form, the Form of Proxy must be deposited with the Company’s Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively in its drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

## ADMINISTRATIVE GUIDE (CONT'D)

b. By electronic means

The procedures to lodge your Form of Proxy electronically via Vistra Share Registry and IPO (MY) portal ("The Portal") are summarised below:

Procedure	Action
<b>1. Steps for Individual Members</b>	
(a)	<p>Register as a User at The Portal</p> <ul style="list-style-type: none"> <li>• Visit the website at <a href="https://srmy.vistra.com">https://srmy.vistra.com</a>.</li> <li>• Click "Register" and select "Individual Holder" and complete the New User Registration Form.</li> <li>• For guidance, you may refer to the tutorial guide available on the homepage.</li> <li>• Once registration is completed, you will receive an email notification to verify your registered email address.</li> <li>• After verification, your registration will be reviewed and approved within one (1) working day. A confirmation email will be sent once approved.</li> <li>• Once you receive the confirmation, activate your account by creating your password.</li> </ul> <p><i>If you are an existing user with The Portal or our TIIH Online portal previously, you are not required to register again.</i></p>
(b)	<p>Proceed with submission of Form of Proxy</p> <ul style="list-style-type: none"> <li>• After the release of the Notice of Meeting by the Company, login with your username (i.e. email address) and password.</li> <li>• Select the corporate event: "<b>WEGMANS HOLDINGS BERHAD 9TH AGM</b>".</li> <li>• Navigate to the 3 dots at the end of the corporate event and choose "SUBMISSION OF FORM OF PROXY".</li> <li>• Read and agree to the terms and conditions and confirm the Declaration.</li> <li>• Insert your CDS account number and indicate the number of shares for your proxy(s) to vote on your behalf.</li> <li>• Appoint your proxy(s) and insert the required details of your proxy(s) or appoint Chairman as your proxy.</li> <li>• Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes.</li> <li>• Review and confirm your proxy(s) appointment.</li> <li>• Print Form of Proxy for your record.</li> </ul>

## ADMINISTRATIVE GUIDE (CONT'D)

Procedure		Action
<b>2. Steps for Corporation or Institutional Members</b>		
(a)	Register as a User at <b>The Portal</b>	<ul style="list-style-type: none"> <li>• Visit the website at <a href="https://srmy.vistra.com">https://srmy.vistra.com</a>.</li> <li>• Click “Register” and select “Representative or Corporate Holder” and complete the New User Registration Form.</li> <li>• Complete the registration form with your personal details.</li> <li>• Once registration is completed, you will receive an email notification to verify your registered email address.</li> <li>• After verification, your registration will be reviewed and approval within two (2) working days. A confirmation email will be sent once approved.</li> <li>• Once you receive the confirmation, activate your account by creating your password.</li> </ul> <p><i>(Note: The representative of a corporation or institutional member must register as a user in accordance with the above steps before he/she can subscribe to this corporate member electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.)</i></p>
(b)	Proceed with submission of Form of Proxy	<ul style="list-style-type: none"> <li>• Login to <a href="https://srmy.vistra.com">https://srmy.vistra.com</a> with your email address and password.</li> <li>• Select the corporate event: “<b>WEGMANS HOLDINGS BERHAD 9TH AGM</b>”.</li> <li>• Navigate to the icon “&gt;” at the end of the corporate event.</li> <li>• Read and agree to the terms and conditions and confirm the Declaration.</li> <li>• Select the corporate holder’s name.</li> <li>• Proceed to download the submission file.</li> <li>• Prepare the file for the appointment of proxies by inserting the required data.</li> <li>• Proceed to upload the duly completed proxy appointment file.</li> <li>• Select “Confirm” to complete your submission.</li> <li>• Print the confirmation report of your submission for your record.</li> </ul>

#### 4. **POLL VOTING**

- The Voting at the 9th AGM will be conducted by poll in accordance with Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor Investor & Issuing House Services Sdn. Bhd. as Poll Administrator to conduct the poll and MK Advisory Management as Scrutineers to verify the poll results.
- During the 9th AGM, the Chairman will invite the Poll Administrator to brief on the Voting procedures. The voting session will commence as soon as the Chairman calls for the poll to be opened.
- Upon completion of the voting session for the 9th AGM, the Scrutineers will verify the poll results and poll results announce by the Chairman followed by the Chairman’s declaration whether the resolutions are duly passed.

ADMINISTRATIVE GUIDE  
(CONT'D)**5. ANNUAL REPORT 2025**

- a. The Company's Annual Report 2025 is available at the Company's website at [www.wegmans.com.my](http://www.wegmans.com.my).
- b. Should you require a printed copy of the Annual Report 2025, please request at our Share Registrar's portal at <https://smy.vistra.com> by selecting "Request for Annual Report/Circular" under the "Investor Services" or kindly contact Tricor Investor & Issuing House Services Sdn. Bhd.. Nevertheless, we hope that you would consider the environment before you decide to request for the printed copy.

**6. REGISTRATION**

- a. The registration will commence at 10.00 a.m. on Friday, 29 May 2026 and will remain open until the conclusion of the 9th AGM or such time as may be determined by the Chairman of the meeting.
- b. Please present your original National Registration Identity Card ("NRIC") or passport (for non-Malaysian) to the registration staff for verification.
- c. Upon verification, you are required to write your name and sign the attendance list placed on the registration table. You will be given a voting slip for voting purposes.
- d. No person will be allowed to register on behalf of another person even with the original NRIC or passport of the other person.

**7. RECORDING OR PHOTOGRAPHY**

- a. Strictly **NO** unauthorised recording or photography of the 9th AGM proceedings is allowed.

**8. ENQUIRY**

- a. If you have any enquiries on the above, please contact our Share Registrar during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

**Tricor Investor & Issuing House Services Sdn. Bhd.**

General Line : +603-2783 9299  
Email : [is.enquiry@vistra.com](mailto:is.enquiry@vistra.com)

# FORM OF PROXY

**WEGMANS HOLDINGS BERHAD**  
REGISTRATION NO.: 201701005154 (1219319-D)  
(Incorporated in Malaysia)

\*I/We \_\_\_\_\_  
[Full name in capital letters]

\*NRIC No./Passport No./Registration No. \_\_\_\_\_ of \_\_\_\_\_  
[Full address]

\_\_\_\_\_ being a \*Member/Members of Wegmans Holdings Berhad

("Company"), hereby appoint \_\_\_\_\_  
[Full name in capital letters]

\*NRIC No./Passport No. \_\_\_\_\_ of \_\_\_\_\_  
[Full address]

\_\_\_\_\_ \*and/or \_\_\_\_\_  
[Full name in capital letters]

\*NRIC No./Passport No. \_\_\_\_\_ of \_\_\_\_\_  
[Full address]

\_\_\_\_\_ or failing \*him/her, the Chairman of the Meeting as \*my/our proxy to vote for \*me/us and on my/our behalf at the Ninth Annual General Meeting of the Company to be held at BEI BOUTIQUE HOTEL, Centro Meeting Hall, Level 3, 8-3, Jalan Abdul Rahman, 84000 Muar, Johor Darul Takzim on Friday, 29 May 2026 at 11.00 a.m. and at any adjournment thereof in the manner as indicated below:-

RESOLUTION	AGENDA	FOR	AGAINST
Ordinary Resolution 1	Approval of Directors' fees and benefits for the financial year ending 31 December 2026		
Ordinary Resolution 2	Re-election of Maziah Binti Md Yamin as Director		
Ordinary Resolution 3	Re-election of Chong Lee Ling as Director		
Ordinary Resolution 4	Re-appointment of Messrs Crowe Malaysia PLT as Auditors		
Ordinary Resolution 5	Renewal of authority for Directors to issue and allot shares pursuant to Sections 75 and 76 of the Companies Act 2016		

Please indicate with an "x" or "v" in the space provided above on how you wish your vote to be cast on the resolutions specified. If no specific direction as to the voting is given, the proxy will vote or abstain at his/her discretion.

Signed this \_\_\_\_\_ day of \_\_\_\_\_ 2026

The proportion of \*my/our shareholding to be represented by \*my/our \*proxy/proxies are as follows:

	No. of Shares	Percentage
First Named Proxy		
Second Named Proxy		
Total		100%

CDS Account No.	
No. of Shares held	

Signature of Member or Common Seal

\* To delete as appropriate

#### Notes:

- Only depositors whose names appear in the Record of Depositors as at 21 May 2026 shall be regarded as members and be entitled to attend, participate, speak and vote at the Ninth Annual General Meeting.
- A member shall be entitled to appoint another person as his/her proxy to exercise all or any of his/her rights to attend, participate, speak and vote in his/her stead pursuant to Section 334 of the Companies Act 2016. There shall be no restriction as to the qualification of the proxy.
- Where a member of the Company is an Exempt Authorised Nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("Omnibus Account"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each Omnibus Account it holds.
- Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he/she specifies the proportion of his/her shareholding to be represented by each proxy.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing. If the appointer is a corporation, the instrument must be executed under its Common Seal or under the hand of an attorney so authorised. Any alterations in the Form of Proxy must be initialed by the member.
- In the event the member(s) duly executes the Form of Proxy but does not name any proxy, such member(s) shall be deemed to have appointed the Chairman of the Meeting as his/her/their proxy, provided always that the rest of the Form of Proxy, other than the particulars of the proxy, have been duly completed by the member(s).
- The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a notarially certified copy of that power of attorney, must be deposited at Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively in its drop-in box provided at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or by electronic lodgement via Vistra Share Registry and IPO (MY) portal at <https://srmv.vistra.com> not less than forty-eight (48) hours before the time appointed for holding this meeting or any adjournment thereof as Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad requires all resolutions set out in the Notice of Ninth Annual General Meeting to vote by way of poll. For electronic lodgement, please refer to the Administrative Guide of Ninth Annual General Meeting.

#### Personal data privacy

By submitting the duly executed Form of Proxy, the member and his/her proxy consent to the Company (and/or its agents/service providers) collecting, using and disclosing the personal data therein in accordance with the Personal Data Protection Act 2010 for the purpose of the Ninth Annual General Meeting and any adjournment thereof.



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AFFIX  
STAMP

The Share Registrar  
**Tricor Investor & Issuing House Services Sdn. Bhd.**  
Registration No.: 197101000970 (11324-H)

Unit 32-01, Level 32, Tower A, Vertical Business Suite,  
Avenue 3, Bangsar South,  
No. 8, Jalan Kerinchi, 59200 Kuala Lumpur

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**WEGMANS**  
HOLDINGS BERHAD  
201701005154 (1219319 - D)

[www.wegmans.com.my](http://www.wegmans.com.my)