



A N N U A L R E P O R T 2 0 2 5

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OUR STORY

OUR STORY ➤

A Legacy of Growth

From its beginnings in 1959 as a modest trading business, Chee Wah Corporation Berhad ("CWCB") has grown into one of Malaysia's most established stationery manufacturers. CWCB marked a major milestone with its listing on the Kuala Lumpur Stock Exchange (now known as Bursa Malaysia Securities Berhad) on 1 November 1994, strengthening its presence in the industry.

In line with its corporate evolution, CWC Holdings Sdn. Bhd. was incorporated on 24 October 2016, later converted into a public company and renamed CWG Holdings Berhad ("CWG" or "the Group") on 23 January 2017. Following an internal reorganization, CWG assumed the listing status of CWCB on 13 July 2017.

Today, with its headquarters in Penang, a dynamic hub of innovation and enterprise, CWG continues to build on more than six decades of legacy, expertise and trust, while charting new pathways of growth for the future.

Global Reach, Trusted Brands

CWG offers a diverse portfolio of stationery, art supplies, children's books, paper products, gift wraps and packaging solutions. Our products are exported to over 58 countries, supported by a robust domestic distribution network spanning hypermarkets, bookstores, supermarkets and multinational corporations.

Our flagship brand, CAMPAP, has become a household name synonymous with trust and quality. Recognised with the Superbrands Malaysia Award (2003/2004 and 2005), CAMPAP continues to lead the stationery market.

The Group's dedication to brand building has also earned prestigious accolades such as the BrandLaureate BestBrands Award 2018–2019 and the Most Promising Award at the Export Excellence Award 2019, reaffirming our standing as a brand of international distinction.

Our People, Our Strength

CWG's achievements are driven by the passion and dedication of our people. Their expertise fuels innovation, efficiency and service excellence across the Group.

We are committed to developing our people through continuous training, upskilling and leadership opportunities, enabling them to grow alongside the Group. By fostering a workplace built on collaboration, respect and integrity, we empower our employees to reach their full potential while contributing meaningfully to CWG's long-term success.

Innovation, Quality and Sustainability

At CWG, innovation, quality and sustainability define our way forward. We focus on advancing product design and quality, supported by continuous investment in state-of-the-art production facilities that enhance our efficiency and competitiveness.

Quality is the hallmark of our brand. We are ISO 9001:2015 certified, reflecting our dedication to excellence and customer satisfaction. Since 2010, we have also maintained the Forest Stewardship Council Chain of Custody Certification, ensuring that our products are responsibly sourced and manufactured in line with global sustainability standards.

Driving Diversification

In October 2023, CWG entered the property development sector with its maiden project, CWG Park @ Simpang Ampat, a commercial development scheduled for completion in 2025. The project has received encouraging market response, with almost all units taken up and only a handful remaining available as at the date of this report. This performance affirms the market's confidence in CWG's entry into the sector and demonstrates the project's promising value proposition.

Further strengthening its portfolio, the Group acquired Unigenius Holding Sdn. Bhd. ("UHSB") in October 2024. Through its subsidiaries, Unigenius Print Sdn. Bhd. and Inbox Packaging Sdn. Bhd., UHSB brings established expertise in label and sticker printing. This acquisition enhances CWG's printing capabilities, broadens its customer base and provides new momentum for growth.

Moving Forward

From humble beginnings to a diversified Group with interests in stationery, packaging, printing and property development, CWG remains steadfast in its commitment to innovation, sustainability and delivering long-term value to stakeholders.

VISION & CORE VALUES

VISION >

We aspire to be the LEADING supplier that commits to meet and exceed our customers' expectations.

OUR CORE VALUES GUIDE OUR EFFORTS TO ACHIEVE OUR VISION >

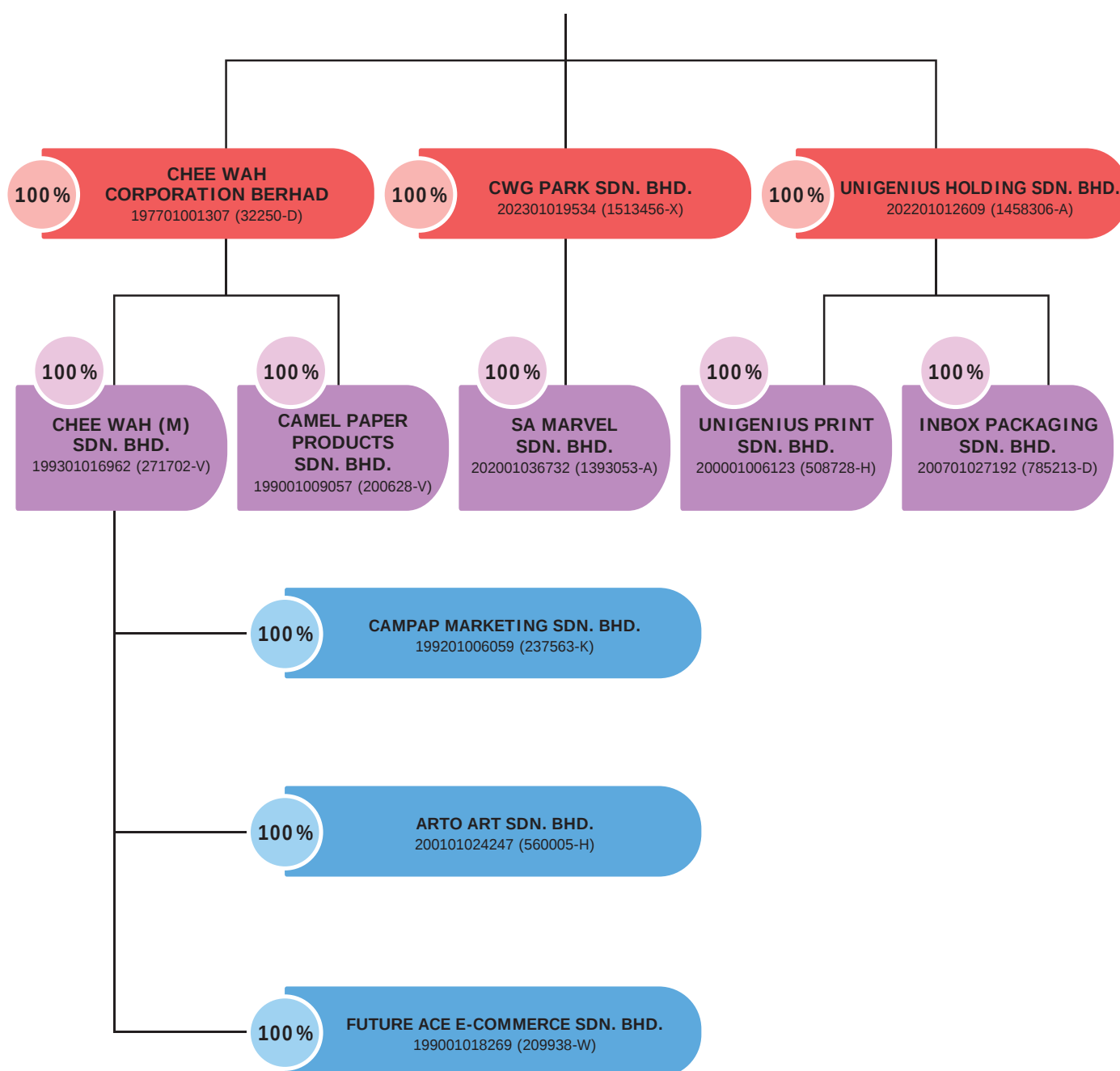
We subscribe to the following principles:



CORPORATE STRUCTURE



201601035444 (1206385-W)



CORPORATE INFORMATION

Board of Directors

Ooi Chin Soon
(Executive Chairman)

Razmi Bin Alias
(Senior Independent Non-Executive Director)

Ng Tiang Yong
(Independent Non-Executive Director)

Tan Hing Ming @ Chin Hing Ming
(Group Managing Director)

Loh Seong Yew
(Independent Non-Executive Director)

Cheong Sing Yee
(Independent Non-Executive Director)

Datuk Hong Choon Hau
(Group Executive Director)

Audit Committee

Loh Seong Yew (Chairman)
Razmi Bin Alias
Ng Tiang Yong
Cheong Sing Yee

Registered Office / Principal Place of Business

6428 Lorong Mak Mandin Tiga
Mak Mandin Industrial Estate
13400 Butterworth, Penang
Tel: 604 - 332 9299
Fax: 604 - 324 8607
Email: cosec@cwgholdings.com.my
Website: www.cwgholdings.com.my

Auditors

BDO PLT
201906000013 (LLP0018825-LCA) & AF 0206
51-21-F, Menara BHL
Jalan Sultan Ahmad Shah
10050 Georgetown
Penang

Nomination & Remuneration Committee

Razmi Bin Alias (Chairman)
Loh Seong Yew
Ng Tiang Yong
Cheong Sing Yee

Principal Bankers

Malayan Banking Berhad
HSBC Bank Malaysia Berhad
Hong Leong Bank Berhad
United Overseas Bank (Malaysia) Berhad
RHB Bank Berhad
Public Bank Berhad

Company Secretaries

Hing Poe Pyng
(SSM PC No. 202008001322)
(MAICSA 7053526)
Leng Li Mei
(SSM PC No. 202008000276)
(MAICSA 7062371)

Share Registrar

Tricor Investor & Issuing House
Services Sdn. Bhd.
[197101000970 (11324-H)]

Unit 32-01, Level 32, Tower A
Vertical Business Suite, Avenue 3
Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur
Wilayah Persekutuan, Malaysia
Tel: 603 - 2783 9299
Email: is.enquiry@vistra.com

Stock Exchange Listing

Main Market of Bursa Malaysia
Securities Berhad
Stock name: CWG
Stock code : 9423
Sector: Consumer Products & Services

PROFILE OF DIRECTORS



OOI CHIN SOON | Malaysian, Male, aged 62

Executive Chairman

Mr. Ooi Chin Soon was appointed as Group Executive Director of CWG Holdings Berhad ("CWG" or "the Company") on 29 June 2017 and subsequently re-designated as Executive Deputy Chairman on 28 August 2019. On 15 June 2023, he was re-designated as Executive Chairman.

Mr. Ooi holds a Diploma in Banking and Finance from AIB, United Kingdom. He began his career in the banking industry before joining a multi-national company in Singapore. Upon his return to Malaysia, he established the first digital inkjet manufacturing company and has since expanded to Indonesia through partnership.

His professional experience encompassed finance and corporate functions, business development and manufacturing operations. He owns several private companies which

are involved in property, manufacturing and investment holding.

As an Executive Chairman of the Board, Mr. Ooi provides overall effective leadership to the Board. He is also responsible for the formulation of corporate strategies, plans for the Group and overseeing the Group's business operations. Presently, he sits on the board of all subsidiaries of CWG.

Mr. Ooi does not hold any directorship in other public companies. He has no family relationship with any Directors and/or major shareholders of CWG.



TAN HING MING @ CHIN HING MING | Malaysian, Male, aged 57

Group Managing Director

Mr. Tan Hing Ming was appointed as Independent Non-Executive Director of CWG on 29 June 2017 and subsequently re-designated as Group Executive Director on 28 August 2019. On 27 November 2019, he was re-designated as Group Managing Director.

Mr. Tan is responsible to formulate and execute strategic projects for business growth and oversee the Group's operations. He works closely with the Executive Chairman. Presently, he sits on the board of all subsidiaries of CWG.

Mr. Tan is a member of Malaysian Institute of Accountants (MIA) and an associate member of the Chartered Institute of Management Accountants (CIMA), United Kingdom.

He began his accounting career as an Account Executive in a hotel chain before moving into the property development and construction industry as an Internal Audit Senior in a public listed company. During his 20 over years of accounting and auditing experience, he has held various management positions with increasing responsibilities in a few public listed companies from Internal Auditor, Project Accountant, Accountant to Financial Controller.

Mr. Tan does not hold any directorship in other public companies. He has no family relationship with any Directors and/or major shareholders of CWG.

PROFILE OF DIRECTORS (cont'd)



DATUK HONG CHOON HAU | Malaysian, Male, aged 49

Group Executive Director

Datuk Hong Choon Hau was appointed as Group Executive Director of CWG on 16 February 2022.

Datuk Hong holds an International Executive Master in Business Administration from Asia Metropolitan University, Malaysia. He also obtained a Diploma in Interior Design from PJ Art & Design College and a Diploma in Computer Science and Information Technology from Informatics College, Petaling Jaya.

Datuk Hong has more than 20 years of working experience in the corporate finance and ICT Technology industries in which he served in various capacities and held various responsibilities such as overseeing business operations, formulating marketing and product planning, securing new business and maintaining business relationships with customers. He has acted as the IT Director of Mosys Technology Sdn Bhd from 2002 to 2004, the Chief Technology Officer of Softcube Sdn Bhd from 2004 to 2007, the Project Director of Giansoft Technology Sdn Bhd from 2008 to 2011, an Executive Director of Play4Fun Sdn Bhd from 2012 to 2014, and the Executive Director and Financial Controller for MyWorld Holdings Berhad from 2014 to 2015. In 2014, Datuk Hong also assumed the position of Independent Non-Executive Director of Sunzen Biotech Berhad, in which he was later re-designated to Executive Director in the same year and served in this capacity from 2014 to 2018, where he was later re-designated to Managing Director from 2018 to 2020, before resigning from the board of directors of Sunzen Biotech Berhad on 16 June 2020.

Presently, Datuk Hong is a Non-Independent Non-Executive Director of Watta Holding Berhad. He also serves on the board of directors of several privately held companies.

He has no family relationship with any Directors and/or major shareholders of CWG.



RAZMI BIN ALIAS | Malaysian, Male, aged 68

Senior Independent Non-Executive Director

Encik Razmi Bin Alias was appointed as Independent Non-Executive Director of CWG on 29 June 2017. At the same time, he was appointed as the Chairman of the Audit Committee and a member of Nomination and Remuneration Committee. On 19 September 2019, he was re-designated as the Chairman of Nomination and Remuneration Committee and a member of Audit Committee.

Encik Razmi has been with Chee Wah Corporation Berhad ("Chee Wah") since 9 December 2016 as Independent Non-Executive Director and was subsequently appointed as a Senior Independent Director on 24 May 2017. He resigned from Chee Wah on 21 July 2017 following CWG's assumption of the listing status of Chee Wah under an internal reorganisation.

He holds a Diploma in Business Studies from UiTM, a Degree in Business Administration from Western Michigan University, USA and a Master in Business Administration (Finance) from Central Michigan University, Michigan, USA.

He owns several companies which are involved in financial consultancy, trading, construction and property development, logistics and investment holding. Prior to that, he was a senior management staff in a local financial institution for 15 years. He was appointed as Advisor to Persatuan Pengasih Malaysia in October 2019.

Encik Razmi is also an Executive Director of Asdion Berhad. He has no family relationship with any Directors and/or major shareholders of CWG.

PROFILE OF DIRECTORS (cont'd)



LOH SEONG YEW | Malaysian, Male, aged 47

Independent Non-Executive Director

Mr. Loh Seong Yew was appointed as Independent Non-Executive Director of CWG on 19 September 2019. He is the Chairman of the Audit Committee and a member of Nomination and Remuneration Committee.

Mr. Loh is a Chartered Accountant and Chartered Governance Professional who has over 19 years of relevant practical experience in finance and accounting industry. His profession has been accredited and recognised by several professional bodies. He holds Practising Certificate and a Fellow Membership of the Malaysian Institute of Accountants (MIA). He is also a Fellow Member of Association of Chartered Certified Accountants (ACCA), Professional Member of Institute of Internal Auditors Malaysia (IIA), Member of Chartered Tax Institute of Malaysia (CTIM), Member of ASEAN Chartered Professional Accountant Coordinating Committee (ACPACC), Member of Financial Planning Association

of Malaysia (FPAM), and Affiliate of The Malaysian Institute of Chartered Secretaries and Administrators (MAICSA). He is holding practising certificate issued by Companies Commission of Malaysia (SSM) to act as Company Secretary.

Mr. Loh began his professional career in 2000 when he was an audit associate at Tan & Loh Chartered Accountant (Parker Randall Loh). He later was promoted to audit senior in 2001, audit supervisor in 2003, and audit manager in 2005. During his tenure in the company, he was involved in both internal and external auditing for a broad range of industries including manufacturing, retail and wholesales, construction, property development, investment, engineering, used car, tourism and etc.

In 2006, he set up his own firm, LSY & Associates. LSY & Associates is a member firm of MIA which provides professional services such as accounting, corporate secretarial, incorporation, liquidation, assurance, management consultancy and financial planning. He later set up Total Coaching Sdn. Bhd. in 2015 and Total GS Taxation Sdn. Bhd. in 2016. Total Coaching Sdn. Bhd. is a company which provides full corporate advisory services including mid-shore management, sales and services tax, risk planning and etc. Total GS Taxation Sdn. Bhd. is a license tax agent company.

He is also an Independent Non-Executive Director of Alpha Ocean Resources Berhad and Silver Ridge Holdings Berhad.

Mr. Loh has no family relationship with any Directors and/or major shareholders of CWG.



NG TIANG YONG | Malaysian, Male, aged 68

Independent Non-Executive Director

Mr. Ng Tiang Yong was appointed as Independent Non-Executive Director of CWG on 27 November 2019. On 1 July 2021, he was appointed as a member of the Audit Committee and Nomination and Remuneration Committee.

Mr. Ng has over 40 years of experience of encompassing business development and manufacturing in the printing, packaging, paper and paperboard industry. He was a member of the founding committee of the Malaysia Printers Association (Penang Branch) and he is still actively involved in this aspect.

He owns several private companies which are involved in paper trading, printing and industrial supply. In his current role as the Managing Director of Conway Industries Sdn. Bhd. ("KISB"), Mr. Ng is responsible for implementing the business plan and

policies established by the board as well as to manage the daily conduct of the business and affairs to ensure smooth operations of KISB.

Mr. Ng does not hold any directorship in other public companies. He has no family relationship with any Directors and/or major shareholders of CWG.

PROFILE OF DIRECTORS (cont'd)



CHEONG SING YEE | Malaysian, Female, aged 38

Independent Non-Executive Director

Ms. Cheong Sing Yee was appointed as Independent Non-Executive Director of CWG on 16 May 2023. She is a member of the Audit Committee and Nomination and Remuneration Committee.

Ms. Cheong holds a Bachelor of Law (LLB Hons) from the Multimedia University Malaysia. She is an Advocate and Solicitor of the High Court of Malaya.

She is a founder of the law firm of Messrs. SY Cheong & Partners where her practice includes corporate law, property conveyancing, labour law, family and estate administration, general litigation and intellectual property. In addition, she is a certified Mediator accredited by Justice of Peace, Asian Institute of Alternative Dispute Resolution (AIADR) and a trademark licensed lawyer.

Throughout her practice, Ms. Cheong has been actively served as a legal advisor in various schools, non-profit organizations and associations. In 2022, she has been conferred as PJM by Yang di-Pertua Negeri Pulau Pinang. Additionally, she serves as a panel of committee member for the Advocates & Solicitors Disciplinary Board.

Ms. Cheong does not hold any directorship in other public companies. She has no family relationship with any Directors and/or major shareholders of CWG.

Additional Information of the Directors:

1. Conflict of Interest ("COI")

i) Ooi Chin Soon

Mr. Ooi Chin Soon is a director and shareholder of Rymba (MRR2) Sdn. Bhd. and Flora Hijauan (MRR2) Sdn. Bhd., both of which are engaged in the construction of buildings.

CWG's sub-subsidiary, SA Marvel Sdn. Bhd. ("SMSB"), is developing a project for commercial units, namely CWG Park @ Simpang Ampat in Penang. Despite his involvement in the Company potentially leading to a COI, this conflict is mitigated as the construction works for CWG Park @ Simpang Ampat have been awarded to a third-party company through a tender committee.

ii) Datuk Hong Choon Hau

Datuk Hong Choon Hau is a director of Nilai Tiga Development Sdn. Bhd. ("NTDSB"), which is involved in the development of building projects for its own operations, i.e. for renting of space in these buildings.

Although Datuk Hong's involvement in the Company could give rise to a potential COI, this conflict is mitigated as there is no direct competition between the Group and NTDSB. Additionally, NTDSB does not have any current joint venture development projects for commercial units within the vicinity of Simpang Ampat in Penang.

iii) Razmi Bin Alias

Encik Razmi Bin Alias is a director of Asdion Property Management Sdn. Bhd., which is involved in property investment. He is also a director of Venice Sanctuary Sdn. Bhd., which principal activities include trading in bauxite and the installation of wireless hardware and connections, as well as sub-contractor for civil works.

Although his involvement in the Company could give rise to a potential COI, this conflict is mitigated because the civil works for CWG Park @ Simpang Ampat are being managed by a third-party company, which was previously selected and approved by the directors of SMSB.

iv) Ng Tiang Yong

Mr. Ng Tiang Yong is a Managing Director and shareholder of Conway Industries Sdn. Bhd. ("KISB"), which principal activities include offset and digital printing of instruction manuals, books, labels and colour boxes.

Despite his involvement in the Company potentially leading to a COI, such conflict is mitigated by the fact that there is no direct competition between the Company and KISB due to differences in the manufacturing processes and the types of products offered to customers.

The Audit Committee will continue to evaluate and monitor any potential COI situation of the aforesaid disclosures on a quarterly basis.

Save as disclosed above, none of the other Directors involved in any situations or has interest in any competing businesses which may give rise to COI with CWG Group.

2. Conviction for Offences

Other than traffic offences (if any), none of the Directors has any convictions for offences within the past 5 years, nor public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

PROFILE OF KEY SENIOR MANAGEMENT

OOI CHIN SOON

Executive Chairman
Malaysian, Male, aged 62

As detailed in the Profile of Directors in this Annual Report.

TAN HING MING @ CHIN HING MING

Group Managing Director
Malaysian, Male, aged 57

As detailed in the Profile of Directors in this Annual Report.

DATUK HONG CHOON HAU

Group Executive Director
Malaysian, Male, aged 49

As detailed in the Profile of Directors in this Annual Report.

GOOI BOON CHUAN

General Manager, Sales Department
Malaysian, Male, aged 60

Mr. Gooi Boon Chuan joined the Group on 1 March 1985 in Sales Department. He was later promoted to Sales Manager in March 1997. He was subsequently appointed as a Director of Campap Marketing Sdn. Bhd. on 1 September 2007.

Mr. Gooi has more than 40 years of experience in marketing and sales management. He is responsible for developing and implementing the strategic marketing plans for Malaysia, Singapore and Brunei markets.

Mr. Gooi does not hold any directorship in other public companies. He has no family relationship with any Directors and/or major shareholders of CWG.

TEOH HEE HUA

Group Financial Controller
Malaysian, Male, aged 51

Mr. Teoh Hee Hua was appointed as Group Financial Controller on 2 March 2020. He is a member of the Malaysia Institute of Accountant (MIA).

He graduated with an honours degree in Accounting from Universiti Utara Malaysia. In 2018, he was awarded a Master of Business Administration in Manufacturing and Production Management (MBAMPM) by Wawasan Open University. On 8 July 2023, he was conferred the Pingat Jasa Kebaktian (PJK) by Yang di-Pertua Negeri Pulau Pinang.

Mr. Teoh has more than 20 years of working experience in accounting, tax, audit, manufacturing operation, internal audit and corporate finance in both professional and commercial environment.

He started his career in 1999 as an Audit Assistant with Neoh WM & Lam (now known as AljeffriDean) and was involved in the audit of various industries from property development and construction to manufacturing, trading, transportation and logistics. He left the firm as an Audit Senior in year 2003, to join the commercial and manufacturing sectors where he held accounting and finance related positions with increasing responsibilities and scope of work.

Mr. Teoh leads the finance and corporate services department of the Company. He is responsible for finance, statutory reporting, corporate governance and management reporting.

Mr. Teoh does not hold any directorship in other public companies. He has no family relationship with any Directors and/or major shareholders of CWG.

TEOH HIN CHUN

Senior Operation Manager, Production Department
Malaysian, Male, aged 53

Mr. Teoh Hin Chun is the Senior Operation Manager. He is primarily responsible for overseeing the entire production and operation of the Group.

Upon completion of his formal schooling, he started his career in the Group as a Senior Technician on 10 April 1992. He has since served in various capacities prior to his promotion as the Senior Operation Manager on 13 August 2020. In 2021, he left to join a manufacturing company; however, he re-joined the Group in 2023.

Mr. Teoh has more than 30 years of experience in manufacturing field where he is in charge of planning, coordinating and monitoring the manufacturing process in the factory.

Mr. Teoh does not hold any directorship in other public companies. He has no family relationship with any Directors and/or major shareholders of CWG.

Additional Information of the Key Senior Management:

1. Conflict of Interest ("COI")

Save as disclosed in the Profile of Directors, none of the key senior management members involved in any situations or has interest in any competing businesses which may give rise to COI with CWG Group.

2. Conviction for Offences

Other than traffic offences (if any), none of the key senior management members has any convictions for offences within the past 5 years, nor public sanction or penalty imposed by the relevant regulatory bodies during the financial year.

MANAGEMENT DISCUSSION AND ANALYSIS

OVERVIEW OF THE GROUP'S BUSINESS AND OPERATION ➤

CWG Holdings Berhad ("CWG" or "the Company") is an investment holding company with a diversified portfolio through its subsidiaries. The Group's core business lies in manufacturing and selling premium-quality paper stationery. As a fully integrated manufacturer, CWG is renowned for its premium paper-based products, which are distributed nationwide through an extensive network of wholesalers and retailers, including prominent hypermarket chains, bookstores, specialty stores, and supermarkets. Furthermore, the Group exports its products to approximately 58 countries across Asia, Oceania, Europe, Africa, and America under various arrangements, including Original Brand Manufacturing ("OBM"), Original Equipment Manufacturing ("OEM"), and Original Design Manufacturing ("ODM").

The financial year 2025 ("FY2025") unfolded against a backdrop of global economic volatility and an evolving business landscape. Despite these challenges, the Group achieved commendable revenue growth, driven by its diversified business segments and strategic acquisition efforts. Revenue rose by 67%, surpassing the RM100 million milestones, reflecting significant contributions from both the manufacturing and property development segments. The Group reported a pre-tax profit of RM8.826 million for FY2025, an improvement from the loss before tax of RM2.345 million recorded for the financial year ended 30 June 2024 ("FY2024"). Consequently, the Group delivered a basic earning per share of 2.59 sen in FY2025, reversing the basic loss per share of 1.12 sen in FY2024.

In light of these conditions, the Group actively seeks new business opportunities, particularly in export markets, which have emerged as a key revenue source. The Group participates in international trade fairs to enhance market visibility and uncover potential business avenues. During FY2025, CWG participated in Paperworld Middle East, which held from 12 to 14 November 2024 in Dubai, United Arab Emirates. Additionally, the Group conducts overseas customer visits to build deeper trust, foster stronger relationships, gain cultural and contextual insights, and facilitate more effective and complex negotiations. These in-person engagements are integral to increasing the Group's international presence, accessing new markets, and connecting with potential customers, ultimately enhancing global brand recognition and visibility.



➤ Showcasing Campap at Paperworld Middle East 2024, Dubai, proudly made in Malaysia and reaching global markets

MANAGEMENT DISCUSSION AND ANALYSIS (cont'd)

FINANCIAL PERFORMANCE REVIEW >

For FY2025, the Group recorded revenue of RM108.553 million, an increase of RM43.550 million, or 67%, compared to the RM65.003 million recorded in FY2024. This growth was driven by increased sales from the manufacturing and property development segments, which contributed RM21.965 million and RM21.585 million respectively.

In FY2025, revenue from the export market increased slightly by 8% to RM47.968 million (44% of total revenue), compared to RM44.233 million in FY2024. Export sales were solely contributed by the manufacturing segment. Domestically, revenue surged by 192% to RM60.585 million (56% of total revenue), up from RM20.770 million in FY2024. The strong growth in the domestic market was driven by RM39 million (36%) from the manufacturing segment and RM21.585 million (20%) from the property development segment.

The Group's revenue analysis by business segments areas is illustrated below:

	FY2025 RM'000	FY2025 %	FY2024 RM'000	FY2024 %	Change RM'000	%
Business Segments						
Manufacturing	39,000	36	20,770	32	18,230	88
Property development	21,585	20	-	-	21,585	100
Domestic market	60,585	56	20,770	32	39,815	192
Manufacturing	47,968	44	44,233	68	3,735	8
Export market	47,968	44	44,233	68	3,735	8
Total Revenue	108,553	100	65,003	100	43,550	67



> Our maiden property development project, CWG Park @ Simpang Ampat, is progressing towards completion in 2025 and marks a key milestone in the Group's growth diversification.

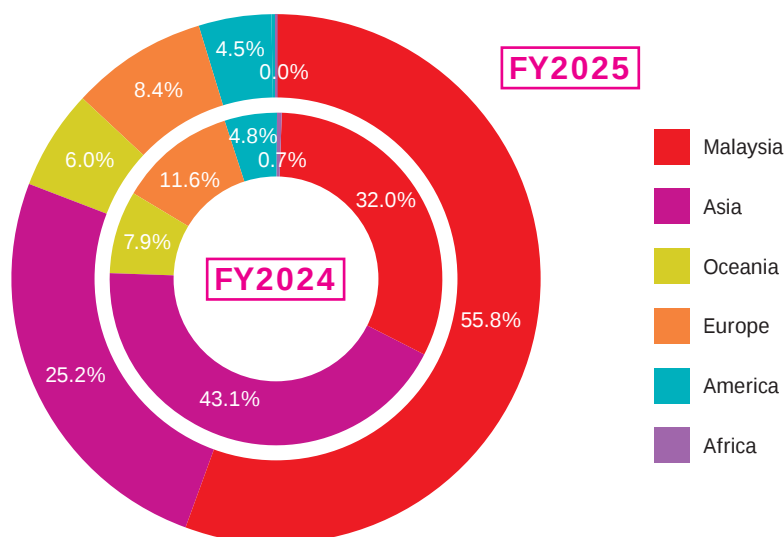
MANAGEMENT DISCUSSION AND ANALYSIS (cont'd)

In analyzing the Group's revenue contribution by geographical location, the domestic market (Malaysia) moved from the second-ranked position in FY2024 to the top position as the key revenue contributor in FY2025, accounting for 55.8% (FY2024: 32.0%). This was followed by the Asian region (excluding Malaysia), including the Middle East, at 25.2% (FY2024: 43.1%), while the European market ranked third at 8.4% (FY2024: 11.6%).

The Group's revenue analysis by geographical areas is illustrated below:

	FY2025 RM'000	FY2024 RM'000	Increase / (Decrease) RM'000	%
Country / Regions				
Malaysia	60,585	20,770	39,815	191.7
Asia	27,401	28,043	(642)	(2.3)
Oceania	6,492	5,140	1,352	26.3
Europe	9,117	7,517	1,600	21.3
America	4,919	3,096	1,823	58.9
Africa	39	437	(398)	(91.1)
Total Export	47,968	44,233	3,735	8.4
Total Revenue	108,553	65,003	43,550	67.0

Revenue by Geographical Area (%)



MANAGEMENT DISCUSSION AND ANALYSIS (cont'd)

The year-on-year analysis of Consolidated Statement of Profit or Loss and Other Comprehensive Income is as illustrated:-

	FY2025 RM'000	FY2024 RM'000	Change RM'000	%
Revenue	108,553	65,003	43,550	67.0
Cost of sales [^]	(77,468)	(51,254)	26,214	51.1
Gross Profit	31,085	13,749	17,336	126.1
Other operating income	1,659	1,076	583	54.2
Selling and distribution costs	(5,277)	(4,089)	1,188	29.1
Administrative and general expenses [^]	(12,656)	(9,534)	3,122	32.7
Earnings Before Interest, Taxes, Depreciation and Amortisation	14,811	1,202	13,609	1,132.2
Amortisation	(439)	-	-	0.0
Depreciation	(4,068)	(3,111)	957	30.8
Finance costs	(1,478)	(436)	1,042	239.0
Profit / (Loss) Before Tax	8,826	(2,345)	11,171	476.4
Taxation	(2,504)	523	3,027	578.8
Profit / (Loss) After Tax	6,322	(1,822)	8,144	447.0

[^] Excluding depreciation charges

The Group's cost of sales increased by 51.1% to RM77.468 million in FY2025, in tandem with the growth in revenue. Despite this, the percentage of cost of sales to revenue improved slightly to 71.4% from 78.8% in FY2024.

Other operating income increased by RM0.583 million, driven by reversal of impairment loss on receivables.

Concurrent with the increase in revenue, selling and distribution costs rose marginally by RM1.188 million in FY2025. Administrative and general expenses increased by RM3.122 million, following the commencement of project and revenue generated from the maiden property development project and the newly acquired wholly-owned subsidiary, the Unigenius Holding Sdn. Bhd. group of companies ("Unigenius Group").

The Group achieved a significant profit after tax ("PAT") of RM6.322 million, compared to a loss after tax ("LAT") of RM1.822 million in FY2024. This positive performance resulted from improved sales in the manufacturing and property development segments, which contributed about RM2.4 million and RM5.8 million in PAT respectively. This outweighed a LAT of about RM1.9 million in the investment holding business segment, attributed to corporate exercise expenses and finance costs resulting from dividends on redeemable preference shares ("RPS").

MANAGEMENT DISCUSSION AND ANALYSIS (cont'd)

Financial Position of the Group

	FY2025 RM'000	FY2024 RM'000	Change RM'000	%
Total assets	189,259	132,952	56,307	42.4
Non-current assets	71,379	34,584	36,795	106.4
Current assets	117,880	98,368	19,512	19.8
Borrowings	17,879	7,362	10,517	142.9

Following the commencement of project and revenue generated from the maiden property development project and the newly acquired Unigenius Group, the Group's total assets as of FY2025 rose by 42.4% to RM189.259 million from RM132.952 million in the previous financial year. This increase was primarily driven by a combined rise of RM56.307 million in right-of-use assets, intangible asset, goodwill on consolidation, trade and other receivables, current tax assets and cash and cash equivalents.

Non-current assets constituted 37.7% (FY2024: 26.0%) of total assets. These included Property, Plant, and Equipment ("PPE") of RM23.812 million (FY2024: RM25.040 million), right-of-use assets of RM20.649 million (FY2024: RM9.544 million), and two new asset items: intangible asset related to customer relationships of RM6.146 million and goodwill on consolidation of RM20.772 million.

Compared to the prior financial year, bank borrowings increased by 142.9%, or RM10.517 million, to RM17.879 million in FY2025. Bank borrowings consist of short-term loans of RM9.685 million (FY2024: RM6.495 million) for working capital and term loans of RM8.194 million (FY2024: RM0.867 million) for capital expenditures.

The Group will remain prudent in managing its cash reserves to maintain a position of financial strength, facilitating the execution of strategic objectives and value creation over the coming years. This will ensure sufficient financial resources to carry out potential business plans, existing and future operations, and meet capital requirements, such as future cash obligations and investment needs to sustain long-term growth.

Cash Flows

	FY2025 RM'000	FY2024 RM'000	Change RM'000	%
Net cash from operating activities	8,943	146	8,797	6,025.3
Net cash used in investing activities	(19,478)	(1,540)	(17,938)	(1,164.8)
Net cash from / (used in) financing activities	17,093	(6,064)	23,157	381.9
Net increase / (decrease) in cash and cash equivalents	6,558	(7,458)	14,016	187.9
Cash and cash equivalents at end of financial year	20,238	13,713	6,525	47.6

As of the current reporting date, the Group's cash and cash equivalents stood at RM20.238 million, an increase of RM6.525 million, or 47.6%, compared to RM13.713 million in FY2024.

Cash flow from operating activities was an inflow of RM8.943 million, compared to an inflow of RM0.146 million in FY2024. This positive improvement was attributed to cash generated from operating profit before changes in working capital and a decrease in inventories within the manufacturing segment.

Cash flows used in investing activities amounted to RM19.478 million, primarily due to capital investment in right-of-use assets, PPE, acquisition of subsidiaries, net of cash acquired and redemption of redeemable preference shares of about RM19.803 million.

Cash flows from financing activities amounted to an inflow of RM17.093 million, resulted inflows generated from the proceeds of the issuance of rights shares of RM17.680 million, net increase in trust receipt of RM0.645 and drawdown of term loans was RM7.000 million. These inflows were offset by outflows used for interest payments, repayment of short-term borrowings, and lease liabilities, totaling RM8.232 million.

MANAGEMENT DISCUSSION AND ANALYSIS (cont'd)

DIVIDEND ➤

	2021	2022	2023	2024	2025
Number of shares ^ ('000)	-	163,654	162,602	-	261,923
Dividend per share (sen)	-	0.50	0.75	-	0.50
Total dividend (RM'000)	-	818	1,220	-	1,310
Group's profit attributable to owners of the parent (RM'000)	-	1,678	5,973	-	6,322
% of dividend on Group's profit	-	48.8%	20.4%	-	20.7%

^ Excluding treasury shares

CWG has not adopted a formal dividend policy as of now. Nonetheless, the Board recognizes that dividend payouts are an important element in enhancing shareholder value and rewarding their loyalty and confidence in the Group.

The Board determines dividend payments after considering various factors, including cash levels, return on equity, retained earnings, gearing, expected financial performance, contractual obligations, working capital requirements, projected capital expenditure, and other investment plans.

The Board has recommended a first and final single-tier dividend of 0.5 sen per ordinary share for FY2025, subject to approval by the Company's shareholders at the forthcoming Annual General Meeting. The proposed dividend amounts to RM1.310 million in total, representing 20.7% of the Group's profit attributable to owners of the parent for the financial year.



➤ A wide range of premium stationery products, spanning from everyday essentials to creative art and craft series that inspire innovation.

MANAGEMENT DISCUSSION AND ANALYSIS (cont'd)

ANTICIPATED RISKS ➤

Exposure to credit risk

The Group's exposure to credit risk primarily arises from trade receivables. The Group aims to achieve continuous revenue growth while minimizing impairment and doubtful debt losses by assessing and approving credit terms on a case-by-case basis. This assessment considers factors such as the customer's payment track record, financial standing, length of the business relationship, and the size and frequency of transactions.

Collections from customers are closely monitored on an ongoing basis by the credit control team. As part of credit risk management, the Group typically requests cash on delivery or documents against payment at sight for new customers. This approach allows the Group to evaluate new customers' credit standing before granting credit terms, thereby safeguarding against potential losses.

High inventory level

High inventory levels can lead to higher holding costs and reduce warehouse management efficiency. Additionally, fluctuations in paper prices pose a risk that could impact product costs.

To mitigate these risks, the Group employs effective material planning and closely monitors paper price changes. Furthermore, product development initiatives aimed at utilizing slow-moving raw materials help to lower overall inventory levels.

Foreign exchange risk

The Group is exposed to foreign exchange risk, as certain sales and purchases are transacted in foreign currencies. A significant portion of export revenue is transacted in USD, and any material fluctuations in the RM/USD exchange rate could significantly impact the Group's financial position and operating results.

As a mitigating measure, the Group employs a natural hedging policy to minimize the impact of foreign exchange fluctuations. The Group also considers selling foreign currency forward when necessary, based on expected collections from export proceeds, and stays abreast of the economic and political situations in the countries where it operates.

Fluctuations in raw materials prices

The Group is exposed to fluctuations in the prices of raw materials, mainly paper sourced from local and international suppliers. Volatility in paper prices creates uncertainty as these cost fluctuations may affect the cost of finished goods.

To mitigate these risks, the Group works closely with selected key suppliers to secure long-term supplies and closely monitors raw material price fluctuations. The Group will also refine its product pricing strategy and improve manufacturing efficiencies to increase profit margins.

MANAGEMENT DISCUSSION AND ANALYSIS (cont'd)

OUTLOOK AND FUTURE PROSPECTS ➤

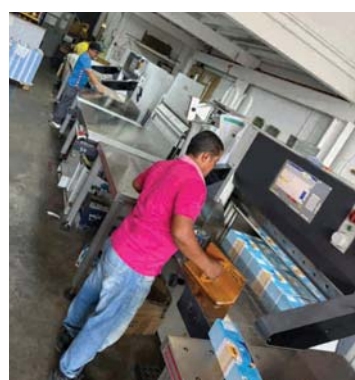
The global economic environment for the upcoming financial year continues to face uncertainties arising from slower growth, inflationary pressures and geopolitical tensions. These factors are expected to continue influencing business sentiment and demand patterns across industries. While the potential impact of recent US tariff measures cannot be fully ascertained at this juncture, our preliminary assessments indicate that these measures are unlikely to have a material effect on the Group's overall performance. Against this backdrop, the Group will stay resilient and proactive, focusing on strengthening operations and capturing growth opportunities in both domestic and international markets.

The Group will continue efforts to grow its market share and customer base in new regions by enhancing product innovation, building and satisfying customer loyalty, employing a talented and dedicated workforce, and maintaining a competitive pricing strategy. The Group remains focused on expanding its product range within the stationery manufacturing and sales business, thereby improving its value proposition to a wider range of prospective customers.

Beyond its core operations, the Group's diversification strategy is beginning to yield tangible results. SA Marvel Sdn. Bhd. ("SMSB"), the Group's property development arm, has made strong progress on its maiden project, CWG Park @ Simpang Ampat. As at 30 June 2025, the project contributed about RM21.6 million to the Group's revenue and generated a profit before tax ("PBT") of RM7.5 million. The CWG Park project will be completed on schedule by the end of 2025.

In addition, the successful acquisition of Unigenius Holding Sdn. Bhd. ("UHSB") in October 2024 has further strengthened the Group's manufacturing portfolio. Through its subsidiaries, UHSB brings established expertise in the production of paper-based labels, stickers and packaging for food and beverage companies. Its integration into the Group has already made a positive contribution to FY2025 results, and the Board is optimistic that UHSB will serve as a new growth engine, broadening revenue streams and enhancing synergies with the Group's existing businesses.

Looking ahead, the Group will continue to leverage synergies across its businesses, expand its presence in local and international markets and pursue sustainable growth opportunities. While external uncertainties may persist, the Board is confident that the Group's diversified business model, strengthened by property development and UHSB, provides a solid foundation to deliver long-term value to shareholders.



➤ Through its subsidiaries, our newly acquired company, Unigenius Holding Sdn. Bhd. enhances the Group's growth trajectory by contributing specialised expertise in labels, stickers and packaging solutions.

GROUP FINANCIAL SUMMARY

	FINANCIAL YEAR ENDED 30 JUNE				
	2021 RM'000	2022 RM'000	2023 RM'000	2024 RM'000	2025 RM'000
A) INCOME					
Revenue	59,922	68,653	92,624	65,003	108,553
(Loss)/Profit before interest and tax	(1,937)	2,667	8,322	(1,909)	10,304
(Loss)/Profit before tax	(2,121)	2,310	7,857	(2,345)	8,826
(Loss)/Profit attributable to owners of the parent	(1,494)	1,678	5,973	(1,822)	6,322

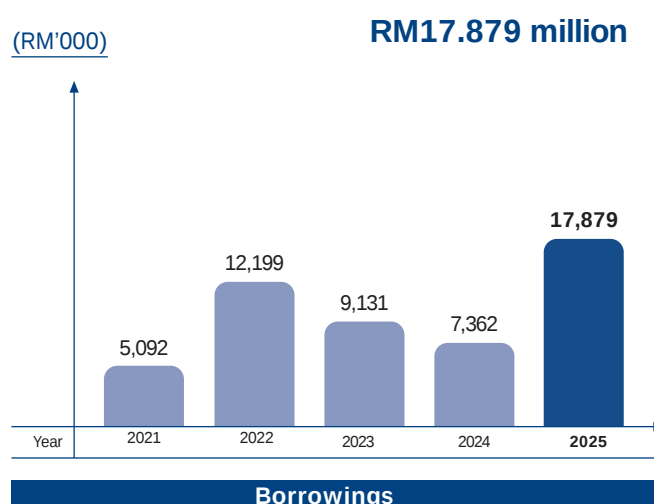
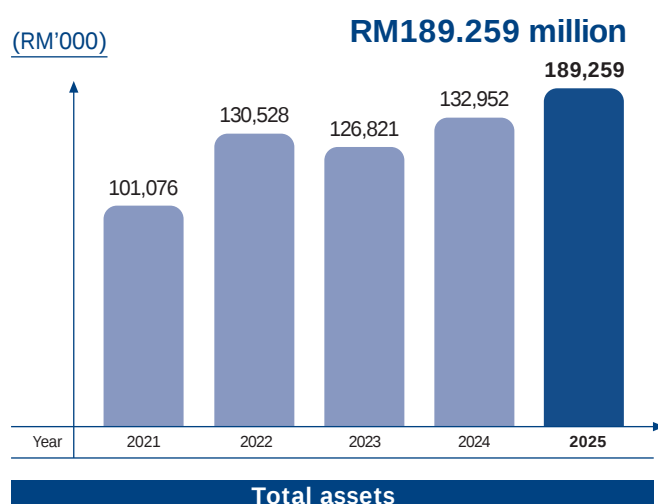
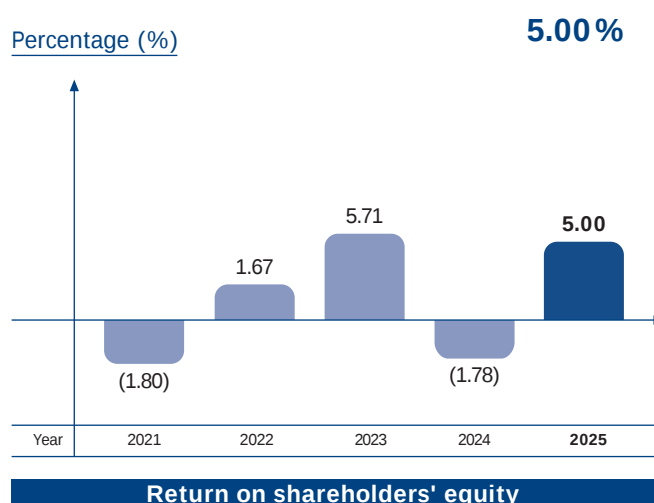
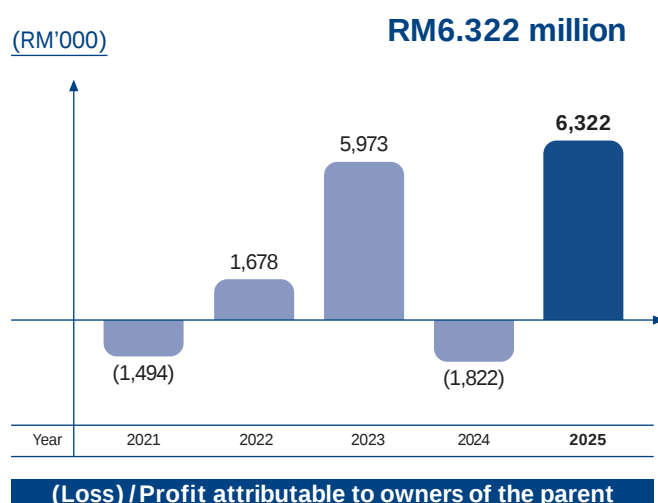
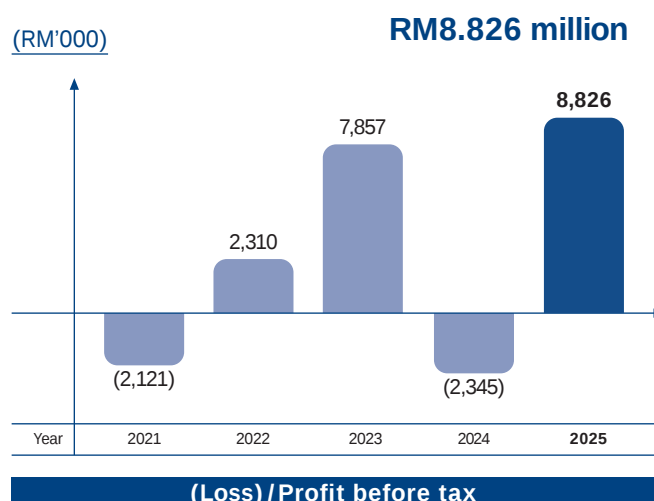
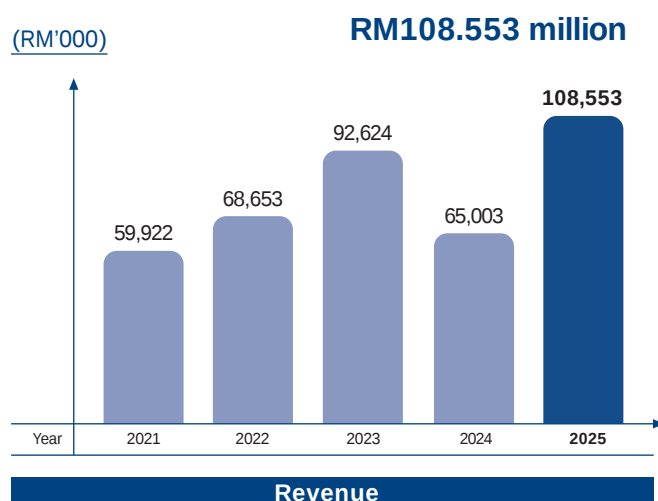
B) FINANCIAL POSITION					
Assets					
Total assets	101,076	130,528	126,821	132,952	189,259
Current assets	66,175	96,822	93,427	98,368	117,880
Liabilities and Shareholders' Equity					
Current liabilities	13,296	25,834	17,794	26,585	40,415
Borrowings	5,092	12,199	9,131	7,362	17,879
Borrowings, net of cash	—	—	—	—	—
Lease liabilities	356	262	1,111	2,550	3,856
Paid-up share capital	63,145	78,351	78,351	78,351	96,031
Treasury shares	146	146	485	141	141
Equity attributable to owners of the parent	83,361	100,245	104,659	102,536	126,538

	2021	2022	2023	2024	2025
C) SHARE INFORMATION AND VALUATION					
i) Share Information					
Number of shares^ ('000)	125,796	163,654	162,602	163,702	261,923
Weighted average number of shares^ ('000)	125,796	141,217	162,850	163,122	243,624
Market capitalisation (RM'000)	44,658	49,914	49,594	42,563	44,527
Per Share					
(Loss)/Earnings (sen)	(1.19)	1.19	3.67	(1.12)	2.59
Net assets (RM)	0.66	0.61	0.64	0.63	0.48
Share price					
- Year high (RM)	0.46	0.65	0.39	0.38	0.344
- Year low (RM)	0.25	0.30	0.285	0.250	0.165
- As at 30 June (RM)	0.355	0.305	0.305	0.26	0.17
ii) Valuation					
Price to earnings multiple (times)	—	25.6	8.3	(23.2)	6.6
Price to book multiple (times)	0.54	0.50	0.48	0.41	0.35

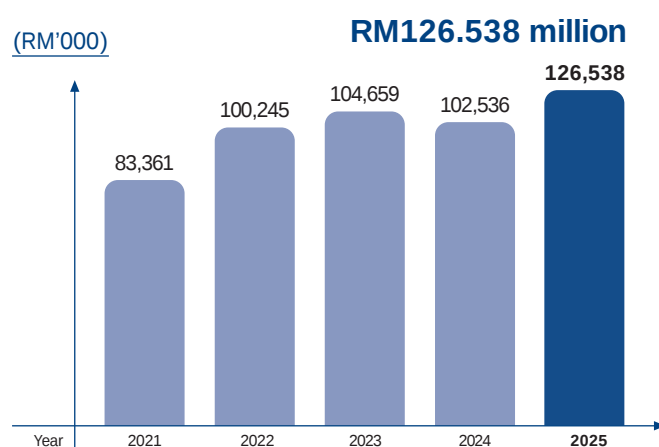
D) FINANCIAL RATIOS					
Return on total assets (%)	(1.49)	1.29	4.71	(1.37)	3.34
Return on shareholders' equity (%)	(1.80)	1.67	5.71	(1.78)	5.00
Current ratio (times)	4.98	3.75	5.25	3.70	2.92
Debt-to-equity (times)	0.07	0.12	0.10	0.10	0.17

^ Excluding treasury shares

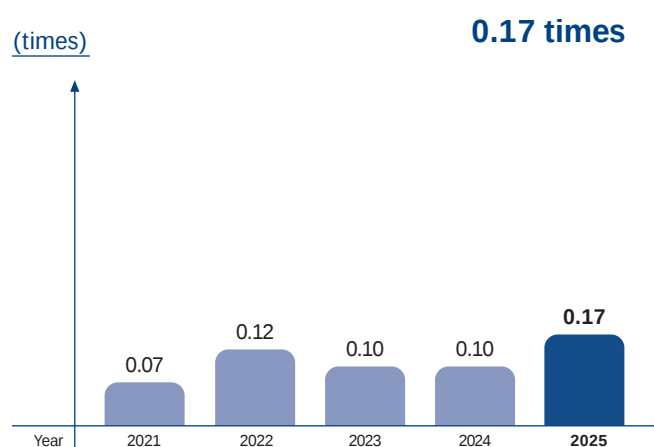
GROUP FINANCIAL HIGHLIGHTS



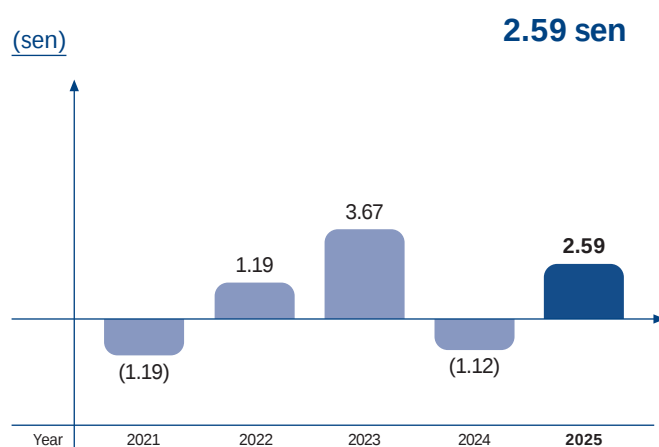
GROUP FINANCIAL HIGHLIGHTS (cont'd)



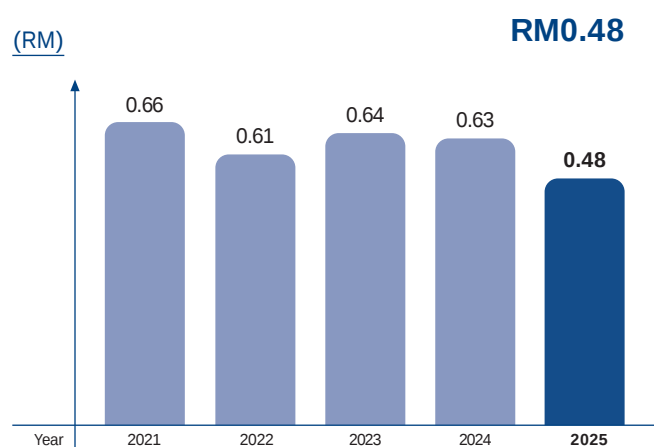
Equity attributable to owners of the parent



Debt-to-equity



(Loss)/Earnings per share

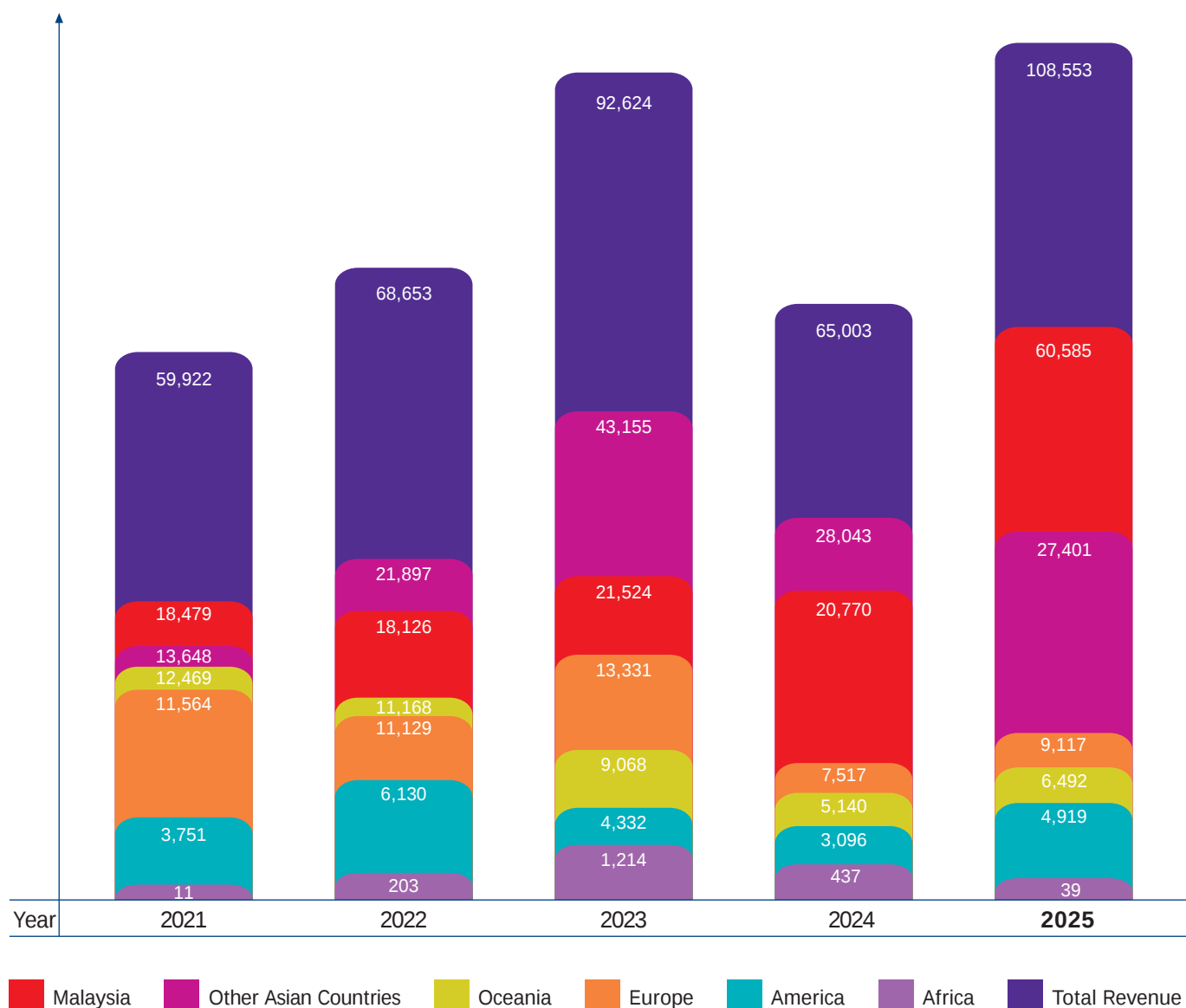


Net assets per share

MARKET SEGMENTATION - REVENUE

Market Segment		FINANCIAL YEAR ENDED 30 JUNE				
		2021 RM'000	2022 RM'000	2023 RM'000	2024 RM'000	2025 RM'000
1	Malaysia	18,479	18,126	21,524	20,770	60,585
2	Other Asian Countries	13,648	21,897	43,155	28,043	27,401
3	Oceania	12,469	11,168	9,068	5,140	6,492
4	Europe	11,564	11,129	13,331	7,517	9,117
5	America	3,751	6,130	4,332	3,096	4,919
6	Africa	11	203	1,214	437	39
Total Revenue		59,922	68,653	92,624	65,003	108,553

(RM'000)



SUSTAINABILITY STATEMENT

Introduction ➤

CWG Holdings Berhad ("CWG") and its subsidiaries ("the Group") are committed to creating long-term value and sustainability for our stakeholders. Sustainability is a cornerstone of the Group's philosophy. The Board of Directors ("the Board") understands that genuine business success extends beyond financial metrics to include our impact on the environment and society. To this end, we have embedded sustainability practices across all aspects of our daily operations to ensure that our business remains resilient and responsible.

This Sustainability Statement is prepared in accordance with the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities"), and guided by Bursa Securities' Sustainability Reporting Guide - 3rd Edition and its Toolkits.

Reporting Scope ➤

CWG is an investment holding company with its subsidiaries involved in the manufacture and sale of stationery and printed materials, as well as property development and real estate activities.

This Sustainability Statement covers the business activities of the Group's key operating subsidiary, Chee Wah Corporation Berhad ("CWCB"), and reports its sustainability priorities, performance and progress for the financial year ended 30 June 2025 ("FY2025").

Assurance ➤

This Sustainability Statement has not been subjected to internal audit or external assurance. However, the data reported in this Statement has been validated internally by the Group's management to ensure accuracy and reliability.

Sustainability Governance Structure ➤

The Board is ultimately responsible for the Group's sustainability efforts. This includes ensuring our strategic plans focus on long term value creation and consider key environmental, social and governance ("ESG") factors. A Sustainability Working Committee ("SWC"), comprising key senior management and heads of department, has been established to oversee sustainability matters and report directly to the Group Managing Director.

The SWC identifies material sustainability matters ("MSM"), tracks progress and reports on our sustainability plans, strategies and budgets to the key senior management, as the case may be. The key senior management reviews and monitors the overall performance and direction of the Group's sustainability efforts.

Stakeholder Engagement ➤

Stakeholder engagement is the process through which we stay connected with our customers, employees, shareholders, suppliers, governmental and regulatory bodies, as well as the broader communities we serve. This enables us to identify potential sustainability challenges, risks and opportunities for the Group. Through effective engagement channels, the stakeholders share valuable feedback and concerns that help us improve our business practices and products.

We believe that the stakeholder engagement is essential in shaping our sustainability strategy and supporting long-term growth.

The table below outlines our key stakeholder groups, their interests or concerns and how we engaged with them during FY2025.

Stakeholder Group	Areas of Interest and Concern	Engagement Approach
Customers	- Product design - Product quality - On-time delivery - Pricing	- Product briefing - Customer survey and feedback channel - Company's website - Quality management and assurance - Monitoring the production progress - Regular customer visitation - Participation in trade exhibition

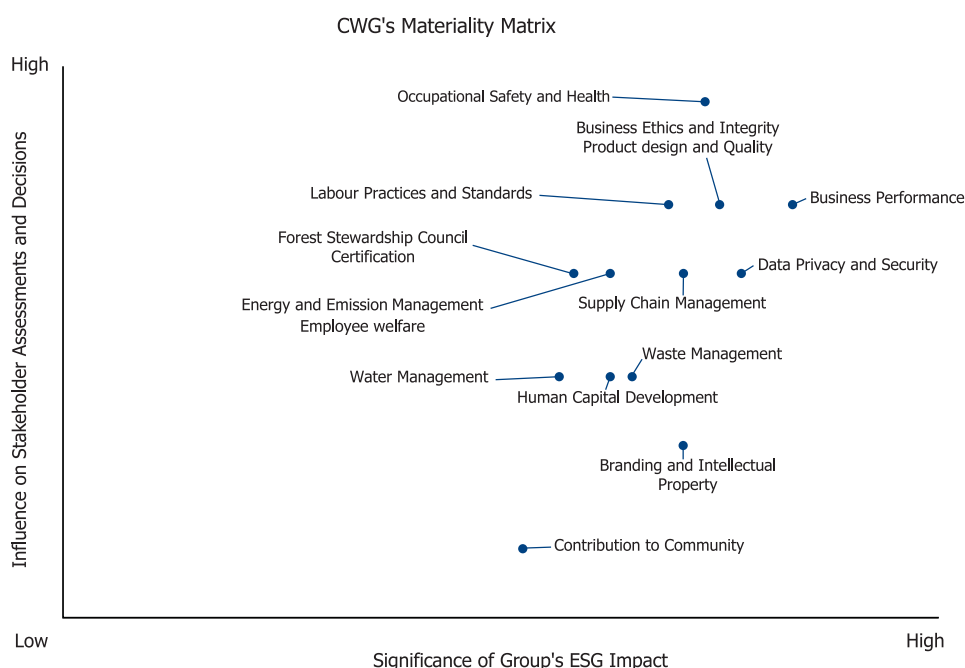
SUSTAINABILITY STATEMENT (cont'd)

Stakeholder Group	Areas of Interest and Concern	Engagement Approach
Employees	• Benefit and remuneration • Career development • Occupational health and safety	• Employment contract • Recreational activities • Staff appraisal • Training programme • Management meetings • Informal discussion
Shareholders/Investors	• Group's financial performance • Return on investment • Business strategy • Corporate governance	• Annual General Meeting • Annual Report • Announcements in Bursa Securities • Company's website • Investor relation channel
Suppliers	• Material sourcing • On-time delivery • Pricing	• Site visits • Meetings • Half-yearly vendor evaluation
Governmental and Regulatory Bodies	• Legal and regulatory compliance • Corporate governance	• Compliance with local authorities • Policies • Regulatory compliance training
Community	• Impact of business operations • Contribution to local community	• Corporate social responsibility activities

Materiality Assessment ➤

A materiality assessment is vital in guiding the Group's strategies and prioritizing its sustainability efforts. The Group defines MSM as those that significantly impact ESG aspects of the Group's business and substantively influence the assessments and decisions of stakeholders.

The materiality assessment is conducted through engagements with both internal and external stakeholders. The results of this assessment are illustrated in the materiality matrix below:



SUSTAINABILITY STATEMENT (cont'd)

In this Sustainability Statement, the MSM is categorized and discussed in three (3) themes as follows:

Governance and Business Sustainability	Environmental	Social
• Business Performance • Business Ethics and Integrity • Product Design and Quality • Branding and Intellectual Property • Supply Chain Management • Data Privacy and Security	• Forest Stewardship Council Certification • Waste Management • Energy and Emission Management • Water Management	• Occupational Safety and Health • Labour Practices and Standards • Human Capital Development • Employee Welfare • Contribution to Community

Governance and Business Sustainability >

Business Performance

The Group acknowledges that achieving positive economic performance is crucial for sustaining long-term business growth and resilience.

The Group has transitioned from their early trading activities to become a comprehensive manufacturing and distribution specialist, renowned for a wide range of premium quality paper-based stationery. The Group also extends its expertise to supply and distribution of non-paper-based stationery, gift paper and pre-school educational materials.

Presently, the Group primarily operates its business which involves the manufacturing and sale of stationery and printed materials from its manufacturing facilities and sales office in Malaysia. The Group remains focused on expanding its product range within the stationery and printing sector, thereby enhancing its value proposition to a broader customer base. On the export front, the Group's stationery products reach approximately 58 countries worldwide.

In October 2023, the Group entered the property development sector as part of a diversification strategy to reduce reliance on the stationery business and create new revenue streams. Our first project, CWG Park @ Simpang Ampat, comprises commercial units and is scheduled for completion by the end of 2025. The project has received encouraging market response, with almost all units taken up and only a handful remaining available as at the date of this report. This strong take-up reflects buyers' confidence in CWG's entry into property development and affirms the project's attractive location and investment potential.

Further expanding our business, the Group acquired Unigenius Holding Sdn. Bhd. ("UHSB") on 28 October 2024 for a total consideration of RM33 million, comprising RM18 million in cash and RM15 million via issuance of redeemable preference shares. UHSB owns two (2) subsidiaries, namely Unigenius Print Sdn. Bhd. ("UPSB") and Inbox Packaging Sdn. Bhd. ("IPSB") which specialise in sticker and label printing for food and beverages industry. This acquisition strengthens our printing capabilities and widens our customer base.

Business Ethics and Integrity

The Group is committed to acting with integrity, practising ethical business and implementing sound standards of corporate governance in its working culture to ensure sustainability.

The Group has a Board Code of Conduct that applies to all Directors. It provides guidance to the Directors on ethical standards which the Directors shall adhere to in carrying out their fiduciary duties and responsibilities.

All the employees are required to observe the Core Values, Work Ethics, Employee Handbook, Collective Agreement and the Company Policies covering areas such as personal data protection, harassment, child and force labour, discrimination, conflicts of interest and freedom to join an association with collective bargaining policy. All these documentations are used to govern the Group in conducting its business with integrity and honesty, as well as to ensure the compliance with all applicable laws and regulations.

SUSTAINABILITY STATEMENT (cont'd)

The Group is committed to zero tolerance towards corruption and a culture of integrity. The Group has an Anti-Bribery & Corruption Policy ("ABC Policy") stipulating some parameters to prevent bribery and corruption in all our business dealings.

In FY2025, we conducted corruption risk assessments across all business units and operations. No incidents of corruption were reported.

	FY2024	FY2025
Percentage of operations assessed for corruption-related risks	65%	100%
Number of confirmed incidents of corruption	0	0

Training on anti-bribery and corruption is provided to those employees who have high exposure to bribery or corruption risk due to their business functions or positions. New employees are briefed on the ABC Policy by the human resource personnel to ensure they understand the Group's anti-corruption culture. As at 30 June 2025, all new employees have been communicated on the ABC Policy. The percentage of employees who received anti-corruption training, by employee category, is as follows:-

	FY2024	FY2025
Senior Management	100%	100%
Managers	100%	100%
Executives	100%	100%
Non-executives	50%	50%

The Group established a Whistle-Blowing Policy which provides an avenue to voice genuine concerns of any suspected wrongdoings, unethical behavior and malpractices impacting the interest of the Group without fear of reprisal. Any instance of misconduct can be reported to the Group Managing Director or the Chairman of Audit Committee.

Product Design and Quality

As the leader in manufacture of stationery products, we strive to develop, design and supply best quality stationery products to our customers.

The Group has been certified with ISO 9001:2015 in Quality Management System for upholding the best quality standards of our stationery products. We have implemented a quality management system framework to set up quality assurance policies and procedures to address the product quality and reliability on a regular basis, as well as improve the work efficiency.

We pay great heed towards quality control ("QC") and quality assurance ("QA"). Our dedicated QC and QA teams act as vigilant gatekeepers, ensuring adherence to high standards of operating procedures. We have established quality check procedures and standard operating procedures for our production teams. QC inspections are conducted on a sampling basis at every production process to identify and reject defective items before delivery to our customers.

In order to keep pace with the rapid changing market place and stand out from the competition, we have an in-house design team known as Creative and Product Development. Our designers regularly enhance their knowledge and creativity to develop innovative stationery products. In our continuous efforts to meet customer expectations, we also offer Original Equipment Manufacturing ("OEM"), Original Brand Manufacturing ("OBM") and Original Design Manufacturing ("ODM") arrangements for our discerning customers.

Our marketing and sales teams maintain regular engagement with customers and are committed to responding promptly to their needs in terms of product quality, service, delivery and pricing. To strengthen customer relationships and drive continuous improvement, we conduct an annual Customer Satisfaction Survey. Feedback gathered from the survey plays a vital role in enhancing our stationery products and service standards, thereby supporting the sustainable growth of our business.

SUSTAINABILITY STATEMENT (cont'd)

Our Customer Satisfaction Index (CSI) stayed strong at 87% in both FY2024 and FY2025, showing that customers are satisfied with our products and services. The consistent CSI over two years reflects our ability to maintain customer confidence. Looking ahead, we aim to build on this foundation by pursuing gradual improvements that will enhance customer loyalty and reinforce long-term business relationships.

	FY2024	FY2025
Customer Satisfaction Index	87%	87%

Branding and Intellectual Property

Building on the strong performance of our products, the Group introduced the CAMPAP range, an abbreviation for Camel Paper Products. CAMPAP swiftly gained popularity, with its contemporary designs appealing to a wide range of consumer, from students in schools and universities to users in homes and offices. Our branding excellence was recognised when Camel Paper Products received the Superbrands Malaysia award in 2003/2004, followed by CAMPAP in 2005.

As the CAMPAP brand grew, the Group progressively expanded its product offerings to cater to different market needs. The Future Ace series offers pre-school educational materials crafted to foster early learning in young children. The Ecoforest and Ezee series deliver good quality products at affordable prices for students. Arto by Campap series showcase premium art and craft based paper products, while the A-series emphasizes high-grade and elegant stationery paper products. Together, these products continuously grow the Group's share in the paper-based stationery market. Additionally, our licensing partnership with Animonsta Studios Sdn. Bhd. featuring BoBoiBoy, Mechamato and Papa Pipi, has also increased our brand visibility, especially among Malay consumers.

One of our flagship products, the Write-On exercise book series, exemplifies our dedication to excellence in the stationery industry. With a legacy spanning over thirty (30) years, "Write-On" has become a hallmark of quality, distinguished by its elegant marbled-textured cover design. This series has earned widespread acclaim from consumers and remains a preferred choice in the market. As the Group celebrates over six (6) decades of innovation and excellence, the "Write-On" series continues to shine as a testament to our unwavering commitment to crafting premier stationery products that inspire and satisfy our customers.

The Group's branding achievements were recognized with the BrandLaureate BestBrands Award 2018-2019 by The World Brand Foundation on 27 June 2019. CAMPAP is recognized as a brand leadership in the consumer stationery market. In the same year, we also received the Most Promising Award at the Export Excellence Award 2019, organised by Star Media Group Berhad, highlighting our role in promoting Malaysian products globally and contributing to economic sustainability.

Intellectual property ("IP") is a valuable asset crucial for our sustainable business growth. We are committed to protecting our own IP rights, whilst respecting the IP rights of others. We have registered key trademarks locally and internationally in selected markets and closely monitor their validity to ensure they remain protected. We prohibit any unauthorized use of our IP and will take legal action in the event of infringement. There were no trademark infringement cases reported during the year.

	FY2024	FY2025
Trademark infringement cases identified and resolved	0	0

Supply Chain Management

The Group views supply chain management as a key factor for the Group's business sustainability, coordinating operations from the sourcing of raw materials and production scheduling to logistics and the timely delivery of finished goods to customers. Our supply chain operations are supported by a dedicated system that enables efficient production planning and logistics management.

We source our raw materials from both local and international markets, fostering long-term relationships with our suppliers based on mutual trust. Our procurement team handles all purchases in a fair, objective and professional manner. We maintain close collaboration with our approved suppliers and regularly assess their performance. Quotations from various suppliers are obtained to ensure the competitive pricing. Our QA and QC teams meticulously inspect every batch of raw materials received from the supplier. This is to ensure the quality and specification meet the Group's production requirement.

SUSTAINABILITY STATEMENT (cont'd)

The Group acknowledges the benefits of procuring materials from local market and supporting local businesses. However, various factors such as quality, cost effectiveness and availability often necessitate sourcing a majority of materials from overseas. Nevertheless, we generally support local businesses whenever possible.

	FY2024	FY2025
Proportion of spending on local suppliers	22%	20%

Our logistics function is integral to maintaining customer satisfaction by ensuring the timely and accurate delivery of products. The logistics team actively monitors shipment status, manages transportation schedules and promptly addresses any disruptions to ensure goods arrive safely and on time.

Data Privacy and Security

We are committed to protecting data privacy of our stakeholders, encompassing personal and financial information of individuals and organizations.

We take a proactive approach to data security, ensuring the protection of data from being viewed, altered or stolen by unauthorized users. In compliance with the Personal Data Protection Act 2010, all information and personal data are securely managed through our Information Technology (IT) systems.

Our key internal controls to protect data privacy are as follows:

- 1) The technological resources and assets of the Group are protected with advanced encryption, firewalls and antivirus or anti-malware software.
- 2) Appropriate physical and organizational security measures are implemented to protect personal data.
- 3) Email reminders are regularly sent to employees to raise awareness about scams, malicious cyberattacks, and data security.
- 4) Daily data backups are conducted for all servers to ensure data integrity and availability.
- 5) Non-Disclosure Agreements are required to be signed by customers, suppliers and contractors where applicable.

In FY2025, there were no substantiated complaints concerning breaches of customer privacy and losses of customer data.

	FY2024	FY2025
Substantiated complaints concerning breaches of customer privacy and losses of customer data	0	0

Environmental >

Forest Stewardship Council Certification

The Forest Stewardship Council ("FSC") is a global organisation that promotes responsible forest management. Its certification helps ensure forests are managed in ways that are environmentally sound, socially beneficial and economically viable. The FSC Chain of Custody certification specifically ensures that materials are tracked through the supply chain in a responsible and transparent manner.

As one of Malaysia's leading paper-based product manufacturers, CWCB is aware of the environmental impact of its operations. We are committed to reducing these impacts and supporting sustainable practices through responsible sourcing and production.

CWCB has obtained the FSC's Chain of Custody Certification since 2010. We undergo annual audit to maintain this certification, ensuring our continued compliance with FSC standards.

SUSTAINABILITY STATEMENT (cont'd)

In FY2025, FSC certified products accounted for 2.61% of our total product range, a modest increase from 2.49% in FY2024. Their contribution to total revenue was 5.17%, compared with 7.40% in the previous year. The decline in percentage share was primarily due to the enlarged revenue base following the consolidation of UHSB and its subsidiaries. Nevertheless, our FSC sales remained consistent despite prevailing market challenges.

	FY2024	FY2025
Audit outcome	Compliant	Compliant
Percentage of total product range which is FSC certified	2.49%	2.61%
Share of FSC certified sales (% of total sales)	7.40%	5.17%

Waste Management

Our operations are built on a basis of governance procedures to ensure that sound environmental practices are implemented in our daily activities. CWG is committed to adhering to all relevant regulatory requirements throughout the entire operational chain.

On the shop floor, we adhere to stringent waste management practices to ensure that harmful elements from ink sludge, chemical solvents and other liquid by-products from our printing and ancillary services are properly treated before disposal. We store all scheduled wastes in safe location and ensure their disposal through authorized contractors licensed by the Department of Environment for proper treatment.

For non-scheduled waste, such as used packing materials, cards, chipboard, paper cores, plastic and discarded or shredded office papers, a waste management contractor is assigned to handle the collection and disposal process. This contractor ensures that these wastes are meticulously managed and directed towards appropriate recycling facilities, thereby promoting sustainable waste management practices.

In FY2025, the total waste generated decreased to 946 metric tonnes ("MT") from 1,138 MT in FY2024. This reduction reflects our ongoing efforts to improve operational efficiency and minimize waste at the source. We maintained a 99% waste diversion rate, highlighting our unwavering focus on sustainability through proper recycling and reuse channels managed by licensed waste contractors.

	FY2024	FY2025
Waste (in MT)		
Waste diverted from disposal (non-scheduled waste)	1,128	942
Waste directed to disposal (scheduled waste)	10	4
Total waste	1,138	946
% of waste diverted from disposal	99%	99%

In addition, the Group continuously educates its employees to promote recycling habits, encourages a green mindset and make recycling as an integral part of our everyday life. A recycling station is located at the production site, where trash is segregated and classified for recycling purposes.

Energy and Emission Management

As part of our ongoing commitment to improving energy efficiency and reducing greenhouse gas ("GHG") emissions, the Group invested in advanced, largely automated production equipment and machinery. These upgrades shorten lead times and reduce idle periods during operations, thereby lowering electricity consumption. Additionally, we have adopted energy-saving practices across our manufacturing sites and offices, including the installation of LED lighting and ensuring lights and air-conditioning are turned off during lunch breaks or when not in use.

SUSTAINABILITY STATEMENT (cont'd)

To further strengthen our sustainability efforts, we installed a rooftop solar panel system at the manufacturing site. As shown in the table below, our rooftop solar system contributed 41% of the Group's total electricity consumption in FY2025, up from 36% in FY2024. This shows we are making good progress in using cleaner energy and staying committed to protecting the environment and reducing carbon emissions.

	FY2024	FY2025
Electricity consumption (in MWh)		
Conventional energy source	1,913	1,667
Renewable energy source (solar system)	1,065	1,173
Total electricity consumption	2,978	2,840
% of renewable energy source	36%	41%

This year, we conducted an initial estimation of our GHG emissions, covering Scope 1, 2 and 3.

Scope 1 GHG emission were derived from the direct consumption of diesel and petrol by our facilities and company-owned vehicles totalled 58 tCO₂e.

Scope 2 GHG emissions represent indirect emissions arising from the use of purchased electricity. In FY2025, based on our total conventional electricity usage of 1,667 MWh, Scope 2 emissions are estimated at 1,290 tCO₂e. At the same time, our solar energy system generated 1,173 MWh, helping the Group avoid approximately 908 tCO₂e in emissions.

	FY2024	FY2025
Electricity emission (in tCO₂e)		
Emission from conventional energy (Scope 2)	1,481	1,290
Emission avoided from solar energy	824	908

Scope 3 GHG emissions refer to indirect emissions, mainly covering the business travel and employee commuting. In FY2025, Scope 3 emissions are estimated at 297 tCO₂e.

Water Management

Water is an essential resource for both our production processes and general daily use. We are cognizant of our responsibility to conserve water.

Our operations primarily rely on the municipal water supply. To prevent wastage, we proactively conduct routine checks to ensure that all water meters, piping, taps and related equipment are in good condition. In FY2025, the Group utilized 8,193 megalitre ("ML") of water.

	FY2024	FY2025
Total water consumption (in ML)	10,416	8,193

Social >

Occupational Safety and Health

As a manufacturing company, providing a safe and healthy work environment and ensuring personal safety are always our top priorities. We are committed to creating a secure and comfortable workplace by implementing various health and safety measures for our employees.

We recognize the potential safety risks associated with working in production areas that house large printing machines and various ancillary equipment. To mitigate these risks, we equip our employees with appropriate personal protective equipment, which includes safety shoes for production workers, earplugs for machine operators in noise-prone areas and gloves for those handling chemical solvents used in cleaning printing equipment, among other protective gear.

SUSTAINABILITY STATEMENT (cont'd)

Our Safety and Health Committee (“SHC”) plays an important role in ensuring our safety and health policies are effective and strictly followed by all employees. Our operations undergo regular training, social and quality audits to ensure compliance with established standards. Frequent inspections are carried out in our manufacturing areas and on equipment to ensure safety procedures are properly followed. We also provide continuous training on machinery operation and forklift handling to equip employees with the necessary skills to maintain a safe working environment.

In FY2025, we provided basic first aid, Cardiopulmonary Resuscitation (“CPR”) and Automated External Defibrillator (“AED”) training for selected employees, especially from the production, maintenance and management teams. The training aims to enhance the employees’ emergency response capabilities and ensure that our workforce is prepared to respond effectively during medical emergencies.

The SHC is responsible for reviewing and monitoring the Group’s safety performance, which includes investigating incidents and implementing corrective actions where necessary. In FY2025, there were no accidents or incidents resulting in loss of life or permanent disablement. We remain committed to maintaining this record as part of our long-term dedication to ensuring a safe and healthy work environment. The Lost Time Incident Rate (“LTIR”) rose to 1.28, due to a small number of incidents, but none resulted in serious injury or permanent disability. Notably, the number of employees trained on health and safety standards rose from 14 to 127, reflecting our strengthened focus on safety awareness and readiness in the workplace.

	FY2024	FY2025
Number of work-related fatalities	0	0
Lost time incident rate	0	1.28
Number of employees trained on health and safety standards	14	127

In addition, we conduct regular fire drills for all employees to enhance awareness and ensure emergency preparedness. Monthly fire alarm tests are performed to ensure that our fire safety equipment is always in proper working condition. We also have an emergency response team in place to guide employees on the appropriate actions to take during accidents or emergencies, tailored to the type of incident.



On 8 October 2024, employees attended a machine safety briefing to reinforce workplace safety practices and minimize operational risks.



Forklift operator training held on 22 July 2024 to equip employees with essential safety skills for daily operations.

SUSTAINABILITY STATEMENT (cont'd)

Labour Practices and Standards

Human rights encompass the essential freedoms and entitlements that every person possesses, regardless of their nationality, race, religion, gender or social standing. Our employment practices are guided by the core principles of fairness and respect.

We are committed to safeguarding our employees' rights by strictly adhering to relevant laws and regulations, such as minimum working age, minimum wage and minimum rest periods. We are against any form of child labour and modern slavery, including forced labour or human trafficking.

Our commitment extends to providing a supportive, caring and healthy living environment for our foreign workers residing in dormitories. It is not merely to comply with the Government's rules for employees' minimum housing standard, but also to cater for our foreign workers' comfortable living and social needs.

The Group adheres to the practice of non-discrimination with regards to gender, age, race, religion, marital status and other discriminatory characteristics. We promote diversity and equal opportunities are provided in recruitment and termination, remuneration, promotion, as well as disciplinary actions.

As at 30 June 2025, the Group maintains a diverse workforce in term of gender, age group and ethnicity as tabulated below:

Employee Categories	Employees by Gender		Employees by Age Group			Employees by Ethnicity			
	Male No. (%)	Female No. (%)	< 30 No. (%)	30 - 50 No. (%)	> 50 No. (%)	Malay No. (%)	Chinese No. (%)	Indian No. (%)	Others No. (%)
Directors	6 (86%)	1 (14%)	—	3 (43%)	4 (57%)	1 (14%)	6 (86%)	—	—
Senior Management	4 (57%)	3 (43%)	—	3 (43%)	4 (57%)	—	7 (100%)	—	—
Managers	9 (64%)	5 (36%)	—	8 (57%)	6 (43%)	1 (7%)	10 (72%)	3 (21%)	—
Executives	9 (36%)	16 (64%)	4 (16%)	17 (68%)	4 (16%)	6 (24%)	16 (64%)	3 (12%)	—
Non-Executives	214 (62%)	131 (38%)	97 (28%)	194 (56%)	54 (16%)	48 (14%)	57 (17%)	56 (16%)	184 (53%)

The majority of our employees are full-time permanent staff, while approximately 5% are employed on a contract basis, most of whom are individuals who have reached retirement age.

	FY2024	FY2025
Percentage of employees that are contract-based staff	0%	5%

Furthermore, we are committed to maintaining harmonious labour relations and promoting positive working conditions. We respect employees' rights to self-representation and participation in trade unions for collective bargaining, as well as their right to address any workplace disputes.

During the FY2025, there were no significant cases of discrimination or any substantiated complaints concerning human rights violations in the Group's operations.

	FY2024	FY2025
Number of substantiated complaints concerning human rights violations	0%	0%

SUSTAINABILITY STATEMENT (cont'd)

Human Capital Development

We are dedicated to fostering a strong and dynamic workforce. We understand that the success of the Group hinges on having a team of competitive, committed individuals who prioritize the Group's interests alongside their own professional growth. The Board acknowledges that attracting and retaining top talent is essential to the Group continued success.

To ensure our employees are well-compensated and motivated, we align remuneration with their duties and responsibilities while offering ample opportunities for career advancement. We provide long-term career prospects that foster loyalty and professional satisfaction. As part of this commitment, we encourage our employees to participate in training and development courses. These initiatives are designed to enhance their on-the-job performance and contribute to the overall effectiveness and efficiency of the Group.

In FY2025, we implemented various training program to support our employees' continuous learning and professional development. These programs covered a wide array of topics, including social and environmental awareness, workplace safety and health, industry knowledge and experience, human resources management and technical skills.

	FY2024 Total training hours	FY2025 Total training hours
Senior Management	132	46
Managers	277	86
Executives	280	133
Non-executives	277	561
Total employees' training hours	966	826

Employee Welfare

Taking care of our employees' welfare is fundamental to meeting their needs and fostering job satisfaction, engagement and loyalty. We recognise and value the vital contributions our employees make to the Group's success. In line with this, we provide fair and competitive compensation and benefits packages designed to attract, motivate and retain the right talent while supporting overall productivity and performance.

The Group recorded an annual employee turnover rate of 20% in FY2025, consistent with FY2024. The majority of turnover occurred among non-executive employees, which remains within the typical range for the manufacturing sector. Despite the movement, our operations continued smoothly and were well supported by ongoing recruitment efforts.

	FY2024	FY2025
Senior Management	1	3
Managers	1	1
Executives	7	2
Non-executives	78	75
Total employee turnover number	87	81
Total annual employee turnover rate	20 %	20 %

The Group places a strong emphasis on the health and well-being of its employees. Various medical benefits such as insurance coverage for personal accidents and group hospitalization are provided to the employees depending on employee categories and positions. Employees are eligible for reimbursement for medical treatments and dental care. Incentives such as zero sick leave and monthly full attendance are also offered to encourage a healthy and committed workforce.

SUSTAINABILITY STATEMENT (cont'd)

To promote a balanced and enjoyable work-life environment, the Group rents a badminton court located adjacent to our main plant in Mak Mandin, Butterworth for employees to use during their leisure time. In addition, the Group, together with its Management Club ("MClub") organised a variety of engaging activities throughout the year, aimed at fostering team spirit, promoting healthy lifestyles and enhancing interpersonal bonds among staff. These included a futsal tournament, pickleball game, Brave Journey 4KM Challenge, Hatyai-Songkhla trip, movie night and the MClub annual dinner.



On 11 August 2024, our energetic employees took part in the Brave Journey 4KM Challenge at Bagan Jermal to promote fitness, wellness and team bonding. ➤



➤ Our pickleball game on 12 January 2025 at Juru Setia Sentral promoted physical wellness and work-life balance through a fun and engaging sport.

SUSTAINABILITY STATEMENT (cont'd)

Employee Welfare (cont'd)



➤ Kicking it off with great energy! On 6 October 2024, our male and female colleagues teamed up for the Futsal Tournament, building stronger bonds through teamwork, sportsmanship and plenty of fun.



➤ Popcorn, big screens and good company! On 25 February 2025, our Movie Night at GSC Sunway Carnival Mall offered employees a fun-filled break to relax, recharge and reconnect beyond the workplace.

SUSTAINABILITY STATEMENT (cont'd)

Employee Welfare (cont'd)



➤ The Hatyai-Songkhla trip on 26 and 27 October 2024 brought joy, relaxation and unforgettable moments for everyone involved.



➤ Our MClub annual dinner, held on 28 June 2025 at Holiday Inn & Suites Penang Prai, was a delightful evening of celebration, great food and memorable moments shared among colleagues.

The Group offers transportation benefits to its employees, such as van shuttle services to facilitate convenient commuting to and from work. For employees who drive, a concrete parking space has been paved, complete with a drainage system to prevent flooding during heavy rain. Two (2) priority parking spaces are reserved exclusively for pregnant employees to provide added convenience and support in the workplace.

The Group annually rewards long service awards to the employees, recognizing their loyalty and continued commitment. To motivate and support the next generation, monetary rewards are given to children of employees who achieve outstanding academic performance.

SUSTAINABILITY STATEMENT (cont'd)

Contribution to Community

Community engagement stands as one of the key pillars of our corporate social responsibility framework, alongside our dedication to the workplace, marketplace and environmental stewardship.

In April 2025, the Group donated RM100,000 to Charis Hospice Penang in support of its charity event, Happy Feet 2.0: Striding for Palliative Care. This donation contributed to the hospice's operational expenses in providing free home palliative care to patients suffering from cancer and other advanced life-threatening illnesses, regardless of race or religion. Charis Hospice currently serves approximately 60 to 70 patients through its dedicated medical team.



➤ On 19 April 2025, our team took meaningful strides by joining the 5KM "Happy Feet 2.0" charity run in support of palliative care services by Charis Hospice Penang.



Furthermore, the Group extended its support to the local education and welfare sector by donating stationery products to nearby schools and charitable organisations around our manufacturing plant. Among the beneficiaries were SJK (C) Kwang Hwa, Sekolah Kebangsaan Mak Mandin, Sekolah Jenis Kebangsaan Tamil Mak Mandin and the Association for Mentally Retarded Children (PEKTAS) Butterworth. This initiative benefited approximately 2,000 students by supporting their educational needs and enhancing access to learning resources in the local community.



➤ From left to right: SJK (C) Kwang Hwa, SJK (T) Mak Mandin and SJK (C) Chung Hwa 3 received stationery donations from us, reaffirming our support for local schools and student learning needs.

SUSTAINABILITY STATEMENT (cont'd)

We also contributed RM8,500 to Thanneer Panthal (refreshment stall) during a Hindu festival. Through this initiative, complimentary vegetarian meals and beverages were served to approximately 1,000 devotees. This gesture reflects our respect for diverse cultural and religious traditions, and our ongoing support for meaningful community celebrations.

	FY2024	FY2025
Total amount invested in the community where the target beneficiaries are external to the listed issuer	RM23,500	RM108,500
Total number of beneficiaries of the investment in communities	1,100	3,257

Our ongoing commitment to public welfare is evident in our continuous rental of several bus shelters from the local council for outdoor advertising displays. These bus shelters serve not only as waiting areas for public transport passengers but also offer protection from hot and rainy weather. To further illustrate our commitment to the community, we take responsibility for the maintenance of these bus shelters, ensuring they remain in good condition while serving the community.

Conclusion

The Board is dedicated to fulfilling business sustainability just as it lives up to its responsibility of steering the Group with the right corporate strategy and direction. The Group will continuously manage its MSM to enhance stakeholder value, safeguard the environment and make meaningful contributions to society. By integrating sustainable practices into every aspect of the Group's operations, we aim to drive long-term success and positively impact all our stakeholders.

SUSTAINABILITY STATEMENT (cont'd)

Performance Data Table (Bursa ESG Reporting Platform)

Indicator	Measurement Unit	FY2024	FY2025
Bursa (Anti-Corruption)			
Bursa C1(a) Percentage of employees who have received training on anti-corruption by employee category			
Senior Management	Percentage	100.00	100.00
Managers	Percentage	100.00	100.00
Executives	Percentage	100.00	100.00
Non-executives	Percentage	50.00	50.00
Bursa C1(b) Percentage of operations assessed for corruption-related risks	Percentage	64.71	100.00
Bursa C1(c) Confirmed incidents of corruption and action taken	Number	0	0
Bursa (Community/Society)			
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	23,500.00	108,500
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	1,100	3,257
Bursa (Diversity)			
Bursa C3(a) Percentage of employees by gender and age group, for each employee category			
Age Group by Employee Category			
Senior Management Under 30	Percentage	0	0
Senior Management Between 30-50	Percentage	37.50	42.86
Senior Management Above 50	Percentage	62.50	57.14
Managers Under 30	Percentage	0	0
Managers Between 30-50	Percentage	66.67	57.14
Managers Above 50	Percentage	33.33	42.86
Executives Under 30	Percentage	14.29	16.00
Executives Between 30-50	Percentage	76.19	68.00
Executives Above 50	Percentage	9.52	16.00
Non-executives Under 30	Percentage	35.47	28.12
Non-executives Between 30-50	Percentage	52.80	56.23
Non-executives Above 50	Percentage	11.73	15.65
Gender Group by Employee Category			
Senior Management Male	Percentage	62.50	71.43
Senior Management Female	Percentage	37.50	28.57
Managers Male	Percentage	60.00	64.29
Managers Female	Percentage	40.00	35.71
Executives Male	Percentage	33.33	36.00
Executives Female	Percentage	66.67	64.00
Non-executives Male	Percentage	39.20	62.03
Non-executives Female	Percentage	60.80	37.97

SUSTAINABILITY STATEMENT (cont'd)

Performance Data Table (Bursa ESG Reporting Platform) (cont'd)

Indicator	Measurement Unit	FY2024	FY2025
Bursa C3(b) Percentage of directors by gender and age group			
Male	Percentage	85.71	85.71
Female	Percentage	14.29	14.29
Under 30	Percentage	0	0
Between 30-50	Percentage	42.86	42.86
Above 50	Percentage	57.14	57.14
Bursa (Energy management)			
Bursa C4(a) Total energy consumption	Megawatt	1,912.88	1,666.51
Bursa (Health and safety)			
Bursa C5(a) Number of work-related fatalities	Number	0	0
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0	1.28
Bursa C5(c) Number of employees trained on health and safety standards	Number	14	127
Bursa (Labour practices and standards)			
Bursa C6(a) Total hours of training by employee category			
Senior Management	Hours	132	46
Managers	Hours	277	86
Executives	Hours	280	133
Non-executives	Hours	277	561
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	0	4.82
Bursa C6(c) Total number of employee turnover by employee category			
Senior Management	Number	1	3
Managers	Number	1	1
Executives	Number	7	2
Non-executives	Number	78	75
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0	0
Bursa (Supply chain management)			
Bursa C7(a) Proportion of spending on local suppliers	Percentage	22	20
Bursa (Data privacy and security)			
Bursa C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	0
Bursa (Water)			
Bursa C9(a) Total volume of water used	Megalitres	10,416	8,193
Bursa (Waste management)			
Bursa C10(a) Total waste generated	Metric tonnes	1,138.36	946.37
Bursa C10(a)(i) Total waste diverted from disposal	Metric tonnes	1,128.14	941.88
Bursa C10(a)(ii) Total waste directed to disposal	Metric tonnes	10.22	4.49
Bursa (Emission management) *			
Bursa C11(a) Scope 1 emissions in tonnes of CO ₂ e	Metric tonnes	-	57.62
Bursa C11(b) Scope 2 emissions in tonnes of CO ₂ e	Metric tonnes	-	1,290.26
Bursa C11(c) Scope 3 emissions in tonnes of CO ₂ e (at least for the categories of business travel and employee commuting)	Metric tonnes	-	297.41

Note:

* This is the first year of disclosure for these indicators; therefore, no comparative data from prior years is available.

LIST OF GROUP PROPERTIES

as at 30 June 2025

Location	Description/ Existing Use	Land Area/ Built-up Area (sq. ft.)	Tenure	Age of Building (Years)	Net Carrying Amount (RM'000)
DEVELOPMENT PROPERTY					
(a) Lot No. 20395 Grant No. 153116 District 14 Province Wellesley South Penang	Development land approved for commercial development	252,301	Freehold	-	20,000
PROPERTIES HELD FOR OPERATIONAL PURPOSE/PROPERTY, PLANT & EQUIPMENT					
(a) Lot No. 1181 Grant No. 33422 Section 3 Town of Butterworth Province Wellesley North Penang	Industrial land	19,315	Freehold	-	830
(b) Lot No. 1984 H.S. (D) 11265 Section 3 Town of Butterworth Province Wellesley North Penang	Industrial land	2,221	60 years leasehold expiring on 12 December 2035	-	21
(c) Lot No. 1985 H.S. (D) 11266 Section 3 Town of Butterworth Province Wellesley North Penang	Industrial land	69,783	60 years leasehold expiring on 12 December 2035	-	652
(d) Lot No. Plot 175 H.S. (D) 15622 Town of Butterworth Province Wellesley North Penang	Industrial land	87,120	99 years leasehold expiring on 31 July 2072	-	2,081
(e) Lot No. 2091 Pajakan Negeri No. 9774 Section 3 Town of Butterworth Province Wellesley North Penang	Industrial land	70,740	60 years leasehold expiring on 20 September 2041	-	2,164
(f) Properties constructed on Lot No. 1181, Lot No. 1984 and Lot No. 1985 Section 3 Town of Butterworth Province Wellesley North Penang	A four-storey office building, single-storey factory and warehouse complex	72,372	-	27-30	4,083
(g) Properties constructed on Lot No. Plot 175 Town of Butterworth Province Wellesley North Penang	A double-storey factory cum warehouse building	73,644	-	30-34	2,694
(h) Properties constructed on Lot No. 2091 Section 3 Town of Butterworth Province Wellesley North Penang	A single-storey warehouse building	32,960	-	31-40	3,882

Note: The above properties from items (a) to (h) [except item (e) and (h)] were re-valued in June 2012. However, upon transition into the Malaysian Financial Reporting Standards ("MFRS"), the Group has updated the valuation of the above properties on 1 July 2011, which is the transition date and regard the fair value at 1 July 2011 as deemed cost at the date of transition.

LIST OF GROUP PROPERTIES (cont'd)

as at 30 June 2025

Location	Description/ Existing Use	Land Area/ Built-up Area (sq. ft.)	Tenure	Age of Building (Years)	Net Carrying Amount (RM'000)
PROPERTIES HELD FOR OPERATIONAL PURPOSE/PROPERTY, PLANT & EQUIPMENT					
(i) Property No.44, Jalan PBS 14/10 Taman Perindustrian Bukit Serdang 43300 Seri Kembangan Selangor Darul Ehsan	One-and-a half storey end terraced factory	2,002	99 years leasehold expiring on 26 June 2100	16	476
(j) Property No.38, Jalan PBS 14/10 Taman Perindustrian Bukit Serdang 43300 Seri Kembangan Selangor Darul Ehsan	One-and-a half storey factory	2,002	99 years leasehold expiring on 26 June 2100	13	858
(k) Property No.40, Jalan PBS 14/10 Taman Perindustrian Bukit Serdang 43300 Seri Kembangan Selangor Darul Ehsan	One-and-a half storey factory	2,002	99 years leasehold expiring on 26 June 2100	13	858
(l) Property No.56, Jalan PBS 14/10 Taman Perindustrian Bukit Serdang 43300 Seri Kembangan Selangor Darul Ehsan	One-and-a half storey factory	2,002	99 years leasehold expiring on 05 July 2100	10	1,412
(m) Property No.58, Jalan PBS 14/10, Taman Perindustrian Bukit Serdang 43300 Seri Kembangan Seangor Darul Ehsan	One-and-a half storey factory	2,002	99 years leasehold expiring on 05 July 2100	10	1,476

Note: The above properties from items (a) to (h) [except item (e) and (h)] were re-valued in June 2012. However, upon transition into the Malaysian Financial Reporting Standards ("MFRS"), the Group has updated the valuation of the above properties on 1 July 2011, which is the transition date and regard the fair value at 1 July 2011 as deemed cost at the date of transition.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors ("Board") of CWG Holdings Berhad ("CWG" or "the Company") is committed to ensure that the highest standards of corporate governance being observed and practiced throughout the Company and its subsidiaries ("the Group") in conducting the affairs of the Group with transparency, accountability and integrity with the objective of enhancing long term sustainable value creation aligned to the interests of shareholders and other stakeholders. Hence, the Board is continuously working towards the principles and practices of the Malaysian Code on Corporate Governance 2021 ("Code") for achieving corporate excellence.

This statement is to be read together with the Corporate Governance Report ("CG Report") which sets out the manner in which the Company has applied each Practice as recommended under the Code. The CG Report is available on the Company's website: www.cwgholdings.com.my and through an announcement on the website of Bursa Malaysia Securities Berhad ("Bursa Securities"). The CG Report is based on a prescribed format as outlined under Paragraph 15.25(2) of the Main Market Listing Requirements ("MMLR") of Bursa Securities.

PRINCIPLE A ➤ BOARD LEADERSHIP AND EFFECTIVENESS

I. Board Responsibilities

1. Board's Leadership on Objectives and Goals ➤

1.1 Strategic Aims, Values and Standards

The Board leads and controls the Group.

As a collective body, the Board assumes the overall responsibility for the Group: determining strategic direction, overseeing the proper conduct of the Group's business, identifying principal risks and ensuring the implementation of systems to manage risks, promoting sustainability, succession planning, developing investor relations programme, reviewing the adequacy and integrity of the Group's internal control systems and management information systems.

The Board currently consists of seven (7) members, comprising one (1) Executive Chairman, one (1) Group Managing Director, one (1) Group Executive Director and four (4) Independent Non-Executive Directors.

The Board's composition has fully complied with the provisions of MMLR of Bursa Securities for independent directors to make up at least one-third (1/3) of the Board membership and at least one (1) woman director on Board. The Company has also applied Practice 5.2 as recommended under the Code for independent directors to comprise half (50%) of the Board.

The Board delegates responsibility for the day-to-day operation of the businesses to the Executive Chairman, who is assisted by the Group Managing Director and the Group Executive Director to ensure the Company operates within a framework of prudent and effective controls.

The Board Committees refer to the Audit Committee and the Nomination and Remuneration Committee. These Committees are entrusted with the responsibilities to oversee specific aspects of the Company's affairs in accordance with their respective terms of reference as approved by the Board, with the aim of improvement in operational and general management efficiencies. The decision on whether to act on recommendations by Board Committees lies with the Board.

Notwithstanding the delegation of specific powers, the Board retains full responsibility for the direction and control of the Company and the Group. The ultimate responsibility for decision-making on all matters lies with the Board.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

1.2 Chairman of the Board

The Board is led by the Executive Chairman, Mr. Ooi Chin Soon.

He provides leadership and governance of the Board in its responsibilities for the business and affairs of the Company and its oversight of Management in order to create a conducive condition geared towards building and growing Directors' effectiveness and ensure that appropriate issues are discussed by the Board in a timely manner.

The Chairman's responsibilities encompass the following:

- Leading the Board in its responsibilities for the business affairs of the Company and its oversight of Management, ensuring that the Board develops and determines the Group's strategy and overall business and commercial objectives.
- Overseeing the Board in the effective discharge of its supervisory role and directing discussions at Board meetings leading towards the emergence of a consensus.
- The efficient organisation and conduct of the Board's function and meetings and setting of the Board meeting agenda.
- Providing governance in matters requiring corporate justice and integrity.

The Chairman ensures that frank opinions from Board members are forthcoming and no one single Director dominates the deliberation or discussion.

1.3 Separation of the position of Executive Chairman and Group Managing Director

The Board has always made the distinction that the position of the Executive Chairman and Group Managing Director does not reside with the same person. This is to engender accountability and facilitate clear division of responsibilities to ensure there is a balance of power and authority in the Company.

The Executive Chairman, Mr. Ooi Chin Soon provides leadership to the Board in its cohesive oversight of Management and ensuring Board effectiveness and standards of conduct. He is also responsible for strategic planning, business development and overseeing the business operations with the Group Managing Director.

The Group Managing Director, Mr. Tan Hing Ming is to oversee the management of the business and affairs of the Group. He is responsible for evaluating business opportunities and carrying through approved strategic business proposals, implementing appropriate systems of internal accounting and other controls, adopting suitably competitive human resource practices and compensation policies, and ensuring the Group operates within the approved budgets and business direction.

Mr. Tan also ensures that the Group's corporate identity, products and services are of high standard and reflective of market environment, business practices are in compliance with governmental regulations.

1.4 Chairman of the board should not be a member of Audit Committee, Nomination Committee or Remuneration Committee

The Chairman of the Board, Mr. Ooi Chin Soon is not a member of Audit Committee and Nomination and Remuneration Committee.

1.5 Qualified and competent Company Secretaries

The Company Secretaries are competent, qualified and capable of providing the needful support to the Board in discharging its fiduciary duties. The Constitution of the Company provides that removal of the Company Secretary is a matter for the Board as a whole.

The Company Secretaries, or their assistants, are present at all meetings to record deliberation, issues discussed and conclusions in discharging their duties and responsibilities and also provide advice in relation to relevant guides and legislations.

Other roles of the Company Secretaries included coordinating the preparation of Board papers with Management, ensure Board procedures and applicable rules are observed and maintaining records of the Board as well as provide timely dissemination of information relevant to the Directors' roles and functions and keeping them updated on evolving regulatory requirements.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

1.6 Access to information and advice

The Board has unhindered access to the advice and services of the Company Secretaries who are responsible for ensuring that all Board procedures are followed and that applicable rules and regulations are complied with. The Company Secretaries also act as the Company Secretaries for all the Board Committees.

All Directors also have access to all information within the Group and may seek the advice of Management on matters under discussion or request further information on the Group's business activities. Minutes are prepared for all Board and Board Committees' proceedings, circulated to the Board and/or Board Committee Members and will be confirmed and signed by the respective Chairman. The minutes will then be tabled at the subsequent meetings for notation.

The Board, whether as full Board or as Board Committees, may upon approval from the Board or the relevant Board Committee, as applicable, seek independent professional advice if required, in furtherance of their duty, at the Group's expense.

The Board of Directors is satisfied that it is supplied, on a timely basis, information in a form and of quality sufficient to enable the Board to discharge its duties.

The said information includes, among others, the performance report of the Group and major operational, financial and corporate issues. The agenda and board papers for consideration are distributed in advance before each meeting to ensure that Directors have sufficient time to study them, be properly prepared for discussion and decision-making and/or solicit further explanation and information, where necessary so that deliberation at Board meetings are focused and constructive.

2. Demarcation of Responsibilities ➤

2.1 Board Charter

The Board has adopted a Board Charter that clearly identifies the respective roles and responsibilities of the Board, Board Committees and individual Director; and issues and decisions reserved for the Board. The Board Charter is made publicly available on the Company's website at www.cwgholdings.com.my. The Board Charter will be reviewed and updated periodically to ensure their relevance and compliance.

3. Good Business Conduct and Corporate Culture ➤

3.1 Code of Conduct and Ethics

The core values of Quality, Branding, Social Obligations, Shareholders and Human Resource as observed by everyone from Directors down to employees are integral in driving the Group's direction and sustainability.

The Work Ethics of the Group, the Employee Handbook, the Collective Agreement and the Company Policies are available and serve as guide for the employees and Management on professional and ethical behavior in compliance with applicable laws and regulations to safeguard the reputation of the Group. The Employee Handbook and the Collective Agreement detailed, among others, general employment terms and conditions, compensation and benefits and discipline.

There is a Board Code of Conduct which reflects the Board's commitment to ethics and compliance with applicable laws and regulations. The Board Code of Conduct provides guidance to its Directors on ethical standards which the Directors shall adhere to in carrying out their fiduciary duties and responsibilities. It sets out the principles that Directors need to observe particularly in respect of conflict of interest and no improper use of assets. This is to ensure that high ethical standards are upheld, and that the interests of stakeholders are always taken into consideration. It is also a way of providing tangible evidence of their commitment to diligence, probity and fairness in exercising their duties and responsibilities to make informed decisions in the best interest of the Group.

The Group is committed to zero tolerance towards corruption and a culture of integrity. Hence, the Board has adopted an Anti-Bribery & Corruption Policy ("ABC Policy") to set out some parameters to prevent the occurrence of bribery and corrupt practices in relation to the businesses of the Group.

Both the Board Code of Conduct and ABC Policy are available for reference on the Company's website at www.cwgholdings.com.my.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

3.2 Whistle-Blowing Policy

The Board has established a Whistle-Blowing Policy, which provides an avenue to voice genuine concerns of any suspected wrongdoings, unethical behavior and malpractices impacting the interest of the Group without fear of reprisal. The Whistle Blowing Policy sets out the protection to any reporting individual who has made the disclosure/report in good faith, the confidentiality in dealing with such disclosure/report, the communication channel and the grievance procedure making the disclosure/report.

The Whistle-Blowing Policy is made publicly available on the Company's website at www.cwgholdings.com.my.

4. Sustainability

4.1 Material Sustainability Matters

The Board is cognisant of the importance of business sustainability. The Board has the overall responsibility of overseeing the Group's sustainability matters, its direction and performance. The impact on economic, environmental and social aspects are always taken into consideration by the Board when developing and implementing any strategies, business plans, major plans of action and risk management of the Group.

The Group has established a Sustainability Working Committee ("SWC") which is helmed by the key senior management and heads of department as Committee members. The SWC is responsible for identifying and managing the material sustainability matters and reporting the progress to the key senior management. The key senior management provides oversight and review to the Group's sustainability strategy, performance and issues.

4.2 Sustainability Strategies

The Board believes that the stakeholder engagement is fundamental to shaping the sustainability strategy and is imperative for achieving sustained long-term growth. As such, the Group engages with internal and external stakeholders through various platforms on an ongoing basis, so as to gain insight into their interests and concerns on sustainability matters.

4.3 Periodical Updates on Sustainability Issues

The Board is mindful of the importance for its members to undergo continuous training so as to keep themselves abreast with the latest developments in the industry, as well as the sustainability issues relevant to the Group, which includes factors driving climate change and achieving a sustainable business model.

The Board has reasonably sufficient knowledge of the sustainability issues relevant to the Group. The Management will keep the Board informed of any initiatives and progress on sustainability issues from time to time. The Board shall discuss the issues at the Board meeting when necessary.

4.4 Performance Evaluation

The Nomination and Remuneration Committee undertakes annual assessment of the effectiveness of the Board, the Board Committees and the contribution of each individual Director. The assessment criteria of addressing the Group's material sustainability risks and opportunities are included in the performance evaluation of the Board.

All Directors are provided with the same set of assessment forms for their completion. A summary of the assessment results will be reported to the Board by the Chairman of Nomination and Remuneration Committee.

Performance appraisal is conducted for the Management personnel on yearly basis. The performance factors for the said appraisal takes into account, among others, material sustainability matters such as people development and workplace safety and health.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

4.5 Designated Person on Sustainability

The Group Managing Director, Mr. Tan Hing Ming is the designated person managing sustainability.

Mr. Tan chairs the SWC. The SWC comprises heads of department and the management personnel appointed by Mr. Tan from time to time.

Mr. Tan oversees the progress of the sustainability initiatives together with the sustainability strategies set and reports to the Board when necessary.

II Board Composition

5. Board Objectivity >

5.1 Review of Board Composition

As of the date of this statement, the Board comprises seven (7) members with the composition as outlined below:

Directorate	Director
Executive	Ooi Chin Soon, Executive Chairman Tan Hing Ming @ Chin Hing Ming, Group Managing Director Datuk Hong Choon Hau, Group Executive Director
Independent Non-Executive	Razmi Bin Alias, Senior Independent Non-Executive Director ("INED") Loh Seong Yew, INED Ng Tiang Yong, INED Cheong Sing Yee, INED

Brief profile of each Director is detailed under Profile of Directors in this Annual Report.

All concerns regarding the Group can be conveyed to the Chairman or Encik Razmi Bin Alias, Senior INED for consideration and subsequent deliberation, if deemed required, by all Directors during Board meetings.

The Board, has met the requirement of Paragraph 15.02 of the MMLR of Bursa Securities which requires that at least two (2) Directors or one-third (1/3) of the Board of the Company, whichever is the higher, are INEDs and at least one (1) woman director on Board.

The size and composition of the Board are reviewed annually by the Nomination and Remuneration Committee. The Board through the Nomination and Remuneration Committee's annual assessment believes that the current composition of the Board brings the required mix of skills and core competencies required for the Board to discharge its duties effectively.

In addition, the independence of all Non-Executive Directors is reviewed annually, with reference to their independence of character and judgement and whether any circumstances or relationships exist which could affect their judgement. The Board is of the view that the present INEDs, with the breadth of professional and business background, have enabled the Board to exercise objective judgement on various issues through their sharing of impartial, independent and unbiased opinion and viewpoints.

The current composition of the Board Committees made up of only INEDs affirm the Board's commitment towards independence to provide strong check and balance in the Board's functioning.

A Director who is due for re-election at the upcoming Annual General Meeting ('AGM') will also be assessed by the Nomination and Remuneration Committee, who will then submit its recommendation to the Board for deliberation and endorsement. Thereafter, shareholders' approval will be sought for the re-election.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

5.2 At Least Half of the Board are Independent Directors

The entire CWG Board comprises seven (7) directors, of whom four (4) are independent directors. Hence, the composition of the Board fulfils the recommended practice under the Code to have at least half (50%) of the Board are independent directors.

5.3 Tenure of Independent Director

The Board is mindful of the recommendation of the Code for the tenure of an INED shall not exceed a cumulative term of nine (9) years. However, an INED who has exceeded the prescribed nine (9) years may continue to serve in the Board subject to justification and support from the Board before putting to shareholders on two-tier voting.

The Board also noted the twelve (12) years maximum tenure limit for an INED, unless the INED is re-designated as non independent.

The concept of independence as adopted by the Board is consistent with definition of INEDs outlined in Paragraph 1.01 and Practice Note 13 of the MMLR. The key elements for fulfilling the criteria are the appointment of Directors who are not members of management and who are free of any relationship which could interfere with the exercise of independent judgement or the ability to act in the best interest of the Company.

The INEDs do not participate in daily management of the Group. During meetings, the INEDs participate fully during deliberations and fulfill crucial role in corporate accountability by providing independent, impartial, unbiased and objective views, opinions, advices and judgements in the evaluation of various issues on strategies, performances and resources.

Encik Razmi Bin Alias was appointed as an INED of Chee Wah Corporation Berhad ("Chee Wah") on 9 December 2016. Following the transfer of listing status from Chee Wah to CWG Holdings Berhad ("CWG") upon the completion of the share exchange on 30 June 2017, he continued to serve on the Board. As at 8 December 2025, he will have served as an INED for a cumulative term of more than nine (9) years.

As the Senior INED, Encik Razmi, together with the other three (3) INEDs, has contributed significantly towards ensuring that the Board's deliberations on strategies, performance and resources are undertaken objectively, with due consideration to the long-term interests of shareholders and stakeholders.

Following the assessment, the Board recommends that Encik Razmi Bin Alias continues to serve as the Senior INED of the Company, subject to shareholders' approval through a two-tier voting process at the forthcoming AGM. The Board's recommendation is supported by the following justifications:

- a) He fulfills the independence criteria prescribed by Bursa Securities and brings objectivity and impartiality that serve as an effective check and balance to the executive team.
- b) His extensive industry experience enhances the Board's collective expertise, enabling him to contribute valuable insights and independent judgement.
- c) He has consistently carried out his duties with diligence and has actively contributed to Board deliberations by offering balanced assessments and diverse perspectives that strengthen decision-making.
- d) His long association with the Company has provided him with a deep understanding of the Group's business operations, allowing him to participate effectively in Board discussions.

5.4 Policy on Tenure of Independent Director

The Board does not adopt any policy which limits the tenure of its INEDs to nine (9) years without further extension.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

5.5 Diversification of Board and Senior Management

The Board is supportive of diversity on the Board and in Senior Management team. Appointment of Board and Senior Management are based on objective criteria, merit and also due regard for diversity in experience, skills set, age and cultural background.

The Directors, with their diverse background and professional specialisation collectively, bring with them a wealth of experience and expertise in areas such as business development, management and operations, manufacturing, digital imaging, logistics, trading, legal, finance and accounting.

The Board has complied with Paragraph 15.06 of the MMLR of Bursa Securities on the restriction on the number of directorships in listed companies held by the Directors. In addition, the Directors are required to notify the Board in a timely fashion before accepting an invitation to serve on the board of other listed companies. The Board is satisfied that the external directorships of the Board members have not impaired their ability to devote sufficient time in discharging their roles and responsibilities effectively.

During the financial year under review, the Directors have demonstrated their ability to devote sufficient time and commitment to their roles and responsibilities as Directors of the Company. This is evidenced by the full attendance record of the Directors at Board meetings.

5.6 Sources to Identify Candidate for Board appointment

The Nomination and Remuneration Committee ("NRC") is primarily responsible for recommending suitable appointments to the Board, taking into consideration the Board structure, size, composition and the required mix of expertise and experience which the Directors should bring to the Board. The NRC will rely on varied sources to identify candidate for directorship, including recommendations from existing Directors, Management or major shareholders as well as independent sources, as and when it deems necessary.

In assessing and evaluating the suitability of candidates for recommendation to the Board for appointment, the NRC will consider, inter alia, the background, education, knowledge, integrity, competency, experience, commitment and potential contribution to the Group.

The final decision on the appointment of a candidate recommended by NRC rests with the Board.

5.7 Information on the Appointment and Re-appointment of Directors

The profiles of Directors are published in this Annual Report which include their age, gender, position, directorships in other companies, working experience and any conflict of interest, whereas their interests in the securities of the Company are set out in the analysis of shareholdings and warrant holdings respectively. The performance of the retiring directors is assessed by the NRC and the Board before recommendation is made to the shareholders for consideration.

As for the independent directors, the NRC also assess their relationship with the executives that might influence, or reasonably be perceived to influence their capacity to bring an independent judgement and to act in the best interests of the Company as a whole.

The Board has provided a statement in the notice of the 9th AGM to support the re-election of the retiring Directors.

5.8 Chairman of Nominating Committee

The NRC is chaired by the Senior INED, Encik Razmi Bin Alias.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

5.9 Female Directors

The Board acknowledges the best practice of the Code that the board should comprise at least 30% women directors.

Presently, the Board comprises one (1) female Independent Non-Executive Director (i.e. 14% woman director), Ms. Cheong Sing Yee. The Board has complied with the provision of the MMLR of Bursa Securities at least one (1) woman director on Board.

The Board does not adopt any formal gender diversity policy in selection of new Board members as the Group adheres to the practice of non-discrimination with regards to gender, age, race or religion. Hence, the Board does not set a specific target on the composition of the Board in terms of gender, age or ethnicity.

The Board evaluates a candidate of new Board member by considering various factors, including skill and expertise, personal qualities, educational qualification and capability to discharge duty effectively.

5.10 Gender Diversity

Whilst acknowledging the recommendation of the Code on gender diversity, the Board is of the collective opinion that there was no necessity to adopt a formal gender diversity policy as the Group is committed to provide fair and equal opportunities and nurturing diversity within the Group.

The Board believes in and provides equal opportunity to candidates who have the necessary skills, experience, commitment (including time commitment), core competencies and other qualities regardless of gender, ethnicity and age, to maximize the effectiveness of the Board and senior management.

6. Board Effectiveness ➤

6.1 Effectiveness of the Board and Individual Directors

The NRC undertakes annual assessment of the effectiveness of the Board, the Board Committees and the contribution of each individual Director on an annual basis. The INEDs are also assessed annually by the NRC on behalf of the Board. Following an assessment carried out for the financial year ended 30 June 2025 ("FY2025"), the Board is satisfied with the level of independence demonstrated by the INEDs and their ability to provide unbiased, impartial and objective opinion during meetings and act in the best interest of the Company.

All assessments and evaluations carried out by the NRC in the discharge of all its functions are documented. The assessment is performed on self-assessment basis. All Directors are provided with the same set of assessment forms covering the criteria in the Fit and Proper Policy for their completion. The results of all assessments and comments by Directors are summarised and tabled at the NRC meeting. The Chairman of the NRC will report the results and deliberation to the Board.

The criteria used in the assessment of the Board and the Board Committees focused on board mix and composition, quality of information and decision-making, boardroom activities, board's relationship with Management and Board Committees. The assessment of individual Director focused on fit and proper, contribution and performance, calibre and personality, skills set and independence. The Board was satisfied with the results of the assessment carried out in FY2025.

The Constitution of the Company provides that re-election of Directors shall take place each year and, at the AGM, one third (1/3) of the Directors for the time being or, if their number is not three (3) or a multiple of three (3), then the number nearest to one-third (1/3) shall retire from office and be eligible for re-election.

All the Directors shall retire from office once at least in three (3) years but shall be eligible for re-election. The Directors to retire in each year shall be those who have been longest in office since their last election and, as between persons who became Directors on the same day, those to retire shall (unless they otherwise agree among themselves) be determined by lot.

A retiring Director is eligible for re-election. This provides an opportunity for shareholders to renew their mandates. The re-election of each Director is voted on separately.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

The retiring Directors who are subject to re-election at next AGM are assessed by the NRC before recommendation is made to the Board and shareholders for re-election. Appropriate assessment and recommendation by the NRC are based on the annual assessment conducted for the FY2025 with reference to the Fit and Proper Policy. The NRC are satisfied with the performance and contributions of the retiring Directors that they have effectively discharged their duties and responsibilities. The NRC made recommendations to the Board for re-election of all the retiring Directors.

The Board of Directors meets at least four (4) times a year with additional meetings convened as necessary.

During the FY2025, four (4) Board meetings were held where the Board deliberated upon and considered a variety of matters including the Group's quarterly operations and financial results, strategic decisions, annual budget, business plan and any other strategic issues that may affect the Group's businesses.

In the intervals between Board meetings, approvals are obtained via circular resolutions for exceptional matters requiring urgent Board decision-making, which are then supported with information necessary for informed decision-making. As a means to facilitate Directors' planning and time management, an annual meeting calendar is prepared and given to Directors before the beginning of each new calendar year.

The listing of the Board members and their attendance at Board and Board Committees' meetings held during the FY2025 are as tabulated below:

Director	Board	Audit Committee	Nomination & Remuneration Committee
Ooi Chin Soon Executive Chairman	4/4	—	—
Tan Hing Ming @ Chin Hing Ming Group Managing Director	4/4	—	—
Datuk Hong Choon Hau Group Executive Director	4/4	—	—
Razmi Bin Alias Senior Independent Non-Executive Director	4/4	4/4	1/1
Loh Seong Yew Independent Non-Executive Director	4/4	4/4	1/1
Ng Tiang Yong Independent Non-Executive Director	4/4	4/4	1/1
Cheong Sing Yee Independent Non-Executive Director	4/4	4/4	1/1

Board meetings are scheduled ahead to enable the Directors to plan and adjust their schedule to ensure good attendance and the expected degree of attention to the Board meeting agenda.

Management personnel and external consultants are also invited to attend the Board meetings as and when required in order to present and advise the Board with information and clarification on certain meeting agenda to facilitate informed decision-making.

The Board recognises the importance of continuous training and professional development to equip its members with the necessary knowledge, skills and competencies to discharge their fiduciary duties effectively. As at the date of this statement, all Directors have attended and successfully completed the Mandatory Accreditation Programme (Part I and Part II) as prescribed by Bursa Securities.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

The Directors will continue to participate in seminars, workshops and training programmes to further enhance their knowledge and to stay abreast of current developments, regulatory changes and industry trends relevant to the Group's businesses. In addition, the Company Secretaries provide regular updates to the Board on new statutory, corporate governance and regulatory requirements to ensure that the Directors are well-informed in discharging their fiduciary obligations effectively.

The training attended by the Directors during the financial year under review are as follows:

Director	Seminar / Workshop / Course
Ooi Chin Soon	Bursa PLCs IR4U Series 6: Accelerate Business Growth with Alternative Capital
Tan Hing Ming @ Chin Hing Ming	- Common Offences by Directors under the Companies Act 2016 - Microsoft Excel Advanced Level for Strategic Planning - Mandatory Accreditation Programme Part II: Leading for Impact
Datuk Hong Choon Hau	Importance of Intellectual Property in Business
Razmi Bin Alias	- KPMG Board Leadership Center Exclusive 1: Cybersecurity Oversight Board responsibilities in Light of the Cybersecurity Act 2024 - Invitation to the Securities Commission Malaysia's Audit Oversight Board Conversation with Audit Committees - Bursa PLCs IR4U Series 19: Corporate Zakat & ESG: Bridging Ethical Finance, Drivang Sustainability & Maximizing Returns for PLCs. - BoardRoom: Preparing for 2025: Key Tax, Accounting and Legal Highlights on E-Invoicing and Finance Act 2024 for Malaysian Businesses - Bursa PLCs IR42 Series 3: Implications of Trump 2.0 - Bursa PLCs IR42 Series 6: Accelerate Business Growth with Alternative Capital
Loh Seong Yew	- Seminar Percukaian Kebangsaan 2024 - ACCA Virtual Seminar - Post Budget 2025 - Navigating Opportunities Beyond Audit - Empowering Practitioners Amidst Audit Exemption Changes - Implementation of e-Invoicing in Malaysia - E-Invoice Strategy - ESG Matters@ACCA - Carbon Trading: Navigating Opportunities in Malaysia's Low-Carbon Future - Withholding Tax and the Tax Implication of Cross-Border Transactions - Mandatory Accreditation Programme Part II: Leading for Impact
Ng Tiang Yong	- Mandatory Accreditation Programme Part II: Leading for Impact 11th Beijing International Printing Exhibition 2025
Cheong Sing Yee	- Asean Manufacturing Youth Conference - Northern Region HR Conference 2024 - Mandatory Accreditation Programme Part II: Leading for Impact

The Board had, through the NRC, undertaken an assessment of the training needs of the Directors and concluded that the Directors are to determine their training needs as they are in the better position to assess their areas of concern. The Company maintains a record of the trainings attended by the Directors.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

III. Remuneration

7. Level and Composition of Remuneration

7.1 Remuneration Policy

The NRC is responsible for recommending the remuneration structure for Directors as well as remuneration package for Executive Directors and key senior management. The objective is to attract and retain the Directors required to lead and control the Group effectively.

In the case of the executive Board members, the components of the remuneration package are linked to individual and Company's performance. As for the Non-Executive Directors, the level of remuneration is reflective of their experience and level of responsibilities and the onerous challenges in discharging their fiduciary duties.

The NRC met one (1) time during the year to consider the remuneration package for the Executive Directors as well as Directors' fees and benefits payable for the Non-Executive Directors. The Directors' fees reflect the broad based roles and responsibilities as well as time commitment to the Group that go with Board membership.

The Directors' fees and benefits payable to the Non-Executive Directors are reviewed annually. The executive Board members played no part in deciding their own remuneration and the respective Board members abstained from all discussion and decisions pertaining to their remuneration. The remuneration package for the executive Board members is calibrated to ensure that it is sufficient to attract, motivate and retain them in their role in overseeing the affairs of the Group and ensuring compliance with regulatory requirements and best practices.

7.2 Remuneration Committee

The Remuneration Committee was merged with the Nomination Committee to form the Nomination and Remuneration Committee ("NRC") on 29 June 2017. The merger has improved and enhanced deliberation on Directors as the NRC combines the complementary roles, scope of work and responsibilities of the former committees.

The NRC comprised solely of INEDs and its present composition is as follows:

Chairman	Razmi Bin Alias
Members	Loh Seong Yew Ng Tiang Yong Cheong Sing Yee

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

The NRC would meet at least once (1) annually with additional meetings convened on as and when needed basis. The objectives of the NRC are:

- a) To recommend candidates to the Board of Directors. The NRC shall be responsible in ensuring the appropriate Board balance and size, mix of skills, experience and other core competencies required for the Board to discharge its duties effectively, and ensure proper documentation of all assessment and evaluation on the effectiveness of the Board, the Board Committees and the contribution of each individual Director.
- b) To review and recommend to the Board the remuneration packages and benefits of the Board of Directors in all its forms structured to link to level of executive responsibilities and Company's performance.
- c) The Committee shall also assist to set the policy framework and to make recommendations to the Board on all elements of the remuneration, terms of service or employment, reward structure and fringe benefits for Executive Directors, Non-Executive Directors and key senior management with the aim to attract, retain and motivate individuals of the highest quality.

During the year under review, key activities undertaken by the NRC are summarised as follows:

- a) Reviewed the composition, mix of skills and experience and other qualities, including core competencies as well as contribution of each individual Director and the effectiveness of the Board as a whole and the Board Committees as well as contribution of each individual Director.
- b) Reviewed the level of independence of the INEDs.
- c) Discussed the character, experience, integrity and competency of the Directors, chief executive or chief financial officer and to ensure they have the time to discharge their respective roles.
- d) Assessed and reviewed the training needs of the Directors.
- e) Discussed and recommended the re-election of Directors at AGM.
- f) Reviewed the term of office and performance of the AC and its members pursuant to Paragraph 15.20 of the MMLR of Bursa Securities. The assessment was carried out by way of a discussion by the Board and self-evaluation by the AC given that the composition of the NRC is the same with AC.
- g) Conducted annual assessment on Board, Board Committees and individual Directors.
- h) Discussed and recommended Directors' fees and benefits payable for shareholders' approval.
- i) Discussed and reviewed the Employment Agreement and Service Agreement for the Directors.

The Terms of Reference of the NRC is published on the Company's website at www.cwgholdings.com.my.

8. Remuneration of Directors and Senior Management ➤

8.1 Details of Directors' Remuneration

The fees and benefits payable for the Directors are endorsed by the Board of Directors for approval by the shareholders at the AGM prior to payment.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

The remuneration received/receivable by the Directors of the Company and the Group for FY2025 is as tabulated:

Company (RM'000)	Fees	Allowance	Salary	Bonus	Benefits -in-Kind	Other Emoluments	Total
Executive Directors							
Ooi Chin Soon	12	—	—	—	—	—	12
Tan Hing Ming	12	—	90	15	—	21	138
Datuk Hong Choon Hau	12	30	300	103	—	82	527
Independent Non-Executive Directors							
Razmi Bin Alias	24	8	—	—	—	—	32
Loh Seong Yew	24	8	—	—	—	—	32
Ng Tiang Yong	24	6	—	—	—	—	30
Cheong Sing Yee	24	6	—	—	—	—	30
Total	132	58	390	118	—	103	801

Group (RM'000)	Fees	Allowance	Salary	Bonus	Benefits -in-Kind	Other Emoluments	Total
Executive Directors							
Ooi Chin Soon	27	30	660	251	5	180	1,153
Tan Hing Ming	27	30	600	231	5	166	1,059
Datuk Hong Choon Hau	12	30	300	103	—	82	527
Independent Non-Executive Directors							
Razmi Bin Alias	24	8	—	—	—	—	32
Loh Seong Yew	24	8	—	—	—	—	32
Ng Tiang Yong	24	6	—	—	—	—	30
Cheong Sing Yee	24	6	—	—	—	—	30
Total	162	118	1,560	585	10	428	2,863

8.2 Top Five (5) Senior Management's Remuneration

Given the confidential and commercial sensitivities associated with remuneration matters in highly competitive human resources environment and the importance of ensuring stability and continuity of business operations with a competent and experienced Management team in place, the Board takes the view that there is no necessity for the Group to disclose the remuneration of the Company's Senior Management personnel who are not Directors.

8.3 Detailed Remuneration of Top Five (5) Senior Management

The Board is of the view that there is no necessity for the Group to disclose the detailed remuneration package of the Senior Management personnel (who are not Directors) on a named basis. The details are sensitive and proprietary given the competitive human resources environment, as such disclosure may give rise to recruitment and talent retention issues.

The Board ensures that the remuneration of the Senior Management personnel is commensurate with the performance of the Group, with due consideration to attracting, retaining and motivating them to lead and run the Group successfully.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

PRINCIPLE B ➤ EFFECTIVE AUDIT AND RISK MANAGEMENT

I. Audit Committee

9. Effective and Independent Audit Committee ➤

9.1 Chairman of the Audit Committee

Mr. Loh Seong Yew, an INED, is the Chairman of the Audit Committee. Details on the composition, terms of reference and other pertinent facts of the Audit Committee are outlined under the Audit Committee Report in this Annual Report.

9.2 Policy Requiring Former Key Audit Partner to Observe Three (3) Years Cooling-Off Period

None of the members of the Board were former key audit partners. Hence, no former key audit partner is appointed to the Audit Committee.

The terms of reference of the Audit Committee provides that the Company and the Board will observe a cooling-off period of at least three (3) years in the event any potential candidate to be appointed as a member of the Audit Committee is a former key audit partner.

9.3 Policy and Procedures to Assess the Suitability, Objectivity and Independence of the External Auditor

There is in place a Policy and Procedure for Selection, Appointment and Assessment of External Auditors to guide the Audit Committee in reviewing the suitability, objectivity and independence of the external auditor of the Company on an annual basis.

The review process covers the assessment of the independence of the external auditor, the evaluation of the external auditor's performance, competency, quality of work, audit fees and the adequacy of resources.

Following an annual assessment of the suitability and independence of the external auditors in respect of FY2025, the Audit Committee is satisfied with the technical competency, fees, quality of work and independence of the external auditors.

The Audit Committee met with the external auditors twice during FY2025 to discuss their audit plan, audit findings and the Company's financial statements. At least once a year and whenever necessary, the Audit Committee meets with the external auditors without the presence of executive Board members or Management personnel, to allow the Audit Committee and the external auditors to exchange independent views on matters which require the Audit Committee's attention.

The Audit Committee has considered the non-audit services provided by the external auditors during FY2025 and concluded that the provision of these services did not compromise the external auditors' independence and objectivity. The amount of fees paid for these services was not significant when compared to the total fees paid/payable to the external auditors.

The external auditors have confirmed to the Audit Committee that they are, and have been, independent throughout the conduct of the audit engagement in accordance with the professional and regulatory requirements.

A summary of activities of the Audit Committee during the financial year under review is set out in the Audit Committee Report in this Annual Report.

9.4 Composition of the Audit Committee

The Audit Committee comprises solely of INEDs.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

9.5 Diversity in Skills of the Audit Committee

The Audit Committee currently comprises members with professional experience in business management, general management, legal, economics, finance and accounting. All members are financially literate and are able to read, interpret and understand the financial statements. The diversity in skills set coupled with their financial literacy gave the Audit Committee the ability to effectively discharge their roles and responsibilities.

The Audit Committee regularly receives updates and briefings, particularly from the external auditors on the relevant developments and key changes in Malaysian Financial Reporting Standards, Malaysian Code on Corporate Governance and other practices and rules in regulatory.

II. Risk Management & Internal Control Framework

10. Effective Risk Management and Internal Control Framework ➤

10.1 Establish an Effective Risk Management and Internal Control Framework

The Board recognises the importance of sound internal controls which encompass risk management practices as well as financial, operational and compliance controls. In this respect, the Board affirms its overall responsibility for the Group's systems of internal controls and risk management, and for reviewing the adequacy and integrity of those systems.

Continuous reviews are carried out by the Group's outsourced internal audit function, whereas Risk Management Committee and Management personnel are to identify, evaluate, monitor and manage significant risks affecting the business and ensure that adequate and effective controls are in place. The findings of the internal audit function are reported to the Audit Committee thrice during the financial year under review.

10.2 Features of Risk Management and Internal Control Framework

The Board has delegated the duties to the Risk Management Committee and Management personnel for identifying, evaluating and monitoring the key business and operational risks on on-going basis. The internal auditors evaluate the adequacy and effectiveness of the Group's risk management and internal control system.

The respective heads of department are responsible for identifying and managing the risk of their departments. Changes in the business and operational risks faced by the Group, emergence of new key business risks, the mitigating measures and corresponding internal controls are discussed during management meeting and reported to the Board, if material and applicable.

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

10.3 Establishment of a Risk Management Committee

A management level Risk Management Committee was established to identify the key business risks faced by the Group and ensure appropriate internal controls and mitigating measures are implemented to manage the risks effectively.

A Chief Risk Officer is to lead from the top and drive the importance of embedding sound practices of risk management throughout the business operations of the Group. The Risk Management Committee is to report on an annual basis to the Audit Committee. The risk management functions are incorporated into the terms of reference of the Audit Committee.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

11. Effectiveness of Governance, Risk Management and Internal Control ➤

11.1 Effectiveness of the Internal Audit Function

The internal audit function is independent of the operations of the Group and is outsourced to a competent consulting firm, JWC Consulting Sdn. Bhd. ("JWC"), which is sufficiently resourced to provide the services that meet with the Group's required service level. JWC has been able to provide reasonable assurance that the Group's system of internal control and risk management is satisfactory and operating effectively. The internal auditors report directly to the Audit Committee.

The internal auditors adopt a risk-based approach towards the planning and conduct of their audits, and this is consistent with the Group's approach in designing, implementing and monitoring its internal control system.

11.2 Disclosure on the Internal Audit Function

JWC is independent of the activities audited and independent from day-to-day internal control processes. The internal audit staff are also free from any relationships or conflicts of interest, which could impair the objectivity and independence.

The number of staff deployed for the internal audit reviews is normally two (2) to three (3) staff, including the director and managerial level position.

Ms. Joyce Wong Ai May is the Executive Director of JWC. She is the lead internal auditor responsible for the internal audit of the Group. She graduated from the University of Tasmania with a Bachelor of Commerce, majoring in Accounting and Finance. She is an Accountant by profession, and a member of the Institute of Internal Auditors Malaysia, Malaysian Institute of Accountants and Certified Practicing Accountants, Australia.

The internal audit is carried out in accordance with the standards and best practices based on the International Professional Practices Framework, which is endorsed by the Institute of Internal Auditors Malaysia.

Further details of the internal audit function are set out in the Statement on Risk Management and Internal Control and the Audit Committee Report in this Annual Report.

PRINCIPLE C ➤ INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

I. Engagement with Stakeholders

12. Continuous Communication between Company and Stakeholders ➤

12.1 Communication with its Stakeholders

The Group recognises the value of transparent, consistent and coherent communications with the investment community consistent with commercial confidentiality and regulatory considerations. The Group aims to build long-term relationships with shareholders and potential investors through appropriate channels for disclosure of information.

The annual reports, press releases, quarterly results and any announcements on material corporate exercises are the primary modes of disseminating information on the Group's business activities and financial performance.

Investors are provided with sufficient business, operational and financial information on the Group to enable them to make informed investment decisions.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

The Group Managing Director is the designated spokesperson for all matters related to the Group and dedicated personnel are tasked to prepare and verify material information for timely disclosure upon approval by the Board.

The Group maintains a website at www.cwgholdings.com.my for shareholders and the public to access information on, among others, the Group's background, products, financial performance, updates on its awards, recognitions and corporate news. Stakeholders can at any time seek clarification or raise queries through the corporate website, by email at cosec@cwgholdings.com.my. Primary contact details are set out on the corporate website.

12.2 Integrated Reporting

Integrated reporting is not applicable to the Company presently as the Company does not fall within the definition of "Large Companies".

II. Conduct of General Meetings

13. Encourage Shareholders' Participation at General Meetings ➤

13.1 Notice for Annual General Meeting

The Board encourages shareholders' participation and as such, the AGM is an important event as the Board is given the opportunity to have a dialogue with the shareholders and to address any questions that may arise.

The Directors, key senior management, Company Secretaries and the Group's external auditors are available to respond to the queries raised. In the event that an answer cannot be readily given at the meeting, the Chairman will undertake to provide a written reply to the shareholder.

The notice of 8th AGM in 2024 was sent to the shareholders at least twenty-eight (28) days prior to the meeting date and published in a nationally circulated local newspaper. This enables shareholders to make adequate preparation. Items of special business included in the notice of 8th AGM were accompanied by an explanation of the proposed resolution. All the resolutions set out in the notice of 8th AGM were put to vote by poll with the outcome announced to Bursa Securities on the same day.

All the Directors attend the AGM to answer any such questions that may arise as shareholders may seek more information than what is available in the Annual Report and/or circulars.

The Board is satisfied with the current programme at the AGM and there have been no major contentious issues noted with shareholders/investors.

13.2 Directors' Attendance at General Meetings

All the Directors attended the Extraordinary General Meeting ("EGM") held on 16 August 2024 and the 8th AGM held on 27 November 2024.

13.3 Leveraging on Technology

Based on an analysis of the investors, the Company does not have a large number of shareholders and the majority are Malaysian-based. General meetings have always been held at a hotel which is easily accessible to shareholders. Shareholders who are unable to attend in person are entitled to appoint representatives or proxy/proxies (including the Chairman of the meeting) to vote on their behalf. Hence, concerns relating to voting in absentia and/or remote participation have generally not been applicable.

Owing to the overseas business commitments of certain Directors during the EGM held on 16 August 2024, the Company convened the EGM virtually through live streaming from a broadcast venue, with voting conducted electronically via the Remote Participation and Voting ("RPV") facilities. The RPV system was equipped with appropriate data privacy and security features to safeguard the integrity of the meeting and voting process.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (cont'd)

13.4 Shareholders Engagement

The shareholders are invited to raise questions or seek clarification pertaining to the Company's financial performance, agenda and resolutions tabled before putting them for voting.

All the Directors and senior management were present during the AGM to provide responses to the shareholders and ensure sufficient time was allocated for discussion.

The Company has also dedicated an email: cosec@cwgholdings.com.my to which stakeholders can direct their queries or concerns.

13.5 Infrastructure for Virtual General Meeting

Tricor Investor & Issuing House Services Sdn. Bhd. ("Tricor") was appointed by the Company to set up and manage the EGM held on 16 August 2024, ensuring the smooth conduct of the meeting through the RPV facilities.

Tricor's online meeting platform enabled shareholders to register, participate and exercise their voting rights electronically during the fully virtual EGM. To guide shareholders, an Administrative Guide detailing the procedures for the virtual meeting was made available on the Company's website prior to the EGM.

Shareholders were provided with the opportunity to submit questions in advance via the online platform. In addition, the RPV facilities allowed real-time submission of typed questions during the meeting, encouraging active and interactive participation. Questions raised by shareholders were made visible to all participants, ensuring transparency in the engagement process.

13.6 Minutes of General Meeting

The EGM and 8th AGM were held on 16 August 2024 and 27 November 2024 respectively.

The minutes of the EGM and 8th AGM are made available on the Company's website no later than thirty (30) business day after the meetings.

STATEMENT ON COMPLIANCE ➤

The Board will continue to strive for sound standards of corporate governance throughout the Group. Presently, the Board is of the view that the Company has in all material aspects, satisfactorily complied with the principles and practices set out in the Code, except for the departures set out in the CG Report.

The Corporate Governance Overview Statement is issued in accordance with a resolution of the Board of Directors dated 29 September 2025.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

The Board of Directors (“Board”) of CWG Holdings Berhad (“CWG”) is committed to maintaining a sound internal control and risk management system throughout the group of companies. The Board has issued a statement on the state of risk management and internal control within the Group pursuant to Paragraph 15.26(b) of the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and under guidance of Principle B of the Malaysian Code on Corporate Governance issued on 28 April 2021 and the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers (“Internal Control Guidelines”).

Board Responsibilities

The Board affirms its overall responsibility for the Group’s systems of risk management and internal control which includes the establishment of an appropriate control environment and framework as well as reviewing the effectiveness and efficiency of these system to ensure its viability. The systems cover governance, risk management and financial, organisational, operational, regulatory and compliance controls.

Essentially, the Board is responsible for determining the nature and extent of the strategic risks that the Group is willing to take to achieve its objectives, whilst maintaining sound risk management and systems of internal control.

The oversight of these critical areas is carried out by the Board and assisted by the Audit Committee (“AC”) as well as the Risk Management Committee (“RMC”) which are empowered by their respective terms of reference. The Group’s risk management and internal control systems are designed to manage risks that may prevent the achievement of the Group’s business objectives, and to provide information for accurate reporting, decision making and ensuring compliance with regulatory and statutory requirements.

Audit Committee

The AC’s role was expanded to include reviewing and recommending an appropriate risk management strategy so as to ensure that the business risks are effectively addressed by the Group as well as reviewing the adequacy of the Group’s risk management process and recommending improvements, where required and to seek assurance on the adequacy and integrity of the internal control system through independent reviews carried out by the internal auditors and engagement with management and the RMC.

During the financial year under review, the AC was updated thrice on the status of the internal controls within the Group and the mitigating action plans being taken by management to manage those risks to the desired level. After which, the Board was briefed on key issues for deliberation and guidance, as needed.

Risk Management Committee

A management level Risk Management Committee was established to identify the key business risks faced by the Group and ensure appropriate internal controls and mitigating measures are implemented to manage the risks effectively. A Chief Risk Officer (“CRO”) is to lead from the top and drive the importance of embedding sound practices of risk management throughout the business operations of the Group.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (cont'd)

Risk Management Review

During the financial year under review, the Group's existing Enterprise Risk Management ("ERM") framework was overseen by the RMC which is chaired and led by the CRO. The members of the RMC comprise of selected heads of department and other management personnel as deemed appropriate by the CRO. With this composition of members in the RMC, this would ensure that the responsibilities on risk management are cascaded down and shared across management personnel at operational level.

The responsibilities of the RMC include:-

- i) ensuring risk management is adequately carried out as part of the responsibility in evaluating and making key strategic and operational decisions
- ii) enhancing risk policies and procedures as necessary
- iii) consolidating risk information and monitoring the Group's risk management activities
- iv) providing ongoing support to the AC

The management of risks in the daily business operations is assigned to the management team. Significant risks were identified, related mitigating responses and the corresponding internal control measures were deliberated among the CRO and the management.

During the financial year, the RMC has updated its status on risk management activities and action plans for various key risks identified across several departments. These departments include Production Operation, Quality Assurance, Creative & Product Development, Management Information Systems, Marketing, Procurement, Finance, Human Resources Management, Corporate Services and Environment, Health & Safety.

The RMC ensures that adequate control systems are implemented to minimise and control the risks faced by the Group. The CRO reports to the AC on an annual basis.

The aforesaid risk management practice is an on-going process used to identify, assess and mitigate risks during the financial year under review and up to the date of approval of this Statement.

Key Elements of Internal Control & Risk Management

During the year under review and up to the date of this Statement, the Group has been proactive in its management of risks and control issues as demonstrated by the existence of policies, procedures and strategies as illustrated below:

Organisational structure and accountability

1. There is an organisational structure that supports operational requirements, with clearly defined levels of responsibilities, lines of accountability and delegated authority with appropriate reporting procedures, to enable the Group's vision, mission, strategies and operational objectives to be achieved and ensuring that there is an adequate system of checks and balances.
2. Board Charter that outlines the roles and responsibilities of the Board as well as division of responsibilities and powers of Executive Chairman, Group Managing Director, Executive Directors, Senior Independent Director and Non-Executive Directors and Board Committees.
3. The Executive Chairman is responsible for leadership of the Board in ensuring the effectiveness of all aspects of his role. He is also responsible for strategic planning, business development and overseeing the Group's business operation, formulating high level-strategies and work together with the Group Managing Director in directing the overall growth of the Group.
4. The Group Managing Director is involved in the day-to-day business operations of the Group with accountability to monitor the performance of all business units.
5. Limits of Authority manual that defines authorisation limits to ensure proper accountability, segregation of duties and minimisation of unauthorised transactions risks.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (cont'd)

Ethics and human resource policy

6. The Board Code of Conduct provides guidance to the Directors on ethical standards which the Directors shall adhere to as a way of providing tangible evidence of their commitment to diligence, probity and fairness in exercising their duties and responsibilities.
7. Comprehensive human resource internal control policies with procedures and best practices to guide and instill integrity, accountability and professionalism in employee conduct.
8. The Group adopted an Anti-Bribery & Corruption ("ABC") Policy in line with the enforcement of Section 17A of the Malaysian Anti-Corruption Commission (Amendment) Act 2018, effective from 1 June 2020. The ABC Policy established clear guidelines to prevent bribery and corrupt practices within the Group's business operations.

Standards of operations and safety

9. Duly documented internal policies including standards and procedures that focus on professionalism at work, integrity, and avoidance of conflicts of interests. Regular updates are made to reflect changing risks and to resolve operational deficiencies.
10. All policies and standards are approved by the Board. Cases of non-compliance with internal control policies with recommendations for corrective actions are first brought to the attention of management for discussion. Issues are also highlighted to the AC and the Board through the internal audit reports.
11. Strict compliance with safety procedures and regular training on the same are conducted as part of Group's communication of the importance in complying to the Occupational Safety and Health Act, 1994 to ensure that all the employees are aware of the safety procedures that are in place for their own safety during any emergencies and that the Group's assets and resources are well protected from any accident or mishap.
12. Key operational processes are guided by the operations manual detailed in the Standard Operating Procedures, the ISO 9001:2015 edition Quality Management System and the requirements of Chain of Custody Certification issued by Forest Stewardship Council. These standard operating procedures and policies meet operational needs and provide guidance to the employees.

Financial reporting

13. Annual financial budget of the Group is reviewed and approved by the Board. The actual performance is monitored against budget to identify significant variances for prompt actions to be taken.
14. Quarterly unaudited group financial reports are reviewed by the AC together with the key senior management, and subsequently reported to the Board.
15. Monthly management meetings are attended by respective heads of department and staff to discuss and review financial and operational performance of key divisions within the Group.
16. Monthly review of the management accounts of the Group by the key senior management.

Internal audits and risk management

17. The internal audit function conducts reviews of business processes and in doing so, provides an independent assurance to management on the adequacy and effectiveness of the internal controls and risk management. Appropriate remedial actions are taken by management to improve the systems of internal control and processes within agreed timelines.
Following completion of audits, reports on shortcomings and recommendations will be submitted to the AC for discussion and review. Significant matters identified during these meetings are highlighted to the Board. Follow-up reviews are being conducted and the status of implementation communicated to the AC.
18. Review and update of the internal control system is made after considering pertinent changes in the regulatory and business environment on an ongoing basis.
19. The Board reviews all areas of significant financial risk and approves all significant investments, if any, after careful review and deliberation.
20. Adequate insurance of the major assets and resources of the Group are in place to ensure that these are sufficiently covered against any mishap that may result in material losses to the Group.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (cont'd)

Internal Audit

The Group's internal audit function is an independent unit that is outsourced to JWC Consulting Sdn. Bhd. ("JWC"), a professional consulting firm.

JWC adopts a risk-based approach to develop its annual internal audit plan to ensure adequate scope and coverage of internal audit activities and key risk areas are adequately identified and covered.

The outsourced internal audit function reports to the AC and assists the Board in monitoring and managing risks, internal controls and governance processes so as to provide reasonable assurance that such systems continue to operate effectively and efficiently in compliance with the Group policies and procedures.

All audit findings were discussed at management level and actions are agreed in response to recommendations from the internal audit team. The resulting internal audit reports, which are incorporated with audit recommendations and management responses, are issued to the AC which then reviews through all findings and management responses and assesses the adequacy and effectiveness of the internal controls. The AC will refer any significant risk issues to the Board for consideration.

Review of Adequacy and Effectiveness

The Executive Chairman, the Group Managing Director and the Group Financial Controller had given the assurance to the Board that the Group's risk management and internal controls have been operating adequately and effectively in all material aspects during the year and up to the date of this Statement. Taking this assurance into consideration, the Board is of the view that the systems of internal control and risk management is considered adequate for the Group's business operations.

The Board and management seek regular assurance on the continuity and effectiveness of the system of internal controls through independent appraisals by the internal auditors.

Review of this Statement by the external auditors

The external auditors have reviewed this Statement on Risk Management and Internal Control pursuant to the scope set out in Audit and Assurance Practice Guide 3 ("AAPG 3"), Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report issued by the Malaysian Institute of Accountants ("MIA") and as required by Paragraph 15.23 of the MMLR of Bursa Securities for inclusion in the annual report of the Group for the financial year ended 30 June 2025 and reported to the Board that nothing has come to their attention that caused them to believe that the statement intended to be included in the annual report of the Group, in all material respects:

- (a) has not been prepared in accordance with the disclosures required by Paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers, or
- (b) is factually inaccurate.

AAPG 3 does not require the external auditors to consider whether this Statement on Risk Management and Internal Control covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control system including the assessment and opinion by the Board of Directors and management thereon.

The external auditors are also not required to consider whether the processes described to deal with material internal control aspects of any significant problems disclosed in the annual report will, in fact, remedy the problems.

This Statement on Risk Management and Internal Control is made in accordance with a resolution of the Board dated 29 September 2025.

AUDIT COMMITTEE REPORT

OBJECTIVES >

The primary objective of the Audit Committee is to assist the Board in the effective discharge of its fiduciary responsibilities for corporate governance, financial reporting and internal control.

The key function of the Audit Committee is to assist the Board in fulfilling the following oversight objectives on the Group's activities:

- (a) Oversee financial reporting;
- (b) Assess the Group's processes in relation to its risks, governance and control environment;
- (c) Review conflict of interest situations and related party transactions; and
- (d) Evaluate the internal and external audit processes.

The Audit Committee is governed by its Terms of Reference which is available on the Company's website at www.cwgholdings.com.my.

COMPOSITION, AUDIT COMMITTEE MEETING AND ATTENDANCE >

The Audit Committee is comprised solely of Independent Non-Executive Directors.

Mr. Loh Seong Yew is a member of the Malaysian Institute of Accountants ("MIA"). The biography of each of the following members of the Audit Committee is set out under Profile of Directors in this Annual Report. Accordingly, the composition of the Audit Committee complies with Paragraph 15.09 of the Main Market Listing Requirements ("MMLR") of Bursa Malaysia Securities Berhad ("Bursa Securities").

There were four (4) Audit Committee meetings held during the financial year under review. The details of attendance of the Audit Committee members are tabulated below:

Director	Position in Committee	Attendance
Loh Seong Yew	Chairman	4/4
Razmi Bin Alias	Member	4/4
Ng Tiang Yong	Member	4/4
Cheong Sing Yee	Member	4/4

AUDIT COMMITTEE REPORT (cont'd)

SUMMARY OF WORK OF THE AUDIT COMMITTEE ➤

The activities carried out by the Audit Committee during the financial year ended 30 June 2025 were summarised as follows:

- (a) Reviewed the unaudited quarterly financial results and audited financial statements of the Group with the aim in ensuring that the interim financial reports and financial statements were prepared in accordance with the approved Malaysian Financial Reporting Standards, IFRS Accounting Standards, the Companies Act 2016 and the MMLR of Bursa Securities. The review also considered changes in or implementation of major accounting policies, significant and unusual events and compliance with applicable accounting standards approved by the Malaysian Accounting Standards Board ("MASB");
- (b) Reviewed, discussed and approved the Group's related party transactions;
- (c) Reviewed and discussed the conflict of interest ("COI") and potential COI of the Directors and key senior management;
- (d) Discussed the audit plan, scope of work and proposed audit fee for the year under review with the external auditors;
- (e) Met twice with the external auditors and internal auditors, in the absence of the Executive Directors and management staff to discuss the adequacy and effectiveness of the system of internal control and any other areas of concern to the auditors arising from their audits;
- (f) Reviewed the audit findings of the external auditors and their reports;
- (g) Reviewed the performance and factors relating to the independence of the external auditors with due consideration to the quality and timeliness of the report furnished, the level of understanding demonstrated of the Group's business and communication about new and applicable accounting practices and auditing standards and its impact on the Group's financial statements, and recommended the external auditors' reappointment to the Board.
- (h) Reviewed and discussed the internal audit plan presented by the internal auditors;
- (i) Reviewed the internal audit functions in respect of the adequacy of its scope, functions, competency, resources and necessary authority to carry out its work;
- (j) Reviewed the internal audit reports, audit recommendations made and management's response to these recommendations and actions taken to improve the system of internal control and procedures. The Audit Committee has, where appropriate, directed management to rectify and improve control procedures and workflow processes based on the internal auditors' suggestions for improvement;
- (k) Reviewed the implementation of these recommendations through follow-up audit reports;
- (l) Reviewed the report presented by the Chief Risk Officer of Risk Management Committee;
- (m) Reported to the Board on its activities, significant findings and results;
- (n) Approved the Audit Committee Report as well as recommended the Statement on Risk Management and Internal Control to the Board for the approval prior to inclusion in the Annual Report 2025; and
- (o) Discussed the material litigation involving the Group, if any.

SUMMARY OF WORK OF THE INTERNAL AUDIT FUNCTION ➤

The Group has outsourced its internal audit function to an independent professional consulting firm, JWC Consulting Sdn. Bhd. ("JWC"). The internal audit function is primarily responsible to undertake regular and systematic reviews of the business units, processes and procedures so as to provide reasonable assurance that the system of internal control continues to operate adequately and effectively.

The annual audit plan proposed by the internal auditors was reviewed and approved by the Audit Committee before the commencement of audit. They have carried out audits in accordance with approved annual audit plan.

As part of the audit work, the internal auditors review the adequacy and effectiveness of the internal control system's compliance with rules, regulations, policies and procedures and also evaluates efficiency of key business processes.

The internal audit function reports to the Audit Committee on a periodic basis on their audit findings and making recommendations to the management for improvement as well as carry out follow-up audits to ensure proper and timely implementation of the agreed action plans.

During the financial year under review, the internal auditors reviewed and audited the following areas of the Group's operations:-

- i) Human resources management
- ii) Sales and marketing
- iii) Project management

The regular monitoring by internal audit function enables the Group to maintain good corporate governance and enhance the integrity and effectiveness of the Group's system of internal control.

During the financial year, the total cost incurred for the internal audit function was RM44,636.60.

ADDITIONAL COMPLIANCE INFORMATION & STATEMENT OF DIRECTORS' RESPONSIBILITIES

ADDITIONAL COMPLIANCE INFORMATION ➤

1. Utilisation of Proceeds

The renounceable rights issue of up to 98,220,965 new ordinary shares in CWG Holdings Berhad ("the Company" or "CWG") at an issue price of RM0.18 per Rights Share, on the basis of three (3) Rights Shares for every five (5) existing CWG Shares ("Rights Issue"), was completed with the listing and quotation of 98,220,965 Rights Shares on the Main Market of Bursa Malaysia Securities Berhad on 8 October 2024.

The Rights Issue exercise raised total proceeds of RM17.680 million, which were fully utilised on 22 November 2024.

	Proposed Utilisation (RM'000)	Actual Utilisation (RM'000)	Balance Unutilised (RM'000)	Expected Timeframe for Utilisation
Partial payment for the Proposed Acquisition ^(a)	16,880	16,880	-	Within 6 months
Expenses ^(b)	800	800	-	Upon completion
Total	17,680	17,680	-	-

Note:

(a) To partially finance the proposed acquisition of Unigenius Holding Sdn. Bhd.

(b) The expenses comprise professional fees, regulatory fees and other related expenses.

2. Audit and Non-audit Fees

During the financial year ended 30 June 2025 ("FY2025"), the amount of audit and non-audit fees payable to the external auditors, YH Tan & Associates PLT, BDO PLT and its affiliates for the services rendered to the Company and the Group respectively are as follows:-

Level	Audit Fee (RM)	Non-Audit Fee (RM)
Company	37,800	7,800
Group	219,300	57,100

The non-audit fees comprised mainly of review of Statement on Risk Management and Internal Control and tax fees.

3. Material Contracts involving the interest of Directors, Chief Executive and Major Shareholders

During the FY2025, there was no material contract entered into by the Company or its subsidiaries, involving the interest of Directors, Chief Executive who is not a director and/or major shareholders, either still subsisting at the end of the financial year or extend into since the end of the previous financial year.

STATEMENT OF DIRECTORS' RESPONSIBILITIES ➤

Statement of Directors' Responsibilities in relation to the preparation of audited financial statements pursuant to Paragraph 15.26(a) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Securities")

The Directors are responsible for ensuring that the audited financial statements of the Group and of the Company are prepared in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards, the provisions of the Companies Act 2016 and the Main Market Listing Requirements of Bursa Securities.

The Directors are also responsible for ensuring that the audited financial statements of the Group and of the Company are prepared with reasonable accuracy from the accounting records which give a true and fair view of the financial position of the Group and of the Company as at 30 June 2025 and of the financial performance and cash flows of the Group and of the Company for the financial year ended on that date.

The Directors are satisfied that in preparing the financial statements of the Group and of the Company for the financial year ended 30 June 2025, the Group has used appropriate accounting policies and applied them consistently and made judgements and estimates that are reasonable.

The Directors are also responsible for taking reasonable steps to safeguard the assets of the Group and of the Company to prevent and detect fraud and other irregularities.

ANALYSIS OF SHAREHOLDINGS

as at 29 September 2025

Share Capital

Issued and Fully Paid-up	RM96,031,033.20 divided into 262,369,088 ordinary shares (including 446,500 treasury shares)
Class of Shares	Ordinary shares
Voting Rights	- One (1) vote per ordinary share on a poll - One (1) vote per person on show of hand

Analysis by Size of Shareholdings

Size of Holdings	No. of Holders	% of Holders	No. of Shares ^	% of Shareholding ^
1 - 99	22	1.14	468	#
100 - 1,000	137	7.09	59,694	0.02
1,001 - 10,000	1,121	57.99	6,005,890	2.30
10,001 -100,000	530	27.42	15,583,180	5.95
100,001 - 13,096,128 (*)	120	6.21	114,935,156	43.88
13,096,129 and above (**)	3	0.15	125,338,200	47.85
Total	1,933	100.00	261,922,588	100.00

Remarks:

^ Excluding 446,500 treasury shares retained by the Company

* Less than 5% of issued shares

** 5% and above of issued shares

Negligible

ANALYSIS OF SHAREHOLDINGS (cont'd)

as at 29 September 2025

Substantial Shareholders

Name	Direct Interest		Indirect Interest	
	No. of Shares	% ^	No. of Shares	% ^
Ooi Chin Soon	46,880,000	17.90	-	-
Datuk Hong Choon Hau	46,459,072	17.74	-	-
ANB Equity Sdn. Bhd.	20,599,200	7.86	-	-
Lai Tjhin Tjhin	-	-	(a) 20,599,200	7.86

Note:

^ Excluding a total of 446,500 shares bought-back by the Company and retained as treasury shares.

(a) Deemed interest by virtue of her interest in ANB Equity Sdn. Bhd. pursuant to Section 8(4) of the Companies Act 2016.

Directors' Shareholdings

Name	Direct Interest		Indirect Interest	
	No. of Shares	% ^	No. of Shares	% ^
Ooi Chin Soon	46,880,000	17.90	-	-
Tan Hing Ming @ Chin Hing Ming	-	-	-	-
Datuk Hong Choon Hau	46,459,072	17.74	-	-
Razmi Bin Alias	-	-	-	-
Loh Seong Yew	250,000	0.10	-	-
Ng Tiang Yong	2,026,880	0.77	-	-
Cheong Sing Yee	-	-	-	-

Note:

^ Excluding a total of 446,500 shares bought-back by the Company and retained as treasury shares.

ANALYSIS OF SHAREHOLDINGS (cont'd)

as at 29 September 2025

Thirty (30) Largest Shareholders ➤

No.	Name	No. of Shares	% ^
1	UOB KAY HIAN NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR UOB KAY HIAN PTE LTD (A/C CLIENTS)	57,859,000	22.09
2	OOI CHIN SOON	46,880,000	17.90
3	ANB EQUITY SDN BHD	20,599,200	7.86
4	UOB KAY HIAN NOMINEES (ASING) SDN BHD EXEMPT AN FOR UOB KAY HIAN PTE LTD (A/C CLIENTS)	9,402,200	3.59
5	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR KHOR SAY KHAH HOLDINGS SDN. BHD. (E-PPG)	7,880,000	3.01
6	CHOK KWONG MING	7,695,900	2.94
7	LIM KAM SENG	6,594,000	2.52
8	YEAP KAM FAI	5,298,000	2.02
9	HONG YEAM WAH	5,288,900	2.02
10	M & A NOMINEE (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LIM ED WIN (PNG)	4,800,000	1.83
11	MAYBANK SECURITIES NOMINEES (TEMPATAN) SDN BHD MAYBANK SECURITIES PTE LTD FOR WONG PEI FERN	4,800,000	1.83
12	YEE DIH HORNG	3,798,400	1.45
13	LEE CHEW WAH	3,388,600	1.29
14	SAY BENG HOLDINGS SDN BHD	3,198,926	1.22
15	TAN PUI SAN	2,608,000	1.00
16	LIM KAM SENG	2,546,400	0.97
17	NEOH HIN PENG	2,080,000	0.79
18	NG TIANG YONG	2,026,880	0.77
19	WONG JYNG EIM	2,019,500	0.77
20	FOO KAM CHING	1,720,000	0.66
21	KHOR SWEE THEAM	1,707,800	0.65
22	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LOW YEAW SENG (M01)	1,300,000	0.50
23	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR YEOW LAY KUAN (M01)	1,300,000	0.50
24	APEX NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TEOW WOOI HUAT (STA 2)	1,267,700	0.48
25	LEE HONG TAT	1,227,300	0.47
26	HENG SZE SIANG	1,198,700	0.46
27	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LEE CHEW FU (E-BSA/BBT)	1,190,400	0.45
28	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR KHOR WAN TAT (E-PPG)	1,000,000	0.38
29	SAW JUNE HUI	998,100	0.38
30	HONG WENG HWA	905,600	0.35

Note:

^ Excluding a total of 446,500 shares bought-back by the Company and retained as treasury shares.

ANALYSIS OF WARRANT HOLDINGS

as at 29 September 2025

Warrants 2022/2027

Number of Issued Warrant	99,326,101
Exercise Price Per Warrant	RM0.30

Analysis by Size of Warrant Holdings

Size of Holdings	No. of Holders	% of Holders	No. of Warrant	% of Warrant Holding
1 - 99	234	11.87	11,936	0.01
100 - 1,000	127	6.44	56,302	0.06
1,001 - 10,000	1,102	55.91	4,102,239	4.13
10,001 -100,000	388	19.69	11,883,039	11.96
100,001 - 4,966,304 (*)	116	5.89	45,073,799	45.38
4,966,305 and above (**)	4	0.20	38,198,786	38.46
Total	1,971	100.00	99,326,101	100.00

Remarks:

* Less than 5% of issued warrants

** 5% and above of issued warrants

Directors' Warrant Holdings

Name	Direct Interest		Indirect Interest	
	No. of Warrants	%	No. of Warrants	%
Ooi Chin Soon	17,661,808	17.78	-	-
Tan Hing Ming @ Chin Hing Ming	-	-	-	-
Datuk Hong Choon Hau	-	-	-	-
Razmi Bin Alias	-	-	-	-
Loh Seong Yew	-	-	-	-
Ng Tiang Yong	-	-	-	-
Cheong Sing Yee	-	-	-	-

ANALYSIS OF WARRANT HOLDINGS (cont'd)

as at 29 September 2025

Thirty (30) Largest Warrant Holders ➤

No.	Name	No. of Warrants	%
1	OOI CHIN SOON	17,661,808	17.78
2	TAN WAH KIONG	7,646,885	7.70
3	RHB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR HEE YUEN SANG	6,520,058	6.56
4	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR HEE YUEN SANG (MY2105)	6,370,035	6.41
5	TAN WAH KIONG	4,050,990	4.08
6	MAYBANK SECURITIES NOMINEES (TEMPATAN) SDN BHD MAYBANK SECURITIES PTE LTD FOR WONG PEI FERN	2,913,288	2.93
7	ABDUL RAHMAN BIN IBRAHIM	1,617,148	1.63
8	HEE YUEN SANG	1,602,308	1.61
9	CHEW CHEE PENG	1,360,176	1.37
10	KHOR SWEE THEAM	1,036,523	1.04
11	LEE CHEW WAH	1,010,300	1.02
12	TOH WEE MENG	971,096	0.98
13	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR MAZLAN BIN MANDIN	912,663	0.92
14	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LIM CHOOI CHUAN (E-IMO)	800,009	0.81
15	APEX NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TEOW WOOI HUAT (STA 2)	769,411	0.77
16	CHAI MEI LING	696,044	0.70
17	WAN RUSLAN BIN WAN YUSOFF	678,207	0.68
18	LOW CHEW THIAM	675,274	0.68
19	MOHD JEFFRY HEW BIN ABDULLAH	656,995	0.66
20	ROSLAN BIN FADZIL	629,800	0.63
21	TAN KEAT SEANG	606,935	0.61
22	SAW JUNE HUI	605,781	0.61
23	ANG YEE YEU	600,000	0.60
24	NG ZHUN KEAT	600,000	0.60
25	TAN SOH KWAI	585,548	0.59
26	MAYBANK NOMINEES (TEMPATAN) SDN BHD MUKHTAR BIN EMBONG	558,380	0.56
27	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR NG HAN YUNG	509,977	0.51
28	TAN SOO PING	496,160	0.50
29	PANG JIAU KIAK	467,051	0.47
30	LEE FOOK ON	459,571	0.46

DIRECTORS' REPORT AND AUDITED FINANCIAL STATEMENTS

For The Financial Year Ended 30 June 2025

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DIRECTORS' REPORT

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 30 June 2025.

PRINCIPAL ACTIVITIES ➤

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are mainly investment holding, manufacturing and sales of stationery and printed materials, property development, printer's agent, retailer in printed materials and papers and printing and other related services. Further details of the subsidiaries are set out in Note 8 to the financial statements.

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

RESULTS

	Group RM	Company RM
Profit/(Loss) for the financial year	6,321,965	(807,080)
Attributable to:		
Owners of the parent	6,321,965	(807,080)

DIVIDEND ➤

At the forthcoming Annual General Meeting, a first and final single tier dividend of 0.50 sen per ordinary shares amounting to RM1,309,613 in respect of the current financial year will be proposed for shareholders' approval based on the number of outstanding ordinary shares in issue (net of treasury shares) as at 30 June 2025.

The financial statements for the current financial year do not reflect this proposed dividend. Such dividend, if approved by the shareholders, will be accounted for in shareholders' equity as an appropriation of retained earnings in the financial year ending 30 June 2026.

RESERVES AND PROVISIONS ➤

There were no material transfers to or from reserves or provisions during the financial year.

ISSUE OF SHARES AND DEBENTURES ➤

During the financial year, the issued and paid-up share capital of the Company was increased from 164,148,123 to 262,369,088 by way of issuance of 98,220,965 new ordinary shares pursuant to the renounceable Rights Issue ("RI") of 98,220,965 new ordinary shares of RM0.18 each, on the basis of three(3) rights shares for every five(5) existing shares held, for cash totalling of RM17,679,774.

The newly issued shares rank pari passu in all respects with the existing shares of the Company. There were no other issue of shares during the financial year.

The Company did not issue any debentures during the financial year.

DIRECTORS' REPORT (cont'd)

WARRANTS >

On 3 March 2022, the Company issued 81,826,910 free warrants pursuant to the bonus issue of warrants undertaken by the Company on the basis of one (1) free warrant for every two (2) existing ordinary shares held in the Company ("Warrants").

The Warrants were listed on Bursa Malaysia Securities Berhad on 10 March 2022.

On 8 October 2024, the Company further issued 17,499,191 additional warrants pursuant to the renounceable RI at an issue price of RM0.18. The number of warrants after adjustments is 99,326,101.

The Warrants are exercisable at any time for a tenure of five (5) years from the date of issuance of the Warrants at new exercise price of RM0.30 (2024: RM0.36) each.

During the financial year, there were no exercise of Warrants by the registered holders. The number of Warrants unexercised at the end of the reporting period comprises 99,326,101 (2024: 81,826,910) Warrants. The Warrants will expire on 2 March 2027.

OPTIONS GRANTED OVER UNISSUED SHARES >

No options were granted to any person to take up unissued ordinary shares of the Company during the financial year apart from the additional number of outstanding warrants in accordance with the provisions of the Deed Poll dated 14 February 2022 pursuant to the renounceable RI.

EMPLOYEES' SHARE OPTION SCHEME ("ESOS") >

At the Extraordinary General Meeting of the Company held on 25 January 2022, shareholders of the Company approved the establishment of the ESOS of up to 10% of the total number of issued shares of the Company (excluding treasury shares) at any point in time over the duration of the ESOS for eligible persons. The ESOS is implemented and administered by an ESOS committee in accordance with the By-Laws.

The salient features of the ESOS are as follows:

- (i) eligible persons are Executive Directors and employees who have been appointed or confirmed in full time service in any company within the Group (excluding dormant subsidiaries), employed under an employment contract for a fixed duration of not less than one (1) year, and has not serviced a notice to resign nor received a notice of termination;
- (ii) not more than 70% of the new shares available under the ESOS shall be allocated, in aggregate, to Executive Directors and senior management of the Group (excluding dormant subsidiaries). In addition, not more than 10% of the new shares available under the ESOS shall be allocated to any individual eligible person who, either singly or collectively through persons connected with the eligible person, holds 20% or more the issued and paid-up capital of the Company (excluding treasury shares);
- (iii) the basis for determining the aggregate number of the new shares that may be offered under the ESOS and/or to an eligible person shall be at the sole and absolute discretion of the ESOS committee after taking into consideration, *inter alia*, the performance, contribution, employment grade, seniority and/or length of service to the Group (excluding dormant subsidiaries) and/or such other factors which the ESOS committee may in its sole and absolute discretion deem fit; and
- (iv) the option exercise price shall be at a discount of not more than 10% of the 5-day volume weighted average market price of the Company's ordinary shares as quoted on Bursa Malaysia Securities Berhad at the time of the offer is made to the grantee.

No options were granted pursuant to the ESOS as of the date of this report.

DIRECTORS' REPORT (cont'd)

REPURCHASE OF SHARES ➤

As at 30 June 2025, 446,500 (2024: 446,500) out of the total 262,369,088 (2024: 164,148,123) issued and fully paid-up ordinary shares are held as treasury shares by the Company. The number of ordinary shares in issue after excluding the treasury shares is 261,922,588 (2024: 163,701,623).

There were no share repurchased and no cancellation of treasury shares were made during the financial year. Treasury shares have no rights to voting, dividends or participation in other distribution.

DIRECTORS ➤

The Directors who have held office during the financial year and up to the date of this report are as follows:

CWG Holdings Berhad

Ooi Chin Soon*

Tan Hing Ming @ Chin Hing Ming*

Datuk Hong Choon Hau

Razmi Bin Alias

Loh Seong Yew

Ng Tiang Yong

Cheong Sing Yee

* These Directors of the Company are also the Directors of the subsidiaries of the Company.

Subsidiaries of CWG Holdings Berhad (excluding those who are listed above)

Gooi Boon Chuan

Teoh Hee Hua (Alternate Director of Ooi Chin Soon)

Boo Yin Kwan

(Appointed on 29 October 2024)

DIRECTORS' REPORT (cont'd)

DIRECTORS' INTERESTS >

The Directors holding office at the end of the financial year and their beneficial interests in ordinary shares and warrants of the Company and of its related corporations during the financial year ended 30 June 2025 as recorded in the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016 in Malaysia were as follows:

Shares in the Company	Number of ordinary shares			Balance as at 30.06.2025
	Balance as at 01.07.2024	Acquired	Sold	
<u>Direct interests</u>				
Ooi Chin Soon	29,300,000	17,580,000	0	46,880,000
Datuk Hong Choon Hau	29,036,920	17,422,152	0	46,459,072
Ng Tiang Yong	1,266,800	760,080	0	2,026,880
Loh Seong Yew	250,000	0	0	250,000

Warrants in the Company	Number of warrants			Balance as at 30.06.2025
	Balance as at 01.07.2024	Allotment	Sold	
<u>Direct interests</u>				
Ooi Chin Soon	14,550,000	3,111,808	0	17,661,808
Ng Tiang Yong	633,400	0	(633,400)	0

None of the other Directors holding office at the end of the financial year held any interest in ordinary shares and warrants of the Company and of its related corporations during the financial year.

DIRECTORS' REPORT (cont'd)

DIRECTORS' BENEFITS ➤

Since the end of the previous financial year, none of the Directors have received or become entitled to receive any benefit (other than those benefits included in the aggregate amount of remuneration received or due and receivable by the Directors) 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 other than the following and as disclosed in Note 29 to the financial statements:

- (a) Certain Directors who may be deemed to derive benefits by virtue of trade transactions entered into with companies in which certain Directors have substantial financial interests; and
- (b) Certain Directors who received remuneration from the subsidiaries as Directors of the subsidiaries.

There were no arrangements made during and at the end of the financial year, to which the Company is a party, which had the object of enabling the Directors to acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate, other than as may arise from the warrants issued as disclosed above.

DIRECTORS' REMUNERATION ➤

Fees and other benefits of the Directors of the Group and of the Company who have held office during the financial year ended 30 June 2025 are as follows:

	Group RM	Company RM
Fees	162,000	132,000
Other emoluments	2,691,537	669,510
Estimated monetary value of benefits-in-kind	9,250	0
	2,862,787	801,510

INDEMNITY AND INSURANCE FOR DIRECTORS, OFFICERS AND AUDITORS ➤

The Group and the Company maintain a corporate liability insurance for the Directors and officers of the Group and of the Company throughout the financial year, which provide appropriate insurance cover for the Directors and officers of the Group and of the Company. The amount of indemnity coverage and insurance premium paid by the Group and the Company for the financial year were RM5,000,000 and RM10,810 respectively.

There were no indemnity given to or insurance effected for the auditors of the Group and of the Company during the financial year.

DIRECTORS' REPORT (cont'd)

OTHER STATUTORY INFORMATION REGARDING THE GROUP AND THE COMPANY ➤ —

(I) AS AT THE END OF THE FINANCIAL YEAR

- (a) Before the financial statements of the Group and of the Company were prepared, the Directors took reasonable steps:
 - (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and had satisfied themselves that there are no known bad debts to be written off and that adequate provision had been made for doubtful debts; and
 - (ii) to ensure that any current assets other than debts, which were unlikely to realise their book values in the ordinary course of business had been written down to their estimated realisable values.
- (b) In the opinion of the Directors, the results of the operations of the Group and of the Company during the financial year have not been substantially affected by any item, transaction or event of a material and unusual nature.

(II) FROM THE END OF THE FINANCIAL YEAR TO THE DATE OF THIS REPORT

- (c) The Directors are not aware of any circumstances:
 - (i) which would necessitate the writing off of bad debts or render the amount of the provision for doubtful debts in the financial statements of the Group and of the Company inadequate to any material extent;
 - (ii) which would render the values attributed to current assets in the financial statements of the Group and of the Company misleading; and
 - (iii) which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (d) In the opinion of the Directors:
 - (i) there has not arisen any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made; and
 - (ii) no contingent or other liability has become enforceable, or is likely to become enforceable, within the period of twelve (12) months after the end of the financial year which would or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due.

(III) AS AT THE DATE OF THIS REPORT

- (e) There are no charges on the assets of the Group and of the Company which have arisen since the end of the financial year to secure the liabilities of any other person.
- (f) There are no contingent liabilities of the Group and of the Company which have arisen since the end of the financial year.
- (g) The Directors are not aware of any circumstances not otherwise dealt with in this report or the financial statements which would render any amount stated in the financial statements of the Group and of the Company misleading.

DIRECTORS' REPORT (cont'd)

SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR ➤

- (a) On 9 September 2024, the Company undertook a renounceable RI exercise of up to 147,317,119 new ordinary shares ("rights share") at an issue price of RM0.18 per rights share, on the basis of three (3) rights shares for every five (5) existing shares held in the Company.
- (b) On 30 October 2024, the Group had completed the acquisition of 2,049,402 ordinary shares, representing 100% of the equity interest in Unigenius Holding Sdn. Bhd. with a purchase consideration of RM33,000,000 satisfied via a combination of cash of RM18,000,000 and the balance of RM15,000,000 via issuance of Redeemable Preference Shares ("RPS") at an issue price of RM1 per RPS.

AUDITORS ➤

The auditors, BDO PLT (201906000013 (LLP0018825-LCA) & AF 0206), have expressed their willingness to continue in office.

Auditors' remuneration of the Group and the Company for the financial year ended 30 June 2025 were as follows:

	Group RM	Company RM
Statutory audit	219,300	37,800
Other services	4,500	4,500
	<u>223,800</u>	<u>42,300</u>

Signed on behalf of the Board in accordance with a resolution of the Directors.

Ooi Chin Soon
Director

Penang
29 September 2025

Tan Hing Ming @ Chin Hing Ming
Director

STATEMENT BY DIRECTORS

In the opinion of the Directors, the financial statements set out on pages 88 to 143 have been drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the provisions of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 30 June 2025 and of the financial performance and cash flows of the Group and of the Company for the financial year then ended.

On behalf of the Board,

Ooi Chin Soon
Director

Penang
29 September 2025

Tan Hing Ming @ Chin Hing Ming
Director

STATUTORY DECLARATION

I, Teoh Hee Hua (CA 20545), being the officer primarily responsible for the financial management of CWG Holdings Berhad, do solemnly and sincerely declare that the financial statements set out on pages 88 to 143 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly
declared by the abovenamed at
Georgetown in the State of
Penang this 29 September 2025

Teoh Hee Hua
Group Financial Controller

Before me,
Kevin A/L M Anthony Dass
No. PJS : P210
Commissioner for Oaths

INDEPENDENT AUDITORS' REPORT

To The Members Of CWG Holdings Berhad
(Registration No. 201601035444 (1206385-W))
(Incorporated in Malaysia)

Report on the Audit of the Financial Statements ➤

Opinion

We have audited the financial statements of CWG Holdings Berhad, which comprise the statements of financial position as at 30 June 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 88 to 143.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 30 June 2025, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards ('MFRSs'), 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 ('ISAs'). 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'), 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 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.

Key Audit Matters of the Group

1. Valuation of inventories

Inventories of stationery and printed materials of the Group amounted to RM39,768,131 as disclosed in Note 10 to the financial statements are significant and may be exposed to slow moving or obsolescence risk.

We determined this to be a key audit matter because there is inherent subjectivity and estimation involved in determining the adequacy of allowance for inventory obsolescence and in assessing the net realisable value of inventories requiring write down.

INDEPENDENT AUDITORS' REPORT (cont'd)

To The Members Of CWG Holdings Berhad (cont'd)
(Registration No. 201601035444 (1206385-W))
(Incorporated in Malaysia)

Report on the Audit of the Financial Statements (cont'd) ➤

Key Audit Matters (cont'd)

Key Audit Matters of the Group (cont'd)

1. Valuation of inventories (cont'd)

Audit response

Our audit procedures included the following:

- (i) Tested the accuracy of the inventories ageing report provided by the management;
- (ii) Inspected sales invoices issued subsequent to the end of reporting period to determine the net realisable value of inventories;
and
- (iii) Assessed the reasonableness and adequacy of the allowance for inventory obsolescence recognised in the financial statements.

2. Revenue recognition for property development

Revenue from property development during the financial year amounted to RM21,584,964 as disclosed in Note 22 to the financial statements.

We determined this to be a key audit matter because it requires management to exercise significant judgements in determining the satisfaction of performance obligations as stated in the contracts with customers, transaction price allocations and costs in applying the input method to recognise revenue over time.

The Group also estimates total contract costs in applying the input method to recognise revenue over time. In estimating the total costs to complete, the Group considers the completeness and accuracy of its costs estimation, including its obligations to contract variations, claims and cost contingencies.

Audit response

Our audit procedures included the following:

- (i) Reviewed contracts with customers to identify distinct and material performance obligations, and compared our findings to the findings of the Group;
- (ii) Evaluated estimated total costs to complete through inquiries with operational and financial personnel of the Group;
- (iii) Inspected documentation to support cost estimates made including contract variations and cost contingencies;
- (iv) Compared contract budgets to actual outcomes to assess reliability of management budgeting process and controls; and
- (v) Recomputed the results of the input method determined by management for revenue recognition based on verified actual costs incurred to-date and budgeted costs.

INDEPENDENT AUDITORS' REPORT (cont'd)

To The Members Of CWG Holdings Berhad (cont'd)
(Registration No. 201601035444 (1206385-W))
(Incorporated in Malaysia)

Report on the Audit of the Financial Statements (cont'd) ➤

Key Audit Matters (cont'd)

Key Audit Matters of the Group (cont'd)

3. *Determination of fair value of identifiable assets acquired and liabilities assumed on the acquisition of Unigenius Holding Sdn. Bhd. ("UHSB") and its subsidiaries and the impairment assessment of the resultant goodwill*

As disclosed in Note 8(c) to the financial statements, the Group acquired UHSB in October 2024 for a purchase consideration of RM33,000,000. As part of the purchase price allocation ("PPA") exercise performed by management's external expert, this amount has been allocated to the fair value of identifiable assets acquired and liabilities assumed, resulting in the recognition of customer relationships of RM6,585,000 and goodwill on consolidation of RM20,772,128.

We determined the fair value of the identifiable assets acquired and liabilities assumed, including the intangible assets identified on the business combination to be a key audit matter as the purchase price allocation exercise requires significant judgement, estimations and assumptions applied by management.

Audit response

Our audit procedures included the following:

- (i) Evaluated the appropriateness of the Group's assessment on the fair value of identifiable assets and liabilities with the involvement of management's external expert;
- (ii) Assessed the independence, objectivity and competence of management's external expert by considering their professional background, reputation and experience in a similar industry;
- (iii) With the assistance of our auditor's expert, assessed the appropriateness of the methodology and key assumptions adopted by management and comparing these assumptions to economic and industry forecasts;
- (iv) Assessed the reasonableness of the key assumptions applied in the value-in-use calculations through discussions with management to understand and evaluate their basis in determining the key assumptions and compared them to available external market information;
- (v) Assessed the reasonableness of the pre-tax discount rate applied by management for the cash generating unit by comparing the discount rates used to entities with similar risk profiles and relevant market information and other risk factors;
- (vi) Performed sensitivity analysis of our own to stress test the key assumptions in the impairment model; and
- (vii) Assessed the adequacy of the disclosures in respect of the acquisition in the Group's financial statements.

We have determined that there are no other key audit matters to communicate in our report in respect of the audit of the financial statements of the Company.

INDEPENDENT AUDITORS' REPORT (cont'd)

To The Members Of CWG Holdings Berhad (cont'd)
(Registration No. 201601035444 (1206385-W))
(Incorporated in Malaysia)

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 or 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 financial statements of the Group and of the Company that give a true and fair view in accordance with MFRSs, 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 ability of the Group and of the Company 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 ISAs 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 ISAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- (a) 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.
- (b) Obtain an understanding of internal controls 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 internal control of the Group and of the Company.
- (c) Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.

INDEPENDENT AUDITORS' REPORT (cont'd)

To The Members Of CWG Holdings Berhad (cont'd)
(Registration No. 201601035444 (1206385-W))
(Incorporated in Malaysia)

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

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

- (d) 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 ability of the Group and of the Company 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.
- (e) 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.
- (f) 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 financial statements of the Group. 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 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.

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.

BDO PLT
201906000013 (LLP0018825-LCA) & AF 0206
Chartered Accountants

Penang
29 September 2025

Koo Swee Lin
03281/08/2026 J
Chartered Accountant

STATEMENTS OF FINANCIAL POSITION

As At 30 June 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
ASSETS					
Non-current assets					
Property, plant and equipment	5	23,812,550	25,039,863	0	0
Right-of-use assets	6	20,648,612	9,543,805	0	0
Intangible asset	7	6,146,000	0	0	0
Investments in subsidiaries	8	0	0	98,651,142	65,651,142
Goodwill on consolidation	9	20,772,128	0	0	0
		71,379,290	34,583,668	98,651,142	65,651,142
Current assets					
Inventories	10	65,363,433	68,237,533	0	0
Trade and other receivables	11	26,734,281	13,700,969	14,601,344	21,935,875
Current tax assets		912,492	692,228	214,802	144,938
Cash and cash equivalents	12	24,869,783	15,737,759	10,798,209	8,690,977
		117,879,989	98,368,489	25,614,355	30,771,790
TOTAL ASSETS		189,259,279	132,952,157	124,265,497	96,422,932
EQUITY AND LIABILITIES					
Equity attributable to owners of the parent					
Share capital	13(a)	96,031,034	78,351,260	96,031,034	78,351,260
Treasury shares	13(b)	(141,495)	(141,495)	(141,495)	(141,495)
Reserves	14	30,648,152	24,326,187	17,278,339	18,085,419
TOTAL EQUITY		126,537,691	102,535,952	113,167,878	96,295,184
LIABILITIES					
Non-current liabilities					
Borrowings	15	5,952,652	551,924	0	0
Lease liabilities	6	1,571,300	1,125,118	0	0
Redeemable preference shares	16	10,762,735	0	10,762,735	0
Retirement benefit obligations	17	440,891	702,784	0	0
Deferred tax liabilities	18	3,578,707	1,451,581	0	0
		22,306,285	3,831,407	10,762,735	0
Current liabilities					
Trade and other payables	19	21,910,130	16,350,136	205,001	126,610
Contract liabilities	20	2,992,931	1,967,662	0	0
Borrowings	15	11,925,865	6,810,518	129,883	1,138
Lease liabilities	6	2,284,342	1,424,920	0	0
Retirement benefit obligations	17	191,448	19,614	0	0
Current tax liabilities		1,110,587	11,948	0	0
		40,415,303	26,584,798	334,884	127,748
TOTAL LIABILITIES		62,721,588	30,416,205	11,097,619	127,748
TOTAL EQUITY AND LIABILITIES		189,259,279	132,952,157	124,265,497	96,422,932

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

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For The Financial Year Ended 30 June 2025

	Note	Group		Company	
		2025 RM	2024 RM	2025 RM	2024 RM
Revenue	22	108,553,352	65,003,306	161,223	156,315
Cost of sales	23	(81,044,348)	(54,188,359)	0	0
Gross profit		27,509,004	10,814,947	161,223	156,315
Other operating income		1,209,807	860,478	1,088,690	1,253,274
Selling and distribution costs		(5,277,489)	(4,089,271)	0	0
Administrative and general expenses		(13,343,621)	(8,996,195)	(1,671,802)	(1,732,455)
Impairment losses on trade receivables	11(f)	(242,722)	(713,699)	0	0
Reversal of impairment losses on trade receivables	11(f)	448,830	215,027	0	0
Finance costs	24	(1,478,145)	(436,322)	(378,055)	0
Profit/(Loss) before tax		8,825,664	(2,345,035)	(799,944)	(322,866)
Taxation	25	(2,503,699)	523,398	(7,136)	(55,908)
Profit/(Loss) for the financial year		6,321,965	(1,821,637)	(807,080)	(378,774)
Other comprehensive income					
Items that will not be reclassified subsequently to profit or loss:					
- remeasurements of defined benefit obligations	17(c)	0	180,107	0	0
- deferred tax effects thereof	18(a)	0	(43,000)	0	0
Total comprehensive income/(loss), net of tax		6,321,965	(1,684,530)	(807,080)	(378,774)
Profit/(Loss) attributable to owners of the parent		6,321,965	(1,821,637)	(807,080)	(378,774)
Total comprehensive income/(loss) attributable to owners of the parent		6,321,965	(1,684,530)	(807,080)	(378,774)
Earnings/(Loss) per ordinary share attributable to owners of the parent (sen):					
Basic	26(a)	2.59	(1.12)		
Diluted	26(b)	2.59	(1.12)		

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For The Financial Year Ended 30 June 2025

Group	Note	Share capital RM	Treasury shares RM	Capital reserve RM	Retained earnings RM	Total equity RM
Balance as at 1 July 2023		78,351,260	(484,959)	164,037	26,629,152	104,659,490
Loss for the financial year		0	0	0	(1,821,637)	(1,821,637)
Other comprehensive loss:						
- remeasurements of defined benefit obligations		0	0	0	180,107	180,107
- deferred tax effects thereof		0	0	0	(43,000)	(43,000)
Total comprehensive loss		0	0	0	(1,684,530)	(1,684,530)
Transactions with owners						
Dividend paid	27	0	0	0	(813,008)	(813,008)
Resale of treasury shares	13(b)	0	343,464	0	30,536	374,000
Total transactions with owners		0	343,464	0	(782,472)	(439,008)
Balance as at 30 June 2024		78,351,260	(141,495)	164,037	24,162,150	102,535,952
Balance as at 1 July 2024		78,351,260	(141,495)	164,037	24,162,150	102,535,952
Profit for the financial year		0	0	0	6,321,965	6,321,965
Other comprehensive income, net of tax		0	0	0	0	0
Total comprehensive income		0	0	0	6,321,965	6,321,965
Transactions with owners						
Issuance of shares pursuant to rights issue	13(a)	17,679,774	0	0	0	17,679,774
Balance as at 30 June 2025		96,031,034	(141,495)	164,037	30,484,115	126,537,691

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

STATEMENT OF CHANGES IN EQUITY

For The Financial Year Ended 30 June 2025

Company	Note	Share capital RM	Treasury shares RM	Capital reserve RM	Retained earnings RM	Total equity RM
Balance as at 1 July 2023, as previously reported		78,351,260	(484,959)	10,151,142	9,122,779	97,140,222
Adjustment due to modified retrospective application of MFRS 9 (financial guarantee contracts)	15(c)	0	0	0	(27,256)	(27,256)
Balance as at 1 July 2023, as restated		78,351,260	(484,959)	10,151,142	9,095,523	97,112,966
Loss for the financial year		0	0	0	(378,774)	(378,774)
Other comprehensive income, net of tax		0	0	0	0	0
Total comprehensive loss		0	0	0	(378,774)	(378,774)
Transaction with owners						
Dividend paid	27	0	0	0	(813,008)	(813,008)
Resale of treasury shares	13(b)	0	343,464	0	30,536	374,000
Total transactions with owners		0	343,464	0	(782,472)	(439,008)
Balance as at 30 June 2024		78,351,260	(141,495)	10,151,142	7,934,277	96,295,184
Balance as at 1 July 2024		78,351,260	(141,495)	10,151,142	7,934,277	96,295,184
Loss for the financial year		0	0	0	(807,080)	(807,080)
Other comprehensive income, net of tax		0	0	0	0	0
Total comprehensive loss		0	0	0	(807,080)	(807,080)
Transaction with owners						
Issuance of shares pursuant to rights issue	13(a)	17,679,774	0	0	0	17,679,774
Balance as at 30 June 2025		96,031,034	(141,495)	10,151,142	7,127,197	113,167,878

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

STATEMENTS OF CASH FLOWS

For The Financial Year Ended 30 June 2025

		Group		Company	
		2025	2024	2025	2024
	Note	RM	RM	RM	RM
CASH FLOWS FROM OPERATING ACTIVITIES					
Profit/(Loss) before tax		8,825,664	(2,345,035)	(799,944)	(322,866)
Adjustments for:					
Amortisation of intangible asset	7	439,000	0	0	0
Depreciation of property, plant and equipment	5	2,182,158	2,095,351	0	0
Depreciation of right-of-use assets	6	1,886,050	1,015,762	0	0
Loss on disposal of property, plant and equipment		6,319	32,256	0	0
Property, plant and equipment written off	5	395,542	0	0	0
Fair value adjustment on financial guarantee contract	15(c)	0	0	128,745	(26,118)
Gain on lease termination		(333)	0	0	0
Impairment losses on:					
- trade receivables	11(f)	242,722	713,699	0	0
- goodwill	9	0	68,300	0	0
Interest expense	24	1,478,145	436,322	378,055	0
Interest income		(72,364)	(58,802)	(761,294)	(950,262)
Reversal of inventories written down	10(a)	(297,133)	(107,060)	0	0
Provision for retirement benefits	17(c)	71,521	77,095	0	0
Reversal of impairment losses on trade receivables	11(f)	(448,830)	(215,027)	0	0
Unrealised loss/(gain) on foreign exchange		246,847	(41,233)	0	0
Operating profit/(loss) before changes in working capital		14,955,308	1,671,628	(1,054,438)	(1,299,246)
Changes in working capital:					
Inventories		6,718,963	(13,167,475)	0	0
Trade and other receivables		(6,710,524)	2,776,509	3,300,856	(3,302,514)
Trade and other payables		(3,829,564)	8,972,210	78,391	(99,524)
Contract liabilities		1,025,269	782,933	0	0
Retirement benefits paid	17(b)	(161,580)	(131,008)	0	0
Cash generated from/(used in) operations		11,997,872	904,797	2,324,809	(4,701,284)
Tax paid		(3,240,270)	(1,278,630)	(77,000)	(95,446)
Tax refunded		185,850	519,990	0	0
Net cash from/(used in) operating activities		8,943,452	146,157	2,247,809	(4,796,730)
CASH FLOWS FROM INVESTING ACTIVITIES					
Redemption of redeemable preference shares	16(a)	(4,615,320)	0	(4,615,320)	0
Repayment from subsidiaries		0	0	22,012,175	22,256,000
Advance to subsidiaries		0	0	(17,978,500)	(19,959,400)
Acquisition of subsidiaries, net of cash acquired	8(c)	(13,764,704)	(100,000)	(18,000,000)	0
Interest received		72,364	58,802	761,294	10,695
Withdrawal/(Placement) of deposits with maturity period more than three (3) months		228,730	(80,000)	0	0
Purchase of:					
- property, plant and equipment	5	(992,945)	(676,712)	0	0
- right-of-use assets	6(d)	(429,800)	(772,438)	0	0
Proceeds from disposal of property, plant and equipment		23,879	30,600	0	0
Net cash (used in)/from investing activities		(19,477,796)	(1,539,748)	(17,820,351)	2,307,295

STATEMENTS OF CASH FLOWS (cont'd)

For The Financial Year Ended 30 June 2025

		Group		Company	
		2025	2024	2025	2024
	Note	RM	RM	RM	RM
CASH FLOWS FROM FINANCING ACTIVITIES					
Dividend paid	27	0	(813,008)	0	(813,008)
Interest paid		(278,285)	(74,743)	0	0
Proceeds from disposal of treasury shares	13(b)	0	374,000	0	374,000
Proceeds from issuance of rights issue	13(a)	17,679,774	0	17,679,774	0
Net decrease in bankers' acceptances		(1,662,938)	(4,039,747)	0	0
Net (decrease)/increase in revolving credit		(28,838)	495,693	0	0
Net increase in trust receipt		645,023	0	0	0
Drawdown of term loans		7,000,000	0	0	0
Repayments of term loans		(3,895,021)	(417,343)	0	0
Payment of lease liabilities	6	(2,367,149)	(1,589,573)	0	0
Net cash from/(used) in financing activities		17,092,566	(6,064,721)	17,679,774	(439,008)
Net increase/(decrease) in cash and cash equivalents		6,558,222	(7,458,312)	2,107,232	(2,928,443)
Effects of exchange rate changes on cash and cash equivalents		(32,729)	8,413	0	0
Cash and cash equivalents at beginning of financial year		13,712,600	21,162,499	8,690,977	11,619,420
Cash and cash equivalents at end of financial year	12(e)	20,238,093	13,712,600	10,798,209	8,690,977

STATEMENTS OF CASH FLOWS (cont'd)

For The Financial Year Ended 30 June 2025

RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

Group	Lease liabilities Note 6 RM	Bankers' acceptances RM	Revolving credit Note 15 RM	Trust receipt RM	Term loans RM
Balance as at 1 July 2023	1,111,102	7,896,312	0	0	1,234,855
Cash flows	(1,589,573)	(4,039,747)	495,693	0	(417,343)
Non-cash flows:					
- additions of lease liabilities	2,922,630	0	0	0	0
- effects on lease termination	(8,187)	0	0	0	0
- unwinding of interest	114,066	190,349	7,344	0	49,820
Balance as at 30 June 2024	2,550,038	4,046,914	503,037	0	867,332
Balance as at 1 July 2024	2,550,038	4,046,914	503,037	0	867,332
Cash flows	(2,367,149)	(1,662,938)	(28,838)	645,023	3,104,979
Non-cash flows:					
- additions of lease liabilities	2,013,744	0	0	0	0
- effects on lease termination	(29,560)	0	0	0	0
- unwinding of interest	180,464	200,195	29,282	3,570	408,293
- acquisition of subsidiaries	1,508,105	1,320,000	0	0	3,812,759
Balance as at 30 June 2025	3,855,642	3,904,171	503,481	648,593	8,193,363

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

NOTES TO THE FINANCIAL STATEMENTS

30 June 2025

1. CORPORATE INFORMATION ➤

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

The registered office and principal place of business of the Company are located at 6428, Lorong Mak Mandin 3, Mak Mandin Industrial Estate, 13400 Butterworth, Penang.

The consolidated financial statements for the financial year ended 30 June 2025 comprise the financial statements of the Company and its subsidiaries. These financial statements are presented in Ringgit Malaysia ("RM"), which is also the functional currency of the Company.

The financial statements were authorised for issue in accordance with a resolution by the Board of Directors on 29 September 2025.

2. PRINCIPAL ACTIVITIES ➤

The principal activity of the Company is investment holding. The principal activities of the subsidiaries are mainly investment holding, manufacturing and sales of stationery and printed materials, property development, printer's agent, retailer in printed materials and papers and printing and other related services. Further details of the subsidiaries are set out in Note 8 to the financial statements.

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

3. BASIS OF PREPARATION ➤

The financial statements of the Group and of the Company have been prepared in accordance with Malaysian Financial Reporting Standards ('MFRSs'), IFRS Accounting Standards and the provisions of the Companies Act 2016 in Malaysia.

The accounting policies adopted are consistent with those of the previous financial year except for the effects of adoption of new MFRSs and Amendments to MFRSs during the financial year. The new MFRSs and Amendments to MFRSs adopted during the financial year are disclosed in Note 32.1 to the financial statements.

The financial statements of the Group and of the Company have been prepared under the historical cost convention except as otherwise stated in financial statements.

4. OPERATING SEGMENTS ➤

For management purpose, the Group is organised into business units based on their products and services, and has arrived three (3) reportable segments as follows:

- (i) manufacture and sale of stationery and printed materials;
- (ii) investment holding; and
- (iii) property development.

The Group evaluates performance on the basis of profit or loss from operations before tax not including non-recurring losses.

Inter-segment revenue is priced along the same lines as sales to external customers and is eliminated in the consolidated financial statements. These policies have been applied consistently throughout the financial years.

Segment assets exclude cash and cash equivalents and tax assets. Segment liabilities exclude tax liabilities and retirement benefit obligations. Even though borrowings arise from financing activities, they are allocated to the segments based on relevant factors (e.g. funding requirements).

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

4. OPERATING SEGMENTS (cont'd) ➤

(a) Business segments

2025	Manufacture and sale of stationery and printed materials RM	Investment holding RM	Property development RM	Total RM
Total revenue	86,968,388	161,223	21,584,964	108,714,575
Inter-segment revenue	0	(161,223)	0	(161,223)
Revenue from external customers	86,968,388	0	21,584,964	108,553,352
Interest income	52,434	16,717	3,213	72,364
Finance costs	(1,100,090)	(378,055)	0	(1,478,145)
Net finance (costs)/income	(1,047,656)	(361,338)	3,213	(1,405,781)
Segment profit/(loss) before tax	3,294,855	(2,016,000)	7,546,809	8,825,664
Other material non-cash items:				
Amortisation of intangible asset	439,000	0	0	439,000
Depreciation of property, plant and equipment	2,182,158	0	0	2,182,158
Depreciation of right-of-use assets	1,886,050	0	0	1,886,050
Reversal of inventories written down	(297,133)	0	0	(297,133)
Impairment losses on trade receivables	242,722	0	0	242,722
Property, plant and equipment written off	395,542	0	0	395,542
Reversal of impairment losses on trade receivables	(448,830)	0	0	(448,830)
Unrealised loss on foreign exchange	246,847	0	0	246,847
Additions to non-current assets other than financial instruments	3,436,489	0	0	3,436,489
Segment assets	102,424,074	29,915,128	31,137,802	163,477,004
Cash and cash equivalents				24,869,783
Current tax assets				912,492
				189,259,279
Segment liabilities	28,567,144	10,967,737	17,865,074	57,399,955
Retirement benefits obligations				632,339
Deferred tax liabilities				3,578,707
Current tax liabilities				1,110,587
				62,721,588

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

4. OPERATING SEGMENTS (cont'd) ➤

(a) Business segments (cont'd)

2024	Manufacture and sale of stationery and printed materials RM	Investment holding RM	Property development RM	Total RM
Total revenue	65,003,306	156,315	0	65,159,621
Inter-segment revenue	0	(156,315)	0	(156,315)
Revenue from external customers	65,003,306	0	0	65,003,306
Interest income	48,103	10,695	4	58,802
Finance costs	(436,322)	0	0	(436,322)
Net finance (costs)/income	(388,219)	10,695	4	(377,520)
Segment loss before tax	(687,420)	(1,444,865)	(212,750)	(2,345,035)
Other material non-cash items:				
Depreciation of property, plant and equipment	2,095,351	0	0	2,095,351
Depreciation of right-of-use assets	1,015,762	0	0	1,015,762
Reversal of inventories written down	(107,060)	0	0	(107,060)
Impairment losses on trade receivables	713,699	0	0	713,699
Reversal of impairment losses on trade receivables	(215,027)	0	0	(215,027)
Unrealised gain on foreign exchange	(41,233)	0	0	(41,233)
Additions to non-current assets other than financial instruments	4,371,780	0	0	4,371,780
Segment assets	92,652,427	3,321,000	20,548,743	116,522,170
Cash and cash equivalents				15,737,759
Current tax assets				692,228
				132,952,157
Segment liabilities	16,813,991	126,610	11,289,677	28,230,278
Retirement benefits obligations				722,398
Deferred tax liabilities				1,451,581
Current tax liabilities				11,948
				30,416,205

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

4. OPERATING SEGMENTS (cont'd) ➤

(b) Geographical information

The manufacturing facilities and sales offices of the Group are primarily based in Malaysia.

In presenting information on the basis of geographical areas, segment revenue is based on the geographical location from which the sale transactions originated.

All the assets and liabilities of the Group are derived from Malaysia. Hence, no additional disclosure is made on geographical breakdown/details of the segment assets of the Group.

Revenue information based on the geographical location of customers is as follows:

	2025 RM	2024 RM
Malaysia	60,585,261	20,770,083
Other Asian countries	27,401,326	28,042,831
Europe	9,116,658	7,516,666
Oceania	6,492,085	5,140,358
America	4,918,788	3,096,097
Africa	39,234	437,271
	<u>108,553,352</u>	<u>65,003,306</u>

(c) Major customer

The following is the major customer with revenue equal or more than ten percent (10%) of revenue of the Group:

	2025 RM	2024 RM
Customer A	<u>14,298,483</u>	<u>*</u>

* less than 10%

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

5. PROPERTY, PLANT AND EQUIPMENT ➤

Group	Balance as at 01.07.2024 RM	Additions RM	Acquisition of subsidiaries (Note 8(c)) RM	Disposals RM	Written off RM	Depreciation charge for the financial year RM	Reclassification from right-of-use assets (Note 6) RM	Balance as at 30.06.2025 RM
Carrying amount								
Freehold land	830,000	0	0	0	0	0	0	830,000
Buildings	11,180,984	267,548	0	0	0	(789,530)	0	10,659,002
Machinery and equipment	12,277,323	708,277	59,611	(30,191)	(56)	(1,208,530)	0	11,806,434
Office equipment, furniture and fixtures	237,380	17,120	272,835	(7)	0	(119,545)	0	407,783
Motor vehicles	118,690	0	24,533	0	0	(63,562)	27,658	107,319
Renovation	0	0	3,003	0	0	(991)	0	2,012
Capital work-in-progress	395,486	0	0	0	(395,486)	0	0	0
	25,039,863	992,945	359,982	(30,198)	(395,542)	(2,182,158)	27,658	23,812,550

----- Balance as at 30.06.2025 -----

	Cost RM	Accumulated depreciation RM	Carrying amount RM
Freehold land	830,000	0	830,000
Buildings	19,603,540	(8,944,538)	10,659,002
Machinery and equipment	59,233,845	(47,427,411)	11,806,434
Office equipment, furniture and fixtures	3,034,904	(2,627,121)	407,783
Motor vehicles	2,042,462	(1,935,143)	107,319
Renovation	137,138	(135,126)	2,012
	84,881,889	(61,069,339)	23,812,550

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

5. PROPERTY, PLANT AND EQUIPMENT (cont'd) >

Group	Balance as at 01.07.2023 RM	Additions RM	Disposals RM	Depreciation charge for the financial year RM	Balance as at 30.06.2024 RM
Carrying amount					
Freehold land	830,000	0	0	0	830,000
Buildings	11,705,323	262,007	0	(786,346)	11,180,984
Machinery and equipment	13,219,507	309,308	(62,013)	(1,189,479)	12,277,323
Office equipment, furniture and fixtures	330,289	6,250	(843)	(98,316)	237,380
Motor vehicles	40,753	99,147	0	(21,210)	118,690
Capital work-in-progress	395,486	0	0	0	395,486
	<u>26,521,358</u>	<u>676,712</u>	<u>(62,856)</u>	<u>(2,095,351)</u>	<u>25,039,863</u>

----- Balance as at 30.06.2024 -----

	Cost RM	Accumulated depreciation RM	Carrying amount RM
Freehold land	830,000	0	830,000
Buildings	19,335,992	(8,155,008)	11,180,984
Machinery and equipment	56,615,077	(44,337,754)	12,277,323
Office equipment, furniture and fixtures	2,308,620	(2,071,240)	237,380
Motor vehicles	1,564,081	(1,445,391)	118,690
Capital work-in-progress	395,486	0	395,486
	<u>81,049,256</u>	<u>(56,009,393)</u>	<u>25,039,863</u>

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

5. PROPERTY, PLANT AND EQUIPMENT (cont'd) >

- (a) All items of property, plant and equipment are initially measured at cost. After initial recognition, property, plant and equipment except for freehold land are stated at cost less accumulated depreciation and any accumulated impairment losses.

Depreciation is calculated to write down the cost of the assets to their residual values on a straight line basis over their estimated useful lives. The principal annual depreciation rates are as follows:

Buildings	2 - 3.8%
Machinery and equipment	5 - 25%
Office equipment, furniture and fixtures	10 - 20%
Motor vehicles	20%
Renovation	10%

Freehold land has an unlimited useful life and is not depreciated.

Capital work-in-progress represents office equipment in progress and is not depreciated until such time when the asset is available for use.

- (b) The carrying amounts of the property, plant and equipment charged to banks for borrowings as disclosed in Note 15 to the financial statements are as follows:

	Group	
	2025	2024
	RM	RM
Building	2,694,399	2,855,975
Machinery and equipment	1,491,161	1,580,186
	<u>4,185,560</u>	<u>4,436,161</u>

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

6. LEASES ➤

The Group as lessee

Right-of-use assets

	Balance as at 01.07.2024	Acquisition of subsidiaries (Note 8(c))	Additions	Depreciation	Effects on lease termination	Reclassification to property, plant and equipment (Note 5)	Balance as at 30.06.2025
Carrying amount	RM	RM	RM	RM	RM	RM	RM
Leasehold land and buildings	5,159,394	8,100,424	0	(286,469)	0	0	12,973,349
Machinery and equipment	3,849,661	1,253,267	2,189,800	(725,602)	0	0	6,567,126
Motor vehicles	0	645,922	0	(169,084)	0	(27,658)	449,180
Rented properties	534,750	604,585	253,744	(704,895)	(29,227)	0	658,957
	9,543,805	10,604,198	2,443,544	(1,886,050)	(29,227)	(27,658)	20,648,612

	Balance as at 01.07.2023	Additions	Depreciation	Effects on lease termination	Balance as at 30.06.2024
Carrying amount	RM	RM	RM	RM	RM
Leasehold land		5,400,841	0	(241,447)	5,159,394
Machinery and equipment		1,234,318	2,772,438	(157,095)	3,849,661
Rented properties		237,527	922,630	(617,220)	534,750
		6,872,686	3,695,068	(1,015,762)	9,543,805

Lease liabilities

	Balance as at 01.07.2024	Acquisition of subsidiaries (Note 8(c))	Additions	Lease payments	Effects on lease termination	Interest expense	Balance as at 30.06.2025
Carrying amount	RM	RM	RM	RM	RM	RM	RM
Machinery and equipment	2,012,725	465,270	1,760,000	(1,484,882)	0	130,872	2,883,985
Motor vehicles	0	428,526	0	(142,527)	0	10,295	296,294
Rented properties	537,313	614,309	253,744	(739,740)	(29,560)	39,297	675,363
	2,550,038	1,508,105	2,013,744	(2,367,149)	(29,560)	180,464	3,855,642

	Balance as at 01.07.2023	Additions	Lease payments	Effects on lease termination	Interest expense	Balance as at 30.06.2024
Carrying amount	RM	RM	RM	RM	RM	RM
Machinery and equipment	871,785	2,000,000	(954,504)	0	95,444	2,012,725
Rented properties	239,317	922,630	(635,069)	(8,187)	18,622	537,313
	1,111,102	2,922,630	(1,589,573)	(8,187)	114,066	2,550,038

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

6. LEASES (cont'd) ➤

The Group as lessee (cont'd)

Lease liabilities (cont'd)

	Group	
	2025	2024
	RM	RM
Represented by:		
Current liabilities	2,284,342	1,424,920
Non-current liabilities	1,571,300	1,125,118
	<u>3,855,642</u>	<u>2,550,038</u>
Lease liabilities owing to financial institutions	139,146	0
Lease liabilities owing to non-financial institutions	3,716,496	2,550,038
	<u>3,855,642</u>	<u>2,550,038</u>

- (a) The right-of-use assets are initially measured at cost, which comprise the initial amount of the lease liabilities adjusted for any lease payments made at or before the commencement date of the leases.

After initial recognition, right-of-use assets are stated at cost less accumulated depreciation and any accumulated impairment losses, and adjusted for any re-measurement of the lease liabilities.

- (b) The right-of-use assets are depreciated on the straight line basis 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. The principal annual depreciation periods and rates are as follows:

Leasehold land and buildings	24 - 92 years
Machinery and equipment	5% - 20%
Motor vehicles	20%
Rented properties	1 - 2 years

- (c) Included in right-of-use assets of the Group, a leasehold land and properties with a carrying amount of RM7,160,576 (2024: RM2,125,376) is charged to a bank for borrowing as disclosed in Note 15 to the financial statements.

- (d) During the financial year, the Group made the following cash payments to purchase right-of-use assets:

	Group	
	2025	2024
	RM	RM
Addition of right-of-use assets	2,443,544	3,695,068
Financed by lease liabilities	(2,013,744)	(2,922,630)
Cash payments on purchase of right-of-use assets	<u>429,800</u>	<u>772,438</u>

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

6. LEASES (cont'd) ➤

The Group as lessee (cont'd)

- (e) The Group has certain leases of rented properties with lease terms of twelve (12) months or less and low-value asset of RM20,000 and below. The Group applies the 'short-term lease' and 'low-value asset' exemptions for these leases.
- (f) The following are the amounts recognised in profit or loss:

	Group	
	2025	2024
	RM	RM
Depreciation charge of right-of-use assets (included in cost of sales)	1,576,798	957,932
Depreciation charge of right-of-use assets (included in administrative and general expenses)	309,252	57,830
Interest expense on lease liabilities (included in finance costs)	180,464	114,066
Expense relating to short-term leases (included in administrative and general expenses)	111,746	218,200
Expense relating to low-value assets (included in administrative and general expenses)	4,488	4,488
Gain on lease termination (included in other operating income)	(333)	0
	<u>2,182,415</u>	<u>1,352,516</u>

- (g) The following are total cash outflows for leases as a lessee:

	Group	
	2025	2024
	RM	RM
Included in net cash from/(used in) operating activities:		
Payment relating to short-term leases and low-value assets	116,234	222,688
Included in net cash (used in)/from investing activities:		
Purchase of right-of-use assets	429,800	772,438
Included in net cash from/(used in) financing activities:		
Payment of lease liabilities	2,367,149	1,589,573
Total cash outflows for leases	<u>2,913,183</u>	<u>2,584,699</u>

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

6. LEASES (cont'd) ➤

The Group as lessee (cont'd)

- (h) The Group leases several lease contracts that include extension and termination options. These are used to maximise operational flexibility in terms of managing the assets used in the Group's operations. Management exercises judgement in determining whether these extension and termination options are reasonably certain to be exercised.

The followings are the undiscounted potential future rental payments that are not included in the lease term:

Group	Within 5 years RM	More than 5 years RM	Total RM
30 June 2025			
Extension options expected not to be exercised	732,168	0	732,168
30 June 2024			
Extension options expected not to be exercised	560,068	0	560,068

- (i) The table below summarises the weighted average incremental borrowing rate as at the end of the reporting date and maturity profile of the lease liabilities of the Group at the end of the reporting period based on contractual undiscounted repayment obligations as follows:

Group	Weighted average incremental borrowing rate per annum %	On demand or within 1 year RM	1 to 5 years RM	Over 5 years RM	Total RM
30 June 2025					
Lease liabilities	1.98 - 5.47	2,459,748	1,685,496	0	4,145,244
30 June 2024					
Lease liabilities	2.90 - 4.75	1,542,464	1,186,568	0	2,729,032

Sensitivity analysis for lease liabilities at the end of the reporting period is not presented as fixed rate instrument is not affected by change in interest rate.

- (j) Certain lease liabilities of the Group are secured by corporate guarantee by the Company.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

7. INTANGIBLE ASSEST >

	Customer relationships RM
Group	
2025	
Cost	
Balance as at 1 July 2023/2024	0
Acquisition of subsidiaries (Note 8(c))	6,585,000
Balance as at 30 June 2025	<u>6,585,000</u>
Accumulated amortisation	
Balance as at 1 July 2023/2024	0
Amortisation charge for the financial year	(439,000)
Balance as at 30 June 2025	<u>(439,000)</u>
Carrying amount	
Balance as at 30 June 2025	<u><u>6,146,000</u></u>

(a) Customer relationships

Customer relationships acquired in a business combination are stated at cost less accumulated amortisation and accumulated impairment losses, if any.

(b) Amortisation is calculated to write off the cost of the assets to its residual value on a straight-line basis over its estimated useful life. The principal amortisation period is as follows:

Customer relationships 10 years

The residual values, useful lives and amortisation methods are reviewed at the end of each reporting period.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

8. INVESTMENTS IN SUBSIDIARIES ➤

	Company	
	2025	2024
	RM	RM
At cost		
Unquoted shares	98,651,142	65,651,142

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

(b) Details of the subsidiaries are as follows:

Name of company	Country of incorporation/ Principal place of business	Effective interest in equity		Principal activities
		2025	2024	
Chee Wah Corporation Berhad ("CWCB")	Malaysia	100%	100%	Investment holding, manufacture and sale of stationery and printed materials
CWG Park Sdn. Bhd. ("CPSB")	Malaysia	100%	100%	Investment holding, property development, and real estate activities
Unigenius Holding Sdn. Bhd. ("UHSB") *	Malaysia	100%	N/A	Investment holding
<u>Subsidiaries of CWCB</u>				
Chee Wah (M) Sdn. Bhd. ("CWMSB")	Malaysia	100%	100%	Investment holding
Camel Paper Products Sdn. Bhd.	Malaysia	100%	100%	Inactive
<u>Subsidiary of CPSB</u>				
SA Marvel Sdn. Bhd. ("SMSB")	Malaysia	100%	100%	Investment holding, real estate activities with own or leased property and other specialised construction activities

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

8. INVESTMENTS IN SUBSIDIARIES (cont'd) ➤

(b) Details of the subsidiaries are as follows (cont'd):

Name of company	Country of incorporation / Principal place of business	Effective interest in equity		Principal activities
		2025	2024	
<u>Subsidiaries of CWMSB</u>				
Campap Marketing Sdn. Bhd.	Malaysia	100%	100%	Sale of stationery
Arto Art Sdn. Bhd.	Malaysia	100%	100%	Inactive
Future Ace E-Commerce Sdn. Bhd.	Malaysia	100%	100%	Inactive
<u>Subsidiaries of UHSB</u>				
Unigenius Print Sdn. Bhd. *	Malaysia	100%	N/A	Printer's agent and retailer in printed materials and papers
Inbox Packaging Sdn. Bhd. *	Malaysia	100%	N/A	Printing and other related services

* Subsidiaries not audited by BDO PLT or BDO member firms

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

8. INVESTMENTS IN SUBSIDIARIES (cont'd) ➤

(c) Acquisition of subsidiaries

During the financial year:

Unigenius Holding Sdn. Bhd. and its subsidiaries

On 30 October 2024, the Group had completed the acquisition of 2,049,402 ordinary shares in UHSB, representing 100% equity interest in UHSB for a purchase consideration of RM33,000,000 satisfied via a combination of cash of RM18,000,000 and the balance of RM15,000,000 via issuance of Redeemable Preference Shares ("RPS") at an issue price of RM1 per RPS.

Fair value of the identifiable total assets and liabilities acquired and the effects on cash flows arising from the acquisition were as follows:

	Note	At date of acquisition RM
Property, plant and equipment	5	359,982
Right-of-use assets	6	10,604,198
Inventories		3,547,730
Trade and other receivables		6,323,182
Cash and cash equivalents		4,386,807
Intangible asset	7	6,585,000
Borrowings		(5,132,759)
Lease liabilities	6	(1,508,105)
Deferred tax liabilities	18(a)	(2,293,368)
Trade and other payables		(9,381,941)
Current tax liabilities		(1,262,854)
Net assets		12,227,872
Purchase consideration settled by ways of:		
- cash and cash equivalents		18,000,000
- issuance of redeemable preference shares	16	15,000,000
Fair value of identifiable net assets		(12,227,872)
Goodwill on consolidation	9	20,772,128

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

8. INVESTMENTS IN SUBSIDIARIES (cont'd) ➤

(c) Acquisition of subsidiaries (cont'd)

During the financial year (cont'd):

Unigenius Holding Sdn. Bhd. and its subsidiaries (cont'd)

The effects of the acquisition on cash outflows of the Group are as follows:

	Group RM
Cash and bank balances of subsidiaries acquired	4,386,807
Less: Fixed deposit pledged to licensed banks	(151,511)
Cash and cash equivalents of subsidiaries acquired	4,235,296
Purchase consideration settled in cash and cash equivalents	(18,000,000)
Net cash outflow on acquisition	(13,764,704)

The revenue and profit after tax of the subsidiary for the financial period recognised since the acquisition date included in the statements of profit or loss and other comprehensive income amounted to RM19,656,320 and RM3,270,135 respectively.

If the acquisition occurred on 1 July 2024, revenue and profit after tax of the Group for the financial year ended 30 June 2025 would be RM118,357,811 and RM5,521,287 respectively.

In the previous financial year:

SA Marvel Sdn. Bhd.

On 17 October 2023, CPSB had completed the acquisition of 100 ordinary shares in SMSB, representing 100% equity interest in SMSB, for a purchase consideration of RM100,000 satisfied via cash.

Fair value of the identifiable total assets and liabilities acquired and the effects on cash flows arising from the acquisition were as follows:

	Note	At date of acquisition RM
Inventories	10	85,418
Other payables		(53,718)
Net assets		31,700
Goodwill on consolidation	9	68,300
Cost of acquisition		100,000
Cash outflows on acquisition:		
Purchase consideration settled in cash and cash equivalents, represents net cash outflow on acquisition		(100,000)

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

8. INVESTMENTS IN SUBSIDIARIES (cont'd) ➤

(c) Acquisition of subsidiaries (cont'd)

In the previous financial year (cont'd):

SA Marvel Sdn. Bhd. (cont'd)

The loss after tax of the subsidiary for the financial period recognised since the acquisition date included in the statements of profit or loss and other comprehensive income amounted to RM323,305.

If the acquisition occurred on 1 July 2023, revenue and loss after tax of the Group for the financial year ended 30 June 2024 would be RM65,003,306 and RM1,776,054 respectively.

On 5 April 2024, CPSB further increased its investment in SMSB from RM100,000 to RM350,000 through the subscription of additional 250,000 ordinary shares for a consideration of RM250,000 by way of capitalisation of the amount owing by the subsidiary.

- (d) In the previous financial year, the Company further increased its investment in CPSB from RM100,000 to RM2,500,000 through the subscriptions of additional 2,400,000 ordinary shares for a consideration of RM2,400,000 by way of capitalisation of the amount owing by a subsidiary.

9. GOODWILL ON CONSOLIDATION ➤

	Group	
	2025	2024
	RM	RM
At cost		
Balance as at 1 July 2024/2023	0	0
Acquisition of subsidiaries (Note 8(c))	20,772,128	68,300
Impairment loss	0	(68,300)
Balance as at 30 June	20,772,128	0

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

9. GOODWILL ON CONSOLIDATION (cont'd) ➤

- (a) Goodwill is initially measured at cost. Subsequent to initial recognition, goodwill is measured at cost less accumulated impairment losses, if any.

The carrying amounts of goodwill on consolidation allocated to the cash-generating unit ("CGU") of the Group are as follows:

	Group	
	2025	2024
	RM	RM
<u>Cost</u>		
Balance as at 1 July 2024/2023		
- SA Marvel Sdn. Bhd.	68,300	68,300
- Unigenius Holding Sdn. Bhd.	20,772,128	0
	20,840,428	68,300
<u>Accumulated impairment loss</u>		
Balance as at 1 July 2024/2023		
- SA Marvel Sdn. Bhd.	68,300	68,300
- Unigenius Holding Sdn. Bhd.	0	0
	68,300	68,300
<u>Carrying amount as at 30 June represents</u>		
- Unigenius Holding Sdn. Bhd.	20,772,128	0

- (b) In the previous financial year, an impairment loss on goodwill amounting to RM68,300 relating to a subsidiary, SA Marvel Sdn. Bhd., has been recognised as the subsidiary was making losses in the previous financial year.
- (c) Impairment test for goodwill with indefinite useful life

Goodwill is tested for impairment on an annual basis by comparing the carrying amount with the recoverable amount of CGU. The recoverable amount of CGU is determined based on value-in-use calculation using cash flows projections from the financial budgets and forecasts approved by management covering a period of five (5) years. Cash flows beyond five (5)-years period are extrapolated assuming zero growth rates.

Key assumptions used in the value-in-use calculations are as follows:

- (i) budgeted profit margin are projected based on the historical gross margins achieved;
- (ii) the anticipated annual revenue growth rate are determined based on the industry trends and past performance of the CGU; and
- (iii) the pre-tax discount rate which is the weighted average cost of capital adjusted for specific risks relating to relevant segments. The discount rate used is 11% (2024: NIL).

Based on the annual impairment testing undertaken by the Group, no impairment loss was required for the carrying amount of goodwill assessed as at 30 June 2025 as its recoverable amount was in excess of its carrying amount. Management believes that there is no reasonably possible change in the key assumptions on which management has based its determination of the CGU's recoverable amount, which would cause the CGU's carrying amount to materially exceed its recoverable amount.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

10. INVENTORIES >

	Group	
	2025	2024
	RM	RM
At cost		
Raw materials	18,695,938	21,049,065
Work-in-progress	3,622,472	3,721,117
Finished goods	9,489,752	14,702,814
Goods-in-transit	1,643,604	196,562
Property development costs	25,595,302	20,546,418
	59,047,068	60,215,976
At net realisable value		
Raw materials	4,620,699	6,787,763
Finished goods	1,695,666	1,233,794
	6,316,365	8,021,557
	65,363,433	68,237,533

	Group	
	2025	2024
	RM	RM
Stationery and printed materials		
At cost	33,451,766	39,669,558
At net realisable value	6,316,365	8,021,557
	39,768,131	47,691,115

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

10. INVENTORIES (cont'd) ➤

Property development costs

Group	Freehold land, at cost RM	Development costs RM	Total RM
Cumulative property development costs			
Balance as at 1 July 2024	20,000,000	546,418	20,546,418
Incurred during the financial year	0	17,213,281	17,213,281
Balance as at 30 June 2025	20,000,000	17,759,699	37,759,699
Cumulative costs recognised in the statements of profit or loss and other comprehensive income			
Balance as at 1 July 2024	0	0	0
Recognised during the financial year (Note 23)	(5,021,940)	(7,142,457)	(12,164,397)
Balance as at 30 June 2025	(5,021,940)	(7,142,457)	(12,164,397)
Property development costs as at 30 June 2025	14,978,060	10,617,242	25,595,302

Group	Freehold land, at cost RM	Development costs RM	Total RM
Cumulative property development costs			
Balance as at 1 July 2023	0	0	0
Incurred during the financial year	20,000,000	461,000	20,461,000
Acquisition of a subsidiary (Note 8(c))	0	85,418	85,418
Balance as at 30 June 2024	20,000,000	546,418	20,546,418

- (a) Inventories are stated at the lower of cost and net realisable value. Cost is determined using weighted average basis.

The Group writes down its slow moving or obsolete inventories whenever there are events that indicate the carrying amounts could not be recovered (eg. percentage of write down based on ageing of inventories). Management specifically analyses the ageing of the inventories and estimated sales values when making these judgements to evaluate the adequacy of inventories written down.

The Group had reversed inventories written down of RM297,133 (2024: RM107,060) upon usage of such inventories.

- (b) During the financial year, inventories of the Group recognised as cost of sales amounted to RM52,276,318 (2024: RM32,559,070).
- (c) Property development costs comprise costs associated with the acquisition of land and all costs that are directly attributable to development activities or that can be allocated on a reasonable basis to such activities. Cost of properties under development not recognised as an expense is recognised as an asset and is stated at the lower of cost and net realisable value.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

11. TRADE AND OTHER RECEIVABLES >

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Trade receivables				
Third parties	22,198,672	10,580,737	0	0
Subsidiaries	0	0	16,184	17,040
	22,198,672	10,580,737	16,184	17,040
Less: Impairment losses	(572,183)	(778,291)	0	0
Total trade receivables	21,626,489	9,802,446	16,184	17,040
Other receivables				
Third parties	38,874	22,097	1,000	0
Amounts owing by subsidiaries	0	0	14,564,160	18,597,835
Deposits	4,815,810	3,730,645	0	3,301,000
Total other receivables	4,854,684	3,752,742	14,565,160	21,898,835
Total receivables	26,481,173	13,555,188	14,581,344	21,915,875
Prepayments	253,108	145,781	20,000	20,000
Total trade and other receivables	26,734,281	13,700,969	14,601,344	21,935,875

- (a) Total receivables are classified as financial assets measured at amortised cost.
- (b) Trade receivables, including amounts owing by subsidiaries are non-interest bearing and the normal trade credit terms granted by the Group ranged from 14 to 180 days (2024: 30 to 180 days). They are recognised at their original invoiced amounts which represent their fair values on initial recognition.
- (c) The non-trade portion of amounts owing by subsidiaries is unsecured, bear floating interest rates at 4.50% (2024: 4.46% to 4.50%) per annum and payable on demand within next twelve (12) months in cash and cash equivalents.

The following table demonstrates the sensitivity analysis of the Company if interest rates of amounts owing by subsidiaries of the Company at the end of each reporting period changed by fifty (50) basis points with all other variables held constant:

	Company	
	2025 RM	2024 RM
Profit / (Loss) after tax		
- increase by 0.5% (2024: 0.5%)	55,344	70,672
- decrease by 0.5% (2024: 0.5%)	(55,344)	(70,672)

The effect to the equity of the Company is not presented as it is not affected by the changes in interest rates.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

11. TRADE AND OTHER RECEIVABLES (cont'd) ➤

- (d) The currency exposure profile of total receivables are as follows:

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Ringgit Malaysia	18,960,575	6,854,725	14,581,344	21,915,875
United States Dollar	7,454,046	6,421,932	0	0
Others	66,552	278,531	0	0
	26,481,173	13,555,188	14,581,344	21,915,875

- (e) Impairment for trade receivables that do not contain a significant financing component are recognised based on the simplified approach using the lifetime expected credit losses ("ECL").

Lifetime ECL are the ECL that result from all possible default events over the expected life of the asset, while twelve month ECL are the portion of ECL that result from default events that are possible within the twelve (12) months after the reporting date. The maximum period considered when estimating ECL is the maximum contractual period over which the Group and the Company are exposed to credit risk.

The Group uses an allowance matrix to measure the ECL of trade receivables from individual customers. Expected loss rates are calculated using the roll rate method separately for exposures in different segments based on a common credit risk characteristic - geographic region.

The expected loss rates are based on the historical credit losses experienced by the Group, which are then adjusted for current and forward-looking information on macroeconomic factors affecting the customers of the Group. The Group has identified the gross domestic product from manufacturing and inflation rate (2024: consumer price index and gross domestic product from manufacturing) as the key macroeconomic factors.

For trade receivables, which are reported net, such impairments are recorded in a separate impairment account with the loss being recognised in the statements of profit or loss and other comprehensive income. On confirmation that the trade receivable would not be collectable, the gross carrying value of the asset would be written off against the associated impairment.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

11. TRADE AND OTHER RECEIVABLES (cont'd) ➤

(f) Movements in the impairment allowance for trade receivables are as follows:

Group	Lifetime ECL allowance RM	Credit impaired RM	Total allowance RM
Balance as at 1 July 2024	77,654	700,637	778,291
Reversal of impairment losses	(35,430)	(413,400)	(448,830)
Charge for the financial year	264	242,458	242,722
Balance as at 30 June 2025	42,488	529,695	572,183
Balance as at 1 July 2023	234,655	44,964	279,619
Reversal of impairment losses	(170,891)	(44,136)	(215,027)
Charge for the financial year	13,890	699,809	713,699
Balance as at 30 June 2024	77,654	700,637	778,291

Credit impaired refers to individually determined debtors who have defaulted on payments and are in significant financial difficulties as at the end of the reporting period.

The Group considers trade and other receivables to be in default when the receivables are past due more than twelve (12) months.

(g) Lifetime expected loss provision for trade receivables are as follows:

Group	Gross carrying amount RM	Lifetime ECL allowance RM	Credit impaired RM	Net carrying amount RM
30 June 2025				
Current - not past due	20,957,385	(23,339)	0	20,934,046
1 to 30 days past due	469,439	(6,195)	0	463,244
31 to 120 days past due	242,153	(12,954)	0	229,199
More than 120 days past due	529,695	0	(529,695)	0
Total	22,198,672	(42,488)	(529,695)	21,626,489
30 June 2024				
Current - not past due	8,218,503	(16,527)	0	8,201,976
1 to 30 days past due	1,219,497	(13,218)	0	1,206,279
31 to 120 days past due	442,100	(47,909)	0	394,191
More than 120 days past due	700,637	0	(700,637)	0
Total	10,580,737	(77,654)	(700,637)	9,802,446

During the financial year, the Group did not renegotiate the terms of any trade receivables.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

11. TRADE AND OTHER RECEIVABLES (cont'd) ➤

- (h) Impairment for other receivables, financial guarantee contracts and non-trade portion of amounts owing by subsidiaries are recognised based on the general approach within MFRS 9 *Financial Instruments* using the forward-looking ECL model. The methodology used to determine the amount of the impairment is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. For those in which the credit risk has not increased significantly since initial recognition of the financial asset, twelve-month ECL along with gross interest income are recognised. For those in which credit risk has increased significantly, lifetime ECL along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime ECL along with interest income on a net basis are recognised.

The Group defined significant increase in credit risk based on changes to contractual terms and delay in payment for amount past due more than 120 days.

The probability of non-payment of other receivables, financial guarantee contracts and non-trade portion of amounts owing by subsidiaries are adjusted by forward-looking information and multiplied by the amount of the expected loss arising from default to determine the twelve-month or lifetime ECL for other receivables, financial guarantee contracts and non-trade portion of amounts owing by subsidiaries. The Group has identified the gross domestic product from manufacturing and inflation rate (2024: consumer price index and gross domestic product from manufacturing) as the key macroeconomic factor.

No expected credit loss is recognised arising from other receivables as it is negligible.

- (i) The Group determines concentration of credit risk by monitoring the country profiles of its trade receivables on an ongoing basis. The credit risk concentration profile of the trade receivables of the Group at the end of each reporting period are as follows:

	Group			
	2025		2024	
	RM	% of total	RM	% of total
By country				
Malaysia	14,296,777	66%	3,303,358	34%
Other Asian countries	6,045,955	28%	6,321,281	64%
Europe	691,520	3%	157,196	2%
Oceania	414,843	2%	0	0%
America	177,394	1%	20,611	0%
	21,626,489	100%	9,802,446	100%

At the end of the reporting period, approximately 10% (2024: 13%) of the trade receivables of the Group were due from two (2) major customers who are a retailer and a stationery distributor (2024: one (1) major customer who is a stationery distributor).

At the end of the reporting period, trade receivables of the Company were solely due from its subsidiaries in Malaysia.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

11. TRADE AND OTHER RECEIVABLES (cont'd) ➤

- (j) The following table demonstrates the sensitivity of the profit/(loss) after tax of the Group to a reasonably possible changes in the United States Dollar ('USD') exchange rate against the functional currency of the Group with all other variables held constant:

	Group	
	2025 RM	2024 RM
Profit/(Loss) after tax		
USD/RM - strengthen by 10% (2024: 10%)	566,507	488,067
- weaken by 10% (2024: 10%)	(566,507)	(488,067)

The effect to the equity of the Group is not presented as it is not affected by the changes in foreign currency exchange rate.

Sensitivity analysis of other foreign currencies are not disclosed as they are not material to the Group.

12. CASH AND CASH EQUIVALENTS ➤

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Cash and bank balances	14,064,373	7,088,037	1,287,091	1,021,255
Deposits with licensed banks	1,544,292	1,480,000	250,000	500,000
Short-term funds	9,261,118	7,169,722	9,261,118	7,169,722
	24,869,783	15,737,759	10,798,209	8,690,977

- (a) In the previous financial year, included in the cash and bank balances of the Group was an amount of RM974 held under the Housing Development Account pursuant to Section 7A of the Housing Development (Control and Licensing) Act, 1966, as amended by the Housing Developers (Housing Development Account) (Amendment) Regulations, 2015.
- (b) The currency exposure profile of cash and cash equivalents are as follows:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Ringgit Malaysia	21,496,567	12,439,678	10,798,209	8,690,977
United States Dollar	3,344,587	3,122,489	0	0
Others	28,629	175,592	0	0
	24,869,783	15,737,759	10,798,209	8,690,977

- (c) The interest rate of deposits with licensed banks of the Group are 2.00% to 2.70% (2024: 2.20% to 2.65%) per annum with remaining maturity periods of 30 days to 365 days (2024: 14 days to 91 days).

Sensitivity analysis for fixed rate deposits with licensed banks at the end of the reporting period is not presented as fixed rate instrument is not affected by change in interest rate.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

12. CASH AND CASH EQUIVALENTS (cont'd) ➤

- (d) Short-term funds are classified as financial assets at fair value through profit or loss.

Short-term funds are mainly designated to manage free cash flows and optimise working capital so as to provide a steady stream of income returns. It is an integral part of the overall cash management.

Short-term funds of the Group and of the Company are investments in money market funds, which are readily convertible to a known amount of cash and be subject to an insignificant risk of changes in value.

The fair values of short-term funds are determined by reference to the quoted prices at the close of the business at the end of each reporting period and are categorised as Level 1 in the fair value hierarchy. There is no transfer between levels in the hierarchy during the financial year.

- (e) For the purpose of the statements of cash flows, cash and cash equivalents comprise the following as at the end of the reporting period:

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Cash and bank balances	14,064,373	7,088,037	1,287,091	1,021,255
Deposits with licensed banks	1,544,292	1,480,000	250,000	500,000
Short-term funds	9,261,118	7,169,722	9,261,118	7,169,722
As per statements of financial position	24,869,783	15,737,759	10,798,209	8,690,977
Less: Deposit with maturity period more than three (3) months	(2,781)	(80,000)	0	0
Bank overdrafts (Note 15)	(4,628,909)	(1,945,159)	0	0
As per statements of cash flows	20,238,093	13,712,600	10,798,209	8,690,977

- (f) No expected credit loss was recognised arising from the deposits with financial institutions because the probability of default by these financial institutions were negligible.
- (g) The following table demonstrates the sensitivity of the profit/(loss) after tax of the Group to a reasonably possible changes in the USD exchange rate against the functional currency of the Group with all other variables held constant:

	Group	
	2025	2024
	RM	RM
Profit/(Loss) after tax		
USD/RM - strengthen by 10% (2024: 10%)	254,189	237,309
- weaken by 10% (2024: 10%)	(254,189)	(237,309)

The effect to the equity of the Group is not presented as it is not affected by the changes in foreign currency exchange rate.

Sensitivity analysis of other foreign currencies are not disclosed as they are not material to the Group.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

13. SHARE CAPITAL >

(a) Ordinary shares

	Group and Company			
	2025		2024	
	Number of ordinary shares	Amount RM	Number of ordinary shares	Amount RM
Issued and fully paid-up with no par value				
Balance as at 1 July 2024/2023	164,148,123	78,351,260	164,148,123	78,351,260
Issuance of shares pursuant to rights issue	98,220,965	17,679,774	0	0
Balance as at 30 June	262,369,088	96,031,034	164,148,123	78,351,260

- (i) The holders of ordinary shares are entitled to receive dividends as and when declared by the Company and are entitled to one (1) vote per ordinary share at meeting of the Company. All ordinary shares rank pari passu with regard to the residual assets of the Company.
- (ii) During the financial year, the issued and fully paid-up ordinary shares capital of the Company was increased from 164,148,123 ordinary shares to 262,369,088 ordinary shares by way of issuance of 98,220,965 new ordinary shares pursuant to the renounceable Right Issue ('RI') at an issue price of RM0.18 per rights share, on the basis of three (3) rights share for every five (5) existing shares held, for cash totalling of RM17,679,774.

(b) Treasury shares

The shareholders of the Company had, at Annual General Meeting ('AGM') held on 27 November 2024 (2024: 15 November 2023), renewed the mandate given to the Company to repurchase its own shares.

	Group and Company			
	2025		2024	
	Number of ordinary shares	Amount RM	Number of ordinary shares	Amount RM
Balance as at 1 July 2024/2023	446,500	141,495	1,546,500	484,959
Resale of treasury shares	0	0	(1,100,000)	(343,464)
Balance as at 30 June	446,500	141,495	446,500	141,495

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

13. SHARE CAPITAL (cont'd) ➤

(b) Treasury shares (cont'd)

- (i) When the Company repurchases its own shares, the shares repurchased would be accounted for using the treasury stock method.

Where the treasury stock method is applied, the shares repurchased and held as treasury shares shall be measured and carried at the cost of repurchase on initial recognition and subsequently. It shall not be revalued for subsequent changes in the fair value or market price of the shares.

The carrying amount of the treasury shares shall be offset against equity in the statements of financial position.

No gain or loss is recognised in profit or loss on the purchase, sale, issue or cancellation of the own equity instruments of the Company. If such shares are issued by resale, any difference between the sale consideration and the carrying amount is shown as a movement in equity.

- (ii) In the previous the financial year, the Company resold 1,100,000 of its treasury shares valued at RM0.34 for total consideration of RM374,000 in the open market, resulting in a surplus of RM30,536 which has been credited to the retained earnings account.

As at 30 June 2025, 446,500 (2024: 446,500) out of the total 262,369,088 (2024: 164,148,123) issued and fully paid-up ordinary shares are held as treasury shares by the Company. The number of ordinary shares in issue after excluding the treasury shares is 261,922,588 (2024: 163,701,623).

There were no share repurchased and no cancellation of treasury shares made during the financial year. Treasury shares have no rights to voting, dividends or participation in other distribution.

(c) Warrants

On 3 March 2022, the Company issued 81,826,910 free warrants pursuant to the bonus issue of warrants undertaken by the Company on the basis of one (1) free warrant for every two (2) existing ordinary shares held in the Company ("Warrants").

The Warrants were listed on Bursa Malaysia Securities Berhad on 10 March 2022.

On 8 October 2024, the Company further issued 17,499,191 additional warrants pursuant to the renounceable RI at an issue price of RM0.18. The number of warrants after adjustments is 99,326,101.

The Warrants are exercisable at any time for a tenure of five (5) years from the date of issuance of the Warrants at new exercise price of RM0.30 (2024: RM0.36) each.

During the financial year, there were no exercise of Warrants by the registered holders. The number of Warrants unexercised at the end of the reporting period comprises 99,326,101 (2024: 81,826,910) Warrants. The Warrants will expire on 2 March 2027.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

13. SHARE CAPITAL (cont'd) ➤

(d) Employees' Share Option Scheme ("ESOS")

At the Extraordinary General Meeting of the Company held on 25 January 2022, shareholders of the Company approved the establishment of the ESOS of up to 10% of the total number of issued shares of the Company (excluding treasury shares) at any point in time over the duration of the ESOS for eligible persons. The ESOS is implemented and administered by an ESOS committee in accordance with the By-Laws.

The salient features of the ESOS are as follows:

- (i) eligible persons are Executive Directors and employees who have been appointed or confirmed in full time service in any company within the Group (excluding dormant subsidiaries), employed under an employment contract for a fixed duration of not less than one (1) year, and has not serviced a notice to resign nor received a notice of termination;
- (ii) not more than 70% of the new shares available under the ESOS shall be allocated, in aggregate, to Executive Directors and senior management of the Group (excluding dormant subsidiaries). In addition, not more than 10% of the new shares available under the ESOS shall be allocated to any individual eligible person who, either singly or collectively through persons connected with the eligible person, holds 20% or more the issued and paid-up capital of the Company (excluding treasury shares);
- (iii) the basis for determining the aggregate number of the new shares that may be offered under the ESOS and/or to an eligible person shall be at the sole and absolute discretion of the ESOS committee after taking into consideration, *inter alia*, the performance, contribution, employment grade, seniority and/or length of service to the Group (excluding dormant subsidiaries) and/or such other factors which the ESOS committee may in its sole and absolute discretion deem fit; and
- (iv) the option exercise price shall be at a discount of not more than 10% of the 5-day volume weighted average market price of the Company's ordinary shares as quoted on Bursa Malaysia Securities Berhad at the time of the offer is made to the grantee.

During the financial year, no options were granted by the Company pursuant to the ESOS.

14. RESERVES ➤

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Capital reserve	164,037	164,037	10,151,142	10,151,142
Retained earnings	30,484,115	24,162,150	7,127,197	7,934,277
	30,648,152	24,326,187	17,278,339	18,085,419

Capital reserve

Capital reserve arose from the internal reorganisation by CWCB which had taken effect on 30 June 2017 and completed on 13 July 2017 following the delisting of CWCB's shares and with the listing of CWG Holdings Berhad's shares.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

15. BORROWINGS ➤

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Current liabilities				
Unsecured				
Bank overdrafts (Note 12(e))	4,628,909	1,945,159	0	0
Bankers' acceptances	2,206,171	4,046,914	0	0
Revolving credit	503,481	503,037	0	0
Trust receipt	648,593	0	0	0
Financial guarantee contracts	0	0	129,883	1,138
Secured				
Bankers' acceptances	1,698,000	0	0	0
Term loans	2,240,711	315,408	0	0
	11,925,865	6,810,518	129,883	1,138
Non-current liability				
Secured				
Term loans	5,952,652	551,924	0	0
Total borrowings				
Financial guarantee contracts	0	0	129,883	1,138
Bank overdrafts (Note 12(e))	4,628,909	1,945,159	0	0
Term loans	8,193,363	867,332	0	0
Bankers' acceptances	3,904,171	4,046,914	0	0
Revolving credit	503,481	503,037	0	0
Trust receipt	648,593	0	0	0
	17,878,517	7,362,442	129,883	1,138

- (a) Borrowings are classified as financial liabilities measured at amortised cost.
- (b) All borrowings are denominated in RM.
- (c) Financial guarantee contracts

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the term of a debt instrument.

Financial guarantee contracts are recognised as financial liabilities at the time the guarantees are issued. The liability is initially measured at fair value and subsequently at the higher of the expected credit loss model under MFRS 9 and the amount initially recognised less cumulative amortisation, where appropriate.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

15. BORROWINGS (cont'd) ➤

(c) Financial guarantee contracts (cont'd)

Financial guarantee contracts are subject to forward looking expected credit loss model based on the general approach within MFRS 9 as disclosed in Note 11(h) to the financial statements.

The fair value of financial guarantee is determined based on the present value of the different in cash flows between the contractual payments required under the debt instrument and the payments that would be required without the guarantee, or the estimated amount that would be payable to a third party for assuming the obligations.

The nominal amounts of financial guarantee provided are as follows:

	Company	
	2025 RM	2024 RM
Banking facilities granted to a subsidiary	69,137,000	38,056,636

The movements of the financial guarantee contracts during the financial year are as follows:

	Company	
	2025 RM	2024 RM
At beginning of financial year	1,138	0
Effects of modified retrospective application of MFRS 9	0	27,256
As restated	1,138	27,256
Fair value changes on financial guarantee contracts	128,745	(26,118)
At end of financial year	129,883	1,138

- (d) The table below summarises the maturity profile of the borrowings of the Group and of the Company at the end of the reporting period based on contractual undiscounted repayment obligations:

Group	On demand or within 1 year RM	1 to 5 years RM	Over 5 years RM	Total RM
As at 30 June 2025				
Borrowings	12,452,196	6,727,781	0	19,179,977
As at 30 June 2024				
Borrowings	6,867,617	591,890	0	7,459,507
Company				
As at 30 June 2025				
Financial guarantee contracts	69,137,000	0	0	69,137,000
As at 30 June 2024				
Financial guarantee contracts	38,056,636	0	0	38,056,636

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

15. BORROWINGS (cont'd) ➤

- (e) The following table demonstrates the sensitivity analysis of the profit/(loss) after tax of the Group if interest rates of borrowings of the Group at the end of each reporting period changed by fifty (50) basis points with all other variables held constant:

	Group	
	2025	2024
	RM	RM
Profit / (Loss) after tax		
- increase by 0.5% (2024: 0.5%)	(48,725)	(10,687)
- decrease by 0.5% (2024: 0.5%)	48,725	10,687

The effect to the equity of the Group is not presented as it is not affected by the changes in interest rate.

- (f) The following table sets out the carrying amounts, the weighted average effective interest rates as at the end of the reporting period and the remaining maturities of the borrowings of the Group that are exposed to interest rate risk:

Group	Weighted average effective interest rate %	Within 1 year RM	1 - 2 years RM	2 - 3 years RM	3 - 4 years RM	4 - 5 years RM	More than 5 years RM	Total RM
As at 30 June 2025								
Fixed rates								
Bankers' acceptances	4.43	3,904,171	0	0	0	0	0	3,904,171
Revolving credit	5.91	503,481	0	0	0	0	0	503,481
Trust receipt	4.81	648,593	0	0	0	0	0	648,593
Floating rates								
Bank overdrafts	8.27	4,628,909	0	0	0	0	0	4,628,909
Term loans	6.77	2,240,711	1,794,936	1,613,618	965,069	309,146	1,269,883	8,193,363
As at 30 June 2024								
Fixed rates								
Bankers' acceptances	4.44	4,046,914	0	0	0	0	0	4,046,914
Revolving credit	5.85	503,037	0	0	0	0	0	503,037
Floating rates								
Bank overdrafts	8.27	1,945,159	0	0	0	0	0	1,945,159
Term loans	4.78	315,408	315,408	236,516	0	0	0	867,332

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

15. BORROWINGS (cont'd) ➤

- (g) Borrowings of the Group are secured by the following:
- (i) legal charge over certain leasehold land and properties as disclosed in Note 5 and Note 6 to the financial statements; and
 - (ii) corporate guarantee by the Company.

16. REDEEMABLE PREFERENCE SHARES ➤

Redeemable preference shares	Group and Company 2025	
	Number of preference shares	Amount RM
Balance as at 1 July 2024	0	0
Issuance of preference shares	15,000,000	15,000,000
Interest charge	0	378,055
Interest paid	0	(128,219)
Redemption of shares	(4,487,101)	(4,487,101)
Balance as at 30 June	10,512,899	10,762,735

- (a) On 15 October 2024, the Company issued 15,000,000 redeemable preference share ("RPS") at an issue price of RM1 per RPS pursuant to the acquisition of Unigenius Holding Sdn. Bhd. and its subsidiaries. During the financial year, the Company had redeemed for 4,487,101 RPS for a total consideration of RM4,487,101 out of capital and interest paid on RPS of RM128,219 which was satisfied by cash totalling to RM4,615,320.
- (b) The main features of the redeemable preference shares ("RPS") are as follows:
- (i) The RPS are not convertible to ordinary shares of the Company.
 - (ii) The maturity date of the RPS is 42 months from the date of issuance.
 - (iii) The RPS will carry a fixed dividend rate (whether declared or not declared) of 4% per annum calculated based on day to day basis (non-compounded) and cumulative.
 - (iv) The Company had the option and discretion to redeem the RPS at the redemption price at any time prior to maturity or redeem the consideration RPS at the redemption price at maturity.
 - (v) The RPS will be fully redeemed in accordance with the provisions of the Companies Act, 2016.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

17. RETIREMENT BENEFIT OBLIGATIONS ➤

- (a) The Group operates final salary defined benefit plan with guaranteed lump sum payment at retirement and early retirement for its eligible employees.
- (b) The present value of defined benefit obligations are as follows:

	Group	
	2025 RM	2024 RM
Unfunded		
Balance as at 1 July 2024/2023	722,398	956,418
Defined benefit costs/(income)	71,521	(103,012)
Benefits paid	(161,580)	(131,008)
Balance as at 30 June	632,339	722,398
Represented by:		
Current liability	191,448	19,614
Non-current liability	440,891	702,784
	632,339	722,398

- (c) The components of defined benefit costs/(income) are as follows:

	Group	
	2025 RM	2024 RM
Recognised in profit or loss		
Current service cost	41,766	46,256
Interest expense (expensed as employee benefits)	29,755	30,839
	71,521	77,095
Recognised in other comprehensive income		
Remeasurements arising from:		
- changes in financial assumptions	0	(8,285)
- changes in demographic assumptions	0	6,248
- experience adjustments	0	(178,070)
	0	(180,107)
	71,521	(103,012)

- (d) The principal actuarial assumptions used to determine the present value of the defined benefit obligations are as follows:

	Group	
	2025 %	2024 %
Discount rate	4.23	4.23
Expected rate of salary increase	5.50	5.50

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

17. RETIREMENT BENEFIT OBLIGATIONS (cont'd) ➤

- (e) The following table demonstrates the sensitivity analysis of the carrying amount of liabilities of the Group if significant actuarial assumptions at the end of each reporting period changed by one hundred (100) basis points with all other variables held constant:

	Group	
	2025 RM	2024 RM
Increase in discount rate by 1% (2024: 1%)	(30,256)	(32,850)
Decrease in discount rate by 1% (2024: 1%)	33,782	36,479
Increase in expected rate of salary by 1% (2024: 1%)	37,463	32,684
Decrease in expected rate of salary by 1% (2024: 1%)	(37,237)	(32,771)

- (f) The weighted average duration of the defined benefit obligations is seven (7) years.

18. DEFERRED TAX LIABILITIES ➤

- (a) The deferred tax liabilities are made up of the following:

	Group	
	2025 RM	2024 RM
Balance as at 1 July 2024/2023	1,451,581	2,297,783
Acquisition of subsidiaries (Note 8(c))	2,293,368	0
Recognised in profit or loss (Note 25)	(166,242)	(889,202)
Recognised in other comprehensive income	0	43,000
Balance as at 30 June	3,578,707	1,451,581
Net deferred tax liabilities		
Deferred tax assets (before offsetting)	(2,271,252)	(2,170,000)
Offsetting	2,271,252	2,170,000
Deferred tax assets (after offsetting)	0	0
Deferred tax liabilities (before offsetting)	5,849,959	3,621,581
Offsetting	(2,271,252)	(2,170,000)
Deferred tax liabilities (after offsetting)	3,578,707	1,451,581
	3,578,707	1,451,581

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

18. DEFERRED TAX LIABILITIES (cont'd) ➤

- (b) The components and movements of deferred tax assets and liabilities during the financial year prior to offsetting are as follows:

Deferred tax assets of the Group

	Inventories RM	Lease liabilities RM	Retirement benefits RM	Unabsorbed tax losses RM	Others RM	Total RM
Balance as at 1 July 2024	1,394,000	1,000	174,000	25,000	576,000	2,170,000
Recognised in profit or loss	(41,448)	3,100	(22,000)	153,000	8,600	101,252
Balance as at 30 June 2025	1,352,552	4,100	152,000	178,000	584,600	2,271,252
Balance as at 1 July 2023	1,490,000	0	230,000	0	181,000	1,901,000
Recognised in profit or loss	(96,000)	1,000	(13,000)	25,000	395,000	312,000
Recognised in other comprehensive income	0	0	(43,000)	0	0	(43,000)
Balance as at 30 June 2024	1,394,000	1,000	174,000	25,000	576,000	2,170,000

Deferred tax liabilities of the Group

	Intangible asset RM	Property, plant and equipment RM	Total RM
Balance as at 1 July 2024	0	3,621,581	3,621,581
Acquisition of subsidiaries	1,580,400	712,968	2,293,368
Recognised in profit or loss	(105,360)	40,370	(64,990)
Balance as at 30 June 2025	1,475,040	4,374,919	5,849,959
Balance as at 1 July 2023	0	4,198,783	4,198,783
Recognised in profit or loss	0	(577,202)	(577,202)
Balance as at 30 June 2024	0	3,621,581	3,621,581

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

18. DEFERRED TAX LIABILITIES (cont'd) ➤

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

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Unused tax losses				
- expires by 30 June 2028	602,100	602,100	0	0
- expires by 30 June 2032	21,000	21,000	0	0
- expires by 30 June 2034	0	12,300	0	0
- expires by 30 June 2035	84,900	0	78,113	0
Unabsorbed capital allowances	303,500	303,500	0	0
Other deductible temporary differences	689,800	621,000	43,987	56,500
	1,701,300	1,559,900	122,100	56,500

Deferred tax assets of the Company and of certain subsidiaries had not been recognised in respect of these items as it was not probable that taxable profits of the subsidiaries would be available against which the deductible temporary differences could be utilised.

The amount and availability of these items to be carried forward up to the periods as disclosed above are subject to the agreement of the local authority.

19. TRADE AND OTHER PAYABLES ➤

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Trade payables				
Third parties	17,980,661	12,830,434	0	0
Other payables				
Third parties	788,869	569,900	0	775
Accruals	3,100,150	2,949,652	205,001	125,835
Deposits	40,450	150	0	0
Total other payables	3,929,469	3,519,702	205,001	126,610
Total trade and other payables	21,910,130	16,350,136	205,001	126,610

- (a) Trade and other payables are classified as financial liabilities measured at amortised cost.
- (b) Trade payables are non-interest bearing and the normal trade credit terms granted to the Group ranged from 30 to 90 days (2024: 30 to 90 days) from the date of invoice.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

19. TRADE AND OTHER PAYABLES (cont'd) ➤

(c) The currency exposure profile of trade and other payables are as follows:

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Ringgit Malaysia	20,993,251	16,067,823	205,001	126,610
United States Dollar	916,879	282,313	0	0
	<u>21,910,130</u>	<u>16,350,136</u>	<u>205,001</u>	<u>126,610</u>

(d) The maturity profile of the trade and other payables of the Group and of the Company at the end of the reporting date based on contractual undiscounted repayment obligations is repayable on demand or within one (1) year.

(e) The following table demonstrates the sensitivity of the profit/(loss) after tax of the Group to a reasonably possible changes in the USD exchange rate against the functional currency of the Group with all the other variables held constant:

	Group	
	2025	2024
	RM	RM
Profit/(Loss) after tax		
USD/RM - strengthen by 10% (2024: 10%)	(69,683)	(21,456)
- weaken by 10% (2024: 10%)	<u>69,683</u>	<u>21,456</u>

The effect to the equity of the Group is not presented as it is not affected by the changes in foreign currency exchange rate.

20. CONTRACT LIABILITIES ➤

	Group	
	2025	2024
	RM	RM
Contract liabilities		
Advance consideration received from customers	562,895	1,967,662
Property development contracts	<u>2,430,036</u>	<u>0</u>
	<u>2,992,931</u>	<u>1,967,662</u>

(a) Advance consideration received from customers

Contract liabilities relate to advance consideration received from customers are recognised as revenue upon satisfaction of each performance obligation.

The amount of RM1,967,662 (2024: RM1,176,612) recognised in contract liabilities at the beginning of the financial year has been recognised as revenue as at the end of each reporting period.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

20. CONTRACT LIABILITIES (cont'd) ➤

(b) Property development contracts

Property development contracts represent the timing differences in revenue recognition and the milestone billings. The milestone billings reflect physical completion of the contracts.

	Group RM
Balance as at 1 July 2024	0
Revenue recognised during the year	(21,584,964)
Progress billing during the year	24,015,000
Balance as at 30 June 2025	<u>2,430,036</u>

(c) Contract value yet to be recognised as revenue

Revenue expected to be recognised in the future relating to performance obligations that are unsatisfied at the end of the reporting period, is as follows:

Group	Within 1 year RM
Contract liabilities:	
- as at 30 June 2025	2,992,931
- as at 30 June 2024	<u>1,967,662</u>

(d) The currency exposure profile of contract liabilities are as follows:

	Group 2025 RM	2024 RM
Ringgit Malaysia	2,576,836	50,926
United States Dollar	416,095	1,916,736
	<u>2,992,931</u>	<u>1,967,662</u>

(e) The following table demonstrates the sensitivity of the profit/(loss) after tax of the Group to a reasonably possible changes in the USD exchange rate against the functional currency of the Group with all the other variables held constant:

	Group 2025 RM	2024 RM
Profit/(Loss) after tax		
USD/RM - strengthen by 10% (2024: 10%)	(31,623)	(145,672)
- weaken by 10% (2024: 10%)	<u>31,623</u>	<u>145,672</u>

The effect to the equity of the Group is not presented as it is not affected by the changes in foreign currency exchange rate.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

21. CAPITAL COMMITMENT >

	Group 2025 RM	2024 RM
Capital expenditure in respect of purchase of property, plant and equipment:		
- contracted but not provided for	184,680	519,492

22. REVENUE >

	Group 2025 RM	2024 RM	Company 2025 RM	2024 RM
Revenue from contracts with customers				
Recognised at point in time:				
- sale of goods	86,968,388	65,003,306	0	0
Recognised over time:				
- property development	21,584,964	0	0	0
	108,553,352	65,003,306	0	0
Other revenue				
- management fees	0	0	161,223	156,315
	108,553,352	65,003,306	161,223	156,315

(a) Disaggregation of revenue from contracts with customers is disclosed in Note 4 to the financial statements.

(b) Sale of goods

Revenue from sale of goods is recognised at a point in time when the goods have been transferred to the customer and coincides with the delivery of goods and acceptance by customers.

There is no right of return and warranty provided to the customers on the sale of goods.

There is no significant financing component in the revenue arising from sale of goods as the sales are made on the normal credit terms not exceeding twelve (12) months.

(c) Revenue from property development

Contracts with customers include multiple promises to customers and therefore accounted for as separate performance obligations. In this case, the transaction price will be allocated to each performance obligation based on the stand-alone selling prices. When these are not directly observable, they are estimated based on expected cost plus margin.

Revenue from property development is measured at the fixed transaction price agreed under the agreement.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

22. REVENUE (cont'd) ➤

(c) Revenue from property development (cont'd)

Revenue is recognised as and when control of the asset is transferred to the customer and it is probable that the Group would collect the consideration to which it will be entitled in exchange for the asset that would be transferred to the customer. Depending on the terms of the contract and the laws that apply to the contract, control of the asset may transfer over time or at a point in time. Control of the asset is transferred over time if the performance of the Group does not create an asset with an alternative use to the Group has an enforceable right to payment for performance completed to date.

If control of the asset transfers over time, revenue is recognised over the period of the contract using the input method by reference to the cost incurred relative to the total expected cost for satisfaction of that performance obligation. Otherwise, revenue is recognised at a point in time when the customer obtains control of the asset.

Significant judgement is required in determining performance obligations, transaction price allocation and costs in applying the input method to recognise revenue over time.

The Group identifies performance obligations that are distinct and material, which is judgmental in the context of contract. Transaction prices were determined based on estimated margins prior to its allocation to the identified performance obligation. The Group also estimated total contract costs in applying the input method to recognise revenue over time. In estimating the total costs to complete, the Group considers the completeness and accuracy of its costs estimation, including its obligations to contract variations, claims and cost contingencies.

(d) Management fees

Management fees are recognised when services are rendered.

23. COST OF SALES ➤

	Group	
	2025 RM	2024 RM
Cost of goods sold	68,879,951	54,188,359
Property development costs (Note 10)	12,164,397	0
	<u>81,044,348</u>	<u>54,188,359</u>

24. FINANCE COSTS ➤

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Interest expense on:				
- bank overdrafts	278,286	74,743	0	0
- bankers' acceptances	200,195	190,349	0	0
- revolving credit	29,282	7,344	0	0
- trust receipt	3,570	0	0	0
- lease liabilities	180,464	114,066	0	0
- term loans	408,293	49,820	0	0
- redeemable preference shares	378,055	0	378,055	0
	<u>1,478,145</u>	<u>436,322</u>	<u>378,055</u>	<u>0</u>

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

25. TAXATION ➤

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Current tax expense:				
- based on profit for the financial year	2,673,350	373,070	0	32,500
- (over)/underprovision in prior years	(3,409)	(7,266)	7,136	23,408
	2,669,941	365,804	7,136	55,908
Deferred tax expense (Note 18):				
- relating to origination and reversal of temporary differences	(178,242)	(853,202)	0	0
- under/(over)provision in prior years	12,000	(36,000)	0	0
	(166,242)	(889,202)	0	0
Taxation for the financial year	2,503,699	(523,398)	7,136	55,908

The Malaysian income tax is calculated at the statutory tax rate of 24% (2024: 24%) of the estimated taxable profits for the fiscal year.

The numerical reconciliation between the taxation and the product of accounting profit/(loss) multiplied by the applicable tax rate of the Group and of the Company are as follows:

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Profit/(Loss) before tax	8,825,664	(2,345,035)	(799,944)	(322,866)
Tax at Malaysian statutory tax rate of 24% (2024: 24%)	2,118,159	(562,808)	(191,987)	(77,488)
Tax effects in respect of:				
- expenses not deductible for tax purposes	518,943	359,887	236,143	208,536
- income not subject to tax	(68,930)	(142,451)	(59,900)	(72,700)
- expenses eligible for double deduction	(107,000)	(157,800)	0	0
- deferred tax assets not recognised	33,936	32,688	15,744	0
- utilisation of deferred tax assets previously not recognised	0	(9,648)	0	(25,848)
- (over)/under provision of tax expense in prior years	(3,409)	(7,266)	7,136	23,408
- under/(over)provision of deferred tax in prior years	12,000	(36,000)	0	0
Taxation for the financial year	2,503,699	(523,398)	7,136	55,908

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

26. EARNINGS/(LOSS) PER ORDINARY SHARE ➤

(a) Basic

Basic earnings/(loss) per ordinary share for the financial year is calculated by dividing the profit/(loss) for the financial year attributable to owners of the parent by the weighted average number of ordinary shares outstanding during the financial year, excluding treasury shares held by the Company.

	Group	
	2025	2024
Profit/(Loss) attributable to owners of the parent (RM)	6,321,965	(1,821,637)
Weighted average number of ordinary shares in issue (unit)	243,623,888	163,121,568
Basic earnings/(loss) per ordinary share (sen)	2.59	(1.12)

(b) Diluted

Diluted earnings/(loss) per ordinary share for the financial year is calculated by dividing the profit/(loss) for the financial year attributable to owners of the parent by the weighted average number of ordinary shares outstanding during the financial year (excluding treasury shares), adjusted for the effects of dilutive potential ordinary shares.

	Group	
	2025	2024
Profit/(Loss) attributable to owners of the parent (RM)	6,321,965	(1,821,637)
Weighted average number of ordinary shares in issue applicable to basic earnings per ordinary share (unit)	243,623,888	163,121,568
Effect of dilution of Warrants (unit)	0	0
Adjusted weighted average number of ordinary shares applicable to diluted earnings per ordinary share (unit)	243,623,888	163,121,568
Diluted earnings/(loss) per ordinary share (sen)	2.59	(1.12)

The diluted earnings/(loss) per ordinary share equals the basic earnings/(loss) per share due to the anti-dilutive effect of the Warrants which has been ignored in calculating the diluted earnings/(loss) per ordinary share.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

27. DIVIDEND >

	Group and Company 2025		Group and Company 2024	
	Dividend per share Sen	Amount of dividend RM	Dividend per share Sen	Amount of dividend RM
In respect of financial year ended 30 June 2024/2023				
First and final single tier dividend	0	0	0.50	813,008

At the forthcoming Annual General Meeting, a first and final single tier dividend of 0.50 sen per ordinary shares amounting to RM1,309,613 in respect of the current financial year will be proposed for shareholders' approval based on the number of outstanding ordinary shares in issue (net of treasury shares) as at 30 June 2025.

The financial statements for the current financial year do not reflect this proposed dividend. Such dividend, if approved by the shareholders, will be accounted for in shareholders' equity as an appropriation of retained earnings in the financial year ending 30 June 2026.

28. EMPLOYEE BENEFITS >

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Wages, salaries and bonuses	21,500,158	18,731,779	745,500	696,367
Contributions to defined contribution plan	1,709,277	1,365,372	107,051	97,735
Defined benefit plan	71,521	77,095	0	0
Social security contributions	307,216	244,001	3,546	3,160
Other benefits	1,124,638	1,215,219	28,688	15,965
	24,712,810	21,633,466	884,785	813,227

Included in the employee benefits of the Group and of the Company are remuneration of Directors amounting to RM2,853,537 (2024: RM1,692,976) and RM801,510 (2024: RM739,927) respectively.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

29. RELATED PARTY DISCLOSURES ➤

(a) Identities of related parties

Parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group and the party are subject to common control or common significant influence. Related parties could be individuals or other entities.

The Company has controlling related party relationship with its direct and indirect subsidiaries.

(b) In addition to the transactions and balances detailed elsewhere in the financial statements, the Group and the Company had the following transactions with related parties during the financial year:

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Subsidiaries:				
Management fees charged	0	0	161,223	156,315
Interest income	0	0	744,577	939,567
Related parties:				
Services received	9,419	0	0	0
Sale of goods	2,994	2,200	0	0
Warehouse rental	122,400	350,400	0	0

The related party transactions described above were carried out based on negotiated terms and conditions and mutually agreed with related parties.

(c) Compensation of key management personnel

Key management personnel are those persons having the authority and responsibility for planning, directing and controlling the activities of the entity, directly and indirectly, including any Director (whether executive or otherwise) of the Group.

During the financial year, there are no other key management personnel having the authority and responsible for planning, directing and controlling the activities of the Group other than the Directors of the Company.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

29. RELATED PARTY DISCLOSURES (cont'd) ➤

(c) Compensation of key management personnel (cont'd)

The remuneration of Directors and other key management personnel of the Group and of the Company was as follows:

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Short-term employee benefits	2,432,402	1,456,996	700,468	648,917
Contributions to defined contribution plan	421,135	235,980	101,042	91,010
	2,853,537	1,692,976	801,510	739,927

Estimated monetary value of benefits-in-kind provided by the Group to the Directors of the Company is RM9,250 (2024: RM9,025).

30. CAPITAL AND FINANCIAL RISK MANAGEMENT ➤

(a) Capital management

The primary objective of the capital management of the Group is to ensure that entities of the Group would be able to continue as going concerns while maximising the return to shareholders through the optimisation of the debt and equity balance. The overall strategy of the Group remains unchanged from that in the previous financial year.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. In order to maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objective, policies or processes during the financial years ended 30 June 2025 and 30 June 2024.

The Group considers its total equity, total borrowings and total lease liabilities to be the key components of its capital structure and may, from time to time, adjust the dividend payouts, purchase own shares, issue new shares, sell assets, raise or redeem debts, where necessary, to maintain an optimal capital structure. The Group monitors capital using a debt-to-equity ratio, which is calculated as total borrowings and lease liabilities divided by total equity as follows:

	Group		Company	
	2025	2024	2025	2024
	RM	RM	RM	RM
Total borrowings (Note 15)	17,878,517	7,362,442	129,883	1,138
Total lease liabilities (Note 6)	3,855,642	2,550,038	0	0
Total debts	21,734,159	9,912,480	129,883	1,138
Total equity	126,537,691	102,535,952	113,167,878	96,295,184
Debt-to-equity ratio	0.17 : 1	0.10 : 1	0.00115 : 1	0.00001 : 1

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

30. CAPITAL AND FINANCIAL RISK MANAGEMENT (cont'd) ➤

(a) Capital management (cont'd)

Pursuant to the requirements of Practice Note No. 17/2005 of the Bursa Malaysia Securities, the Group is required to maintain a consolidated shareholders' equity of more than twenty-five percent (25%) of the issued and paid-up capital (excluding treasury shares, if any) and such shareholders' equity is not less than RM40,000,000. The Company has complied with this requirement for the financial year ended 30 June 2025.

(b) Financial risk management

The financial risk management objective of the Group is to optimise value creation for shareholders whilst minimising potential adverse impact arising from fluctuations in foreign currency exchange and interest rates and the unpredictability of the financial markets.

The Group is exposed mainly to credit risk, liquidity and cash flow risk, interest rate risk and foreign currency risk. Information on the management of the related exposures is detailed below:

(i) Credit risk

Cash deposits and trade receivables could give rise to credit risk which requires the loss to be recognised if a counter party fails to perform as contracted. The counter parties are organisations that the Group has dealt with for numerous years, and with whom the Group maintains regular visits and communications. It is the policy of the Group to monitor the financial standing of these counter parties on an ongoing basis to ensure that the Group is exposed to minimal credit risk.

The primary exposure of the Group to credit risk arises through its trade receivables. The trading terms of the Group with its customers are mainly on credit. The credit period generally ranged from fourteen (14) days to six (6) months for major customers. Each customer has a maximum credit limit and the Group seeks to maintain control over its outstanding receivables via a credit control department to minimise credit risk. Overdue balances are reviewed regularly by senior management.

Exposure to credit risk

At the end of each reporting period, the maximum exposure of the Group to credit risk is represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

Credit risk concentration profile

The credit risk concentration profile has been disclosed in Note 11 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

30. CAPITAL AND FINANCIAL RISK MANAGEMENT (cont'd) ➤

(b) Financial risk management (cont'd)

The Group is exposed mainly to credit risk, liquidity and cash flow risk, interest rate risk and foreign currency risk. Information on the management of the related exposures is detailed below (cont'd):

(ii) Liquidity and cash flow risk

Liquidity and cash flow risk is the risk that the Group will encounter difficulty in meeting their financial obligation due to shortage of funds. The exposure of the Group to liquidity and cash flow risk arises primarily from mismatches of maturities of financial assets and financial liabilities.

The Group actively manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that all operating, investing and financing needs are met. In executing its liquidity risk management strategy, the Group measures and forecasts its cash commitments and maintains a level of cash and cash equivalents deemed adequate to finance the activities of the Group. In addition, the Group strives to maintain available banking facilities at a reasonable level to meet its business needs.

The analysis of financial instruments by remaining contractual maturities has been disclosed in Note 6, Note 15 and Note 19 to the financial statements respectively.

(iii) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the financial instruments of the Group will fluctuate because of changes in market interest rates.

The exposure of the Group to interest rates risks arises primarily from their bank borrowings. Bank borrowings at floating rates expose the Group to cash flow interest rate risk.

The interest rate profile and sensitivity analysis of interest rate risk have been disclosed in Note 6, Note 11, Note 12 and Note 15 to the financial statements respectively.

(iv) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument would fluctuate because of changes in foreign exchange rates.

The Group has transactional currency exposures mainly arising from sales that are priced in Ringgit Malaysia but denominated in the currencies of the customers involved.

The sensitivity analysis for foreign currency risk has been disclosed in Note 11, Note 12, Note 19 and Note 20 to the financial statements respectively.

31. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR ➤

- (a) On 9 September 2024, the Company undertook a renounceable RI exercise of up to 147,317,119 new ordinary shares ("rights share") at an issue price of RM0.18 per rights share, on the basis of three (3) rights shares for every five (5) existing shares held in the Company.
- (b) On 30 October 2024, the Group had completed the acquisition of 2,049,402 ordinary shares, representing 100% of the equity interest in Unigenius Holding Sdn. Bhd. with a purchase consideration of RM33,000,000 satisfied via a combination of cash of RM18,000,000 and the balance of RM15,000,000 via issuance of Redeemable Preference Shares ("RPS") at an issue price of RM1 per RPS.

NOTES TO THE FINANCIAL STATEMENTS (cont'd)

30 June 2025

32. ADOPTION OF NEW MFRSs AND AMENDMENTS TO MFRSs ➤

32.1 New MFRSs adopted during the financial year

The Group and the Company adopted the following Standards of the MFRS Framework that were issued by the Malaysian Accounting Standards Board ('MASB') during the financial year:

Title	Effective Date
Amendments to MFRS 16 <i>Lease Liability in a Sale and Leaseback</i>	1 January 2024
Amendments to MFRS 101 <i>Classification of Liabilities as Current or Non-current</i>	1 January 2024
Amendments to MFRS 101 <i>Non-current Liabilities with Covenants</i>	1 January 2024
Amendments to MFRS 107 and MFRS 7 <i>Supplier Finance Arrangements</i>	1 January 2024

Adoption of the above Standards and Amendments to the Standards did not have any material effect on the financial performance or position of the Group and of the Company during the financial year.

32.2 New MFRSs that have been issued, but only effective for annual periods beginning on or after 1 January 2025

The following are Standards of the MFRS Framework that have been issued by the MASB but have not been early adopted by the Group and the Company:

Title	Effective Date
Amendments to MFRS 121 <i>Lack of Exchangeability</i>	1 January 2025
Amendments to MFRS 9 and MFRS 7 <i>Amendments to the Classification and Measurement of Financial Instruments</i>	1 January 2026
<i>Annual Improvements to MFRS Accounting Standards - Volume 11</i>	1 January 2026
Amendments to MFRS 9 and MFRS 7 <i>Contracts Referencing Nature-dependent Electricity</i>	1 January 2026
MFRS 18 <i>Presentation and Disclosure in Financial Statements</i>	1 January 2027
MFRS 19 <i>Subsidiaries without Public Accountability: Disclosures</i>	1 January 2027
Amendments to MFRS 10 and MFRS 128 <i>Sale or Contribution of Assets between an Investor and its Associate or Joint Venture</i>	Deferred

The Group and the Company are in the process of assessing the impact of implementing these Standards and Amendments, since the effects would only be observable for the future financial years.

33. STATUTORY DISCLOSURES ➤

Pursuant to Section 249(4)(e) of Companies Act 2016, details of auditors' remuneration payable by the Group and the Company during the financial year were as follows:

	Group		Company	
	2025 RM	2024 RM	2025 RM	2024 RM
Statutory audit				
- BDO PLT	160,300	112,200	37,800	19,500
- Other auditor	59,000	0	0	0
Non-audit related services				
- BDO PLT	4,500	4,000	4,500	4,000
	223,800	116,200	42,300	23,500

SHARE BUY-BACK STATEMENT

1. Introduction

The shareholders of CWG Holdings Berhad ("CWG" or "the Company") had at the 8th Annual General Meeting ("AGM") of the Company held on 27 November 2024, granted approval for the Directors of the Company to purchase its own ordinary shares in CWG ("Shares") of up to ten percent (10%) of the total number of issued Shares at any point of time through Bursa Malaysia Securities Berhad ("Bursa Securities").

The aforesaid mandate shall lapse at the conclusion of the forthcoming 9th AGM unless the approval for its renewal is obtained from the shareholders at the forthcoming 9th AGM.

On 1 October 2025, the Company announced to Bursa Securities that the Company proposes to seek shareholders' approval on the renewal of the proposed share buy-back at the forthcoming 9th AGM.

The purpose of this Share Buy-Back Statement ("Statement") is to provide you with the details of the Proposed Renewal of Share Buy-Back as well as set out the recommendation of the Board of Directors of the Company ("Board") and to seek your approval for the ordinary resolution in respect of the Proposed Renewal of Share Buy-Back Authority to be tabled at the forthcoming AGM of the Company.

YOU ARE ADVISED TO READ AND CAREFULLY CONSIDER THE CONTENTS OF THIS STATEMENT BEFORE VOTING ON THE ORDINARY RESOLUTION TO GIVE EFFECT TO THE PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY AT THE FORTHCOMING AGM.

2. Disclaimer statement

This Statement is important and if you are in any doubt as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other professional adviser immediately.

Bursa Securities has not perused this Statement prior its issuance, and hence, takes no responsibility for the contents of this Statement, makes no representation as to its accuracy or completeness and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the content of the Statement.

3. Details of the Proposed Renewal of Share Buy-Back

We are proposing to seek your approval to purchase Shares of up to ten percent (10%) of the total number of issued Shares of the Company at any point in time, subject to compliance with Section 127 of the Companies Act 2016 ("Act"), Chapter 12 of the Main Market Listing Requirements of Bursa Securities ("Listing Requirements"), the Malaysian Code on Take-Overs and Mergers 2016 ("Code") and any prevailing laws, rules, regulations, orders, guidelines and requirements issued by the relevant authorities (collectively "Prevailing Laws") at the time of purchase(s).

The maximum aggregate number of Shares which may be purchased by the Company shall not exceed ten percent (10%) of the total number of issued Shares at any point in time.

As at 29 September 2025, being the latest practicable date ("LPD"), the Company's issued share capital is RM96,031,033.20 comprising 262,369,088 Shares. The maximum number of Shares that can be purchased and/or held by the Company will be as follows:-

	No. of Shares
Total number of issued shares of CWG	262,369,088
10% of the total number of issued shares	26,236,909
Less: Treasury shares held by CWG	(446,500)
Maximum number of shares which may be purchased in respect of this Proposed Renewal of Share Buy-Back	<u>25,790,409</u>

SHARE BUY-BACK STATEMENT (cont'd)

3. Details of the Proposed Renewal of Share Buy-Back (cont'd)

The purchase of Shares under the Proposed Renewal of Share Buy-Back will be carried out through Bursa Securities via stockbroker(s) appointed by the Board.

The authority for the share buy-back will be effective upon the passing of the ordinary resolution for the Proposed Renewal of Share Buy-Back Authority at our forthcoming AGM to be convened until:

- (a) the conclusion of the next AGM, at which time the authority shall lapse unless by ordinary resolution passed at that AGM, the authority is renewed, either unconditionally or subject to conditions; or
- (b) the expiration of the period within which the next AGM is required by law to be held; or
- (c) the authority is revoked or varied by an ordinary resolution passed by you at a general meeting; whichever occurs first.

Your approval for the Proposed Renewal of Share Buy-Back does not impose an obligation on the Company to purchase its Shares. However, it will allow the Board to exercise the power of the Company to purchase its Shares at any time within the abovementioned time period.

4. Rationale for the Proposed Renewal of Share Buy-Back

The Proposed Renewal of Share Buy-Back, when implemented, would enable the Company to utilise its surplus financial resources to purchase its own shares when appropriate, and at prices which the Board view as favourable to the Company with a view to improve the earnings per Share of CWG Group ("the Group") and net asset per Share of the Company.

The Proposed Renewal of Share Buy-Back is not expected to have any potential material disadvantage to the Company and its shareholders as it will be exercised only after in-depth consideration of the financial resources of the Group and of the resultant impact on its shareholders.

(i) Advantages of the Proposed Renewal of Share Buy-Back

- (a) The Proposed Renewal of Share Buy-Back would effectively reduce the number of shares carrying voting and participation rights unless the Shares which are purchased by the Company pursuant to the Proposed Renewal of Share Buy-Back ("Purchased Shares") are resold on Bursa Securities or distributed as share dividends. Consequently, all else being equal, the earnings per share of the Group may be enhanced as the earnings of the Group would be divided by a reduced number of Shares.
- (b) The Purchased Shares which will be retained as treasury shares ("Treasury Shares") may potentially be resold on Bursa Securities at a higher price and therefore realising a potential gain in reserves without affecting the total issued share capital of the Company. The Treasury Shares may also be distributed to shareholders as dividends and, if undertaken, would serve as reward to the shareholders of the Company.
- (c) The Company may be able to stabilize the supply and demand of its Shares in the open market and thereby supporting its fundamental values.

(ii) Disadvantages of the Proposed Renewal of Share Buy-Back

- (a) The Proposed Renewal of Share Buy-Back, if implemented, would reduce the financial resources of the Group. This may result in the Group having to forgo better future investment or business opportunities and/or any interest income that may be derived from the deposit of such funds in interest bearing instruments; and
- (b) The Proposed Renewal of Share Buy-Back may also result in a reduction of financial resources available for distribution in the form of cash dividends to you as shareholders of CWG in the immediate future.

SHARE BUY-BACK STATEMENT (cont'd)

5. Source of funding

Paragraph 12.10(1) of the Listing Requirements stipulates that the Proposed Renewal of Share Buy-Back must be made wholly out of the retained profits of our Company. We intend to use internally generated funds to finance the Proposed Renewal of Share Buy-Back subject to compliance with Section 127 of the Act and any Prevailing Laws at the time of the purchase. Notwithstanding this, in the event the Proposed Renewal of Share Buy-Back (or any part of it) is to be financed through external borrowings, our Board will ensure that we have sufficient funds to repay such external borrowings.

Based on our latest audited consolidated financial statements for financial year ended 30 June 2025, the retained profits of our Company is approximately RM7,127,197. The maximum amount of funds to be allocated for the Proposed Renewal of Share Buy-Back shall not exceed the aggregate amount of the retained profits of the Company.

The Proposed Renewal of Share Buy-Back is not expected to have a material impact on the cash flow position of our Company. In addition, our Board will ensure that our Company satisfies the solvency test as stated in Section 112(2) of the Act before implementing the Proposed Renewal of Share Buy-Back. The actual number of Shares to be purchased, and the timing of such purchases will depend on, amongst others, the market conditions and sentiments of the stock market as well as our financial resources and retained profits.

6. Substantial shareholders and Directors' shareholding

Assuming CWG implements the Proposed Renewal of Share Buy-Back in full and there is no change in the number of shares held by the substantial shareholders and/or Directors of CWG as at LPD, the effect of the Share Buy-Back on the percentage shareholdings of the substantial shareholders and/or Directors of CWG are as follows:-

	Existing as at LPD [#]				After the Proposed Renewal of Share Buy-Back [^]			
	Direct		Indirect		Direct		Indirect	
Name	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Substantial Shareholders								
Ooi Chin Soon	46,880,000	17.90	-	-	46,880,000	19.85	-	-
Datuk Hong Choon Hau	46,459,072	17.74	-	-	46,459,072	19.68	-	-
ANB Equity Sdn. Bhd.	20,599,200	7.86	-	-	20,599,200	8.72	-	-
Lai Tjhin Tjhin	-	-	20,599,200 ⁽¹⁾	7.86	-	-	20,599,200 ⁽¹⁾	8.72
Directors								
Ooi Chin Soon	46,880,000	17.90	-	-	46,880,000	19.85	-	-
Tan Hing Ming @ Chin Hing Ming	-	-	-	-	-	-	-	-
Datuk Hong Choon Hau	46,459,072	17.74	-	-	46,459,072	19.68	-	-
Razmi Bin Alias	-	-	-	-	-	-	-	-
Loh Seong Yew	250,000	0.10	-	-	250,000	0.11	-	-
Ng Tiang Yong	2,026,880	0.77	-	-	2,026,880	0.86	-	-
Cheong Sing Yee	-	-	-	-	-	-	-	-

Notes:

[#] Based on total number of issued Shares of the Company (excluding 446,500 Treasury Shares).

[^] On the assumption that the Proposed Renewal of Share Buy-Back is implemented in full i.e. up to 10% of the total number of issued Shares of the Company, the Purchased Shares are held as treasury shares and that the shareholdings of the Directors and Substantial Shareholders in CWG remain unchanged.

(1) By virtue of her interest in ANB Equity Sdn. Bhd. pursuant to Section 8(4) of the Companies Act 2016.

SHARE BUY-BACK STATEMENT (cont'd)

7. Effects of the Proposed Renewal of Share Buy-Back

7.1 Share Capital

The effect of the Proposed Renewal of Share Buy-Back on the issued share capital of the Company will depend on whether the Purchased Shares are cancelled or retained as Treasury Shares. The Proposed Renewal of Share Buy-Back will result in a reduction of the issued shares capital of the Company if the Purchased Shares are cancelled.

In the event the Proposed Renewal of Share Buy-Back is carried out in full and all the Purchased Shares are cancelled, the present issued share capital of the Company will be reduced by the number of Shares so cancelled as follows:-

	<u>No. of Shares</u>
Existing share capital as at LPD (inclusive of the 446,500 Treasury Shares)	262,369,088
Assuming all the Purchased Shares pursuant to the Proposed Renewal of Share Buy-Back are cancelled	(26,236,909)
Resultant ordinary issued share capital	<u>236,132,179</u>

Conversely, if all the Purchased Shares are retained as Treasury Shares, the Proposed Renewal of Share Buy-Back will not have any effect on the issued share capital of CWG. Nevertheless, certain rights attached to the Purchased Shares are suspended while they are held as Treasury Shares.

7.2 Net Assets ("NA") per Share

The Proposed Renewal of Share Buy-Back may increase or decrease the NA per Share depending on the purchase price of the Shares bought back in comparison to the NA per Share at the time that the Shares are purchased.

If the Treasury Shares are distributed as share dividends, the NA per Share will decrease by the cost of the Treasury Shares at the point of purchase.

In the event the Purchased Shares which are retained as Treasury Shares are resold, the NA per Share of the Group will increase or decrease depend on whether a gain or a loss is realised upon the resale. However, the quantum of the increase or decrease in NA per Share will depend on the actual selling price of the Treasury Shares and the number of Treasury Shares resold to Bursa Securities.

7.3 Earnings and Earnings per Share ("EPS")

The Proposed Renewal of Share Buy-Back may increase or reduce the EPS of the Group, depending on the number of and prices paid for the Purchased Shares, the effective funding cost to CWG to finance the purchase of such Shares, or any loss in interest income to CWG or opportunity cost in relation to other investment opportunities as well as the proposed treatment of the Purchased Shares.

Assuming that the Purchased Shares are retained as Treasury Shares and subsequently resold, the extent of the effects on the earnings of the Group will depend on the actual selling price, the number of Treasury Shares resold and the effective gain arising from the exercise.

If the Purchased Shares are cancelled, the Proposed Renewal of Share Buy-Back shall increase the EPS of the Group provided that the income forgone and interest expense incurred on the Purchased Shares are less than the EPS before the share purchase.

7.4 Dividends

The Proposed Renewal of Share Buy-Back is not expected to have any impact on the dividend payment as the Board will take into consideration the Company's profit, cash flow and the capital commitments before proposing any dividend payment. However, the Board will have the option of distributing the Treasury Shares as share dividends to you subject to Section 131(1) of the Act, where a company may only make a distribution to the shareholders out of profits of the company available if the company is solvent.

SHARE BUY-BACK STATEMENT (cont'd)

8. Implication of the Code

In the event the Proposed Renewal of Share Buy-Back results in any Director, Major Shareholder and/or parties acting in concert with him/them triggering a mandatory offer obligation under the Code, the affected Director or Major Shareholder will be obliged to make a mandatory offer for the remaining shares in the Company not held by him/them. However, an exemption may be sought from the Securities Commission by the affected Director or Major Shareholder under Section 219 the Capital Market Services Act before a mandatory offer obligation is triggered.

However, it is not the intention of the Company to cause any shareholder to trigger an obligation to undertake a mandatory general offer under the Code. The Company will be mindful of the above implications of the Code in making any purchase of its own shares pursuant to the Proposed Renewal of Share Buy-Back.

9. Regulatory Requirements

The Proposed Renewal of Share Buy-Back is subject to compliance with Section 127 of the Act, the Listing Requirements and any prevailing laws, rules, regulations, orders, guidelines and requirements issued by the relevant authorities at the time of the purchase.

Pursuant to the Listing Requirements, the Proposed Renewal of Share Buy-Back is subject to, inter-alia, the following rules:

- The public shareholding spread of twenty-five per cent (25%) of total listed Shares of the Company (excluding treasury shares) is to be maintained at all times;
- The purchase price of Shares on the Bursa Securities cannot be more than fifteen per cent (15%) above the weighted average market price for the Shares for the five (5) market days immediately before the purchase;
- An immediate announcement will be made to Bursa Securities on any purchase of its own Shares as well as any resale or cancellation of the Shares purchased; and
- If subsequently resold on Bursa Securities, the Company may only resell the Shares purchased at:
 - (a) a price which is not less than the weighted average market price for the Shares for the five (5) market days immediately before the resale; or
 - (b) a discounted price of not more than five per cent (5%) to the weighted average market price of the Shares for the five (5) market days immediately before the resale provided that:
 - (i) the resale takes place no earlier than thirty (30) days from the date of purchase; and
 - (ii) the resale price is not less than the cost of purchase of the Shares being resold.

10. Ranking of the Shares Purchased

While the Purchased Shares are held as treasury shares, the rights attached to them in relation to voting, dividends and participation in other distributions or otherwise would be suspended and the treasury shares shall not be taken into account in calculating the number or percentage of CWG Shares for any purposes including, without limiting the generality of Section 127 of the Act, the provisions of any law or requirements of the Constitution of the Company or the Listing Requirements on substantial shareholdings, takeovers, notices, the requisitioning of meetings, the quorum for a meeting and the result of a vote on a resolution at a meeting.

11. Purchase, Resale or Transfer and Cancellation of CWG Shares in the Preceding Twelve (12) Months

As at LPD, the Company holds 446,500 CWG Shares as Treasury Shares. The Company has not purchased, resold, transferred and/or cancelled any CWG Shares in the preceding twelve (12) months.

SHARE BUY-BACK STATEMENT (cont'd)

12. Historical share prices

The monthly highest and lowest market prices of Shares traded on Bursa Securities in the preceding twelve (12) months were as follows:-

Month	Highest RM	Lowest RM
October 2024	0.245	0.200
November 2024	0.240	0.200
December 2024	0.210	0.195
January 2025	0.205	0.190
February 2025	0.215	0.190
March 2025	0.200	0.185
April 2025	0.180	0.170
May 2025	0.180	0.170
June 2025	0.175	0.165
July 2025	0.170	0.160
August 2025	0.195	0.165
September 2025	0.195	0.175

Last transacted market price as at LPD was RM0.195 per share prior to the printing of this Statement.

(Source: www.investing.com)

13. Proposed intention of the Directors to deal with the Shares bought back

All the Purchased Shares, when the Proposed Renewal of Share Buy-Back is exercised, shall be dealt with in the following manner:

- cancel the Shares so purchased;
- retain the Shares so purchased in treasury for distribution as dividend to the shareholders and/or resell on the market of the Bursa Securities or subsequently cancelled;
- resell the Shares or any of the Shares in accordance with the relevant rules of Bursa Securities;
- retain part of the shares so purchased as Treasury Shares and cancel the remainder; or
- in such other manner as the Bursa Securities and such other relevant authorities may allow from time to time.

14. Public shareholding spread

According to the Record of Depositors maintained by Bursa Malaysia Depository Sdn. Bhd. as at LPD, the public shareholding spread of the Company was approximately 55.63%. In this regard, the Board undertakes to purchase shares only to the extent that the public shareholding spread of CWG shall not fall below 25% of the total number of issued shares of the Company at all times pursuant to the Proposed Renewal of Share Buy-Back, in accordance with Paragraph 12.14 of the Listing Requirements.

15. Directors' statement

After taking into consideration all relevant factors, the Board is of the opinion that the Proposed Renewal of Share Buy-Back described above is in the best interest of the Company.

16. Directors' recommendation

The Board recommends that you vote in favour of the ordinary resolution to be tabled at the forthcoming 9th AGM of the Company to give effect to the Proposed Renewal of Share Buy-Back.

17. Responsibility statement

This Statement has been seen and approved by the Board and they collectively and individually accept full responsibility for the accuracy of the information given herein and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement herein misleading.

SHARE BUY-BACK STATEMENT (cont'd)

18. Documents available for inspection

Copies of the following documents are available for inspection at the Registered Office of the Company during working hours from Mondays to Fridays (except Public Holidays) from the date of this Annual Report up to and including the date of 9th AGM:

- (a) the Constitution of the Company; and
- (b) the Audited Financial Statements of the Group for past two (2) financial years ended 30 June 2024 and 30 June 2025.

19. Further information

There is no other information concerning the Proposed Renewal of Share Buy-Back as shareholders and other professional advisers would reasonably require and expect to find in this Statement for the purpose of making informed assessment as to the merits of approving the Proposed Renewal of Share Buy-Back and the extent of the risks involved in doing so.

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 9th Annual General Meeting ("AGM") of the Company will be held at Crowne Plaza Penang Straits City, Jalan Bagan Luar, Bandar Selat, 12000 Butterworth, Pulau Pinang on Wednesday, 26 November 2025 at 11.00 am for the following purposes:

AGENDA

AS ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 30 June 2025 together with the Reports of the Directors and Auditors thereon.
2. To approve the payment of first and final single-tier dividend of 0.5 sen for the financial year ended 30 June 2025.
3. To re-elect the following Directors retiring in accordance with the Company's Constitution and being eligible, have offered themselves for re-election:
 - (i) Ooi Chin Soon - Clause 78
 - (ii) Loh Seong Yew - Clause 78
4. To approve the payment of Directors' fees and benefits payable up to RM500,000 for the period commencing from this AGM until the next AGM of the Company.
5. To re-appoint Messrs. BDO PLT as Auditors of the Company for the ensuing year and to authorise the Directors to fix their remuneration.

Please refer to the Explanatory Notes

Ordinary Resolution 1

Ordinary Resolution 2

Ordinary Resolution 3

Ordinary Resolution 4

Ordinary Resolution 5

AS SPECIAL BUSINESS

To consider and if thought fit, to pass the following Ordinary Resolutions with or without modifications:

6. AUTHORITY TO ISSUE SHARES PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016

"THAT pursuant to Sections 75 and 76 of the Companies Act 2016 and subject always to the approval of all the relevant regulatory authorities, the Board of Directors of the Company be and is hereby authorised to issue and allot from time to time such number of shares of the Company upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, PROVIDED ALWAYS THAT the aggregate number of shares to be issued does not exceed 10% of the total number of issued shares of the Company for the time being.

AND THAT the Directors are also empowered to obtain the approval from Bursa Malaysia Securities Berhad ("Bursa Securities") for the listing of and quotation for the additional shares so issued and that such authority shall continue to be in force until the conclusion of the next AGM of the Company or the expiration of the period within which the next AGM is required by law to be held or revoked/varied by resolution passed by the shareholders in general meeting whichever is the earlier."

Ordinary Resolution 6

7. PROPOSED RENEWAL OF SHARE BUY-BACK AUTHORITY

"THAT, subject always to the Companies Act 2016, the provisions of the Constitution of the Company, the Main Market Listing Requirements of Bursa Securities and all other applicable laws, guidelines, rules and regulations, the Company be and is hereby authorised, to the fullest extent permitted by law, to purchase such amount of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities upon such terms and conditions as the Directors may deem fit and expedient in the interest of the Company provided that:

- (i) the aggregate number of shares purchased does not exceed 10% of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase;
- (ii) the maximum fund to be allocated by the Company for the purpose of purchasing the shares shall not exceed the retained profits of the Company. As at the latest financial year ended 30 June 2025, the audited retained profits of the Company stood at RM7,127,197; and

Ordinary Resolution 7

NOTICE OF ANNUAL GENERAL MEETING (cont'd)

- (iii) the authority conferred by this resolution will commence after the passing of this ordinary resolution and will continue to be in force until:
 - (a) the conclusion of the next AGM at which time it shall lapse unless by ordinary resolution passed at the meeting, the authority is renewed, either unconditionally or subject to conditions;
 - (b) the expiration of the period within which the next AGM after that date is required by law to be held; or
 - (c) revoked or varied by ordinary resolution passed by the shareholders of the Company in a general meeting, whichever occurs first.

AND THAT upon completion of the purchase(s) of the ordinary shares of the Company, the Directors of the Company be and are hereby authorised to deal with the ordinary shares so purchased in the following manners:-

- (i) to cancel the ordinary shares so purchased; or
- (ii) to retain the ordinary shares so purchased as treasury shares for distribution as dividend to shareholders and/or resell on Bursa Securities or subsequently cancelled; or
- (iii) to retain part of the ordinary shares so purchased as treasury shares and cancel the remainder; or
- (iv) in such other manner as the Bursa Securities and such other relevant authorities may allow from time to time.

AND THAT the Directors of the Company be and are hereby authorised to take all such steps as are necessary or expedient to implement, finalise or to effect the aforesaid share buy-back with full powers to assent to any conditions, modifications, variations, and/or amendments as may be required or imposed by the relevant authorities and to do all such acts and things (including executing all documents) as the Board may deem fit and expedient in the best interest of the Company."

8. RETENTION OF INDEPENDENT NON-EXECUTIVE DIRECTOR

"THAT Razmi Bin Alias who would have served as the Independent Non-Executive Director of the Company for a cumulative term of more than nine (9) years, be and is hereby retained as the Independent Non-Executive Director of the Company."

- 9. To transact any other business of which due notice shall have been given in accordance with Companies Act 2016 and the Company's Constitution.

Ordinary Resolution 8

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS ALSO HEREBY GIVEN THAT subject to the approval of the shareholders, the first and final single-tier dividend of 0.5 sen for the financial year ended 30 June 2025 will be paid on 22 December 2025 to depositors registered in the Record of Depositors at the close of business on 1 December 2025.

A depositor shall qualify for the entitlement only in respect of:

- (a) Shares transferred to the Depositor's Securities Account before 4.30 pm on 1 December 2025 in respect of ordinary transfers; and
- (b) Shares bought on the Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of the Bursa Malaysia Securities Berhad.

By Order of the Board

Hing Poe Pyng (MAICSA 7053526) (SSM PC No. 202008001322)
Leng Li Mei (MAICSA 7062371) (SSM PC No. 202008000276)

Company Secretaries
Penang

28 October 2025

NOTICE OF ANNUAL GENERAL MEETING (cont'd)

Notes:

1. A proxy may but need not be a member of the Company and a member shall be entitled to appoint up to two (2) persons to be his proxy(ies). Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
2. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991 ("SICDA"), it may appoint up to two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
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 (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
4. The instrument appointing a proxy shall be in writing under the hand of the appointor or of his attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's seal or under the hand of an officer or attorney duly authorised.
5. The appointment of a proxy may be made in a hard copy form or by electronic means in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the meeting:
 - (i) In hard copy form
The proxy form must be deposited at the Company's Registered Office at 6428, Lorong Mak Mandin Tiga, Mak Mandin Industrial Estate, 13400 Butterworth, Penang, Malaysia.
 - (ii) By electronic means
The proxy form can be electronically submitted to the Share Registrar of the Company at <https://srmy.vistra.com>. Please refer to the Administrative Guide on the procedure of electronic submission of proxy form via Vistra Share Registry and IPO (MY) portal ("The Portal").
6. In respect of deposited securities, only members whose names appear on the Record of Depositors on 18 November 2025 (General Meeting Record of Depositors) shall be eligible to attend the meeting or appoint proxy(ies) to attend and/or vote on his behalf.

Explanatory Notes on Ordinary and Special Business:

1. Item 1 of the Agenda - Receipt of Reports and Audited Financial Statements

This item is meant for discussion only as the provision of Section 340(1)(a) of the Companies Act 2016 does not require shareholders' approval for the audited financial statements. Hence, this item on the Agenda is not put forward for voting.

2. Ordinary Resolution 1 - First and Final Single-tier Dividend

In line with the Board's commitment to reward shareholders for their continued support, the Board has recommended a first and final single tier dividend of 0.5 sen per ordinary share for the financial year ended 30 June 2025, as set out in Ordinary Resolution 1. If approved, the dividend will be paid on 22 December 2025 to shareholders whose names appear in the Record of Depositors on 1 December 2025.

3. Ordinary Resolutions 2 and 3 - Re-election of Retiring Directors

Mr. Ooi Chin Soon and Mr. Loh Seong Yew are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election at the 9th AGM. Their profiles are set out under the Profile of Directors in the Annual Report 2025.

The Nomination and Remuneration Committee ("NRC") has conducted annual assessment for the retiring Directors. Based on the results of the assessment, the Board was satisfied with their performance and contribution to the Group. The process and criteria used in the assessment have been duly elaborated in the Corporate Governance Overview Statement in the Annual Report 2025.

With the recommendation from the NRC, the Board supports the re-election of the retiring Directors.

NOTICE OF ANNUAL GENERAL MEETING (cont'd)

Explanatory Notes on Ordinary and Special Business: (cont'd)

4. Ordinary Resolution 4 - Directors' Fees and Benefits

The proposed Ordinary Resolution 4, if passed, will facilitate the payment of the Directors' fees and benefits to the Directors for the period commencing this AGM through to the next AGM.

The Directors' fees and benefits proposed for the period commencing this AGM up to the next AGM are calculated based on the number of scheduled Board and Board Committees' meetings. The Board will seek approval from the shareholders at the next AGM in the event the Directors' fees and benefits proposed is insufficient due to an increase in the number of the Board and Board Committees' meetings and/or increase in the Board size and/or revision to the existing Directors' fees and benefits structure.

5. Ordinary Resolution 5 - Re-appointment of Auditors

Based on the results of the Performance Appraisal of External Auditors for the financial year ended 30 June 2025, the Audit Committee and the Board of the Company at both meetings held on 27 August 2025, were satisfied with the quality of service, sufficiency of resources provided, communication and interaction skills and independence, objectivity and professionalism demonstrated by the External Auditors, BDO PLT in carrying out their functions.

The Board, at the recommendation of the Audit Committee, endorsed the re-appointment of BDO PLT as External Auditors of the Company for the financial year ending 30 June 2026, to be presented to the shareholders for approval.

6. Ordinary Resolution 6 - Authority to Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016

The proposed Ordinary Resolution 6 is for the purpose of granting a renewed general mandate ("General Mandate"), if passed, will give authority to the Directors to issue and allot shares up to 10% of the total number of issued shares of the Company at any time in their absolute discretion and that such authority shall continue in force until the conclusion of the next AGM of the Company or the expiration of the period within which the next AGM is required by law to be held or revoked/varied by resolution passed by the shareholders in general meeting whichever is the earlier.

The General Mandate 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 future investment project(s), working capital and/or acquisitions.

As at the date of this notice, there were no new shares issued pursuant to the mandate granted to the Directors at the 8th AGM held on 27 November 2024 and which will lapse at the conclusion of the 9th AGM.

7. Ordinary Resolution 7 - Proposed Renewal of Share Buy-Back Authority

The proposed Ordinary Resolution 7, if passed, will empower the Directors of the Company to purchase the Company's own shares up to 10% of the total issued shares of the Company by utilising the funds allocated which shall not exceed the total retained profits of the Company. This authority, unless revoked or varied at a general meeting, will expire at the conclusion of the next AGM of the Company. Further information on the proposed resolution is set out in the Share Buy-Back Statement in the Annual Report 2025.

8. Ordinary Resolution 8 – Retention of Independent Non-Executive Director

The proposed Ordinary Resolution 8, if passed, will allow En. Razmi Bin Alias to be retained as the Independent Non-Executive Director ("INED") of the Company. The Board, through the NRC, has conducted the annual performance evaluation and assessment of En. Razmi Bin Alias, who would have served as the INED of the Company for a cumulative term of more than nine (9) years, and has recommended his continuation in that role based on the justifications set out in the Corporate Governance Overview Statement in the Annual Report 2025.

Pursuant to Practice 5.3 of the Malaysian Code on Corporate Governance, the retention of En. Razmi Bin Alias as the INED is subject to shareholders' approval through a two-tier voting process.

Statement Accompanying Notice of Annual General Meeting

(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements)

1. No individual is standing for election as a Director at the forthcoming 9th AGM of the Company.
2. Detailed information on the general mandate for the issuance of securities pursuant to Paragraph 6.03(3) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad is set out in the Explanatory Notes on Special Business (Proposed Ordinary Resolution 6) of the Notice of the 9th AGM of the Company.

Personal Data Privacy

By submitting the duly executed proxy form, the member and his/her proxy consent to the Company and/or its agents/service providers to collect, use and disclose the personal data therein in accordance with the Personal Data Protection Act 2010, for the purpose of the Annual General Meeting of the Company and any adjournment thereof.



PROXY FORM

CWG HOLDINGS BERHAD

201601035444 (1206385-W)

No. of Shares Held

CDS Account No.

Tel./Mobile No.: _____
(During office hours)

*I/We, _____
(Full name in block) *NRIC/Passport/Company No. _____

of _____
(Address)

being a member(s) of CWG Holdings Berhad, hereby appoint(s) the following person(s):-

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email Address			
Tel. / Mobile Phone No.			

*and/or

Full Name (in Block)	NRIC/Passport No.	Proportion of Shareholdings	
		No. of Shares	%
Address			
Email Address			
Tel. / Mobile Phone No.			

or failing him/her, the Chairman of the Meeting as *my/our proxy/proxies to attend and vote for *me/us and on *my/our behalf at the 9th Annual General Meeting ("AGM") of the Company to be held at Crowne Plaza Penang Straits City, Jalan Bagan Luar, Bandar Selat, 12000 Butterworth, Pulau Pinang on Wednesday, 26 November 2025 at 11.00 am or any adjournment thereof in the manner as indicated below:-

Ordinary Resolutions		First Proxy		Second Proxy	
		For	Against	For	Against
1	Payment of a First and Final Single-tier Dividend				
2	Re-election of Ooi Chin Soon				
3	Re-election of Loh Seong Yew				
4	Approval of Payment of Directors' fees and Benefits Payable up to RM500,000 for the Period from this AGM to the Next AGM				
5	Re-appointment of Messrs. BDO PLT as Auditors of the Company				
6	Authority to Issue Shares				
7	Proposed Renewal of Share Buy-Back Authority				
8	Retention of Independent Non-Executive Director				

Please indicate with an "X" in the appropriate space above on how you wish your vote to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion.

Dated this _____ day of _____, 2025

*Signature/Common Seal of Member

**Delete if not applicable*

Notes:

1. A proxy may but need not be a member of the Company and a member shall be entitled to appoint up to two (2) persons to be his proxy(ies). Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
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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 (1) securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under SICDA which is exempted from compliance with the provisions of subsection 25A(1) of SICDA.
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Fold here for sealing

STAMP

CWG HOLDINGS BERHAD
201601035444 (1206385-W)

The Company Secretaries
6428, Lorong Mak Mandin Tiga
Mak Mandin Industrial Estate
13400 Butterworth, Penang

Fold here



CWG HOLDINGS BERHAD 201601035444 (1206385-W)

6428, Lorong Mak Mandin Tiga, Mak Mandin Industrial Estate
13400 Butterworth, Penang, Malaysia
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