ANNUAL REPORT

ARRIS HOLDINGS BERHAD

(201501013383 (1138715 - H))
(Incorporated in Malaysia)

REPORTS AND FINANCIAL STATEMENTS
FOR THE FINANCIAL YEAR ENDED
30 JUNE 2023

2023

CONTENTS

GROUP FINANCIAL HIGHLIGHTS

	As at 30.6.2023	As at 30.6.2022	As at 30.6.2021	As at 31.12.2019	As at 31.12.2018
	RM	RM	RM	RM	RM
Revenue	877,962	831,205	1,220,215	-	-
Profit/(Loss) Before Taxation	636,991	547,842	1,401,122	(158,462)	(203,636)
Profit/(Loss) After Taxation	473,513	402,868	1,205,037	(158,462)	(203,636)
Total Assets	27,250,045	26,678,052	26,189,466	39,077	122,351
Total Liabilities	1,112,366	1,018,130	928,682	216,824	348,800
Total Equity	26,137,679	25,659,922	25,260,784	(177,747)	(226,449)
Basic Earnings Per Share (Sen)	0.62	0.53	1.58	-	-

CORPORATE GOVERNANCE

This statement summarises the main corporate governance practices of Arris Holdings Berhad.

The Board of Directors is primarily responsible for creating, protecting and delivering long term shareholder value. This is achieved through the application of appropriate corporate governance policies and procedures relevant to the size of the Group and the scale of its operations. The Directors are committed to maintain a Board that is highly skilled, experienced and capable of fulfilling its obligations.

The Company currently has in place various corporate governance policies and charters, as described below and which are available in a dedicated corporate governance section of the Company's website.

Principle 1 - Lay Solid Foundations For Management And Oversight

1. Board and management functions

The roles and responsibilities of the Board and management are set out in the Board Charter, which will be available on the Company's website.

The Board of Directors is responsible for the corporate governance of the Group and operates in accordance with the principles set out in the Board Charter.

The Board Charter also provides for the Company's statement of delegated authority to set out the Company's policy relevant to the delegation of authority to management to conduct the day to day management of the Company.

The Company recognises that the roles and functions of the Board must necessarily be flexible to deliver the Company's objectives.

2. Electing or re-electing a director

The process of appointment and re-election is set out in the Board Charter. The Company will undertake appropriate checks before appointing a person, or putting forward to shareholders a candidate for election as a director. The Board will provide shareholders with all material information in the possession of the company to enable shareholders to make an informed decision on the appointment and re-election of directors.

3. Director and senior executive agreements

The Company has a written agreement with each director and senior executive setting out the terms of their appointment.

4. Company secretary

The Company secretary is appointed and removed by the Board and reports to, and is directly accountable to, the Board, through the Chair, on all matters to do with the proper functioning of the Board.

CORPORATE GOVERNANCE (Continued)

Principle 1 - Lay Solid Foundations For Management And Oversight (Continued)

5. Diversity policy

The Company does not currently have a diversity policy but is committed to developing a business model that values and achieves diversity on its workforce and on its Board. The company intends to develop a diversity policy which will be announced to NSX is due course and will be made available on the Company's website. Management will monitor and report to the Board in the Company's progress on the development of its diversity policy.

6. Performance evaluation

The Board is responsible for the evaluation and review of the performance of the Board and its committees (if any) and Senior Executives.

The Chair is primarily responsible for the evaluation and review of the performance of individual non-executive directors. The Chair should disclose the process for evaluating the performance of those directors.

The Board (other than the Chair) is responsible for the evaluation and review of the performance of the Chair and review of the effectiveness and program of Board meetings. The process of the performance evaluation of the Board, its committees (if any), directors and senior executives, generally involves an internal review. From time to time as the Company's needs and circumstances require, the Board may commission an external review of the Board, and its composition.

Principle 2 - Structure The Board To Add Value

1. Nomination committee and board skills matrix

The Company believes it is not of a size to justify a Nomination Committee. If vacancies arise on the Board, all directors are involved in search and recruitment. The Board seeks to achieve a balance of entrepreneurial, capital markets, technical, operational, commercial and financial skills from the resources industry and broader business backgrounds. The Board will establish a skills matrix setting out the mix of skills and diversity that the Board currently has or is seeking to acquire.

2. Independence of directors

The Board comprises two executive directors (Mr. Lim Hock Loh and Ms. Por Yan Chew) and one non-executive director (Dato' Lawrence Teo). The executive directors are substantial shareholders of the Company and are not considered to be independent directors in terms of the ASX Corporate Governance Council's discussion of independent status. Despite this relationship, the Board believes that Mr. Lim Hock Loh and Ms. Por Yan Chew are able and will make quality and independent judgments in the best interests of the Company on all relevant issues before the Board. Dato' Lawrence Teo is considered to be non-independent directors in terms of the ASX Corporate Governance Council's discussion of independent status.

The Chair is a non-executive director and the roles of Chair and Chief Executive Officer are exercised by different individuals.

CORPORATE GOVERNANCE (Continued)

Principle 2 - Structure The Board To Add Value (Continued)

2. Independence of directors (Continued)

Directors are entitled to seek independent professional advice at the Company's expense in the furtherance of their duties. Under the Company's M&A, no director except the Managing Director may hold office for a period in excess of three years or beyond the third annual general meeting following the director's election without being submitted for re-election. At every annual general meeting one third of the Directors or the number nearest to but not exceeding one third must retire from office and are eligible for re-election.

3. Director induction and development

Induction, training and continuing education arrangements are the subject of the terms and conditions of the appointment of members to the Board. The requirement for the Board to implement an appropriate induction and education process for new Board appointees and Senior Executives is set out in the Board Charter on the Company's website.

The process is designed to enable Board appointees and Senior Executives to gain a better understanding of the Company's financial, strategic, operational and risk management position; the rights, duties and responsibilities of the directors; the roles and responsibilities of Senior Executives; and the role of Board committees (if any).

Principle 3 - Act Ethically And Responsibly

1. Code of conduct

The Board has adopted a formal Code of Conduct to promote lawful, ethical and responsible decision-making by directors, management and employees. The Code promotes compliance with laws and regulation and avoidance of conflicts of interest, embraces the values of honesty, integrity, enterprise, excellence, accountability, justice, independence and equality of stakeholder opportunity. The Code of Conduct will be available on the Company's website.

Policy for trading in Company's securities The Board has adopted a policy on trading in the Company's securities by directors, senior executives and employees which raises awareness of the law in relation to insider trading, specifies blackout periods and provides notification protocols. The trading policy will be available on the Company's website.

Principle 4 - Safeguard Integrity In Corporate Reporting

1. Audit committee

The Company does not currently have an Audit Committee. The Board considers that the formation of an Audit Committee is not warranted at this time given the stage of the Company's development.

The Board will at some time consider forming an Audit Committee if the size of the Board increases and efficiencies may be derived from a formal committee structure.

CORPORATE GOVERNANCE (Continued)

Principle 4 - Safeguard Integrity In Corporate Reporting (Continued)

2. Financial statements

The Board as a whole acts as the Audit Committee and performs the functions thereof including the making sure that the financial records of the Company have been properly maintained and that the Company's financial statements comply with accounting standards and present a true and fair view of the Company's financial condition and operational results. This statement is required annually.

3. Auditor attendance at AGM

The opportunity for shareholders to question a listed entity's external auditor at the AGM is an important safeguard for the integrity of the corporate reporting process. For companies incorporated in Australia, such opportunity is provided by sections 250PA, 250RA and 250T of the Corporations Act. As the Company is established outside Australia, it is not subject to the provisions of the Corporations Act and there are no equivalent provisions under the law of its home jurisdiction. The Company will however make a representative of the auditor available at its AGM to enable shareholders to ask questions relevant to the audit.

Principle 5 - Make Timely And Balanced Disclosure

1. Continuous disclosure policy

The Board places a strong emphasis on full and appropriate disclosure and has adopted a Continuous Disclosure Policy to ensure timely and accurate disclosure of price-sensitive information to shareholders through the lodgement of announcements with NSX. Clear procedures govern the preparation, review and approval of all announcements. The Company's Continuous Disclosure Policy will be available on its website.

Principle 6 - Respect The Rights Of Security Holders

1. Communications policy

The Company is committed to open and accessible communication with its shareholders, employees, customers and other stakeholders. The Company will publish all relevant announcements on its website after NSX has acknowledged that the announcements have been released. The Continuous Disclosure Policy can be found on the Company's website. Subject to NSX disclosure rules, the Company communicates regularly with shareholders, brokers and analysts and will publish the information on its website.

2. Investor relations

The Board is responsible for the communication strategy to promote effective communications with investors and to encourage effective participation at general meetings. The Company adheres to best practice in its preparation of Notices of Meetings and through its share registry offers to members the option of receiving shareholder communications electronically.

CORPORATE GOVERNANCE (Continued)

Principle 7 - Recognise And Manage Risk

1. Risk management

The Board is committed to ensuring that the risks associated with the Company's business activities are properly identified, monitored and managed and to embedding in its management and reporting systems a number of risk management controls. Operational management regularly reviews the risks and controls and updates the Board in light of changing circumstances and emergent risk factors and weightings.

The Board considers that the Company is not of a size sufficient to warrant the establishment of an internal audit function or a risk management committee. The Company does however employ appropriate processes for continually improving the effectiveness of risk management and internal control processes.

The Chief Executive Officer is required to provide a declaration in writing to the Board as to whether the declaration in accordance with section 295A of the Corporations Act is founded on a sound system of internal control and that the system is operating effectively in all material respects in relation to financial risks.

Principle 8 - Remunerate Fairly And Responsibly

1. Remuneration committee

The Directors consider the current size of the Board does not warrant the establishment of a separate Remuneration Committee. However, the Board will at some time consider forming a Remuneration Committee if the size of the Board increases and efficiencies may be derived from a formal committee structure. Nonetheless the Board is committed to ensuring that the principles of fair and responsible remuneration govern its operations.

There are no schemes for retirement benefits, other than superannuation, for non-executive directors.

CORPORATE INFORMATION

Board of directors	:	Dato’ Teo Chee Hong Chew Por Yan Loh Lim Hock
Company secretary	:	Farhana Binti Fauzi (SSM PC No. 202208000361) (MIA37115)
Registered office	:	Suite 39.1.6, First Floor Jalan Kenari 17C Bandar Puchong Jaya 47100 Puchong Selangor
Principal place of business	:	No. 39, Second Floor Jalan Kenari 17C Bandar Puchong Jaya 47100 Puchong Selangor
Auditors	:	A. D. Chun & Co. (AF: 0099) (Chartered Accountants) Block C, Lot C-7-1 (Level 9) Menara Uncang Emas (Ue3) 85, Jalan Loke Yew 55200 Kuala Lumpur
Principal banker	:	United Overseas Bank (M) Berhad No. 6, Jalan Kenari 5 Bandar Puchong Jaya 47100 Puchong Selangor

DIRECTORS' REPORT

The directors hereby submit their annual report together with the audited financial statements of the Group and of the Company for the financial year ended 30 June 2023.

PRINCIPAL ACTIVITY

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

There have been no significant changes in the nature of this activity during the financial year.

The principal activities and other details of the Subsidiaries are disclosed in Note 8 to the financial statements.

RESULTS

	Group RM	Company RM
Profit/(Loss) for the financial year	473,513	(25,017)
Attributable to:-		
Non-controlling interests	5,773	-
Owners of the Company	467,740	(25,017)
Profit/(Loss) for the financial year	473,513	(25,017)

DIVIDENDS

No dividends were paid or declared since the end of the previous financial year and the directors do not recommend the payment of dividends for the current financial year.

RESERVES AND PROVISIONS

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

ISSUE OF SHARES AND DEBENTURES

There were no issuances of shares and debentures by the Company during the financial year.

SHARE OPTIONS

No options have been granted by the Company to any parties during the financial year to take up unissued shares of the Company.

DIRECTORS' REPORT (Continued)

DIRECTORS

The directors of the Company in office at any time during the financial year or since the end of the financial year are:

Dato' Teo Chee Hong
Chew Por Yan *
Loh Lim Hock *

* These directors are also directors of the Company's subsidiaries.

The names of the directors of the Company's subsidiaries in office since the beginning of the financial year to the date of this report (not including those directors listed above) are:

Ng Wai Liam

DIRECTORS' INTERESTS

According to the register of directors' shareholdings, the interests of directors holding office at the end of the financial year in shares of the Company during the financial year are as follows:-

	Number of ordinary shares		
	At 1.7.2022	**Acquired/ (Disposed)**	**At 30.6.2023**
Direct Interests			
Dato' Teo Chee Hong	3,808,727	-	3,808,727
Chew Por Yan	29,206,663	-	29,206,663
Loh Lim Hock	23,896,206	-	23,896,206

DIRECTORS' BENEFITS

Since the end of the previous financial year, no director of the Company has received nor become entitled to receive any benefit (other than those shown below) by reason of a contract made by the Company or a related corporation with the director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest other than disclosed in Note 28 to the financial statements.

The directors' benefits paid to or receivable by directors in respect of the financial year ended 30 June 2023 are as follows:

	From the Company RM	**From a subsidiary RM**
Directors of the Company:		
- Fees	2,000	25,000

There were no arrangements during and at the end of the financial year which had the object of enabling directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

DIRECTORS' REPORT (Continued)

INDEMNIFYING DIRECTORS, OFFICERS OR AUDITORS

No indemnities have been given or insurance premiums paid, during or since the end of the financial year, for any person who is or has been the director, officer or auditor of the Company.

QUALIFICATION OF SUBSIDIARIES' FINANCIAL STATEMENTS

The auditors' reports on the financial statements of the Company's subsidiaries did not contain any qualification or any adverse comments.

OTHER STATUTORY INFORMATION

Before the financial statements of the Group and of the Company were made out, the directors took reasonable steps to ascertain that:

(a) all known bad debts have been written off and adequate allowance made for doubtful debts; and

(b) any current assets which were unlikely to be realised in the ordinary course of business have been written down to an amount which they might be expected so to realise.

At the date of this report, the directors are not aware of any circumstances:

(a) that would render the amount written off for bad debts, or the amount of the allowance for doubtful debts, in the Group and in the Company inadequate to any substantial extent; or

(b) that would render the value attributed to the current assets in the Group and in the Company financial statements misleading; or

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

(d) not otherwise dealt with in this report or the financial statements, that would render any amount stated in the financial statements of the Group and of the Company misleading.

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

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

(b) any contingent liability in respect of the Group and of the Company that has arisen since the end of the financial year.

No contingent liability or other liability of the Group and of the Company has become enforceable, or is likely to become enforceable within the period of twelve months after the financial year which, in the opinion of the directors, will or may substantially affect the ability of the Group and of the Company to meet its obligation as and when they fall due.

In the opinion of the directors, the financial performances of the Group and of the Company for the financial year ended 30 June 2023 have not been substantially affected by any items, transaction or event of a material and unusual nature nor has any such item, transaction occurred in the interval between the end of that financial year and the date of this report.

DIRECTORS' REPORT (Continued)

ASSOCIATES

The principal activities and other details of the Associates are disclosed in Note 9 to the financial statements.

SUBSIDIARIES

The details of the Company's Subsidiaries are disclosed in Note 8 to the financial statements.

The auditors' reports on the financial statements of the Subsidiaries did not contain any qualification.

AUDITORS' REMUNERATION

Total amounts paid to or receivable by the auditors as remuneration for their services as auditors are as follows:

	Group		Company	
	2023 RM	**2022 RM**	**2023 RM**	**2022 RM**
Auditors' remuneration				
- audit fees	11,900	9,800	3,000	3,000
- under provision in prior financial year	-	2,000	-	2,000
	11,900	11,800	3,000	5,000

AUDITORS

The auditors, Messrs. A. D. Chun & Co., Chartered Accountants (Malaysia) have expressed their willingness to continue in office.

Signed on behalf of the Board
in accordance with a resolution of the directors

Chew Por Yan
Director

Loh Lim Hock
Director

Selangor Darul Ehsan, Malaysia
Dated: 18 SEP 2023

DIRECTORS' STATEMENT
Pursuant to Section 251 (2) of the Companies Act 2016

We, *Chew Por Yan* and *Loh Lim Hock*, being two of the directors of **Arris Holdings Berhad,** do hereby state that the accompanying financial statements are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 2016 in Malaysia so as to give a true and fair view of the financial positions of the Group and of the Company as at 30 June 2023 and of their financial performances and cash flows for the financial year then ended.

Signed on behalf of the Board
in accordance with a resolution of the directors

Chew Por Yan
Director

Loh Lim Hock
Director

Selangor Darul Ehsan, Malaysia
Dated: 18 SEP 2023

STATUTORY DECLARATION
Pursuant to Section 251 (1) (b) of the Companies Act 2016

I, *Chew Por Yan* (MIA membership no.:8859), being the director primarily responsible for the financial management of **Arris Holdings Berhad,** do solemnly and sincerely declare that the accompanying financial statements for the financial year ended 30 June 2023 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 above named at Puchong)
in the state of Selangor Darul Ehsan)
on this day of 18 SEP 2023
Before me:

Chew Por Yan
Director

PESURUHJAYA SUMPAH
No: B195
Nama: NG SAY JIN
1 Jan 2022 - 31 Dis 2024
MALAYSIA

No. C-2-45, 101 Boulevard
Jalan Kenari 5
Bandar Puchong Jaya
47170 Puchong, Selangor

孫特許會計公司
A. D. CHUN & CO.
(Firm No. AF 0099)
Chartered Accountants

Block C, Lot C-7-1 (Level 9),
Menara Uncang Emas (Ue3),
85, Jalan Loke Yew, 55200 Kuala Lumpur.
Tel : 92002378, 92002343 Fax : 92002382

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARRIS HOLDINGS BERHAD
Registration No.: 201501013383 (1138715-H)
(Incorporated in Malaysia)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of ARRIS HOLDINGS BERHAD, which comprise the statements of financial position as at 30 June 2023 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year ended 30 June 2023, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 17 to 63.

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

Basis for Opinion

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

Independence and Other Ethical Responsibilities

We are independent of the Group and 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.

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 Directors' 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 Directors' Report and we do not express any form of assurance conclusion thereon.

Klang Office: Room 1.01 50A & 52A, Jalan Pasar, 41400 Klang, Selangor Darul Ehsan. Tel: 03-33448181 Fax: 03-33449191

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF
ARRIS HOLDINGS BERHAD
Registration No.: 201501013383 (1138715-H)
(Incorporated in Malaysia)

Information Other than the Financial Statements and Auditors' Report Thereon (Continued)

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

If, based on the work we have performed, we conclude that there is a material misstatement of the Directors' Report, 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 Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 2016 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARRIS HOLDINGS BERHAD
Registration No.: 201501013383 (1138715-H)
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Auditors' Responsibilities for the Audit of the Financial Statements (Continued)

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

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

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

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

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

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

孫特許會計公司
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Chartered Accountants

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Menara Uncang Emas (Ue3),
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INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF ARRIS HOLDINGS BERHAD
Registration No.: 201501013383 (1138715-H)
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Auditors' Responsibilities for the Audit of the Financial Statements (continued)

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

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

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

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.

A. D. CHUN & CO.
AF: 0099
Chartered Accountants

CHUN CHIA KAI
03149/06/2025 J
Chartered Accountant

Date: 18 SEP 2023

Kuala Lumpur

Klang Office: Room 1.01 50A & 52A, Jalan Pasar, 41400 Klang. Selangor Darul Ehsan. Tel: 03-33448181 Fax: 03-33449191

CONSOLIDATED STATEMENT OF FINANCIAL POSITION
AS AT 30 JUNE 2023

	Note	2023 RM	2022 RM
Assets			
Non-current assets			
Property, plant and equipment	5	-	1,633
Investment properties	6	615,507	-
Intangible assets	7	50,044	66,819
Investment in associates	9	5	50,005
Investment in unquoted shares	10	9,677	9,677
Goodwill on consolidation	11	22,933,632	22,871,433
Unsecured loans	12	926,000	926,000
Deferred tax assets	13	6,054	2,963
Total non-current assets		24,540,919	23,928,530
Current assets			
Trade and other receivables	14	1,260,741	1,543,015
Deposits		92,758	-
Cash and cash equivalents	15	1,355,627	1,206,507
Total current assets		2,709,126	2,749,522
Total assets		27,250,045	26,678,052
Equity and liabilities			
Capital and reserves			
Contributed share capital	16	24,440,658	24,440,658
Share application money		100,000	100,000
Exchange translation reserves		514	(3,730)
Retained profits	17	1,577,478	1,109,738
Equity attributable to owners of the Company		26,118,650	25,646,666
Non-controlling interests	18	19,029	13,256
Total equity		26,137,679	25,659,922
Non-current liabilities			
Amount attributable to Unitholders	19	588,000	588,000
Current liabilities			
Trade and other payables	20	217,353	129,138
Amount due to Directors	22	228,578	186,865
Provision for taxation		78,435	114,127
Total current liabilities		524,366	430,130
Total liabilities		1,112,366	1,018,130
Total equity and liabilities		27,250,045	26,678,052

The accompanying notes are an integral part of these financial statements

CONSOLIDATED STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

	Note	2023 RM	2022 RM
Revenue	23	877,962	831,205
Cost of services		(21,126)	-
Gross profit		856,836	831,205
Other operating income		48,888	21,939
Administration expenses		(223,103)	(270,721)
Other operating expenses		(45,630)	(34,581)
Profit before taxation	24	636,991	547,842
Income tax expense	25	(163,478)	(144,974)
Profit for the financial year, net of tax		473,513	402,868
Other comprehensive gain/(loss)			
Foreign currency translation differences		4,244	(3,730)
Profit representing, total comprehensive income for the financial year		477,757	399,138
Profit attributable to:			
Non-controlling interests		5,773	1,433
Owners of the Company		467,740	401,435
Profit for the financial year		473,513	402,868
Total comprehensive attributable to:			
Non-controlling interests		5,773	1,433
Owners of the Company		471,984	397,705
Total comprehensive income for the financial year		477,757	399,138
Earnings per share (sen)			
- basic	26	0.62	0.53
- diluted	26	0.62	0.53

The accompanying notes are an integral part of these financial statements

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

	-----Attributable to owners of the Company-----						
	----Non-distributable----			*Distributable*			
	Contributed share capital RM	**Share application money RM**	**Exchange translation reserves RM**	**Retained profits RM**	**Sub total RM**	**Non-controlling interests RM**	**Total RM**
As at 1 July 2021	24,440,658	100,000	-	708,303	25,248,961	11,823	25,260,784
Profit for the financial year, net of tax	-	-	-	401,435	401,435	1,433	402,868
Other comprehensive loss for the financial year	-	-	(3,730)	-	(3,730)	-	(3,730)
Total comprehensive loss for the financial year	-	-	(3,730)	401,435	397,705	1,433	399,138
As at 30 June 2022/1 July 2022	24,440,658	100,000	(3,730)	1,109,738	25,646,666	13,256	25,659,922
Profit for the financial year, net of tax	-	-	-	467,740	467,740	5,773	473,513
Other comprehensive income for the financial year	-	-	4,244	-	4,244	-	4,244
Total comprehensive income for the financial year	-	-	4,244	467,740	471,984	5,773	477,757
As at 30 June 2023	24,440,658	100,000	514	1,577,478	26,118,650	19,029	26,137,679

The accompanying notes are an integral part of these financial statements

CONSOLIDATED STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

	Note	2023 RM	2022 RM
Cash flows from operating activities			
Profit before taxation		636,991	547,842
Adjustments for:			
Allowance for impairment in investment in unquoted shares		-	700
Amortisation of intangible assets		16,775	16,775
Depreciation of investment properties		4,493	-
Depreciation of property, plant and equipment		1,633	-
Bad debt recovered		-	(6,996)
Foreign currency translation differences		4,244	(3,730)
Interest income		(6,313)	(2,012)
Operating profit before working capital changes		657,823	552,579
Decrease/(Increase) in receivables		134,316	(372,715)
Increase in payables		86,155	57,373
Increase/(Decrease) in amount due to Directors		36,781	(14,690)
Cash generated from operations		915,075	222,547
Taxation paid		(202,261)	(101,501)
Net cash generated from operating activities		712,814	121,046
Cash flows from investing activities			
Interest received		6,313	2,012
Net cash inflow from acquisition of subsidiary	27	49,993	2,331
Proceeds from disposal of associates		-	50
Acquisition of associates		-	(1,005)
Purchase of property, plant and equipment		-	(1,633)
Purchase of investment properties		(620,000)	-
Net cash (used in)/generated from investing activities		(563,694)	1,755
Net increase in cash and cash equivalents		149,120	122,801
Cash and cash equivalents brought forward		1,206,507	1,083,706
Cash and cash equivalents carried forward	15	1,355,627	1,206,507

The accompanying notes are an integral part of these financial statements

STATEMENT OF FINANCIAL POSITION

AS AT 30 JUNE 2023

	Note	2023 RM	2022 RM
Assets			
Non-current assets			
Investment in subsidiaries	8	23,808,413	23,808,413
Total non-current assets		23,808,413	23,808,413
Current assets			
Trade receivables	14	111,000	77,500
Cash and cash equivalents	15	80,391	79,087
Total current assets		191,391	156,587
Total assets		23,999,804	23,965,000
Equity and liabilities			
Capital and reserves			
Contributed share capital	16	24,440,658	24,440,658
Share application money		100,000	100,000
Accumulated losses		(812,142)	(787,125)
Total equity		23,728,516	23,753,533
Current liabilities			
Trade and other payables	20	8,378	39,712
Amount due to subsidiaries	21	235,646	148,371
Amount due to Directors	22	21,259	21,259
Provision for taxation		6,005	2,125
Total liabilities		271,288	211,467
Total equity and liabilities		23,999,804	23,965,000

The accompanying notes are an integral part of these financial statements

STATEMENT OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

	Note	2023 RM	2022 RM
Revenue	23	52,500	44,987
Cost of services		-	-
Gross profit		52,500	44,987
Other operating income		15	5,188
Administration expenses		(68,159)	(127,433)
Other operating expenses		(5,493)	(6,630)
Loss before taxation	24	(21,137)	(83,888)
Income tax expense	25	(3,880)	(2,556)
Loss for the financial year, representing total comprehensive expenses for the financial year		(25,017)	(86,444)

The accompanying notes are an integral part of these financial statements

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

	Non-Distributable			
	Contributed share capital RM	**Share application money RM**	**Accumulated losses RM**	**Total RM**
As at 1 July 2021	24,440,658	100,000	(700,681)	23,839,977
Loss for the financial year, net of tax	-	-	(86,444)	(86,444)
As at 30 June 2022/1 July 2022	24,440,658	100,000	(787,125)	23,753,533
Loss for the financial year, net of tax	-	-	(25,017)	(25,017)
As at 30 June 2023	24,440,658	100,000	(812,142)	23,728,516

The accompanying notes are an integral part of these financial statements

STATEMENT OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

	Note	2023 RM	2022 RM
Cash flows from operating activities			
Loss before taxation		(21,137)	(83,888)
Adjustment for:			
Interest income		(15)	(17)
Operating loss before working capital changes		(21,152)	(83,905)
Increase in receivables		(33,500)	(39,987)
(Decrease)/Increase in payables		(31,334)	22,157
Increase in amount due to subsidiaries		87,275	83,163
Increase in amount due to Directors		-	20,356
Cash generated from operations		1,289	1,784
Taxation paid		-	(1,785)
Net cash generated from/(used in) operating activities		1,289	(1)
Cash flows from investing activities			
Interest received		15	17
Net cash generated from investing activities		15	17
Net increase in cash and cash equivalents		1,304	16
Cash and cash equivalents brought forward		79,087	79,071
Cash and cash equivalents carried forward	15	80,391	79,087

The accompanying notes are an integral part of these financial statements

NOTES TO THE FINANCIAL STATEMENTS
AS AT 30 JUNE 2023

1. BASIS OF PREPARATION

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

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

The financial statements of the Group and the Company are presented in Ringgit Malaysia ("RM"), which is also the Group's and the Company's functional currency.

2. SIGNIFICANT ACCOUNTING POLICIES

(a) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities, including special purpose entity, controlled by the Company. The financial statements of subsidiaries are included in consolidated financial statements from the date that control commences until the date that control ceases.

Investments in subsidiaries are measured in the Company's statement of financial position at cost less any impairment losses. The cost of investment includes transaction cost.

(ii) Associates

The Group and the Company recognises an associate based on the criterion of significant influence. Significant influence exists when the Company has the power to participate in the financial and operating policy decisions of the investee but has no control or joint control of those policies. This is normally (though not necessarily) accomplished when the Group and the Company, directly or indirectly through associates, holds 20 per cent, or more of the voting rights of the investee. When the Group's and the Company's voting rights in investee are less than 20 per cent, the Group and the Company assesses of potential voting rights that are substantive, representation on the board of directors, participation in policy making processes, material transactions between the Group and the Company and the investee, interchange of managerial personnel and provision of essential technical information.

The Group and the Company may sometimes hold an insignificant equity interest in investee to cement a trading relationship and is represented on the board of the directors of the investee. If the Group's and the Company's representation on the board of directors is solely for the purpose of protecting the value of the investment rather than participation in the policy decisions, the investee is not classified as an associate.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(a) Basis of consolidation (Continued)

(iii) Business combination

Business combinations are accounted for by applying the purchase method from the acquisition date, which is the date on which the Group obtains control of the acquire. The cost of business combination is aggregate of the fair values, at the date of exchange, of asset s given, liabilities incurred or assumed, and equity instruments issued by the acquirer, in exchange for control of the acquire, and any costs directly attributable to the business combination.

When the cost of the business is in excess of the Group's interest in the net fair value of the identifiable asset, liabilities and contingent liabilities recognised, the excess recognised as goodwill. When the excess is negative, a bargain purchase gain is recognised immediately in profit and loss.

The non-controlling interest in the acquiree is measured at the proportionate share of the acquiree's identifiable net assets at the acquisition date.

(iv) Acquisition of non-controlling interests

The Group accounts all changes in its ownership interest in a subsidiary that do not result in a loss of control as equity transactions between the Group and its non-controlling interest holders. Any difference between the Group's share net assets before and after the change, and any consideration received or paid, is adjusted to or against Group reserves.

(v) Loss of control

Upon the loss of control of a subsidiary, the Group recognises the difference between proceeds from the disposal of the subsidiary and its carrying amounts as of the date of disposal. If the Group retains any interest in the former subsidiary, that investment is accounted for as a financial asset from the date the entity ceases to be a subsidiary, provided that it does not become an associate or a jointly controlled entity. The carrying amount of the investment at the date that the entity ceases to be a subsidiary is regarded as the cost on initial measurement of the financial asset.

(vi) Non-controlling interests

Non-controlling interests at the end of the reporting period, being the equity in a subsidiary not attributable directly or indirectly to the equity holder of the Company, are presented in the consolidated statement of the financial position within equity, separately from equity attributable to the owners of the Company. Non-controlling interests in the results of the Group is presented in the consolidated statement of profit or loss and other comprehensive income as an allocation of the profit or loss and the comprehensive income for the financial year between non-controlling interests and owners of the Company.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(a) Basis of consolidation (Continued)

(vi) Non-controlling interests (Continued)

Losses applicable to the non-controlling interests in a subsidiary are allocated to the non-controlling interests even if doing so causes the non-controlling interests to have deficit balance.

(vii) Transaction eliminated on consolidated

Intra-group balances and transactions, including income, expenses and dividends, are eliminated in full in preparing the consolidated financial statements.

Unrealised profits and losses arising from the transactions with equity-accounted associates and jointly controlled entities are eliminated against the investment to the extent that there is evidence of an impairment of the asset transferred.

(b) Goodwill

Goodwill is measured at cost less accumulated impairment losses, if any. The carrying value of goodwill is reviewed for impairment annually or more frequently if events or changes in circumstances indicate that the carrying amount may be impaired. The impairment value of goodwill is recognised immediately in profit or loss. An impairment loss recognised for goodwill is not reversed in a subsequent period.

Under the acquisition method, any excess of the sum of the fair value of the consideration transferred in the business combination, the amount of non-controlling interests recognised and the fair value of the Group's previously held equity interest in the acquiree (if any), over the net fair value of the acquiree's identifiable assets and liabilities at the date of acquisition is recorded as goodwill.

Where the latter amount exceeds the former, after reassessment, the excess represents a bargain purchase gain and is recognised in profit or loss immediately.

In respect of equity-accounted associates, the carrying amount of goodwill is included in the carrying amount of the investment and an impairment loss on such an investment is not allocated to any asset, including goodwill that forms part of the carrying amount of the equity-accounted associates.

(c) Functional and foreign currencies

(i) Functional and presentation currency

The individual financial statements of each entity in the Group and the Company are presented in the currency of the primary economic environment in which the entity operates, which is the functional currency.

The consolidated financial statements are presented in Ringgit Malaysia ("RM"), which is the Group's and the Company's functional and presentation currency and has been rounded to the nearest thousand, unless otherwise stated.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(c) Functional and foreign currencies (Continued)

(ii) Foreign currency transactions and balances

Transactions in foreign currencies are converted into the respective functional currencies on initial recognition, using the exchange rates at the transaction dates. Monetary assets and liabilities at the end of the reporting period are translated at the exchange rates ruling as of that date. Non-monetary assets and liabilities are translated using exchange rates that existed when the values were determined. All exchange differences are recognised in profit or loss.

(iii) Foreign operations

Assets and liabilities of foreign operations (including any goodwill and fair value adjustments arising on acquisition) are translated to the Group's presentation currency at the exchange rates at the end of the reporting period. Income, expenses and other comprehensive income of foreign operations are translated at exchange rates at the dates of the transactions. All exchange differences arising from translation are taken directly to other comprehensive income and accumulated in equity; attributed to the owners of the Company and non-controlling interests, as appropriate.

Goodwill and fair value adjustments arising from the acquisition of foreign operations are treated as assets and liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated at the closing rate at the end of the reporting period.

On the disposal of a foreign operation (i.e. a disposal of the Group's entire interest in a foreign subsidiary, or a partial disposal involving loss of control over a subsidiary that includes a foreign operation, or a partial disposal of an interest in an associate and joint ventures that includes a foreign operation of which the retained interest becomes a financial asset), all of the exchange differences accumulated in equity in respect of that foreign operation attributable to the owners of the Company are reclassified to profit or loss as part of the gain or loss on disposal. The portion that related to non-controlling interests is derecognised but is not reclassified to profit or loss.

In addition, in relation to a partial disposal of a subsidiary that does not result in the Group losing control over the subsidiary, the proportionate share of accumulated exchange differences are reattributed to non-controlling interests and are not recognised in profit or loss. When the Group disposes of only part of its investment in an associate and joint venture that includes a foreign operation while retaining significant influence and joint control, the proportionate share of the accumulative exchange differences is reclassified to profit or loss.

In the consolidated financial statements, when settlement of an intragroup loan is neither planned nor likely to occur in the foreseeable future, the exchange differences arising from translating such monetary item are considered to form part of a net investment in the foreign operation and are recognised in other comprehensive income.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(d) Property, plant and equipment

All items of property, plant and equipment are initially recorded at cost. Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group or the Company and the cost of the item can be measured reliably. All other repairs and maintenance are charged to profit or loss during the financial period in which they are incurred.

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

All property, plant and equipment are depreciated by allocating the depreciable amount of a significant component or of an item over the remaining useful life. The depreciation methods used and the useful lives of the respective classes of property, plant and equipment are as follows:

	Method	Useful life (years)
Air conditioner	Straight line	10
Computer	Straight line	2.5
Furniture and fittings	Straight line	10
Office equipment	Straight line	5
Renovation	Straight line	10

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

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

An item of property, plant and equipment is derecognised upon disposal (i.e., at the date the recipient obtains control) or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset (calculated as the difference between the net disposal proceeds and the net carrying amount) is included in the statements of profit or loss when the asset is derecognised.

(e) Investment properties

Investment properties are initially measured at cost, including transaction costs. Subsequent to initial recognition, investment properties are measured at fair value which reflects market conditions at the reporting date. Fair value is arrived at using the comparison method considering recent market transactions for similar properties in the same location as well as the investment method that makes reference to estimated market rental values and equivalent yields. Valuations are performed by accredited independent valuers having an appropriate recognised professional qualification and recent experience in the location and category of the properties being valued. Gains or losses arising from changes in the fair values of investment properties are included in profit or loss in the year in which they arise, including the corresponding tax effect.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(e) Investment properties (Continued)

Subsequent expenditure is included in the carrying amount only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are recognised in profit or loss during the financial period in which they are incurred.

A property interest under an operating lease is classified and accounted for as an investment property on a property-by-property basis when the Group holds it to earn rentals or for capital appreciation or both. Any such property interest under an operating lease classified as an investment property is carried at fair value.

Investment properties are derecognised when either they have been disposed of (i.e., at the date the recipient obtains control) or when they are permanently withdrawn from use and no future economic benefit is expected from their disposal.

Transfers are made to or from investment property only when there is a change in use. For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use.

The estimates useful lives for the current period and comparative periods are as follows:

	Method	Useful life (years)
Leasehold shoplot	Straight line	92

(f) Investments

Investment in unquoted shares is stated at cost less accumulated impairment losses, if any.

Other investments, including investments in subsidiary and associates company, which are held for long term, are stated at cost and are not written down unless, the directors are of the opinion that there is a permanent diminution in value in which case provision is made for the diminution in value of this investment.

(g) Intangible assets

Expenditure incurred on research activities and internally generated goodwill is recognised in profit or loss as and when it is incurred.

An internally generated intangible asset is recognised only if the item is identifiable, and it is probable that the expected future economic benefits will flow to the entity, and the cost can be measured reliably.

Other intangible assets with finite useful lives are stated at cost less accumulated amortisation and accumulated impairment losses, if any. Other intangible assets are amortised on a straight-line method over their estimated useful lives, as follows:

	Useful life
Branding	5 years
Computer database	5 years

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(h) Receivables

Most sales are made on the basis or normal credit terms, and the receivables do not bear interest. Where credit is extended beyond normal credit terms, receivables are measured at amortised cost using the effective interest method. At the end of each reporting period, the carrying amounts of receivables are reviewed to determine whether there is any objective evidence that the amounts are not recoverable. If so, an impairment loss is recognised immediately in profit or loss.

(i) Net assets attributable to unitholders

The units are classified as financial liabilities as the Fund is required to distribute its distributable income. The units can be put back to the Fund at any time for cash based on the redemption price, which is equal to a proportionate share of the Fund’s net asset value attributable to the unitholders. The units are carried at the redemption amount that is payable at balance sheet date if the holder exercises the right to put the unit back to the Fund.

(j) Cash and cash equivalents

Cash and cash equivalents consist of cash in hand and bank balances which have an insignificant risk of changes in fair value with original maturities of three months or less, and used by the Group and the Company in the management of their short-term commitments.

(k) Provisions

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

A provision is measured at the present value of the expenditures expected to be required to settle the obligation using a discount rate that reflects the time value of money and the risk that the actual outcome might differ from the estimate made. the unwinding of the discount is recognised as an interest expense.

(l) Payables

Payables are stated at cost, which is the fair value of the consideration to be paid in the future for goods and services received. Borrowings are interest-bearing and are recorded at the amount of proceeds received, net of transaction costs.

(m) Investment in subsidiaries

As required by the Companies Act 2016, the Company prepares separate financial statements in addition to the consolidated financial statements. In the separate financial statements of the Company, investment in subsidiaries are stated at cost less impairment losses, if any.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(n) Contributed share capital

Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transaction costs. Ordinary shares are classified as equity.

Dividends to equity holders are recognised in the statements of changes in equity in the financial year in which they are paid or declared. Dividends on ordinary shares are recognised as liabilities when declared.

Redeemable preference shares issued are classified as equity as the preference shares bear no predetermined dividend rate and are redeemable at the discretion of the Board of Directors. The dividend on these preference shares are recognised in the statements of changes in equity in the financial year in which they are paid or declared.

(o) Related parties

A party is related to an entity if:

(i) Directly, or indirectly through one or more intermediaries, the party:

- (a) Controls, is controlled by, or is under common control with, the entity (this includes parents, subsidiaries and fellow subsidiaries);
- (b) Has an interest in the entity that gives it significant influence over the entity; or
- (c) Has joint control over the entity;

(ii) the party is an associate of the entity;

(iii) the party is a joint venture in which the entity is a venturer;

(iv) the party is a member of the key management personnel of the entity or its parent;

(v) the party is a close member of the family of any individual referred to in (i) or (iv);

(vi) the party is an entity that is controlled, jointly controlled or significantly influenced by, or for which significant voting power in such entity resides with, directly or indirectly, any individual referred to in (iv) or (v); or

(vii) the party is a post-employment benefit plan for the benefit of employees of the entity, or of any entity that is a related party of the entity.

Close members of the family of an individual are those family members who may be expected to influence, or be influenced by, that individual in their dealings with the entity.

(p) Short term employee benefits

Short-term employee benefit obligations in respect of salaries, annual bonuses, paid annual leave and sick leave are measured on an undiscounted basis and are expensed as the related service is provided.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(q) Revenue and other income

(i) Revenue

Revenue is measured based on the consideration specified in a contract with a customer in exchange for transferring goods or services to a customer, excluding amounts collected on behalf of third parties. The Group or the Company recognises revenue when (or as) it transfers control over a product or service to customer. An asset is transferred when (or as) the customer obtains control of the asset.

The Group and the Company transfers control of a good or service at a point in time unless one of the following overtime criteria is met:

(a) The customer simultaneously receives and consumes the benefits provided as the Group and the Company performs;

(b) The Group's and the Company's performance create or enhance an asset that the customer controls as the asset is created or enhanced; or

(c) The Group's and the Company's performances do not create an asset with an alternative use and the Group and the Company have an enforceable right to payment for performance completed to date.

(ii) Rendering of services

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

(iii) Management fees

Management fees is recognised in the profit and loss as it accrues.

(iv) Rental income

Rental income is recognised on a straight-line basis over the lease terms. The aggregate costs of incentives provided to lessees are recognised as a reduction of rental income over the lease term on a straight-line basis.

(v) Interest income

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

(r) Income taxes

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

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(r) Income taxes (Continued)

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

Deferred tax is recognised using the liability method, providing for temporary differences between the carrying amounts of assets and liabilities in the consolidated statement of financial position and their tax bases. Deferred tax is not recognised for the following temporary differences: arising from the initial recognition of goodwill, the initial recognition of assets or liabilities in a transaction that is not a business combination and that affects neither accounting nor taxable profit or loss. Deferred tax is measured at the tax rates that are expected to be applied to the temporary differences when they reverse, based on the laws that have been enacted or substantively enacted by the end of the reporting period.

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

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

(s) Financial instruments

Unless specifically disclosed below, the Group and the Company generally applied the following accounting policies retrospectively.

(i) Initial recognition and measurement

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

A financial assets (unless it is a trade receivable without significant financing component) or a financial liabilities is initially measured at fair value plus or minus, for an item not at fair value through profit or loss, transaction costs that are directly attributable to its acquisition or issuance. A trade receivable without a significant financing component is initially measured at the transaction price.

An embedded derivative is recognised separately from the host contract where the host contract is not a financial asset, and accounted for separately if, and only if, the derivative is not closely related to the economic characteristics and risks of the host contract and the host contract is not measured at fair value through profit or loss. The host contract, in the event an embedded derivative is recognised separately, is accounted for in accordance with policy applicable to the nature of the host contract.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(s) Financial instruments (Continued)

(i) Initial recognition and measurement (Continued)

The Group and the Company categorise financial instruments as follows:

Financial assets

Categories of financial assets are determined on initial recognition and are not reclassified subsequent to their initial recognition unless the Group and the Company changes its business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change of the business model.

(ii) Financial instrument categories and subsequent measurement

Financial assets

Amortised cost

Amortised cost category comprises financial assets that are held within a business model whose objective is to hold assets to collect contractual cash flows and its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding. The financial assets are not designated as fair value through profit or loss. Subsequent to initial recognition, these financial assets are measured at amortised cost using the effective interest method. The amortised cost is reduced by impairment losses. Interest income, foreign exchange gains and losses and impairment are recognised in profit or loss.

Any gain or loss on derecognition is recognised in profit or loss.

Interest income is recognised by applying effective interest rate to the gross carrying amount except for credit impaired financial assets where the effective interest rate is applied to the amortised cost.

The Group and the Company categorise financial instruments as follows:

Financial liabilities

The category of financial liabilities at initial recognition is as follows:

Amortised cost

Other financial liabilities not categorised as fair value through profit or loss is subsequently measured at amortised cost using the effective interest method.

Foreign exchange gains and losses are recognised in the profit or loss. Any gains or losses on derecognition are also recognised in the profit or loss.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(s) Financial instruments (Continued)

(iii) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount presented in the statements of financial position when, and only when, the Group and the Company currently has a legally enforceable right to set off the amounts and it intends either to settle them on a net basis or to realise the asset and liability simultaneously.

(iv) Derecognition

A financial asset or part of it is derecognised when, and only when the contractual rights to the cash flows from the financial asset expire or control of the asset is not retained or substantially all of the risk and rewards of ownership of the financial assets are transferred to another party. On derecognition of a financial asset, the difference between the carrying amount and the sum of the consideration received (including any new asset obtained less any new liability assumed) and any cumulative gain or loss that had been recognised in equity is recognised in profit or loss.

A financial liability or a part of it is derecognised when, and only when, the obligation specified in the contract is discharged or cancelled or expires. On derecognition of a financial liability, the difference between the carrying amount of the financial liability extinguished or transferred to another party and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

(t) Impairment

(i) Financial assets

At each reporting date, the Group and the Company recognise a loss allowance for expected credit losses on a financial asset measured at amortised cost. The loss allowance is measured at an amount equal to the lifetime expected credit losses if the credit risk on the financial asset has increased significantly since initial recognition. If the credit risk has not increased significantly since initial recognition, the loss allowance is measured at an amount equal to 12-month expected credit losses. Any adjustment to the loss allowance is recognised in profit or loss as an impairment gain or loss.

Irrespective of whether there is any significant increase in credit risk since initial recognition, the loss allowance for trade receivables is always measured at an amount equal to lifetime expected credit losses using the simplified approach in accordance with MFRS 9 *Financial Instruments*. Such lifetime expected credit losses are calculated using a provision matrix based on historical credit loss experience and adjusted for reasonable and supportable forward-looking information that is available without undue cost or effort.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

2. SIGNIFICANT ACCOUNTING POLICIES (Continued)

(t) Impairment (Continued)

(i) Financial assets (Continued)

The expected credit losses for a credit-impaired financial asset are measured as the difference between the asset's gross carrying amount and the present value of estimated future cash flows discounted at the asset's original effective interest rate. The gross carrying amount of a credit-impaired financial asset is directly written off when there is no reasonable expectation of recovery.

(ii) Non-financial assets

The carrying amounts of the other assets (except for inventories and deferred tax asset) are reviewed at each reporting period to determine whether there is any indication of impairment.

If any such indication exist, and then the asset's recoverable amount is estimated. For the purpose of impairment testing, assets are grouped together into smallest group of assets that generates cash flows from continuing use that are largely independent of the cash inflows of other assets or groups of assets. (the "cash-generating unit").

The recoverable amount of an asset or cash-generating unit is the greater of its value in use and its fair value less costs to sell. In assessing value in use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset.

Impairment losses are recognised in profit or loss.

In respect of non-financial assets, impairment losses recognised in prior periods are at assessed at each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount since the last impairment loss was recognised. An impairment loss is reversed only to the extent that the asset's carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss has been recognised. Reversals of impairment losses are credited to profit or loss in the year in which the reversals are recognised.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

3. CHANGE IN ACCOUNTING POLICIES

The following are accounting standards, interpretation and amendments of the MFRSs that have been issued by the Malaysian Accounting Standards Board ("MASB") but have not been adopted by the Group and the Company:

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2023

MFRS 17	*Insurance Contracts*
Amendments to MFRS 17	*Insurance Contracts - Initial application of MFRS 17 and MFRS 9 - Comparative Information*
Amendments to MFRS 101	*Presentation of Financial Statements (Classification of Liabilities as Current or Non-current)*
Amendments to MFRS 108	*Accounting Policies, Changes in Accounting Estimates and Errors (Definition of Accounting Estimates)*
Amendments to MFRS 112	*Income Taxes (Deferred Tax related to Assets and Liabilities arising from Single Transaction)*

MFRSs, interpretations and amendments effective for annual periods beginning on or after 1 January 2024

Amendments to MFRS 16	*Leases – Lease Liability in a Sale and Leaseback*
Amendments to MFRS 101	*Presentation of Financial Statements – Non-current Liabilities with Covenants and Classification of Liabilities as Current or Non-current*
Amendments to MFRS 107	*Statement of Cash Flows and MFRS 7, Financial Instruments: Disclosures – Supplier Finance Arrangements*

MFRSs, interpretations and amendments effective for annual periods beginning on or after a date yet to be confirmed

Amendments to MFRS 10	*Consolidated Financial Statements and MFRS 128, Investments in Associates and Joint Ventures - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture*

The Group and the Company plan to apply the above mentioned accounting standards, interpretations and amendments in the respective financial year when the above accounting standards, interpretations and amendments become effective, if applicable.

The initial application of the accounting standards, interpretations and amendments are not expected to have any material financial impacts to the current period and prior period financial statements of the Group and the Company upon their first adoption.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

4. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(a) Intangible assets

The Group and the Company has intangible assets (other than goodwill) and the annual amortisation of intangible assets is charged to the statements of comprehensive income. The Group and the Company reviews the residual value and useful life of intangible assets at each reporting date in accordance with the accounting policy as disclosed in Note 2 (g). Changes in the residual value arising from the impairment assessment and the review of useful life could have significant impact on the results of the Group and of the Company.

(b) Income taxes

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

(c) Impairment of non-financial assets

When the recoverable amount of an asset is determined based on the estimate of the value-in-use of the cash generating unit to which the asset is allocated, the management is required to make an estimate of the expected future cash flows from the cash-generating unit and also to apply a suitable discount rate in order to determine the present value of those cash flows.

(d) Impairment of intangible assets

This requires management to estimate the expected future cash flows, to apply a suitable discount rate to determine the present value of those cash flows. The impairment assessment could be materially affected by the changes in the assumptions and estimates used in the cash flows projection.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

4. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS (Continued)

Key sources of estimation uncertainty (Continued)

(e) Impairment of financial assets

The Group and the Company assess at each reporting date whether there is any objective evidence that a loan or receivable is impaired. To determine whether there is objective evidence of impairment, the Group and the Company consider factors such as the probability of insolvency or significant financial difficulties of the debtor or significant delay in payments.

Where there is objective evidence of impairment, the amount and timing of future cash flows are estimated based on historical loss experience for assets with similar credit risk characteristics. The carrying amounts of the Group and the Company's loan and receivables at the reporting date are disclosed in note to the financial statements.

In adoption of MFRS 9, the Group and the Company assess on a forward-looking basis the expected credit loss associated with their debt instruments carried at amortised cost. The impairment methodology applied as disclosed in Note 2 (t) depends on whether there has been a significant increase in credit risk.

(f) Carrying value of investment in subsidiaries

Investment in subsidiaries is reviewed for impairment annually in accordance with its accounting policy whenever events or changes in circumstances indicate that the carrying values may not be recoverable.

Significant judgement is required in the estimation of the present value of future cash flows generated by the subsidiaries, which involves uncertainties and are significantly affected by assumptions and judgements made regarding estimates of future cash flows and discount rates. Changes in assumptions could significantly affect the carrying values of investment in subsidiaries.

(g) Impairment of investment in an associate

The Group and the Company assess at each reporting date whether the carrying amount of its investment in an associate is impaired. This involves measuring the recoverable amounts which includes fair value less costs to sell and valuation techniques. Valuation techniques include the use of discounted cash flows analysis, considering the current market value indicators and recent arms-length market transactions. These estimates provide reasonable approximations to the computation of recoverable amounts. In performing discounted cash flows analysis, discount rate and growth rates used reflect, amongst others, the maturity of the business development cycle as well as the industry growth potential. The growth rates used to forecast the projected cash flows for the following year approximate the performances of the respective investments based on the latest available management accounts.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

5. PROPERTY, PLANT AND EQUIPMENT

Group	Air conditioner RM	Computer RM	Furniture and fittings RM	Office equipment RM	Renovation RM	Total RM
Cost						
At 1 July 2021	13,440	42,290	22,482	28,638	26,472	133,322
Addition	-	-	1,633	-	-	1,633
At 30 June 2022	13,440	42,290	24,115	28,638	26,472	134,955
At 1 July 2022	13,440	42,290	24,115	28,638	26,472	134,955
At 30 June 2023	13,440	42,290	24,115	28,638	26,472	134,955
Accumulated depreciation						
At 1 July 2021	13,440	42,290	22,482	28,638	26,472	133,322
At 30 June 2022	13,440	42,290	22,482	28,638	26,472	133,322
At 1 July 2022	13,440	42,290	22,482	28,638	26,472	133,322
Addition	-	-	1,633	-	-	1,633
At 30 June 2023	13,440	42,290	24,115	28,638	26,472	134,955
Net book value						
At 30 June 2022	-	-	1,633	-	-	1,633
At 30 June 2023	-	-	-	-	-	-

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

6. INVESTMENT PROPERTIES

Group	Building RM	Total RM
Cost		
At 1 July 2022	-	-
Addition	620,000	620,000
At 30 June 2023	620,000	620,000
Accumulated depreciation		
At 1 July 2022	-	-
Addition	4,493	4,493
At 30 June 2023	4,493	4,493
Net book value		
At 30 June 2023	615,507	615,507

The investment properties of the Company are a property whose fair value cannot be measured reliably without undue cost or effort due to lack of reliable evidence about comparable market transactions.

7. INTANGIBLE ASSETS

Group	Branding RM	Computer database RM	Total RM
Cost			
At 1 July 2021	90,000	27,144	117,144
At 30 June 2022	90,000	27,144	117,144
At 1 July 2022	90,000	27,144	117,144
At 30 June 2023	90,000	27,144	117,144

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

7. INTANGIBLE ASSETS (Continued)

Group	Branding RM	Computer database RM	Total RM
Accumulated amortisation			
At 1 July 2021	20,000	13,550	33,550
Addition	10,000	6,775	16,775
At 30 June 2022	30,000	20,325	50,325
At 1 July 2022	30,000	20,325	50,325
Addition	10,000	6,775	16,775
At 30 June 2023	40,000	27,100	67,100
Net book value			
At 30 June 2022	60,000	6,819	66,819
At 30 June 2023	50,000	44	50,044

8. INVESTMENT IN SUBSIDIARIES

	Company 2023 RM	Company 2022 RM
Unquoted shares in Malaysia - at cost		
At beginning and end of the financial year	23,808,413	23,808,413

Details of the direct subsidiary are as follows:

Name of direct subsidiary	Principal place of business	Effective equity interest 2023	Effective equity interest 2022	Principal activities
Arris Consulting Sdn. Bhd. (200301002009 (604429 - U))	Malaysia	100%	100%	Principally engaged in in providing consultation services.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

8. INVESTMENT IN SUBSIDIARIES (Continued)

Details of the indirect subsidiaries are as follows:

Name of indirect subsidiaries	Principal place of business	Effective equity interest 2023	Effective equity interest 2022	Principal activities
Arris Venture Sdn. Bhd. (200301006856 (609276 - D))	Malaysia	70%	70%	Investment holding company, to invest in private equity investments.
Arris Venture Management Sdn. Bhd. (200301008821 (611241 - A))	Malaysia	70%	70%	Corporate finance, financial management and corporate restructuring.
Arris MSC Sdn. Bhd. (200501034147 (716288 - K))	Malaysia	100%	100%	Business of information technology.
Arris BPO Sdn. Bhd. (201801013443 (1275459 - T))	Malaysia	100%	100%	Business in corporate advisory services.
Arris Risk Planning Sdn. Bhd. (201701000827 (1214977 - A))	Malaysia	60%	60%	Business in financial advisory and insurance consultancy.
ACTP Sdn. Bhd. (202001008972 (1365292 - X))	Malaysia	100%	100%	Business in professional consultancy, advisory and counsel.
Arris Project Advisory Sdn. Bhd. (200401023045 (661551 - W))	Malaysia	100%	100%	Business in corporate finance, financial management and corporate restructuring.
Arris Serveplus (Australia) Pty Ltd (639 199 830) *	Australia	100%	100%	Business in Business Process Outsourcing.
Rakyat IT Link Malaysia Sdn. Bhd. (201901028277 (1337606 - X))	Malaysia	100%	100%	Business in utilise information technology (IT) and blockchain technology application.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

8. INVESTMENT IN SUBSIDIARIES (Continued)

Details of the indirect subsidiaries are as follows:

Name of indirect subsidiaries	Principal place of business	Effective equity interest 2023	Effective equity interest 2022	Principal activities
Grow Fintech Sdn. Bhd. (201801015436 (1277452 - M))	Malaysia	100%	-	Business in research, development and marketing of customize software and hardware.

The subsidiaries are audited by Messrs. A. D. Chun & Co. (AF: 0099).

* This subsidiary is a proprietary company and not required to audit.

During the financial year, Arris Consulting Sdn. Bhd. (“ACSB”) had acquired additional 50% equity interest. Therefore, ACSB held 100% in the total number of issued and paid-up share capital of Grow Fintech Sdn. Bhd. (“GFSB”) for a total cash consideration of RM50,000. Upon completion of the acquisition of GFSB shares, GFSB become an indirect wholly owned subsidiary of the Company.

9. INVESTMENT IN ASSOCIATES

	Group 2023 RM	Group 2022 RM
Unquoted shares in Malaysia - at cost		
At beginning of the financial year	50,005	55,300
Addition	-	1,005
Disposal	-	(6,300)
Transfer to investment in subsidiaries	(50,000)	-
At end of the financial year	5	50,005

Details of the associates are as follows:

Name of associates	Principal place of business	Effective equity interest 2023	Effective equity interest 2022	Principal activities
Grow Fintech Sdn. Bhd. (201801015436 (1277452 - M))	Malaysia	-	50%	Business in research, development and marketing of customize software and hardware.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

9. INVESTMENT IN ASSOCIATES (Continued)

Details of the associates are as follows:

Name of associates	Principal place of business	Effective equity interest 2023	Effective equity interest 2022	Principal activities
Axuda Berhad (201901041240 (1350570 - K))	Malaysia	5%	5%	Investment holding.

The associates are audited by Messrs. A. D. Chun & Co. (AF: 0099).

The Group has not recognised losses relating to associate where its share of losses exceeds the Group's interest in this associate. The Group has cumulative share of unrecognised losses at the reporting date and has no obligation in respect of these losses.

10. INVESTMENT IN UNQUOTED SHARES

	Group 2023 RM	Group 2022 RM
Unquoted shares in Malaysia - at cost		
At beginning of the financial year	10,377	10,377
Less: Impairment in investment in unquoted shares	(700)	(700)
At end of the financial year	9,677	9,677

These investment are not deemed to be associates or subsidiary companies because the investment were acquired with the objective of achieving capital appreciation through the subsequent disposal of the investment.

11. GOODWILL ON CONSOLIDATION

	Group 2023 RM	Group 2022 RM
At cost:		
At beginning of the financial year	22,871,433	22,865,357
Goodwill arising from consolidation	62,199	6,076
At end of the financial year	22,933,632	22,871,433

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

11. GOODWILL ON CONSOLIDATION (Continued)

(a) The carrying amount of goodwill allocated to the cash-generating unit ("CGU") is as follows:

	Group	
	2023	**2022**
	RM	**RM**
Professional services	22,933,632	22,871,433

(b) The Group has assessed the recoverable amount of goodwill allocated and determined that no impairment is required. The recoverable amount of the CGU is determined using the value in use approach and this is derived from the present value of the future cash flows from the operating segments computed based on the projections of financial budgets approved by directors covering a period of five years.

(c) The key assumptions used in the determination of the recoverable amount are as follows:

(i) Discount rate

The discount rate used to determine using a pre-tax discount rate of 3.90% (2022: 3.90%).

(ii) Growth rate

The average growth rate used of 5% (2022: 5%) over five-year projection period and it is based on average growth levels experienced over the past ten years.

The values assigned to the above key assumptions represent directors' assessment of future trends in the industry and are based on both external sources and internal source of information.

(d) With regard to the assessment of value in use of the trading unit, the directors believe that no reasonably possible change in any of the above key assumptions would cause the carrying amount of the CGU to materially exceed its recoverable amount.

12. UNSECURED LOANS

	Group	
	2023	**2022**
	RM	**RM**
At amortised cost:		
At beginning and end of the financial year	926,000	926,000

The unsecured loans were given to the investee companies. The loans are unsecured, interest-free and have no fixed terms of repayment.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

13. DEFERRED TAX ASSETS

The components and movements of deferred tax assets during the financial year prior to offsetting are as follows:

Group	At 1.7.2021 RM	Recognised in Profit or Loss (Note 25) RM	At 30.6.2022/ 1.7.2022 RM	Recognised in Profit or Loss (Note 25) RM	At 30.6.2023 RM
Deferred tax assets					
Unabsorbed business losses	(1,663)	(1,300)	(2,963)	(3,091)	(6,054)

14. TRADE AND OTHER RECEIVABLES

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Trade receivables*	733,052	595,317	-	-
Amount due from subsidiaries - Trade**	-	-	111,000	77,500
Advances to related companies - Trade***	526,547	714,589	-	-
Less: Provision for doubtful debts	(1,749)	(1,749)	-	-
Total trade receivables	1,257,850	1,308,157	111,000	77,500
Other receivables	2,891	234,858	-	-
Total trade and other receivables	1,260,741	1,543,015	111,000	77,500

* The Group's and the Company's normal trade credit term ranges from 30 to 60 days. Other credit terms are assessed and approved on a case-by-case basis.

** Amount due from subsidiaries are interest-free and without any fixed terms of repayment.

*** The advances to related companies are repayable on demand in cash, unsecured and interest-free.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

15. CASH AND CASH EQUIVALENTS

The Group and the Company's cash management policy are to use cash in hand and bank balances to manage cash flows to ensure sufficient liquidity to meet the Group and the Company's obligations. The components of cash and cash equivalents consist of:

	Group		Company	
	2023	**2022**	**2023**	**2022**
	RM	**RM**	**RM**	**RM**
Cash in hand	106,931	105,881	-	-
Cash at bank	694,640	1,100,626	80,391	79,087
Short-term deposits *	554,056	-	-	-
Cash and cash equivalents	1,355,627	1,206,507	80,391	79,087

Cash and bank balances denominated in currencies other than the functional currency comprise RM271,386 (2022: RM133,121) of cash and cash equivalents denominated in USD and RM72,919 (2022: RM158,844) of cash and cash equivalents denominated in AUD.

* The short-term investments represent investments in highly liquid investments which are readily convertible to known amounts of cash and are subject to an insignificant risk of change in value.

The short-term investments are recognised initially at its fair value and subsequently measured at fair value through profit or loss. The fair value changes during the financial year are recognised in profit or loss.

16. CONTRIBUTED SHARE CAPITAL

	Group/Company			
	2023	**2023**	**2022**	**2022**
	No. of shares	**Monetary value RM**	**No. of shares**	**Monetary value RM**
Issued and fully paid:				
Ordinary shares				
At beginning and end of the financial year	76,173,591	24,440,658	76,173,591	24,440,658

Ordinary shares of the Company have no par value. The holder of ordinary shares is entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

17. RETAINED PROFITS

The retained profits of the Company are available for distributions by way cash dividend or dividends in specie. Under the single-tier system of taxation, dividends payable to shareholders are deemed net of income taxes. There is no potential income tax consequence that would result from the payment of dividends to shareholders.

18. NON-CONTROLLING INTERESTS

This consists of the non-controlling interest shareholders' proportion of share capital and reserves of a subsidiary, net of their share of subsidiary's goodwill on consolidation and amortisation of goodwill charged to the non-controlling interest shareholders.

19. AMOUNT ATTRIBUTABLE TO UNITHOLDERS

Movements in the number of units and net assets attributable to unitholders during the financial year were as follows:

	Group	
	2023	2022
	RM	RM
At beginning and end of the financial year	588,000	588,000

Each unit represents a right to an individual share in the Fund and does not extend to a right to the underlying assets of the Fund. There are no separate classes of units and each unit has the same rights attaching to it as all other units of the Fund.

20. TRADE AND OTHER PAYABLES

	Group		Company	
	2023	2022	2023	2022
	RM	RM	RM	RM
Trade payables*	110,423	-	-	-
Other payables	36,990	104,270	5,378	23,944
Amount due to related company - Non-trade**	200	200	-	-
Deposits from tenants	5,200	-	-	-
Accruals	64,540	24,668	3,000	15,768
Total trade and other payables	217,353	129,138	8,378	39,712

* Trade payables are non-interest bearing and the normal trade credit term granted to the Group and the Company ranges from 30 to 60 days (2022: 30 to 60 days).

** The amount due to related company is repayable upon demand in cash, unsecured and interest-free.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

21. AMOUNT DUE TO SUBSIDIARIES

Amount due to subsidiaries were non-trade in nature, unsecured, interest-free, repayable upon demand and were to be settled in cash.

22. AMOUNT DUE TO DIRECTORS

The amount due to Directors is unsecured, interest-free and has no fixed terms of repayment.

23. REVENUE

	Group		Company	
	2023 RM	**2022 RM**	**2023 RM**	**2022 RM**
Revenue from				
- Management fees	-	-	52,500	44,987
- Consulting services	310,370	278,952	-	-
- Commission received	1,904	642	-	-
- Professional services	565,688	551,611	-	-
	877,962	831,205	52,500	44,987
Timing of revenue recognition:				
- Point in time	877,962	831,205	52,500	44,987

24. PROFIT/(LOSS) BEFORE TAXATION

Profit/(Loss) before taxation has been arrived at:

	Group		Company	
	2023 RM	**2022 RM**	**2023 RM**	**2022 RM**
After charging:				
Associate fees	50,000	-	-	-
Auditors' remuneration				
- audit fees	11,900	9,800	3,000	3,000
- under provision in prior financial year	-	2,000	-	2,000
Amortisation of intangible assets	16,775	16,775	-	-

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

24. PROFIT/(LOSS) BEFORE TAXATION (Continued)

Profit/(Loss) before taxation has been arrived at:

	Group		Company	
	2023	**2022**	**2023**	**2022**
	RM	**RM**	**RM**	**RM**
After charging:				
Allowance for impairment of unquoted shares	-	700	-	-
Depreciation of investment properties	4,493	-	-	-
Depreciation of property, plant and equipment	1,633	-	-	-
Directors' fees	27,000	36,000	2,000	36,000
Realised loss on foreign exchange	8,168	3,676	-	-
Unrealised loss on foreign exchange	2,661	1,630	2,493	1,630
And crediting:				
Bad debt recovered	-	(6,996)	-	-
Interest income	(6,313)	(2,012)	(15)	(17)
Realised gain on foreign exchange	-	(5,171)	-	(5,171)
Rental income	(14,700)	-	-	-
Unrealised gain on foreign exchange	(27,875)	(7,760)	-	-

The numbers of employees of the Group and the Company including directors as at the end of the financial year are 3 (2022: 3).

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

25. INCOME TAX EXPENSE

	Group		Company	
	2023	**2022**	**2023**	**2022**
	RM	**RM**	**RM**	**RM**
Current income tax expense:				
- Taxes payable in Malaysia	167,047	148,436	6,034	2,556
- Over provision of taxation in prior financial year	(478)	(2,162)	(2,154)	-
Deferred tax income (Note 13)	(3,091)	(1,300)	-	-
Total tax expense for the financial year	163,478	144,974	3,880	2,556
Reconciliation of tax expense:				
Profit/(Loss) before taxation	636,991	547,842	(21,137)	(83,888)
Tax at the statutory income tax rate	146,419	113,105	(5,073)	(20,133)
Over provision of taxation in prior financial year	(478)	(2,162)	(2,154)	-
Tax effects of expenses disallowed for tax purpose:				
- Other expenses disallowed for tax purpose	27,784	35,561	11,110	17,594
- Other income assessed separately	(7,156)	(230)	(3)	(17)
Deferred tax income	(3,091)	(1,300)	-	-
Tax expense	163,478	144,974	3,880	2,556

The current Malaysian tax rate is 24% (2022: 24%) on the chargeable income.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

25. INCOME TAX EXPENSE (Continued)

The Group has unutilised tax losses amounting to RM25,226 (2022: RM12,348) respectively.

Unutilised tax losses can be carried forward for a period of 10 years of assessment (“YA”) to set off against future taxable profits as follows:

	Group	
	RM	Utilised up to
2019	496	YA 2026
2020	495	YA 2027
2021	5,939	YA 2028
2022	5,418	YA 2029
2023	12,878	YA 2030

The availability of the unutilised tax losses for offsetting against future taxable profits of the company are subject to no substantial change in shareholdings of the company under Section 44(5A) and Paragraph 75A, Schedule 3 of the Income Tax Act, 1967 (“the Act”). However, the Minister of Finance may exercise his powers under Section 44(5D) and Paragraph 75C, Schedule 3 of the Act to exempt all companies except dormant companies from the provision of Section 44(5A) and Paragraph 75A, Schedule 3 of the Act respectively. The unutilised tax losses can be carried forward and available for use for 10 years starting from the tax losses’ respective year of assessment.

26. EARNINGS PER SHARE

(a) The basic earnings per share is calculated by dividing the Group’s net profit attributable to owners of the Company by the weighted average number of ordinary shares in issue during the financial year.

	Group	
	2023 RM	2022 RM
Profit attributable to owners of the Company	473,513	402,868
Weighted average number of ordinary shares in issue	76,173,591	76,173,591
Basic earnings per share (sen)	0.62	0.53

(b) The diluted earnings per share is equivalents to the basic earnings per share as the Company does not have any potential ordinary shares outstanding at the end of the reporting period.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

27. ACQUISITION OF SUBSIDIARY

During the financial year, the Group acquired the subsidiary for total consideration as follows:-

Name of subsidiary	Principal place of business	Effective equity interest	Total consideration
Grow Fintech Sdn. Bhd. (201801015436 (1277452 - M))	Malaysia	100%	RM50,000

Cash flows arising from acquisition.

	Group 2023 RM	Group 2022 RM
Cash consideration paid	50,000	18,750
Less: Cash and bank balances of a subsidiary acquired	(99,993)	(21,081)
Net cash inflow from the acquisition of a subsidiary	(49,993)	(2,331)

28. RELATED PARTY DISCLOSURES

(a) Identities of related parties

Parties are considered to be related to the Group if the Group or the Company has the ability, directly or indirectly, to control or jointly control the party or exercise significant influence over the party in making financial and operating decisions, or vice versa, or where the Group or the Company and the party are subject to common control.

In addition to the information detailed elsewhere in the financial statements, the Group have related party relationships with its directors, key management personal and entities within the same group of companies.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

28. RELATED PARTY DISCLOSURES (Continued)

(b) Significant related party transactions and balances

Other than those disclosed elsewhere in the financial statements, the Group and the Company also carried out the following significant transactions with the related parties during the financial year:-

	Group		Company	
	2023	**2022**	**2023**	**2022**
	RM	**RM**	**RM**	**RM**
Amount due from subsidiaries - Trade	-	-	111,000	77,500
Advances to related companies - Trade	526,547	714,589	-	-
Amount due to subsidiaries - Non-trade	-	-	(235,646)	(148,371)
Amount due to related company - Non-trade	(200)	(200)	-	-
Sales to related company	-	-	(52,500)	(44,987)
Associate fees	50,000	-	-	-

(c) Key management personnel

	Group		Company	
	2023	**2022**	**2023**	**2022**
	RM	**RM**	**RM**	**RM**
Directors				
Fees	27,000	36,000	2,000	36,000

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

29. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments

The table below provides an analysis of financial instruments categorised under MFRS 9 as follows:

	Group		Company	
	2023	**2022**	**2023**	**2022**
	RM	**RM**	**RM**	**RM**
Financial assets				
At amortised cost:				
- Unsecured loans	926,000	926,000	-	-
- Trade and other receivables	1,260,741	1,543,015	111,000	77,500
- Deposits	92,758	-	-	-
- Cash and cash equivalents	1,355,627	1,206,507	80,391	79,087
	3,635,126	3,675,522	191,391	156,587
Financial liabilities				
At amortised cost:				
- Amount attributable to Unitholders	588,000	588,000	-	-
- Trade and other payables	217,353	129,138	8,378	39,712
- Amount due to subsidiaries	-	-	235,646	148,371
- Amount due to Directors	228,578	186,865	21,259	21,259
	1,033,931	904,003	265,283	209,342

(b) Net gains arising from financial instruments

	Group		Company	
	2023	**2022**	**2023**	**2022**
	RM	**RM**	**RM**	**RM**
Net gain arising from:				
Financial assets measured at amortised cost	6,313	2,012	15	17

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

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29. FINANCIAL INSTRUMENTS (Continued)

(c) Financial Risk Management Objectives and Policies

The Group's and the Company's activities are exposed to credit risk and liquidity risk. The Group's and the Company's overall financial risk management policy focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Group's financial performance.

The groups' and the company's policies in respect of the major areas of treasury activity are as follows:-

(i) Credit risk

The Group's and the Company's exposure to credit risk, or the risk of counterparties defaulting arises mainly from trade and other receivables. The group manages its exposure to credit risk by the application of credit approvals, credit limits and monitoring procedures on an ongoing basis. For other financial assets (including cash and cash equivalents), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

The Company monitors the results of these subsidiaries regularly and repayments made by the subsidiaries.

(a) Credit risk concentration profile

The Group and the Company does not have any major concentration of credit risk related to any individual customer or counterparty.

(b) Exposure of credit risk

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

(c) Assessment of impairment losses

At each reporting date, the Group and the Company assesses whether any of the financial assets at amortised cost and contract assets are credit impaired. The gross carrying amounts of financial assets are written off when there is no reasonable expectation of recovery (i.e the debtor does not have assets or sources of income to generate sufficient cash flows to repay the debt) despite the fact that they are still subject to enforcement activities.

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

29. FINANCIAL INSTRUMENTS (Continued)

(c) Financial Risk Management Objectives and Policies (Continued)

(i) Credit risk (Continued)

(c) Assessment of impairment losses (Continued)

Trade receivables

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

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

The information about the exposure to credit risk for trade receivables are summarised below:

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
0 to 30 days past due	378,425	607,305	6,250	10,000
31 to 60 days past due	21,000	-	7,250	-
More than 90 days past due	858,425	700,852	97,500	67,500
Trade receivables	1,257,850	1,308,157	111,000	77,500

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

29. FINANCIAL INSTRUMENTS (Continued)

(c) Financial Risk Management Objectives and Policies (Continued)

(i) Credit risk (Continued)

(c) Assessment of impairment losses (Continued)

Other receivables

Other receivables are also subject to the impairment requirements of MFRS 9, the identified impairment loss was immaterial and hence, it is not provided for.

Cash and cash equivalents

The cash and cash equivalents are held with banks. As at the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statements of financial position. These banks have low credit risks. Hence, a loss allowance is not necessary.

(ii) Liquidity risk

Liquidity risk arises mainly from general funding and business activities. The Group and the Company practises prudent risk management by maintaining sufficient cash balances and the availability of funding through certain credit facilities.

Analysis of financial instruments by remaining contractual maturities

The following table sets out the maturity profile of the financial liabilities as at the end of the reporting period based on undiscounted contractual cash flows (including interest payments computed using contractual rates or, if floating, based on the rates at the end of the reporting period):

Financial liabilities	**Less than 1 year RM**	**Between 1 to 5 years RM**	**Total RM**
2023			
Group			
Trade and other payables	217,353	-	217,353
Amount due to Directors	228,578	-	228,578
Amount attributable to Unitholders	-	588,000	588,000
	445,931	588,000	1,033,931

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

29. FINANCIAL INSTRUMENTS (Continued)

(c) Financial Risk Management Objectives and Policies (Continued)

(ii) Liquidity risk (Continued)

Analysis of financial instruments by remaining contractual maturities (Continued)

Financial liabilities	Less than 1 year RM	Between 1 to 5 years RM	Total RM
2023			
Company			
Trade and other payables	8,378	-	8,378
Amount due to subsidiaries	235,646	-	235,646
Amount due to Directors	21,259	-	21,259
	265,283	-	265,283

Financial liabilities	Less than 1 year RM	Between 1 to 5 years RM	Total RM
2022			
Group			
Trade and other payables	129,138	-	129,138
Amount due to Directors	186,865	-	186,865
Amount attributable to Unitholders	-	588,000	588,000
	316,003	588,000	904,003
2022			
Company			
Trade and other payables	39,712	-	39,712
Amount due to subsidiaries	148,371	-	148,371
Amount due to Directors	21,259	-	21,259
	209,342	-	209,342

NOTES TO THE FINANCIAL STATEMENTS (Continued)
AS AT 30 JUNE 2023

30. CAPITAL RISK MANAGEMENT

The Group and the Company manages its capital to ensure that entities within the Group and the Company will be able to maintain an optimal capital structure so as to support its businesses and maximise shareholders value. To achieve this objective, the Group and the Company may make adjustments to the capital structure in view of changes in economic conditions, such as adjusting the amount of dividend payment, returning of capital to shareholders or issuing new shares.

The Group and the Company manages its capital based on debt-to-equity ratio that complies with debt covenants and regulatory requirements, if any. Capital includes equity attributable to the owners of the parent and non-controlling interest. The debt-to-equity ratio of the Group and the Company at the end of the financial year is as follows:-

	Group		**Company**	
	2023	**2022**	**2023**	**2022**
	RM	**RM**	**RM**	**RM**
Amount attributable to Unitholders	588,000	588,000	-	-
Trade and other payables	217,353	129,138	8,378	39,712
Amount due to subsidiaries	-	-	235,646	148,371
Amount due to Directors	228,578	186,865	21,259	21,259
Total debts	1,033,931	904,003	265,283	209,342
Less: Cash and cash equivalents	(1,355,627)	(1,206,507)	(80,391)	(79,087)
Net (cash)/debts	(321,696)	(302,504)	184,892	130,255
Total equity	26,137,679	25,659,922	23,728,516	23,753,533
Total net debt and equity	25,815,983	25,357,418	23,913,408	23,883,788
Debt to net debt and equity ratio	4%	4%	1%	1%

31. COMPARATIVE FIGURES

No comparative figures have been reclassified to conform to current financial year's format of presentation.

32. AUTHORISATION FOR ISSUE OF FINANCIAL STATEMENTS

The financial statements are authorised for issue by the Board of Directors in accordance with a resolution of the Directors dated 18 SEP 2023

STOCK EXCHANGE INFORMATION

The shareholders information set out below was applicable as at 1 September 2023.

Distribution of equitable securities

Analysis of number of equitable security holders by size of holding:

	Number of holders of ordinary shares
1 to 1,000	279
1,001 to 5,000	3
10,001 to 100,000	50
100,001 and over	8
	340
Holding less than a marketable parcel	279

Equity security holders

Twenty largest quoted equity security holders

The names of the twenty largest security holders of quoted equity securities are listed below:

No.	Shareholder	No. of Shares Held	% Held
1	Chew Por Yan	29,206,663	38.342
2	Loh Lim Hock	23,896,206	31.371
3	Dato' Teo Chee Hong	3,808,727	5.000
4	Loke Lai Yee	3,620,879	4.753
5	Yeo Ai Lee	3,508,815	4.606
6	Loh Gaik Cheng	3,499,974	4.595
7	Lew Chui Peng	3,489,434	4.581
8	Loh Gaik Hua	3,489,434	4.581
9	Pang Teng Foong	99,418	0.131
10	Sa'adah Binti Md Said	89,559	0.118
11	Ravethi A/P Rajaindran	80,990	0.106
12	Wan Yen Sze	70,790	0.093
13	Nurul Aini Binti Jamhari	67,934	0.089
14	Ong Siew Pik	59,860	0.079
15	Dato' Seri Ng Weng Sung	57,143	0.075
16	Yean Chin Geh	53,000	0.070
17	Fatin Syahirah Binti Azman	48,145	0.063
18	Chu Chung Piow	40,880	0.054
19	Ong Han Keong	40,880	0.054
20	Lim Thaw Ghee	40,803	0.054