

BUILDING VALUE SPIRITEDLY



NAIM HOLDINGS BERHAD

Registration Number 200201017804 (585467-M)

ANNUAL REPORT



ANNUAL REPORT 2024



Integrated Development That Has It All



ART SM12
Batu Lintang Station



Gleneagles
Hospitals



Connected to
ART Station



Next to World-Class
Healthcare



Future
Retail & Lifestyle



Award-Winning
Developer



Modern Urban Living



Thriving Mixed-Use
Community

Show Units
Ready For Viewing



HOTLINE: +60111 7000 665

Sales Gallery Opening Hours

Mon to Sat: 8:15AM - 5:30PM Sun & Public Holiday: 10:00AM - 5:00PM

Disclaimer: All information contained including but not limited to the sales brochures, artist's impressions, videos, scale models and show units are subject to amendments, variations and modifications as may be required and is for illustration and reference only. Such information does not constitute any representation by NAIM and are expressly excluded from any contract. No responsibility is accepted by NAIM for any action in reliance thereon. Prospective Purchasers should make their own enquiries to satisfy themselves on all aspects. NAIM reserves the right to amend, alter and vary the concept, layout and plans depicted herein as it deems fit without any further reference to the Purchaser subject to the site and market conditions, regulatory approvals, final plans and other factors, which are not to be relied upon as no warranty or representation is given or to be construed. Whilst every reasonable care has been taken in preparation of this information as such information are indicative depictions for presentation only and are believed to be correct at the time of presentation, this is not intended to form and cannot form part of an offer or contract, and NAIM cannot be held liable for any variations or inaccuracy.

GROUP HIGHLIGHTS 2024

Total assets of
RM 1.9 billion

Net assets of
RM 1.5 billion

Revenue of
RM 498.5 million

Net Profit of
RM 228.2 million

Land bank of
950.0 acres



RATIONALE FOR COVER DESIGN

In a rapidly evolving business landscape, NAIM Holdings remains grounded in its HI-CODES core values, which are: Humility, Integrity, Courage, Optimism, Determination, Enthusiasm, and Spirited.

The cover reflects our commitment to foundational principles that drive long-term success. It embodies clarity, trust, and a return to essential strengths-mirroring our strategic focus on operational excellence, community engagement, and stakeholder value.



23rd Annual General Meeting

of BUILDING VALUE SPIRITEDLY
NAIM
NAIM HOLDINGS BERHAD

The Twenty-Third (23rd) Annual General Meeting (AGM) of Members of NAIM HOLDINGS BERHAD will be conducted at Sapphire On The Park, Function Hall, 3rd Floor, Jalan Lintang Selatan, Batu Lintang, 93200 Kuching, Sarawak on Tuesday, 27 May 2025 at 10:00 a.m.

Disclaimer: The featured photographs and perspective drawings in this report are subject to amendment as maybe required by the Authorities of project consultants and cannot form part of an offer or contract. Whilst every care has been taken in providing them, NAIM cannot be held responsible for any inaccuracy.

CAUTIONARY STATEMENT REGARDING FORWARD - LOOKING STATEMENTS

This Annual Report contains some forward-looking statements in respect to the NAIM Group's financial condition, results of operations and business. These forward-looking statements represent the NAIM Group's expectations or beliefs concerning future events and involve known and unknown risks and uncertainties that could cause actual results, performance or events to differ materially from those expressed or implied in such statements. Readers are hereby cautioned that a number of factors could cause actual results to differ, in some instances materially, from those anticipated or implied in any forward-looking statement. In this respect, readers must therefore not rely solely on these statements in making investment decisions regarding the NAIM Group. You should rely on your own evaluation to assess the merits and risks of any investment decisions and seek independent advice from your stockbroker, bank manager, solicitor, accountant, financial consultant/analyst or other professional adviser immediately. The Board and the NAIM Group shall not be responsible for any investment decisions made by readers in reliance on those forward-looking statements. Forward looking statements speak only as of the date they are made, and it should not be assumed that they have been reviewed or updated in the light of new information or future events that would arise between the publication of this Annual Report and the time of reading this Annual Report.



OUR VISION

To bring tears of joy to one million people and more.



OUR MISSION

To achieve our aspirations, we are committed to BUILD VALUE SPIRITEDLY, with you and for you by:

- Exceeding customer expectations.
- Being the best company to invest in and do business with.
- Developing our people to be the best they can be.
- Being an exemplary corporate citizen that contributes generously to the society, community and environment.



CORPORATE RESPONSIBILITY STATEMENT

To consider, monitor and ensure that our operations continue to have a positive impact on our employees, the communities we work in and the environment that nurtures us, and to promote trust and mutual respect amongst our customers and all other stakeholders.

H.I. - C.O.D.E.S Core Values

I believe in:

HI-CODES

HUMILITY

Humility isn't about thinking less of yourself. It's about thinking of yourself less.

INTEGRITY

Integrity is not something you show others. It's how you behave behind their back.

COURAGE

Courage doesn't mean you don't get afraid. It means you don't let fear stop you.

OPTIMISM

Optimism is the ability to see the good in every situation.

DETERMINATION

Determination is the drive that makes the impossible, possible.

ENTHUSIASM

Enthusiasm is about living every day of your life as a fresh new start.

SPIRITED

The embodiment of HI-CODE values



I am living the H.I.-C.O.D.E.S. values everyday!

NaCOS - Nurturing a Culture of Obsessed Service



NaCOS
Nurturing A Culture of Obsessed Service

At NAIM, we want to establish a competitive advantage over other companies that are focused on short-term gains rather than long-term customer advocacy.

We aspire to foster good relationships with our customers & stakeholders, to achieve high levels of productivity at all levels of the business and ultimately to thrive in the workplace and marketplace.

“

To that end, we commit to deliver standards of customer service & quality at the highest level, reflective of our vision, mission and core values.

”

What's Inside

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Core Values and NaCOS

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PART 1

Performance at a Glance

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CORPORATE PROFILE

Established in 1995 with its pioneering development in Tudan, Miri (now known as NAIM Bandar Baru Permyjaya) NAIM began its journey in construction with its first low-cost housing project for the Sarawak Housing and Development Commission, along with the construction of the Pujut 7 Bridge across the Miri River in 1997. The company expanded to Kuching in 1999 with the launch of NAIM Desa Ilmu, followed by the development of its satellite township, NAIM Riveria, in Kota Samarahan. A significant milestone was achieved when NAIM was listed on the Main Market of Bursa Malaysia Securities Berhad on 12 September 2003.

Today, NAIM Holdings Berhad, an investment holding company, operates through its two main subsidiaries, NAIM Land Sdn. Bhd. (NLSB), which focuses on property development, and NAIM Engineering Sdn. Bhd. (NESB), which specialise in construction and civil engineering. As a fully integrated player in property development, construction, civil engineering, and infrastructure, NAIM is also involved in the oil and gas industry through its investment in Dayang Enterprise Holdings Bhd.

Over the years, NAIM has established a strong presence in Sarawak with its flagship developments, including NAIM Bandar Baru Permyjaya in Miri, which features SouthLake and NAIM Desa Damai, NAIM Kuching Paragon integrated development, NAIM Desa Ilmu and Naim Riveria in Kuching, as well as

NAIM Bintulu Paragon integrated development in Bintulu. The company has successfully built and developed more than 23,000 property units across the state. Its unwavering commitment to quality, timely delivery, value, and customer service has earned NAIM a total of 52 industry awards and accolades since 2002, a testament to its significant contributions to the property and construction sectors.

As a Class A Contractor with ISO 9001 certification, NAIM is also recognised as one of Malaysia's leading Bumiputera contractors, having completed projects worth over RM6 billion, including its own developments. With a strong track record and a dedication to excellence, NAIM continues to shape Sarawak's urban landscape, creating sustainable communities for the future.

FINANCIAL CALENDAR

Announcement of results	1 st quarter	30 May 2024
	2 nd quarter	29 August 2024
	3 rd quarter	27 November 2024
	4 th quarter	26 February 2025
23 rd Annual General Meeting ("AGM") of NAIM Holdings Berhad	Notice of 23 rd AGM dated 28 April 2025	23 rd AGM 27 May 2025

Investor Relations Service

The Group maintains a website (www.naim.com.my) which provides detailed information on the Group's operations and latest developments. For further details, please forward your queries to investorrelations@naim.com.my

5-YEAR FINANCIAL HIGHLIGHTS (IN RM MILLION)

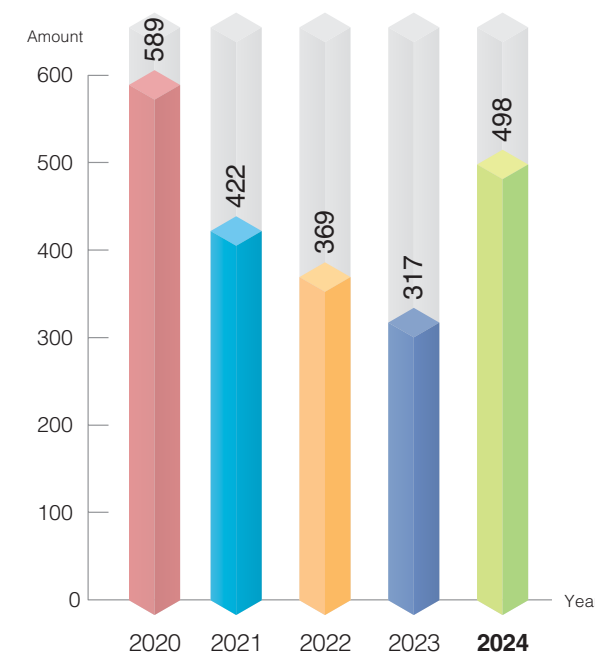
Year	2020	2021	2022	2023	2024
Revenue	589	422	369	317	498
Profit/(Loss) before tax	101	(71)	32	43	283
Net Profit/(Loss) attributable to Owners of the Company	54	(79)	25	35	228
Basic Earnings/(Loss) per share (sen)^	10.69	(15.71)	4.95	7.00	45.58
Total Assets	2,060	1,836	1,804	1,806	1,904
Shareholders' Equity	1,349	1,231	1,265	1,308	1,529
Net Tangible Assets	1,347	1,230	1,265	1,307	1,529
Net Tangible Assets per Share (RM)#	2.63	2.39	2.46	2.54	2.98
Total Number of Shares (gross) (in million)	514	514	514	514	514

^ Based on total no. of issued shares of 500.7 million (net of treasury shares of 13.1 million)

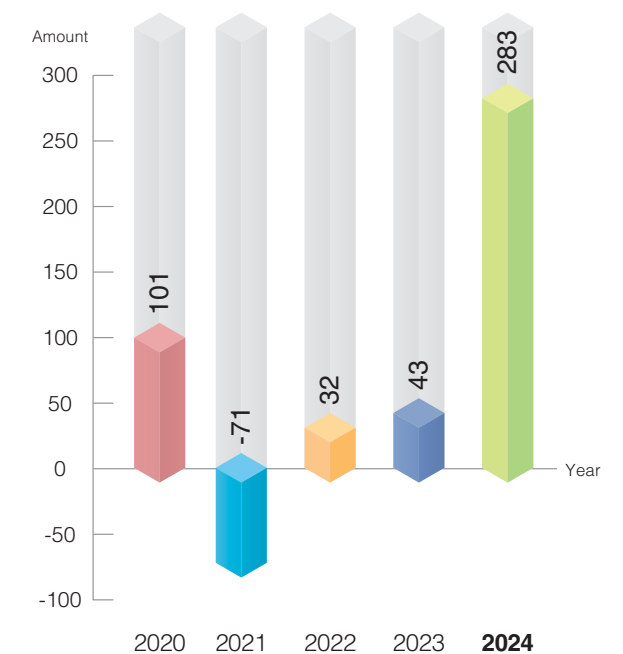
Based on total no. of issued paid up shares of 513.8 million



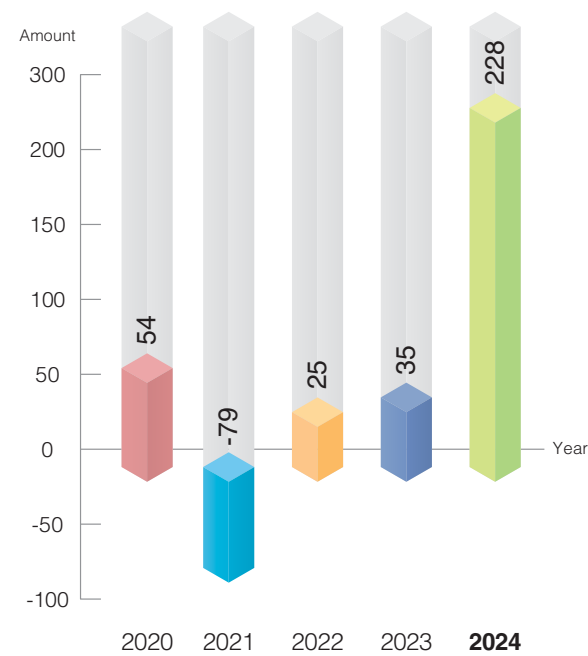
Revenue (in million)



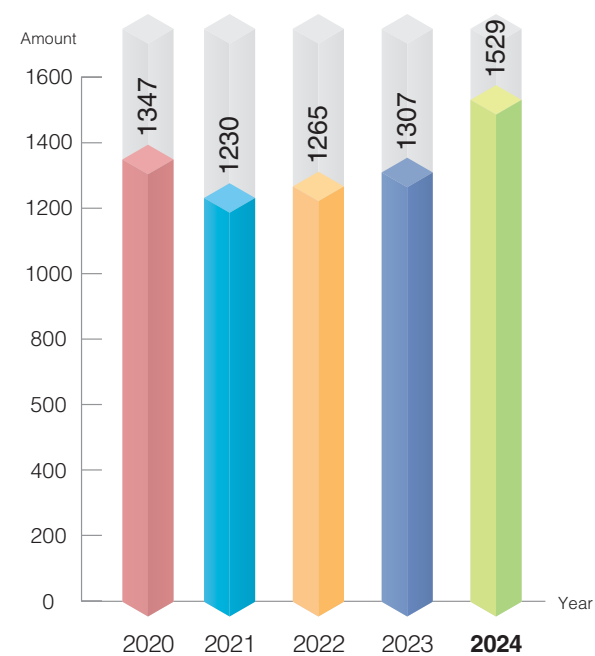
Profit/(Loss) before tax (in million)



Net Profit/(Loss) attributable to Owners of the Company (in million)



Net Tangible Assets (in million)

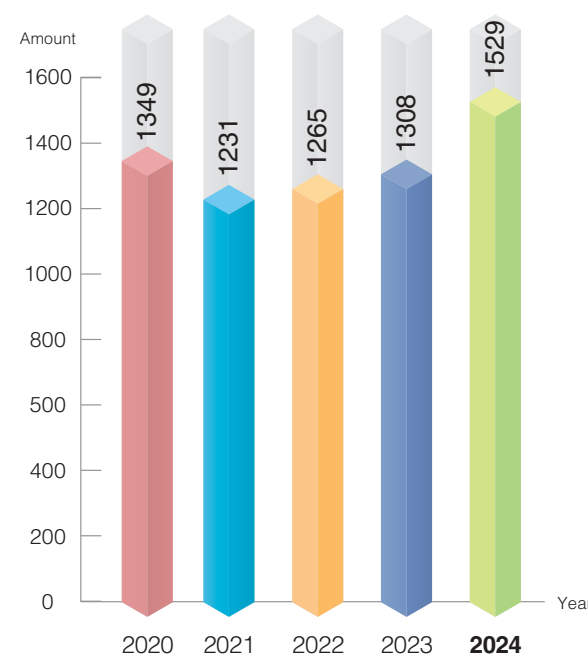


SHARE PERFORMANCE

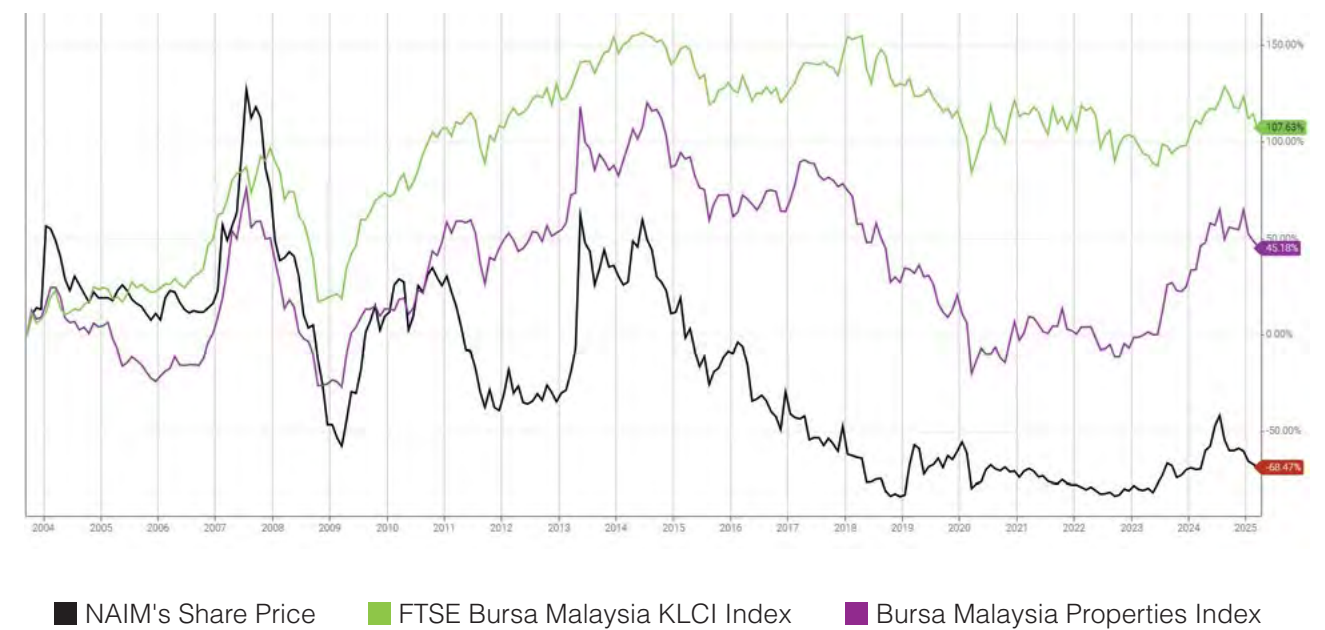
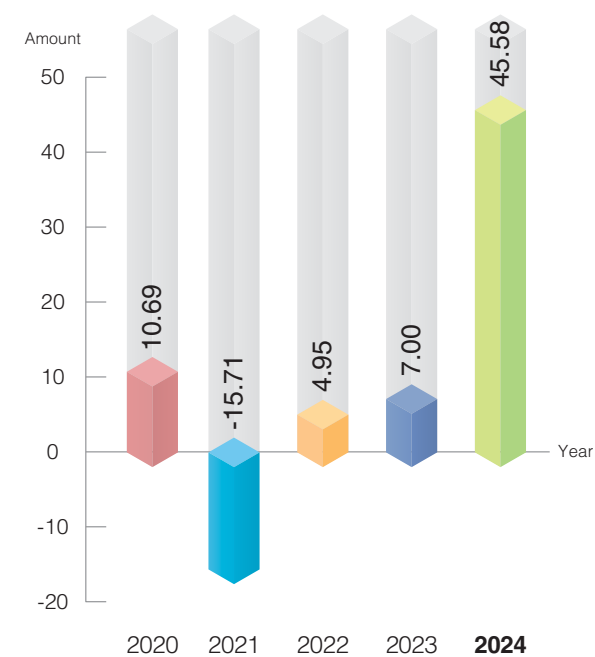
NAIM HOLDINGS BERHAD Share Performance Chart From 12 September 2003 to 28 March 2025



Shareholders' Equity (in million)



Basic Earnings/(Loss) per share (sen)





PART 2

Corporate Information

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CORPORATE INFORMATION



BOARD OF DIRECTORS

Non-Executive Chairman

Datuk Amar Abdul Hamed Bin Haji Sepawi

Managing Director

Datuk Hasmi Bin Hasnan

Executive Director

Emily Hii San San (appointed on 24 January 2025)

Independent Non-Executive Directors

Tan Chuan Dyi
Sulaihah Binti Maimunni
Datuk Ahmad Bin Abu Bakar

Non-Independent Non-Executive Director

Chin Chee Kong

Company Secretary

Low Wai See (MAICSA 7051463)
SSM Practising Certificate No. 202008000868

Registered Corporate Office

9th Floor, Wisma NAIM, 2 1/2 Mile, Rock Road
93200 Kuching, Sarawak, Malaysia
Tel: 6 082 411667 Fax: 6 082 429869
email: enquiries@naim.com.my

Registrar

Tricor Investor & Issuing House Services Sdn. Bhd.
Unit 32-01, Level 32, Tower A
Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur, Malaysia
Tel: 6 03 27839299 Fax: 6 03 27839222
email: is.enquiry@vistra.com

Stock Exchange Listing

Bursa Malaysia Securities Berhad
Listed on 12 September 2003
Sector : Property
Stock Code : 5073
Stock Name : NAIM

Auditor

KPMG PLT

CORPORATE STRUCTURE (as at the date of the Annual Report)

BUILDING VALUE SPIRITEDLY



NAIM HOLDINGS BERHAD

Registration Number 200201017804 (585467-M)

PROPERTY

Naim Land Sdn. Bhd. 199301006476 (261213-T)

PROPERTY DEVELOPMENT

- Khidmat Mantap Sdn. Bhd. 200001004847 (507452-T)
- Desa Ilmu Sdn. Bhd. 199601041500 (413853-U)
- Naim Commercial Sdn. Bhd. 199501030503 (359709-W)
- Peranan Makmur Sdn. Bhd. 200601030374 (750132-X)
- Samalaju Properties Sdn. Bhd. 200601032936 (752695-D) *

PROPERTY INVESTMENT AND MANAGEMENT

- Yakin Pelita Sdn. Bhd. 199901009501 (484401-H)
- Naim Realty Sdn. Bhd. 199501030756 (359962-P)
- Naim Assets Sdn. Bhd. 200101024882 (560640-X)
- Harmony Faber Sdn. Bhd. 201201023318 (1007810-K)
- Naim Hotel Sdn. Bhd. 201401044371 (1120553-M)
- Petrochemical Hub Sdn. Bhd. 200001014100 (516706-K)
- Naim Property Services Sdn. Bhd. 201301009801 (1039643-U)
- Miri Specialist Hospital Sdn. Bhd. 201001032447 (916372-H) *
- Bintulu Paragon Sdn. Bhd. 201201020798 (1005290-M)

ENGINEERING / CONSTRUCTION

- Naim Engineering Sdn. Bhd. 199701004707 (420203-W)
- Naim Capital Sdn. Bhd. 199501030360 (359566-U)
- Naim Capital Port Sdn. Bhd. 201201018905 (989050-T)
- Naim Capital Housing Sdn. Bhd. 201201015373 (988890-K)
- Naim Gamuda (NAGA) JV Sdn. Bhd. 201601024286 (1195225-X)
- Gamuda Naim Engineering and Construction (GNEC) Sdn. Bhd. 201601023739 (1194678-D) *
- Kempas Sentosa Sdn. Bhd. 199301007338 (262075-U) *

OIL & GAS

- Dayang Enterprise Holdings Bhd. 200501030106 (712243-U) *

OTHER BUSINESSES

TRADING / SERVICES

- Naim Supply & Logistic Sdn. Bhd. 199501032222 (361428-K)
- Naim Human Capital Sdn. Bhd. 201401031921 (1108005-W)

QUARRY OPERATIONS

- Simbol Warisan Sdn. Bhd. 200601030446 (750204-D)
- Jelas Kemuncak Resources Sdn. Bhd. 200601026936 (746691-M)

EDUCATION

- Mawar Education Centre Sdn. Bhd. 198501000729 (133172-U)

TWENTY SIX OTHER SEMI-ACTIVE AND DORMANT COMPANIES

* Associates

DIRECTORS' PROFILES

DIRECTORS' PROFILES



Datuk Amar Abdul Hamed Bin Haji Sepawi

Non-Executive Chairman

Age **75** | Gender **Male** | Nationality **Malaysian**

Date of Appointment
25 July 2003

Working Experience and Occupation

Datuk Amar Abdul Hamed Bin Haji Sepawi was the Non-Executive Chairman of Naim Land Sdn. Bhd. since 12 October 1995. Whilst remaining active in the timber and plantation industries, he developed his career around his keen personal interest in the construction sector, which was first acquired through school vacation jobs in Miri. For more than 40 years, he has been active as an investor, manager and director in companies carrying out civil works, offshore engineering, construction, housing and property development. He also has past directorship and ownership of oil and gas company, education and communication sector.

He was conferred the coveted Sarawak State Outstanding Entrepreneurship Award 2014 by the Ministry of Industrial Development, in association with the Sarawak Chamber of Commerce and Industries (SCCI) and Ernst & Young in recognition of his contribution towards the State's economic development. In 2015, he was adjudged The BrandLaureate's prestigious 'Man of the Year' Brand ICON Leadership Award 2015, an internationally recognised award honouring great iconic brand leaders who have transformed their brands into powerful brands which sustain the test of time. On 19 October 2022, he was honoured to receive the Outstanding Global Muslim Entrepreneur Lifetime Achievement Award by Global Muslim Business Forum.

He was also a member of the National Economic Consultative Council II.

He has been appointed as a member of a special advisory body to consult Prime Minister Dato Seri Anwar Ibrahim on finance matters on 7 February 2023.

He continued to receive prestigious accolades in recognition of his exemplary leadership and outstanding contributions. In 2023, he was honoured with the esteemed "Global Muslim Leader Of The Year Award" reaffirming his stature as a prominent figure in the global Muslim community.

He was also bestowed with the distinguished "Malaysia Global Business Icon Leadership" award, further underscoring his remarkable influence and impact on the international stage.



Academic/Professional Qualification(s)

- BSc (Hons) from University of Malaya
- Undergraduate studies in forestry at the Australia National University
- MSc in Forest Products from Oregon State University, USA

Board Committees

- Chairman, Nominating Committee
- Member, Risk Management Committee

Present Directorship in other Public Listed Companies

- Ta Ann Holdings Berhad
- Sarawak Plantation Berhad

Present Directorship in Non-Listed Public Company

- Nil



DIRECTORS' PROFILES (CONTINUED)

Datuk Hasmi Bin Hasnan

Managing Director

Age **72** | Gender **Male** | Nationality **Malaysian**

Date of Appointment
25 July 2003



Academic/Professional Qualification(s)

- BSc in Estate Management from the London South Bank University, UK
- Senior Certified Valuer with the International Real Estate Institute, USA
- Member of the International Real Estate Federation (FIABCI)

Board Committees

- Member, Remuneration Committee

Present Directorship in other Public Listed Companies

- Dayang Enterprise Holdings Bhd

Present Directorship in other Non-Listed Public Companies

- Kebajikan Dayang Fatimah Berhad (non-profit company, limited by guarantee)

Working Experience and Occupation

He began his career in 1979 as a valuer in the Land and Survey Department of Sarawak. Since 1982, he has been involved in a wide range of businesses, including valuation, project management, property development and management, construction, timber, manufacturing, trading and publishing. In June 1993, he became the Managing Director of Naim Land Sdn. Bhd. and has since been the main driving force behind the company's growth and expansion. He was awarded the Property Man of the Year for 2008 by FIABCI in Kuala Lumpur.

Chin Chee Kong

Non-Independent and Non-Executive Director

Age **67** | Gender **Male** | Nationality **Malaysian**

Date of Appointment
1 October 2015



Academic/Professional Qualification(s)

- Member, Malaysian Institute of Certified Public Accountants & Malaysian Institute of Accountants

Board Committees

- Member, Audit Committee
- Chairman, Sustainability Committee

Present Directorship in other Public Listed Company

- Perdana Petroleum Berhad

Present Directorship in other Non-Listed Public Companies

- Industrial and Commercial Bank of China (Malaysia) Berhad
- Kebajikan Dayang Fatimah Berhad (non-profit company, limited by guarantee)

Working Experience and Occupation

He joined Peat Marwick Mitchell & Co (now known as KPMG PLT) in Kuala Lumpur, Malaysia on 2 February 1979 as an audit junior. KPMG registered him as an articulated student with The Malaysian Association of Certified Public Accountants (now known as The Malaysian Institute of Certified Public Accountants or MICPA) in the second half of 1979. After having passed the Foundation and Professional examinations set by MICPA and in the process winning all 5 gold medals on offer for the Professional I and Professional II examinations, he was seconded to the tax division of KPMG Melbourne, Australia from October 1984 to March 1985. In August 1985, he was transferred to take charge of the Kuching Office of the firm and on 1 October 1990, he was promoted to be a partner of KPMG Malaysia. During his tenure with the Firm, he was principally involved in the provision of audit, taxation, financial advisory and corporate advisory services to corporate clients, both public listed and privately held. He retired from the Firm on 1 January 2014.



DIRECTORS' PROFILES (CONTINUED)

Tan Chuan Dyi

Independent Non-Executive Director

Age **53** | Gender **Male** | Nationality **Malaysian**

Date of Appointment
23 February 2017



Academic/Professional Qualification(s)

- Bachelor of Science in Business Administration
– Finance from California State University of Fresno

Board Committee

- Chairman, Audit Committee
- Chairman, Risk Management Committee
- Member, Anti-Bribery & Corruption Compliance Committee
- Member, Nominating Committee

Present Directorship in other Public Listed Companies

- Furniweb Holdings Limited

Present Directorship in Non-Listed Public Company

- Nil

Working Experience and Occupation

He joined PRG Holdings Bhd in 2014 and is currently the Managing Director of the Manufacturing Division and an Executive Director of Furniweb Holdings Limited, a company listed on the Growth Enterprise Market (GEM) Board of the Hong Kong Stock Exchange. He has more than 20 years of experience in the financial services industry, particularly in the areas of fund management, institutional broking, investment banking and capital markets.

Prior to joining PRG Group, he was with Kenanga Investment Bank where during his tenure, he has held several positions namely Director, Head of Equity Syndication, Institutional Business and Projects.

Prior to Kenanga Investment Bank, he was Head, Equity Capital Markets of RHB Investment Bank Bhd. He started his career in the industry with Arab-Malaysian Asset Management before moving to Affin Securities and CIMB as Senior Vice President, Institutional Sales.

Sulaihah Binti Maimunni

Independent Non-Executive Director

Age **68** | Gender **Female** | Nationality **Malaysian**

Date of Appointment
1 August 2018



Academic/Professional Qualification(s)

- Bachelor of Science in Civil Engineering (Hons), Swansea University, United Kingdom

Board Committees

- Member, Risk Management Committee
- Member, Nominating Committee
- Member, Anti-Bribery & Corruption Compliance Committee
- Member, Sustainability Committee
- Member, Remuneration Committee

Present Directorship in other Public Listed Companies

- Nil

Present Directorship in other Non-Listed Public Company

- Nil

Working Experience and Occupation

She has 30 years of experience in the development and project management of privatised and non-privatised construction projects in Malaysia and in several other countries. She also has some experience in financial analysis of projects and management of companies. Her experience in roads, expressways, infrastructure, land development and dam with notably the roads in Sabah, Fiji, expressways in Malaysia, Qatar and India, land development in Malaysia, Vietnam and Qatar and dam in Malaysia. She has also undertaken several feasibility studies in Pakistan, Sri Lanka, Ghana, Sudan, Morocco, Indonesia, Chile and several countries in the Middle East.

Her career development has been via Minconsult Sdn. Bhd., a consultancy firm where she spent 8 years developing her career from graduate engineer to senior engineer, the UEM Group, for 17 years rising from project engineer in Pengurusan Lebuhraya Bhd to Executive Director/Chief Executive Officer of UEM Construction Sdn. Bhd. with responsibilities in project development/management, company management and directorship in several non-listed companies, Sarawak Hidro Sdn. Bhd., the developer of Bakun Dam where she, on secondment from the UEM Group, spent 2 years as the Managing Director to progress the more than 2 years delayed project and lastly with Naim Holdings Berhad for 3 years from 2009, as Vice President at the Managing Director's office with additional appointment as Executive Director of Naim Holdings Berhad and Director of Dayang Enterprise Holdings Bhd, both public listed companies.



DIRECTORS' PROFILES (CONTINUED)

Datuk Ahmad Bin Abu Bakar

Independent Non-Executive Director

Age **70** | Gender **Male** | Nationality **Malaysian**

Date of Appointment
1 June 2019



Academic/Professional Qualification(s)

- Fellow Member of the Chartered Association of Certified Accountants (UK)
- Chartered Accountant under the Malaysian Institute of Accountants.

Board Committees

- Chairman, Anti-Bribery & Corruption Compliance Committee
- Chairman, Remuneration Committee
- Member, Audit Committee
- Member, Sustainability Committee

Present Directorship in other Public Listed Company

- Nil

Present Directorship in other Non-Listed Public Companies

- Nil

Working Experience and Occupation

He has more than three decades of experience in accounting, banking, manufacturing, managerial and directorial roles alongside his vast insight in the field of property development, oil and gas, oil palm and timber-related industries. He was a board member of various listed, including Land & General Berhad, Naim Holdings Berhad, UDA Holdings Berhad Group and other non-listed companies. He was a manager for Sime Darby subsidiary companies, DMIB Berhad and Consolidated Plantations Bhd.

Emily Hii San San

Executive Director

Age **47** | Gender **Female** | Nationality **Malaysian**

Date of Appointment
24 January 2025



Academic/Professional Qualification(s)

- Bachelor of Commerce Degree, major in Accountancy and Diploma for Graduates from University of Otago, New Zealand
- Chartered Accountants of Chartered Accountants Australia and New Zealand
- Member of Malaysian Institute of Accountants (MIA)

Board Committees

- Nil

Present Directorship in other Public Listed Company

- Nil

Present Directorship in other Non-Listed Public Companies

- Nil

Working Experience and Occupation

Ms Emily Hii, a chartered accountant, previously served as a Senior Audit Manager at KPMG PLT before joining NAIM on 1 June 2010 as Finance Manager. Her exceptional performance led to a promotion to Deputy Director of Finance in August 2012, where she oversaw the Finance and Corporate Planning portfolios. Recognising her significant contributions, Emily was further promoted to her current role as Senior Vice President cum Chief Financial Officer on 1 February 2019.

With over 20 years of extensive experience in accounting, tax, audit, finance, treasury, and corporate finance planning, Emily brings a wealth of expertise to her current position. Actively involved in the strategic development of the Group's core business divisions, she ensures continuous budgetary management and monitoring while steering the revamping of key group policies, including procurement and commercial. Emily also plays a pivotal role as a member of the Executive Committee, contributing to major business decision-making processes for all operations. In addition, during 2024, Emily also spearheads the group commercial unit, together with the Head of Contract, Commercial & Procurement, to oversee all strategic matters of commercial and procurement.

She was appointed as an Executive Director of the Company on 24 January 2025 and primarily oversees various support services functions comprising finance, human resources, IT and administration, credit management and sales administration units.

Emily is also a member of the Board of Directors in various subsidiaries and associates of the Group.

DIRECTORS' PROFILES (CONTINUED)



Notes:

1. None of the Directors have:
 - i. any family relationship with any Director and/or major shareholder of the Company.
 - ii. any conflict of interest or potential conflict of interest, including interest in any competing business with the Company or its subsidiaries.
 - iii. any conviction for offence within the past 5 years (other than traffic offences, if any), or any public sanction or penalties imposed by the regulatory bodies during the financial year ended 31 December 2024.
2. The attendance of the Directors at Board Meetings held during the financial year ended 31 December 2024 is disclosed in the Corporate Governance Overview Statement.

SENIOR MANAGEMENT TEAM PROFILES

**DR YU TAT LOONG,
RAYMOND**
Chief Executive Officer -
Property Investment & Bintulu



**MOHAMAD FAISAL BIN
AHMAD ZAIDIN**
Chief Operating Officer
- Project Execution &
Operations Excellence



SENIOR MANAGEMENT TEAM PROFILES



**ABG MOHAMAD AIMAN
BIN ABG MAT ALI**
Acting Regional General
Manager - Kuching

HALIZA BINTI SEGAR
Regional General Manager
- Miri



WILLIAM ONG
Chief Information Officer



FARAH NADIA MASROL
Head, Strategic Planning



**ABDUL HALIM BIN ABD
JALAL**
Manager, Risk Management



LOW WAI SEE
Head, Company Secretarial



SENIOR MANAGEMENT TEAM PROFILES (CONTINUED)

Dr Yu Tat Loong, Raymond

Chief Executive Officer - Property Investment & Bintulu

Age 49	Gender Male	Nationality Malaysian
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Academic/Professional Qualification(s)

- Doctor of Philosophy (Ph.D.) in Structural Engineering, Cardiff University, Wales.
- Bachelor of Engineering (BEng) in Civil Engineering from the University of Bath, England
- Chartered member of the Royal Institute of Chartered Surveyors (RICS)
- Certified Enterprise Risk Manager (ERM)

Working Experience

Dr. Raymond Yu joined Naim in September 2024, bringing over 15 years of leadership in property development and investment. With a strong background in strategic management and business expansion, he has successfully led large-scale projects totaling over 3.0 million square feet, including high-rise condos, mixed-use, and commercial developments.

As the Chief Executive Officer - Property Investment & Regional CEO - Bintulu Region, Dr. Yu leads the Group's property investment strategies with a strong focus on asset management, operational excellence, and regional growth initiatives. He also oversees the overall business and operational performance of the Bintulu Region, driving strategies and ensuring alignment with the Group's long-term objectives.

Under his leadership, the company remains committed to sustainable development and long-term value creation across its diverse property portfolio, which includes major residential and commercial investments. Dr. Yu plays a key role in optimizing property assets, strengthening market positioning, and enhancing the company's financial performance.

Before joining Naim Holdings Berhad, Dr. Yu held several senior leadership positions at Asian Pac Holdings Berhad, a publicly listed company on the Kuala Lumpur Stock Exchange. His roles included Executive Director, Chief Executive Officer, and Chief Operating Officer. In addition, he led operations at Asian Pac Holdings (Shanghai) Co., Ltd., where he oversaw property investment and the development of mixed-use projects in China.

Dr. Yu's expertise in strategic planning, business development, and stakeholder engagement continues to be a driving force behind NAIM's growth and success in the property investment sector.

Mohamad Faisal Bin Ahmad Zaidin

Chief Operating Officer - Project Execution & Operations Excellence

Age 54	Gender Male	Nationality Malaysian
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Academic/Professional Qualification(s)

- Master's in Interdisciplinary Design for the Built Environment, University of Cambridge, 2015
- Bachelor's Degree in Quantity Surveying, Leeds Beckett University, 1994
- Member of the Royal Institute of Chartered Surveyors (MRICS)
- Member of the Royal Institution of Surveyors Malaysia (MRISM)

Working Experience

Mohamad Faisal joined NAIM on 3 October 2022 as an Executive Consultant. His role was elevated to Chief Operating Officer - Kuching Region on 1 January 2024, where he played a strategic role in shaping regional operations and driving growth.

Effective October 2024, he was redesignated as Chief Operating Officer - Project Execution & Operations Excellence, where he now leads the Group's overall project execution, construction operations, and operational excellence functions across all regions.

With a distinguished career spanning nearly 30 years, Mohamad Faisal is a seasoned Chartered Quantity Surveyor with a proven track record in managing and delivering high-value projects across diverse sectors. His extensive international experience-having worked in Ireland, Saudi Arabia, Malaysia, and the United Kingdom-has equipped him with a comprehensive understanding of global markets, regulatory environments, and industry best practices.

In his current role, he focuses on streamlining project execution processes, strengthening operational frameworks, and enhancing efficiency across the Group's property and construction portfolio. He leads the execution of strategic initiatives to ensure the timely and successful delivery of projects, aligning operations with organizational goals and driving sustainable growth.

Driven by a strong sense of accountability and excellence, Mohamad Faisal spearheads efforts in stakeholder engagement, compliance, and continuous improvement, reinforcing NAIM's reputation as a trusted and forward-thinking player in the property and construction industry.

Haliza Binti Segar

Regional General Manager - Miri

Age 38	Gender Female	Nationality Malaysian
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Academic/Professional Qualification(s)

- Master of Business Administration from Asia E University, 2020
- Diploma In Strategic Management and Leadership Practice from Chartered Management Institute, CMI Level 7, 2020
- Diploma in Business Administration Majoring Human Resources Management, IBS College Miri, 2007
- Negotiator, Malaysian Institute of Estate Agents

Working Experience

Haliza embarked on her professional journey in 2007 with NAIM, followed by a two-year stint in the banking sector starting in 2012 with Bank Simpanan Nasional and Maybank, before returning to NAIM in 2014 to lead the sales team and eventually ascending to the role of RGM cum interim COO - Miri Region in December 2023.

She is an experienced professional with a diverse background spanning real estate, property development, and banking. Noteworthy is her instrumental role in devising business plans for key property developments in Bandar Baru Permyjaya Miri, namely Desa Bahagia, Desa Damai, South Lake & V Commercial.

She ensures operational efficiency across the Miri region, meticulously overseeing the profitability of various investments, projects, and developments within the group. Her leadership within the Miri region teams is characterised by her ability to inspire, motivate, and drive results, further solidifying her reputation as a dynamic and accomplished leader

Abg Mohamad Aiman Bin Abg Mat Ali

Acting Regional General Manager - Kuching

Age 32	Gender Male	Nationality Malaysian
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Academic/Professional Qualification(s)

- Bachelor of Science in Architectural Studies (LAM Part I) from the International Islamic University Malaysia (IIUM)
- Master of Architecture from the University of Malaya (UM)
- Accredited by both the Royal Institute of British Architects (RIBA) and Lembaga Arkitek Malaysia (LAM) Part II
- Registered Graduate Architect with Lembaga Arkitek Malaysia (LAM)

Working Experience

Aiman joined NAIM on 20 February 2023 as Assistant Manager – Product Design & Development. With over 7 years of industry experience, he has developed a strong foundation in architectural design, project management, and strategic development. His early career in private consultancy saw him leading multi-sectoral projects with a focus on design development, stakeholder engagement, and regulatory compliance. He later served as a Resident Architect, where he was responsible for project execution and upholding quality standards in alignment with industry best practices.

Recognized for his contributions and leadership, Aiman was promoted to Head – Product Design, Planning & Development effective 1 October 2024, where he played a pivotal role in aligning design innovation with the Group's long-term development strategies. He led initiatives that integrated planning, design, and product development to enhance overall project value and market relevance.

Subsequently, he was entrusted with the role of Acting Regional General Manager – Kuching Region effective 1 January 2025. In this capacity, Aiman is committed to driving business strategies, optimizing development portfolios, and enhancing project execution frameworks to deliver sustained value creation and strengthen NAIM's market competitiveness in the Kuching region.

In addition to his current role as Acting Regional General Manager – Kuching Region, Aiman continues to lead as the Head – Product Design, Planning & Development, ensuring that design excellence and strategic planning remain integral to NAIM's overall growth and development approach.

SENIOR MANAGEMENT TEAM PROFILES (CONTINUED)

William Ong

Chief Information Officer

Age 42	Gender Male	Nationality Malaysian
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Academic/Professional Qualification(s)

- Bachelor of Computer Science with Distinction, University of Wollongong, 2005
- Microsoft Certified Professional Developer (MCPD), 2011

Working Experience

William Ong is a technology-driven leader with a strong passion for leveraging digital innovation to enhance business operations and drive strategic growth. His career began in 2007 as a Software Developer, where his expertise and leadership abilities quickly earned him a promotion to Assistant Manager, System Development in 2012. In this role, he spearheaded the development and implementation of business applications at NAIM, playing a key role in optimizing digital solutions for various business functions.

With a deep understanding of business operations and digital transformation, William took on a leadership role in Risk Management, where he was instrumental in strengthening risk frameworks, ensuring regulatory compliance, and optimizing processes to align with organizational goals. His ability to integrate risk management strategies with business operations helped safeguard the Group's long-term sustainability.

William rejoined NAIM on 1 January 2025 as the Chief Information Officer (CIO), where he leads the company's digital transformation, IT governance, and cybersecurity strategies. He is responsible for driving technology adoption, enhancing operational efficiencies, and ensuring robust information security frameworks to support business growth.

As a visionary IT leader, William is committed to fostering innovation, streamlining enterprise-wide technology solutions, and ensuring that the organization remains resilient in an evolving digital landscape. His strategic approach to IT and risk management positions him as a key enabler of digital excellence and operational efficiency within the Group.

Farah Nadia Masrol

Head, Strategic Planning

Age 36	Gender Female	Nationality Malaysian
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Academic/Professional Qualification(s)

- Bachelor of Chemical Engineering with Honours

Working Experience

With over a decade of experience in engineering, business operations planning, and strategic management with PETRONAS Carigali Sdn. Bhd, Farah transitioned to NAIM Holdings Berhad in 2021. Currently serving as the Head of Strategic Planning, Farah is instrumental in leading sustainable strategic initiatives, conducting market research, and enhancing brand positioning.

Farah is recognized for her expertise in operations, strategic planning, and stakeholder management, contributing to sustainable growth and organisational excellence. She leads strategic planning for the group's long-term roadmap, providing invaluable insights and recommendations. Additionally, she coordinates regional developments, ensuring seamless integration and effective control. Farah also spearheads customer and employee experience initiatives, driving impactful change management activities. Her leadership style is characterised by inspiration, motivation, and a results-driven approach, establishing her as a dynamic and accomplished leader.

In addition to her core responsibilities, Farah also oversees the Group's sustainability portfolio, embedding Environmental, Social, Governance (ESG) principles into business strategies and operations. She plays a key role in aligning the company's sustainability direction with Bursa Malaysia's requirements, championing efforts that create long-term value for stakeholders.

Beyond her professional endeavors, Farah is a founding member of Lean In Sarawak, advocating for diversity and equality for societal development.

Abdul Halim Bin Abd Jalal

Manager, Risk Management

Age 46	Gender Male	Nationality Malaysian
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Academic/Professional Qualification(s)

- Bachelor's degree in accountancy and finance, Liverpool John Moores University
- Diploma in Accountancy and Finance, Dublin Business School

Working Experience

With over two decades of experience in risk management, internal audit, corporate governance, and financial operations, Abdul Halim Bin Abd Jalal brings a wealth of expertise to his role as Manager, Risk Management at Naim Holdings Berhad. His career spans financial oversight, strategic planning, and corporate compliance, ensuring operational resilience and sustainable growth.

Since joining Naim Holdings Berhad in 2010, Abdul Halim has held key roles in internal audit, financial management, and company secretarial functions. His deep understanding of financial processes, risk assessment, and regulatory compliance has enabled him to strengthen the organization's governance framework and operational efficiency.

In his current role, Abdul Halim is responsible for identifying and mitigating risks across the organisation, developing risk management frameworks, and ensuring compliance with regulatory standards. He provides strategic risk insights to senior management and the Board, enabling proactive decision-making to safeguard the company's interests.

Halim is recognised for his analytical acumen, financial expertise, and ability to drive risk-based decision-making. His leadership ensures that the company remains resilient in a dynamic business environment.

Beyond his professional responsibilities, Abdul Halim is committed to fostering a strong corporate governance culture and contributing to the continuous improvement of risk management practices within the organisation.

Abdul Halim is the nephew of Datuk Hasmi Hasnan, NAIM's Group Managing Director.

Low Wai See

Head, Company Secretarial

Age 51	Gender Female	Nationality Malaysian
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Academic/Professional Qualification(s)

- Institute of Chartered Secretaries and Administrators, United Kingdom
- Chartered Secretary and Chartered Governance Professional
- Associate of the Malaysian Institute of Chartered Secretaries and Administration

Working Experience

Low assumed the position of Head of Company Secretarial at NAIM on 3 April 2023. Since then, she has spearheaded of the Group's Company Secretarial function, in achieving important milestones and driving operational excellence.

With a career spanning over two decades, Low has amassed a wealth of experience in company secretarial practice, having worked across diverse sectors including manufacturing, financial institutions, and telecommunications. Her pivotal role in governance operations and commitment to ensuring statutory and regulatory compliance has been instrumental in the success of the organisations she has served.

As the Company Secretary, she serves as a guardian of compliance, a facilitator of communication between the Board of Directors and other stakeholders, and custodian of corporate records.

Notes:

- None of the Senior Management has:
- any directorship in any listed companies and public companies.
 - any family relationship with any Director and/or major shareholder of the Company except for Encik Abdul Halim Bin Abd Jalal, who is the nephew of the Managing Director, Datuk Hasmi Bin Hasnan
 - any conflict of interest or potential conflict of interest, including interest in any competing business with the Company or its subsidiaries.
 - any conviction for offence within the past 5 years (other than traffic offences, if any), or any public sanction or penalties imposed by the regulatory bodies during the financial year ended 31 December 2024.

AWARDS AND ACCOLADES




- Des Prix Award 2024: **Best Community-Inspired Lifestyle Development** for Bandar Baru Permyjaya in Miri
- Des Prix Award 2024: **Best Gated & Guarded Development** for Southlake Permyjaya
- Des Prix Award 2024: **Best Luxury Lifestyle Development** for George Y Residence
- Des Prix Award 2024: **Innovative Developer Award (NAIM Land)**
- Miri City Mayor's Awards 2024: **Corporate Award**




- The Edge Property Excellence Award 2023** (Top 30 Developers in Malaysia)
- SHEDA** (Top 30 Developers in Sarawak)
- Construction Industry Development Board (CIDB) **QLASSIC Award 2023**
- Malaysia Institute of Human Resource Management (MIHRM) (**HR Best Practices Award**)
- Malaysian Institute of Human Resource Management (MIHRM) (**Diversity & Inclusivity Award**)




- One of Malaysia's **Top 30 Property Developers** (The Edge Malaysia's Top Property Developers Awards 2022) & the **ONLY East Malaysia-based** developer award recipient
- SHEDA Property Expo: **Corporate Image Award**




- Asia Pacific Property Awards Development AWARD WINNER** Residential High Rise Development Malaysia – Naim Sapphire Luxury Homes
- One of Malaysia's **Top 30 Property Developers** (The Edge Malaysia's Top Property Developers Awards 2021) & the **ONLY East Malaysia-based** developer award recipient




- StarProperty.my Awards: **The Borneo Star Award (Honours)** Naim Sapphire Luxury Homes
- SHEDA Property Expo: **Best Booth Award**
- One of Malaysia's **Top 30 Property Developers** (The Edge Malaysia's Top Property Developers Awards 2019) & the **ONLY East Malaysia-based** developer award recipient
- The BrandLaureate **Iconic Brand of the Decade Industry Champion Award** in Property & Infrastructure




- SHEDA Property Expo: **Best Booth Award**
- Malaysia's Best Employer Brand Award 2018** (World HRD Congress)




- SHEDA Property Expo: **Best Booth Award**
- Gold Award 2017** 13th Mospha OSH Excellence Award 2017
- One of Malaysia's **Top 30 Property Developers** (The Edge Malaysia's Top Property Developers Awards 2017) & the **ONLY East Malaysia-based** developer award recipient




- The Best QLASSIC Achievement** Non-Residential (Large) Category
- SHEDA Excellence Awards: **Property Man of The Year**
- Sarawak State Outstanding Entrepreneurship Award**
- The Sarawak CMEA Award: **Large Enterprise (Construction)**




- Malaysia Property Insight **Prestigious Developer Awards: Outstanding Developer East Malaysia**
- Award for PLWS Practitioners
- One of Malaysia's **Top 20 Property Developers** (The Edge Malaysia's Top Property Developers Awards 2015) & the **ONLY East Malaysia-based** developer award recipient




- AREA **Social Empowerment Category**
- Readers' Choice **Malaysian Reserve Property Press Awards** Best Commercial Development – Bintulu Paragon
- Malaysian Reserve Property Press Awards** Most Prestigious Integrated Lifestyle Residential Development – Southlake Permyjaya
- Malaysian Reserve Property Press Awards** Most Prestigious Integrated Development – Bintulu Paragon
- The Sarawak CMEA Award: **Large Industries (Services and Other Sectors – Construction)**
- One of Malaysia's **Top 20 Property Developers** (The Edge Malaysia's Top Property Developers Awards 2014) & the **ONLY East Malaysia-based** developer award recipient




- APEA **Outstanding Entrepreneurship Category**




- The BrandLaureate Best Brands Awards 2011-2012: **The BrandLaureate Conglomerate Awards 2011-2012**
- The Sarawak CMEA Award: **Large Enterprise Category (Construction)**




- The Sarawak CMEA Award: **Large Enterprise Category (Construction)**




- SHEDA Excellence Awards: **Top Developer In Residential Development**




- FIABCI Malaysia Property Award: Property Man of The Year**




- The Malaysian Construction Industry Excellence Awards: **Contractor Award Grade 7**




- 17th International Construction Awards: **New Millennium Award Spain, Madrid**
- Malaysia Corporate & Social Environment Responsibility Award**




- Malaysia Canada Business Council Excellence Awards: **Industry Excellence for Construction Award**
- The Malaysian Construction Industry Excellence Project Awards: **Medium Scale Project Engineering Category**
- The Malaysian Construction Industry Excellence Project Awards: **Builder of The Year Award**
- KPMG **Shareholder Value Awards**




- The Malaysian Construction Industry Excellence Project Awards: **Medium Building Category**
- SCCI Annual Corporate Report Awards: **Best Annual Report Award**




- CIDB Builders Building Works Category Awards: **Institutional Building Project**



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LETTER TO SHAREHOLDERS



Dear Valued Shareholders,

The year 2024 has been a transformative period for NAIM Holdings Berhad, marked by a renewed commitment to operational excellence, digital transformation, and customer trust. By strengthening our core capabilities and optimising efficiencies, we have positioned the Group for sustainable long-term growth while adapting to the evolving market landscape.

On behalf of the Board of Directors, I am pleased to present our Annual Report 2024, which reflects a year of disciplined execution and strategic progress, leading to one of our strongest financial performances in recent years.

NAIM recorded a revenue of RM498.5 million, a 57.3% increase from RM316.9 million in 2023. Our profit before tax surged to RM283.1 million, reflecting an extraordinary growth from RM43.2 million in the previous year. This outstanding result was driven by our disciplined approach to cost management, the successful completion of a land sale, and improved operational efficiencies across all business segments.

The Property Development segment led our growth, with revenue increasing to RM273.6 million, bolstered by a land sale transaction amounting to RM223.4 million. New property sales totalled RM58.5 million, achieved amidst a challenging market environment marked by affordability concerns and tighter financing conditions. This performance reflects our continued resilience and ability to generate sales despite prevailing headwinds.

In Construction, revenue stood at RM184.6 million, with profit before tax improving significantly to RM13.6 million, a 201.3% increase from the previous year. The segment benefitted from cost efficiencies, strategic project execution, and the finalisation of completed contracts.

Meanwhile, our Investment and Other Business Segments continued to perform well, contributing RM40.3 million in revenue, an increase from RM24.9 million in 2023. A stronger performance in quarry and hospitality services operations as well as the disposal of an investment property strengthened profitability in this segment.

As we move forward, our focus remains on strengthening the foundation of our business. We have made significant strides in enhancing operational efficiency, ensuring that projects are executed with precision, cost discipline, and risk mitigation. Our teams have been proactive in optimising resources, improving project timelines, and delivering quality developments that uphold NAIM's reputation for excellence.

In line with our commitment to digital transformation, we have accelerated the adoption of data-driven marketing strategies and customer engagement platforms to enhance brand visibility and improve customer experience. By integrating analytics, digital platforms, and automated processes, we are positioning NAIM for long-term growth in an increasingly technology-driven industry.

Above all, customer trust remains at the heart of our business. We recognise that delivering value-driven, sustainable developments is essential to building long-lasting relationships with homeowners, investors, and business partners. Our continued emphasis on transparency, quality, and service excellence ensures that NAIM remains a trusted brand in the property and construction industry.

As we look ahead to 2025, we remain cautiously optimistic about market conditions. The property sector is expected to benefit from infrastructure development and government incentives, particularly in Sarawak, where NAIM continues to play a pivotal role in shaping the built environment. While challenges such as rising costs and economic uncertainties persist, we are confident that our agile business strategies and disciplined execution will sustain our growth momentum.

We will continue to explore new opportunities in property development, expand our project pipeline in construction, and optimise our investment assets to maximise returns. Our commitment to Environmental, Social, and Governance (ESG) initiatives will also be strengthened, ensuring that our developments are not only financially viable but also sustainable and community-driven.

NAIM's success is made possible through the collective efforts of our employees, management team, business partners, and stakeholders. On behalf of the Board of Directors, we extend our sincere appreciation to our dedicated employees for their hard work and resilience, our valued customers for their continued trust, and our shareholders and business partners for their unwavering support.



As we approach our 30th anniversary, we remain committed to our mission of bringing "one million tears of joy" by delivering quality homes, sustainable developments, and meaningful community contributions. We look forward to the future with confidence, ready to embrace new opportunities and uphold the values that have defined NAIM for nearly three decades.

Thank you for your continued trust and support.

Datuk Amar Abdul Hamed bin Haji Sepawi
Non-Executive Chairman

Datuk Hasmi Bin Hasnan
Group Managing Director



REVIEW OF PERFORMANCE AND OPERATIONS

OVERVIEW

In 2024, NAIM Holdings Berhad embraced a back-to-basics approach, reinforcing its core principles of operational excellence, continuous improvement, and customer centricity. The Group focused on strengthening its fundamentals-delivering quality developments, optimising efficiency, and enhancing stakeholder value.

This strategic realignment proved instrumental in navigating a challenging yet opportunistic market landscape. The Group recorded a significant improvement in financial performance, driven by disciplined execution, prudent cost management, and a heightened focus on its key business segments.

For the year ended 31 December 2024, NAIM registered a revenue of **RM498.5 million**, representing a **57.3% increase** from RM316.9 million in the previous year. Profit before tax surged to **RM283.1 million**, reflecting an extraordinary growth from RM43.2 million in 2023. This underscores the effectiveness of the Group's approach in streamlining operations, optimising asset utilisation, and capitalising on strategic opportunities.

By reaffirming its commitment to operational excellence, digital transformation, and customer trust, NAIM has positioned itself for continued success in the evolving property and construction landscape. The Group remains steadfast in its mission to deliver value-driven developments, enhance execution capabilities, and foster resilient growth-laying the foundation for a stronger and more agile future.

PROPERTY DEVELOPMENT

The Property Development segment experienced robust growth, registering revenue of **RM273.6 million** compared to RM71.8 million in 2023. This surge was largely attributed to the successful completion of a major land sale transaction amounting to RM223.4 million, which contributed significantly to the segment's revenue. The overall property development segment recorded a profit of RM178.9 million, reflecting its strong performance for the year.

Despite prevailing market uncertainties, the Group secured new property sales amounting to **RM58.5 million** in 2024, reflecting a **26.8% decline** from RM79.9 million in the previous year. The softer segmental sales performance was partially impacted by slower work progress on newly launched development projects and interest expenses incurred during the year. Market conditions remained competitive, with affordability concerns and financing constraints shaping buyer sentiment.

To address these challenges, NAIM continued to implement strategic sales and marketing initiatives aimed at clearing existing inventories while cautiously introducing new projects at competitive price. A key focus was on aligning product offerings with evolving customer expectations, ensuring a balance between affordability, quality, and innovative design. The Group also intensified its efforts in digital marketing and stakeholder engagement to drive customer retention and broaden its market reach.

To sustain the segment's performance, NAIM has continuously adopted innovative approaches for new launches to ensure product and service quality that meets evolving customer expectations. Recognising the growing market demand for environmentally sustainable properties and enhanced living standards, the Group has actively explored ways to integrate Environmental, Social, and Governance (ESG) principles into its new product offerings.

Looking ahead, NAIM remains cautiously optimistic about the gradual recovery of the property market, particularly in Sarawak. Government incentives and infrastructure developments are expected to support demand, while initiatives such as the Sarawak-Malaysia My Second Home (SMM2H) programme are poised to attract interest from international buyers. The Group's strategy remains centred on delivering value-driven projects, leveraging data-driven insights, and integrating sustainable practices into future developments.

CONSTRUCTION

The Construction segment reported revenue of **RM184.6 million** in 2024, compared to RM220.2 million in 2023. The decline in revenue was mainly due to lower work progress recorded on substantially completed projects. Despite the revenue contraction, the segment posted a notable improvement in profitability, with segment profit rising to **RM13.6 million** from RM4.5 million in the previous year, reflecting a **201.3% increase**. The positive turnaround was primarily driven by cost savings derived from the amicable resolution of a contractor litigation case and the finalisation of accounts for completed projects.

Throughout the year, the Group remained focused on strengthening project execution and operational efficiencies. Ongoing projects were closely monitored to ensure adherence to timelines, quality benchmarks, and targeted financial returns. Looking forward, NAIM is committed to enhancing its project pipeline while maintaining cost discipline and risk mitigation measures.

OTHER SEGMENTS

The Group's other business activities, encompassing property investment, quarry and hospitality services operations, delivered commendable results in 2024. Revenue from the segment rose to **RM40.3 million**, compared to RM24.9 million in 2023, with segment profit improving to **RM10.3 million** from a segment loss of RM6.8 million in the previous year. The improved performance was supported by higher quarry sales and better occupancy rates within NAIM's hospitality operations.

The Group remains proactive in optimising asset performance through targeted enhancement initiatives. Efforts are underway to elevate the value proposition of NAIM's commercial and retail properties, including the implementation of asset repositioning strategies and tenant mix optimisation. Meanwhile, the hospitality segment is focusing on service enhancements and experiential offerings to remain competitive in a dynamic market environment.



REVIEW OF PERFORMANCE AND OPERATIONS (CONTINUED)

MAJOR ASSOCIATE

Our major associate, Dayang Enterprise Holdings Bhd. (“DEHB”), delivered a strong performance in 2024. For the financial year ended 31 December 2024, DEHB reported an unaudited net profit after tax attributable to owners of approximately RM311.1 million, an improvement from RM219.0 million recorded in 2023.

This significant increase was primarily driven by higher work orders and contracts, as well as increased vessel chartering rates and utilisation levels. These factors reflect the strong operational momentum DEHB maintained throughout the year.

In addition, DEHB has also recorded a strong financial position with a healthy unaudited net assets of about RM1.8 billion and a strong cash position of about RM685.0 million for 2024.

As at 31 December 2024, DEHB’s estimated call-out contract value stood at approximately RM5.2 billion, as disclosed in its latest quarterly announcement dated 20 February 2025. This solid order book continues to position DEHB favourably in the oil and gas support services industry, underpinning its potential for sustained future earnings.



STRATEGIC INITIATIVES AND OPERATIONAL ENHANCEMENTS

In 2024, NAIM continued to implement key strategic initiatives to drive long-term value creation. The Group accelerated its **digital transformation efforts**, enhancing brand visibility and sales performance through the adoption of advanced digital marketing strategies and customer engagement tools. By leveraging data analytics and customer insights, the Group optimised its marketing campaigns and streamlined the homebuying experience, ensuring greater efficiency and responsiveness to market demands.

At the same time, NAIM strengthened its **customer loyalty and engagement initiatives** by reinforcing the Nfinity Rewards Programme and Referral Programme. These efforts were aimed at deepening relationships with existing customers while encouraging brand advocacy and expanding its customer base.

The Group also intensified its commitment to **sustainability and ESG integration** by incorporating environmental, social, and governance principles into its operations. Sustainable design elements and energy-efficient solutions were introduced in select projects, underscoring NAIM’s dedication to environmental stewardship and responsible development.

Recognising the importance of a skilled and adaptable workforce, NAIM placed significant emphasis on **talent development** throughout the year. Targeted training programmes were implemented to equip employees with the necessary skills to navigate the evolving industry landscape, ensuring the Group’s continued competitiveness and operational excellence.

These initiatives reflect NAIM’s proactive approach to strengthening its business fundamentals while positioning the Group for sustained growth and value creation in the years ahead.



OUTLOOK

As NAIM looks ahead to 2025, the Group remains steadfast in its mission to drive sustainable growth and value creation. While macroeconomic uncertainties and industry-specific challenges persist, the Group is confident in its ability to navigate market dynamics through strategic foresight and operational agility.

The property market is expected to continue its gradual recovery, supported by government initiatives, infrastructure development, and improving consumer sentiment. NAIM will maintain a disciplined approach to project launches, ensuring that new offerings are aligned with market demand and financial prudence.

For construction segment, NAIM will continue strengthening its execution capabilities to enhance efficiency and profitability.

For the Group’s investment and hospitality segments, a focus on assets enhancement and experiential improvements will drive long-term value appreciation. Digitalisation and customer-centric strategies will remain integral to business growth and operational excellence.

With a solid financial foundation, a clear strategic direction, and a commitment to excellence, NAIM is well-positioned to seize new opportunities and deliver sustainable growth in the years ahead.

CONCLUSION

The achievements of 2024 are a testament to the Group’s resilience, adaptability, and strategic vision. NAIM remains dedicated to delivering quality developments, driving innovation, and creating long-term value for its stakeholders. As the Group embarks on the next phase of growth, it remains committed to upholding the highest standards of excellence while contributing to Sarawak’s economic progress.

SUSTAINABILITY STATEMENT

BASIS OF THIS REPORT



Naim Holdings Berhad (“NAIM”) is committed to the ideals espoused in the Environmental, Social and Governance (ESG) framework and is continuously developing sustainability strategies that are intertwined with financial targets of key business units and inculcating a culture of employee awareness on actions taken towards achieving sustainability across the Group. We continue to aim to be the industry leader as a responsible property developer, and Class A Bumiputera Contractor contributing to a sustainable world and a better financial future for our customers.

Our Sustainability Statement covers aspects that are material to NAIM and that could have a significant impact on stakeholders from an ESG perspective. It

also highlights initiatives undertaken to manage these material matters in a manner that creates value for all stakeholders.

For a more comprehensive account of NAIM's business and operational performance, readers are encouraged to read this together with the rest of the Annual Report.

REPORTING PERIOD

Our Sustainability Statement is published annually. This year's report covers our sustainability performance for the period from 1 January 2024 to 31 December 2024 (FY2024).

REPORT QUALITY AND DATA INTEGRITY

All data contained within this report has been sourced internally, and checked by the respective business units, and internal auditors. We continue to enhance our data collection and analysis processes towards improving data accuracy and quality and strengthening disclosures going forward.

This Statement however has not been subjected to any independent external assurance review. The reporting principles covered in this report include:

Stakeholder Inclusiveness: We capture our internal and external stakeholder's relevant expectations and concerns.

- Sustainability Context: We present our performance in the wider context of sustainability; and
- Materiality: We identify and prioritise the key sustainability priorities relevant to our Group.

This report has been prepared with reference to Bursa Malaysia Securities Berhad's 3rd Edition of the Sustainability Reporting Guide and Toolkits.

REPORT AVAILABILITY AND FEEDBACK

We welcome feedback from our stakeholders to continually improve our sustainability reporting and practices. Reach us at sustainable@naim.com.my

SUSTAINABILITY STATEMENT (CONTINUED)

POLICY AND GOVERNANCE

01

SUSTAINABILITY
POLICY

- a. Mission Statement for Sustainable Property Developer and Construction Contractor
- “As a leading property developer and construction contractor in Sarawak, NAIM strives to create lasting value for stakeholders while prioritising social and environmental responsibility.”
- b. Scope
- This Policy applies to all business operations and activities of NAIM and all its major subsidiaries in Malaysia only, for which NAIM has direct managerial control but excludes data from associates and joint ventures outside of management control.
- c. Our Overarching Sustainability Commitment
- NAIM continues to commit to:
- i. Continuously crafting homes for generations
- a. Apply a sustainable approach to our development, and infrastructure projects. We ensure that our developments minimise environmental impact while creating vibrant, long-lasting communities.
- b. Naim supports education by building schools like Sri Mawar in Miri and providing scholarships to deserving students. Our commitment to education helps communities grow and empowers future generations.
- ii. Digitisation and digitalisation at the workplace
- a. NAIM are committed to digital transformation across all levels of our operations, from improving internal processes to enhancing customer experiences, making our organisation more agile, transparent, and responsive to emerging trends.
- iii. Integrating lean and sustainability principles into management processes
- a. Actively pursue energy-efficient solutions to reduce greenhouse gas (GHG) emissions, manage our energy, water and waste footprint as well as protect and conserve biodiversity.
- iv. Upgrading our services with a Personable, Practical, and Professional approach
- a. Our goal is to deliver exceptional services that resonate with our core values, ensuring that customer satisfaction and community engagement are at the forefront of everything we do.

At NAIM, we fully acknowledge the United Nations' 2030 Agenda for Sustainable Development and the 17 SDGs that underpin it and have integrated our key focus areas with the UN SDGs. Through the implementation of the roadmap and action plans, NAIM adopts 2 new UN SDGs, further aligning our strategic objectives with global sustainability standards.

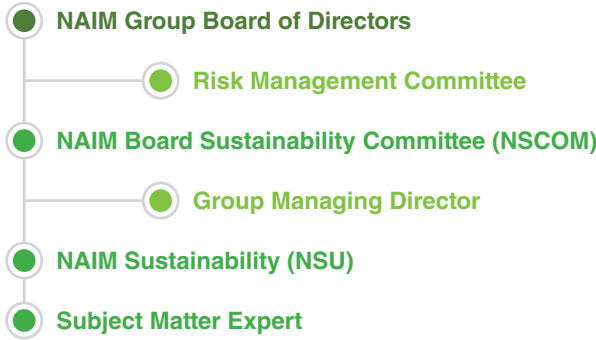


02

SUSTAINABILITY
GOVERNANCE

Based on our commitment to sustainability, ESG matters are overseen by the highest level of authority at NAIM, namely our NAIM Board Sustainability Committee (NSCOM). In line with the latest updates to the Malaysian Code on Corporate Governance (MCCG), the NSCOM has direct oversight of ESG matters, related risks and opportunities over the short, medium, and long terms.

In carrying out its responsibility, NSCOM ensures that sustainability matters such as climate change, biodiversity, human rights, and supply chain management are integrated into the Group's strategic direction. The Board is supported in its sustainability governance by various individuals and committees, including the Risk Management Committee (RMC), Group Managing Director, NAIM Sustainability Unit (NSU), and Subject Matter Experts (SMEs). Their roles and responsibilities are outlined below:



NAIM Board Sustainability Committee (NSCOM):
NSCOM comprises 3 directors from the NAIM Group's Board of Directors. The committee shall provide oversight of the development and implementation of sustainability strategies to ensure the desired sustainability outcomes.

Risk Management Committee (RMC)
RMC incorporates ESG matters in NAIM's risk register, ensuring effective risk mitigation response.

NAIM Sustainability Unit (NSU):
NSCOM is supported by NSU, which comprises leaders from all business divisions, operations, and support services within the Group. Each NSU member shall recommend a sustainability programme that is integrated into their businesses or operations. The programme shall outline the objectives and scope, prioritisation of sustainability issues based on materiality assessment, stakeholders' engagement strategies, performance targets, proposed initiatives, formulation of policies and procedures, progress tracking and reporting cadence to advance the Group's sustainability roadmap.

Group Managing Director (GMD)
Ensures processes and control are in place across the Group for the successful implementation of sustainability strategies, and reports to NSCOM.

Subject Matter Expert
Provide NSU with technical know-how to assist in delivering the NAIM Sustainability Roadmap.

SUSTAINABILITY STATEMENT (CONTINUED)

03

A COMMITMENT
TO COMPLIANCE
CULTURE

The Group strives to foster a culture that integrates compliance into our daily business practices and ensures adherence to all applicable regulations. This involves implementing effective controls and monitoring systems across our business units and internal functions, including internal audits, procurement divisions, and project execution teams. We not only implement these policies but also ensure that we consistently practice them across all levels of our organization.

To promote a culture of sustainability at NAIM, it is essential to have the right policies and procedures in place. Our overall sustainability efforts are guided by the ESG Policy Statement published recently this year. This goal is further supported by additional policies that set standards for conducting our business with integrity, accountability, and good governance. All corporate policies are applied across NAIM and have been approved by the NAIM Board of Directors.

OUR KEY POLICIES

1. Business Ethics

Code of conducts & Business Ethics

- The Code of Conduct and Business Ethics sets standards for discipline, conduct, and values to promote sustainable growth and protect NAIM's value in all stakeholder interactions.

No-Gift Policy

- Guidelines to manage bribery and corruption risks by categorising and handling allowable and prohibited gifts and benefits.

Anti-Bribery & Corruption Policy

- A commitment to eliminating and preventing all forms of corruption and bribery, with clear guidelines for specific situations, including gifts, conflicts of interest, and dealings with public officials.

2. Health and Safety, & Environmental Compliance

Quality, Safety, Health, and Environmental (QSHE) Policy

- A pledge to adhere to all applicable environmental and safety regulations, attain zero-injury goals, reduce environmental impacts, and ensure ongoing improvement and training in Quality, Safety, Health, and Environment (QSHE)

3. Human Rights

Human Rights Policy

- The Group is committed to upholding clear standards shared with our workforce, including a zero-tolerance stance on all forms of violence, forced or child labor, and discrimination (including harassment, bullying, and retaliation).
- Standards that promote diversity and equal opportunity, safety and health, housing and amenities, workplace security, freedom of association, the rights of communities and Indigenous Peoples, and active community engagement.

4. Stakeholder Engagement

Policy on Public Relations and Stakeholder Management

- A commitment to managing projects by considering the impacts on all stakeholders through engagement and fostering collaborative work with them.

5. Responsibilities of the Board and Directors

Directors' Code of Conduct

- Defines a code of conduct for directors, detailing responsibilities in corporate governance and interactions with shareholders, employees, creditors, customers, as well as environmental and social obligations.

SUSTAINABILITY COMMITMENT

04

SUSTAINABILITY
APPROACH

NAIM's commitment to sustainability is rooted in the ethos of generating meaningful value for both our internal and external stakeholders, fostering a positive impact within the communities where we are active. Internally, our stakeholders encompass esteemed shareholders or investors who share in our vision, as well as our dedicated and talented workforce. Externally, our engagement extends to a diverse spectrum of partners, including valued customers, vigilant regulators, supportive bankers, reliable contractors, trusted suppliers, the broader communities we serve, and the influential media.

This comprehensive approach ensures that sustainability is not merely a goal but a collaborative journey towards holistic and enduring positive change.

Our sustainability pillars, material priorities, UN SDGs, sustainability themes and key stakeholder groups are intricately connected. This illustration outlines how the Group integrates its strategic sustainability objectives with global standards and stakeholder expectations.





SUSTAINABILITY STATEMENT (CONTINUED)

04

SUSTAINABILITY
APPROACH
(CONTINUED)

Sustainability Themes

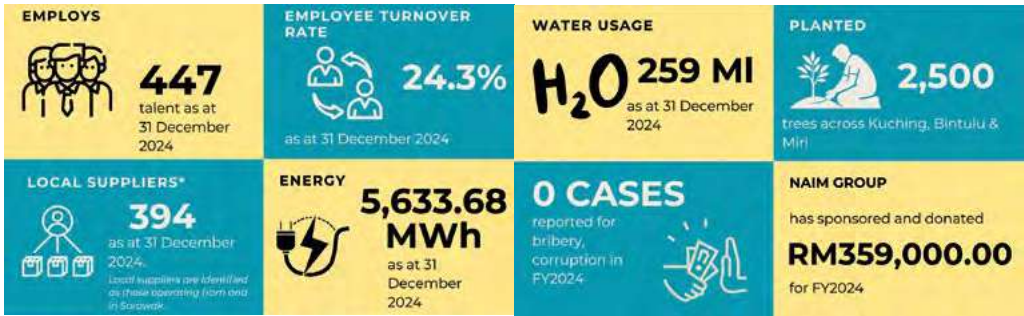
-  Digitisation and Digitalisation at the workplace
-  Integrate lean and sustainability principles into management processes
-  Upgrade our service with a Personable, Practical, Professional approach
-  Continuously crafting homes for generations

Sustainability Pillars

-  Ensuring Economic Resilience
-  Reinforcing Ethical Governance
-  Safeguarding Environmental Resources
-  Empowering People and Communities

Key Stakeholder Groups

-  Shareholders & Investors
-  Financial Institutions i.e. bankers
-  Authorities i.e. Government & Regulators
-  Suppliers, Vendors, Contractors & Service Providers
-  Customers
-  Employees
-  Communities
-  Media



STAKEHOLDERS ENGAGEMENT & MATERIAL SUSTAINABILITY PRIORITIES

05

STAKEHOLDERS
ENGAGEMENT

At NAIM, we consider our stakeholders essential partners in our journey toward sustainable growth. By identifying and actively engaging with these key groups, we gain valuable insights that inform our decision-making, risk management, and innovation strategies. Through ongoing dialogue, we ensure that our sustainability initiatives align with stakeholder expectations and needs, enhancing the relevance and effectiveness of our roadmap.



We are committed to engaging with diverse stakeholders to understand their priorities and concerns, which guides our decisions and strengthens trust. By partnering with industry and regulatory bodies, we drive sustainable development, sharing insights and adopting best practices to make meaningful progress.

Stakeholders	Shareholders & Investors
Material Sustainability Priorities	- Financial Sustainability - Property Asset Market Value Appreciation - Ethical Business & Regulatory Compliance - Stakeholder Engagement
Their Interest and Needs	- Financial Performance - Corporate governance - Leadership matters - Shareholders' returns. - Business viability and sustainability
How We Create Value	Continuous Transparent disclosure of necessary information and active communication in updating performance. Annually Issuance of media releases and Bursa announcements to keep all our shareholders and investors informed of the Group's financial performance and corporate developments. Annual General Meeting (AGM) presentations by the Managing Director. As and when required/Regularly All Bursa announcements and media releases are uploaded to the Group's website.

SUSTAINABILITY STATEMENT (CONTINUED)

05

STAKEHOLDERS
ENGAGEMENT
(CONTINUED)

Stakeholders	Financial Institutions i.e. bankers
Material Sustainability Priorities	- Financial Sustainability - Property Asset Market Value Appreciation - Supply Chain Management - Ethical Business & Regulatory Compliance - Stakeholder Engagement
Their Interest and Needs	- Financial performance and cash flows - Property launches. - Property sales
How We Create Value	Continuous Sustainable sourcing from local suppliers who operates from and in Sarawak. Quarterly - The quarterly release of financial results. - Periodic meetings and discussions with bankers to update the status of the projects and the performance of the Group. Annually Yearly audited financial statements in the annual report. As and when required/Regularly Compliance with Financial Institutions' request on ESG Status.
Stakeholders	Customers
Material Sustainability Priorities	- Property Asset Market Value Appreciation - Ethical Business & Regulatory Compliance - Sustainable Planning - Customer Obsession & Satisfaction
Their Interest and Needs	- Complaint management and resolution - Positive customer experience - Safety and security - Personal Data Protection Act compliance - Product and service quality
How We Create Value	As and when required/Regularly - Property management meetings with tenants and owners. - Customer satisfaction surveys for every function and engagement. - Community and networking events with customers. Continuously - Effective communication via corporate social media, communication platforms, and websites. - NaCOS – Initiatives include but are not limited to Customer Relation 101 that are tailored to focus on customer-centric service attributes. - NAIMConnect - stemmed from recognising the importance of engaging with our customers, communities, and corporate partners for business growth and brand-perceived value. Annually Customer Satisfaction Surveys.

05

STAKEHOLDERS
ENGAGEMENT
(CONTINUED)

Stakeholders	Employees
Material Sustainability Priorities	- Financial Sustainability - Ethical Business & Regulatory Compliance - Stakeholder Engagement - Human Rights & Labour Practices - Diversity, Equity & Inclusion (DEI) - Job Creation & Local Economic Stimulation - Health & Wellness Infrastructure
Their Interest and Needs	- High performance culture - Business viability and sustainability - Leadership and succession matters - Recognition and competitive remuneration and benefits - Employee journey from onboarding to retention - Learning and development - Ethics and integrity - Health and safety, wellness and workplace environment - Diversity, equity and inclusivity
How We Create Value	Continuously - Wellness@NAIM for Employee Engagement and Wellbeing (physical, mental, environmental, social, financial, spiritual). - Culture+ Changes Management unit to corporate values booster further diversity, inclusive & Equity agenda at NAIM. - Project AEGIS - We aim to enhance and optimise our current approach to daily tasks by using digital means. - Project Renaissance – An Operational Excellence initiative to empower local leadership, enhance speed and quality of decision making and improve work processes. - NaCOS – Initiative that is tailored to focus on customer-centric service attributes. - Structured and holistic NAIM L&D curriculum and calendar. Monthly Teh Talk - 'Together, Everyone Has...' An employee engagement initiative to ensure that everyone leaves the session with something valuable, whether it is new knowledge, skills, or a renewed sense of commitment to the Group. Quarterly - The Flow - A bimonthly internal Group newsletter where employees can share content/thoughts/ideas with everyone. The newsletter serves as a great source of information and keeps everyone updated on the latest industry news, initiatives, and organisational direction. - Group-wide and Departmental Town Halls. - OKR and Quarterly Performance conversation and review. Annually - Employee Satisfaction Surveys. - Corporate Retreats for Senior Management and Management.

SUSTAINABILITY STATEMENT (CONTINUED)

05

STAKEHOLDERS ENGAGEMENT (CONTINUED)

Stakeholders	Suppliers, Vendors, Contractors, and Service Providers
Material Sustainability Priorities	- Financial Sustainability - Supply Chain Management - Stakeholder Engagement - Job Creation & Local Economic Stimulation
Their Interest and Needs	- Procurement practices that comply with authorities' requirement - Competency and performance - Payment schedules - Pricing of services - Quality of product or services - Project completion and timely delivery - Health, Safety and Environment ("HSE") compliance
How We Create Value	Continuous - Operational Excellence: Streamline and centralise procurement processes, and reporting to improve efficiency and cost effectiveness. - Sustainable sourcing from local suppliers who operates from and in Sarawak. As and when required/Regularly - Ensure the selection is based on corporate reputation and quality as well as promoting sustainability. - Dialogue which includes negotiations with Suppliers, Vendors, Contractors, and Service Providers. - Procurements are conducted in compliance with Group Authority Limits. - Requirement to declare and comply with the Group's Anti-Bribery & Corruption Policy. Annually Annual internal audits on selected business practices and risks.
Stakeholders	Authorities i.e. Government and Regulators
Material Sustainability Priorities	- Supply Chain Management - Ethical Business & Regulatory Compliance - Stakeholder Engagement - Ethical Use of Assets - Sustainable Planning - Human Rights & Labour Practices - Job Creation & Local Economic Stimulation
Their Interest and Needs	- Regulatory and law compliance - Environmental management and compliance - Ethical business practices - Occupational Health and Safety
How We Create Value	As and when required/Regularly - Participation in governmental programmes. - Licence applications and renewal. - Inspection of NAIM's completed properties by local authorities to ensure compliance with local regulatory requirements. Continuously Accredited NAIM construction processes ISO 90001:2015, ISO 140001:2015 and ISO 450001:2018.

05

STAKEHOLDERS ENGAGEMENT (CONTINUED)

Stakeholders	Communities
Material Sustainability Priorities	- Stakeholder Engagement - Public Transport and Infrastructure Development
Their Interest and Needs	- Business governance and integrity - Community well-being and surrounding environment preservation
How We Create Value	Continuously - Batu Lintang & Permyjaya - Communities residing around these developments benefit from our facilities within the ecosystem i.e. clubhouse, hospital, schools, shopping mall and places of worship. - Bintulu Paragon - Located at one of the prime areas, it is the largest integrated development in Bintulu with office buildings, retail, a hotel and a luxury condominium to serve the diverse community in Bintulu. Quarterly - Partnerships in CSR activities. - Providing youth opportunities and access to the corporate world through employment opportunities such as internships and attachments. As and when required/Regularly Donations to charitable organisations not limited to schools and religious bodies. Monthly Monthly engagement sessions with customers, communities, and corporate partners through NAIMConnect. Annually Annual Customer Engagement Initiative Digital Survey to understand the wants and needs of customers.
Stakeholders	Media
Material Sustainability Priorities	- Ethical Business & Regulatory Compliance - Stakeholder Engagement
Their Interest and Needs	- Business governance and integrity - Media support - Timely sharing of business-related updates
How We Create Value	As and when required/Regularly Media meet-and-greet and networking.

SUSTAINABILITY STATEMENT (CONTINUED)

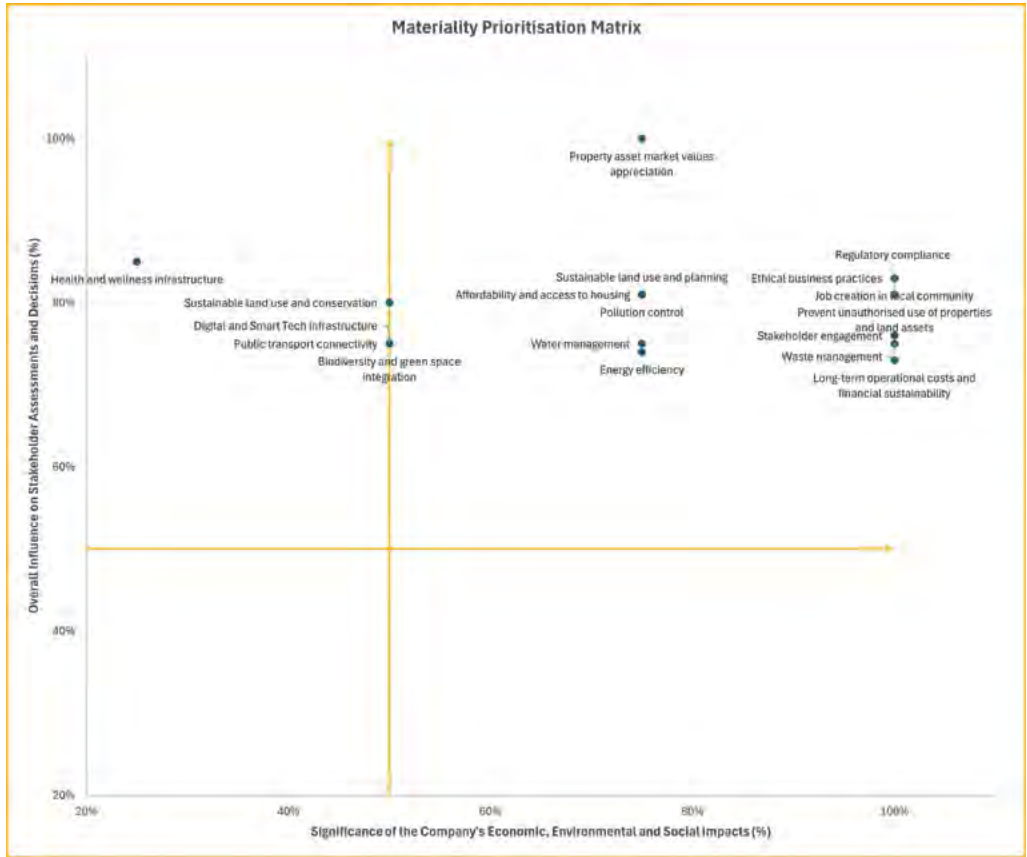
06
MATERIAL SUSTAINABILITY PRIORITIES

Maintaining our approach in determining the prioritisation of sustainability priorities, we continue to ensure that our material sustainability topics are aligned with the latest industry trends and interests of stakeholders by benchmarking these topics against relevant sustainability frameworks and ratings. In addition to this, we prioritise the topics based on their potential to impact our capacity to manage sustainability-related risks and opportunities for the Group, our stakeholders, and the environment.

This approach ensures we focus on matters that hold the greatest significance for our stakeholders and the broader communities in which we operate. We remain dedicated to refining our engagement practices and continually enhancing the quality and impact of our stakeholder relationships to support a sustainable future for NAIM and all those we serve.

Cultivating a robust materiality assessment process, we determine the material sustainability priorities based on the following steps:

1. Topic identification (ESG priorities that are material to the Group are identified using relevant sustainability frameworks and ratings)
2. Stakeholder Engagement (Through our engagements via surveys and interviews, both internal and external stakeholders score material ESG topics based on their priorities)
3. Analysis of Responses (Responses from stakeholders are collated and analysed to determine their priorities regarding material ESG topics)
4. Matrix Generation (The relative importance of material ESG topics is visualised using a matrix generated based on the responses provided by stakeholders)
5. Validation (The Sustainability Committee and Board of Directors validate the materiality matrix)



SUSTAINABILITY RELATED IMPACTS, RISKS AND OPPORTUNITIES

07
ASSOCIATED IMPACTS, RISKS AND OPPORTUNITIES

ECONOMIC Ensuring Economic Resilience				
Material Priorities	Why It Matters	Risks to Group, Environment, Customers and/or Stakeholders	Impacts And Opportunities to Group, Environment, Customers and/or Stakeholders	Value Generated to Group, Environment, Customers and/or Stakeholders
Financial Sustainability	Ensures long-term economic viability while considering sustainability factors.	Potential changes to regulation could impact future revenue streams. Potential risks to physical infrastructure and operations resulting from climate change, including extreme temperatures, extreme weather events, increased rainfall, drought, flooding, and bushfires.	Build high-quality more climate-resilient infrastructures and buildings. Continuous networking with local and global organisations i.e SHEDA, UNICEF, Bursa Malaysia, Financial Institutions, ESG Malaysia etc.	Improve business viability and sustainability.
Supply Chain Management, Job Creation & Local Economic Stimulation	Ensures that products provided by suppliers meet certain standards and requirements. Protect the communities where we operate and maintain the trust of customers.	Non-compliance among partners and suppliers may impede our efforts to build a sustainable supply chain. Higher costs.	98.7% of our suppliers are Malaysian-based entities, out of which 84.2% are local Sarawakian. Reduction in transportation expenses and a diminished environmental impact. Foster innovation with local partners.	Generate employment opportunities for the local community. Contribute to and bolster the local economy.

 SUSTAINABILITY STATEMENT (CONTINUED)

07
**ASSOCIATED
IMPACTS,
RISKS AND
OPPORTUNITIES
(CONTINUED)**

GOVERNANCE Reinforcing Ethical Governance				
Material Priorities	Why It Matters	Risks to Group, Environment, Customers and/or Stakeholders	Impacts And Opportunities to Group, Environment, Customers and/or Stakeholders	Value Generated to Group, Environment, Customers and/or Stakeholders
Ethical Business & Regulatory Compliance	Ensures adherence to the laws, rules, regulations and standards set forth by the government, government bodies and industry authorities to operate ethically and responsibly.	Failure to uphold integrity and robust governance may lead to corruption and mismanagement. Reputational risk arising from potential cases of corruption and mismanagement.	Proactive and inclusive approach to communicating and collaborating with all relevant stakeholders, including employees, customers, investors, suppliers, communities and regulators.	Strengthens trust among shareholders and investors.
Smart Technology Infrastructure, Digitisation and digitalisation of work processes, Data Privacy and Security	Creates efficient, connected, and sustainable infrastructure that enhances quality of life and operational efficiency.	Possible disruption in business operations due to security breaches. Reputational risk arising from potential breaches in data privacy.	Robust data privacy and security ensure the protection of our customers' data and enable us to uphold their trust. Efficient work processes and procedures. Digital reporting methods through online submission of reports. Transforming how we work through Project AEGIS for a more efficient	Strengthens trust among all stakeholders including buyers. Improve overall operational efficiency by digitising and streamlining key processes, reducing manual intervention, and minimising redundant tasks. Identify opportunities for process optimisation through the implementation of digital solutions, automation, and improved resource utilisation. Enhance the customer experience by implementing digital solutions that improve communication, responsiveness, and service delivery. Boost employee productivity through the provision of user-friendly digital tools and training programs that align with their roles and responsibilities.

07
**ASSOCIATED
IMPACTS,
RISKS AND
OPPORTUNITIES
(CONTINUED)**

ENVIRONMENT Safeguarding Environmental Resources				
Material Priorities	Why It Matters	Risks to Group, Environment, Customers and/or Stakeholders	Impacts And Opportunities to Group, Environment, Customers and/or Stakeholders	Value Generated to Group, Environment, Customers and/or Stakeholders
Sustainable planning and land use in site development	Integrates environmental and social considerations into project planning processes to ensure sustainable development and resource use for long-term sustainability.	Long-term risks to local supply chains and industry ecosystems.	Minimise impact on the environment and/or ecosystem. Enhance site aesthetics. Increase public support for development. Minimise construction-related site disturbance and soil erosion. Implement natural drainage systems to enhance water management. Preserve and restore natural site features to maintain ecological balance.	Enhance marketability and decrease maintenance costs. Improve branding and aesthetics leading to higher sales, rents, absorption, and re-tenancing benefits. Preservation of biodiversity and safeguarding ecosystems.
Energy efficiency	Inefficient and excessive energy consumption generates GHG emissions, which contribute to climate change.	Non-compliance among partners and suppliers may impede efforts to improve energy efficiency across the value chain.	Implement passive solar heating and cooling, along with natural ventilation strategies. Maximise daylight penetration into interior spaces to minimise reliance on artificial lighting. Employ energy management systems, monitoring, and controls for ongoing calibration, adjustment, and maintenance of energy-related systems. Implement and encourage virtual meetings through tele- and video conferencing	Increase the benefit to occupants i.e. cost optimisation and healthier life from the increased energy efficiency. Operational savings that can offset higher initial capital costs. Decreased capital and operating costs, resulting in a longer life cycle. Lower operating costs leading to a higher return on leases. Minimisation of carbon footprint. Reduction in carbon emissions associated with transportation.

SUSTAINABILITY STATEMENT (CONTINUED)

07

ASSOCIATED
IMPACTS,
RISKS AND
OPPORTUNITIES
(CONTINUED)

ENVIRONMENT Safeguarding Environmental Resources (Continue)				
Material Priorities	Why It Matters	Risks to Group, Environment, Customers and/or Stakeholders	Impacts And Opportunities to Group, Environment, Customers and/or Stakeholders	Value Generated to Group, Environment, Customers and/or Stakeholders
Pollution Control, Reduced consumption of building materials Efficient use of natural resources i.e water and waste management	Minimise unnecessary finishes and additional products.	Long-term risks to local supply chains and industry ecosystems.	Design for functionality and adaptability.	Reduced construction expenses, and maintenance costs.
Efficient use of natural resources i.e water and waste management.	Crucial for the health and wellbeing of communities and our business operations. Ensures the protection of natural resources for future generations.	Challenges in implementing more sustainable water practices within operations leading to slow improvements in water efficiency. Higher operational expenditure to adopt infrastructure required to improve waste management.	Rainwater harvesting by utilising captured rainwater for daily use. Partnering with organisations such as Trienekens for reusing/recycling of construction leftovers.	Lower construction costs and minimise wastage.

07

ASSOCIATED
IMPACTS,
RISKS AND
OPPORTUNITIES
(CONTINUED)

SOCIAL Empowering People and Communities			
Material Priorities	Why It Matters	Impacts And Opportunities to Group, Environment, Customers and/or Stakeholders	Value Generated to Group, Environment, Customers and/or Stakeholders
Customer Obsession & Satisfaction, Human Rights & Labour Practices, Diversity, Equity & Inclusion (DEI)	Prioritising the needs and expectations of customers by consistently delivering exceptional service and experiences. Ensuring equal opportunities and fair treatment of workers as well as upholding fundamental human rights and labour standards. Construct affordable homes catering to the needs of the low-income group. Develop townships that seamlessly integrate residential areas with commercial, public, and social facilities, including educational institutions, public transport hubs, and hospitals. Construct integrated work accommodation for foreign labourers.	Improve the standard of living for the low-income group. Generate employment opportunities for residents within the township community. Decent, integrated and safe work accommodation for foreign labourers. Developing projects that promote physical and mental well-being, ensuring accessible and high-quality health and wellness resources for the community.	Enhance social conditions and potentially increase the income of community members, contributing to the establishment of sustainable communities.

SUSTAINABILITY STATEMENT (CONTINUED)

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR

Key Performance Data

Shaping the future of the built environment, we prioritise ethical practices and empower our team to make sustainable decisions that drive growth and foster a positive, healthy work environment. Recognising our people as invaluable assets, we are committed to creating a workplace where they can thrive. By acknowledging their diverse needs and capabilities, we cultivate a culture of trust, enabling our employees to feel confident and motivated in their roles. This approach is essential to our ongoing evolution, strengthened by our unwavering commitment to integrity and highly effective operational systems, procedures, and policies.

Our People Background

Our people are the lifeblood of our organisation, the enablers of our vision and objectives, driving us forward as we shape the built environment and create lasting positive impact. Our journey as a force for good begins with our dedicated team. As NAIM's workforce continues to expand, the need for specialised talent has become increasingly critical. Our regional and project-specific initiatives demand a team that values uniqueness and embraces the diversity of our projects. We are committed to maintaining a working and business environment that upholds human rights while prioritizing safety and health with zero compromise. Committed to their growth, we provide equal opportunities for development and foster an environment where everyone can reach their full potential.

Anchored by our core values, we are cultivating a workplace built on respect, trust, and care, ensuring that each team member feels valued and empowered in their role.

Our Approach

- Diversity and Inclusion
- Training, Development, and Competency
- Human Rights Framework and Policy
- Safety, Health and Wellbeing
- Employee Engagement and Relations
- Employee Compensation and Benefits



1. Human Capital Development

We are dedicated to attracting top talent, supporting our workforce, and fostering a diverse, inclusive, and equitable environment. We ensure fair compensation, prioritize mental well-being, and empower individuals with disabilities to thrive.



2. Learning And Development

We believe learning and development are key to success. By offering specialized programs, we enhance employees' skills and provide technical training to excel in our projects. Our commitment extends beyond the workplace, supporting ongoing growth and development.



3. Upholding Human Rights

We are committed to upholding human rights in all aspects of our operations. Our Human Rights Policy emphasizes respect for all individuals, including migrant workers, and provides accessible grievance mechanisms to protect their rights. Our due diligence processes ensure our business adheres to the highest ethical and human rights standards.

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)



4. Occupational Safety & Health

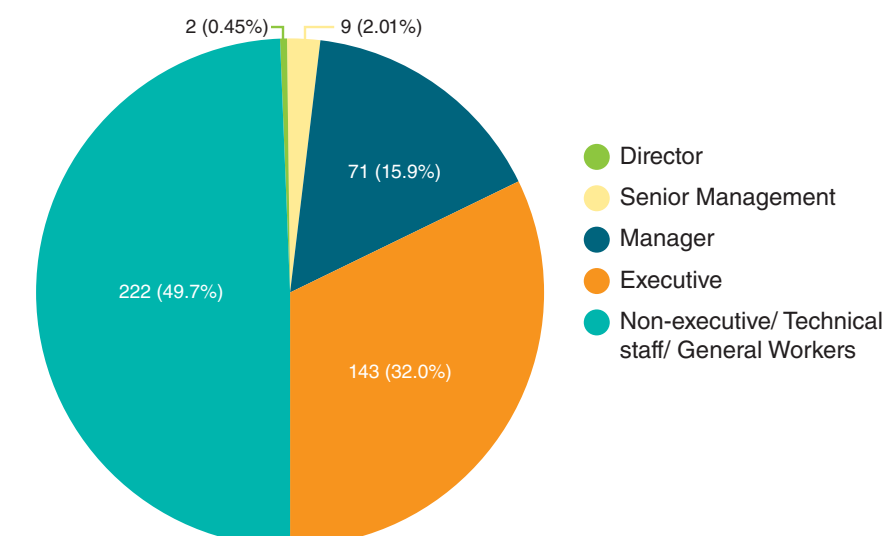
We monitor Occupational Safety and Health (OSH) through key performance indicators (KPIs) and risk assessments to ensure a safe working environment. This includes Emergency Response Teams, plans, and scenario planning.



5. Community Investment

We foster a caring culture that supports vulnerable communities and individuals. Our commitment to health and education drives continuous investments in impactful programs, benefiting both local and wider communities.

Throughout the region, we employ a total of 447 individuals in FY2024, with 56.6% being male and 43.4% female.



Senior Management excludes Chairman and Managing Director. Non-executive includes technical staff and general workers.

Diversity, Equity and Inclusion (DEI)

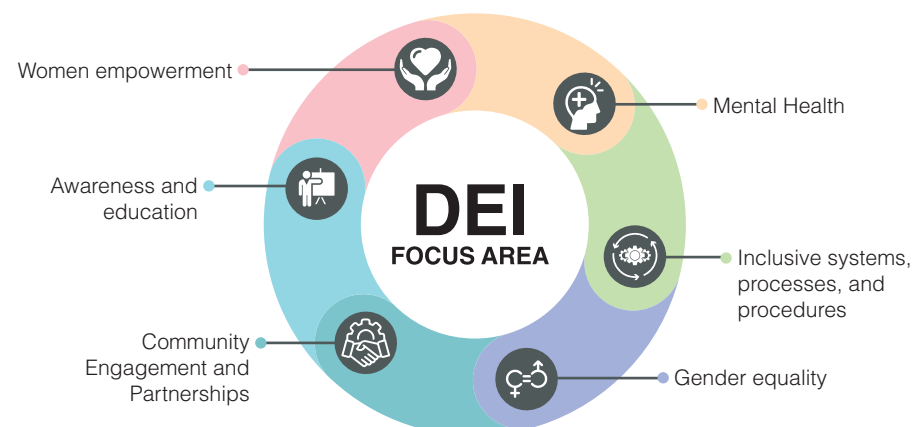
NAIM recognizes its responsibility in advancing gender equity throughout its operations. As of FY2024, we have 194 women employees across the Group, comprising 43.4% of our total workforce. At the Board level as at 31 December 2024, 3 out of 8 members are women. Across all levels, women constitute more than 20% of the workforce within each employee category. Notably, women represent a significant proportion at the executive level, making up 71% of all executives at NAIM. We are committed to providing equal pay for equal work, regardless of gender, and actively encourage and empower women to assume leadership roles across various areas of our operations.

SUSTAINABILITY STATEMENT (CONTINUED)

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)

NAIM DEI Focus Areas



Mental Health and Well-Being

At NAIM, we strongly believe that mental health is a vital component of overall well-being and deserves equal focus and care. Our commitment aligns with the Malaysian National Mental Health Strategic Plan 2025, which emphasises the importance of mental health initiatives in the workplace.

As part of our commitment to employee well-being, NAIM's HSSE department hosted a TEH Talk session focused on mental health. Recognising the unique challenges faced by workers in the industry, such as safety risks, this initiative aimed to raise awareness and provide resources to support mental health. By fostering a supportive work environment, we strive to enhance the overall well-being of our workforce.

Inclusivity at NAIM

We are dedicated to fostering an inclusive culture where everyone feels valued, respected, and empowered to contribute. Our commitment to inclusivity extends across all aspects of our operations, ensuring that diverse perspectives are embraced and celebrated.

We strive to create an environment that welcomes individuals from all backgrounds, cultures, and abilities, reflecting our belief that diversity drives innovation and strengthens our community. By embedding inclusivity into our systems, processes, and procedures, we aim to build a workplace where collaboration and mutual respect thrive.

Inclusivity includes our commitment to advancing gender equality by fostering a workplace where everyone has equal opportunities to succeed. We actively promote fair representation across all levels of the organisation, ensuring that both women and men are empowered to contribute and thrive.

Through inclusive policies, targeted initiatives, and a supportive environment, we aim to create a culture of mutual respect and collaboration. At NAIM, gender equality is not just a goal, it's a fundamental value that drives our progress and success.

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)

Awareness and Education

At NAIM, we believe that awareness and education are powerful tools for driving positive change. By equipping individuals with knowledge and fostering understanding, we empower communities to make informed decisions and take meaningful action.

Our initiatives are designed to raise awareness of critical issues, promote lifelong learning, and support skill development across diverse groups. Through partnerships with educational institutions, community programs, and awareness campaigns, we aim to inspire growth, bridge gaps, and create opportunities for a brighter, more inclusive future.

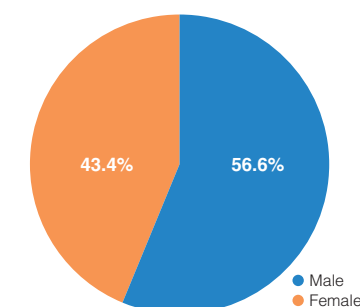
Women Empowerment

Through initiatives like the Women in NAIM Network (WiNN), established in November 2023, we support women in developing leadership skills, navigating challenges, and building meaningful careers. WiNN serves as a platform for fostering workplace inclusion and providing opportunities for growth and mentorship.

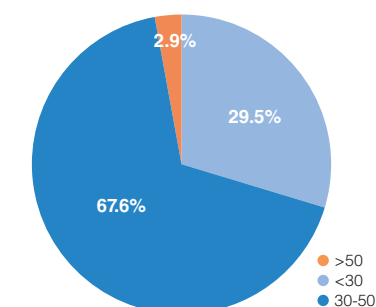
This program brings women at NAIM together in an informal setting to share experiences, offer peer support, and access resources to overcome bias and enhance their strengths. By championing women's empowerment, we aim to inspire leadership and create a culture where everyone can achieve their full potential.

Our Talent Demographic

Total employees by gender



Total employees by age



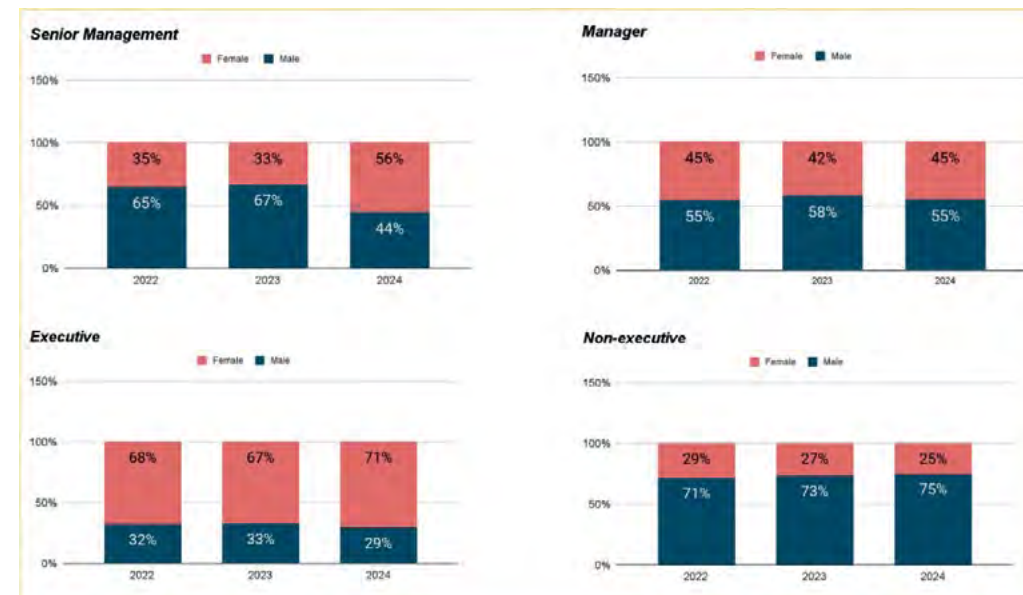
Our talent count includes Directors, Senior Management, Management, Executives, and Non-executives. As outlined in Bursa Malaysia's Listing Requirements, Directors are individuals under our payroll, which includes 2 people: the Chairman and the Managing Director.

SUSTAINABILITY STATEMENT (CONTINUED)

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR
(CONTINUED)

By gender, by employee category



Note:

Senior Management excludes Chairman and Managing Director. Non-executive includes technical staff and general workers.

By age, by employee category



Note:

Senior Management excludes Chairman and Managing Director. Non-executive includes technical staff and general workers.

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR
(CONTINUED)

New Employee Hiring and Turnover

In FY2024, we welcomed 60 new employees to our talent count. NAIM has rebounded since the end of the pandemic, experiencing growth in regional operations. Many of these projects demand specialized skills, driving our efforts to recruit new talent to support our business across the region.

The turnover rate for FY2024 is 24.35%. To bring the rate to a healthy level, we are committed to implementing employee engagement initiatives, including training, coaching, workshops, town halls, events, and special briefings. These efforts are designed to boost employee engagement, reduce turnover, and foster an inclusive and rewarding environment that supports individuals at all stages of their careers.

Learning & Development

NAIM Comprehensive Employee Development Strategy



In FY2024, NAIM conducted a variety of development sessions in the following areas:



Employee Category	2023	2024		
	Total Training Hours*	Total Training Hours*	Total Training Attendance*	Average Training Hours**
Non - Executive	2,960	516	42	12
Executive	19,485	5,326	483	11
Management	2,766	3,354	297	11
Senior Management	300	1,854	146	13

Note:

- For FY2022, average 20 training hours per employee with 4,756 training hours clocked across organisation.
- FY2023 figures are restated.
- Figures under * includes all types of training attended by NAIM's employees.

SUSTAINABILITY STATEMENT (CONTINUED)

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)

Employee Education Assistance Program

We encourage continuous education and training of employees by providing reimbursement for the cost incurred for the successful completion of approved courses taken from recognised educational institutions or professional bodies. This year, we are proud to have assisted three of our own talents in pursuing their education in Master of Business Administration (MBA).

Staff Onboarding Session

In addition to providing learning and development opportunities for our existing employees, we also actively engage with new hires through our dedicated Staff Onboarding Session. New team members are invited to visit our developments, offering them valuable insights into the company's diversity and commitment to these principles throughout our operations. This initiative helps foster a strong sense of belonging among new employees, enhancing their connection to NAIM's workforce.

As part of the programme, mandatory policies such as the Human Rights Policy, Anti-Bribery and Corruption Policy, and Group ESG Policy Statement are covered. This underscores NAIM's commitment to respecting and upholding the rights of all stakeholders-employees, partners, and the communities where we operate. Additionally, it ensures that all employees are well-informed about best practices in human rights and ethical conduct.

Human Rights at NAIM

We remain firmly committed to upholding human rights across all our business operations. Our Human Rights Policy key areas include Diversity and Equal Opportunities, Safety and Health, Workplace Security, Child Labor, Modern Slavery/ Forced Labor/Compulsory Labor, and Conducive Work Environment.

The policy is guided by relevant guidelines and requirements demonstrating our dedication to ethical and responsible business conduct.:

1. Local Laws and Regulatory Requirements: Such as the Malaysia Employment Act 1955 and the Sarawak Labour Ordinance.
2. International Good Practice Guidelines: Including the United Nations (UN) International Bill of Human Rights and the International Labour Organization's (ILO) Declaration on Fundamental Principles and Rights at Work.
3. Industry Practices: Drawing inspiration from local and international industry leaders, including government-linked companies and organizations renowned for exemplary human rights practices.
4. Stakeholder Expectations: Informed by feedback gathered through Human Rights Risk Assessments to address key stakeholder concerns effectively.

Our Board and management team are instrumental in upholding these standards, ensuring that human rights and the well-being of all stakeholders remain at the core of NAIM's operations.

Employee Compensation and Benefits
Fair compensation at NAIM

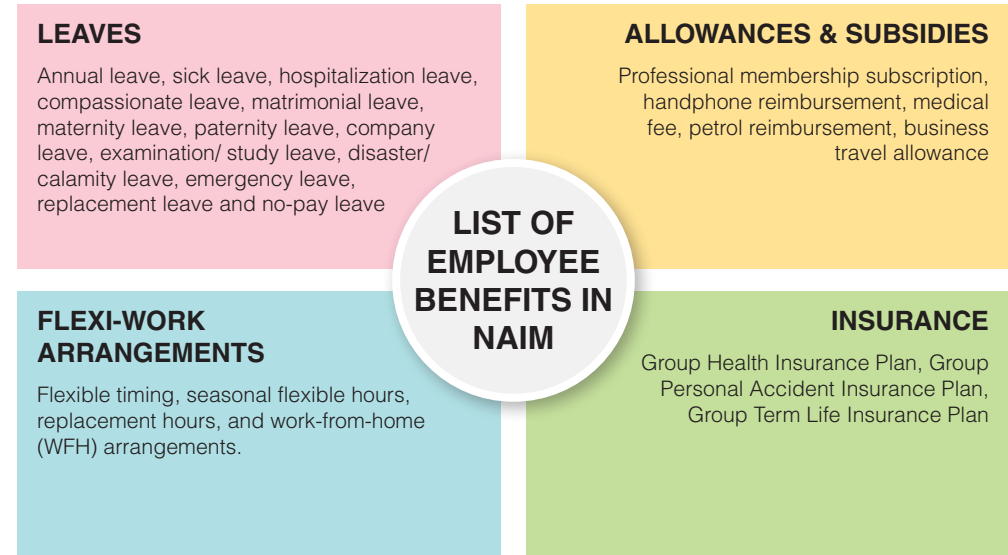
Since 2022, we have strengthened our commitment to employment equity by establishing a starting base salary of RM1,500. We continuously review employee compensation and benefits to ensure they support the well-being and needs of our workforce, while complying with local labour laws, including the upcoming adjustment to the minimum wage of RM1,700, effective 2025. This reflects our commitment to safeguard the welfare of workers, particularly those with low incomes, while enhancing dignity and prioritising people.

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)

Additionally, we ensure strict compliance with working hour regulations where we operate, demonstrating our dedication to fair and lawful employment practices.

Employee benefits in NAIM



Human Rights Compliance Across Our Supply Chain

At the core of our values is a strong commitment to human rights, which we extend across our entire supply chain, including third-party vendors and contractors. Our project managers, business leaders, and HR teamwork in unison to ensure that responsible labour practices are consistently upheld by our subsidiaries, subcontractors, and external partners. We also regularly conduct assessments to identify and address any potential human rights risks, working closely with our partners to ensure concerns are promptly addressed.

We are committed to upholding the highest standards of respect and dignity for all foreign workers employed in our operations, whether directly or through contractors and subcontractors. We fully adhere to all applicable labour laws and regulations in every area of our business. This includes compliance with the Employment Act, which safeguards employee rights and prohibits child labour, as well as the Ministry of Home Affairs' policies. These policies set a minimum employment age of 18 and a maximum age of 45 for foreign workers, applicable at the time of their initial entry into Malaysia.

Accessible Grievance Mechanism and Whistleblowing Policy

We have been operating a comprehensive system for receiving, documenting, and addressing complaints or grievances. This platform is open to all individuals, both within and outside our organisation, enabling them to report concerns related to human rights violations or other issues. It offers a secure and transparent channel for raising and resolving such matters. To ensure accessibility and understanding, our grievance handling process and Whistleblowing Policy are regularly communicated to employees through training sessions and awareness programs.

SUSTAINABILITY STATEMENT (CONTINUED)

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)

Safety, Health and Wellbeing

The safety and well-being of our employees are vital to the success of our business. Guided by our Quality, Safety, Health, and Environment (QSHE) Policy, we are committed to creating a safe working environment and implementing a systematic approach to managing occupational safety and health (OSH). We regularly benchmark our OSH performance against industry best practices across the countries where we operate. Additionally, we ensure full compliance with the occupational health and safety regulations of each region in which we conduct business.

In the area of Health, Safety, Sustainability, and Environment (HSSE), amongst others, we adhere to the Occupational Safety and Health Act 1994 (OSHA 1994), which serves as the primary legislation governing occupational safety and health in Malaysia. This act establishes a legal framework that assigns responsibilities to employers, employees, and other stakeholders, ensuring the safety and well-being of everyone at all our work sites.

Safety Training and Engagement

NAIM provides regular health and safety training for all employees and contractors to ensure they have the knowledge and skills necessary to work safely, identify hazards, and effectively handle emergencies and critical situations. This training includes various topics, such as Occupational Safety & Health Coordinator, Strategies for Workplace Safety, Mental Health, and Integrity, Working at Height Awareness, and Facility Management in Building Maintenance. Each department is required to have at least one trained representative capable of managing emergencies. Additionally, all new employees and contractors undergo introductory safety training, with annual refresher courses provided to reinforce safety protocols. In FY2024, NAIM employees, specifically the HSE staff, attended 8 external training sessions.

Striving for Zero Incidents: Committing to a Safe Work Environment

NAIM is committed to achieving a zero Lost Time Injury Frequency Rate (LTIFR). We continuously strive for improvement, aiming for zero accidents or incidents that result in injuries or fatalities. We take responsibility for the safety of all individuals at our sites, including contractors working at various locations. Contractors must comply with safety guidelines specified in their contractual agreements, which are signed before any work begins.

Contractor safety objectives are integrated into our broader health and safety goals, with a focus on achieving zero Lost Time Injuries (LTI) and minimizing Non-Conformance Reports (NCRs). Before hiring new contractors, we conduct a pre-screening process to assess their safety performance and potential risks. Ongoing worksite inspections ensure continuous monitoring and strict adherence to safety protocols.

Number of work-related fatalities: 0

Number of employees trained on health and safety standards: 168

HEALTH, SAFETY AND ENVIRONMENT PERFORMANCE & STATISTIC

HSE Performance & Statistic	2022	2023	2024
Total Safe Manhours Worked	29,019,091	2,021,001	1,996,180
Lost Time Injury Frequency Rate (LTIR)	0.0	0.1	0.4
Lost Time Injury To Date Performance & Statistic	2014-2022	2023	2024
Total Accumulative Manhours Work Without LTI To Date	72,066,262	73,946,479	75,942,659

Note: FY2022 and FY2023 figures are restated.

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)

» ETHICAL

Business Background

Building enduring trust with our stakeholders compels us to act with integrity every step of the way, ensuring we deliver on our commitments. Our purpose, values, and Code of Business Conduct act as our ethical compass, guiding us to uphold regulatory standards and societal expectations.

With integrity at our core, we navigate the complexities of the built environment while staying true to our purpose of being a positive force for good.

Our Approach

- Business Ethics and Compliance
- Managing Data Responsibly and Ethically

Zero Tolerance for Bribery and Corruption

We uphold a strict zero-tolerance stance on bribery and corruption, implementing measures to mitigate these risks within our organization and among our partners, associates, and suppliers. This approach is in line with our Anti-Bribery and Corruption (ABC) Policy and relevant national laws. Key measures within the Group include:

- All Directors sign a declaration under Section 201, confirming they understand the rights of secured creditors, their fiduciary duties, and the company's financial position.
- Risk Management carries out quarterly assessments of bribery and corruption risks and manages the internal monitoring system. This system includes policies and procedures to ensure proper conduct.
- As part of our induction program, all new employees receive training. In FY2024, 100% of employees completed anti-bribery and corruption training.
- As part of the supplier screening exercise, prior to any engagement, all suppliers must provide written commitments via our digital supplier platform, agreeing to comply with our Anti-Bribery and Corruption (ABC) policy. In addition to this, effective in Q4 2024, our enhanced supplier screening process now includes environmental and social criteria, ensuring that our suppliers align with our sustainability values and practices.

0 cases of bribery and corruption reported in FY2023 and FY2024

Whistleblowing Mechanism

As outlined in our Whistleblowing Policy and Procedure, stakeholders are encouraged to report any concerns about improper conduct related to the Group's activities. This mechanism is accessible to both internal and external stakeholders and ensures anonymity, as permitted by law. It offers a safe channel for raising grievances without the risk of reprisal or dismissal.

NAIM is dedicated to fostering a fair and inclusive workplace for all employees. Our whistleblowing hotline and policy provide a secure and confidential avenue for employees to report any concerns regarding wrongdoing or misconduct.

SUSTAINABILITY STATEMENT (CONTINUED)

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)

Data Protection and Privacy

Our core business operations integrate digitalisation and automation to boost productivity and enhance both customer and employee experiences. As we transition towards becoming a data-driven Group, ensuring the security of our data and protecting our systems from potential cybersecurity threats is crucial, while maintaining system responsiveness.

We are committed to compliance with the Personal Data Protection Act 2010 and other relevant national data protection and privacy laws in the regions where we operate. To support this, we consistently invest in data protection technologies, including a strong firewall and a robust IT infrastructure. In November 2024, our IT department introduced a new Data Breach Prevention & Reporting Policy and launched an IT Advisory email initiative to raise awareness about cybersecurity.

As part of our induction programmes, all employees receive comprehensive briefings on data protection and privacy. In FY2024, we are pleased to report that there were no complaints related to customer privacy breaches or data loss.

» OUR OPERATIONS

Background

It is essential for us to effectively address the environmental effects of our operations and business activities to sustain value for stakeholders and safeguard the planet for future generations. We are dedicated to lessening and mitigating adverse environmental impacts through the incorporation of green initiatives and the integration of optimal sustainable practices into our daily operations. To this date, we have two Electric Vehicle chargers and parking bays provided at our residential and commercial developments - Sapphire On The Park, and Permy Mall.

Reducing energy consumption stands as a paramount initiative in the effort to balance our portfolios. We endeavour to promote efficient energy consumption and management across all our operations within our business segments to diminish our carbon footprint.

Also acknowledging the crucial role of water in our operations, we have implemented stringent measures and guidelines to guarantee water security. These measures encompass a water management policy, standard operating procedures related to water for all business divisions, initiatives to conserve water, and the exploration of alternative water resources.

The Group is also progressively working towards supporting local suppliers and contractors for our projects, advocating for Malaysian businesses. In the long run, this strategy will not only bolster the local economy but also reduce our carbon footprint by minimising the requirement for transporting materials over long distances.

Local suppliers are identified as those who operates from and in Sarawak.

Our Approach

- Environmental Stewardship
- Energy Efficiency
- Water Management
- Sustainable Sourcing through Supply Chain Management

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)

Greening the Earth with 2,500 Native Trees Planted in 2024

In 2024, NAIM continued its support for the national Greening Malaysia Programme, which aims to plant 100 million trees by 2025. Although the Greening Sarawak Campaign has already exceeded its target of 35 million trees ahead of schedule, our commitment to environmental sustainability remains strong.

In partnership with the Forestry Department Sarawak (FDS), we organised a series of tree planting initiatives across three key regions. Together with FDS and our dedicated staff, we planted 2,500 native trees in the Sabal Forest Reserve (Kuching), Similajau Forest Reserve (Bintulu), and Bakam Forest Reserve (Miri). These trees, including species such as Engkabang Jantong and Meranti Melantai, contribute to biodiversity conservation and reforestation efforts, supporting a greener and more sustainable future.

Energy and Water Efficiency

NAIM remains committed to sustainable energy management across its operations. In the past year, the Group has implemented energy-efficient technologies and optimised processes to reduce overall energy consumption. These initiatives have resulted in measurable improvements in energy efficiency, aligning with our commitment to environmental responsibility and cost management. Moving forward, we aim to further enhance energy conservation efforts through continuous monitoring and investment in green technologies.

Total Energy Consumption (Megawatt = MW) By Region In 2024:

Region	Energy Consumption 2023 (MW)	Energy Consumption 2024 (MW)	Difference
Kuching	1274.20	578.33	-54.61%
Miri	5216.81	4472.75	-14.26%
Bintulu	2253.62	582.60	-74.15%

Note: 2023 figures are restated. The energy consumption table above factors in these locations only:

- **Kuching:** NAIM HQ, shoplots, sales gallery, show units, site office, quarry and company car (fuel).
- **Miri:** Site office, Permy Mall, NAIM Clubhouse South Lake, staff house and company car (fuel).
- **Bintulu:** Show units, Staff house, Bintulu Worker's Village, leasing units and company car (fuel).

We are committed to reducing our environmental impact through energy-saving initiatives and efficient fuel management.

These efforts reflect our ongoing commitment to sustainability and operational efficiency.

We prioritise responsible water management as part of our sustainability agenda. Throughout the year, we have implemented measures to optimise water usage, including improved monitoring systems. As we advance, we remain dedicated to exploring innovative solutions and fostering a culture of water conservation within the organisation.

SUSTAINABILITY STATEMENT (CONTINUED)

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)

Total Water Consumption (Megalitres = MI) By Region In 2024:

Region	Water Consumption 2023 (MI)	Water Consumption 2024 (MI)	Percentage Difference
Kuching	17.72	23.00	+29.80%
Miri	80.49	95.62	+18.80%
Bintulu	121.05	140.92	+16.41%

Note: 2023 figures are restated. The water consumption table above factors in these locations only:

- Kuching: NAIM HQ, shoplots, sales gallery, show units, site office, and quarry.
- Miri: Site office, Permy Mall, NAIM Clubhouse South Lake, and staff house.
- Bintulu: Show units, Staff house, Bintulu Worker's Village, and leasing units.

We continue to monitor and optimise water usage across our operations, balancing efficiency with operational needs.

Our focus remains on sustainable water management while supporting operational growth.

Fostering Strong and Ethical Supplier Partnerships

At NAIM, we cultivate strong partnerships with our suppliers, ensuring their practices align with our policies, including the Code of Business Ethics, Human Rights Policy, and Quality, Safety, Health, and Environmental (QSHE) Policy. We also adhere to local regulations and standards, such as ISO 45001 Occupational Health and Safety Management Systems.

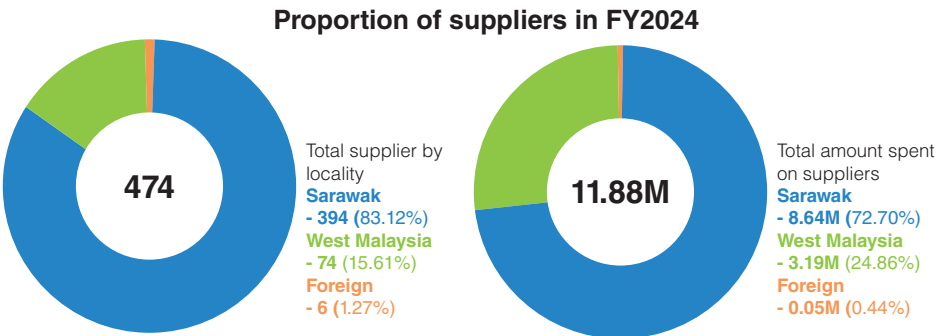
Local Spending

Our procurement processes follow ethical and transparent practices, guided by our General Procurement of Goods & Services and Sourcing, Solicitation and Submission Management Process. We prioritise collaborating with local suppliers*, aiming to work, whenever possible, with at least 83% of them annually. This approach is focused on creating a fair and inclusive supply chain that supports the growth of the local economy.

**Local suppliers are identified as those operating from and in Sarawak.*

By partnering with local suppliers, we achieve several benefits:

- Contributing to the growth of the local economy.
- Reducing our carbon footprint by minimising transportation needs, and ensuring faster product delivery.
- Enhancing quality control.
- Improving budget forecasting and risk management by minimising exposure to currency fluctuations, tax implications, and shipping costs, while leveraging local market knowledge.



08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)

Total suppliers in 2023 were 523 with West Malaysia suppliers 77, Sarawak suppliers 439, and Foreign suppliers 7.

Total amount spent on suppliers in 2023 were RM11.29M with a breakdown of West Malaysia suppliers RM2.04M, Sarawak suppliers RM9M, and Foreign suppliers RM0.25M.

Note: 2023 figures are restated.

» Our Communities

Background

It has long been our tradition to serve our local communities through a wide-ranging engagement and investment programmes. These include the provision of financial assistance - such as scholarships and employment opportunities to people and community sectors in need. For nearly three decades, our commitment to community well-being has been exemplified through these sustained efforts across the regions. At the heart of this initiative is our proactive team of dedicated staff volunteers, who play a crucial role in uplifting local communities in Sarawak. This enduring initiative stands as a beacon of community engagement, embodying the core values of NAIM and exemplifying the power of corporate social responsibility in fostering a sustainable and secure future.

Our Approach

- NAIM Foundation*
- Customer Engagement and Experience
- Continuous Corporate, Social & Responsibilities (CSR)
- Indirect benefits to community benefiting from our housing and infrastructure projects.

**This entity is not part of the NAIM Group of Companies.*

Giving Back to The Community

One of the most heartfelt and impactful initiatives during this year was the 10 Surau donation drive, a meaningful effort carried out across Kuching, Miri, and Bintulu. This initiative, which has become a cherished tradition for NAIM over many Ramadhan seasons, underscores the company's unwavering commitment to uplifting local communities. The donation drive was not just an act of charity but a reflection of NAIM's core values - an earnest desire to extend a helping hand, foster a sense of belonging, and address the needs of those who require support the most. By contributing to the upkeep and development of these Surau, NAIM also reinforced the importance of preserving cultural and spiritual spaces that bind communities together.

The recent Ramadhan season exemplified NAIM's dedication to fostering unity, inclusivity, and social responsibility in meaningful ways. Through a series of impactful initiatives-each carefully designed to resonate with the needs and aspirations of local communities-NAIM showcased its steadfast commitment to making a positive difference in the lives of others. Beyond corporate responsibility, these efforts symbolise a deep-rooted ethos of giving back and contributing to the shared prosperity of the regions it serves. Whether through acts of generosity, collaboration, or community-building, NAIM continues to uphold its mission of creating value and enriching the lives of those it touches.

SUSTAINABILITY STATEMENT (CONTINUED)

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)



NAIM's donation to one of the mosques in Kuching 

In 2024, our participation in the Program MADANI Rakyat Sarawakku Sayang exemplified our commitment to community engagement and development. Hosted at the Boulevard Mall Park in Miri, Sarawak, the event attracted approximately 300,000 visitors, with nearly 1,000 attendees connecting with us at NAIM's booth. Through initiatives like lucky draw activities and strategic networking, we strengthened our ties with the community, showcased our innovative contributions to housing development, and reaffirmed our dedication to building homes for Malaysians. This milestone reflects our ongoing efforts to enhance brand awareness and foster meaningful relationships with stakeholders and the public.



NAIM's community engagement at MADANI Rakyat Sarawakku Sayang 

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)

On 18th December 2024, our staff had the wonderful opportunity to bring some festive cheer to the Sarawak Society for Parents of Children with Special Needs (PIBAKAT), a non-profit that supports families of children with special needs. The event, themed "The Joy of Christmas," was attended by around 39 people, including the children and PIBAKAT's volunteer and committee members. We spent the day singing Christmas carols, dancing with the children, and playing games like Pass the Parcel, which filled the room with laughter and joy. This visit, like many before it, is part of our long-standing tradition of giving back to the community and reflects our ongoing commitment to uplifting those around us.



The Joy of Christmas with PIBAKAT 

Total contributions in 2022 and 2023 were RM270,000 for 43 beneficiaries and RM382,986 for 19 beneficiaries respectively.

Enhancing Connectivity, Promoting Green and Livable Spaces

Our projects are more than just physical developments; they are catalysts for empowerment and transformation. Over the years, our completed projects in Sarawak have left a lasting positive impact, aligning with our commitment to social responsibility, and contributing significantly to social, economic, and environmental progress.

For instance, in our flagship townships, Southlake and Bandar Baru Permyjaya (BBP) in Miri, improved road connectivity has not only benefited local residents but also positively impacted the broader Miri community. Approximately one-third of Miri's population, estimated at 356,900 as of the 2020 Census, now enjoys better access to essential services and amenities due to these infrastructure enhancements. Incorporating greenery into our projects is another testament to our dedication to environmental sustainability. Landscaped parks and green corridors provide recreational spaces and promote mental well-being, fostering healthier and more vibrant communities.

In addition to infrastructure, we are committed to supporting education through the construction of the upcoming Sri Mawar Primary School and scholarships. Our dedication to sustainability is reflected in our eco-friendly building practices and reforestation initiatives, ensuring we balance development with environmental conservation. We continue to promote cultural and community engagement, strengthening social ties and inclusivity in the regions we operate in.

SUSTAINABILITY STATEMENT (CONTINUED)

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)

Southlake Residence, Miri 

This commitment to positive impact has been recognised, as we are proud to have received the inaugural Corporate Award at the Miri City Mayor's Awards 2024. The award acknowledges our significant contributions to the development and well-being of Miri.

As the sole recipient, we are honoured that our efforts in shaping Miri's urban landscape, such as the development of Bandar Baru Permyjaya and key projects like Desa Damai and South Lake Permyjaya, have been recognised. These developments, which include schools and healthcare facilities, align with our broader mission to foster community well-being. This recognition further reinforces our commitment to environmental stewardship and community development, and we are grateful for the Miri City Council's continued support in driving positive change.

Miri City Council Mayor handing over the award to our Miri Regional Manager. 

08

OPERATING RESPONSIBLY THROUGHOUT THE YEAR (CONTINUED)

Driving Business Growth Through Community Engagement: The NAIMConnect Initiative

Community engagement plays in business growth and brand value. Aligned with our NAIM Customer Obsession Strategy (NaCOS), we are committed to establishing NAIM as a brand associated with community enrichment and active engagement, in line with our brand promise "Building Value Spiritedly."

This collaborative effort marks a groundbreaking initiative at NAIM, driven by the combined expertise of three core departments. Our journey so far has been rewarding, and some highlights from NAIMConnect are our Home Tip Talk for the public, and Exclusive Stakeholders Meet for our corporate partners.

NAIM Foundation Academic Excellence Awards*

The NAIM Foundation Academic Excellence Award, launched in 2016, aims to promote a culture of academic excellence by recognising outstanding, well-rounded students. We celebrate their academic achievements and inspire a lifelong passion for learning and success.

In 2024, the Foundation expanded its reach to support 18 local schools across Sarawak honouring the achievements of 309 students. This milestone highlights the Foundation's continued commitment to empowering future leaders and making a lasting impact on education.

By supporting these students, the Foundation emphasises its dedication to inclusivity and regional development, fostering trust and goodwill within local communities. This initiative also enhances NAIM's reputation as a leader in education, aligning the brand with meaningful, forward-thinking efforts to inspire the next generation.

**This entity is not part of the NAIM Group of Companies.*

SMK St. Anthony, Sarikei  SMK Batu Lintang

SUSTAINABILITY STATEMENT (CONTINUED)

09

SUSTAINABILITY ROADMAP

» Onwards and Upwards: Our Sustainability (ESG) Journey

NAIM's sustainability roadmap is built upon four core sustainability pillars that guide our actions and priorities, addressing key areas of impact and opportunity. These pillars reflect our holistic approach to sustainability, ensuring that we balance economic performance, environmental stewardship, ethical governance, and social responsibility.

Pillar 1: Ensuring Economic Resilience

We aim to create long-term value by fostering a resilient business model that adapts to changing market dynamics and global sustainability trends. By driving innovation, resource efficiency, and responsible growth, we ensure that NAIM remains financially sustainable while delivering high-quality developments.

Pillar 2: Reinforcing Ethical Governance

We uphold the highest standards of governance by maintaining transparency, integrity, and accountability throughout our operations. Ethical governance serves as the foundation of our business, ensuring compliance, fostering trust, and strengthening relationships with stakeholders.

Pillar 3: Safeguarding Environmental Resources

Our commitment to environmental sustainability is paramount. We actively manage our environmental footprint by integrating sustainable practices into our developments, minimising waste, reducing greenhouse gas emissions, and protecting biodiversity in the areas we operate.

Pillar 4: Empowering People and Communities

We believe that people are at the heart of sustainability. By promoting diversity, inclusivity, and equal opportunity, we create a supportive work environment that empowers our employees. Additionally, we invest in the well-being of the communities where we operate, enhancing their quality of life through education, affordable housing, and community engagement initiatives.

The sustainability roadmap was developed in alignment with the Group's sustainability strategy to ensure that all proposed initiatives and action plans are streamlined. The roadmap's action plans are categorised into three types of initiatives: new, enhanced, and continued.

These plans are further distinguished by their applicability to different entities within the Group, such as the Property, Engineering & Construction, and Quarry Operations, while also considering various reporting requirements, including Bursa Malaysia's reporting requirements, GRI Standards, and IFRS S1 and S2.

09

SUSTAINABILITY ROADMAP (CONTINUED)



General

Disclose all Bursa Malaysia's common and relevant sector-specific indicators



Ensuring Economic Resilience

Screen 100% of new suppliers for environmental and social criteria.



Reinforcing Ethical Governance

- Achieve zero complaints related to losses of customer data and breaches in customer privacy.
- Develop a group-wide legal register.



Empowering People and Communities

- Maintain zero substantiated complaints concerning human rights violations.
- Develop a strategic partnership with UNICEF to support the Child Friendly City Initiative.
- Achieve 79% employee satisfaction score.
- Achieve 68% QCLASSIC assessment score.

2025



Safeguarding Environmental Resources

Set Scope 2 reduction targets with 2023 as a baseline year. Adopt the Low Carbon City Framework (LCCF) features in new development projects.



Empowering People and Communities

- Achieve 80% employee satisfaction score.
- Achieve 70% QCLASSIC assessment score.

2026



Ensuring Economic Resilience

- Assess 100% of suppliers for environmental and social impacts.
- Achieve 100% spending on key raw materials sourced from Malaysian suppliers.



Safeguarding Environmental Resources

- Set Scope 1 reduction targets with 2024 as a baseline year.
- Commence reporting of suppliers' Scope 1 and 2 GHG emissions.
- Achieve GreenRE certification for at least one project.
- Integrate certified green construction materials into high-value development projects.



Empowering People and Communities

- Achieve 82% employee satisfaction score.
- Achieve 75% QCLASSIC assessment score.

2027

This roadmap demonstrates our commitment to driving sustainable outcomes, reinforcing our role as a responsible developer, and ensuring that NAIM continues to thrive in a rapidly evolving global landscape. It is crucial to acknowledge that the roadmap will be subject to fine-tuning per our baseline measurements, and annual review processes to ensure its continued relevancy.

PART 4

Our Highlights

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CORPORATE EVENTS



NAIM Chinese New Year Open House 13 February 2024

A festive gathering at Sapphire On The Park, marking the launch of the 'Nfinity Loyalty Programme' and the 'Longevity Home to You' campaign with the aim of rewarding homeowners and strengthening community connections.



NAIM Participates in MADANI Rakyat 2024 Sarawakku Sayang 27-29 September 2024

A dynamic showcase of the 'Freedom to Own' campaign, featuring property exhibitions, interactive activities, and a Trivia Challenge. NAIM remains committed to fostering homeownership opportunities in Sarawak.

NAIM Spreads Ramadan Joy through Donations 3 April 2024

NAIM reaffirms its commitment to community support during Ramadan by donating to mosques and suraus across Kuching, Miri, and Bintulu-strengthening the spirit of giving and togetherness.



NAIM Corporate Retreat 7-9 November 2024

'Excellence in Action' brought leaders and teams together at NAIM Clubhouse @ Southlake Miri, focusing on strategic growth, innovation, and leadership. Highlights included the Teh Talk Kaw session with industry experts and workshops refining the Annual Operating Plan for 2025.



NAIM Partners with Forestry Department for Tree Planting Program 18 May 2024

A step toward a greener future as NAIM partners with the Forestry Department Sarawak (FDS) for a large-scale tree planting event at Sabal Forest Reserve. Over 1,000 high-value local trees were planted, contributing to the Penghijauan Malaysia and Greening Sarawak initiatives.



Miri City Mayor's Award 2024 8 December 2024

Honored with the inaugural Corporate Award at the Miri City Mayor's Awards 2024, recognising NAIM's contributions to Miri's growth and community well-being. As the sole recipient, this award underscores a strong commitment to sustainable development.

Des Prix Award 2024 21 June 2024

A proud achievement at the Des Prix Infinitus ASEAN Property Developer Awards, with multiple accolades, including the prestigious Innovative Developer Award-a recognition of excellence in property development.



Spreading Christmas Joy with PIBAKAT 18 December 2024

NAIM came together with the children of the Society for Parents of Children with Special Needs (PIBAKAT) for a heartfelt session of caroling, dancing, and gift-giving - a moment of joy and celebration.



Freedom To Own Campaign Launch 13 July 2024

NAIM launches the 'Freedom to Own' campaign, introducing innovative co-ownership options to make luxury homeownership more accessible. The event featured esteemed guests and a homeownership sharing session.



NAIM Engages with Media for 'Joy of Reunion' Campaign 30 December 2024

Welcoming 2025 with the 'Joy of Reunion' campaign, offering homebuyers exclusive perks, rebates, and interior design packages. The engagement highlighted key developments across Sarawak, continuing NAIM's tradition of quality homeownership.

NAIM IN THE NEWS



Naim to participate in Madani programme

MIRI: Naim Holdings Berhad (Naim) has announced its participation in the Program Madani Rakyat Sarawak Sayang 2024.

The highly anticipated event, taking place from Sept 27 to 29, will feature Naim as one of the sponsors and exhibitors, showcasing its commitment to fostering community engagement.

This annual programme, which is expected to draw an estimated 100,000 visitors, is a fundamental initiative focused on enhancing the quality of life for Sarawakians and aims to support local communities through a series of activities and welfare-based efforts.

Naim's sponsorship reinforces its longstanding dedication to building strong, resilient communities and promoting sustainable development that aligns with the nation's aspirations.

"Naim is honoured to be part of such a meaningful initiative that benefits the local community and supports the government's development goals which aligns with Naim's mission," said Naim group managing director Datuk Hasni Hassan.

The Program Madani Rakyat Sarawak Sayang 2024 provides a platform for Sarawakians to access crucial resources such as job opportunities and business development initiatives while fostering a sense of togetherness and support among communities.



NAIM launches 'Freedom to Own' campaign for aspiring homeowners

KUCHING: NAIM Holdings Ltd, one of the property developers in Sarawak, has launched the 'Freedom to Own' campaign.

Group chairman Datuk Anwar Ahmad Hassan said this campaign is more than just a new initiative, it is a commitment to making home ownership a reality for all Sarawakians.

The campaign, he added, was designed to empower Sarawakians by providing them with the knowledge and resources to achieve their dream of owning a home.

"Naim is committed to providing a pathway to homeownership for all Sarawakians, regardless of their financial background," he said.

Through the campaign, Naim will offer a series of workshops, seminars, and consultations to help aspiring homeowners understand the home buying process and the various financing options available.

Measures include offering flexible payment plans, providing access to Naim's exclusive database of properties, and offering expert advice on property selection and financing.

Through co-operation, Naim aims to provide a pathway to homeownership for all Sarawakians, regardless of their financial background, and to support the government's goal of increasing home ownership.

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Notable improvement in Naim's performance

KUCHING: Naim Holdings Ltd reported a significant improvement in its performance for the first half of 2024, with revenue and profit both showing strong growth.

The company's revenue for the first half of 2024 reached RM1.2 billion, a 15% increase from the same period last year. Profit also saw a notable improvement, rising by 10%.

This growth was driven by a combination of factors, including strong demand for Naim's properties, particularly in the residential sector, and the company's effective cost management strategies.

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NAIM clinches ASEAN property developer awards

KUCHING: NAIM Holdings Ltd has been honoured with the ASEAN Property Developer Award for its outstanding performance in the region.

The award, presented by the ASEAN Property Developer Association, recognises Naim's commitment to excellence in property development and its dedication to providing high-quality homes for its customers.

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Bina rumah berkualiti untuk semua

KUCHING: NAIM Holdings Ltd is committed to providing high-quality homes for all Sarawakians, regardless of their financial background.

The company's commitment to quality is reflected in its rigorous standards for construction and its dedication to providing excellent customer service.

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Naim marks New Year with 'Joy of Reunion Campaign'

KUCHING: NAIM Holdings Ltd is celebrating the New Year with its 'Joy of Reunion Campaign', offering special discounts and promotions to its customers.

The campaign, which runs from January 1 to January 31, 2024, is designed to help Sarawakians celebrate the New Year with their families and friends.

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Naim posts strong earnings

KUCHING: Naim Holdings Ltd has reported strong earnings for the first half of 2024, with revenue and profit both showing significant growth.

The company's revenue for the first half of 2024 reached RM1.2 billion, a 15% increase from the same period last year. Profit also saw a notable improvement, rising by 10%.

This growth was driven by a combination of factors, including strong demand for Naim's properties, particularly in the residential sector, and the company's effective cost management strategies.

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Bomba, syarikat Naim bekerjasama padamkan kebakaran hutan sawit

MIRI: Balai Bomba dan Penyelamat (BBP) Loping dan syarikat Naim bekerjasama padamkan kebakaran hutan sawit di ladang sawit Woodman Sungai Adang di sini, Jaitum.

Ketua Bahagian Susutatan Kebakaran Jabatan Bomba dan Penyelamatan Malaysia (JBPM) Zaid Mimi dan Naim Group Managing Director Datuk Anwar Ahmad Hassan berunding mengenai kerjasama padamkan kebakaran hutan sawit di ladang sawit Woodman Sungai Adang di sini, Jaitum.

Suatu itu, anggota BBP Loping, bersama-sama dengan Naim, telah berjaya memadamkan kebakaran hutan sawit di ladang sawit Woodman Sungai Adang di sini, Jaitum.

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Naim posted higher profit of RM35m in FY2023

KUCHING: Naim Holdings Ltd reported a significant increase in its profit for the financial year 2023, reaching RM35 million.

The company's profit for the financial year 2023 was a 15% increase from the same period last year. This was due to a combination of factors, including strong demand for Naim's properties and effective cost management.

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Work on Wisma Melayu ahead of schedule

KUCHING: The installation of steel roof trusses for Wisma Melayu is well ahead of schedule, with the project expected to be completed by the end of 2024.

The project, which is a joint venture between Naim and the Sarawak State Government, is a landmark development in the region.

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Impressive group net profit of RM43.3 mln for Naim

KUCHING: Naim Holdings Ltd has reported an impressive net profit of RM43.3 million for the first half of 2024.

The company's net profit for the first half of 2024 was a 15% increase from the same period last year. This was due to a combination of factors, including strong demand for Naim's properties and effective cost management.

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NAIM Holdings receives Corporate Award at Miri City Mayor's Awards 2024

KUCHING: NAIM Holdings Berhad has been honoured with the Corporate Award at the Miri City Mayor's Awards 2024.

The award, presented by the Miri City Mayor, recognises Naim's commitment to excellence in corporate governance and its dedication to providing high-quality services to its customers.

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Thriving township with affordable housing options

MIRI: A thriving township is being developed in Miri, offering affordable housing options for the local community.

The township, which is a joint venture between Naim and the Sarawak State Government, is a landmark development in the region.

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PART 5

Corporate Governance

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CORPORATE GOVERNANCE OVERVIEW STATEMENT

A Note on Terminology: Naim Holdings Berhad is the ultimate holding company for Naim Land Sdn Bhd, Naim Engineering Sdn. Bhd. and other subsidiaries, both direct and indirect. As the principles and practices of good corporate governance apply not only to the ultimate holding company but also to all of its subsidiaries, we have chosen to forgo the use of the term “Company” in this statement unless the context requires, and instead emphasise the use of the term “Group”, which encompasses all companies operating under the control of Naim Holdings Berhad.

The Board is pleased to present this Corporate Governance (“CG”) Overview Statement (“Statement”) to the shareholders and investors with an overview of the application of CG practices of the Group during the financial year 2024. The Corporate Governance Overview Statement sets out the principal features of the Group's corporate governance.

This statement is prepared in accordance with Bursa Malaysia Securities Berhad's (“Bursa Securities”) Main Market Listing Requirements (“MMLR”), and it shall be read together with the Corporate Governance Report (“CG Report”) of the Company for the financial year ended 31 December 2024. The CG Report provides details on how the Company has applied each of the practices as set out in the Malaysian Code of Corporate Governance 2021 (“MCCG”). The CG Report is available on the Company's website: <http://www.naim.com.my> as well as via an announcement on the website of Bursa Malaysia.



PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

Board's Roles and Responsibilities

The Board of Directors is committed to ensuring the highest standards of corporate governance are practiced throughout the Group as a fundamental part of discharging its responsibilities to protect and enhance shareholders' value and the performance of the Group. The Board believes that adopting and operating in accordance with high standards of corporate governance is essential for sustainable long-term performance and value creation.

The Board, being responsible for the corporate governance practices of the Group, has established a governance framework where specific powers of the Board are delegated to the Board Committees and the Management.

The Board, together with the Management, is committed to promoting a good governance culture within the Group, which reinforces ethical, prudent, and professional behavior.

There is a clear division of roles and responsibilities of the Board and Management. The Board is responsible for the strategic objectives and policies of the Group in addition to the oversight and overall management of the Company.

The roles of the Chairman and the Managing Director are held by different individuals with clear and distinct roles. The division of duties and responsibilities ensures an appropriate balance of roles and responsibilities at the Board level. The Chairman conducts meetings of the Board and shareholders and ensures they are properly briefed at the respective meetings.

The Managing Director, supported by a team of management staff, is responsible for the day-to-day running of the business operations of the Group. Management performance is monitored on a quarterly basis by the Board. The Board conducts quarterly reviews of the performance targets set by the Board against the actual performance achieved to date and, at the same time, receives and deliberates on the appropriate action plans to manage the performance of the Group.

The following are the main roles and responsibilities of the Board towards meeting the objectives of the Group:

- Reviews, adopts and monitors the implementation of the Group's strategic plans.
- Reviews and deliberates on the Management's proposals, as well as challenges the Management's views.
- Provides guidance and comment on the market, business and operational initiatives.
- Ensures that the necessary resources are available to achieve the strategic aims and objectives of the Group.
- Together with the Senior Management, promotes good corporate governance culture within the Group, reinforcing ethical, prudent and professional behaviour.
- Reviews the principal risks and ensures the implementation of appropriate internal control measures to achieve an appropriate balance between risks incurred and returns to stakeholders.

CORPORATE GOVERNANCE OVERVIEW STATEMENT
(CONTINUED)

All the Directors act with reasonable care, skill and diligence. They maintain a sound understanding of the business and keep abreast of relevant developments to ensure that they are able to discharge their duties and responsibilities effectively.

The Board Committees are established to assist the Board in executing its duties, allow detailed consideration of complex issues, and ensure diversity of opinions, suggestions and recommendations. Each Board Committee comprises members of the Board of Directors, and is mandated to carry out specified functions, programmes or projects assigned by the Board. Each Committee is given a written charter with specific roles and responsibilities, composition, structure, membership requirements, and the manner in which the Committee is to operate.

The Committees are to ensure effective Board processes, structures and roles. Annual assessments of the performance of the Board and Board Committee are carried out by the Nominating Committee. All matters determined by the Committees are promptly reported to the Board through their respective Chairpersons as opinions and/or recommendations for the Board’s endorsement and/or decision.

Membership of each Committee shall be determined by the Board, acting on the recommendation of the Nominating Committee. It is the view of the Board that the size of each Committee and the blend of skills and experience of its members are sufficient to enable the Committee to discharge its responsibilities in accordance with the charter. Members of each Committee are drawn from the Board based on their respective skills, responsibilities, and areas of expertise.

The Nominating Committee conducts a yearly review of the Board Committees. The Chairman of each Committee develops the agenda for each meeting and determines its frequency.

The summary of committee memberships for the financial year ended 31 December 2024 is as follows:

Name of Directors	Audit Committee	Nominating Committee	Remuneration Committee	Risk Management Committee	Anti-Bribery & Corruption Compliance Committee	Sustainability Committee
Datuk Amar Abdul Hamed Bin Haji Sepawi		√ (Chairman)		√		
Datuk Hasmi Bin Hasnan			√			
Datuk Ahmad Bin Abu Bakar	√		√ (Chairman)		√ (Chairman)	
Datin Mary Sa'diah Binti Zainuddin^		√	√	√ (Chairman)		√
Chin Chee Kong	√					√ (Chairman)
Tan Chuan Dyi	√ (Chairman)				√	
Sulaihah Binti Maimunni		√		√	√	√
Total No. of members	3	3	3	3	3	3

Note:
^ Resigned on 8 April 2025

The Board Charter of the Company documents the governance and structure of the Board, its authority, major responsibilities, and Terms of Reference for the Board and Board Committees. The Board Charter can be viewed at the Company's website www.naim.com.my. The website is updated periodically to ensure that it reflects the Group’s current corporate governance information.

Board Meetings

The Board meets at least five (5) times annually, with additional meetings being convened as and when necessary.

During the financial year 2024, the Board met six (6) times. All Directors have complied with the minimum fifty per centum (50%) attendance as required under Paragraph 15.05 (3)(c) of the MMLR as follows:

Directors	Scheduled meetings	
	Attendance	%
Datuk Amar Abdul Hamed Bin Haji Sepawi Chairman	6/6	100
Datuk Hasmi Bin Hasnan Managing Director	6/6	100
Datin Mary Sa'diah Binti Zainuddin^ Independent Non-Executive Director	6/6	100
Mr. Chin Chee Kong Non-Independent Non-Executive Director	6/6	100
Mr. Tan Chuan Dyi Independent Non-Executive Director	6/6	100
Cik Sulaihah Binti Maimunni Independent Non-Executive Director	6/6	100
Datuk Ahmad Bin Abu Bakar Independent Non-Executive Director	6/6	100
Ms Ailsa Binti Hasmi * Non-Independent Non-Executive Director	N/A	N/A

Note:
* Appointed on 27 November 2024 and resigned on 27 March 2025
^ Resigned on 8 April 2025

The Board meets at least once every quarter for the purpose of reviewing the Group's past quarterly financial performance against its annual operating plan, budget, future strategy and business plans. On top of the quarterly meetings, the Board holds an additional meeting to approve the annual audited financial statements. These statutory board meetings are scheduled before the end of the preceding financial year, to allow Directors to plan ahead and block meeting dates in advance in their calendar.

All Directors have full, free and unrestricted access to the Senior Management, Accountants, Internal and External Auditors and the Company Secretary.



CORPORATE GOVERNANCE OVERVIEW STATEMENT

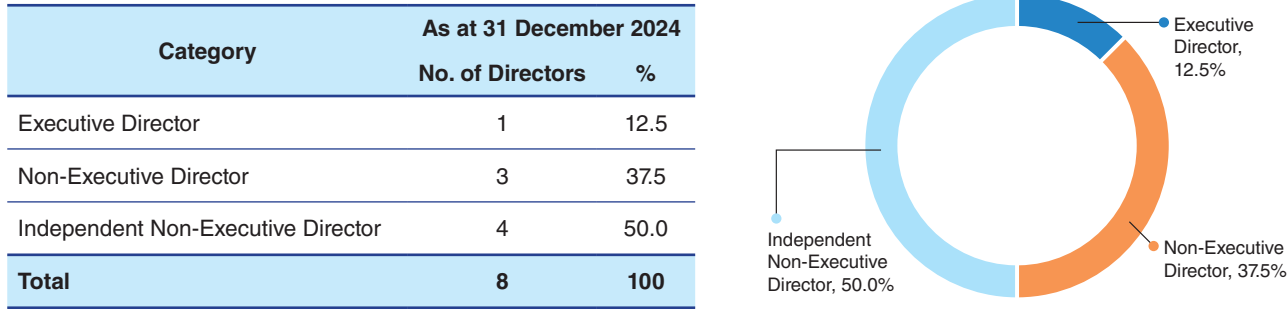
(CONTINUED)

Board Composition

The number of Directors shall be determined by the Board within the limits as prescribed in the Constitution of the Company of not more than fifteen (15), taking into consideration the size and breadth of the business and the need for Board diversity.

The composition of the Board was changed with the appointment of Ms Ailsa Binti Hasmi as a Non-Independent Non-Executive Director on 27 November 2024.

The Board’s composition as at 31 December 2024 was as follows:



As at 31 December 2024, the Board had eight (8) Board members, of which 12.5% were Executive Directors, 37.5% Non-Executive Directors, and the balance 50.0% were Independent Non-Executive Directors.

During the year under review, the composition of the Board aligned with the recommendation of Practice 5.2 of the MCCG, whereby at least half of the Board comprises Independent Directors. In addition, the Company complied with Paragraph 15.02, which requires at least two (2) directors or 1/3 of the Board to be Independent Directors and one (1) woman director.

The members of the Board comprise persons of integrity and calibre from a diverse group of individuals with broad experiences and accomplishments in audit, banking, finance, property, construction, project management, engineering, oil and gas, timber, plantation, energy, and strategic digital transformation. The Directors’ profiles are set out on pages 20 to 28 of the Annual Report 2024.

All members of the Board have demonstrated their ability to exercise sound business judgment. The Non-Executive Directors do not participate in the Group’s routine operations and they bring unbiased guidance to the Group. They constructively challenge and at the same time, contribute to the development of strategies. Being independent of management and free of any business or other relationship, they are therefore able to promote arm’s length oversight and at the same time, bring independent thinking, views and judgments to bear on decision-making. The Board monitors the independence of each Director on a half-yearly basis, in respect of their interests disclosed by them. The segregation of duties between Executive and Non-Executive Directors ensures an appropriate balance of role and accountability at the Board level.

Tenure of Independent Director

The Board may seek shareholders’ approval for retaining a director who has served in the capacity for more than nine (9) years as an Independent Non-Executive Director. The Nominating Committee/Board must conduct a rigorous review to determine whether the Director’s independence has been impaired, taking into account the need for progressive refreshing of the Board.

The Board, through its Nominating Committee, is responsible for assessing and evaluating director independence, ensuring it is not impaired, and that directors maintain objectivity to support transparent and unbiased decision-making. If satisfied with the assessment, the Nominating Committee will recommend the retention of the Independent Director, subject to shareholders’ approval.

Board Diversity

The Board acknowledges the importance of diversity in the Board, including gender, age, ethnicity, experience and skills. Diversity in the Board composition facilitates optimal decision-making by harnessing different insights and perspectives. The current board composition in terms of experience, skills, ethnic, gender and age is as follows:

	Experience & Skills														Ethnic		Gender		Age	
	Property	Construction	Timber	Plantation	Energy / Oil & Gas	Audit/Accounting/Finance	Telecommunication	Civil Engineering/project management	Banking / Financial services	Land & building	Survey	Manufacturing/trading	Education	Strategic digital transformation	Bumiputra	Non-Bumiputra	Male	Female	Below 60	Above 60
Datuk Amar Abdul Hamed Bin Haji Sepawi	√	√	√	√	√		√						√		√		√			√
Datuk Hasmi Bin Hasnan	√	√	√							√	√				√		√			√
Datin Mary Sa'diah Binti Zainuddin^					√										√			√		√
Mr. Chin Chee Kong						√			√							√	√			√
Mr. Tan Chuan Dyi									√		√					√	√		√	
Cik Sulaihah Binti Maimunni		√					√								√			√		√
Datuk Ahmad Bin Abu Bakar	√		√	√	√	√			√		√				√		√			√
Ms. Ailsa Binti Hasmi *													√	√	√			√	√	

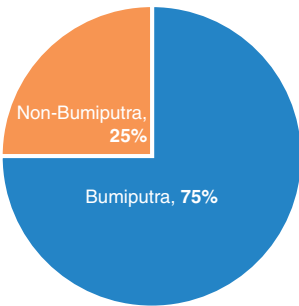
Note:
* Appointed on 27 November 2024 and resigned on 27 March 2025
^ Resigned on 8 April 2025

During the year under review, the Board comprised 75% Bumiputra and 25% Non-Bumiputra. The Board believes that diversity leads to the consideration of all facets of an issue and consequently, better decisions and performance.

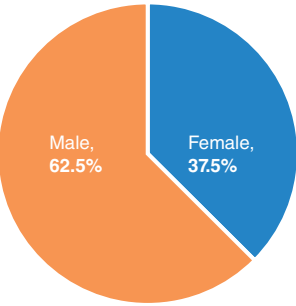
At the end of the year, the Board comprised five (5) male directors, representing 62.5% of the Board, and three (3) female directors, representing 37.5% of the Board.

At the end of the year, the Senior Management team comprised four (4) male and five (5) female senior management staff, representing 44.4% and 55.6% respectively.

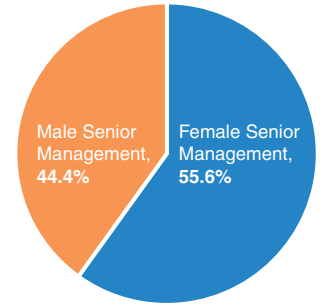
Board composition based on ethnicity in 2024



Board composition based on gender in 2024



Senior Management composition based on gender in 2024





CORPORATE GOVERNANCE OVERVIEW STATEMENT

(CONTINUED)

Retirement of Directors

All Directors, including the Managing Director, shall retire by rotation once every three years in accordance with Article 85 of the Constitution of the Company. The Directors to retire shall be those longest in service since their appointment/last reappointment. Retiring Directors may offer themselves for re-election to the Board at the Annual General Meeting.

In addition, any newly appointed Director will submit himself/herself for retirement and re election at the Annual General Meeting immediately following his/her appointment pursuant to Clause 92 of the Constitution of the Company. Thereafter, he/she shall be subject to the one-third rotation retirement rule.

The Nominating Committee is entrusted to review the retirement of Directors.

Directors’ Training

During the year under review, Board members have attended various training programmes conferences, forums and workshops on issues relevant to the Group. The training programmes, conferences and forums attended by the Directors for the financial year ended 31 December 2024 were as follows:-

- Mandatory Accreditation Programme Part II: Leading for Impact (LIP)
- Simplifying e-Invoicing
- Service Tax - Transitional Rules and Expansion of Taxable Services
- Decoding Hydrogen to Support the Energy Transition
- Transition Strategy for ASEAN Corporates
- Environmental, Social & Governance (ESG): Essentials for Directors & Senior Management
- Understanding IFRS S1 and IFRS S2: Learn the Impact of the New Reporting Standards and How to Navigate the Requirements for Public Listed Companies
- Climate Change and Principle-Based Taxonomy (“CCPT”): Refresher & Updates
- Anti-Bribery and Corruption (“ABC”) Training
- Navigating Capital Gains Tax
- KPMG Tax and Business Summit 2024
- MIA Cyber Security Conference 2024: Strategies for Accountants in the Digital Age
- AOB Conversation with Audit Committees
- MFRS Updates 2024
- Anti-Money Laundering (“AML”), Countering Financing of Terrorism (“CFT”), Countering Proliferation Financing (“CPF”) and Targeted Financial Sanctions (“TFS”) IT Security

The Directors will continue to attend relevant seminars and trainings from time to time as they consider necessary to equip themselves so that they are able to discharge their duties effectively.

Nominating Committee

The Nominating Committee comprises exclusively Non-Executive Directors, of whom a majority is independent. The Nominating Committee is chaired by a Non-Independent and Non-Executive Director.

The Nominating Committee met twice during the financial year under review.

The activities undertaken by the Nominating Committee for the financial year ended 31 December 2024 were as follows:

- a. Assessed and evaluated the performance and effectiveness of the Board, Board Committees, self and peer assessment.
- b. Assessed the effectiveness of the Board and Board Committees as a whole, on areas such as Board composition, structure, the required mix of skills, experience and other qualities
- c. Reviewed the Directors retiring by rotation pursuant to the Fit and Proper Policy adopted by the Company to be put forward for re-election at the Company's Annual General Meeting.

- d. Reviewed the performance and effectiveness of the Audit Committee and its members. The Nominating Committee was of the opinion that the Audit Committee and its members have carried out their duties in accordance with their Terms of Reference.
- e. Reviewed the succession planning of the key positions in the Company.

Succession Planning

Succession planning is a process of identifying and developing individuals with the potential to fill up the key business leadership positions in the Group. Business continuity relies on succession planning.

The succession for various key positions has been planned and lined up in the Group to ensure that suitably qualified talents are groomed so that they are able to assume the roles when the current generation of key staff retire or resign. The Group has put in place a structured succession planning process for key senior management positions.

In the event that there is no suitable candidate with the “right fit” available from the existing pool, an executive search may be launched to identify an appropriate candidate from an external source.

Board Effectiveness

The Board effectiveness evaluation questionnaires comprised the Board, Board Committee, Self and Peer Assessment were issued to Board/Committee members in February 2024. The results indicated that the performance of the Board, the Board Committee and individual Directors during the assessment period was satisfactory and they had been effective in the overall discharge of their functions and responsibilities.

Commitment to Integrity Code of Conduct and Business Ethics

In order to promote and maintain a high ethical standard, the Board has adopted a Code of Conduct and Business Ethics, a standard for acceptable behaviour to all stakeholders in the Group. The Code of Conduct and Ethics covers, amongst others, areas of integrity, core value and culture, accountability, conflicts of interest, confidentiality, anti-corruption and bribery, and insider trading.

Whistleblowing Policy

The Group has also established its Whistleblowing Policy with the objective of providing a mechanism for employees and members of the public to report any improper conduct, such as suspected wrongdoing, misconduct relating to fraud, corrupt practices and abuse of power for management action. Investigation into whistleblowing cases will be conducted by the Head of Internal Audit and/or the Compliance Officer and the outcome of the investigation is reported to the Audit Committee.

Anti-Bribery and Corruption Policy

In compliance with Section 17A of the Malaysian Anti-Corruption Commission Act (Amendment) 2018 enforced on 1 June 2020, and Paragraph 15.29 of the Bursa Securities MMLR, the Board has adopted an Anti-Bribery & Corruption Policy (“ABC Policy”) on 31 May 2020 and an Anti-Bribery and Corruption Compliance Committee (“ABC Compliance Committee”) was established on 25 June 2020. The ABC Policy provides guidance to all employees and associates of NAIM Group relating to acts of bribery and corruption.

The Code of Conduct and Business Ethics, Whistleblowing Policy and Anti-Bribery and Corruption Policy are available at the Company's website at www.naim.com.my.



CORPORATE GOVERNANCE OVERVIEW STATEMENT

(CONTINUED)

Disclosure of Interests in Contracts/Conflict of Interest

Section 221 of the Companies Act 2016 requires every Director of the Company, who is in any way, whether directly or indirectly, interested in a contract or proposed contract with any entity of the Group, shall, as soon as practicable after the relevant facts have come to his knowledge, declare the nature of his interest at a meeting of the Directors of the Company.

The Directors update the list of companies in which they have interests on a half-yearly basis, and accordingly, the list of their respective interests is tabled to the Board for notation. In the same document, the Directors also confirm the number of directorships he/she holds in listed entities. None of the Directors holds more than five (5) directorships in listed entities.

In addition to the half-yearly confirmation/disclosure, members of the Board are also required to declare or disclose their interest in any transaction involving the NAIM Group as and when a potential conflict of interest arises. Where the Directors are deemed as interested and/or having a conflict of interest in a transaction, they would excuse themselves from the discussion and decision and leave the meeting room.

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

Audit Committee

The Board is responsible for the Group's internal control, the overall purpose of which is to protect shareholders' investments and the Group's assets. The Board is assisted by the Audit Committee in monitoring the Group's internal control system, internal audit process, related party transactions, conflict of interest situations, accounting policies, financial reporting, and overseeing the performance, independence and objectivity of the external auditors and the quality of the audit. The Chairman of the Audit Committee is to inform the Directors during Board meetings of any salient matter reviewed by the Audit Committee arising from audit findings that may require the Board's attention or decision.

The Audit Committee had on 19 April 2024, assessed the suitability, objectivity, independence and re-appointment of the external auditor, Messrs KPMG PLT. In November 2024, Messrs KPMG PLT had submitted its Transparency Report for the year ended 31 December 2023 to members of the Audit Committee. KPMG Malaysia's Transparency Report 2023 highlights its commitment to audit quality and professional excellence. Covering the financial year ended 31 December 2023, the report showcased efforts in technology integration, strategic alliances, and talent upskilling to enhance the audit experience. Additionally, KPMG is making significant investments in Environmental, Social, and Governance (ESG) assurance, reinforcing its focus on quality and sustainability.

The Audit Committee also reviewed the adequacy of their experience and resources, their audit engagements and also the provision of non-audit services to the Group. The Audit Committee was satisfied that Messrs KPMG PLT had met the relevant criteria prescribed under Paragraph 15.21 MMLR and it had recommended the re-appointment of Messrs KPMG PLT for the ensuing financial year.

Having considered the outcome of the assessment of the external auditors by the Audit Committee, the Board approved the recommendation for shareholders' approval to be sought at the forthcoming Annual General Meeting on the re-appointment of Messrs KPMG PLT.

The Audit Committee also reviewed related party transactions and conflict of interest situations to ensure that the transactions were fair, reasonable, not detrimental to the minority shareholders and were in the best interests of the Group.

The performance of the Audit Committee and each of its members was reviewed annually by the Nominating Committee pursuant to Paragraph 15.20 MMLR, and recommendations were submitted to the Board for its endorsement.

The Chairman of the Audit Committee is Mr. Tan Chuan Dyi, an Independent Non-Executive Director and he is not the Chairman of the Board. All members of the Audit Committee are financially literate.

The roles of the Audit Committee are explained in pages 102 to 104 of this Annual Report.

Risk Management and Internal Control Framework

The Board is responsible for the Group's system of risk management and internal control. The Group has a system of risk management and internal control to identify the risks the Group faces in its businesses and put controls in place to mitigate the risks. The system of internal control is designed to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable, but not absolute assurance against the occurrence of any material misstatement or loss.

The Group has established policies and framework for the oversight and management of material business risks. The Group Risk Management Department consolidates the Corporate Risk Profile from the respective business units/ divisions/ departments risk registers outlining the risks, controls and risk mitigation plans that the Management has taken in mitigating the risks for submission to the Risk Management Committee on a quarterly basis. The identified high-risk areas, including risk mitigation plans, are reported and deliberated at Board Meetings.

Further information on the Group's risk management and internal framework is made available on the Statement on Risk Management and Internal Control on pages 105 to 107 of this Annual Report.

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

Communication with Stakeholders

The dissemination of timely and accurate information is important for shareholders and investors to enable them to make informed investment decisions. The Company ensures that its communication with shareholders and other stakeholders is timely and transparent. The Company aims to engage with shareholders transparently and regularly in order to build a mutual understanding of respective objectives. The other communication modes include Annual Reports, General Meetings, Circulars, quarterly results announcements, and corporate disclosures via Bursa LINK, press releases, information on the Company's website, and other investor relation activities.

The Company also maintains a website at www.naim.com.my that allows shareholders and investors to gain access to information about the Group as well as to direct their queries and feedback to the Board of Director or Management through the email, investorrelations@naim.com.my posted at the aforesaid website.

The Group abides by the following main principles in its investor relations:

- Thoughtful analysis of our market value relative to estimates of our intrinsic value, that is, the present value of our Group based on a series of future expected net cash flows.
- Ensuring that all information disclosed to our investors is consistent with our strategies, plans and actual performance.
- Providing transparency on our operations and performance.
- Understanding our investor base and their requirements.

Conduct of General Meetings

The Annual/Extraordinary General Meetings have been the main forum for dialogue with shareholders. Ample opportunities are given to shareholders to raise questions and/or seek clarification on the Group's business and performance.

The Company's 22nd Annual General Meeting ("AGM") was held at Sapphire On The Park, Function Hall, 3rd Floor, Jalan Lintang Selatan, Batu Lintang, 93200 Kuching, Sarawak on 30 May 2024.

All the resolutions put forward at the AGM were voted by poll in accordance with paragraph 8.29A of the MMLR.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

(CONTINUED)

Tricor Investor & Issuing House Services Sdn. Bhd. was appointed as the Poll Administrator and Scrutineer Solutions Sdn. Bhd. as an Independent Scrutineer to oversee the polling processes at the AGM. All ordinary resolutions were passed by a majority of votes by members present either in person or by proxy.

The external auditors, Messrs KPMG PLT, were invited to attend the AGM pursuant to Section 285 of the Companies Act 2016, to respond to any question which might be raised in respect of the audit of the financial statements.

If there are any questions raised by shareholders prior to the AGM, the Company shall provide the responses and share with shareholders during the meeting and at the same time, the Managing Director shall address any live questions posed by shareholders.

Compliance Statement

The Board has deliberated, reviewed, and approved this Statement and is satisfied that the Company substantially complied with and applied the 3 key principles of the MCCG for the financial year ended 31 December 2024.

The Corporate Governance Report 2021 (“CG Report”) details how the company has applied the MCCG principles and complied with the practices.

Statement of Directors’ Responsibility in preparing the Financial Statements

The Directors of the Company are required by the Companies Act 2016 and the MMLR of Bursa Malaysia Securities Berhad to prepare financial statements in accordance with approved accounting standards so as to give a true and fair view of the state of affairs of the Company and the Group at the end of the financial year, and of the results and cash flows of the Company and the Group for the financial year.

The Directors are responsible for ensuring that the Company and its subsidiaries maintain proper accounting records that disclose with reasonable accuracy the financial positions of the Company and of the Group in compliance with the provisions of the Companies Act 2016 and approved accounting standards in Malaysia. In preparing the financial statements for the financial year ended 31 December 2024, the Directors have applied appropriate and relevant accounting policies consistently and in accordance with applicable accounting standards and made judgements and estimates that are reasonable and fair.

The financial statements are prepared on a going-concern basis and the Directors have ensured that proper accounting records are kept, which enable the preparation of the financial statements with reasonable accuracy.

In addition, the Directors have general responsibilities for taking such steps that are reasonably available to them to safeguard the assets of the Group and to prevent and detect fraud and other irregularities.

Management Discussion and Analysis of the Group’s Business Operations and Performance

The Management Discussion and Analysis of the Group’s business operations and performance are disclosed from pages 40 to 43.

Additional Compliance Information

1. Status of utilisation of proceeds from any corporate proposal

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

2. Audit and Non-Audit Fees

The amount of audit and non-audit fees paid/payable to the external auditors by the Company and the Group in the financial year ended 31 December 2024 was as follows:

Item	Nature of services rendered	Company RM’000	Group RM’000
a.	Audit Fees	82	397
b.	Non-Audit Fees	55	266
Total		137	663

The non-audit fees comprised the following:

Item	Nature of services rendered	RM’000
a.	Tax fee	223
b.	Other advisory fees	43
Total		266

3. Material Contracts involving interests of Directors/Chief Executive/Major Shareholders

There were no material contracts entered into by the Company or its subsidiaries involving Directors, the Chief Executive who is not a Director, or Major Shareholders still subsisting at the end of the financial year ended 31 December 2024.

4. Employee Share Scheme - Long Term Incentive Plan ("LTIP")

During the financial year ended 31 December 2024, no grants were issued.

No grants were issued since the LTIP was approved for implementation in May 2015.

5. Recurrent Related Party Transactions (“RRPT”)

The shareholders of the Company approved the Proposed New Shareholders’ Mandate for RRPT of a revenue or trading nature during its AGM held on 30 May 2024.

The Company will seek shareholders' approval to renew the Shareholders' Mandate for RRPT of a revenue or trading nature at the forthcoming AGM.

There was no RRPT entered into by the Group during the financial year ended 31 December 2024 pursuant to Paragraph 10.09(2)(b) and Paragraph 3.1.5 of Practice Note 12 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.



AUDIT COMMITTEE REPORT

Members

The Audit Committee comprises the following: -

Mr. Tan Chuan Dy – Chairman
Independent Non-Executive Director

Datuk Ahmad Bin Abu Bakar – Member
Independent Non-Executive Director

Mr. Chin Chee Kong – Member
Non-Independent Non-Executive Director

The Audit Committee is the Board's primary tool for exercising guardianship of shareholder value and imposing the highest standards of ethical behaviour. It is responsible for assessing risks, overseeing financial reporting, evaluating internal and external audit processes and reviewing conflict of interest situations and related party transactions.

The composition of the Audit Committee is as follows:

Category	No. of Directors	Percentage
Independent Non-Executive Director	2	66.67%
Non-Independent Non-Executive Director	1	33.33%
Total	3	100

Two (2) of its members, Mr. Chin Chee Kong and Datuk Ahmad Bin Abu Bakar are members of the Malaysian Institute of Accountants.

The Chairman of the Audit Committee is not the Chairman of the Board.

Attendance Of Meetings

The Audit Committee met five (5) times during the year 2024 and the details of attendance are as follows:

Audit Committee Members	No. of Meetings attended	Attendance (%)
Mr. Tan Chuan Dy	5/5	100
Datuk Ahmad Bin Abu Bakar	5/5	100
Mr. Chin Chee Kong	5/5	100

Note: The Audit Committee held independent sessions with the external auditors during three (3) of the five (5) meetings.

The external auditors, internal auditors and relevant management staff were invited, when necessary to attend the Audit Committee meetings to, *inter alia*, discuss the results of the Group, the internal and external audit findings and financial reporting issues.

The members of the Audit Committee also held three independent sessions with the external auditors during the year, without the presence of management.

The Terms of Reference of the Audit Committee can also be found on the corporate website at www.naim.com.my.

1. Summary of Activities

During the year, the Audit Committee carried out the following activities in the discharge of its functions and duties:

1.1 Financial Reporting

- Reviewed quarterly interim reports and unaudited full-year financial statements for the relevant financial periods/year before recommending the same for approval by the Board of Directors, focusing on:-
 - changes in or implementation of new or revised major accounting standards,
 - significant matters including financial reporting issues and how they were addressed,
 - compliance with accounting standards and other legal requirements.
- Reviewed and recommended for the Board's approval the annual audited financial statements.
- Reviewed the internal control aspects of the Statement on Risk Management and Internal Control and made recommendations thereon to the Risk Management Committee for its consideration.

1.2 Related Party Transactions

- Reviewed the related party transactions that arose within the Group, on a quarterly basis, to ensure that the transactions were fair and reasonable, not detrimental to the minority shareholders and were in the best interests of the Group.

1.3 Actual or Potential Conflict of Interest

- Following the amendments to Bursa Securities MMLR regarding enhanced conflict of interest disclosures, the Audit Committee's scope of review has expanded to include conflict of interest situations involving Directors and key senior management ("Key Persons") that have arisen or are persisting, in addition to those that may arise. The review also covers measures taken to resolve, eliminate or mitigate these conflicts.
- The Board has established clear procedures to address and manage potential conflicts of interest between Key Persons' interests and those of the Group. In case of any conflict, Key Persons must promptly declare it either at a Directors' meeting or through written notification to the Company Secretary. Directors are required to effectively resolve the conflict by actions such as recusing themselves, refraining from participation in related discussions or meetings, and abstaining from voting on any matter where they have an interest or conflict.
- The Audit Committee also assessed any actual or potential conflict of interest situations, including transactions, procedures, or actions that could raise concerns about management integrity. It further reviewed the measures taken to resolve, eliminate, or mitigate such conflicts.

1.4 Internal Audit

- Reviewed and approved the annual audit plan proposed by the Internal Audit Department ("IAD") to ensure the adequacy of scope and coverage over the activities of the Group.
- Reviewed the internal audit reports issued by the IAD on the effectiveness and adequacy of governance, system of internal control, risk management, and operational and compliance processes.
- Reviewed the adequacy and effectiveness of agreed corrective actions taken by the Management on audit issues raised.
- Reviewed the effectiveness and adequacy of the audit processes, resource requirements and assessed the performance of the internal audit team.
- Reviewed and endorsed the changes to the Internal Audit Policies.

1.5 External Audit

- Reviewed and deliberated on the external auditors' presentation of their terms, areas of responsibilities, audit plan and approach, areas of audit emphasis, financial reporting changes and requirements, proposed fee, key accounting and audit judgements and unadjusted differences identified during the audit.
- Reviewed and deliberated on the External auditors' reports in relation to the statutory audit, major audit findings and the Management's responses arising from the audit.
- Reviewed and assessed the independence and suitability of external auditor pursuant to Paragraph 15.21 Bursa Listing Requirements in the following areas: -
 - Quality of services provided.
 - Sufficiency of resources.
 - Communication and interaction; and
 - Independence, objectivity and skepticism.
- Ensured that the audit engagement and concurring review partners are rotated in accordance with the Malaysia Institute of Accountant's By-Laws.
- Considered and recommended to the Board for approval, the reappointment of External Auditors, as well as their remuneration. Met with external auditors thrice, in the absence of management.
- Discussed and considered the significant accounting adjustments and auditing issues arising from the interim audit as well as the final audit with the External Auditors.

2. Internal Audit Function

The Group is served by an in-house IAD, whose primary function is to assist the Audit Committee in discharging its duties and responsibilities. The IAD reports directly to the Audit Committee on its activities based on the approved annual Internal Audit Plan. The approved plan is designed to cover high-risk areas and entities across all levels of operations within the Group, other than associates and joint ventures. The Internal Audit role and responsibilities are defined in the Internal Audit Charter with the mission to provide independent, objective assurance and consulting services to add value and improve the organisation's operations.

AUDIT COMMITTEE REPORT (CONTINUED)

Their role is to provide the Audit Committee with independent and objective reports on the adequacy and effectiveness of the system of internal controls and procedures in the operating units within the Group and the extent of compliance with the Group's established policies, procedures and guidelines, and also compliance with applicable laws, regulations, directives and other enforced compliance requirements.

2.1 Authority

To accomplish its primary objectives in examining and evaluating whether the Group's governance, risk management and internal control processes are adequate and functioning properly, the internal auditors are authorised to have full, free and unrestricted access to Group's operations, activities, information, functions, records, properties and personnel relevant to the performance of internal audit at any time.

2.2 Independence

The IAD is independent of the activities audited and performs with impartiality and due professional care. The IAD reports directly to the Audit Committee. In addition, the Audit Committee assesses the performance of the Head of Internal Audit.

2.3 Duties and Responsibilities

Each year the IAD develops an audit plan detailing engagements to be conducted during the year and submits the same to the Audit Committee for approval before carrying out the planned assignments. Reports on the internal audit activities are submitted to the Audit Committee every quarter.

Reports submitted include the status and results of the annual audit plan on the activities being reviewed.

Cases of fraud that demand urgent attention shall be reported to the Audit Committee and the Managing Director immediately upon discovery by the internal audit staff.

2.4 Internal Audit Functions and Activities

The IAD has carried out its activities based on planned audits and special reviews during the year. During the financial year ended 31 December 2024, the internal audit activities carried out included, inter alia, the following:

a. Evaluated the system of internal controls and key operating processes based on the approved annual plan.

- b. Evaluated the efficiency of processes, functions and current practices and provided suitable recommendations to relevant risk/ process owners.
- c. Provided assurance on compliance with statutory requirements, laws, Group policies and guidelines.
- d. Recommended appropriate controls to overcome deficiencies and enhance operations.
- e. Carried out investigations and special reviews at the request of the Audit Committee, the Board of Directors and management.

Follow-up audits were also conducted and the status of implementation of the agreed corrective actions was highlighted to the Audit Committee. Such regular monitoring is essential to ensure the integrity and effectiveness of the Group's system of internal control.

A total cost of RM271,775.02 was incurred by the IAD in respect of the financial year under review.

3. Training

The internal auditors attended the following external and internally facilitated sessions as follows:

Date	Description of Training
12.01.2024	TEH Talks Episode 3: Get to know our 2024 OKR
29.01.2024	TEH Talks Episode 4: Introduction to Artificial Intelligence
23.02.2024	TEH Talks Episode 5: Cybersecurity Awareness
01.03.2024	TEH Talks Episode 6: The Tale Challenge Group Discussion (HSSE Edition)
08.03.2024	TEH Talks Episode 7: Learn About Our Medical and Insurance Benefits (Transnational Insurance)
28.03.2024	TEH Talks Episode 8: Exploring the Wonders of Artificial Intelligence (AI)
13.08.2024	TEH Talks Episode 11: Crucial Conversations: Transforming Conflict into Collaboration
29.09.2024	NAIM: Anti-Bribery & Corruption Awareness
11.10.2024	TEH Talks Episode 12 ~ Puzzle Masterclass: The Art of Effective Problem Solving & Analytics Skills
22.10.2024	TEH Talks Episode 14 ~ Planning for Tomorrow: KWSP's Sharing on Retirement and Financial Awareness

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL



Introduction

This Statement on Risk Management and Internal Control by the Board of Directors is made pursuant to Bursa Malaysia Listing Requirements with regard to the Group's compliance with the principles and best practices for internal control as provided in the Malaysian Code of Corporate Governance (MCCG 2021).

The Board of NAIM believes in good corporate governance and managing the affairs of the Group in accordance with the MCCG 2021. In addition, the Board believes that it is very much the voluntary good behaviour and credibility of the Board which will create a good governance culture for the entire organisation and its business partners.

Responsibility

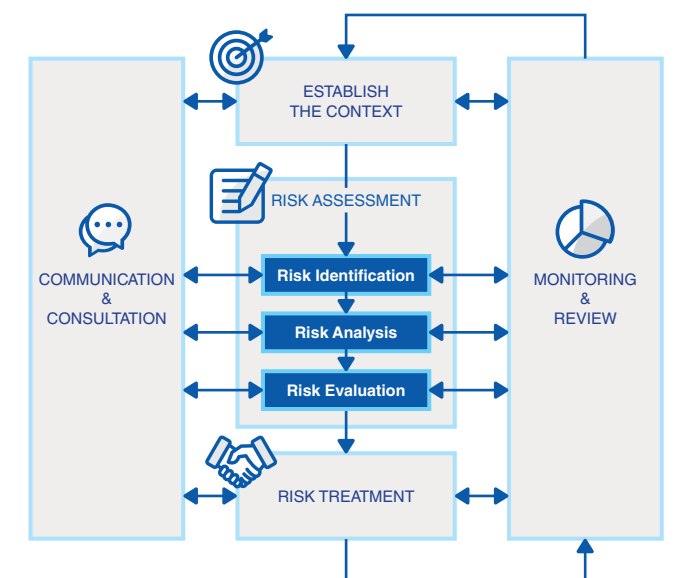
The Board acknowledges its responsibilities for maintaining a sound system of risk management and internal control to safeguard shareholders' investment and the Group's assets as well as reviewing the adequacy and integrity of the system. In the discharge of these responsibilities, the Board has put in place a process at all levels of the organisation to provide reasonable assurance that the Group's business objectives will be achieved. The system covers, inter alia, financial, operational and compliance system controls, as well as risk management. Due to the limitations that are inherent in any system of risk management and internal control, it is designed to manage, rather than eliminate, the risk of failure to achieve corporate objectives. Accordingly, it can only provide reasonable but not absolute assurance against material misstatement or loss.

Risk Management Framework

The Board acknowledges that the Group's activities involve a certain degree of risks and is committed to ensuring that it has an effective risk management framework that allows the Group to identify, evaluate and manage risks that affect the achievement of the Group's business objectives.

The Risk Management Committee is chaired by an Independent Non-Executive Director and comprises mostly Independent Non-Executive Directors. The Committee is supported by a Risk Management Unit (RMU) to assist in the coordination of the Group's risk management activities as well as the establishment and communication of the framework, policies, processes and reporting requirements to the business units; and to coordinate Group-wide review of risks and risk profiles and to promote risk awareness within the Group.

The Group's approach to risk management is continuously refined to ensure its relevance and adaptability to the current environment and business operations. The Group has adopted a risk management framework that is aligned with the principles and guidelines of ISO 31000.





STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL (CONTINUED)

Risk Management Process

The management of each business unit in the Group is responsible for the implementation of the approved framework to manage all the possible risks that can affect the achievement of the Group's objectives by ensuring that effective controls are in place and appropriate risk mitigation plans are carried out. The RMU facilitates the risk assessment process through dialogues with the key managers from business units, operations and support services units. The result from the risk assessment is reported and deliberated during the Risk Management Committee meeting held on a quarterly basis. The Risk Management Committee, after reviewing the same, escalates them to the Board.

Key Processes of Internal Control

The key processes of Internal Control include the following and will be revised regularly and updated when necessary:

- An organisational structure that lays down clear lines of responsibility and reporting.
- Clear documented and formalised standard operating policies and procedures to ensure compliance with internal controls, relevant laws and regulations, which are subject to regular reviews and improvements, have been communicated to all levels and are easily accessible on the Company's intranet platform. In particular, the NAIM Group Procedures (NGP) and NAIM Group Authority Limit (NGAL) set out the operating control procedures pertaining to finance, accounting, credit control, human resources, procurements and inventory. The control procedures, *inter alia*, include setting limits for approving expenditure and procurements. These procedures and NGAL are updated when necessary.
- Real-time budgetary control, where actual performance is regularly monitored against budgets.
- The Group uses various line-of-business systems and applications to improve operational efficiency and transparency.
- The NAIM Employee Handbook, which sets out general employment terms and the NAIM Group's corporate code of ethics.
- A management system comprises Quality, Environmental and Occupational, Health & Safety Management System requiring the management and staff of NAIM Group to adhere to a set of well-established standard operating procedures covering all major critical processes to enable the

optimal achievement of their business objectives. Surveillance audits are conducted yearly to ensure compliance with the system.

- Establishment of Standard Operating Procedures, guidelines and other health-related management and provision of PPEs to combat contagious diseases such as COVID-19. This is to ensure Business Continuity, meeting the needs of ISO45001 requirements relating to employee health protection and those of local, statutory and legal requirements like Sarawak Disaster Management Committee (SMDC) and Department of Occupational Safety & Health (DOSH).
- A Whistleblowing Policy provides a mechanism for all levels of employees and stakeholders of the Group, acting in good faith, to disclose any misconduct and to provide protection for employees and members of the public who report such allegations. Such misconducts include but are not limited to fraud, conflict of interest and abuse of power.
- In conjunction with the introduction of corporate liability provision under Section 17A of the MACC Act 2009, the Group has in place an Anti-Bribery & Corruption Policy and has adopted a zero-tolerance policy against all forms of bribery and corruption. The policy serves as formal guidance and reference to those working for and/or associated with the Group to deal with, manage and handle any bribery and corrupt gratification issues.
- Additionally, the NAIM Group's Code of Conduct and Business Ethics sets the standard for how we work together with customers, suppliers, contractors and others in the development and delivery of products and services and how we protect the value of the Group.
- Employee performance is monitored and appraised and employees are rewarded according to the achievement of targets set.
- Learning and development programmes are identified and scheduled for employees to acquire the necessary knowledge and competency to meet their performance and job expectations, generate new ideas and acquire the latest updates on regulatory requirements.

The process of risk management and internal control of the Group covers the holding company and its subsidiaries only and does not extend to associates and joint ventures.

Internal Audit

The Group has established a formal structure for its internal audit function that clearly defines the roles and responsibilities of the persons involved in the internal audit. As an integral part of the audit process, key areas of importance pertaining to internal control, risk assessment, risk mitigation and proper governance processes are identified. Focusing its review and audit on these key areas, the internal audit provides independent assurance on the efficiency and effectiveness of the internal control system implemented by management. The internal audit reports to the Audit Committee on at least a quarterly basis, and more frequently where appropriate. The Chairman of the Audit Committee in turn presents summaries of the internal audit reports (including management's responses to audit findings and recommendations) at Board meetings.

Assurance to the Board

The Board has received assurance from the Group Managing Director and Group Chief Financial Officer that the Group's risk management and internal controls are operating adequately and effectively, in all material aspects, based on the risk management and internal control system of the Group.

Review of the Statement by External Auditors

The external auditors have reviewed this Statement on Risk Management and Internal Control pursuant to the scope set out in Audit and Assurance Practice Guides ("AAPG") 3, *Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report* issued by the Malaysian Institute of Accountants ("MIA") for inclusion in the annual report of the Group for the year ended 31 December 2024, and reported to the Board that nothing has come to their attention that causes them to believe that the statement intended to be included in the annual report of the Group, in all material respects:

- Has not been prepared in accordance with the disclosures required by paragraphs 41 and 42 of the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers, or
- Is factually inaccurate.

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

This statement is made in accordance with a resolution of the Board of Directors dated 15 April 2025.



PART 6

Financial Statements

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DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2024

The Directors have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 31 December 2024.

Principal activities

The Company is principally engaged in investment holding and the provision of management services to its subsidiaries. There has been no significant change in the nature of these activities during the financial year.

Subsidiaries

The principal activities and other details of the subsidiaries are disclosed in Note 4 to the financial statements.

Results

	Group RM'000	Company RM'000
Profit/(Loss) for the year attributable to:		
Owners of the Company	228,242	(14,798)
Non-controlling interests	275	-
	<u>228,517</u>	<u>(14,798)</u>

Dividend

No dividend was paid during the year and the Directors do not recommend any dividend to be paid for the year under review.

Reserves and provisions

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

Directors of the Company

Directors who served during the year and up to the date of this report are:

- Datuk Amar Abdul Hamed Bin Haji Sepawi*
- Datuk Hasmi Bin Hasnan*
- Datuk Ahmad Bin Abu Bakar
- Chin Chee Kong
- Tan Chuan Dyi
- Sulaihah Binti Maimunni
- Datin Mary Sa'diah Binti Zainuddin (resigned on 8 April 2025)
- Ailsa Binti Hasmi (appointed on 27 November 2024 and resigned on 27 March 2025)
- Emily Hii San San (appointed on 24 January 2025)*

** These Directors are also directors of certain subsidiaries of the Company during the year.*



DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

Directors of the subsidiaries

The following is the list of directors of the subsidiaries (excluding those who are also directors of the Company as mentioned above) in office during the year and up to the date of this report:

Datu Haji Halmi Bin Ikhwan
Dato' Ir. Ha Tiing Tai
Dato' Ubull A/L Din Om
Datu Abang Mohamad Shibli Bin Abg Mohamad Nailie
Datuk Haji Abang Abdul Wahap Bin Haji Abang Julai
Tuan Haji Abang Mat Ali Bin Abang Masagus
Lingoh Anak Gara
Nona Zaharia Binti Fadzil
Allan Anak Micheal Rimong
Alexander Manyin
Lau Kiu Huat (alternate to Datu Haji Halmi Bin Ikhwan)
Yap Hon Kong
Kuintan Binti Sepawi
Zainol Rashid Bin Mustafa
Tan Yaw Thong
Lim Khong Guan
Kon Ted Jee
Abdul Halim Bin Abd Jalal
Haliza Binti Segar (appointed on 30 April 2024)
Yu Tat Loong (appointed on 11 November 2024)
Evy Kiing (appointed on 30 April 2024)
Mohamad Faisal Bin Ahmad Zaidin (appointed on 30 April 2024)
Datu Sr. Zaidi Bin Haji Mahdi (appointed on 01 May 2024)
Mohamad Yakub Bin Mustapha (appointed on 11 November 2024)
Datu Monaliza Binti Zaidel (resigned on 13 March 2024)
Shaharum Bin Ramli (resigned on 27 August 2024)
Alexander Lim Kuok Hui (resigned on 15 November 2024)
Muhammad Shafiq Bin Hashim (appointed on 30 April 2024 and resigned on 28 February 2025)
Elise Loh Yen Hua (appointed on 30 April 2024 and resigned on 25 March 2025)

Directors' interests in shares

The interests and deemed interests of the Directors (including where applicable, the interests of their spouses or children who themselves are not directors of the Company), in the shares of the Company and of its related corporations (other than wholly-owned subsidiaries) during and at the end of the financial year as recorded in the Register of Directors' Shareholdings are as follows:

	Number of ordinary shares			
	At 1.1.2024	Bought	Sold	At 31.12.2024
Direct interests				
Datuk Amar Abdul Hamed Bin Haji Sepawi				
The Company	32,553,427	-	-	32,553,427
Mawar Education Centre Sdn. Bhd.	699,999	-	(549,999)	150,000
Datuk Hasmi Bin Hasnan				
The Company	55,730,768	-	-	55,730,768

Directors' interests in shares (continued)

	Number of ordinary shares			
	At 1.1.2024	Bought	Sold	At 31.12.2024
Shareholdings in which Datuk Amar Abdul Hamed Bin Haji Sepawi has deemed interests				
The Company	73,507,433	-	-	73,507,433
Desa Ilmu Sdn. Bhd.	8,000,000	-	-	8,000,000
NAIM GAMUDA (NAGA) JV SDN. BHD.	7,000,000	-	-	7,000,000
Peranan Makmur Sdn. Bhd.	7,000,000	-	-	7,000,000
Simbol Warisan Sdn. Bhd.	7,500	-	-	7,500
BDA Naim Sdn. Bhd.	400,000	-	-	400,000
Mawar Education Centre Sdn. Bhd.	800,000	550,000	-	1,350,000
Naim Engineering Construction (Fiji) Limited	999,999	-	-	999,999
Naim Quarry (Fiji) Limited	999,999	-	-	999,999
Naim Premix (Fiji) Limited	999,999	-	-	999,999
Lotus Paradigm Sdn. Bhd.	70	-	-	70
Shareholdings in which Datuk Hasmi Bin Hasnan has deemed interests				
The Company	135,259,244	-	-	135,259,244
Desa Ilmu Sdn. Bhd.	8,000,000	-	-	8,000,000
NAIM GAMUDA (NAGA) JV SDN. BHD.	7,000,000	-	-	7,000,000
Peranan Makmur Sdn. Bhd.	7,000,000	-	-	7,000,000
Simbol Warisan Sdn. Bhd.	7,500	-	-	7,500
BDA Naim Sdn. Bhd.	400,000	-	-	400,000
Mawar Education Centre Sdn. Bhd.	800,000	550,000	-	1,350,000
Naim Engineering Construction (Fiji) Limited	999,999	-	-	999,999
Naim Quarry (Fiji) Limited	999,999	-	-	999,999
Naim Premix (Fiji) Limited	999,999	-	-	999,999
Lotus Paradigm Sdn. Bhd.	70	-	-	70

Datuk Amar Abdul Hamed Bin Haji Sepawi and Datuk Hasmi Bin Hasnan, by virtue of their interests in the ordinary shares of the Company, are deemed interested in the shares of the subsidiaries to the extent the Company has an interest.

Apart from Ailsa Binti Hasmi who is deemed to have an interest by virtue of the shares held by the substantial shareholder, Datuk Hasmi Bin Hasnan, the rest of the directors holding office at 31 December 2024 do not have any interest in the shares of the Company and of its related corporations during and at the end of the financial year.

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 disclosed in the ensuing page and Note 26 to the financial statements) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.



DIRECTORS' REPORT FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

Directors' benefits (continued)

The Directors' benefits payable to or receivable by Directors of the Company and its subsidiaries in respect of the financial year ended 31 December 2024 are as follows:

	Company RM'000	Group RM'000
Directors of the Company:		
Fees	459	459
Short term employee benefits	3,276	3,276
Estimated monetary value of benefit-in-kind	119	119
Total Directors' remuneration (see Note 26)	<u>3,854</u>	<u>3,854</u>

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.

Issue of shares and debentures

There were neither changes in the issued and paid-up capital of the Company, nor issuances of debentures by the Company during the financial year.

Options granted over unissued shares

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

No shares have been granted during the current year pursuant to the Long Term Incentive Plan, a share scheme which was approved by the shareholders of the Company in May 2015 for a period of 10 years but has not been implemented and rolled out since then.

Indemnity and insurance costs for Officers and Auditors

a. Directors and officers

The Directors and officers of the Group and of the Company are covered by Directors' and Officers' Liability Insurance ("DOL Insurance") for the purpose of Section 289 of the Companies Act 2016. The total insured limit for the DOL Insurance effected for the Directors and officers of the Group was RM50 million in aggregate.

The insurance premium for the DOL Insurance paid during the financial year amounted to RM57,000.

b. Auditors

Any indemnity given to or insurance effected for the auditors of the Company is to be made to the extent as permitted under Section 289 of the Companies Act 2016. There is no amount of such indemnity given or insurance effected for its auditors during the year.

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:

- i) all known bad debts have been written off and adequate provision made for doubtful debts, and
- ii) 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.

Other statutory information (continued)

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

- i) that would render the amount written off for bad debts, or the amount of the provision for doubtful debts, in the Group and in the Company inadequate to any substantial extent, or
- ii) that would render the value attributed to the current assets in the financial statements of the Group and of the Company misleading, or
- iii) 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
- iv) 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:

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

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

In the opinion of the Directors, the financial performance of the Group and of the Company for the financial year ended 31 December 2024 have not been substantially affected by any item, transaction or event of a material and unusual nature, nor has any such item, transaction or event occurred in the interval between the end of that financial year and the date of this report.

Auditors

The auditors, KPMG PLT, have indicated their willingness to accept re-appointment.

Total remuneration payable to our auditors in respect of audit and non-audit services rendered to the Group and to the Company during the year are RM663,000 and RM137,000 respectively (also see Note 23 to the financial statements).

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

.....
Tan Chuan Dyi

.....
Emily Hii San San

Kuching,

Date: 15 April 2025



STATEMENTS OF FINANCIAL POSITION AS AT 31 DECEMBER 2024

		Group		Company	
	Note	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Assets					
Property, plant and equipment	3	122,058	128,263	4,626	4,875
Investment in subsidiaries	4	-	-	330,303	338,223
Investment in associates	5	518,630	487,334	154,261	177,119
Investment in joint ventures	6	2,117	2,107	-	-
Inventories	7	137,669	165,448	-	-
Investment properties	8	64,104	68,760	-	-
Intangible assets	9	43	60	-	-
Deferred tax assets	10	1,683	1,436	-	-
Other investments	11	3,024	3,018	-	-
Trade and other receivables	12	-	13,021	-	-
Total non-current assets		<u>849,328</u>	<u>869,447</u>	<u>489,190</u>	<u>520,217</u>
Inventories	7	559,464	549,231	-	-
Contract costs	13	2,707	5,972	-	-
Contract assets	13	51,149	81,689	-	-
Trade and other receivables	12	58,543	62,952	74,303	85,222
Deposits and prepayments	14	4,605	8,066	20	20
Current tax recoverable		1,683	996	-	47
Other financial assets	15	6,994	6,994	-	-
Cash and cash equivalents	16	369,098	220,868	1,742	22,581
		<u>1,054,243</u>	<u>936,768</u>	<u>76,065</u>	<u>107,870</u>
Assets classified as held for sale	17	88	88	-	-
Total current assets		<u>1,054,331</u>	<u>936,856</u>	<u>76,065</u>	<u>107,870</u>
Total assets		<u><u>1,903,659</u></u>	<u><u>1,806,303</u></u>	<u><u>565,255</u></u>	<u><u>628,087</u></u>

		Group		Company	
	Note	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Equity					
Share capital	18	454,802	454,802	454,802	454,802
Reserves	19	<u>1,073,762</u>	<u>852,736</u>	<u>6,164</u>	<u>20,962</u>
Total equity attributable to owners of the Company		<u>1,528,564</u>	<u>1,307,538</u>	<u>460,966</u>	<u>475,764</u>
Non-controlling interests	4	<u>16,643</u>	<u>16,877</u>	<u>-</u>	<u>-</u>
Total equity		<u><u>1,545,207</u></u>	<u><u>1,324,415</u></u>	<u><u>460,966</u></u>	<u><u>475,764</u></u>
Liabilities					
Loans and borrowings	20	21,721	66,682	103	32,702
Deferred tax liabilities	10	<u>20,391</u>	<u>20,482</u>	<u>-</u>	<u>-</u>
Total non-current liabilities		<u><u>42,112</u></u>	<u><u>87,164</u></u>	<u><u>103</u></u>	<u><u>32,702</u></u>
Loans and borrowings	20	77,461	130,282	30,099	46,095
Trade and other payables	21	213,513	258,785	74,035	73,526
Contract liabilities	13	593	3,096	-	-
Current tax payable		<u>24,773</u>	<u>2,561</u>	<u>52</u>	<u>-</u>
Total current liabilities		<u><u>316,340</u></u>	<u><u>394,724</u></u>	<u><u>104,186</u></u>	<u><u>119,621</u></u>
Total liabilities		<u><u>358,452</u></u>	<u><u>481,888</u></u>	<u><u>104,289</u></u>	<u><u>152,323</u></u>
Total equity and liabilities		<u><u>1,903,659</u></u>	<u><u>1,806,303</u></u>	<u><u>565,255</u></u>	<u><u>628,087</u></u>

The notes on pages 126 to 196 are an integral part of these financial statements.



STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE YEAR ENDED 31 DECEMBER 2024

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Revenue	22	498,460	316,952	19,345	10,962
Cost of sales		(268,126)	(281,328)	-	-
Gross profit		230,334	35,624	19,345	10,962
Other operating income		17,876	6,112	-	258
Selling and promotional expenses		(4,143)	(3,932)	-	-
Administrative expenses		(27,351)	(22,424)	(8,978)	(7,849)
Other expenses		(17,031)	(14,807)	-	-
Net change in impairment loss on:					
- investments in subsidiary and associate		-	-	(5,143)	4,761
- financial assets and contract assets		(743)	(2,483)	(17,300)	-
Results from operating activities	23	198,942	(1,910)	(12,076)	8,132
Other non-operating income/(expenses)	24	5,437	(205)	(432)	-
Finance income	25	6,042	8,510	4,453	4,370
Finance costs	25	(8,828)	(11,113)	(6,625)	(7,406)
Net finance costs		(2,786)	(2,603)	(2,172)	(3,036)
Share of results (net of tax) of equity-accounted:					
- associates	5	81,493	47,843	-	-
- joint ventures	6	7	61	-	-
Profit/(Loss) before tax		283,093	43,186	(14,680)	5,096
Tax expense	27	(54,576)	(7,873)	(118)	-
Profit/(Loss) for the year		228,517	35,313	(14,798)	5,096

	Note	Group		Company	
		2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Other comprehensive (expenses)/income, net of tax					
<i>Items that will not be reclassified subsequently to profit or loss</i>					
Change in fair value of equity investments designated at fair value through other comprehensive income ("FVOCI")		6	1	-	-
<i>Items that are or may be reclassified subsequently to profit or loss</i>					
Foreign currency translation differences for foreign operations		(12)	296	-	-
Realisation of reserves to profit or loss arising from the disposal of equity interest in an associate		(3,869)	-	-	-
Share of other comprehensive (expenses)/income of equity-accounted associates	5	(3,283)	7,526	-	-
Total other comprehensive (expenses)/income for the year		(7,158)	7,823	-	-
Total comprehensive income/(expenses) for the year		221,359	43,136	(14,798)	5,096
Profit/(Loss) attributable to:					
Owners of the Company		228,242	35,034	(14,798)	5,096
Non-controlling interests	4	275	279	-	-
Profit/(Loss) for the year		228,517	35,313	(14,798)	5,096
Total comprehensive income/ (expenses) attributable to:					
Owners of the Company		221,084	42,857	(14,798)	5,096
Non-controlling interests	4	275	279	-	-
Total comprehensive income/ (expenses) for the year		221,359	43,136	(14,798)	5,096
Basic and diluted earnings per ordinary share (sen)	28	45.58	7.00		

The notes on pages 126 to 196 are an integral part of these financial statements.



CONSOLIDATED STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2024

Group	/	
	Share capital RM'000	Foreign currency translation reserve RM'000
At 1 January 2023	454,802	21,720
Foreign currency translation differences for foreign operations	-	296
Change in fair value of equity investments designated at FVOCI	-	-
Share of other comprehensive income of associates [Note 5]	-	7,526
Total other comprehensive income for the year	-	7,822
Profit for the year	-	-
Total comprehensive income for the year	-	7,822
Acquisition of a subsidiary [Note 35(i)]	-	-
Distributions to the non-controlling interests:		
- Dividend paid	-	-
At 31 December 2023/1 January 2024	454,802	29,542
Foreign currency translation differences for foreign operations	-	(12)
Change in fair value of equity investments designated at FVOCI	-	-
Realisation of reserves to profit or loss arising from the disposal of equity interest in an associate	-	(3,891)
Share of other comprehensive (expenses)/income of associates [Note 5]	-	(3,283)
Total other comprehensive (expenses)/income for the year	-	(7,186)
Profit for the year	-	-
Total comprehensive (expenses)/income for the year	-	(7,186)
Acquisition of additional equity interest from minority shareholders [Note 35(i)]	-	-
At 31 December 2024	454,802	22,356
	(Note 18)	(Note 19)

Attributable to owners of the Company					
Non-distributable			Distributable		
Treasury shares RM'000	Other reserves RM'000	Retained earnings RM'000	Total RM'000	Non-controlling interests RM'000	Total equity RM'000
(34,748)	112	822,795	1,264,681	21,950	1,286,631
-	-	-	296	-	296
-	1	-	1	-	1
-	-	-	7,526	-	7,526
-	1	-	7,823	-	7,823
-	-	35,034	35,034	279	35,313
-	1	35,034	42,857	279	43,136
-	-	-	-	648	648
-	-	-	-	(6,000)	(6,000)
(34,748)	113	857,829	1,307,538	16,877	1,324,415
-	-	-	(12)	-	(12)
-	6	-	6	-	6
-	22	-	(3,869)	-	(3,869)
-	-	-	(3,283)	-	(3,283)
-	28	-	(7,158)	-	(7,158)
-	-	228,242	228,242	275	228,517
-	28	228,242	221,084	275	221,359
-	-	(58)	(58)	(509)	(567)
(34,748)	141	1,086,013	1,528,564	16,643	1,545,207
(Note 19)	(Note 19)	(Note 19)		(Note 4)	

The notes on pages 126 to 196 are an integral part of these financial statements.



STATEMENT OF CHANGES IN EQUITY FOR THE YEAR ENDED 31 DECEMBER 2024

	/ Attributable to owners of the Company /			
	/ Non-distributable /		Distributable	
Company	Share capital RM'000	Treasury shares RM'000	Retained earnings RM'000	Total equity RM'000
At 1 January 2023	454,802	(34,748)	50,614	470,668
Profit and total comprehensive income for the year	-	-	5,096	5,096
At 31 December 2023/ 1 January 2024	454,802	(34,748)	55,710	475,764
Loss and total comprehensive expenses for the year	-	-	(14,798)	(14,798)
At 31 December 2024	454,802	(34,748)	40,912	460,966
	(Note 18)	(Note 19)	(Note 19)	

The notes on pages 126 to 196 are an integral part of these financial statements.



STATEMENTS OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2024

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Cash flows from operating activities				
Profit/(Loss) before tax	283,093	43,186	(14,680)	5,096
Adjustments for:				
Amortisation of:				
- intangible assets (Note 9)	-	113	-	-
- investment properties (Note 8)	2,022	3,492	-	-
Change in fair value of equity investments designated at FVOCI	(6)	(1)	-	-
Depreciation of property, plant and equipment (Note 3.3)	9,948	9,768	249	251
Dividend income from:				
- an associate	-	-	(16,824)	(8,412)
- other investments	(127)	(2)	-	-
(Gain)/Loss on disposal of:				
- property, plant and equipment (Note 23)	(402)	(176)	-	-
- investment properties (Note 23)	(13,691)	(1,396)	-	-
- disposal of an associate (Notes 24 and 36)	(5,437)	205	432	-
Finance costs (Note 25)	8,828	11,113	6,625	7,406
Finance income (Note 25)	(6,042)	(8,510)	(4,453)	(4,370)
Net changes in impairment loss on:				
- financial assets and contract assets	743	2,483	17,300	-
- investments in subsidiary and associate (Note 23)	-	-	5,143	(4,761)
Property, plant and equipment written off	554	-	-	-
Share of results of equity-accounted associates and joint ventures	(81,500)	(47,904)	-	-
Unrealised foreign exchange loss/(gain)	200	(248)	200	(221)
Operating profit/(loss) before changes in working capital	198,183	12,123	(6,008)	(5,011)
Inventories	17,581	15,904	-	-
Contract costs	3,265	(1,241)	-	-
Contract assets/liabilities	28,037	(41,148)	-	-
Trade and other receivables, deposits and prepayments	20,360	32,296	(2,863)	(4,744)
Trade and other payables	(44,817)	2,322	(3,141)	(4,157)
Provisions	-	(3,472)	-	-
Cash generated from/(used in) operations	222,609	16,784	(12,012)	(13,912)
Tax (paid)/refunded	(33,392)	(6,531)	(19)	24
Net cash from/(used in) operating activities	189,217	10,253	(12,031)	(13,888)



STATEMENTS OF CASH FLOWS FOR THE YEAR ENDED 31 DECEMBER 2024 (CONTINUED)

	<u>Group</u>		<u>Company</u>	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Cash flows from investing activities				
Acquisition of:				
- property, plant and equipment (Note 3)	(4,403)	(2,555)	-	(26)
- investment properties (Note 8)	-	(9,585)	-	-
- a subsidiary, net of cash and cash equivalents acquired [Note 35(i)]	-	744	-	-
Proceeds from disposal of:				
- property, plant and equipment	473	176	-	-
- investment properties	20,700	1,630	-	-
- an associate [Note 36]	27,283	-	27,283	-
Increase in investment of existing subsidiaries [Notes 35(i) and 35(ii)]	(550)	-	(1,530)	(800)
Change in pledged deposits	-	8,422	-	2,824
Dividends received	16,951	8,414	16,824	8,412
Interest received	5,830	8,495	385	628
Net cash from investing activities	<u>66,284</u>	<u>15,741</u>	<u>42,962</u>	<u>11,038</u>
Cash flows from financing activities				
Dividend paid to non-controlling interests	-	(6,000)	-	-
Proceeds from loans and borrowings	70,000	45,000	25,000	45,000
Repayment of loans and borrowings	(167,619)	(80,828)	(73,500)	(46,000)
Repayment of hire purchases	(163)	(158)	(95)	(91)
Interest paid	(9,289)	(11,146)	(2,975)	(3,496)
Net cash used in financing activities	<u>(107,071)</u>	<u>(53,132)</u>	<u>(51,570)</u>	<u>(4,587)</u>
Net increase/(decrease) in cash and cash equivalents	148,430	(27,138)	(20,639)	(7,437)
Effect of exchange rate fluctuations on cash held	(200)	248	(200)	221
Cash and cash equivalents at beginning of year	220,868	247,758	22,581	29,797
Cash and cash equivalents at end of year [Note (i)]	<u>369,098</u>	<u>220,868</u>	<u>1,742</u>	<u>22,581</u>

Notes

(i) Cash and cash equivalents

Cash and cash equivalents included in the statements of cash flows comprise the following statements of financial position amounts:

	<u>Group</u>		<u>Company</u>	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Deposits placed with licensed banks with maturities less than three months	191,285	167,072	536	18,901
Cash in hand and at banks	159,873	48,475	1,206	3,680
Housing Development Accounts	17,940	5,321	-	-
Total cash and cash equivalents as shown in the statements of cash flows (also see Note 16)	<u>369,098</u>	<u>220,868</u>	<u>1,742</u>	<u>22,581</u>

(ii) Cash outflows for leases as a lessee

Included in the net cash from operating activities comprise the following payments made for leases as a lessee:

	<u>Group</u>		<u>Company</u>	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Payments relating to:				
- short-term leases	14	14	234	234
- leases of low-value assets	912	454	-	1
Total cash outflows for leases	<u>926</u>	<u>468</u>	<u>234</u>	<u>235</u>

(iii) Reconciliation of movement of liabilities to cash flows arising from financing activities (see Note 20)

	<u>Term loans</u> RM'000	<u>Revolving credits</u> RM'000	<u>Hire purchases</u> RM'000	<u>Total</u> RM'000
Group				
At 1 January 2023	112,303	120,000	647	232,950
Changes in financing cash flows	(25,828)	(10,000)	(158)	(35,986)
At 31 December 2023/1 January 2024	86,475	110,000	489	196,964
Changes in financing cash flows	(52,619)	(45,000)	(163)	(97,782)
At 31 December 2024	<u>33,856</u>	<u>65,000</u>	<u>326</u>	<u>99,182</u>
Company				
At 1 January 2023	44,500	35,000	388	79,888
Changes in financing cash flows	(6,000)	5,000	(91)	(1,091)
At 31 December 2023/1 January 2024	38,500	40,000	297	78,797
Changes in financing cash flows	(38,500)	(10,000)	(95)	(48,595)
At 31 December 2024	<u>-</u>	<u>30,000</u>	<u>202</u>	<u>30,202</u>

The notes on pages 126 to 196 are an integral part of these financial statements.



NOTES TO THE FINANCIAL STATEMENTS

Naim Holdings Berhad is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the Main Market of Bursa Malaysia Securities Berhad. The address of its principal place of business and registered office is 9th Floor, Wisma Naim, 2 ½ Mile, Rock Road, 93200 Kuching, Sarawak, Malaysia.

The consolidated financial statements of the Company as at and for the year ended 31 December 2024 comprise the Company and its subsidiaries (together referred to as the “Group” and individually referred to as “Group entities”) and the Group’s interests in associates and joint ventures.

The Company is principally engaged in investment holding and the provision of management services to its subsidiaries while the other Group entities’ principal activities are as stated in Note 4 to the financial statements.

These financial statements were authorised for issue by the Board of Directors on 15 April 2025.

1. Basis of preparation

(a) Statement of compliance

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

The Group and the Company have not applied the following MFRSs and amendments that have been issued by the Malaysian Accounting Standards Board but are neither effective yet nor early adopted by the Group:

Amendments to MFRSs effective for annual periods beginning on or after 1 January 2025

- Amendments to MFRS 121, *The Effects of Changes in Foreign Exchange Rates – Lack of Exchangeability*

Amendments to MFRSs effective for annual periods beginning on or after 1 January 2026

- Amendments to MFRS 9, *Financial Instruments* and MFRS 7, *Financial Instruments: Disclosures – Classification and Measurement of Financial Instruments*
- Amendments to MFRS 9, *Financial Instruments* and MFRS 7, *Financial Instruments: Disclosures – Contracts Referencing Nature-dependent Electricity*
- Other Annual Improvements MFRS amendments – Volume 11:
 - Amendments to MFRS 1, *First-time Adoption of Malaysian Financial Reporting Standards*
 - Amendments to MFRS 7, *Financial Instruments: Disclosures*
 - Amendments to MFRS 9, *Financial Instruments*
 - Amendments to MFRS 10, *Consolidated Financial Statements*
 - Amendments to MFRS 107, *Statement of Cash Flows*

MFRSs effective for annual periods beginning on or after 1 January 2027

- MFRS 18, *Presentation and Disclosure in Financial Statements*, with corresponding withdrawal of current MFRS 101, *Presentation of Financial Statements* on application
- MFRS 19, *Subsidiaries without Public Accountability: Disclosures*

1. Basis of preparation (continued)

(a) Statement of compliance (continued)

Amendments to MFRSs 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 abovementioned MFRSs and amendments:

- from the annual period beginning on 1 January 2025 for the amendments that are effective for annual periods beginning on 1 January 2025.
- from the annual period beginning on 1 January 2026 for the amendments that are effective for annual periods beginning on 1 January 2026.
- from the annual period beginning on 1 January 2027 for the accounting standards that are effective for annual periods beginning on or after 1 January 2027.

The initial applications of the abovementioned MFRSs and amendments are not expected to have any material financial impacts to the current period and prior period financial statements of the Group and of the Company.

(b) Basis of measurement

The financial statements have been prepared on the historical cost basis, other than equity securities measured at fair value through other comprehensive income (FVOCI) which are measured based on fair value basis (see Note 11).

(c) Functional and presentation currency

These financial statements are presented in Ringgit Malaysia (“RM”), which is the Company’s functional currency. All financial information is presented in RM and has been rounded to the nearest thousand, unless otherwise stated.

(d) Use of estimates and judgements

The preparation of the financial statements in conformity with MFRSs requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

Key areas of estimation uncertainty and critical judgements in applying accounting policies that have significant effect on the amounts recognised in the financial statements are disclosed in Note 2 and the ensuing page.



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

1. Basis of preparation (continued)

(d) Use of estimates and judgements (continued)

- **Revenue recognition from contracts with customers** [also see Note 2(n)(i) and Note 22]

Revenue is recognised as and when the control of the assets is transferred to the customers and it is probable that the Group will be entitled to recover the consideration in exchange for transferring the promised assets to the customers. If the amount of consideration varies due to discounts, rebates, penalties, incentives and other similar items, the Group estimates the amount of consideration to which it will be entitled based on the expected value of the most likely outcome. If the contract with customers contains more than one performance obligation, the amount of consideration is allocated to each performance obligation based on the relative stand-alone selling price of the assets.

Timing of control of the assets transferred to customers may be over time or at a point in time, depending on the terms of contract.

The Group recognises revenue from contracts over time if it creates an asset with no alternative use to the Group and the Group has enforceable right to payment for the performance completed to-date. Revenue is recognised over the period of contract by reference to the progress towards complete satisfaction of performance obligation, which is measured based on the proportion that costs incurred to-date as a percentage of the estimated total costs of contract.

For the portion of performance obligations that is not satisfied over time, the revenue is recognised at a point in time at which the customer obtains controls of the promised assets.

Significant judgement is required in determining the progress towards complete satisfaction of performance obligations, identification of performance obligations to be fulfilled under contract and estimated total costs to complete as well as the recoverability of the contracts. In making such estimations and judgements, the Group relies on, *inter alia*, past experiences and the assessment of its experienced team and experts.

- **Impairment assessment of trade receivables and contract assets** [see Notes 13.2(b) and 31.3(a)]

The Group has measured impairment losses of its trade receivables and contract assets based on the risk of loss of each customer individually based on their financial information, historical payment trends and other external available information. This evaluation is however inherently judgemental and requires material estimates, including the amounts and timing of future cash flows expected to be received, which may be susceptible to changes.

- **Impairment assessment of property, plant and equipment** (see Note 3.6)

The Group assesses whether there is any indication that its property, plant and equipment used in the hotel operation may be impaired. The recoverable amount of the property, plant and equipment is determined using discounted cash flow projections. Nevertheless, the estimation is judgemental in determining appropriate key assumptions that may affect the value of estimated recoverable amount, which include the level of occupancy rates and room rates to be achieved over a period of time as well as the rate of profit returns.

1. Basis of preparation (continued)

(d) Use of estimates and judgements (continued)

- **Impairment assessment of investment in subsidiaries and associates** (see Notes 4 and 5)

At each reporting date, the Company performs assessment whether there is any indication that investment in a subsidiary and/or an associate may be impaired. In determining the estimated recoverable amount of the investments, the Company evaluates the anticipated future performance of the said investee companies and considers other external and internal sources of information that may affect the value of estimated recoverable amount such as anticipated sales/contracts and appropriate profit margin which requires a substantial level of estimation and judgements.

- **Impairment assessment of completed developed properties held for sale** (see Note 7)

Completed developed properties are stated at the lower of cost and net realisable value. In determining the estimated net realisable value of these inventories, the Group analyses and assesses on a regular basis the historical trends of product sales performance and pricing, expected future market demand of the product as well as the estimated sales costs that may be incurred in securing the sales. The estimation is highly judgemental as product demand and pricing levels could change from time to time following the changes in customers' preferences, product affordability and property market demand and supply conditions.

2. Material accounting policies information

During the current year, the Group and the Company have adopted the amendments to MFRS 101, *Classification of Liabilities as Current or Non-current and Non-current Liabilities with Covenants* from 1 January 2024. The amendments clarify certain requirements for determining whether a liability should be classified as current or non-current and require new disclosures for non-current loan liabilities that are subject to covenants within 12 months after the reporting period. The amendments will be applied retrospectively.

The Group has analysed all its existing borrowings and concluded that the amendments to MFRS 101 do not result in any changes in the current classification of its borrowings nor have any retrospective impact on the comparative statement of financial position.

The material accounting policies information applied by the Group entities is disclosed as below and shall be read in conjunction with the relevant notes to the financial statements:

(a) Property, plant and equipment (see Note 3)

Recognition and measurement

Items of property, plant and equipment are measured at cost less any accumulated depreciation and any accumulated impairment losses.

Depreciation

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful life of each component of an item of property, plant and equipment from the date that they are available for use. Freehold land is not depreciated. Assets under construction are not depreciated until the assets are ready for their intended use.

NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. Material accounting policies information (continued)

(a) Property, plant and equipment (see Note 3) (continued)

Depreciation (continued)

The estimated useful lives of assets for the current and comparative periods are as follows:

Leasehold land (right-of-use asset)	over remaining lease terms of 49 years to 99 years
Buildings	5, 10 and 50 years
Hotel property	50 years
Furniture and fittings	6 to 10 years
Motor vehicles	5 years
Office equipment	2 to 10 years
Plant and machinery	5 years and over quarry licence period
Jetty and wharf	over quarry licence period

(b) Leases

At inception or on reassessment of a contract that contains a lease component, the Group allocates the consideration in the contract to each lease and non-lease component on the basis of their relative stand-alone prices. However, for leases of properties in which the Group is a lessee, it has elected not to separate non-lease components and instead accounts for the lease and non-lease components as a single lease component.

As a lessee

The Group recognises a right-of-use asset and a lease liability at the lease commencement date.

The right-of-use asset is measured at cost less accumulated depreciation. It is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the respective Group entities' incremental borrowing rate. The lease liability is subsequently measured at amortised cost using the effective interest method.

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group recognises the lease payments associated with these leases as an expense on a straight-line basis over the lease term.

Leasehold land, being a right-of-use asset held under a lease contract, is classified under different category of assets namely property, plant and equipment, investment property or as inventories depending on its nature of use.

As a lessor

When the Group accounts for a lease as finance lease when the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. Otherwise, the lease is regarded as an operating lease and lease payments received is recognised as income in profit or loss on a straight-line basis over the lease term in profit or loss.

2. Material accounting policies information (continued)

(b) Leases (continued)

As a lessor (continued)

When the Group is an intermediate lessor, it accounts for its interests in the head lease and the sublease separately. It assesses the lease classification of a sublease with reference to the right-of-use asset arising from the head lease, not with reference to the underlying asset. If a head lease is a short-term lease to which the Group applies the exemption described above, then it classifies the sublease as an operating lease.

(c) Investment in subsidiaries (see Note 4)

Investment in subsidiaries is measured in the Company's statement of financial position at cost less impairment losses.

The Group accounts for 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 of net assets before and after the change, and any consideration received or paid, is adjusted to or against Group reserves.

Business combinations arising from transfers of interests in entities that are under the control of the shareholder that controls the Group are accounted for as if the acquisition had occurred at the beginning of the earliest comparative period presented or, if later, at the date that common control was established. The assets and liabilities acquired are recognised at the carrying amounts recognised previously in the acquirees' financial statements without restatement. Any resulting gain/loss is recognised directly in equity.

Upon the loss of control of a subsidiary, the Group derecognises the assets and liabilities of the former subsidiary, any non-controlling interests and the other components of equity related to the former subsidiary from the consolidated statement of financial position. Any surplus or deficit arising on the loss of control is recognised in profit or loss.

If the Group retains any interest in the former subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently, it is accounted for as an equity-accounted investee or as a financial asset depending on the level of influence retained.

(d) Investment in associates (see Note 5)

Investment in associates is measured in the Company's statement of financial position at cost less impairment losses.

In the consolidated financial statements, the Group accounts for its investments in associates using the equity method.

When the Group's share of losses exceeds its interest in an associate, the carrying amount of that interest including any long-term investments is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation, or has made, payments on behalf of the associate.

When the Group ceases to have significant influence over an associate, any retained interest in the former associate at the date when significant influence is lost is measured at fair value.

When the Group's interest in an associate decreases but does not result in a loss of significant influence, any retained interest is not re-measured.



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. Material accounting policies information (continued)

(e) Investment in joint ventures (see Note 6)

The Group regards a joint arrangement as “joint venture” when the Group has rights only to the net assets of the arrangements. The Group accounts for its interest in the joint venture using the equity method.

Investment in joint venture is measured in the Company's statement of financial position at cost less any impairment losses.

(f) Inventories (see Note 7)

Inventories are measured at the lower of cost and net realisable value. Inventories of the Group comprise the following:

(i) Land held for property development

This comprises land or such portions thereof on which no development activities have been carried out or where development activities are not expected to be completed within the normal operating cycle of 2 to 3 years. Such land is classified as non-current portion of inventory.

When development activities have commenced and where it can be demonstrated that the development activities can be completed within the normal operating cycle, such land is reclassified and included as part of property development costs (i.e. current portion of inventory).

(ii) Property development costs

Property development costs are initially measured at cost and subsequently recognised as an expense to profit or loss when the controls of the inventory are transferred to the customer, either over time or at a point in time.

When the development activities are completed, the associated property development costs for the unsold property are reclassified as completed developed properties held for sale.

(iii) Other inventories

Raw materials, consumables and manufactured/trading inventories (comprising building and construction materials) are measured based on the weighted average cost method.

(g) Investment properties (see Note 8)

Investment properties are stated at cost less accumulated amortisation and accumulated impairment losses, if any.

When an item of property, plant and equipment or inventories is transferred to investment property or vice versa following a change in its use, the transfer do not change the carrying amount of the property transferred. No remeasurement of cost of property is required, as permitted under paragraph 59 of MFRS 140, *Investment Property*.

2. Material accounting policies information (continued)

(g) Investment properties (see Note 8) (continued)

Amortisation

Amortisation is recognised in profit or loss on a straight-line basis over the estimated useful life of depreciable investment property. Buildings under construction are not amortised until the assets are ready for their intended use. The estimated useful lives for the current and comparative periods are as follows:

Leasehold land (right-of-use asset)	over remaining lease terms of 60, 85 and 98 years
Buildings	10 and 50 years

(h) Intangible assets (see Note 9)

Goodwill with an indefinite useful life arising from business combinations is measured at cost less any accumulated impairment losses. It is not amortised but is tested for impairment annually and whenever there is an indication that they may be impaired.

Other intangible assets that are acquired by the Group and have finite useful lives are measured at cost less accumulated amortisation and accumulated impairment losses. These intangible assets are amortised on a straight-line basis over the useful life period from the date that they are available for use.

Stone quarry licence is amortised over the licence period.

(i) Deferred tax (see Note 10)

The amount of deferred tax recognised is measured based on the expected manner of realisation or settlement of the carrying amount of assets and liabilities using tax rates enacted or substantively enacted by the end of the reporting period. Deferred tax is not recognised for 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.

(j) Financial instruments (applicable for Note 11, 12, 15, 16, 20 and 21)

Financial assets

Financial assets that are held within a business model whose objective is to hold assets to collect contractual cash flows are measured at amortised cost using the effective interest method, less any impairment losses.

Debt investment that are held within a business model whose objective is achieved by both collecting contractual cash flows and selling the debt investment are measured at fair value through other comprehensive income.

For any equity investment that is not held for trading purpose, at its initial recognition, the Group irrevocably elects to present subsequent changes in the investment's fair value in other comprehensive income. This election is made on an investment-by-investment basis.

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



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

2. Material accounting policies information (continued)

(j) Financial instruments (applicable for Note 11, 12, 15, 16, 20 and 21) (continued)

Financial assets (continued)

Financial assets categorised as fair value through profit or loss are subsequently measured at their fair value.

Financial liabilities

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

(k) Contract costs (see Note 13)

Cost to fulfil a contract comprises cost that relate directly to a contract or to an anticipated contract and it is expected to be recovered. The contract costs are initially measured at cost less any impairment loss. The cost is amortised on a systematic basis that is consistent with the pattern of revenue recognition to which the asset relates.

(l) Non-current assets held for sale (see Note 17)

Non-current assets held for sales are measured at the lower of their carrying amount and fair value less costs of disposal.

Intangible assets, property, plant and equipment or investment properties once classified as held for sale are not amortised or depreciated. In addition, equity accounting of equity-accounted associates and joint ventures ceases once classified as held for sale.

(m) Share capital (see Note 18)

Instruments classified as equity are measured at cost on initial recognition and are not remeasured subsequently. Costs directly attributable to the issue of instruments classified as equity are recognised as a deduction from equity.

(n) Revenue (see Note 22)

(i) **Revenue from contracts with customers**

Sales of land and properties

Revenue from sales of land and properties (comprising landed properties, condominiums and apartments as well as vacant land lots) is recognised as and when the controls of the properties are transferred to customer, either over time or at a point in time.

Revenue is recognised over the contract period based on the progress towards completion of that performance obligation by using cost incurred method. Otherwise, the revenue is recognised at a point in time when the customer obtains controls of the properties.

2. Material accounting policies information (continued)

(n) Revenue (see Note 22) (continued)

(i) **Revenue from contracts with customers** (continued)

Sales of land and properties (continued)

Revenue from sales of land and properties is measured at the fixed transaction prices under sale contract. The contracts may sometime include multiple promises to customers and therefore accounted for as separate performance obligations. The total consideration in a sale contract is allocated to all identified distinct performance obligations based on their relative stand-alone selling prices. When there is not directly observable price, the Group applies expected cost plus margin to derive stand-alone selling price.

Construction contracts

Construction revenue is recognised over time when a contract customer controls all of the works in progress as construction works take place. When the different elements of the construction contracts are not highly inter-related with, or dependent on, other contracting activities, the Group segregates each performance obligation for individual contract revenue recognition.

Sales of goods

Revenue is recognised at a point in time when the goods are delivered and accepted by customers.

Rental and other related revenue from accommodation operations

Revenue is recognised in profit or loss over time during the period of stay by hotel guests and tenants. Revenue from food and beverage and other ancillary services is recognised at a point in time at which customers receive and consume the goods and services.

Services rendered

Revenue (comprising management fee income, property maintenance services and education fee) is recognised at a point in time when the services are rendered, at a rate as agreed with customer.

(ii) **Other revenue**

(i) **Dividend income**

Dividend income is recognised on the date that the Group's or the Company's right to receive payment is established, which in the case of quoted securities is the ex-dividend date.

(ii) **Rental income**

Rental income from investment property is recognised a straight-line basis over the term of the lease.



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. Property, plant and equipment

Group	(Right-of-use assets)			
	Freehold land RM'000	Leasehold land RM'000	Buildings RM'000	Hotel property RM'000
Cost				
At 1 January 2023	747	6,939	55,890	45,046
Additions	-	-	27	6
Transfer from investment properties (Note 8)	-	-	16,919	-
Disposals/Write-offs	-	-	-	-
Acquisition through business combination	-	-	-	-
Reclassifications	-	-	-	-
At 31 December 2023/1 January 2024	747	6,939	72,836	45,052
Additions	-	-	24	17
Disposals/Write-offs	-	-	(859)	-
Reclassifications	-	-	-	-
At 31 December 2024	747	6,939	72,001	45,069

Depreciation and impairment loss

At 1 January 2023				
-Accumulated depreciation	-	1,507	16,319	2,717
-Accumulated impairment loss	-	-	-	3,323
	-	1,507	16,319	6,040
Depreciation for the year (Note 3.3)	-	77	1,350	901
Transfer from investment properties (Note 8)	-	-	1,444	-
Disposals/Write-offs	-	-	-	-
At 31 December 2023/1 January 2024				
-Accumulated depreciation	-	1,584	19,113	3,618
-Accumulated impairment loss	-	-	-	3,323
	-	1,584	19,113	6,941
Depreciation for the year (Note 3.3)	-	77	2,812	901
Disposals/Write-offs	-	-	(810)	-
At 31 December 2024				
-Accumulated depreciation	-	1,661	21,115	4,519
-Accumulated impairment loss	-	-	-	3,323
	-	1,661	21,115	7,842

Carrying amounts

At 1 January 2023	747	5,432	39,571	39,006
At 31 December 2023 and 1 January 2024	747	5,355	53,723	38,111
At 31 December 2024	747	5,278	50,886	37,227
	(Note 3.4)			

Furniture and fittings RM'000	Motor vehicles RM'000	Office equipment RM'000	Plant and machinery RM'000	Jetty and wharf RM'000	Assets under construction RM'000	Total RM'000
44,010	10,600	27,373	38,111	1,952	627	231,295
48	-	231	14	-	2,229	2,555
2,069	-	299	-	-	-	19,287
(70)	(784)	(364)	(1)	-	-	(1,219)
172	-	18	-	-	-	190
-	-	-	2,320	-	(2,320)	-
46,229	9,816	27,557	40,444	1,952	536	252,108
920	-	783	319	-	2,340	4,403
(645)	(2,160)	(162)	(957)	-	-	(4,783)
-	-	45	-	-	(45)	-
46,504	7,656	28,223	39,806	1,952	2,831	251,728

25,153	9,827	24,652	28,124	1,952	-	110,251
-	-	-	-	-	-	3,323
25,153	9,827	24,652	28,124	1,952	-	113,574
3,836	205	1,788	1,648	-	-	9,805
208	-	33	-	-	-	1,685
(70)	(784)	(364)	(1)	-	-	(1,219)
29,127	9,248	26,109	29,771	1,952	-	120,522
-	-	-	-	-	-	3,323
29,127	9,248	26,109	29,771	1,952	-	123,845
3,117	204	973	1,899	-	-	9,983
(301)	(2,139)	(162)	(746)	-	-	(4,158)
31,943	7,313	26,920	30,924	1,952	-	126,347
-	-	-	-	-	-	3,323
31,943	7,313	26,920	30,924	1,952	-	129,670

18,857	773	2,721	9,987	-	627	117,721
17,102	568	1,448	10,673	-	536	128,263
14,561	343	1,303	8,882	-	2,831	122,058



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. Property, plant and equipment (continued)

<u>Company</u>	<u>Buildings</u> <u>RM'000</u>	<u>Furniture</u> <u>and fittings</u> <u>RM'000</u>	<u>Office</u> <u>equipment</u> <u>RM'000</u>	<u>Motor</u> <u>vehicles</u> <u>RM'000</u>	<u>Total</u> <u>RM'000</u>
Cost					
At 1 January 2023	5,952	1,123	366	560	8,001
Additions	-	-	26	-	26
At 31 December 2023/ 1 January 2024	5,952	1,123	392	560	8,027
Write-offs	-	-	(3)	-	(3)
At 31 December 2024	5,952	1,123	389	560	8,024
Depreciation					
At 1 January 2023	1,329	1,122	329	121	2,901
Depreciation for the year (Note 3.3)	119	-	20	112	251
At 31 December 2023/ 1 January 2024	1,448	1,122	349	233	3,152
Depreciation for the year (Note 3.3)	119	-	18	112	249
Write-offs	-	-	(3)	-	(3)
At 31 December 2024	1,567	1,122	364	345	3,398
Carrying amounts					
At 1 January 2023	4,623	1	37	439	5,100
At 31 December 2023/ 1 January 2024	4,504	1	43	327	4,875
At 31 December 2024	4,385	1	25	215	4,626

3.1 Titles to properties

Strata title of certain building has yet to be issued by the relevant authority, analysed as follows:

	<u>Group</u>	
	<u>2024</u> <u>RM'000</u>	<u>2023</u> <u>RM'000</u>
<u>Carrying amount</u>		
Hotel property	37,227	38,111

3.2 Motor vehicles under hire purchases

	<u>Group</u>	<u>Company</u>
	<u>2024</u> <u>RM'000</u>	<u>2023</u> <u>RM'000</u>
Carrying amount of leased assets	337	530
		215
		327

3. Property, plant and equipment (continued)

3.3 Allocation of depreciation

Depreciation for the year is allocated as follows:

	<u>Group</u>	<u>Company</u>
	<u>2024</u> <u>RM'000</u>	<u>2023</u> <u>RM'000</u>
Recognised in profit or loss (Note 23)	9,948	9,768
		249
		251
Capitalised in:		
- contract costs	-	1
- inventory (under property development costs)	35	36
	9,983	9,805
		249
		251

3.4 Leasehold land (right-of-use assets)

	<u>(Right-of-use assets)</u>	
	<u>Leasehold land</u>	
	<u>(unexpired</u> <u>lease term</u> <u>more than</u> <u>50 years)</u>	<u>(unexpired</u> <u>lease term</u> <u>less than</u> <u>50 years)</u>
	<u>RM'000</u>	<u>RM'000</u>
Cost		
At 1 January 2023, 31 December 2023/ 1 January 2024 and 31 December 2024	5,991	948
		6,939
Depreciation		
At 1 January 2023	1,104	403
Depreciation for the year	59	18
At 31 December 2023/1 January 2024	1,163	421
Depreciation for the year	59	18
At 31 December 2024	1,222	439
		1,661
Carrying amounts		
At 1 January 2023	4,887	545
		5,432
At 31 December 2023/1 January 2024	4,828	527
		5,355
At 31 December 2024	4,769	509
		5,278



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

3. Property, plant and equipment (continued)

3.5 Assets charged to banks as security for borrowings (see also Note 20.2)

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Right-of-use assets –				
Leasehold land	715	724	-	-
Hotel property	37,227	38,111	-	-
Motor vehicles	337	530	215	327
	<u>38,279</u>	<u>39,365</u>	<u>215</u>	<u>327</u>

3.6 Impairment loss

At each financial year, the Group performs assessment to determine whether there is any indication that the hotel property may be further impaired.

A total impairment loss of RM3,323,000 was made against the carrying amount of the hotel property in prior years. During the current year under review, the Group re-evaluated the recoverable amount of the hotel property and concluded that neither further impairment loss is necessary nor any reversal of impairment loss previously made is required.

4. Investment in subsidiaries

	Company	
	2024 RM'000	2023 RM'000
Cost of investment		
Unquoted shares, at cost	440,092	438,012
Less: Impairment loss	<u>(109,789)</u>	<u>(99,789)</u>
	<u>330,303</u>	<u>338,223</u>

Additional investment in a subsidiary

In December 2024, the Company subscribed for additional 550,000 new ordinary shares issued by its wholly owned subsidiary, Naim Academy Sdn. Bhd. ("NACSB") at RM550,000, settled by way of capitalisation of debts owing thereto. Later, in the same month, NACSB further issued additional 1,530,000 new ordinary shares for subscription at a cash consideration of RM1,530,000 [also see Note 35(ii)]. Both share subscriptions do not result in the changes in the group interest in NACSB.

Impairment loss

At each financial year, the Company conducts an impairment evaluation to ascertain whether there is any indication that the investment in any of its subsidiaries may be further impaired.

The estimated recoverable amount is determined with reference to the anticipated future performance of the subsidiaries as well as its underlying assets and liabilities, where relevant and applicable. The estimated recoverable amount is then adjusted from the higher of the estimated value in use or the estimated fair value less costs of disposal used in the impairment assessment in the subsidiaries, where appropriate.

4. Investment in subsidiaries (continued)

Impairment loss (continued)

During the current financial year, an impairment loss of RM10,000,000 is made against the carrying amount of the investment in a subsidiary, based on the estimated recoverable amount of the said subsidiary, which was derived from its fair value less cost of disposal.

Information of subsidiaries

Details of the subsidiaries, all of which the principal place of business and country of incorporation is in Malaysia except for Naim Engineering Construction (Fiji) Limited, Naim Quarry (Fiji) Limited and Naim Premix (Fiji) Limited, which the principal place of business and country of incorporation is in Fiji and the Company's interests therein are shown as follows:

Name of subsidiary	Principal activities	Effective ownership interest and voting interest (%)	
		2024	2023
<u>Direct subsidiaries</u>			
Naim Land Sdn. Bhd. (“NLSB”)	Property developer and civil and building contractor	100.0	100.0
Naim Engineering Sdn. Bhd. (“NESB”)	Civil, building and earthwork contractor	100.0	100.0
Naim Assets Sdn. Bhd. (“NASB”)	Investment holding	100.0	100.0
Naim Academy Sdn. Bhd. (“NACSB”)	Investment holding	100.0	100.0
<u>Subsidiaries of NLSB</u>			
Desa Ilmu Sdn. Bhd.	Property developer	60.0	60.0
Peranan Makmur Sdn. Bhd. (“PMSB”)	Property developer	70.0	70.0
Khidmat Mantap Sdn. Bhd.	Property developer	100.0	100.0
Naim Realty Sdn. Bhd.	Property investment	100.0	100.0
Naim Supply & Logistic Sdn. Bhd.	Trading of construction materials	100.0	100.0
Naim Commercial Sdn. Bhd.	Property developer	100.0	100.0
Naim Human Capital Sdn. Bhd.	Provision of management services	100.0	100.0
Jelas Kemuncak Resources Sdn. Bhd.	Quarry operator	100.0	100.0



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

4. Investment in subsidiaries (continued)

Name of subsidiary	Principal activities	Effective ownership interest and voting interest (%)	
		2024	2023
<u>Subsidiaries of NLSB (continued)</u>			
Simbol Warisan Sdn. Bhd.	Quarry licensee	75.0	75.0
Yakin Pelita Sdn. Bhd.	Property investment	100.0	100.0
Petrochemical Hub Sdn. Bhd.	Property investment and provision of workers' accommodation business	100.0	100.0
Dataran Wangsa Sdn. Bhd.	Property developer	100.0	100.0
Yakin Jelas Sdn. Bhd.	Property investment	100.0	100.0
Pavilion Quest Sdn. Bhd.**	Property investment	100.0	100.0
Solid Greenland Sdn. Bhd.**	Property investment	100.0	100.0
Bintulu Paragon Sdn. Bhd.	Property investment	99.9^	-
Naim Cendera Lapan Sdn. Bhd.	Inactive	100.0	100.0
Naim Ready Mix Sdn. Bhd.	Inactive	100.0	100.0
TR Green Sdn. Bhd.	Inactive	100.0	100.0
Naim (MM2H) Sdn. Bhd.	Inactive	100.0	100.0
Naim Incorporated Berhad	Inactive	100.0	100.0
Naim Oil & Gas Sdn. Bhd.	Inactive	100.0	100.0
Kuching Paragon Sdn. Bhd.	Inactive	100.0	100.0
Miri Paragon Sdn. Bhd.	Inactive	100.0	100.0
Naim Data Sdn. Bhd.**	Inactive	100.0	100.0
Naim Mortgage Sdn. Bhd.	Inactive	100.0	100.0
Lotus Paradigm Sdn. Bhd.	Inactive	70.0	70.0

4. Investment in subsidiaries (continued)

Name of subsidiary	Principal activities	Effective ownership interest and voting interest (%)	
		2024	2023
<u>Subsidiaries of NESB</u>			
Naim Capital Sdn. Bhd. (“NCSB”)	Investment holding	100.0	100.0
Naim Overseas Sdn. Bhd (“NOSB”)	Investment holding	100.0	100.0
NAIM GAMUDA (NAGA) JV SDN. BHD.	Civil contractor	70.0	70.0
Naim Binaan Sdn. Bhd.	Inactive	100.0	100.0
Naim Premix Sdn. Bhd.	Inactive	100.0	100.0
Naim Equipment Sdn. Bhd.	Inactive	100.0	100.0
Naim Recruitment & Agency Sdn. Bhd. **	Inactive	100.0	100.0
BDA Naim Sdn. Bhd.	Inactive	80.0	80.0
<u>Subsidiaries of NASB</u>			
Naim Hotel Sdn. Bhd.	Hotel operation	100.0	100.0
Naim Property Services Sdn. Bhd. **	Provision of property management services	100.0	100.0
Bintulu Paragon Sdn. Bhd.	Property investment	_*^	100.0
<u>Subsidiary of NACSB</u>			
Naim Skills Academy Sdn. Bhd.	Inactive	100.0	100.0
Mawar Education Centre Sdn. Bhd. **	Provision of educational business	90.0@	53.3
<u>Subsidiaries of NCSB</u>			
Naim Capital Port Sdn. Bhd.	Civil contractor	100.0	100.0
Naim Capital Housing Sdn. Bhd.	Civil contractor	100.0	100.0



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

4. Investment in subsidiaries (continued)

Name of subsidiary	Principal activities	Effective ownership interest and voting interest (%)	
		2024	2023
<u>Subsidiary of PMSB</u>			
Harmony Faber Sdn. Bhd.	Property investment	70.0	70.0
<u>Subsidiaries of NOSB</u>			
Naim Engineering Construction (Fiji) Limited # **	Inactive	99.9	99.9
Naim Quarry (Fiji) Limited # **	Inactive	99.9	99.9
Naim Premix (Fiji) Limited # **	Inactive	99.9	99.9

* Negligible, <0.1%

** Not audited by KPMG PLT.

The Group uses unaudited management accounts of these dormant foreign subsidiaries for the consolidation purpose.

^ Internal restructuring within the Group [see Note 35(iii)]

@ Acquisition of additional equity interest from minority shareholders [see Note 35(i)]

Non-controlling interests ("NCI") in subsidiaries

The Group's subsidiaries that have material NCI are as follows:

	Desa Ilmu Sdn. Bhd. ("DISB")	NAIM GAMUDA (NAGA) JV SDN. BHD. ("NAGA")	Peranan Makmur Sdn. Bhd. ("PMSB")	Other subsidiaries with immaterial NCI	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
31.12.2024					
NCI percentage of ownership/voting interest	40%	30%	30%		
Carrying amount of NCI	14,866	6,661	(2,980)	(1,904)	16,643
Profit/(Loss) allocated to NCI	272	717	(750)	36	275

4. Investment in subsidiaries (continued)

Non-controlling interests ("NCI") in subsidiaries (continued)

The following table summarises the financial information of the Group's material NCI in DISB, NAGA and PMSB:

	DISB RM'000	NAGA RM'000	PMSB RM'000
Summarised financial information before intra-group elimination			
As at 31 December 2024			
Non-current assets	448	-	15,381
Current assets	40,397	82,450	126,322
Current liabilities	(3,679)	(60,248)	(151,637)
Net assets/(liabilities)	37,166	22,202	(9,934)
Year ended 31 December 2024			
Revenue	266	146,443	11,879
Profit/(Loss) and total comprehensive income/(expenses) for the year	680	2,391	(2,498)
Cash flows (used in)/from:			
- operating activities	(931)	(1,468)	3,588
- investing activities	1,258	832	21
Net increase/(decrease) in cash and cash equivalents	327	(636)	3,609

	Desa Ilmu Sdn. Bhd. ("DISB")	NAIM GAMUDA (NAGA) JV SDN. BHD. ("NAGA")	Peranan Makmur Sdn. Bhd. ("PMSB")	Other subsidiaries with immaterial NCI	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
31.12.2023					
NCI percentage of ownership/voting interest	40%	30%	30%		
Carrying amount of NCI	14,595	5,943	(2,231)	(1,430)	16,877
Profit/(Loss) allocated to NCI	204	2,087	(1,957)	(55)	279



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

4. Investment in subsidiaries (continued)

Non-controlling interests ("NCI") in subsidiaries (continued)

	DISB RM'000	NAGA RM'000	PMSB RM'000
Summarised financial information before intra-group elimination			
As at 31 December 2023			
Non-current assets	550	-	15,965
Current assets	40,297	105,103	129,539
Current liabilities	(4,361)	(85,292)	(152,939)
Net assets/(liabilities)	<u>36,486</u>	<u>19,811</u>	<u>(7,435)</u>
Year ended 31 December 2023			
Revenue	1,347	198,788	14,431
Profit/(Loss) and total comprehensive income/(expenses) for the year	<u>590</u>	<u>6,956</u>	<u>(6,524)</u>
Cash flows from/(used in):			
- operating activities	1,028	6,411	(610)
- investing activities	1,104	1,120	441
- financing activities	-	(20,000)	-
Net increase/(decrease) in cash and cash equivalents	<u>2,132</u>	<u>(12,469)</u>	<u>(169)</u>
Dividend paid to NCI	<u>-</u>	<u>(6,000)</u>	<u>-</u>

5. Investment in associates

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
At cost				
Shares in Malaysia				
- unquoted	32,416	32,416	-	-
- quoted	154,261	181,976	154,261	181,976
Share of post-acquisition reserves	<u>331,953</u>	<u>272,942</u>	<u>-</u>	<u>-</u>
	<u>518,630</u>	<u>487,334</u>	<u>154,261</u>	<u>181,976</u>
Less: Impairment loss (Note 36)	<u>-</u>	<u>-</u>	<u>-</u>	<u>(4,857)</u>
	<u>518,630</u>	<u>487,334</u>	<u>154,261</u>	<u>177,119</u>
Market value				
Quoted shares in Malaysia	<u>586,039</u>	<u>464,040</u>	<u>586,039</u>	<u>464,040</u>

5. Investment in associates (continued)

Details of the associates, all of which the principal place of business and country of incorporation is in Malaysia, are as follows:

Name of entity	Nature of relationship	Effective ownership interest and voting interest (%)	
		2024	2023
Dayang Enterprise Holdings Bhd. ("DEHB")	Provision of offshore topside maintenance services, minor fabrication works, offshore hook-up and commissioning works, chartering of marine vessels and equipment. This is one of the vehicles through which the Group has ventured into the oil and gas industry	24.22	24.22
Samalaju Properties Sdn. Bhd. ("SPSB") #	Property and township development, including providing temporary accommodation facilities, in line with Group's existing property development segment operation	39.00	39.00
GAMUDA NAIM ENGINEERING AND CONSTRUCTION (GNEC) SDN. BHD. ("GNEC") ** @	One of civil contractors to the Group	35.00	35.00
Perdana Petroleum Berhad ("PPB")	Provision of marine support services for the oil and gas industry, which is a subsidiary of DEHB	-	3.47^
Kempas Sentosa Sdn. Bhd. **	One of civil contractors to the Group and hiring of plant and equipment to the Group	40.00	40.00
Miri Specialist Hospital Sdn. Bhd. ("MSHSB") #	Specialist hospital operator in one of the Group's existing township development	15.53^^	15.53^^

Held through NLSB
 ** Held through NESB
 @ Financial year end of 31 July

^ During the last financial year ended 31 December 2023, although the Group's direct shareholding in PPB was less than 20% i.e 3.47%, the Directors determined that the Group had significant influence, partly because it has two (2) board representatives in PPB. In addition, the Group's effective equity interest in PPB, if taking into account of the Group's share of the equity interest in PPB held through DEHB, was about 18.87% as of 31 December 2023. The Group had disposed of its entire equity interest held in PPB during the current year (see Note 36).

^^ While the Group's equity interest in MSHSB is less than 20%, the Group has determined that it still has significant influence in the investee company because of the two (2) representatives the Group currently has on the board of MSHSB.



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

5. Investment in associates (continued)

All associates' financial year ends on 31 December, other than that marked with "@".

For the purpose of applying the equity method for associates with a different financial year from the Group's, the last available audited financial statements and/or management accounts up to 31 December 2024 have been used.

The following table summarises the information of the Group's material associates, adjusted for any material differences in accounting policies and reconciles the information to the carrying amount of the Group's interest in the associates.

Summary of financial information

	Group		
	DEHB	SPSB	GNEC
31.12.2024	RM'000	RM'000	RM'000
As at 31 December			
Non-current assets	1,450,760	162,845	6,769
Current assets	1,276,384	58,222	127,970
Non-current liabilities	(85,395)	(3,524)	(2,817)
Current liabilities	(486,459)	(154,727)	(71,197)
Non-controlling interests	(280,478)	-	-
Net assets	1,874,812	62,816	60,725
Redeemable convertible preference shares ("RCPS")	-	(44,100)	-
	<u>1,874,812</u>	<u>18,716</u>	<u>60,725</u>

5. Investment in associates (continued)

Summary of financial information (continued)

	Group				
	DEHB	SPSB	GNEC	Other immaterial associates	Total
31.12.2024 (continued)	RM'000	RM'000	RM'000	RM'000	RM'000
Year ended 31 December					
Profit for the year	311,085	2,925	11,775		
Other comprehensive expenses	(17,271)	-	-		
Total comprehensive income for the year	<u>293,814</u>	<u>2,925</u>	<u>11,775</u>		
<i>Included in the total comprehensive income is:</i>					
Revenue	<u>1,468,140</u>	<u>41,370</u>	<u>108,568</u>		
Reconciliation of net assets to carrying amount as at 31 December					
Group's share of net assets	454,062	7,299	21,254	3,551	486,166
Group's share of RCPS	-	19,110	-	-	19,110
Goodwill on acquisition	19,674	-	-	-	19,674
Elimination of unrealised profit	(4,354)	-	-	(1,966)	(6,320)
Carrying amount in the statement of financial position	<u>469,382</u>	<u>26,409</u>	<u>21,254</u>	<u>1,585</u>	<u>518,630</u>
Group's share of results for the year ended 31 December					
Group's share of:					
- profit, net of tax	75,377	810	4,121	1,185	81,493
- other comprehensive (expenses)/income	(4,223)	-	-	940	(3,283)
Group's share of total comprehensive income	<u>71,154</u>	<u>810</u>	<u>4,121</u>	<u>2,125</u>	<u>78,210</u>
Other information					
Dividends received	<u>16,824</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>16,824</u>



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

5. Investment in associates (continued)

Summary of financial information (continued)

	Group			
	DEHB	SPSB	GNEC	PPB
31.12.2023	RM'000	RM'000	RM'000	RM'000
As at 31 December				
Non-current assets	1,501,706	159,988	11,437	703,019
Current assets	1,017,915	67,083	239,083	204,851
Non-current liabilities	(196,817)	(842)	(4,186)	(117,605)
Current liabilities	(435,416)	(165,489)	(197,384)	(123,877)
Non-controlling interests	(234,742)	-	-	-
Net assets	1,652,646	60,740	48,950	666,388
Redeemable convertible preference shares ("RCPS")	-	(44,100)	-	(7,057)
	<u>1,652,646</u>	<u>16,640</u>	<u>48,950</u>	<u>659,331</u>

	DEHB	SPSB	GNEC	PPB	Other immaterial associates	Total
31.12.2023	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Year ended 31 December						
Profit/(Loss) for the year	218,920	(1,185)	(13,099)	44,415		
Other comprehensive income	23,309	-	-	36,644		
Total comprehensive income/(expenses) for the year	<u>242,229</u>	<u>(1,185)</u>	<u>(13,099)</u>	<u>81,059</u>		
<i>Included in the total comprehensive income is:</i>						
Revenue	<u>1,112,987</u>	<u>46,742</u>	<u>184,432</u>	<u>313,913</u>		

Reconciliation of net assets to carrying amount as at 31 December

Group's share of net assets	400,256	6,490	17,132	22,857	3,974	450,709
Group's share of RCPS	-	19,110	-	-	-	19,110
Goodwill on acquisition	19,674	-	-	-	-	19,674
Elimination of unrealised profit	-	-	-	-	(2,159)	(2,159)
Carrying amount in the statement of financial position	<u>419,930</u>	<u>25,600</u>	<u>17,132</u>	<u>22,857</u>	<u>1,815</u>	<u>487,334</u>

5. Investment in associates (continued)

Summary of financial information (continued)

	Group					
	DEHB	SPSB	GNEC	PPB	Other immaterial associates	Total
31.12.2023	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Group's share of results for the year ended 31 December						
Group's share of:						
- profit/(loss), net of tax	51,759	(462)	(4,585)	1,464	(333)	47,843
- other comprehensive income	6,170	-	-	1,356	-	7,526
Group's share of total comprehensive income/(expenses)	<u>57,929</u>	<u>(462)</u>	<u>(4,585)</u>	<u>2,820</u>	<u>(333)</u>	<u>55,369</u>
Other information						
Dividends received	8,412	-	-	-	-	8,412

6. Investment in joint ventures - Group

	2024	2023
	RM'000	RM'000
At cost		
Capital contribution	4,500	4,500
Share of post-acquisition reserves	<u>(2,383)</u>	<u>(2,393)</u>
	<u>2,117</u>	<u>2,107</u>

The joint arrangements in which the Group participates are all involved in civil and building construction works, including oil and gas related construction projects. As the Group is only entitled to the net assets of the joint arrangements, the Group has therefore classified its interest in the following entities as joint ventures. Details of the joint ventures, all of which are based in Malaysia, are as follows:

	Effective voting interest (%)	
Name of entity	2024	2023
NESB-Hock Peng JV	51.0	51.0
PPES Works-NLSB JV *	45.0	45.0
Sinohydro-Naim JV *	50.0	50.0

* Inactive since the completion of the projects undertaken by joint ventures.



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

6. Investment in joint ventures - Group (continued)

The following table summarises the information of the Group's material joint ventures, adjusted for material differences in accounting policies (if any) and reconciles the information to the carrying amount of the Group's interest in the joint venture, which is accounted for using equity method.

Summary of financial information

	NESB- Hock Peng JV RM'000	PPES Works - NLSB JV RM'000	Other immaterial joint ventures RM'000	Total RM'000
31.12.2024				
As at 31 December				
Current assets	4,062	1,413		
Current liabilities	(1,252)	(44)		
Net assets	<u>2,810</u>	<u>1,369</u>		
Year ended 31 December				
Profit/(Loss) and total comprehensive income/(expenses) for the year (before tax)	<u>24</u>	<u>(5)</u>		
<i>Included in the total comprehensive income/(expenses)</i>				
Interest income	<u>28</u>	<u>-</u>		
Reconciliation of net assets to carrying amount as at 31 December				
Group's share of net assets and carrying amount in the statement of financial position	<u>1,433</u>	<u>616</u>	<u>68</u>	<u>2,117</u>
Group's share of results for the year ended 31 December				
Group's share of profit/(loss) and total comprehensive income/(expenses), net of tax	<u>9</u>	<u>(2)</u>	<u>-</u>	<u>7</u>

Other information

No distribution of profit was received during the financial year.

6. Investment in joint ventures - Group (continued)

Summary of financial information (continued)

	NESB- Hock Peng JV RM'000	PPES Works - NLSB JV RM'000	Other immaterial joint ventures RM'000	Total RM'000
31.12.2023				
As at 31 December				
Current assets	4,039	1,413		
Current liabilities	(1,252)	(39)		
Net assets	<u>2,787</u>	<u>1,374</u>		
Year ended 31 December				
Profit/(Loss) and total comprehensive income/(expenses) for the year (before tax)	<u>161</u>	<u>(4)</u>		
<i>Included in the total comprehensive income/(expenses)</i>				
Interest income	<u>27</u>	<u>-</u>		
Reconciliation of net assets to carrying amount as at 31 December				
Group's share of net assets and carrying amount in the statement of financial position	<u>1,421</u>	<u>618</u>	<u>68</u>	<u>2,107</u>
Group's share of results for the year ended 31 December				
Group's share of profit/(loss) and total comprehensive income/(expenses), net of tax	<u>63</u>	<u>(2)</u>	<u>-</u>	<u>61</u>

7. Inventories

	Group
2024	2023
RM'000	RM'000

Non-current

At cost

Land held for property development (right-of-use assets)
(Note 7.1)

<u>137,669</u>	<u>165,448</u>
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NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

7. Inventories (continued)

	Group	
	2024	2023
	RM'000	RM'000
Current		
<u>At cost</u>		
Completed goods for sale		
- Developed properties (Note 7.2)	294,519	306,909
- Manufactured/Trading inventories (construction and building materials)	2,153	2,175
Raw materials and consumables	440	450
Properties under construction		
- Property development costs	261,691	238,775
	<u>558,803</u>	<u>548,309</u>
<u>At net realisable value</u>		
Completed goods for sale		
- Manufactured/Trading inventories	139	139
- Developed properties	522	783
	<u>661</u>	<u>922</u>
	<u>559,464</u>	<u>549,231</u>
Total inventories	<u>697,133</u>	<u>714,679</u>
Recognised in profit or loss:		
- inventories recognised as cost of sales	<u>84,683</u>	<u>57,688</u>

7.1 Land held for property development

Security

Certain parcels of leasehold land with carrying amounts of RM26,709,000 were previously charged to bank(s) as security for certain term loan facility (see Note 20.2). These land are fully discharged as security during the year upon full settlement of the term loan.

7.2 Government grant for developed properties

A government grant amounting to RM27,872,000 was received in prior years to facilitate and reimburse certain development costs incurred for a mixed development project upon the fulfilment of conditions imposed.

The grant received was initially recognised as a reduction in cost of developed properties and will be systematically realised to profit or loss when the developed properties under the said project are sold. As at the year end, accumulated grant of RM13,189,000 (2023: RM12,903,000) has been realised to profit or loss as a reduction in cost of sale for the total developed properties sold.

8. Investment properties - Group

	(Right-of-use assets) Long-term leasehold land (unexpired lease term more than 50 years) RM'000	Buildings RM'000	Buildings under construction RM'000	Total RM'000
Cost				
At 1 January 2023	32,353	60,163	7,816	100,332
Additions	-	-	9,585	9,585
Reclassifications	-	17,401	(17,401)	-
Transfer to property, plant and equipment (Note 3)	-	(19,287)	-	(19,287)
Disposals	(263)	-	-	(263)
At 31 December 2023/1 January 2024	32,090	58,277	-	90,367
Disposals	(3,019)	-	-	(3,019)
At 31 December 2024	<u>29,071</u>	<u>58,277</u>	<u>-</u>	<u>87,348</u>
Amortisation				
At 1 January 2023	4,260	15,569	-	19,829
Amortisation for the year (Note 23)	452	3,040	-	3,492
Transfer to property, plant and equipment (Note 3)	-	(1,685)	-	(1,685)
Disposals	(29)	-	-	(29)
At 31 December 2023/1 January 2024	4,683	16,924	-	21,607
Amortisation for the year (Note 23)	425	1,597	-	2,022
Disposals	(385)	-	-	(385)
At 31 December 2024	<u>4,723</u>	<u>18,521</u>	<u>-</u>	<u>23,244</u>
Carrying amounts				
At 1 January 2023	28,093	44,594	7,816	80,503
At 31 December 2023/1 January 2024	27,407	41,353	-	68,760
At 31 December 2024	<u>24,348</u>	<u>39,756</u>	<u>-</u>	<u>64,104</u>
Fair value (see Note 8.4)				
At 31 December 2023	118,373	51,392	-	169,765
At 31 December 2024	<u>111,796</u>	<u>46,770</u>	<u>-</u>	<u>158,566</u>



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

8. Investment properties - Group (continued)

8.1 Investment property with a carrying amount of RM39,742,000 (2023: RM40,768,000) is charged to a bank as security for a term loan facility granted to a subsidiary (see Note 20.2).

8.2 The following are recognised in profit or loss in respect of investment properties.

	2024 RM'000	2023 RM'000
Lease income	5,288	5,258
Direct operating expenses:		
- income generating investment properties	5,265	4,397
- non-income generating investment properties	<u>145</u>	<u>147</u>

8.3 Maturity analysis of operating lease payments

The undiscounted operating lease payments receivables are as follows:

As a lessor	2024 RM'000	2023 RM'000
Within one year	4,294	3,532
One to two years	3,418	2,436
Two to three years	1,373	1,634
Three to four years	900	779
More than four years	<u>2,560</u>	<u>3,333</u>
	<u>12,545</u>	<u>11,714</u>

8.4 Fair value information

Fair value of investment properties as at end of the reporting period are categorised as Level 3, summarised as follows:

Group	2024 RM'000	2023 RM'000
Leasehold land	111,796	118,373
Buildings	<u>46,770</u>	<u>51,392</u>

Level 3 fair value

The Level 3 fair value of investment properties, determined for disclosures purposes, is generally ascertained by the management with reference to valuation reports, issued by an external independent property valuer, who has appropriate recognised professional qualifications and recent experience in the location and category of the properties being valued. For certain investment properties, the Group occasionally reviews and reassesses their fair value based on informal comparison method by reference to similar/comparable properties in markets that are not active, adjusted for differences in key attributes such as property size and areas.

8. Investment properties – Group (continued)

8.4 Fair value information (continued)

Level 3 fair value (continued)

For the determination of the fair value of a building, the investment method is mostly used whereby net rental is capitalised at the appropriate market yield and anticipated occupancy rates achieved by reference to its locality and historical performance trend. For land, the fair value is determined using the comparison method, whereby adjustments for differences in various factors affecting the value are made.

Highest and best use

The land classified as investment property is currently held under titles for residential, commercial and/or mixed development purpose. As the use of certain land is currently undetermined, it is therefore impractical to estimate its highest and best use.

A major part of the buildings comprise hypermarket malls situated at a prime area, which is the highest and best use of the land on which they were built. Other buildings comprising office lots and commercial retail units are similarly regarded as having been put at their highest and best use.

9. Intangible assets – Group

	Goodwill RM'000	Stone quarry licence RM'000	Total RM'000
Cost			
At 1 January 2023	-	10,206	10,206
Acquisition through business combination [Note 35(i)(a)]	60	-	60
At 31 December 2023/1 January 2024	60	10,206	10,266
Effect of additional equity interest acquired for a subsidiary	(17)	-	(17)
At 31 December 2024	<u>43</u>	<u>10,206</u>	<u>10,249</u>

Amortisation and impairment loss

At 1 January 2023

- Accumulated amortisation

- Accumulated impairment loss

-	8,732	8,732
-	1,361	1,361
-	10,093	10,093
-	113	113

Amortisation for the year (Note 23)

At 31 December 2023/1 January 2024
and 31 December 2024

- Accumulated amortisation

- Accumulated impairment loss

-	8,845	8,845
-	1,361	1,361
-	10,206	10,206

Carrying amounts

At 1 January 2023

At 31 December 2023/1 January 2024

At 31 December 2024

-	113	113
60	-	60
<u>43</u>	<u>-</u>	<u>43</u>



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

9. Intangible assets – Group (continued)

Intangible assets comprise expenditure incurred to acquire a stone quarry licence and goodwill arising from the acquisition of a subsidiary.

9.1 Impairment loss

An impairment loss of RM1,361,000 was recognised in prior years based on estimated recoverable amount of the stone quarry licence, which was determined based on estimated value in use of the intangible asset over a period of 2 years. The said intangible asset has been fully amortised in the prior year.

9.2 Amortisation

The amortisation of the stone quarry license was recognised in cost of sales in the prior year.

10. Deferred tax assets and liabilities - Group

Recognised deferred tax

Deferred tax assets and liabilities are attributable to the following:

	Assets		Liabilities		Net	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Fair value adjustment on acquisition of subsidiaries*	-	-	(18,777)	(18,888)	(18,777)	(18,888)
Property, plant and equipment	-	-	(2,095)	(2,038)	(2,095)	(2,038)
Capital allowances carried forward	118	117	-	-	118	117
Tax losses carried forward	541	555	-	-	541	555
Other items	1,505	1,208	-	-	1,505	1,208
Tax assets/(liabilities)	2,164	1,880	(20,872)	(20,926)	(18,708)	(19,046)
Set off of tax	(481)	(444)	481	444	-	-
Net tax assets/(liabilities)	1,683	1,436	(20,391)	(20,482)	(18,708)	(19,046)

* This relates to fair value adjustments of certain land held for property development, property development costs, property, plant and equipment and investment property of the subsidiaries acquired in prior years. This deferred tax liability is progressively reversed to profit or loss when the subject land is developed and/or sold or when the land is amortised, as the case may be.

Certain subsidiaries of the Group have recognised deferred tax assets of RM1,683,000 (2023: RM1,436,000) based on the estimation of probable utilisation of those deductible temporary differences in the foreseeable future.

10. Deferred tax assets and liabilities - Group (continued)

Recognised deferred tax (continued)

Movements in deferred tax during the year are as follows:

	At 1.1.2023 RM'000	Recognised in profit or loss RM'000	At 31.12.2023/ 1.1.2024 RM'000	Recognised in profit or loss RM'000	At 31.12.2024 RM'000
Group					
Fair value adjustment on acquisition of subsidiaries	(19,536)	648	(18,888)	111	(18,777)
Property, plant and equipment	(2,013)	(25)	(2,038)	(57)	(2,095)
Capital allowances carried forward	117	-	117	1	118
Tax losses carried forward	554	1	555	(14)	541
Other items	1,940	(732)	1,208	297	1,505
	(18,938)	(108)	(19,046)	338	(18,708)
	(Note 27)		(Note 27)		

Unrecognised deferred tax assets

Deferred tax assets of RM55,597,000 (2023: RM51,692,000) have not been recognised in respect of the following temporary differences (stated at gross) because it is uncertain if sustainable future taxable profits will be available against which the group entities concerned can utilise the benefits therefrom:

	Group	
	2024 RM'000	2023 RM'000
Capital allowances carried forward	10,309	10,800
Unutilised tax losses	214,577	203,441
Other items	6,770	1,144
	231,656	215,385

Capital allowances do not have any expiration date under the current tax regime. Under prevailing tax laws, unutilised tax losses can be carried forward for a maximum of 10 consecutive years of assessment with effect from the year of assessment 2019. The unutilised tax losses of RM214,577,000 will be expired as follows:

Expiry Year	Amount RM'000
2028	134,633
2029	6,510
2030	14,970
2031	20,906
2032	10,940
2033	13,902
2034	12,716
	214,577



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

11. Other investments - Group

	2024 RM'000	2023 RM'000
Fair value through other comprehensive income (Note 31.4)		
- unquoted shares in Malaysia	2,963	2,963
- quoted shares in Malaysia	61	55
	<u>3,024</u>	<u>3,018</u>

The Group designated the other investments as fair value through other comprehensive income because these investments in equity securities represent investments that the Group intends to hold over a long-term period.

Total dividend income receivables from the other investments held on hand during the financial year are RM127,000 (2023: RM2,000) (see Note 23).

12. Trade and other receivables

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Non-current				
Trade receivables				
Trade receivables from contracts with customers (Note 12.1)	-	13,021	-	-
	<u>-</u>	<u>13,021</u>	<u>-</u>	<u>-</u>
Current				
Trade receivables				
Trade receivables from contracts with customers (Notes 12.1 and 12.2)	36,354	31,682	-	-
Amount due from associates (Note 12.4)	808	2,256	-	-
	<u>37,162</u>	<u>33,938</u>	<u>-</u>	<u>-</u>
Other receivables				
Other receivables (Note 12.2)	18,233	25,867	-	-
Amount due from:				
- subsidiaries (Note 12.3)	-	-	74,303	85,222
- associates (Note 12.4)	3,148	3,147	-	-
	<u>21,381</u>	<u>29,014</u>	<u>74,303</u>	<u>85,222</u>
Total current	<u>58,543</u>	<u>62,952</u>	<u>74,303</u>	<u>85,222</u>
Grand total	<u>58,543</u>	<u>75,973</u>	<u>74,303</u>	<u>85,222</u>

12. Trade and other receivables (continued)

- 12.1 The Group's trade receivables include a sum of RM13,847,000 (2023: RM25,601,000) arising from a construction project undertaken for a government-related entity under a deferred payment scheme where the contract proceeds (including associated financing income) are to be recovered over a period of 10 years. The outstanding receivable is unsecured, bears interest at 6.75% (2023: 6.75%) per annum and is expected to be collected as follows:

	Group	
	2024 RM'000	2023 RM'000
Within 1 year	13,847	12,580
1 - 2 year	-	13,021
	<u>13,847</u>	<u>25,601</u>

- 12.2 The trade and other receivables of the Group include the following:

- (i) A remaining sum of RM4,640,000 (2023: RM4,594,000) due from a debtor for sale of two (2) parcels of leasehold land in prior years. The amount is expected to be recovered upon the issuance of titles.
- (ii) A sum of RM9,576,000 (2023: RM9,576,000) deposited to the High Court in prior years, against which an impairment loss of RM5,185,000 (2023: Nil) has been provided. The Group is currently in the process of taking necessary action to file its legitimate claim for the said sum against a counter party.
- (iii) Advance payment amounting to RM5,000,000 (2023: RM5,000,000) given to a subcontractor which is an associate of the Group in respect of a construction project. The amount will be fully recovered upon the issuance of final accounts with the subcontractor.

- 12.3 Included in the amount due from subsidiaries, net of impairment loss of RM17,300,000 (2023: Nil), is a sum of RM59,630,000 (2023: RM74,620,000), which is unsecured and bears interest at rates ranging from 5.23% to 5.45% (2023: 4.95% to 5.35%) per annum. The remaining balances are unsecured, interest-free and repayable on demand.

- 12.4 The amount due from associates are unsecured and interest-free.

- 12.5 Offsetting of financial assets and financial liabilities

The following table provides information of financial assets and liabilities that have been set off for presentation purpose:

	Gross amount RM'000	Offset balance RM'000	Net carrying amount RM'000
Group			
2024			
Trade receivables	12,400	(12,400)	-
Trade accruals	<u>12,400</u>	<u>(12,400)</u>	<u>-</u>
2023			
Trade receivables	14,318	(14,318)	-
Trade accruals	<u>14,318</u>	<u>(14,318)</u>	<u>-</u>



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

12. Trade and other receivables (continued)

- 12.6 The Group's and the Company's credit risk management and assessment of loss allowance for expected credit loss on trade and other receivables is disclosed in Note 31.3(a).

13. Contract with customers

13.1 Contract costs

	2024 RM'000	2023 RM'000
Cost to fulfil contract		
- costs incurred directly on contracts with customers	<u>2,707</u>	<u>5,972</u>

13.2 Contract assets/(liabilities)

	2024 RM'000	2023 RM'000
Contract assets	<u>51,149</u>	<u>81,689</u>
Contract liabilities	<u>(593)</u>	<u>(3,096)</u>

Contract assets primarily relate to the Group's rights to contract consideration for works completed on properties and/or construction contracts but not yet billed to customers at the reporting date. Typically, the amount will be billed in the manner as established in the contracts with customers. The contract assets are reclassified as trade receivables when the rights to contract consideration become unconditional.

Contract liabilities primarily relate to contract consideration received and/or the Group's unconditional rights to contract consideration in advance of the performance under the contracts. The contract liabilities are expected to be recognised as revenue based on the expected timing of completion of works.

- (a) Movements in the contract assets/liabilities balances during the year includes:

	2024 RM'000	2023 RM'000
Revenue recognised arising from contract liabilities at the beginning of period	1,691	1,713
Contract assets at the beginning of period reclassified to trade receivables	80,665	46,491
Increase in revenue recognised in previous periods arising from change in contract considerations	<u>13,881</u>	<u>3,340</u>

13. Contract with customers (continued)

13.2 Contract assets/(liabilities) (continued)

- (b) Impairment assessment on contract assets

Credit risk on contract assets arises from construction projects and/or sale of development properties. The Group adopts a 'simplified approach' when performing impairment assessments for contract assets. Since the contract assets have substantially the same risk characteristics as the trade receivables, estimation techniques or significant assumptions made in assessing the loss allowance are generally the same. The Group applies similar credit risk management on its financial instrument for contract assets [see Note 31.3(a)].

Management estimates the loss allowance on contract assets at an amount equal to lifetime expected credit loss ("ECL"), taking into account the historical default experience. None of the contract assets at the end of the reporting period is past due. No aging analysis of contract assets are presented as the outstanding balances as at 31 December 2024 are current. The exposure of credit risk for contract assets as at the end of the reporting period by geographic region is Malaysia.

The following table provides information about ECLs for contract assets:

<u>Group</u>	2024 RM'000	2023 RM'000
Gross amount	53,782	88,985
Loss allowance	<u>(2,633)</u>	<u>(7,296)</u>
Net amount	<u>51,149</u>	<u>81,689</u>

The movement in the allowance for impairment loss of contract assets as at each reporting period are as follows:

<u>Group</u>	RM'000
Balance at 1 January 2023, 31 December 2023/1 January 2024	7,296
Reclassified to trade and other receivables [see Note 31.3(a)]	<u>(4,663)</u>
Balance at 31 December 2024	<u>2,633</u>

14. Deposits and prepayments

	<u>Group</u>		<u>Company</u>	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Deposits	3,529	5,623	19	19
Prepayments	<u>1,076</u>	<u>2,443</u>	<u>1</u>	<u>1</u>
	<u>4,605</u>	<u>8,066</u>	<u>20</u>	<u>20</u>



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

15. Other financial assets

The Group classifies deposits with licensed banks not held for working capital purpose that have a maturity of more than 3 months as other financial assets.

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Cash pledged with licensed banks (Note 15.1)	6,994	6,994	-	-

15.1 Cash pledged as security

A sum of RM6,994,000 (2023: RM6,994,000) is placed in designated sinking fund bank accounts as part of the requirements for term loan facilities granted to the Group for the purpose of interest and principal payments at intervals of 2 to 3 months periods, as the case may be.

16. Cash and cash equivalents

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Deposits placed with licensed banks with maturities less than three months	191,285	167,072	536	18,901
Cash in hand and at banks	159,873	48,475	1,206	3,680
Housing Development Accounts (Note 16.1)	17,940	5,321	-	-
Total cash and cash equivalents	369,098	220,868	1,742	22,581

16.1 A balance of RM17,940,000 (2023: RM5,321,000) is maintained in designated Housing Development Accounts ("HDA") pursuant to the Sarawak's Housing Development (Control and Licensing) Ordinance, 2013 and Housing Development (Control and Licensing) Regulations, 2014 in connection with certain property development projects of the Group. The utilisation of these balances is restricted before the completion of housing development projects and fulfilment of all relevant obligations to the purchasers, such that the cash can only be withdrawn from such HDA accounts for the purpose of completing the particular projects in the manner as defined under the ordinance.

17. Assets held for sale - Group

	2024	2023
	RM'000	RM'000
Assets classified as held for sale		
Property, plant and equipment	88	88

18. Share capital

	Group and Company	
	2024	2023
Ordinary shares with no par value		
Issued and fully paid shares with no par value classified as equity instruments:		
Number of shares ('000)		
Opening and closing balances	513,799	513,799
Amount (RM'000)		
Opening and closing balances	454,802	454,802

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share during a poll at general meetings of the Company.

19. Reserves

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Retained earnings	1,086,013	857,829	40,912	55,710
Treasury shares	(34,748)	(34,748)	(34,748)	(34,748)
Foreign currency translation reserve	22,356	29,542	-	-
Other reserves	141	113	-	-
	1,073,762	852,736	6,164	20,962

19.1 Treasury shares

Treasury shares comprise cost of acquisition of the Company's own shares.

The shareholders of the Company, via an ordinary resolution passed in the Annual General Meeting held on 30 May 2024, approved the Company's plan to repurchase its own shares in aggregate not exceeding 10% of the total number of issued shares. The Directors of the Company are committed to enhancing the value of the Company to its shareholders and believe that the repurchase plan can be applied in the best interests of the Company and its shareholders.

There were no repurchases of issued share capital by the Company during the current and previous financial year. As at 31 December 2024, the Company holds 13,056,000 (2023: 13,056,000) of the Company's own shares. All rights attached to the treasury shares that are held by the Company are suspended until those shares are reissued.

19.2 Foreign currency translation reserve

The foreign currency translation reserve arises from the translation of the financial statements of subsidiaries and/or associates whose presentation currency differs from the presentation currency of the Group's financial statements which is RM.



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

19. Reserves (continued)

19.3 Other reserves

Other reserves comprise cash flow hedge in associates as well as changes in fair value of equity investments designated at fair value through other comprehensive income.

20. Loans and borrowings

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Non-current				
Secured term loans	21,558	66,357	-	32,500
Hire purchases (Note 20.1)	163	325	103	202
	<u>21,721</u>	<u>66,682</u>	<u>103</u>	<u>32,702</u>
Current				
Unsecured revolving credits	65,000	110,000	30,000	40,000
Secured term loans	12,298	20,118	-	6,000
Hire purchases (Note 20.1)	163	164	99	95
	<u>77,461</u>	<u>130,282</u>	<u>30,099</u>	<u>46,095</u>
Total	<u>99,182</u>	<u>196,964</u>	<u>30,202</u>	<u>78,797</u>

20.1 Hire purchases are payable as follows:

	2024			2023		
	Payment	Profit	Principal	Payment	Profit	Principal
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Group						
Less than one year	172	9	163	180	16	164
Between one to two years	166	3	163	172	9	163
Between two to five years	-	-	-	166	4	162
	<u>338</u>	<u>12</u>	<u>326</u>	<u>518</u>	<u>29</u>	<u>489</u>
Company						
Less than one year	105	6	99	105	10	95
Between one to two years	105	2	103	105	6	99
Between two to five years	-	-	-	105	2	103
	<u>210</u>	<u>8</u>	<u>202</u>	<u>315</u>	<u>18</u>	<u>297</u>

20. Loans and borrowings (continued)

20.2 Security

Term loans

- secured by fixed charges over certain parcels of leasehold land and buildings (erected thereon) [see Notes 3.5, 7.1 and 8.1].
- secured by assignment of proceeds from a construction project undertaken by a subsidiary.
- secured by debentures over future and present assets of certain subsidiaries.
- covered by corporate guarantee from the Company and/or another subsidiary, where applicable.

Revolving credits

The revolving credit facilities granted to direct subsidiaries are covered by way of corporate guarantees from the Company.

The revolving credit facility of the Company is on a clean basis.

Hire purchases

The hire purchases are secured on the respective leased assets acquired (see Note 3.2).

20.3 Covenant for term loan facilities

The Group is required to maintain a debt to equity ratio of not exceeding 1 time.

21. Trade and other payables

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Trade payables				
Trade payables (Note 21.1)	66,133	74,713	-	-
Amount due to associates (Note 21.3)	7,864	50,319	-	-
Trade accruals	<u>125,042</u>	<u>119,268</u>	<u>-</u>	<u>-</u>
	<u>199,039</u>	<u>244,300</u>	<u>-</u>	<u>-</u>
Other payables				
Other payables	2,736	2,400	24	-
Accruals	4,458	4,810	423	563
Advance payments and deposits received	6,860	6,726	-	-
Amount due to:				
- subsidiaries (Note 21.2)	-	-	73,588	72,963
- associates (Note 21.3)	<u>420</u>	<u>549</u>	<u>-</u>	<u>-</u>
	<u>14,474</u>	<u>14,485</u>	<u>74,035</u>	<u>73,526</u>
Total	<u>213,513</u>	<u>258,785</u>	<u>74,035</u>	<u>73,526</u>



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

21. Trade and other payables (continued)

21.1 Included in trade payables of the Group are retention sums and performance bonds amounting to RM45,419,000 (2023: RM49,524,000).

21.2 Included in the amount due to subsidiaries is a sum of RM71,217,000 (2023: RM71,183,000) bearing interest ranging from 5.23% to 5.45% (2023: 4.95% to 5.35%) per annum.

The remaining balance is interest free and unsecured.

21.3 The amount due to associates is unsecured and interest-free.

22. Revenue

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Revenue from contracts with customers (Note 22.1)	493,886	312,405	2,521	2,550
Other revenue				
- Rental income	4,574	4,547	-	-
- Dividend income from an associate	-	-	16,824	8,412
	<u>498,460</u>	<u>316,952</u>	<u>19,345</u>	<u>10,962</u>

22.1 Disaggregation of revenue

Disaggregation of the revenue from contracts with customers

	Group		Company	
	2024	2023	2024	2023
Major products/services	RM'000	RM'000	RM'000	RM'000
Construction contracts	184,620	220,207	-	-
Sales of land and properties	273,572	71,804	-	-
Sales of goods	14,443	7,399	-	-
Revenue from accommodation operations	17,413	11,443	-	-
Services rendered	3,838	1,552	2,521	2,550
	<u>493,886</u>	<u>312,405</u>	<u>2,521</u>	<u>2,550</u>

Timing of recognition

Over time	224,022	275,949	2,521	2,550
At a point in time	269,864	36,456	-	-
	<u>493,886</u>	<u>312,405</u>	<u>2,521</u>	<u>2,550</u>

22. Revenue (continued)

22.2 Nature of goods and services

The following information reflects the typical nature of transactions with customers:

Major goods and services	Timing and method of revenue recognised	Payment terms	Example of variable consideration	Warranty
Construction contracts	Revenue is recognised over time which is measured by actual costs incurred to the estimated total contract cost.	Based on the milestones, as established in contracts.	Liquidated and ascertained damages arising from late completion, as established in contracts.	Defect liability period up to 24 months, depending on the nature of contract works performed.
Sales of land and properties	Revenue is recognised, either over time, or at a point in time, depending on the timing when controls of the assets pass to buyers.	Based on milestones as spelled out in contracts.	Discounts / rebates granted during promotional periods. Liquidated and ascertained damages arising from late completion, as established in contracts.	Defect liability period up to 24 months, as established in contracts and/or based on historical business practices, where applicable, for sale of properties.
Sales of goods	Revenue is recognised at a point in time when the goods are delivered and accepted by customers.	Credit period of up to 60 days from invoice date.	-	-
Revenue from accommodation operations	Revenue is recognised, either over time, or at a point in time, depending on the timing when the customers receive and consume the services/goods.	Based on published terms as stated in invoices / contracts.	-	-
Services rendered (comprising management fee and maintenance services and education fee)	Revenue is recognised over time when the services are rendered.	Credit period of up to 60 days from invoice date.	-	-



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

22. Revenue (continued)

22.3 Unsatisfied performance obligations

The unsatisfied performance obligations at the reporting date are expected to be fulfilled in the following periods based on the management's best estimations and on the assumption that there are no significant changes to the existing contractual periods and contract considerations.

	2024 RM'000	2023 RM'000
Within one year	266,649	252,523
More than one year	1,986	258,798
	<u>268,635</u>	<u>511,321</u>
Represented by:		
Construction contracts	243,450	490,694
Sales of properties	25,185	20,627
	<u>268,635</u>	<u>511,321</u>

23. Results from operating activities

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Results from operating activities is arrived at after charging:				
Auditors' remuneration:				
- Audit fee				
KPMG PLT	380	380	82	82
Other auditors	17	17	-	-
- Non-audit fee				
KPMG PLT	26	26	20	20
Local affiliates of KPMG PLT	213	177	35	17
Overseas affiliates of KPMG PLT	19	35	-	-
Other auditors	8	8	-	-
Material expense				
Amortisation of:				
- intangible asset (Note 9)	-	113	-	-
- investment properties (Note 8)	2,022	3,492	-	-
Depreciation of property, plant and equipment (excluding those capitalised in inventories and contract costs) (Note 3.3)	9,948	9,768	249	251

23. Results from operating activities (continued)

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Results from operating activities is arrived at after charging/ (crediting): (continued)				
Material expense (continued)				
Personnel expenses (including key management personnel):				
- contributions to state plans	3,990	3,891	-	-
- wages, salaries and others	34,010	31,894	-	-
Foreign exchange loss				
- realised	131	24	125	-
- unrealised	200	-	200	-
Net changes in impairment loss on:				
Financial assets at amortised cost [Note 31.3(a)]	5,406	2,483	17,300	-
Contract assets [Note 13.2(b)]	(4,663)	-	-	-
Investments in subsidiary and associates	-	-	5,143	(4,761)
Expenses arising from leases: (Note 23.1)				
Expenses relating to:				
- short-term leases	14	14	234	234
- leases of low-value assets	912	454	-	1
Material income				
Dividend income from other investments (Note 11)				
- quoted shares in Malaysia	(1)	(2)	-	-
- unquoted shares in Malaysia	(126)	-	-	-
Dividend income from an associate				
- quoted shares in Malaysia	-	-	(16,824)	(8,412)
Gain on disposal of:				
- property, plant and equipment	(402)	(176)	-	-
- investment property	(13,691)	(1,396)	-	-
Reversal of cost arising from settlement of claims (Note 37)	(17,248)	-	-	-
Reversal of provision for maintenance previously made in prior year	-	(3,472)	-	-
Foreign exchange gain				
- unrealised	-	(248)	-	(221)
Rental income	(9,503)	(7,289)	-	-



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

23. Results from operating activities (continued)

Lease expenses

23.1 The Group leases office equipment and premises with contract terms of 5 years or less. These leases are short-term leases and/or leases of low-value assets.

The Group has elected not to recognise them as right-of-use assets and the associated lease liabilities for these leases. The lease payments for these short-term leases and low-value assets are recognised as expenses to profit or loss on a straight-line basis over the lease term.

24. Other non-operating income/expenses

Other non-operating income comprises the net gain/(loss) arising from the disposal of equity interest in an associate (see Note 36), as summarised below:

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Net gain/(loss) on disposal of an associate	5,437	(205)	(432)	-

25. Finance income and costs

Recognised in profit or loss

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Interest income of financial assets calculated using the effective interest method that are at amortised costs:				
- fixed deposits and cash funds	4,709	5,223	385	600
- interest income from deferred payment scheme	1,070	2,638	-	-
- inter-company advances	-	-	4,068	3,768
- other finance income	263	649	-	2
	<u>6,042</u>	<u>8,510</u>	<u>4,453</u>	<u>4,370</u>
Interest expense of financial liabilities that are not at fair value through profit or loss:				
- loans and borrowings	8,238	10,990	2,847	3,598
- inter-company advances	-	-	3,778	3,798
- other finance costs	590	123	-	10
	<u>8,828</u>	<u>11,113</u>	<u>6,625</u>	<u>7,406</u>

26. Compensations to key management personnel

Compensations paid/payable to key management personnel are as follows:

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Directors of the Company				
- Fees	459	450	459	450
- Short-term employee benefits	3,276	3,493	3,276	3,291
	<u>3,735</u>	<u>3,943</u>	<u>3,735</u>	<u>3,741</u>
Other key management personnel (including subsidiaries' directors)				
- Fees	60	60	-	-
- Short-term employee benefits	4,416	3,219	144	142
	<u>4,476</u>	<u>3,279</u>	<u>144</u>	<u>142</u>
Total	<u>8,211</u>	<u>7,222</u>	<u>3,879</u>	<u>3,883</u>

Other key management personnel comprise persons, other than the Directors of the Company, having authority and responsibility for planning, directing and controlling the activities of the group entities either directly or indirectly.

The estimated monetary value of benefit-in-kind is RM136,000 (2023: RM72,000). Included in the estimated monetary value of benefit-in-kind of RM119,000 (2023: RM59,000) is payable to Directors of the Company.

27. Tax expense

Major components of tax expense include:

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Current tax expense				
- current year	51,213	7,682	118	-
- prior years	1,933	83	-	-
	<u>53,146</u>	<u>7,765</u>	<u>118</u>	<u>-</u>
Deferred tax (income)/expense (Note 10)				
- reversal and recognition of temporary differences	(363)	64	-	-
- prior years	25	44	-	-
	<u>(338)</u>	<u>108</u>	<u>-</u>	<u>-</u>
Real property gain tax expense arising from sale of investment property	1,768	-	-	-
Total tax expense recognised in profit or loss	<u>54,576</u>	<u>7,873</u>	<u>118</u>	<u>-</u>



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

27. Tax expense (continued)

Reconciliation of tax expense:

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Profit/(Loss) for the year	228,517	35,313	(14,798)	5,096
Total tax expense	54,576	7,873	118	-
Profit/(Loss) excluding tax	283,093	43,186	(14,680)	5,096
Share of tax of equity-accounted associates and joint ventures	37,824	28,435	-	-
	320,917	71,621	(14,680)	5,096
Tax calculated using Malaysian tax rate of 24%	77,020	17,189	(3,523)	1,223
Effect of different tax rates in foreign jurisdiction	-	(9)	-	-
Non-deductible expenses	11,673	20,194	8,741	1,939
Non-taxable income	(3,924)	(3,792)	(5,100)	(3,162)
Movement in unrecognised deferred tax assets	3,905	4,371	-	-
Utilisation of tax loss previously not recognised	-	(1,772)	-	-
Under-provision in prior years	1,958	127	-	-
	90,632	36,308	118	-
Real property gain tax expense	1,768	-	-	-
Less: Share of tax of equity-accounted associates and joint ventures	(37,824)	(28,435)	-	-
Total tax expense	54,576	7,873	118	-

28. Earnings per ordinary share - Group

Basic and Diluted earnings per ordinary share

The calculation of basic and diluted earnings per ordinary share was based on the net profit attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding after excluding treasury shares bought back in previous years, presented as follows:

	2024	2023
Net profit attributable to ordinary shareholders (RM'000)	228,242	35,034
Weighted average number of ordinary shares, net of treasury shares bought back in previous years ('000)	500,743	500,743
Basic and diluted earnings per share (sen)	45.58	7.00

29. Dividend

No dividends were paid during the current and previous financial year.

30. Operating segments

The Group has three reportable segments, which are the Group's strategic business units. For each of the strategic business units, the Group Managing Director ("GMD"), being the Chief Operating Decision Maker, reviews internal management reports for resource allocation and decision making at least on a quarterly basis. The following summary describes the operations in each of the Group's existing reporting segments:

Property development	- Development and construction of residential and commercial properties (including sale of vacant land).
Construction	- Construction of buildings, roads, bridges and other infrastructure and engineering works (including oil and gas related construction projects).
Others	- All other business segments with profit contributions less than 10%. This includes trading of building and construction materials, provision of sand extraction and land filling services, property investment and management, hotel operation, education as well as quarry operation.

Performance is measured based on segment profit before tax, as included in the internal management reports that are reviewed by the GMD. Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of the segments relative to other entities that operate within these industries.

There are varying levels of integration between the reportable segments. Inter-segment pricing is determined on negotiated terms. Unallocated items mainly comprise corporate and headquarters expenses and other investment income, which are managed on a group basis and are not allocated to any operating segment.

Segment assets and liabilities

The GMD reviews the statements of financial position of subsidiaries for resource allocation and decision making, instead of a summary of consolidated assets and liabilities by segments. As such, information on segment assets and segment liabilities is not presented.



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

30. Operating segments (continued)

	Property development		Construction	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Revenue from external customers	273,572	71,804	184,620	220,207
Inter segment revenue	-	-	3,424	35,570
Total segment revenue	<u>273,572</u>	<u>71,804</u>	<u>188,044</u>	<u>255,777</u>
Segment profit/(loss)	178,861	6,763	13,640	4,527
Share of results (net of tax) of:				
- associates, other than Dayang Enterprise Holdings Bhd. ("DEHB group")	810	(462)	3,891	(4,918)
- joint ventures	-	-	7	61
	<u>179,671</u>	<u>6,301</u>	<u>17,538</u>	<u>(330)</u>
Net unallocated expenses				
Gain/(Loss) on disposal of equity interest in an associate, Perdana Petroleum Berhad ("PPB")				
Share of results (net of tax) of associates, DEHB group ¹ (in oil and gas segment)				
Tax expense				
Profit for the year				
Other comprehensive (expenses)/income				
Total comprehensive income for the year				
Total comprehensive income attributable to non-controlling interests				
Total comprehensive income attributable to owners of the Company				

Others		Inter-segment elimination		Consolidated	
2024	2023	2024	2023	2024	2023
RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
40,268	24,941	-	-	498,460	316,952
3,270	3,174	(6,694)	(38,744)	-	-
<u>43,538</u>	<u>28,115</u>	<u>(6,694)</u>	<u>(38,744)</u>	<u>498,460</u>	<u>316,952</u>
10,331	(6,839)	(1,785)	(6,724)	201,047	(2,273)
-	-	-	-	4,701	(5,380)
-	-	-	-	7	61
<u>10,331</u>	<u>(6,839)</u>	<u>(1,785)</u>	<u>(6,724)</u>	<u>205,755</u>	<u>(7,592)</u>
				(4,891)	(2,240)
				5,437	(205)
				76,792	53,223
				<u>(54,576)</u>	<u>(7,873)</u>
				228,517	35,313
				<u>(7,158)</u>	<u>7,823</u>
				221,359	43,136
				<u>(275)</u>	<u>(279)</u>
				<u>221,084</u>	<u>42,857</u>

¹ Share of results of DEHB Group comprised the share of results from two associates, DEHB and PPB



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

30. Operating segments (continued)

	Property development		Construction		Others		Total*	
	2024	2023	2024	2023	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000	RM'000
Included in the measure of segment profit/(loss) are:								
Depreciation and amortisation [including depreciation capitalised in inventories and contract costs]	(1,881)	(4,098)	(103)	(137)	(10,021)	(9,175)	(12,005)	(13,410)
Finance income	209	637	1,061	2,638	58	-	1,328	3,275
Finance costs	(2,562)	(2,319)	(1,651)	(2,960)	(4,615)	(5,834)	(8,828)	(11,113)
Net changes in impairment loss on financial assets and contract assets	(204)	(422)	(1,321)	(1,999)	782	(62)	(743)	(2,483)
Gain on disposal of investment property	-	-	-	-	13,691	1,396	13,691	1,396
Reversal of cost arising from settlement of claims	-	-	17,248	-	-	-	17,248	-
Rental income	9,503	7,289	-	-	-	-	9,503	7,289

* excluding unallocated expenses/(income)

Major customers

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

	Revenue		
	2024	2023	Segment
	RM'000	RM'000	
Customer A	223,375	-	Property
Customer B	98,164	167,383	Construction
	<u>321,539</u>	<u>167,383</u>	

Geographical information

The Group is mainly domiciled in Malaysia. The contribution from the foreign operations based in Fiji is minimal and immaterial to warrant disclosure.

31. Financial instruments

31.1 Categories of financial instruments

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

- (a) Amortised cost ("AC")
 (b) Fair value through other comprehensive income ("FVOCI") - equity instrument designated upon initial recognition.

Group	Financial assets				Total RM'000
	Other investment RM'000	Trade and other receivables RM'000	Cash and cash equivalents RM'000	Other financial assets RM'000	
At 31.12.2024					
Carrying amount	3,024	58,543	369,098	6,994	437,659
AC	-	58,543	369,098	6,994	434,635
FVOCI	3,024	-	-	-	3,024

At 31.12.2023					
Carrying amount	3,018	75,973	220,868	6,994	306,853
AC	-	75,973	220,868	6,994	303,835
FVOCI	3,018	-	-	-	3,018

Group	Financial liabilities		Total RM'000
	Loans and borrowings RM'000	Trade and other payables* RM'000	
At 31.12.2024			
Carrying amount	(99,182)	(206,653)	(305,835)
AC	<u>(99,182)</u>	<u>(206,653)</u>	<u>(305,835)</u>

At 31.12.2023			
Carrying amount	(196,964)	(252,059)	(449,023)
AC	<u>(196,964)</u>	<u>(252,059)</u>	<u>(449,023)</u>

* Excluding advance payment received and/or deposit received from contract customers



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

31. Financial instruments (continued)

31.1 Categories of financial instruments (continued)

Company	Financial assets		
	Trade and other receivables RM'000	Cash and cash equivalents RM'000	Total RM'000
At 31.12.2024			
Carrying amount	74,303	1,742	76,045
AC	<u>74,303</u>	<u>1,742</u>	<u>76,045</u>
At 31.12.2023			
Carrying amount	85,222	22,581	107,803
AC	<u>85,222</u>	<u>22,581</u>	<u>107,803</u>
Company	Financial liabilities		
	Loans and borrowings RM'000	Trade and other payables RM'000	Total RM'000
At 31.12.2024			
Carrying amount	(30,202)	(74,035)	(104,237)
AC	<u>(30,202)</u>	<u>(74,035)</u>	<u>(104,237)</u>
At 31.12.2023			
Carrying amount	(78,797)	(73,526)	(152,323)
AC	<u>(78,797)</u>	<u>(73,526)</u>	<u>(152,323)</u>

31.2 Net gains and losses arising from financial instruments

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Net gains/(losses) on:				
Financial assets at AC	4,968	6,251	(13,172)	4,591
Financial liabilities at AC	(8,828)	(11,113)	(6,625)	(7,406)
Equity instruments designated at FVOCI	<u>133</u>	<u>3</u>	<u>-</u>	<u>-</u>
	<u>(3,727)</u>	<u>(4,859)</u>	<u>(19,797)</u>	<u>(2,815)</u>

31. Financial instruments (continued)

31.3 Financial risk management

The Group is exposed to the following risks from its use of financial instruments:

- Credit risk;
- Liquidity risk; and
- Market risk

(a) Credit risk

Credit risk is the risk of a financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations.

The Group's exposure to credit risk arises principally from its receivables from customers and deposits in banks. The Company's exposure to credit risk mainly arises from unsecured short term advances to subsidiaries and financial guarantees given to banks for credit facilities granted to certain subsidiaries. There are no significant changes as compared to previous year.

Receivables

Risk management objectives, policies and processes for managing the risk

- Receivables from external parties

The management regularly reviews the credit risk on customers and takes appropriate measures to enhance credit control procedures. At each reporting date, the Group or the Company assesses whether any of its receivables are credit impaired.

The gross carrying amount of credit impaired receivables will be written off, either partially or in full, when there is no realistic prospect of recovery. This is generally the case when the Group or the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, the receivables that are impaired (either partially or fully) are still subject to debt recovery enforcement activities to recover the amounts due from the customers. There are no significant changes as compared to previous year.

The contract assets [see Note 13.2(b)] have substantially the same risk characteristics as the trade receivables from the same categories of customers. The Group or the Company has therefore concluded that the expected loss rates for trade receivables are a reasonable approximation of the loss rates for the contract assets.

There are no significant changes as compared to previous year.

- Intercompany balances

The Company provides some financial support assistance via unsecured short term advances to some of its subsidiaries. The Company monitors the results of these subsidiaries regularly.



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

31. Financial instruments (continued)

31.3 Financial risk management (continued)

(a) Credit risk (continued)

Receivables (continued)

Exposure to credit risk, credit quality and collateral

As at the end of the reporting period, the maximum exposure to credit risk arising from receivables is represented by their carrying amounts in the statements of financial position.

At the end of the reporting period, there are no significant concentrations of credit risk other than the following receivables due from:

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Two (2023: one) external party(ies)	20,566	25,601	-	-
One (2023: one) subsidiary	-	-	74,112	85,063

The exposure of credit risk for trade and other receivables as at the end of the reporting period by geographic region was:

	Group		Company	
	2024	2023	2024	2023
	RM'000	RM'000	RM'000	RM'000
Malaysia	58,529	75,959	74,303	85,222
Fiji	14	14	-	-
	<u>58,543</u>	<u>75,973</u>	<u>74,303</u>	<u>85,222</u>

Recognition and measurement of impairment loss

The Group monitors each receivable individually and uses ageing analysis to monitor the credit quality of the receivables. Appropriate debts recovery actions are taken to recover overdue debts. These actions include sending out reminder letters and scheduling repayments such as instalment scheme and contra arrangement, which are closely monitored by delegated team before commencing any legal proceedings against the customers.

For sales of properties, as ownership and titles to properties are only transferred to customers upon full settlement of the purchase consideration, the Group regards the credit risk exposure as low. Moreover, most of these trade receivables are supported with end-financing from reputable end-financiers, which have low risk of default.

31. Financial instruments (continued)

31.3 Financial risk management (continued)

(a) Credit risk (continued)

Receivables (continued)

Recognition and measurement of impairment loss (continued)

As construction contracts only involve a few customers, the Group assessed the risk of loss of each customer individually based on their financial information, historical payment trends and other external available information. The Group regards the risk of defaults from these contract customers, which are mostly government related, as low.

For receivables from goods sold and/or services rendered, an allowance matrix is used to measure any expected credit loss ("ECL") for a particular year. The Group analyses and studies prior years' actual credit loss experience, historical payments trends and other available external credit evaluations to derive appropriate loss rates.

The following tables provides information about the exposure to credit risk and ECLs for trade and other receivables:

	Gross	Loss	Net
Group	RM'000	allowance	RM'000
		RM'000	RM'000
2024			
Not past due	38,581	-	38,581
Past due 0-30 days	5,742	-	5,742
Past due 31-60 days	1,245	-	1,245
Past due 61-90 days	590	-	590
Past due 91-180 days	609	(164)	445
Past due more than 180 days	33,790	(21,850)	11,940
Trade and other receivables	<u>80,557</u>	<u>(22,014)</u>	<u>58,543</u>
2023			
Not past due	48,637	-	48,637
Past due 0-30 days	2,625	(1)	2,624
Past due 31-60 days	774	(19)	755
Past due 61-90 days	300	(6)	294
Past due 91-180 days	978	(167)	811
Past due more than 180 days	39,267	(16,415)	22,852
Trade and other receivables	<u>92,581</u>	<u>(16,608)</u>	<u>75,973</u>



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

31. Financial instruments (continued)

31.3 Financial risk management (continued)

(a) Credit risk (continued)

Receivables (continued)

Recognition and measurement of impairment loss (continued)

The movements in the allowance for impairment loss of trade and other receivables during the financial year are as follows:

Group	Credit impaired		Total RM'000
	Trade receivables RM'000	Other receivables RM'000	
Balance at 1 January 2023	4,380	9,745	14,125
Additions	63	2,420	2,483
Balance at 31 December 2023/ 1 January 2024	4,443	12,165	16,608
Additions	39	1,535	1,574
Reversals	(820)	(11)	(831)
Reclassification	(522)	5,185	4,663
Balance at 31 December 2024	3,140	18,874	22,014

Intercompany balances

Generally, the Company does not specifically monitor the ageing of debts owing by its subsidiaries, which are considered to have low credit risk. The Company considers a subsidiary's debts to be credit impaired when the subsidiary is unlikely to repay its debts to the Company in full. The Company determines the probability of default for these debts using internal information available.

Other than RM17,300,000 impairment loss made thereagainst during the current financial year, there is no other indication that the amounts due from subsidiaries of RM74,303,000 (2023: RM85,222,000) are not recoverable as at the end of the reporting period.

Financial guarantees

Risk management objectives, policies and processes for managing the risk

The Company provides unsecured financial guarantees to banks in respect of certain banking facilities extended to certain subsidiaries when required. The Company monitors on an on-going basis the results of and repayments made by the subsidiaries to ensure that they are able to meet their obligations when due.

31. Financial instruments (continued)

31.3 Financial risk management (continued)

(a) Credit risk (continued)

Financial guarantees (continued)

Exposure to credit risk, credit quality and collateral

The maximum exposure to credit risks, being the outstanding financial guarantees granted to the subsidiaries as at end of the reporting period is summarised as follows:

Company	2024 RM'000	2023 RM'000
Bank guarantees	7,138	14,003
Other loans and borrowings outstanding and recognised in financial statements	68,856	117,975
Total	75,994	131,978

The Company reviews and reassesses the credit risk when a subsidiary's financial position deteriorates significantly and makes losses from its operation. The Company considers the financial guarantee to be credit impaired when the subsidiary is unlikely to repay its credit obligation to the bank in full. The Company determines the probability of default of the guaranteed loans individually using internal information available. There is no indication that any subsidiary would default on the repayments of its loans and borrowings.

The financial guarantees have not been recognised as the probability of the subsidiaries defaulting on the credit lines is remote.

Cash and cash equivalents

The cash and cash equivalents are held with licensed banks.

As at the end of the reporting period, the maximum exposure to credit risk is represented by their carrying amounts in the statement of financial position.

These licensed banks have low credit risks. Consequently, the Group and the Company are of the view that the loss allowance is not material and hence, it is not provided for.

(b) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's exposure to liquidity risk arises principally from its various payables, loans and borrowings.

Risk management objectives, policies and processes for managing the risks

The Group maintains a level of cash and cash equivalents and banking facilities deemed adequate by the management to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due and to mitigate the effects of fluctuations in cash flows.

It is not expected that the cash flows included in the maturity analysis could occur significantly earlier, or at significantly different amounts.



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

31. Financial instruments (continued)

31.3 Financial risk management (continued)

(b) Liquidity risk (continued)

Maturity analysis

The table below summarises the maturity profile of the Group's and of the Company's financial liabilities (which are non-derivatives) as at the end of the reporting period on undiscounted contractual payments.

Group	Carrying amount RM'000	Contractual interest rate %	Contractual cash flows RM'000	Under 1 year RM'000	1-2 years RM'000	2-5 years RM'000	More than 5 years RM'000
2024							
Trade and other payables	206,653	-	206,653	200,788	4,900	965	-
Loans and borrowings							
- Secured term loans	33,856	5.17 - 6.00	37,643	13,864	7,555	16,224	-
- Unsecured revolving credits	65,000	5.22 - 5.60	65,749	65,749	-	-	-
- Hire purchases	326	3.74 - 6.93	338	172	166	-	-
2023							
Trade and other payables	252,059	-	252,059	234,338	2,959	14,762	-
Loans and borrowings							
- Secured term loans	86,475	4.94 - 6.00	98,300	24,290	21,363	47,881	4,766
- Unsecured revolving credits	110,000	5.08 - 5.85	111,352	111,352	-	-	-
- Hire purchases	489	3.74 - 6.93	518	180	172	166	-
Company							
2024							
Other payables							
- interest-bearing	71,217	5.23 - 5.45	71,217	71,217	-	-	-
- non interest-bearing	2,818	-	2,818	2,818	-	-	-
Loans and borrowings							
- Unsecured revolving credits	30,000	5.59 - 5.60	30,417	30,417	-	-	-
Hire purchases	202	3.85	210	105	105	-	-
Financial guarantees*	-	-	75,994	75,994	-	-	-
2023							
Other payables							
- interest-bearing	71,183	4.95 - 5.35	71,183	71,183	-	-	-
- non interest-bearing	2,343	-	2,343	2,343	-	-	-
Loans and borrowings							
- Secured term loan	38,500	5.11	44,240	7,832	7,519	27,835	1,054
- Unsecured revolving credits	40,000	5.45 - 5.82	40,430	40,430	-	-	-
Hire purchases	297	3.85	315	105	105	105	-
Financial guarantees*	-	-	131,978	131,978	-	-	-

* Being corporate guarantees granted for banking facilities of certain subsidiaries [see Note 31.3(a)], which will only be encashed in the event of default by the subsidiaries. These financial guarantees do not have an impact on group contractual cash flows.



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

31. Financial instruments (continued)

31.3 Financial risk management (continued)

(c) Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and other prices risks that will affect the Group's financial position or cash flows.

(i) Currency risk

The Group is occasionally exposed to foreign currency risk on bank balances denominated in a currency other than the respective functional currencies of Group entities. The currency giving rise to this risk is primarily United States Dollar ("USD").

Risk management objectives, policies and processes for managing the risk

As it is not possible to predict with any certainty, the movements of foreign exchange rates, this risk is managed on an on-going basis. As at the end of the reporting period, the Group does not have any outstanding forward foreign exchange contracts.

Exposure to foreign currency risk

The exposure to foreign currency risk, attributable to a currency which is other than the functional currency of the Group entities, based on the carrying amounts as at the end of the reporting period was:

	2024 RM'000	2023 RM'000
<i>Cash and cash equivalents denominated in USD</i>		
- Group	1,010	5,420
- Company	857	5,266

A 10% (2023: 10%) strengthening of the RM against USD at the end of the reporting period would have decreased equity and post-tax profit by the amounts shown in the ensuing page. This analysis is based on foreign currency exchange rate variances that the Group/Company considered to be reasonably possible at the end of the reporting period. This analysis assumes that all other variables, in particular interest rates, remain constant.

	Equity and Profit or loss	
	2024 RM'000	2023 RM'000
USD		
- Group	(77)	(412)
- Company	(65)	(400)

31. Financial instruments (continued)

31.3 Financial risk management (continued)

(c) Market risk (continued)

(i) Currency risk (continued)

A 10% (2023: 10%) weakening of RM against USD at the end of the reporting period would have had equal but opposite effect on the above currency to the amounts shown above, on the basis that all other variables remain constant.

(ii) Interest rate risk

The Group's investments in fixed-rate term deposits and fixed-rate loans and borrowings are exposed to a risk of change in their fair value due to changes in interest rates. The Group's variable rate loans and borrowings are exposed to a risk of change in cash flows due to changes in interest rates. Investment in equity securities and short-term receivables and payables are not significantly exposed to interest rate risk.

Risk management objectives, policies and processes for managing the risk

The Group's policy is to manage its interest rate risk on an on-going basis to ensure that there are no undue exposures thereto. Management exercises a certain element of discretion on whether to borrow at fixed or floating interest rates, depending on the market situation and the outlook of the financial market prevailing then.

The investments in interest-earning assets are mainly short-term in nature and they are not held for speculative purposes but have been mostly placed as term deposits and cash funds.

Exposure to interest rate risk

The interest rate profile of the Group's and of the Company's significant interest-bearing financial instruments, based on their carrying amounts as at the end of the reporting period was:

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Fixed-rates instruments				
- Financial assets	205,132	192,673	-	18,901
- Financial liabilities	(88,515)	(144,598)	(30,202)	(40,297)
Floating rates instruments				
- Financial assets	-	-	59,630	74,620
- Financial liabilities	(10,667)	(52,366)	(71,217)	(109,683)



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

31. Financial instruments (continued)

31.3 Financial risk management (continued)

(c) Market risk (continued)

(ii) Interest rate risk (continued)

Interest rate risk sensitivity analysis

(a) Fair value sensitivity analysis for fixed-rate instruments

The Group does not account for any fixed-rate financial assets and liabilities at fair value through profit or loss, and the Group does not designate derivatives as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

(b) Cash flow sensitivity analysis for variable rate instruments

A change of 100 basis points (bp) in interest rates at the end of the reporting period, taking into account the contractual repayments terms of its floating rate instruments, would have increased/(decreased) equity and post-tax profit or loss by the amounts shown as below. This analysis assumes that all other variables, in particular foreign currency rates, remain constant.

	Equity and Profit or loss			
	2024		2023	
	100bp increase RM'000	100bp decrease RM'000	100bp increase RM'000	100bp decrease RM'000
Floating rate instruments				
- Group	(136)	136	(1,089)	1,089
- Company	(88)	88	(832)	832

(iii) Other price risk

Equity price risk arises from the Group's investments in equity securities.

Risk management objectives, policies and processes for managing the risk

Management monitors and manages the equity investments on individual basis. The exposure to equity price risk is not material and hence, sensitivity analysis is not presented.

31.4 Fair value information

The carrying amounts of cash and bank balances, short-term receivables and payables and short-term borrowings reasonably approximate their fair values due to the relatively short-term nature of these financial instruments.

31. Financial instruments (continued)

31.4 Fair value information (continued)

The table below analyses financial instruments carried at fair value and those not carried at fair value for which fair value is disclosed, together with their fair values and carrying amounts shown in the statements of financial position.

Group	Fair value of financial instruments carried at fair value			Fair value of financial instruments not carried at fair value			Total fair value	Carrying amount
	(Level 1) RM'000	(Level 3) RM'000	Total RM'000	(Level 2) RM'000	(Level 3) RM'000	Total RM'000		
2024								
Financial assets								
Other investments	61	2,963	3,024	-	-	-	3,024	3,024
Financial liabilities								
Loans and borrowings								
- Secured term loans	-	-	-	-	34,004	34,004	34,004	33,856
- Hire purchases	-	-	-	326	-	326	326	326
2023								
Financial assets								
Other investments	55	2,963	3,018	-	-	-	3,018	3,018
Trade and other receivables	-	-	-	-	25,601	25,601	25,601	25,601
Financial liabilities								
Loans and borrowings								
- Secured term loans	-	-	-	-	87,087	87,087	87,087	86,475
- Hire purchases	-	-	-	489	-	489	489	489
Company								
2024								
Financial liabilities								
Loans and borrowings								
- Hire purchases	-	-	-	202	-	202	202	202
2023								
Financial liabilities								
Loans and borrowings								
- Secured term loan	-	-	-	-	38,936	38,936	38,936	38,500
- Hire purchases	-	-	-	297	-	297	297	297



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

31. Financial instruments (continued)

31.4 Fair value information (continued)

The Group does not have any outstanding financial derivatives as at 31 December 2024.

Policy on transfer between levels

The fair value of an asset to be transferred between levels is determined as of the date of the event or change in circumstances that caused the transfer.

Level 1 fair value

Level 1 fair value is derived from quoted price (unadjusted) in active market for identical financial assets or financial liabilities that the entity can access at the measurement date.

Fair value of financial assets that are quoted in an active market are determined by reference to their quoted closing bid price at the end of the reporting period.

Level 2 fair value

Level 2 fair value is estimated using inputs other than quoted prices included within Level 1 that are observable for the financial assets or financial liabilities, either directly or indirectly.

Fair value of non-derivative financial liabilities, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market interest rates at the end of the reporting period. For hire purchases, the market interest rate is determined by reference to similar lease arrangements.

Transfers between Level 1 and Level 2 fair values

There has been no transfer between Level 1 and Level 2 fair values during the current and previous financial year.

Level 3 fair value

Level 3 fair value is estimated using unobservable inputs for the financial assets or financial liabilities.

Fair values within Level 3 for financial instruments not carried at fair value, which is determined for disclosures purpose, are derived based on discounted cash flows using unobservable input (i.e. interest rate). The estimated fair value would increase (decrease) when the interest rate was lower (higher).

For financial instruments carried at fair value, the fair value within Level 3 is derived by reference to the net assets of the investee, adjusted for the effect of market value of assets and/or the estimated discounted cash flows of the investee's operations, where applicable.

32. Capital management

The Group's objectives when managing capital is to maintain healthy capital base and safeguard the Group's ability to continue as a going concern, so as to maintain the confidence of various stakeholders in the Group and to sustain the future development of the business.

As at end of reporting period, the Group is in net equity surplus position of RM1,528,564,000 with total loans and borrowings of RM99,182,000, which gives rise to a gearing ratio of approximately 6.5% and is below the debt to equity ratio of not exceeding 1 time (see Note 20.3).

There were no changes in the Group's strategy and approach on capital management during the year.

33. Capital expenditure commitments

	Group	
	2024 RM'000	2023 RM'000
Property, plant and equipment		
- Authorised but not contracted for	45,000	20,000

34. Related parties

Identity of related parties

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

Related parties also include key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly and entity that provides key management personnel services to the Group. The key management personnel include all the Directors of the Group and certain members of senior management of the Group.

The Group has related party relationships with its subsidiaries, associates, joint ventures and key management personnel.

Significant related party transactions

Significant related party transactions, other than compensations paid/payable to key management personnel (see Note 26), are disclosed below:

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
<u>Subsidiaries</u>				
Management fee income	-	-	(2,521)	(2,550)
Management fee expense	-	-	1,323	1,314
Rental expense on premises	-	-	234	234
Interest income	-	-	(4,068)	(3,768)
Interest expense	-	-	3,778	3,798



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

34. Related parties (continued)

Significant related party transactions (continued)

	Group		Company	
	2024 RM'000	2023 RM'000	2024 RM'000	2023 RM'000
Associates				
Construction costs payable	101,008	158,737	-	-
Dividend income	(16,824)	(8,412)	(16,824)	(8,412)
Disposal of an investment property	(20,700)	-	-	-
Sales of goods	(931)	(160)	-	-
Rental income on premises	(105)	(50)	-	-
Rental expense on equipment	-	39	-	-
Key management personnel				
Sale of property	-	(3,339)	-	-
Acquisition of equity interest in a subsidiary	550	800	-	-

The balances with the subsidiaries, associates and joint ventures are disclosed in Notes 12 and 21 to the financial statements. The above related party transactions are based on negotiated terms.

35. Changes in investments in subsidiaries

(i) Acquisition of Mawar Education Centre Sdn. Bhd. ("MECSB")

(a) Initial acquisition of controlling interest

During the last financial year, a direct subsidiary, Naim Academy Sdn. Bhd. ("NACSB") acquired approximately 53.3% of the equity interest in MECSB for a cash consideration of RM800,000 from a Director of the Company. The acquisition price was determined by reference to the identifiable fair value of the net assets of MECSB which approximate their fair value. A goodwill of about RM60,000 was recognised arising therefrom.

	2023 RM'000
Net assets acquired	
Property, plant and equipment	101
Inventories	48
Trade and other receivables	138
Other current assets	42
Cash and cash equivalents	823
Trade and other payables	(411)
Other current liabilities	(1)
Total identifiable net assets acquired	740
Goodwill on acquisition (Note 9)	60
Total purchase consideration	800

35. Changes in investments in subsidiaries (continued)

(i) Acquisition of Mawar Education Centre Sdn. Bhd. ("MECSB") (continued)

(a) Initial acquisition of controlling interest (continued)

Net cash inflow arising from acquisition of MECSB

	2023 RM'000
Purchase consideration, settled in cash	(800)
Cash and cash equivalents acquired	1,544
Net cash inflow arising from acquisition	744

The acquisition of MECSB had also led to a recognition of minority interest of RM648,000 on acquisition.

(b) Acquisition of additional equity interest from minority shareholders

Later, in November 2024, NACSB acquired an additional 36.7% equity interest in MECSB from the minority shareholders for a total cash consideration of RM550,000. The consideration was determined based on the latest fair value of the said subsidiary. The resultant equity interest held by the Group therein increased from 53.3% to 90.0% upon the acquisition.

The change in the ownership interest in MECSB was accounted for as an equity transaction between the Group and the minority shareholders. The changes in the group's share of net assets of about RM58,000 was adjusted against the group's retained earnings.

The carrying amount of non-controlling interest had also decreased by RM509,000 following the disposal of interest thereto.

(ii) Additional investments arising from new shares issued by existing subsidiaries

In December 2024, the Company subscribed for additional 550,000 new ordinary shares issued by NACSB at RM550,000, settled by way of capitalisation of debts owing thereto. Later in the same month, NACSB further issued additional 1,530,000 new ordinary shares for subscription at a cash consideration of RM1,530,000.

Another direct subsidiary, Naim Land Sdn. Bhd. ("NLSB") also subscribed for additional 199,998 new ordinary shares issued by Pavilion Quest Sdn. Bhd. ("PQSB") for a cash consideration of RM199,998 during the current year under view.

Later, in June 2024, another direct subsidiary, Naim Engineering Sdn. Bhd. ("NESB") subscribed for additional 5,297,822 and 1,499,998 new ordinary shares respectively in its two subsidiaries, namely Naim Overseas Sdn. Bhd. ("NOSB") and Naim Capital Sdn. Bhd. ("NCSB") for a total consideration of RM5,297,822 and RM1,499,998, settled in full by way of capitalisation of debts thereto.

During the last financial year, the Company subscribed for additional 800,000 new ordinary shares issued by NACSB for a cash consideration of RM800,000.

The above share subscriptions do not have any material impact to the Group as there are no changes in the Group's equity interests in NACSB, PQSB, NOSB and NCSB.



NOTES TO THE FINANCIAL STATEMENTS (CONTINUED)

35. Changes in investments in subsidiaries (continued)

(iii) Internal restructuring

On 25 July 2024, Bintulu Paragon Sdn. Bhd. ("BPSB"), which was previously a 100% owned subsidiary of Naim Assets Sdn. Bhd. ("NASB"), effected an issuance of 12,499,998 new ordinary shares of RM1.00 each to NLSB, settled by way of cash of RM263,198 and capitalisation of debts owing thereto amounting to RM12,236,800. BPSB has then become a 99.9% owned subsidiary of NLSB.

This acquisition does not have a material impact to the Group as there are no changes in the group equity interest in BPSB.

36. Disposal of equity interest in an existing associate, Perdana Petroleum Berhad ("PPB")

During the current year under review, approximately 6,746,000 (2023: 2,883,000) redeemable convertible preference shares ("RCPS") in PPB were converted into ordinary shares by the RCPS holders of PPB. At the same time, a 24.22% owned associate of the Company, Dayang Enterprise Holdings Bhd. ("DEHB") also recorded a dilution in its ownership interest in PPB, from 63.61% in 2023 to 63.42% in 2024 as a result of the RCPS conversion. The RCPS conversion had led to a dilution in the Company's equity interest in PPB. A loss of about RM514,000 (2023: RM205,000) was recognised in profit or loss to account for the dilution.

Later, in June 2024, the Company disposed of its entire 3.46% equity interest held in PPB for a cash consideration of RM27,283,000, net of associated transaction costs. The Group and the Company had then recognised a net gain of about RM5,951,000 and a net loss of about RM432,000 respectively upon the completion of the disposal (see Note 5 and 24). Following the disposal of PPB, the Company has also recognised a reversal of impairment loss previously provided for amounting to RM4,857,000.

37. Material litigation

Contract litigation

On 12 November 2020, a wholly owned subsidiary, Naim Engineering Sdn. Bhd. ("NESB") received a Writ of Summons together with a Statement of Claim from a subcontractor in respect of two completed works package projects. The claim against NESB was for damages and/or compensation in the sum of about RM32,935,000, or alternatively a sum of about RM29,595,000, costs of engaging an expert and/or the continuous costs until the completion of the suit, judgement interest and costs.

Following the stay of proceedings in favour of arbitration as agreed by both parties, a Notice of Arbitration dated 16 July 2021 was received on 19 July 2021. On 11 April 2022, NESB agreed to the appointment of a sole arbitrator. The appointed Arbitrator had ordered, inter-alia, for the hearing dates to be fixed in July 2024 and August 2024.

Subsequent to the submission by both parties in May 2024 of their expert witnesses' assessment and rebuttal reports as directed by the arbitrator, both parties agreed to settle the claims and counter-claims via the execution of a Settlement Agreement on 16 July 2024 without any admission of liability and with no liberty to commence proceedings against each other. Accordingly, the parties informed the arbitrator that they had withdrawn their respective claims against each other and applied for an order to terminate the arbitration proceedings.

Upon the amicable settlement of the above claims, the Group recorded a cost saving of approximately RM17,248,000 in cost of sales, during the current financial year.



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

In the opinion of the Directors, the financial statements set out on pages 116 to 196 are drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards as issued by the International Accounting Standards Board 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 of 31 December 2024 and of their financial performance and cash flows for the financial year then ended.

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

.....
Tan Chuan Dyi

.....
Emily Hii San San

Kuching,

Date: 15 April 2025



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

I, **Emily Hii San San (MIA CA 24978)**, the officer primarily responsible for the financial management of Naim Holdings Berhad, do solemnly and sincerely declare that the financial statements set out on pages 116 to 196 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the declaration to be true, and by virtue of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared by the abovenamed
in Kuching in the State of Sarawak
on 15 April 2025.

.....
Emily Hii San San

Before me:



INDEPENDENT AUDITORS’ REPORT TO THE MEMBERS OF NAIM HOLDINGS BERHAD

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Naim Holdings Berhad, which comprise the statements of financial position as at 31 December 2024 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 year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 116 to 196.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2024, and of their financial performance and their cash flows for the year then ended in accordance with MFRS Accounting Standards as issued by the Malaysian Accounting Standards Board (“MFRS Accounting Standards”), IFRS Accounting Standards as issued by the International Accounting Standards Board (“IFRS Accounting Standards”) and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

Key Audit Matters

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



INDEPENDENT AUDITORS’ REPORT TO THE MEMBERS OF NAIM HOLDINGS BERHAD (CONTINUED)

Key Audit Matters

1. Revenue recognition relating to construction contracts - Group

Refer to Note 1(d), Basis of Preparation and Note 2(n)(i), Accounting policy-Revenue from contracts with customers and Note 22, Revenue

The key audit matter	How the matter was addressed in our audit
The total revenue from construction contracts recognised by the Group was RM185 million for the financial year ended 31 December 2024, representing 37% of total revenue of the Group. Revenue from construction contracts is accounted for based on over time recognition using input method. The stage of completion is determined by reference to the actual contract costs incurred for work performed to-date bear to the total estimated contract costs. Consequently, the recognition of revenue is highly dependent on judgement exercised and estimates made in determining the estimated costs to complete, and the ability to deliver contracts within the contractual time and potential claims and penalties for late deliveries. We focused on this area as a key audit matter due to the degree of judgement involved in the estimation of cost to complete over the contract life. Changes in judgements and the related estimates throughout a contract life can result in material adjustments to revenue and consequently, the profit margin of contracts.	We performed the following audit procedures, among others: • We obtained an understanding of the Group's processes, systems and controls implemented, in respect of the budgeting process of estimated costs to complete and monitoring of costs incurred for work performed to date. • We obtained an understanding of the method, key assumptions and underlying data used in the process for estimates made in determining the estimated costs to complete. • We have obtained an understanding of the basis of the key judgements made for the revenue recognition in particular on the number of performance obligations, determining the transaction price, allocation of transaction price to each performance obligation, appropriateness of over time revenue recognition. • We challenged the basis of estimations applied by the Group in regard to the required cost to complete the construction contracts and assessed whether there were biasness in estimating these costs. Our procedures include evaluating the historical accuracy of the Group's estimation process by comparing actual costs with the estimated costs that had previously been estimated, and testing estimated costs, on a sample basis, to sub-contractors' contracts and suppliers' quotations. • We checked, on sample basis, variations and claims arising from the contract revenue and sub-contract costs to correspondences, supplementary agreements or variation orders. • We interviewed the Group and evaluated the construction progress against the contracted completion date and assessed if any penalties were payable arising from expected and actual delay in completion of contracts.

Key Audit Matters (continued)

2. Impairment of completed developed properties held for sale - Group

Refer to Note 1(d), Basis of Preparation, Note 2(f), Accounting policy-Inventories and Note 7, Inventories

The key audit matter	How the matter was addressed in our audit
The total completed developed properties held by the Group is RM295 million for the financial year ended 31 December 2024, representing 15% of total assets. We focus on this area as a key audit matter as property overhang units in the property industry remained on the high side despite of government's initiatives to help boost property sales. The risk is now heightened with increasing construction cost, coupled with competitive pricing within the industry, particularly for high rise properties. Subsequent sales of these units are highly dependent on market conditions. Thus, assessment of the valuation of the inventories is critical to ascertain that the carrying amount of these completed properties are stated at the lower of cost and net realisable value as such assessment involved estimates made by the Group and was influenced by assumptions concerning future market conditions.	We performed the following audit procedures, among others: • We obtained an understanding of the Group's processes and controls implemented in estimating the net realisable value of these inventories. • We obtained an understanding of the method, key assumptions and underlying data used in the assessment on the net realisable value for the completed development properties held for sale. • We challenged the basis of estimations applied by the Group in regard to net realisable value and assessed whether there were biasness as well as the Group's assessment on the effect of estimate uncertainty. Our procedures include checking to recent and subsequent actual sales or valuation reports by external valuer for the respective units, taking into account market conditions and key attributes such as property size, types and location by reference to similar/ comparable properties within the proximity.

We have determined that there is no key audit matter in the audit of the separate financial statements of the Company to communicate in our auditors' report.

Information Other than the Financial Statements and Auditors’ Report Thereon

The Directors of the Company are responsible for the other information. The other information comprises the information included in the Directors’ Report and Statement on Risk Management and Internal Control (but does not include the financial statements of the Group and of the Company and our auditors' report thereon), which we obtained prior to the date of this auditors' report, and the remaining parts of the annual report, which are expected to be made available to us after that date.

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

In connection with our audit of the financial statements of the Group and of the Company, our responsibility is to read the annual report and, in doing so, consider whether the annual 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 annual report, we are required to report that fact. We have nothing to report in this regard.

When we read the remaining parts of the annual report, if we conclude that there is a material misstatement therein, we are required to communicate the matter to the Directors of the Company and take appropriate actions in accordance with approved standards on auditing in Malaysia and International Standards on Auditing.



INDEPENDENT AUDITORS’ REPORT TO THE MEMBERS OF NAIM HOLDINGS BERHAD (CONTINUED)

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 MFRS Accounting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

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

Auditors’ Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of internal control of the Group and of the Company.
- 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 or of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors’ report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors’ report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- 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 gives a true and fair view.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the financial statements of the Group. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

Auditors’ Responsibilities for the Audit of the Financial Statements (continued)

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

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

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

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiaries of which we have not acted as auditors are disclosed in Note 4 to the financial statements.

Other Matter

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

KPMG PLT
(LLP0010081-LCA & AF 0758)
Chartered Accountants
Kuching,

Date: 15 April 2025

Lee Eng Teen
Approval Number: 03842/07/2026 J
Chartered Accountant



PART 7

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ANALYSIS OF SHAREHOLDINGS

ANALYSIS OF SHAREHOLDINGS AS AT 28 MARCH 2025

Number of Issued Shares : 513,799,322 ordinary shares
Class of Shares : Ordinary shares
Voting Rights : One vote per ordinary share

Size of Holdings	No. of Shareholdings	% of Shareholders	No. of Shares Held	% of Issued Capital
1 – 99	23	0.50	559	0.00
100 – 1,000	919	20.08	521,210	0.10
1,001 – 10,000	2,205	48.19	11,679,915	2.33
10,001 – 100,000	1,200	26.22	38,888,434	7.77
100,001 – 25,037,165 (*)	225	4.92	199,802,728	39.90
25,037,166 and above (**)	4	0.09	249,850,476	49.90
Total	4,576	100.00	500,743,322#	100.00

Remark:
* Less than 5% of issued shares
** 5% and above of issued shares
The number of 500,743,322 ordinary shares was arrived at after deducting 13,056,000 treasury shares retained by the Company from the original number of issued shares of 513,799,322 ordinary shares of the Company

» TOP 30 SHAREHOLDERS

No	Name	No. of Shares Held	% Shareholding
1	ISLAND HARVESTS SDN BHD	102,373,817	20.44
2	TAPAK BERINGIN SDN. BHD.	70,272,017	14.03
3	CIMSEC NOMINEES (TEMPATAN) SDN BHD CIMB FOR HASMI BIN HASNAN (PB)	44,864,692	8.96
4	HASMI & ASSOCIATES MANAGEMENT SDN BHD	32,339,950	6.46
5	ABDUL HAMED BIN SEPAWI	23,905,368	4.77
6	CITIGROUP NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR AIA BHD.	14,941,800	2.98
7	RHB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR HASMI BIN HASNAN	10,866,076	2.17
8	CITIGROUP NOMINEES (ASING) SDN BHD EXEMPT AN FOR CITIBANK NEW YORK (NORGES BANK 14)	10,045,100	2.00
9	ABDUL HAMED BIN SEPAWI	8,648,059	1.73
10	CITIGROUP NOMINEES (TEMPATAN) SDN BHD GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (LBF)	8,334,800	1.66
11	MAYBANK NOMINEES (TEMPATAN) SDN BHD NATIONAL TRUST FUND (IFM MAYBANK) (412183)	7,000,000	1.40
12	HSBC NOMINEES (TEMPATAN) SDN BHD HSBC (M) TRUSTEE BHD FOR PERTUBUHAN KESELAMATAN SOSIAL (UOB AMM6939-406)	5,456,500	1.09
13	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LEE SIE TONG @ LEE AH TONG (E-PLT)	5,341,900	1.07
14	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TAN KIAN AIK	4,637,400	0.93
15	MAYBANK NOMINEES (TEMPATAN) SDN BHD MAYBANK TRUSTEES BERHAD FOR ARECA EQUITY TRUST FUND (211882)	3,996,200	0.80
16	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR KHOO BEE LIAN	3,575,600	0.71
17	CITIGROUP NOMINEES (TEMPATAN) SDN BHD GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (DR)	3,552,000	0.71

» TOP 30 SHAREHOLDERS (CONTINUED)

No	Name	No. of Shares Held	% Shareholding
18	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR PETROLIAM NASIONAL BERHAD (PET-MAM-EQET)	3,000,000	0.60
19	CITIGROUP NOMINEES (TEMPATAN) SDN BHD LEMBAGA TABUNG HAJI (UOB)	2,943,100	0.59
20	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR TEE ZHEN XAO (6000085)	2,068,000	0.41
21	TAN KOK CHUAN	2,001,500	0.40
22	HSBC NOMINEES (TEMPATAN) SDN BHD HSBC (M) TRUSTEE BHD FOR PERTUBUHAN KESELAMATAN SOSIAL (MAYBANK AM)	1,950,800	0.39
23	HWS PROPERTIES SDN BHD	1,900,000	0.38
24	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR YONG CHOON UN	1,888,000	0.38
25	LEMBAH RAKYAT SDN. BHD	1,874,983	0.37
26	CITIGROUP NOMINEES (TEMPATAN) SDN BHD GREAT EASTERN TAKAFUL BERHAD (MEKAR)	1,534,000	0.31
27	CITIGROUP NOMINEES (TEMPATAN) SDN BHD GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (DG)	1,452,200	0.29
28	CHOY WEE CHIAP	1,400,000	0.28
29	TAPAK BERINGIN SDN. BHD.	1,360,433	0.27
30	MAYBANK NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR MAYBANK ASSET MANAGEMENT SDN BHD (RESIDENT)	1,200,000	0.24

» SUBSTANTIAL SHAREHOLDERS

No	Name Of Substantial Shareholders	Direct No. of Shares Held	%	Indirect No. of Shares Held	%
1	DATUK AMAR ABDUL HAMED BIN HAJI SEPAWI	32,553,427	6.50	73,507,433^	14.68
2	DATUK HASMI BIN HASNAN	55,730,768	11.13	135,259,244#	27.01
3	ISLAND HARVESTS SDN. BHD.	102,373,817	20.44	-	-
4	TAPAK BERINGIN SDN. BHD.	71,632,450	14.31	-	-
5	HASMI & ASSOCIATES MANAGEMENT SDN. BHD.	32,339,950	6.46	-	-

» DIRECTORS’ DIRECT AND INDIRECT INTEREST IN THE COMPANY

No	Name Of Substantial Shareholders	Direct No. of Shares Held	%	Indirect No. of Shares Held	%
1	DATUK AMAR ABDUL HAMED BIN HAJI SEPAWI	32,553,427	6.50	73,507,433^	14.68
2	DATUK HASMI BIN HASNAN	55,730,768	11.13	135,259,244#	27.01
3	DATUK AHMAD BIN ABU BAKAR	-	-	-	-
4	CHIN CHEE KONG	-	-	-	-
5	TAN CHUAN DYI	-	-	-	-
6	SULAIHAH BINTI MAIMUNNI	-	-	-	-
7	EMILY HII SAN SAN	-	-	-	-

Note:
^ deemed interested by virtue of his interest in Tapak Beringin Sdn Bhd and Lembah Rakyat Sdn Bhd pursuant to Section 8(4) of the Companies Act 2016.
deemed interested by virtue of his interest in Island Harvests Sdn Bhd, Hasmi & Associates Management Sdn Bhd and Lambaian Kukuh Sdn Bhd pursuant to Section 8(4) of the Companies Act 2016.

TOP 10 PROPERTIES

Lot No/Location	Description	Date Of Acquisition/ Lease Expiring Date	Land Area/ (Built up Area) Sq. Meter	Carrying Amount RM'000
PROPERTIES UNDER PROPERTY, PLANT AND EQUIPMENT				
Part of Lot 6180, Block 11 Kuala Baram Land Dsitric	Clubhouse	20.07.1995 Expiring 26.05.2114	29,220 (5,385)*	22,424
Part of Lot 4532 Bintulu Town District	Hotel Land and Building	06.11.2008 Expiring 04.07.2111	1,969 (12,662)	37,942
Lot 2905, Block 20 Kemena Land District	Workers' Village	31.12.2016 Expiring 19.05.2112	80,937	13,880
PROPERTIES UNDER INVENTORY - LAND HELD FOR DEVELOPMENT				
Lot 4286, Block 26 Kemena Land District	Land For Development	14.11.2014 Expiring 13.11.2113	138,050	8,285
Lot 4288, Block 26 Kemena Land District	Land For Development	14.11.2014 Expiring 13.11.2113	114,680	17,204
Lot 2905, Block 20 Kemena Land District	Land For Development	20.05.2013 Expiring 19.05.2112	269,561	15,080
Lot 4533 Bintulu Town District	Land For Development	26.09.2008 Expiring 04.07.2111	54,997	12,697
Lot 7506, Block 10 Kuala Baram Land District	Land For Development	12.09.2012 Expiring 11.09.2111	154,540	6,932
INVESTMENT PROPERTIES				
Lot 2597, Block 8 Muara Tebas Land District	Industrial Land	27.07.2016 Expiring 26.07.2076	200,300	9,628
Lot 3244, Block 11 Kuala Baram Land District	Commercial Land and Retail Building	20.07.1995 Expiring 19.07.2094	34,130 (25,560)	39,742

*excluding outdoor facilities

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the 23rd Annual General Meeting of Members of NAIM HOLDINGS BERHAD will be held at Sapphire On The Park, Function Hall, 3rd Floor, Jalan Lintang Selatan, Batu Lintang, 93200 Kuching, Sarawak on Tuesday, 27 May 2025 at 10:00 a.m. for the following purposes:

» ORDINARY BUSINESSES

1. ADOPTION OF FINANCIAL STATEMENTS

To receive and adopt the audited financial statements and reports of Directors and Auditors for the financial year ended 31 December 2024.

[Please refer to Explanatory Note a]

2. APPROVAL OF DIRECTORS' REMUNERATION

a. To approve the payment of Directors' remuneration for the Non-Executive Chairman.

ORDINARY RESOLUTION 1

b. To approve the payment of Directors' remuneration for the Non-Executive Directors.

ORDINARY RESOLUTION 2

3. RE-ELECTION OF DIRECTORS

To re-elect the following Directors who retire in accordance with Clause 85(a) of the Constitution of the Company:

Datuk Amar Abdul Hamed Bin Haji Sepawi
Sulaihah Binti Maimunni

ORDINARY RESOLUTION 3

ORDINARY RESOLUTION 4

To re-elect Ms Emily Hii San San, who retires in accordance with Clause 92 of the Constitution of the Company.

ORDINARY RESOLUTION 5

4. RE-APPOINTMENT OF AUDITORS

To re-appoint Messrs. KPMG PLT as Auditors and to authorise the Directors to fix their remuneration.

ORDINARY RESOLUTION 6

» SPECIAL BUSINESSES

To consider and, if thought fit, to pass the following as Ordinary Resolutions:

5. AUTHORITY TO ALLOT AND ISSUE SHARES

“THAT, subject always to the Companies Act 2016, the Constitution of the Company and the approvals of the relevant governmental/regulatory authorities, if applicable, the Directors of the Company be and are hereby empowered pursuant to Sections 75 and 76 of the Companies Act, 2016, to allot and issue shares or convertible securities in the Company, from time to time, and upon such terms and conditions and for such purposes as the Directors of the Company may, in their absolute discretion deem fit, provided that the aggregate number of shares or convertible securities to be issued pursuant to this resolution does not exceed ten percent (10%) of total number of issued shares of the Company (excluding treasury shares) for the time being AND THAT the Directors be and are also empowered to obtain the approval for the listing of, and quotation for the additional shares convertible securities so issued on Bursa Malaysia Securities Berhad (“Bursa Malaysia”) AND THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

ORDINARY RESOLUTION 7



NOTICE OF ANNUAL GENERAL MEETING (CONTINUED)

6. PROPOSED RENEWAL OF AUTHORITY FOR THE COMPANY TO PURCHASE ITS OWN SHARES (“PROPOSED SHARE BUY-BACK”)

“THAT, subject always to the Companies Act 2016 and all other applicable laws, guidelines, rules and regulations, the Company be and are hereby authorised to purchase such number of ordinary shares of the Company (“Proposed Share Buy-Back”) as may be determined by the Directors of the Company, from time to time, through Bursa Malaysia, upon such terms and conditions as the Directors may deem fit in the interest of the Company provided that:

- i. the aggregate number of ordinary shares to be purchased pursuant to this resolution shall not exceed ten per centum (10%) of the total number of issued shares of the Company;
- ii. the amount not exceeding the retained profits of the Company shall be allocated by the Company for the Proposed Share Buy-Back;

AND THAT at the absolute discretion of the Directors of the Company, upon such purchase by the Company of its own shares, the purchased shares shall be cancelled and/or retained as treasury shares and subsequently be cancelled, distributed as dividends or resold on Bursa Malaysia and/or in any other manner as prescribed by the Companies Act 2016.

AND THAT the Directors of the Company be and are hereby empowered to do all acts and enter into all such transactions, agreements and arrangements, and to execute, sign and deliver for and on behalf of the Company, all such documents as the Directors may deem fit and expedient in order to implement, finalise and give full effect to the Proposed Share Buy-Back with full powers to assent to any conditions, modifications, variations and/or amendments (if any) as the Directors may in their absolute discretion deem fit and in the best interest of the Company and/or as may be imposed or agreed to by any relevant authorities.

AND THAT such authority conferred by this resolution shall commence immediately and shall continue to be in force until the conclusion of the next Annual General Meeting of the Company following the passing of this ordinary resolution, unless earlier revoked or varied by an ordinary resolution of the shareholders of the Company in a general meeting.

ORDINARY RESOLUTION 8

7. PROPOSED RENEWAL OF SHAREHOLDERS’ MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE (“PROPOSED SHAREHOLDERS’ MANDATE”)

“THAT subject always to the Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and/or its subsidiaries (“NAIM Group”) to enter into any of the categories of related party transactions which are recurrent, of a revenue or trading nature and are necessary for the day-to-day operations of NAIM Group as outlined in Section 3.2 of the Circular to Shareholders dated 28 April 2025 (“Circular”), with the specific related parties mentioned therein subject further to the followings:

- i. the transactions are in the ordinary course of business and are on normal commercial terms which are not more favourable to the related parties than those generally available to the public and not detrimental to the interest of the minority shareholders; and
- ii. disclosure is made in the annual report a breakdown of the aggregate value of the transactions conducted pursuant to the Proposed Shareholders’ Mandate during the financial year where the aggregate value is equal to or more than the threshold prescribed under Paragraph 10.09(1) of the Main Market Listing Requirements, and amongst others, based on the following information:
 - the type of the recurrent related party transactions made; and
 - the names of the related parties involved in each type of recurrent related party transactions made and their relationship with the Company.

AND THAT such approval will continue to be in force until:

- i. the conclusion of the next annual general meeting (“AGM”) of the Company, at which time it will lapse unless by an ordinary resolution passed at the meeting, the authority is renewed;
- ii. the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 (“the Act”) [but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act]; or
- iii. revoked or varied by resolution passed by the shareholders in general meeting, whichever is the earlier.

AND THAT the Board of Directors of the Company be and is hereby authorised to complete and do all such acts and things as they may consider expedient or necessary to give effect to the Proposed Shareholders’ Mandate.”

ORDINARY RESOLUTION 9

8. To transact any other ordinary business of which due notice shall have been given.

BY ORDER OF THE BOARD

LOW WAI SEE (MAICSA 7051463)
SSM Practising Certificate No. 202008000868
Company Secretary

Kuching, Sarawak
 28 April 2025

NOTES:

1. A member entitled to attend, speak and vote at the same meeting may appoint a proxy to attend, speak and vote on his behalf. A proxy may but need not be a member of the Company.
2. To be valid, the Proxy form duly completed must be deposited at the Office of the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, to submit the proxy form electronically via TIIH Online at <https://tiih.online> not less than forty-eight (48) hours before the time set for holding the meeting or any adjournment thereof. Please follow the procedures as set out in the Administrative Guide for the electronic lodgement of proxy form.
3. A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting provided that where a Member is an authorised nominee as defined in accordance with the provisions of the Securities Industry (Central Depositories) Act 1991, it may appoint up to two (2) proxies in respect of each Securities Account it holds with ordinary shares in the Company standing to the credit of the said Securities Account.
4. Where a member appoints more than one (1) proxy, the appointment is invalid unless he specifies the proportions of his holdings to be represented by each proxy.
5. If the appointer is a corporation, this form must be executed under its common seal or under the hand of an officer or attorney duly authorised.
6. Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, which holds ordinary shares in the Company for multiple beneficial owners in one securities account (omnibus account), there is no limit to the number of proxies which the exempt authorized nominee may appoint in respects of each omnibus account it holds.
7. Only members registered in the Record of Depositors as at 20 May 2025 shall be eligible to attend the meeting or appoint a proxy to attend and vote on his/her behalf.
8. Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the Resolutions set out in this Notice will be put to vote by poll.

NOTICE OF ANNUAL GENERAL MEETING (CONTINUED)

» Explanatory Notes on Ordinary and Special Businesses

a. Item 1 of the Agenda

The Audited Financial Statements laid at this meeting pursuant to Section 340(1)(a) of the Companies Act 2016 are meant for discussion only. It does not require shareholders’ approval, and therefore, not put forward for voting.

b. Ordinary Resolutions 1 and 2 – Directors’ Remuneration

Pursuant to Section 230(1) of the Companies Act 2016, (“the Act”), the fees and benefits (“Remuneration”) payable to the Directors of the Company will have to be approved by the shareholders of the Company at a general meeting. In this respect, the Board of Directors of the Company hereby seeks the shareholders’ approval for the Directors’ remuneration in two (2) separate resolutions as follows:

- Ordinary resolution 1: payment of Directors’ remuneration to the Non-Executive Chairman
- Ordinary resolution 2: payment of Directors’ remuneration to the Non-Executive Directors

Details of the estimated Directors’ Remuneration for Non-Executive Directors for the period from May 2025 to April 2026 are as follows:

Other Benefits	Non-Executive Chairman	Non-Executive Director
	May 2025 to April 2026 RM	May 2025 to April 2026 RM
Fixed allowance per month	84,947	Not applicable
Directors' Fee per month	Not applicable	7,500
Additional Directors' Fee per month for Senior Independent Non-Executive director	Not applicable	1,000
Meeting allowance per Board meeting	2,000	2,000
Meeting allowance per Board Committees meeting	1,500	1,500
Other Benefits	Car, driver, petrol, medical coverage, professional & club memberships, travel, communication, Directors & Officers Liability Insurance coverage and other claimable benefits	reimbursement for travel expenses (to attend meetings and company functions), communication, professional membership fee, Directors & Officers Liability Insurance coverage and other claimable benefits

The Executive Directors are not entitled to Directors’ fees and meeting allowances for attending Board and Board Committee meetings.

c. Ordinary Resolutions 3 to 5 – Re-Election of Directors

Clause 85(a) of the Company’s Constitution provides that one-third (1/3) of the Directors of the Company for the time being shall retire by rotation at the AGM of the Company. All Directors shall retire from office once at least in every three (3) years but shall be eligible for re-election.

The Directors retiring under Clause 85(a) are as follows:

- i. Datuk Amar Abdul Hamed Bin Haji Sepawi; and
- ii. Sulaihah Binti Maimunni

and being eligible, have offered themselves for re-election.

Clause 92 of the Company’s Constitution provides that the Directors shall have power at any time and from time to time, to appoint any person to be a Director, either to fill a casual vacancy or as an addition to the existing Directors but so that the total number of Directors shall not at any time exceed the maximum number fixed in accordance with these Articles. Any Director so appointed shall hold office only until the next annual general meeting, and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting.

Ms Emily Hii San San shall be retiring under Clause 92, and being eligible, offered herself for re-election.

The respective profiles of the above Directors are set out in the Profile of Directors in the Annual report.

d. Ordinary Resolution 6 – Re-appointment of Auditors

The Board has, at its meeting held on 15 April 2025, approved the recommendation of the Audit Committee on the re-appointment of Messrs KPMG PLT as Auditors of the Company. The Board is satisfied that Messrs KPMG PLT has met the relevant criteria prescribed under Paragraph 15.21 of the Main Market Listing Requirements of Bursa Securities which was concluded through the assessment carried out by the Audit Committee on the suitability and independence of Messrs. KPMG PLT.

e. Ordinary Resolution 7 – Authority to Allot and Issue Share pursuant to Sections 75 and 76 of the Companies Act 2016

This resolution is proposed pursuant to Sections 75 and 76 of the Companies Act 2016, and if passed, will empower the Directors of the Company to issue shares in the Company up to an amount not exceeding ten percent (10%) of the total number of issued shares of the Company (excluding treasury shares) for the time being for any possible fund-raising activities for purposes as the Directors consider to be in the best interest of the Company. This authority, unless revoked or varied by the shareholders of the Company in general meeting will expire at the conclusion of the next AGM.

The renewal of this mandate will provide flexibility to the Company for any possible fund-raising activities, including but not limited to further placing of shares, for purpose of funding current and future investment project(s), working capital and/or acquisitions.

The Company did not issue any new shares under the general mandate which was approved at the 22nd AGM.

f. Ordinary Resolution 8 – Proposed Renewal of Authority for the Company to Purchase its Own Shares

The Proposed Ordinary Resolution 8, if passed will empower the Directors of the Company to purchase its own shares. The total number of shares purchased shall not exceed 10% of the total number of issued shares of the Company for the time being. This authority will, unless revoked or varied by the Company in general meeting, expires at the next AGM in the Company.

The Share Buy-Back Statement in relation to the Proposed Renewal of Authority for the Company to Purchase of its Own Shares dated 28 April 2025 is enclosed for further information.

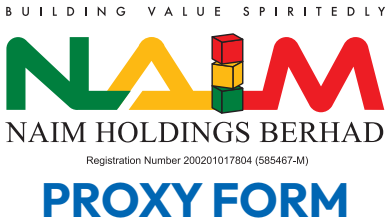
g. Ordinary Resolution 9 – Proposed Renewal of Shareholders’ Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature (“Proposed Shareholders’ Mandate”)

Paragraph 10.09 of the Main Market Listing Requirements states that with regard to related party transactions that are recurrent, of a revenue or trading nature and which are necessary for day-to-day operations (“RRPT”), a public listed company may seek a shareholders’ mandate.

The proposed resolution no. 9, if passed, will authorise the Company and each of its subsidiaries to enter into RRPT with the mandated related parties as identified in Section 3.2 of the Circular dated 28 April 2025 (“Circular”), which are necessary for the Group’s day-to-day operations, provided that such transactions are in the ordinary course of business and are on normal commercial terms which are not more favourable to the related parties than those generally available to the public and not detrimental to the interest of the minority shareholders.

By obtaining the Proposed Shareholders’ Mandate, the necessity to convene separate meetings from time to time to seek shareholders’ approval as and when such RRPT occurs would not arise. This would reduce substantial administrative time and costs associated with the convening of such meetings without compromising on the corporate objectives of Naim Group or adversely affecting the business opportunities available to Naim Group.

Please refer to the Circular for further information.



No. of Shares held	CDS Account No	Shareholder's Contact No.

I/We _____
(FULL NAME AS PER NRIC IN BLOCK CAPITAL)

IC No./ID No./Company No. _____ (new) _____ (old)

of _____
(FULL ADDRESS)

being a member/members of NAIM HOLDINGS BERHAD ("the Company") hereby appoint:

First Proxy

Full Name	NRIC/Passport No.	Proportion of Shareholdings represented	
		No. of Shares	%

and or failing him/her

Second Proxy

Full Name	NRIC/Passport No.	Proportion of Shareholdings represented	
		No. of Shares	%

Or failing him/her the Chairman of the meeting as my/our proxy/proxies to vote for me/us on my/our behalf at the 23rd Annual General Meeting of the Company will be held at Sapphire On The Park, Function Hall, 3rd Floor, Jalan Lintang Selatan, Batu Lintang, 93200 Kuching, Sarawak on **Tuesday, 27 May 2025 at 10:00 a.m.** or any adjournment thereof, in the manner indicated below:

Resolutions		For	Against
Ordinary Resolution 1	Approval of Directors' fees and remuneration for the Non-Executive Chairman		
Ordinary Resolution 2	Approval of Directors' fees and remuneration for the Non-Executive Directors		
Ordinary Resolution 3	Re-election of Director: Datuk Amar Abdul Hamed Bin Haji Sepawi		
Ordinary Resolution 4	Re-election of Director: Sulaihah Binti Maimunni		
Ordinary Resolution 5	Re-election of Director: Emily Hii San San		
Ordinary Resolution 6	Re-appointment of Auditors: Messrs KPMG PLT as Auditors and authorising the Directors to fix their remuneration		
Special Businesses			
Ordinary Resolution 7	Authority to allot and issue shares		
Ordinary Resolution 8	Proposed renewal of authority to purchase own shares		
Ordinary Resolution 9	Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature		

(Please indicate with an "X" in the spaces above how you wish your votes to be casted on the resolution specified in the Notice of Meeting. If no specific direction as the voting is indicated, the proxy/proxies will vote or abstain from voting as he/she/they think(s) fit.)

Dated this _____ day of _____ 2025

Signature of Shareholder(s)/Common Seal



SUSTAINABILITY STATEMENT

CONTENT INDEX

GRI CONTENT INDEX

Statement of Use	Naim Holdings Berhad has reported in accordance with the GRI Standards for the period 1 January 2024 to 31 December 2024.	
GRI 1 Used	GRI 1: Foundation 2021	
GRI STANDARD	DISCLOSURE	LOCATION
GRI 2: General Disclosures 2021	2-1 Organisational details	Group 2024 Annual Report.
	2-2 Entities included in the organisation's sustainability reporting	2024 Sustainability Statement: Basis of this Report.
	2-3 Reporting period, frequency and contact point	2024 Sustainability Statement: Basis of this Report.
	2-4 Restatements of information	2024 Sustainability Statement: Basis of this Report.
	2-5 External assurance	2024 Sustainability Statement: Basis of this Report.
	2-6 Activities, value chain and other business relationships	2024 Sustainability Statement: Basis of this Report, Operating Responsibly Throughout The Year - Key Performance Data. Information on other relevant business relationships were not disclosed due to the confidentiality of such information.
	2-7 Employees	2024 Sustainability Statement: 2024 Fast Facts, Operating Responsibly Throughout The Year - Key Performance Data.
	2-8 Workers who are not employees	2024 Sustainability Statement: 2024 Fast Facts, Operating Responsibly Throughout The Year - Key Performance Data.
	2-9 Governance structure and composition	2024 Sustainability Statement: Policy and Governance.
	2-10 Nomination and selection of the highest governance body	Group 2024 Annual Report: Corporate Governance Statement.
	2-11 Chair of the highest governance body	Group 2024 Annual Report: Corporate Governance Statement.
	2-12 Role of the highest governance body in overseeing the management of impacts	Group 2024 Annual Report: Corporate Governance Statement, 2024 Sustainability Statement's Policy and Governance.
	2-13 Delegation of responsibility for managing impacts	Group 2024 Annual Report: Corporate Governance Statement.
	2-14 Role of the highest governance body in sustainability reporting	2024 Sustainability Statement: Policy and Governance.
	2-15 Conflicts of interest	Group 2024 Annual Report: Corporate Governance Statement.
	2-16 Communication of critical concerns	Group 2024 Annual Report: Corporate Governance Statement.
	2-17 Collective knowledge of the highest governance body	Group 2024 Annual Report: Corporate Governance Statement.
	2-18 Evaluation of the performance of the highest governance body	Group 2024 Annual Report: Corporate Governance Statement.
	2-19 Remuneration policies	Group 2024 Annual Report: Corporate Governance Statement.
	2-20 Process to determine remuneration	Group 2024 Annual Report: Corporate Governance Statement.
	2-21 Annual total compensation ratio	Group 2024 Annual Report: Corporate Governance Statement.
	2-22 Statement on sustainable development strategy	2024 Sustainability Statement: Sustainability Commitment.
	2-23 Policy commitments	Group 2024 Annual Report: Sustainability Commitment, 2024 Sustainability Statement, Policy and Governance, 2024 Sustainability Statement.
	2-24 Embedding policy commitments	Group 2024 Annual Report: Sustainability Commitment, 2024 Sustainability Statement, Policy and Governance, 2024 Sustainability Statement, Operating Responsibly Throughout The Year - Key Performance Data, 2024 Sustainability Statement
	2-25 Processes to remediate negative impacts	Group 2024 Annual Report: Sustainability Commitment, 2024 Sustainability Statement, Policy and Governance, 2024 Sustainability Statement.

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Share Registrar

TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN BHD

Unit 32-01, Level 32, Tower A, Vertical Business Suite
Avenue 3, Bangsar South, No. 8, Jalan Kerinchi
59200 Kuala Lumpur, Malaysia

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- NOTES:**
- A member entitled to attend, speak and vote at the same meeting may appoint a proxy to attend, speak and vote on his behalf. A proxy may but need not be a member of the Company.
 - To be valid, the Proxy form duly completed must be deposited at the Office of the Share Registrar, Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively, to submit the proxy form electronically via TIH Online at <https://tiih.online> not less than forty-eight (48) hours before the time set for holding the meeting or any adjournment thereof. Please follow the procedures as set out in the Administrative Guide for the electronic lodgement of proxy form.
 - A member shall be entitled to appoint more than one (1) proxy to attend and vote at the same meeting provided that where a Member is an authorised nominee as defined in accordance with the provisions of the Securities Industry (Central Depositories) Act 1991, it may appoint up to two (2) proxies in respect of each Securities Account it holds with ordinary shares in the Company standing to the credit of the said Securities Account.
 - Where a member appoints more than one (1) proxy, the appointment shall be invalid unless he specifies the proportions of his holdings to be represented by each proxy.
 - If the appointer is a corporation, this form must be executed under its common seal or under the hand of an officer or attorney duly authorised.
 - Where a member of the Company is an exempt authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, which holds ordinary shares in the Company for multiple beneficial owners in one securities account (omnibus account), there is no limit to the number of proxies which the exempt authorized nominee may appoint in respects of each omnibus account it holds.
 - Only members registered in the Record of Depositors as at 20 May 2025 shall be eligible to attend the meeting or appoint a proxy to attend and vote on his/her behalf.
 - Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all the Resolutions set out in this Notice will be put to vote by poll.

SUSTAINABILITY STATEMENT

CONTENT INDEX (CONTINUED)

GRI STANDARD	DISCLOSURE	LOCATION
GRI 2: General Disclosures 2021	2-26 Mechanisms for seeking advice and raising concern	Group 2024 Annual Report: Sustainability Commitment, 2024 Sustainability Statement, Policy and Governance, 2024 Sustainability Statement.
	2-27 Compliance with laws and regulations	Group 2024 Annual Report: Sustainability Commitment, 2024 Sustainability Statement, Policy and Governance, 2024 Sustainability Statement.
	2-28 Membership associations	Group 2024 Annual Report: Corporate Governance Statement.
	2-29 Approach to stakeholder engagement	Group 2024 Annual Report: Sustainability Commitment, 2024 Sustainability Statement, Policy and Governance, 2024 Sustainability Statement.
	2-30 Collective bargaining agreements	Group 2024 Annual Report: Operating Responsibly Throughout The Year - Key Performance Data, 2024 Sustainability Statement.

GRI STANDARD	DISCLOSURE	LOCATION
GRI 3: Material Topics 2021	3-1 Process to determine material topics	2024 Sustainability Statement: Stakeholders Engagement & Material Sustainability Priorities, Sustainability Related Impacts, Risks And Opportunities.
	3-2 List of material topics	
	3-3 Management of material topics	

GRI STANDARD	DISCLOSURE	LOCATION
GRI 200: Economic	201-1 Direct economic value generated and distributed	Group 2024 Annual Report.
	201-2 Financial implications and other risks and opportunities due to climate change	Group 2024 Annual Report.
	201-3 Defined benefit plan obligations and other retirement plans	Group 2024 Annual Report.
	203-1 Infrastructure investments and services supported	Group 2024 Annual Report.

GRI STANDARD	DISCLOSURE	LOCATION
GRI 200: Economic (Continue)	203-1 Infrastructure investments and services supported	Group 2024 Annual Report.
	203-2 Significant indirect economic impacts	Group 2024 Annual Report.
	201-4 Financial assistance received from government	Group 2024 Annual Report.
	204-1 Proportion of spending on local suppliers	2024 Sustainability Statement: 2024 Fast Facts, Operating Responsibly Throughout The Year - Key Performance Data.
	205-1 Operations assessed for risks related to corruption	
	205-2 Communication and training about anti-corruption policies and procedures	
	205-3 Confirmed incidents of corruption and actions taken	

GRI STANDARD	DISCLOSURE	LOCATION
GRI 300: Environmental	302-1 Energy consumption within the organisation	2024 Sustainability Statement: 2024 Fast Facts, Operating Responsibly Throughout The Year - Key Performance Data.
	302-2 Energy consumption outside of the organisation	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	302-4 Reduction of energy consumption	2024 Sustainability Statement: 2024 Fast Facts, Operating Responsibly Throughout The Year - Key Performance Data.
	303-1 Interactions with water as a shared resource	2024 Sustainability Statement: 2024 Fast Facts, Operating Responsibly Throughout The Year - Key Performance Data.

GRI STANDARD	DISCLOSURE	LOCATION
GRI 300: Environmental (Continue)	303-5 Water consumption	2024 Sustainability Statement: 2024 Fast Facts, Operating Responsibly Throughout The Year - Key Performance Data.
	305-1 Direct (Scope 1) GHG emissions	2024 Sustainability Statement: 2024 Fast Facts, Operating Responsibly Throughout The Year - Key Performance Data.
	305-2 Energy indirect (Scope 2) GHG emissions	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	305-3 Other indirect (Scope 3) GHG emissions	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	305-4 GHG emissions intensity	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	305-5 Reduction of GHG emissions	2024 Sustainability Statement: 2024 Fast Facts, Operating Responsibly Throughout The Year - Key Performance Data.
	306-1 Waste generation and significant waste-related impacts	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	306-2 Management of significant waste-related	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	306-3 Waste generated	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	306-4 Waste diverted from disposal	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	306-5 Waste directed to disposal	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	308-1 New suppliers that were screened using environmental criteria	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.

GRI STANDARD	DISCLOSURE	LOCATION
GRI 400: Social	401-1 New employee hires and employee turnover	2024 Fast Facts, 2024 Sustainability Statement, Operating Responsibly Throughout The Year - Key Performance Data, 2024 Sustainability Statement
	401-2 Benefits provided to full-time employees	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	402-1 Minimum notice periods regarding operational changes	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	403-1 Occupational health and safety management system	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	403-2 Hazard identification, risk assessment, and incident investigation	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	403-3 Occupational health services	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	403-4 Worker participation, consultation, and communication on occupational health and safety	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	403-5 Worker training on occupational health and safety	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	403-6 Promotion of worker health	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	403-9 Work-related injuries	2024 Sustainability Statement: 2024 Fast Facts, Operating Responsibly Throughout The Year - Key Performance Data.
	404-1 Average hours of training per year per employee	2024 Fast Facts, 2024 Sustainability Statement, Operating Responsibly Throughout The Year - Key Performance Data, 2024 Sustainability Statement
	404-2 Programs for upgrading employee skills and transition assistance programs	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.

SUSTAINABILITY STATEMENT

CONTENT INDEX (CONTINUED)

GRI STANDARD	DISCLOSURE	LOCATION
GRI 400: Social (Continue)	404-3 Percentage of employees receiving regular performance and career development reviews	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	405-1 Diversity of governance bodies and employees	2024 Sustainability Statement: 2024 Fast Facts, Operating Responsibly Throughout The Year - Key Performance Data.
	408-1 Operations and suppliers at significant risk for incidents of child labour	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	409-1 Operations and suppliers at significant risk for incidents of forced or compulsory labour	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	414-1 New suppliers that were screened using social criteria	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	418-1 Substantiated complaints concerning breaches of customer privacy and losses of customer data	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.

IFRS S1 CONTENT INDEX

IFRS S1 STANDARD	INDICATOR DESCRIPTION	LOCATION
GOVERNANCE		
27 (a)	(i) how responsibilities for sustainability-related risks and opportunities are reflected in the terms of reference, mandates, role descriptions and other related policies applicable to that body(s) or individual(s).	2024 Sustainability Statement: Basis Of This Report, Policy And Governance, 2024 Sustainability Commitment.
	(ii) how the body(s) or individual(s) determines whether appropriate skills and competencies are available or will be developed to oversee strategies designed to respond to sustainability-related risks and opportunities.	Group 2024 Annual Report: Corporate Governance Statement, Group Operating Responsibly Throughout The Year - Key Performance Data, 2024 Sustainability Statement.
	(iii) how and how often the body(s) or individual(s) is informed about sustainability-related risks and opportunities.	2024 Sustainability Statement: Policy And Governance.
	(iv) how the body(s) or individual(s) takes into account sustainability-related risks and opportunities when overseeing the entity's strategy, its decisions on major transactions and its risk management processes and related policies, including whether the body(s) or individual(s) has considered trade-offs associated with those risks and opportunities.	2024 Sustainability Statement: Policy And Governance.
	(v) how the body(s) or individual(s) oversees the setting of targets related to sustainability-related risks and opportunities, and monitors progress towards those targets (see paragraph 51), including whether and how related performance metrics are included in remuneration policies.	Group 2024 Annual Report: 2024 Sustainability Statement's Policy And Governance, Corporate Governance Statement.
STRATEGY		
30 (a)	describe sustainability-related risks and opportunities that could reasonably be expected to affect the entity's prospects.	2024 Sustainability Statement: Stakeholders Engagement & Material Sustainability Priorities, Sustainability Related Impacts, Risks And Opportunities.
32 (a)	a description of the current and anticipated effects of sustainability-related risks and opportunities on the entity's business model and value chain.	2024 Sustainability Statement: Stakeholders Engagement & Material Sustainability Priorities, Sustainability Related Impacts, Risks And Opportunities.
33 (a)	how the entity has responded to, and plans to respond to, sustainability-related risks and opportunities in its strategy and decision-making.	2024 Sustainability Statement: Policy And Governance, Stakeholders Engagement & Material Sustainability Priorities, Sustainability Related Impacts, Risks And Opportunities.

IFRS S1 STANDARD	INDICATOR DESCRIPTION	LOCATION
RISK MANAGEMENT		
44 (a)	(i) the inputs and parameters the entity uses.	Sustainability Related Impacts, Risks And Opportunities, 2024 Sustainability Statement.
	(v) how the entity monitors sustainability-related risks.	Sustainability Related Impacts, Risks And Opportunities, 2024 Sustainability Statement.
44 (c)	the extent to which, and how, the processes for identifying, assessing, prioritising and monitoring sustainability-related risks and opportunities are integrated into and inform the entity's overall risk management process.	Sustainability Related Impacts, Risks And Opportunities, 2024 Sustainability Statement.
METRICS AND TARGETS		
50 (a)	how the metric is defined, including whether it is derived by adjusting a metric taken from a source other than IFRS Sustainability Disclosure Standards and, if so, which source and how the metric disclosed by the entity differs from the metric specified in that source.	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
50 (d)	the method used to calculate the metric and the inputs to the calculation, including the limitations of the method used and the significant assumptions made.	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
51 (a)	the metric used to set the target and to monitor progress towards reaching the target.	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
51 (b)	the specific quantitative or qualitative target the entity has set or is required to meet.	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
51 (c)	the period over which the target applies.	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
51 (d)	the base period from which progress is measured.	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
51 (e)	any milestones and interim targets	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
51 (f)	performance against each target and an analysis of trends or changes in the entity's performance.	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
53	label and define metrics and targets using meaningful, clear and precise names and descriptions	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.

SUSTAINABILITY STATEMENT
CONTENT INDEX (CONTINUED)

IFRS S2 CONTENT INDEX

IFRS S1 STANDARD	INDICATOR DESCRIPTION	LOCATION
GOVERNANCE		
6 (a)	(i) how responsibilities for climate-related risks and opportunities are reflected in the terms of reference, mandates, role descriptions and other related policies applicable to that body(s) or individual(s).	2024 Sustainability Statement: Basis Of This Report, Policy And Governance, Sustainability Commitment.
	(ii) how the body(s) or individual(s) determines whether appropriate skills and competencies are available or will be developed to oversee strategies designed to respond to climate-related risks and opportunities.	Group 2024 Annual Report: Corporate Governance Statement, Operating Responsibly Throughout The Year - Key Performance Data. 2024 Sustainability Statement: Policy And Governance.
	(iii) how and how often the body(s) or individual(s) is informed about climate-related risks and opportunities.	2024 Sustainability Statement: Policy And Governance.
6 (b)	(i) whether the role is delegated to a specific management-level position or management-level committee and how oversight is exercised over that position or committee.	2024 Sustainability Statement: Basis Of This Report, Policy And Governance, Sustainability Commitment.
	(ii) whether management uses controls and procedures to support the oversight of climate-related risks and opportunities and, if so, how these controls and procedures are integrated with other internal functions.	2024 Sustainability Statement: Basis Of This Report, Policy And Governance, Sustainability Commitment.
14 (c)	quantitative and qualitative information about the progress of plans disclosed in previous reporting periods.	2024 Sustainability Statement: Basis Of This Report, Policy And Governance, Sustainability Commitment.
RISK MANAGEMENT		
25 (a)	the processes and related policies the entity uses to identify, assess, prioritise and monitor climate-related risk.	2024 Sustainability Statement: Sustainability Related Impacts, Risks And Opportunities.
25 (c)	the extent to which, and how, the processes for identifying, assessing, prioritising and monitoring climate-related risks and opportunities are integrated into and inform the entity's overall risk management process.	2024 Sustainability Statement: Sustainability Related Impacts, Risks And Opportunities.
METRICS AND TARGETS		
29 (a)	(i) disclose its absolute gross greenhouse gas emissions generated during the reporting period, expressed as metric tonnes of CO2 equivalent.	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	(ii) measure its greenhouse gas emissions in accordance with the Greenhouse Gas Protocol: A Corporate Accounting and Reporting Standard (2004) unless required by a jurisdictional authority or an exchange on which the entity is listed to use a different method for measuring its greenhouse gas emissions.	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
	(iii) disclose the approach it uses to measure its greenhouse gas emissions.	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
33	disclose the quantitative and qualitative climate-related targets it has set to monitor progress towards achieving its strategic goals, and any targets it is required to meet by law or regulation, including any greenhouse gas emissions targets.	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
34	disclose information about its approach to setting and reviewing each target, and how it monitors progress against each target.	2024 Sustainability Statement: Operating Responsibly Throughout The Year - Key Performance Data.
Volume 35 Home Builders - Design for Resource Efficiency		
IF-HB-000.B	Number of homes delivered.	Group 2024 Annual Report.

Reference: IFRS S2 STANDARDS

SUSTAINABILITY PERFORMANCE DATA TABLE

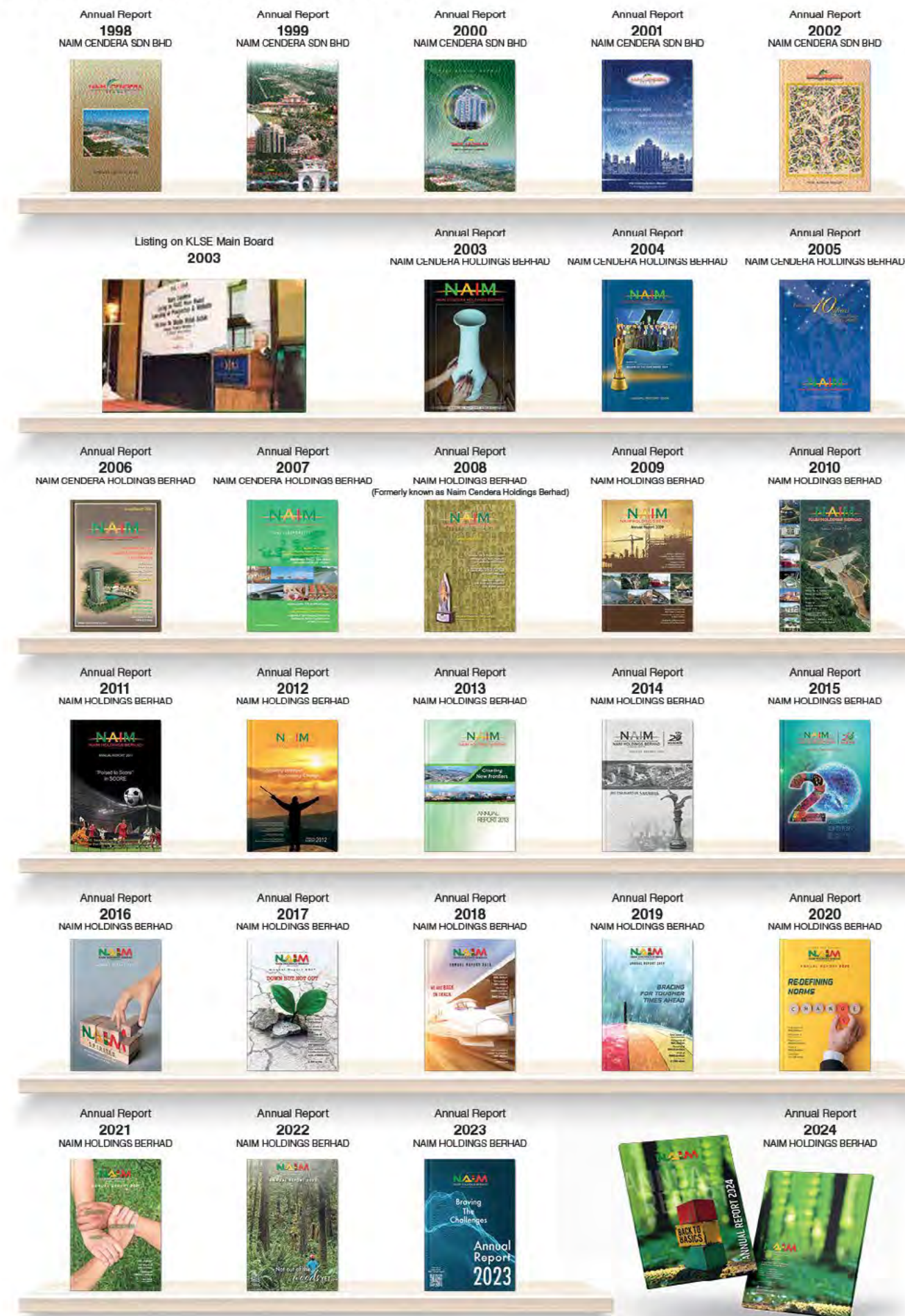
Indicator	Measurement Unit	2023	2024
Bursa (Community/Society)			
Bursa C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	382,986.00	359,000.00
Bursa C2(b) Total number of beneficiaries of the investment in communities	Number	19.00	49.00
Bursa (Diversity)			
Bursa C3(a) Percentage of employees by gender and age group, for each employee category			
Age Group by Employee Category			
Senior Management			
Senior Management Under 30	Percentage	0.00	0.00
Senior Management Between 30-59	Percentage	87.00	100.00
Senior Management Above 60	Percentage	13.00	0.00
Manager			
Manager Under 30	Percentage	0.00	4.00
Manager Between 30-59	Percentage	97.00	90.00
Manager Above 60	Percentage	3.00	6.00
Executive			
Executive Under 30	Percentage	28.00	36.00
Executive Between 30-59	Percentage	70.00	62.00
Executive Above 60	Percentage	2.00	2.00
Non-Executive			
Non-executive/Technical Staff/General Workers Under 30	Percentage	17.00	35.00
Non-executive/Technical Staff/General Workers Between 30-59	Percentage	81.00	64.00
Non-executive/Technical Staff/General Workers Above 60	Percentage	2.00	2.00
Bursa C6(b) Percentage of employees that are contractors or temporary staff			
Senior Management			
Senior Management Male	Percentage	67.00	44.00
Senior Management Female	Percentage	33.00	56.00
Manager			
Manager Male	Percentage	58.00	55.00
Manager Female	Percentage	42.00	45.00
Executive			
Executive Male	Percentage	33.00	29.00
Executive Female	Percentage	67.00	71.00
Non-Executive			
Non-executive/Technical Staff/General Workers Male	Percentage	73.00	75.00
Non-executive/Technical Staff/General Workers Female	Percentage	27.00	25.00



SUSTAINABILITY PERFORMANCE DATA TABLE (CONTINUED)

Bursa C3(b) Percentage of directors by gender and age group For FY2024, as outlined in Bursa Malaysia's Listing Requirements, Director count only includes those under the company's payroll.			
Bursa Malaysia's Listing Requirements			
Male	Percentage	71.00	100.00
Female	Percentage	29.00	0.00
Under 30	Percentage	0.00	0.00
Between 30-59	Percentage	14.29	0.00
Above 60	Percentage	85.71	100.00
Bursa (Health and safety)			
Bursa C5(a) Number of work-related fatalities	Number	1.00	0.00
Bursa C5(b) Lost time incident rate ("LTIR")	Rate	0.10	0.10
Bursa C5(c) Number of employees trained on health and safety standards	Number	380.00	168.00
Bursa (Energy management)			
Bursa C4(a) Total energy consumption	Megawatt	8,744.62	5,633.68
Bursa (Water)			
Bursa C9(a) Total volume of water used	Megalitres	219.26	259.54
Bursa (Labour practices and standards)			
Bursa C6(a) Total hours of training by employee category			
Senior Management	Hours	300.00	1,854.00
Manager	Hours	2,765.00	3,354.00
Executive	Hours	19,485.00	5,326.00
Non-executive/Technical/General Workers	Hours	2,960.00	516.00
Bursa C6(b) Percentage of employees that are contractors or temporary staff			
Bursa C6(b) Percentage of employees that are contractors or temporary staff	Percentage	58.90	53.02
Bursa C6(c) Total number of employee turnover by employee category			
Senior Management	Number	7.00	6.00
Manager	Number	18.00	18.00
Executive	Number	34.00	30.00
Non-executive/Technical Staff/General Workers	Number	65.00	32.00
Bursa C6(d) Number of substantiated complaints concerning human rights violations	Number	0.00	0.00
Bursa (Supply chain management)			
Bursa C7(a) Proportion of spending on local suppliers. Local suppliers are identified as those operating from and in Sarawak.	Percentage	79.71	72.70

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