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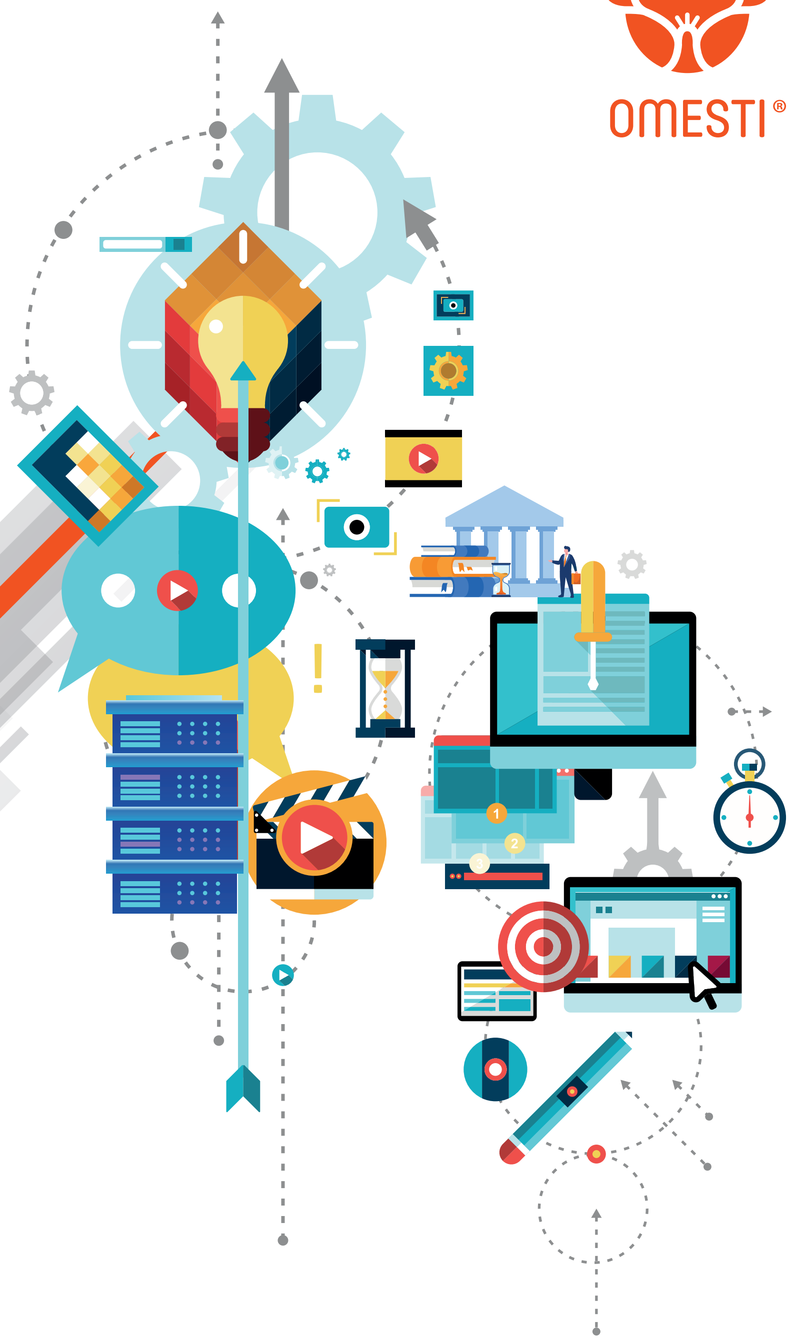

ANNUAL REPORT 2024

FINANCIAL STATEMENTS

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VOLUME 2

FINANCIAL STATEMENTS


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DIRECTORS' REPORT

The Directors hereby present their report and the audited financial statements of the Group and of the Company for the financial year ended 31 March 2024.

PRINCIPAL ACTIVITIES

The Company is principally engaged in investment holding activities, the provision of management services and the provision of information technology and maintenance services. The principal activities of the subsidiaries are mainly provision of information technology services in terms of hardware, software, consultation services and maintenance to the telecommunication, oil and gas and government sectors, investment holding activities, provision of corporate secretarial, accounting and payroll services, design and development of application software and website, provision and management of co-working spaces, provision of medical and laboratory related services and trading of pharmaceutical products.

Further details of the subsidiaries have been disclosed in Note 7 to the financial statements.

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

RESULTS

	Group RM	Company RM
Loss for the financial year	(257,762,632)	(168,085,544)
Attributable to:		
Owners of the Company	(255,311,326)	(168,085,544)
Non–controlling interests	(2,451,306)	–
	(257,762,632)	(168,085,544)

DIVIDEND

No dividend has been proposed, declared or paid by the Company since the end of the previous financial year. The Directors do not recommend any payment of dividend in respect of the current financial year.

RESERVES AND PROVISIONS

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

ISSUE OF SHARES AND DEBENTURES

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

OPTIONS GRANTED OVER UNISSUED SHARES

LONG-TERM INCENTIVE PLAN ("LTIP")

At an Extraordinary General Meeting held on 24 September 2013, the Directors were authorised to proceed with the establishment and administration of the LTIP, which comprises an Employee Share Option Scheme ("ESOS") and an Employee Share Grant Plan ("ESGP") and is administered by the LTIP Committee appointed by the Board of Directors, in accordance with the By-Laws of the LTIP. The LTIP shall be in force for a period of 5 years from 16 October 2013, unless extended further.

On 16 August 2018, in pursuant to the By-Laws 26.3 of the Company's LTIP By-Laws and upon the recommendation by the LTIP Committee, the Board of Directors resolved to extend its existing LTIP for a period of five (5) years commencing from 16 October 2018 on the same terms and conditions as stipulated in the said By-Laws.

The main features of the LTIP are as follows:

(a) Eligible Directors and employees are those who are confirmed employees of the Company and/or its eligible subsidiaries and has attained the age of 18 years before the date of offer;

(b) The maximum number of options to be issued under the LTIP should not exceed in aggregate 15% of the issued and paid-up ordinary share capital of the Company at any point of time during the tenure of the LTIP. In addition, any individual Director or employee's maximum entitlement should not exceed 10% of the ordinary shares of the Company in issue in the 12 months period up to (and including) the date of the grant;

(c) Options granted may be exercised at any time within the option period from the date of offer;

(d) In the case of the ESGP, the shares will be vested with the grantee at no consideration on the vesting date: while in the case of the ESOS, the option price of a new ordinary share should be the 5-day weighted average market prices of the shares as quoted in the Daily Official List issued by Bursa Malaysia Securities Berhad immediately preceding the date of offer; and

(e) Options granted are not entitled to dividends or voting rights. Upon exercise of the options, the ordinary shares issued rank pari passu in all respects with the existing ordinary shares of the Company.

The fair value of share options granted to eligible employees, was determined using the Black-Scholes-Merton option pricing model, taking into account the terms and conditions upon which the options were granted.

Further details of the LTIP are disclosed in Note 41 to the financial statements.

During the financial year, the Company did not award any new ordinary shares under the ESGP to eligible executive employees of the Company.

The LTIP expired on 16 October 2023 pursuant to the By-Laws of the LTIP. As a result thereof, the LTIP committee was dissolved on 19 July 2024.

DIRECTORS

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

Omesti Berhad

YAM Tunku Zain Al-'Abidin Ibni Tuanku Muhriz
Dato' Sri Thong Kok Khee
Mah Xian-Zhen
Tan Wee Hoong
Monteiro Gerard Clair
Danny Hoe Kam Thong

Subsidiaries of Omesti Berhad (excluding those who are already listed above)

Datuk Mohd Samsuri Bin Mohd Sohot	
Nik Shazni Farhan Bin Nik Mohammad Shah	
Ku Azhar Bin Ku Abdul Razak	
Dato' Sri Mohammad Nadjion Bin Nasir	
Lim Bee Eng	
Thong Mei Chuen	
Chan Kong Yew	
Lee Kong Kheong	(Alternate Director to Chan Kong Yew)
Lim Li Sze	
Yee Chun Syan	
Dr. Tomy Ling Duon Mien	
Dato' Ahmad Nasir Bin Abdul Gani	(Appointed on 3 July 2023 and resigned on 2 July 2024)

DIRECTORS' INTERESTS

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

	<------------------- Number of ordinary shares ------------------->			
Shares in the Company	**Balance as at 1.4.2023**	**Addition**	**Sold**	**Balance as at 31.3.2024**
Direct interests				
Monteiro Gerard Clair	39,141,455	–	–	39,141,455
Mah Xian-Zhen	1,501,555	–	–	1,501,555
Indirect interests				
Dato' Sri Thong Kok Khee^	53,859,500	5,580,000	(5,580,000)	53,859,500
Monteiro Gerard Clair#	66,333,700	–	–	66,333,700
Mah Xian-Zhen@	9,645,000	–	–	9,645,000

DIRECTORS' INTERESTS (CONT'D.)

The Directors holding office at the end of the financial year and their beneficial interests in the ordinary shares, warrants and redeemable preference shares of the Company and of its related corporations during the financial year as recorded in the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act 2016 in Malaysia were as follows: (Cont'd.)

	<----------------------- Number of warrants ----------------------->			
Shares in the Company	**Balance as at 1.4.2023**	**Addition**	**Sold**	**Balance as at 31.3.2024**
Direct interests				
Monteiro Gerard Clair	13,945,959	–	–	13,945,959
Mah Xian-Zhen	42,000	–	–	42,000
Indirect interests				
Dato' Sri Thong Kok Khee^	26,214,532	2,604,000	(2,604,000)	26,214,532
Monteiro Gerard Clair#	32,620,000	–	–	32,620,000
Mah Xian-Zhen@	4,501,000	–	–	4,501,000

	<-------- Number of redeemable preference shares -------->			
Shares in the Company	**Balance as at 1.4.2023**	**Addition**	**Sold**	**Balance as at 31.3.2024**
Direct interests				
Monteiro Gerard Clair	64,640	–	–	64,640
Mah Xian-Zhen	55,000	–	–	55,000
Indirect interests				
Dato' Sri Thong Kok Khee^	11,234,800	–	–	11,234,800
Mah Xian-Zhen@	1,929,000	–	–	1,929,000

^ Deemed interest by virtue of his substantial interest in Insas Berhad, pursuant to Section 8(4) of the Companies Act 2016 in Malaysia.

Deemed interest by virtue of his substantial interest in H2O Holdings Sdn. Bhd., pursuant to Section 8(4) of the Companies Act 2016 in Malaysia.

@ Deemed interest by virtue of her spouse's interest, pursuant to Section 59(11)(c) of the Companies Act 2016 in Malaysia.

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

DIRECTORS' BENEFITS

Since the end of the previous financial year, none of the Directors have received or become entitled to receive any benefit (other than those benefits included in the aggregate amount of remuneration received or due and receivable by the Directors as shown in 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 Directors is a member, or with a company in which the Director has a substantial financial interest, other than the following:

(a) certain Directors who may be deemed to derive benefits by virtue of trade transactions entered into with companies in which certain Directors have substantial financial interests; and

(b) certain Directors who received remuneration from the subsidiaries as Directors of the subsidiaries.

The details of the above transactions are disclosed in Notes 36 and 42 to the financial statements.

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

DIRECTORS' REMUNERATION

Directors' remuneration of the Group and of the Company for the financial year ended 31 March 2024 were as follows:

	Group RM	Company RM
Directors' fees	470,000	470,000
Directors' emoluments	393,897	393,897
	863,897	863,897

Estimated monetary value of benefits-in-kind provided to a Director of the Group and of the Company are RM66,062 and RM66,062 respectively.

INDEMNITY AND INSURANCE FOR DIRECTORS, OFFICERS AND AUDITORS

The Group and the Company effected Directors' liability insurance during the financial year to protect the Directors of the Group and of the Company against potential costs and liabilities arising from claims brought against the Directors. The amount of insurance premium paid by the Group and the Company for the financial year ended 31 March 2024 was RM53,010.

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

OTHER STATUTORY INFORMATION REGARDING THE GROUP AND THE COMPANY

(I) AS AT THE END OF THE FINANCIAL YEAR

(a) Before the financial statements of the Group and of the Company were prepared, the Directors took reasonable steps:

(i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and had satisfied themselves that all known bad debts had been written off and that adequate provision had been made for doubtful debts; and

(ii) to ensure that any current assets other than debts, which were unlikely to realise their book values in the ordinary course of business had been written down to their estimated realisable values.

(b) In the opinion of the Directors, the results of operations of the Group and of the Company during the financial year have not been substantially affected by any item, transaction or event of a material and unusual nature.

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

(c) The Directors are not aware of any circumstances:

(i) which would render the amount of bad debts written off or the amount of provision for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent;

(ii) which would render the values attributed to current assets in the financial statements of the Group and of the Company misleading; and

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

(d) In the opinion of the Directors:

(i) there has not arisen any item, transaction or event of a material and unusual nature which is likely to affect substantially the results of operations of the Group and of the Company for the financial year in which this report is made; and

(ii) no contingent or other liability has become enforceable, or is likely to become enforceable, within the period of twelve (12) months after the end of the financial year which would or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due.

(III) AS AT THE DATE OF THIS REPORT

(e) There are no charges on the assets of the Group and of the Company which have arisen since the end of the financial year to secure the liabilities of any other person.

(f) There are no contingent liabilities of the Group and of the Company which have arisen since the end of the financial year.

(g) The Directors are not aware of any circumstances not otherwise dealt with in the report or financial statements which would render any amount stated in the financial statements of the Group and of the Company misleading.

SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

(a) On 22 May 2023, Omesti Holdings Berhad ("OHB"), wholly-owned subsidiary of the Company, acquired additional 4,000 ordinary shares representing 40% of the entire issued and paid-up share capital of Prima Arenaniaga Sdn. Bhd. ("PASB") for a total cash consideration of RM1. After the completion of the acquisition, PASB is now a wholly-owned subsidiary of OHB.

(b) On 27 May 2023, Bancore Asia Pte Ltd ("BAP"), an indirect wholly-owned subsidiary of the Company had disposed its entire equity interest in Microlink Solutions Vietnam Company Limited ("MSV") for a total cash consideration of RM1 as disclosed in Note 7(e)(iv) to the financial statements.

AUDITORS

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

Auditors' remuneration of the Group and of the Company for the financial year ended 31 March 2024 were as follows:

	Group RM	Company RM
Statutory audit	340,000	81,000
Other services	7,200	7,200
	347,200	88,200

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

Monteiro Gerard Clair
Director

Danny Hoe Kam Thong
Director

Kuala Lumpur
30 July 2024

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 15 to 115 have been drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards, and the provisions of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 March 2024 and of the financial performance and cash flows of the Group and of the Company for the financial year then ended.

On behalf of the Board,

Monteiro Gerard Clair
Director

Danny Hoe Kam Thong
Director

Kuala Lumpur
30 July 2024

STATUTORY DECLARATION

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

I, Wong Kaixuan, being the officer primarily responsible for the financial management of Omesti Berhad, do solemnly and sincerely declare that the financial statements as set out on pages 15 to 115 are, to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly)
declared by the abovenamed at)
Kuala Lumpur this)
30 July 2024)

Wong Kaixuan

Before me:

INDEPENDENT AUDITORS' REPORT

To the members of Omesti Berhad
(Incorporated in Malaysia)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

OPINION

We have audited the financial statements of Omesti Berhad, which comprise the statements of financial position as at 31 March 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 financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 15 to 115.

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 March 2024, and of their financial performance and cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards ("MFRSs"), IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

BASIS FOR OPINION

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

Independence and Other Ethical Responsibilities

We are independent of the Group and of the Company in accordance with the *By-Laws (on Professional Ethics, Conduct and Practice)* of the Malaysian Institute of Accountants ("By-Laws") and the International Ethics Standards Board for Accountants' *International Code of Ethics for Professional Accountants (including International Independence Standards)* ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

KEY AUDIT MATTERS

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

1. Impairment assessment of the carrying amount of goodwill

As at 31 March 2024, the cost of the goodwill of the Group was RM14.1 million and the accumulated impairment losses were RM10.5 million, as disclosed in Note 5 to the financial statements. There was an impairment of RM10.5 million on the carrying amount of goodwill during the financial year.

We determined this to be a key audit matter as the assessment of impairment based on the value-in-use model is complex and it requires significant judgements and estimates about the future results and key assumptions applied to cash flow projections of the cash generating units ("CGU") in determining its recoverable amounts. These key assumptions include forecasted revenue growth rates and operating profit margins, as well as determining an appropriate pre-tax discount rate used for each CGU.

KEY AUDIT MATTERS (CONT'D.)

1. *Impairment assessment of the carrying amount of goodwill (cont'd.)*

Audit response

Our audit procedures included the following:

(i) compared prior period budgets to actual outcomes to assess reliability of management's forecasting process;

(ii) assessed and evaluated the key assumptions used in forecasting revenues, operating profit margins and growth rates;

(iii) assessed appropriateness of pre-tax discount rate used by management by comparing to the market data, weighted average cost of capital of the Group and relevant risk factors; and

(iv) assessed and evaluated sensitivity analysis performed by management on the cash flow projections to evaluate the impact on the impairment assessment.

2. *Impairment assessment on the carrying amount of property, plant and equipment*

As stated in Note 13(d) to the financial statements, the carrying amount of property, plant and equipment as at 31 March 2024 of the Group which has impairment indicators was RM3.8 million. As such, management has performed impairment assessment on these Cash Generating Units ("CGUs").

We determined this to be a key audit matter as the assessment of impairment based on the value-in-use model is complex and it requires significant judgements and estimates about the future results and key assumptions applied to cash flow projections of the CGUs in determining its recoverable amounts. These key assumptions include forecasted revenue growth rates and operating profit margins, as well as determining an appropriate pre-tax discount rate used for each CGU.

Audit response

Our audit procedures included the following:

(i) compared prior period budgets to actual outcomes to assess reliability of management's forecasting process;

(ii) assesed and evaluated the key assumptions used in forecasting revenues, operating profit margins and growth rates;

(iii) assessed appropriateness of pre-tax discount rate used for the CGU by comparing to the weighted average cost of capital of the Group and relevant risk factors; and

(iv) assessed and evaluated sensitivity analysis performed by management on the cash flow projections to evaluate the impact on the impairment assessment.

KEY AUDIT MATTERS (CONT'D.)

3. ***Assessment of the Group's ability to meet short-term obligations***

During the financial year ended 31 March 2024, the Group recorded a net loss of RM257.8 million and as at that date, the Group's current liabilities exceeded its current assets by RM67.2 million, without taking into consideration of the classification of non-current assets held for sale in respect of the Group's investment in an associate quoted in Malaysia of RM112.6 million as disclosed in Note 23 to the financial statements ("associate").

The Directors have prepared cash flow forecast as part of the assessment of whether the Group will have sufficient cash flows for the next twelve (12) months from the date of the financial statements to meet its cash flow requirements. The liquidity risk assessment is dependent on the expectations of, and estimates made by the Directors including the expectations of timing of disposal of the Group's investment in an associate and the repayment of amount due to the associate of RM46.0 million, and the Directors' estimates of revenue forecast and major operating costs as well as the impact of the price fluctuation of the quoted shares of the associate.

Subsequent to the financial year-end, the associate agreed to not to call upon on the amount owing to the associate unless the Group has disposed of the associate's shares, and the repayment will not cause the Group to suffer an insolvency or liquidity position.

As the Group is currently in a net current liability position without taking into consideration of the classification of non-current asset held for sale in respect of the investment in an associate, we focused on the actions and measures taken by the Group to meet their obligations in the next twelve (12) months.

Audit response

Our audit procedures included the following:

(i) reviewed the letter from the associate on the payment arrangement for amount owing to the associate;

(ii) evaluated the estimates made by Directors in respect of the revenue forecasts against the historical trends and contract values of on-going projects and latest sales orders;

(iii) evaluated the estimates made by Directors in respect of major operating costs against the Group's historical results and actual results subsequent to end of the reporting period; and

(iv) evaluated the estimates made by Directors in respect of the share price of the associate against external data on the recent share price of the associate.

KEY AUDIT MATTERS (CONT'D.)

4. Impairment assessment of the amounts owing by subsidiaries (company level)

As at 31 March 2024, the gross amounts owing by subsidiaries of the Company were RM203.8 million and the accumulated impairment losses were RM82.2 million, as disclosed in Note 18 to the financial statements.

We determined this to be a key audit matter because it requires management to exercise significant judgements in determining the probability of default by subsidiaries, appropriate forward-looking information and significant increase in credit risk.

Audit response

Our audit procedures included the following:

(i) recomputed probability of default using historical data and forward-looking adjustment applied by the Company;

(ii) assessed the appropriateness of the indicators of significant increase in credit risk applied by the management and the resultant basis for classification of exposure into respective stages;

(iii) discussed with management on the basis for determining cash flows recoverable, where applicable; and

(iv) assessed actual loss events subsequent to the end of reporting period for its relationship with the indicators of significant increase in credit risk applied by management.

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITORS' REPORT THEREON

The Directors of the Company are responsible for the other information. The other information comprises the information included in the annual report, but does not include the financial statements of the Group and of the Company and our auditors' report thereon.

Our opinion on the financial statements of the Group and of the Company does not cover the other information and we do not express any form of assurance conclusion thereon.

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

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

RESPONSIBILITIES OF THE DIRECTORS FOR THE FINANCIAL STATEMENTS

The Directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with MFRSs, IFRS Accounting Standards, and the requirements of the Companies Act 2016 in Malaysia. The Directors are also responsible for such internal control as the Directors determine is necessary to enable the preparation of financial statements of the Group and of the Company that are free from material misstatement, whether due to fraud or error.

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

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

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

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

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

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

(d) Conclude on the appropriateness of the Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group 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.

(e) Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.

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

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

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.

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (CONT'D.)

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

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 7 to the financial statements.

OTHER MATTERS

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

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

Pang Zhi Hao
03450/09/2025 J
Chartered Accountant

Kuala Lumpur
30 July 2024

STATEMENTS OF FINANCIAL POSITION
As at 31 March 2024

		Group		Company	
	Note	2024 RM	2023 RM	2024 RM	2023 RM
ASSETS					
Non-current assets					
Goodwill	5	3,561,836	14,099,456	–	–
Other intangible assets	6	84,543,139	161,908,907	2,162,113	76,929,233
Investments in subsidiaries	7	–	–	61,527,759	160,249,999
Investments in associates	8	11,688,100	309,245,719	–	–
Investment in a joint venture	9	–	–	–	–
Other investments	10	2,128,324	1,796,324	–	–
Deferred tax assets	12	528,355	720,783	–	–
Property, plant and equipment	13	44,571,164	28,854,379	1,055,012	2,523,620
Investment property	14	654,464	674,341		–
		147,675,382	517,299,909	64,744,884	239,702,852
Current assets					
Inventories and contract costs	15	10,826,111	12,213,153	–	1,894,385
Trade receivables	16	23,622,201	15,456,143	4,642,228	5,028,227
Other receivables, deposits and prepayments	11	9,036,667	19,777,032	3,686,082	6,057,628
Contract assets	17	1,025,231	37,609	1,398,209	1,054,800
Amounts owing by subsidiaries	18	–	–	121,650,819	128,749,570
Amounts owing by associates	19	792,670	83,878	38,497	–
Amount owing by a joint venture	20	374,040	1,267,015	121,555	82,859
Amounts owing by related parties	21	9,036,009	5,583,854	778,475	300,000
Current tax assets		1,405,911	1,484,873	11,895	117,982
Cash and bank balances	22	31,784,580	49,296,390	12,545,979	10,954,372
		87,903,420	105,199,947	144,873,739	154,239,823
Non-current asset held for sale	23	112,571,280	–	–	–
TOTAL ASSETS		348,150,082	622,499,856	209,618,623	393,942,675
EQUITY AND LIABILITIES					
Equity attributable to owners of the Company					
Share capital	24	279,794,933	279,794,933	279,794,933	279,794,933
Reserves	25	50,310,993	50,544,519	51,784,506	51,784,506
(Accumulated losses)/Retained earnings		(264,348,333)	441,817	(316,563,473)	(148,238,914)
		65,757,593	330,781,269	15,015,966	183,340,525
Non-controlling interests	7	2,912,099	(4,115,419)	–	–
TOTAL EQUITY		68,669,692	326,665,850	15,015,966	183,340,525

	Note	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
LIABILITIES					
Non-current liabilities					
Borrowings	26	1,027,980	6,066,998	–	3,965,823
Redeemable preference shares	28	94,627,983	89,222,452	94,627,983	89,222,452
Lease liabilities	29	28,341,119	10,628,007	375,495	2,373,325
Provisions	30	115,525	115,525	115,525	115,525
Other payables, deposits and accruals	32	261,465	439,146	–	–
Deferred tax liabilities	12	2,030	2,030	–	–
		124,376,102	106,474,158	95,119,003	95,677,125
Current liabilities					
Trade payables	31	10,788,201	7,427,814	936,879	368,217
Other payables, deposits and accruals	32	22,422,575	42,846,120	3,469,480	2,665,798
Contract liabilities	33	24,692	24,692	–	–
Amounts owing to subsidiaries	18	–	–	41,849,885	40,823,136
Amounts owing to associates	19	761,349	1,089,945	–	-
Amounts owing to related parties	21	43,086,229	31,941,211	35,274,496	30,673,638
Amount owing to a joint venture	20	9,613	20,076	–	–
Borrowings	26	62,467,733	89,437,030	17,550,786	39,889,080
Lease liabilities	29	15,543,896	16,552,365	402,128	505,156
Current tax liabilities		–	20,595	–	–
		155,104,288	189,359,848	99,483,654	114,925,025
TOTAL LIABILITIES		279,480,390	295,834,006	194,602,657	210,602,150
TOTAL EQUITY AND LIABILITIES		348,150,082	622,499,856	209,618,623	393,942,675

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

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the financial year ended 31 March 2024

		Group		Company	
	Note	2024 RM	2023 RM	2024 RM	2023 RM
Continuing operations:					
Revenue	35	116,149,046	116,225,789	40,123,671	77,625,306
Cost of sales		(60,873,996)	(73,770,666)	(20,271,333)	(35,714,646)
Gross profit		55,275,050	42,455,123	19,852,338	41,910,660
Other operating income		61,881,916	19,563,936	1,430,407	1,890,306
Depreciation and amortisation expenses		(30,740,553)	(38,844,307)	(3,532,411)	(3,808,609)
Employee benefits	36	(19,627,309)	(25,807,433)	(1,662,379)	(4,624,044)
Other operating expenses		(284,836,109)	(44,999,313)	(173,502,657)	(5,320,352)
Net (losses)/gains on impairment of financial assets and financial guarantee contracts		(1,963,532)	(770,062)	1,711,630	5,079,113
Finance costs	37	(18,037,668)	(20,369,669)	(12,382,472)	(13,823,790)
Share of results of associates, net of tax	8	(18,217,187)	7,218,102	–	–
(Loss)/Profit before tax		(256,265,392)	(61,553,623)	(168,085,544)	21,303,284
Tax expense	38	(1,497,240)	(869,613)	–	–
(Loss)/Profit for the financial year from continuing operations		(257,762,632)	(62,423,236)	(168,085,544)	21,303,284
Discontinued operation:					
– Results from operation	7	–	6,589,602	–	–
– Gain on disposal of subsidiaries	7	–	184,923,264	–	–
Profit for the financial year from discontinued operation, net of tax		–	191,512,866	–	–
(Loss)/Profit for the financial year		(257,762,632)	129,089,630	(168,085,544)	21,303,284

		Group		Company	
	Note	2024 RM	2023 RM	2024 RM	2023 RM
(Loss)/Profit for the financial year		(257,762,632)	129,089,630	(168,085,544)	21,303,284
Other comprehensive income/(loss), net of tax					
Items that may be reclassified subsequently to profit or loss					
Continuing operations:					
Foreign currency translations for foreign operations, net of tax		558,215	369,630	–	–
Cumulative exchange differences reclassified to profit or loss upon disposal	7(e)	(481,444)	(184,900)	–	–
Share of other comprehensive loss of associates, net of tax	8	(310,297)	(220,655)	–	–
Total other comprehensive loss from continuing operations		(233,526)	(35,925)	–	–
Discontinued operation:					
Foreign currency translations for foreign operations, net of tax		–	(240,766)	–	–
Cumulative exchange differences reclassified to profit or loss upon disposal	7(e)	–	(23,733)	–	–
Total other comprehensive loss from discontinued operation		–	(264,499)	–	–
Total other comprehensive loss		(233,526)	(300,424)	–	–
Total comprehensive (loss)/income		(257,996,158)	128,789,206	(168,085,544)	21,303,284

		Group		Company	
	Note	2024 RM	2023 RM	2024 RM	2023 RM
(Loss)/Profit attributable to:					
Owners of the Company					
– from continuing operations		(255,311,326)	(64,999,593)	(168,085,544)	21,303,284
– from discontinued operation		–	191,512,560	–	–
		(255,311,326)	126,512,967	(168,085,544)	21,303,284
Non-controlling interests	7(f)	(2,451,306)	2,576,663	–	–
		(257,762,632)	129,089,630	(168,085,544)	21,303,284
Total comprehensive (loss)/income attributable to:					
Owners of the Company					
– from continuing operations		(255,544,852)	(65,301,880)	(168,085,544)	21,303,284
– from discontinued operation		–	191,512,560	–	–
		(255,544,852)	126,210,680	(168,085,544)	21,303,284
Non-controlling interests	7(f)	(2,451,306)	2,578,526	–	–
		(257,996,158)	128,789,206	(168,085,544)	21,303,284
Basic and diluted (loss)/earnings per share (sen)	39				
– from continuing operations		(47.22)	(12.13)		
– from discontinued operation		–	35.74		
		(47.22)	23.61		

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the financial year ended 31 March 2024

Group	Note	Share capital RM	Capital reserve RM	Warrant reserve RM	Exchange translation reserve RM	(Accumulated losses)/ Retained earnings RM	Total attributable to owners of the Company RM	Non-controlling interests RM	Total equity RM
		<---------- Non-distributable			---------->				
Balance as at 1 April 2022		276,948,988	24,663,246	27,121,260	(937,700)	(133,113,992)	194,681,802	92,598,960	287,280,762
Profit for the financial year		–	–	–	–	126,512,967	126,512,967	2,576,663	129,089,630
Foreign currency translations for foreign operations, net of tax		–	–	–	(81,632)	–	(81,632)	1,863	(79,769)
Share of other comprehensive loss of associates, net of tax		–	–	–	(220,655)	–	(220,655)	–	(220,655)
Total comprehensive (loss)/income		–	–	–	(302,287)	126,512,967	126,210,680	2,578,526	128,789,206
Transactions with owners									
Shares issued pursuant to Employee Share Grant Plan ("ESGP")		2,845,945	–	–	–	–	2,845,945	513,000	3,358,945
Effects from dilution of a subsidiary		–	–	–	–	–	–	152,839	152,839
Effects arising from disposal of subsidiaries	7(e)	–	–	–	–	–	–	(105,059,280)	(105,059,280)
Arising from accretion of equity interests in subsidiaries		–	–	–	–	82,613	82,613	–	82,613
Arising from dilution of equity interests in subsidiaries		–	–	–	–	6,960,229	6,960,229	5,325,936	12,286,165
Dividend paid to non-controlling interests		–	–	–	–	–	–	(225,400)	(225,400)
Total transactions with owners		2,845,945	–	–	–	7,042,842	9,888,787	(99,292,905)	(89,404,118)
Balance as at 31 March 2023		279,794,933	24,663,246	27,121,260	(1,239,987)	441,817	330,781,269	(4,115,419)	326,665,850

Group	Note	<---------- Non-distributable ----------			---------->				
		Share capital RM	Capital reserve RM	Warrant reserve RM	Exchange translation reserve RM	Retained earnings/ (Accumulated losses)	Total attributable to owners of the Company RM	Non-controlling interests RM	Total equity RM
Balance as at 1 April 2023		279,794,933	24,663,246	27,121,260	(1,239,987)	441,817	330,781,269	(4,115,419)	326,665,850
Loss for the financial year		–	–	–	–	(255,311,326)	(255,311,326)	(2,451,306)	(257,762,632)
Foreign currency translations for foreign operations, net of tax		–	–	–	76,771	–	76,771	–	76,771
Share of other comprehensive income of associates, net of tax		–	–	–	(310,297)	–	(310,297)	–	(310,297)
Total comprehensive loss		–	–	–	(233,526)	(255,311,326)	(255,544,852)	(2,451,306)	(257,996,158)
Transaction with owners									
Effects arising from accretion of equity interest in subsidiaries		–	–	–	–	(9,478,824)	(9,478,824)	9,478,824	–
Total transaction with owners		–	–	–	–	(9,478,824)	(9,478,824)	9,478,824	–
Balance as at 31 March 2024		279,794,933	24,663,246	27,121,260	(1,473,513)	(264,348,333)	65,757,593	2,912,099	68,669,692

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

STATEMENT OF CHANGES IN EQUITY

For the financial year ended 31 March 2024

Company	Note	Share Capital RM	Capital reserve RM	Warrant reserve RM	Accumulated losses RM	Total equity RM
		<------------------ Non-distributable	------------------	------------------>		
Balance as at 1 April 2022		276,948,988	24,663,246	27,121,260	(169,542,198)	159,191,296
Profit for the financial year		–	–	–	21,303,284	21,303,284
Other comprehensive income, net of tax		–	–	–	–	–
Total comprehensive income		–	–	–	21,303,284	21,303,284
Transaction with owners						
Shares issued pursuant to Employee Share Grant Plan ("ESGP")	24	2,845,945	–	–	–	2,845,945
Total transaction with owners		2,845,945	–	–	–	2,845,945
Balance as at 31 March 2023		279,794,933	24,663,246	27,121,260	(148,238,914)	183,340,525
Balance as at 1 April 2023, as previously reported		279,794,933	24,663,246	27,121,260	(148,238,914)	183,340,525
Impact of initial application of MFRS 17 (financial guarantee Contracts) (Note 26(f))		–	–	–	(239,015)	(239,015)
Balance as at 1 April 2023, as restated		279,794,933	24,663,246	27,121,260	(148,477,929)	183,101,510
Loss for the financial year		–	–	–	(168,085,544)	(168,085,544)
Other comprehensive income, net of tax		–	–	–	–	–
Total comprehensive loss		–	–	–	(168,085,544)	(168,085,544)
Balance as at 31 March 2024		279,794,933	24,663,246	27,121,260	(316,563,473)	15,015,966

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

STATEMENTS OF CASH FLOWS

For the financial year ended 31 March 2024

	Note	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
CASH FLOWS FROM OPERATING ACTIVITIES					
(Loss)/Profit before tax					
– continuing operations		(256,265,392)	(61,553,623)	(168,085,544)	21,303,284
– discontinued operation	7(e)(iv)	–	7,390,385	–	–
Adjustments for:					
Amortisation of:					
– software development costs and purchased software	6	553,740	14,126,278	–	–
– license agreements	6	2,966,206	3,255,195	2,966,206	3,075,321
Bad debts written off		262,570	280,453	1	28,180
Depreciation of:					
– property, plant and equipment	13	27,200,730	25,868,796	566,205	733,288
– investment property	14	19,877	19,878	–	–
Equity settled share-based payment expense		–	3,358,945	–	1,374,375
Net gain on disposal of equity interest in associates		(36,603,973)	(4,234,233)	–	–
Net gain on fair value adjustments on other investments	10(b)	(6,000)	(35,500)	–	–
Net gain on right-of-use assets lease modification		(348,024)	–	(348,025)	–
Net gain on lease remeasurement		(475,042)	–	–	–
Net gain on disposal of:					
– property, plant and equipment		(44,429)	(373,949)	–	(271,191)
– other investments		–	(33,885)	–	–
– investments in subsidiaries	7(e)(iv)	(3,672,105)	(4,182,933)	–	–
Impairment losses on:					
– trade receivables	16(d)	891,927	663,271	252,866	–
– other receivables	11(c)	61,185	44,898	–	–
– amounts owing by subsidiaries	18(g)	–	–	6,687,250	18,524,351
– amounts owing by related parties	21(e)	222,775	2,760,619	20,302	–
– investment in a joint venture	9(e)	100,000	–	–	–
– property, plant and equipment	13	2,768,648	56,345	–	–
– goodwill	5(d)	10,537,620	–	–	–
– intangible assets	6	73,671,435	–	71,800,914	–
– financial guarantee contracts	26(f)	–	–	3,072,744	–
– investments in associates	8(g)	26,624,873	14,347,624	–	–
– investment in subsidiaries		–	–	98,722,240	–
Interest expense		17,567,114	20,432,801	11,922,506	13,823,754
Interest income		(820,725)	(629,323)	(254,739)	(227,993)
Inventories written off	15(a)(ii)	–	25,610	–	–
Property, plant and equipment written off	13	10,985	2,510,750	–	–
Reversal of provision for gratuity obligations	30	–	(2,597,477)	–	(992,150)
Reversal of impairment losses on:					
– trade receivables	16(d)	(56,519)	(459,665)	–	–
– other receivables	11(c)	(77,659)	(2,024,206)	–	–
– amounts owing by related parties	21(e)	(17,339)	(214,855)	–	–
– amounts owing by subsidiaries	18(g)	–	–	(11,739,853)	(23,603,464)

	Note	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
CASH FLOWS FROM OPERATING ACTIVITIES (cont'd.)					
Impairment loss on asset held for sale	23	108,686,627	–	–	–
Intangible assets written off	6	184,987	–	–	–
Share of loss/(profit) of associates	8(c)	18,217,187	(7,218,102)	–	–
Net unrealised gain on foreign currency exchange		(38,556)	(177,612)	19,461	(498,787)
Dividend income		–	(47,343)	(15,000,000)	(46,500,000)
Operating (loss)/profit before changes in working capital		(7,877,277)	11,359,142	602,534	(13,231,032)
Changes in working capital:					
Inventories and contract costs		1,387,042	(11,604,444)	1,894,385	733,269
Trade receivables		(9,093,976)	12,864,689	133,133	13,575,249
Other receivables, deposits and prepayments		9,100,544	9,044,619	2,371,545	620,656
Contract assets		(987,622)	(10,929,053)	(343,409)	(1,054,800)
Trade payables		3,360,389	(14,083,099)	568,662	368,217
Other payables, deposits and accruals		4,179,772	19,403,978	789,122	(9,058,094)
Amounts owing by/(to) associates		2,210,516	(10,610,541)	(6,725,748)	31,734
Amounts owing by related parties		7,225,145	23,811,593	4,102,082	30,380,415
Contract liabilities		–	(1,869,976)	–	(1,389,367)
Cash generated used in operations		9,504,533	27,386,908	3,392,306	20,976,247
Tax paid		(2,330,621)	(5,496,957)	(19,865)	(38,689)
Tax refunded		130,109	113,027	125,952	98,832
Net cash from operating activities		7,304,021	22,002,978	3,498,393	21,036,390
CASH FLOWS FROM INVESTING ACTIVITIES					
Acquisitions of additional interests joint venture	9(b)	(100,000)	–	–	–
Acquisitions of additional interests in subsidiary		–	82,613	–	–
Proceeds from dilution of interests in a subsidiary		–	12,439,004	–	–
Proceeds from dilution of interests in associates		149,814,835	72,282,107	–	–
Acquisitions of additional interests in associate		(108,324,824)	–	–	–
Acquisition of subsidiaries and a business, net of cash acquired	7(e)(iii)	–	(829,406)	–	–
Interest received		820,725	629,323	254,739	227,993
Dividend received		–	47,343	–	–
Advances from subsidiaries		–	–	40,662,141	56,650,716
Repayments to subsidiaries		–	–	(5,816,249)	(73,965,126)
Repayment to a joint venture		(38,696)	(271,538)	(38,696)	(17,068)
Advance from a joint venture		921,208	–	–	–
Repayment to a related company		–	–	–	(8,446)

	Note	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
CASH FLOWS FROM INVESTING ACTIVITIES (cont'd.)					
Proceeds from disposal of other investments		1,674,000	1,588,220	–	–
Cash outflow of disposal of subsidiary, net of cash and cash equivalents	7(e)(iv)	(2,227)	–	–	–
Proceeds from disposal of property, plant and equipment		53,957	91,886	–	–
Proceeds from disposal of subsidiaries, net of cash and cash equivalents disposed	7(e)(iii)	–	(41,047,319)	–	–
Purchase of other intangible assets	6	(10,600)	(14,248,150)	–	–
Purchase of other investments		–	(12,245,251)	–	–
Purchase of property, plant and equipment	13(e)	(845,279)	(1,996,730)	(327,230)	–
Placement of deposits pledged to licensed banks		(2,823,084)	(583,008)	(909,279)	(668,377)
Net cash from/(used in)investing activities		41,140,015	15,939,094	33,825,426	(17,780,308)
CASH FLOWS FROM FINANCING ACTIVITIES					
Drawdowns of:					
– invoice financing and term loans		8,289,744	78,547,487	–	30,000,000
Repayments of					
– invoice financing and term loans		(41,479,787)	(124,760,052)	(31,921,202)	(29,684,814)
– lease liabilities		(25,797,337)	(23,045,999)	(594,578)	(772,673)
Interest paid		(11,238,374)	(9,459,601)	(5,307,508)	(3,126,487)
Dividend paid to non-controlling interests		–	(225,400)	–	–
Net cash used in financing activities		(70,225,754)	(78,943,565)	(37,823,288)	(3,583,974)
Net changes in cash and cash equivalents		(21,781,718)	(41,001,493)	(499,469)	(327,892)
Cash and cash equivalents at beginning of financial year		20,696,544	61,400,907	(8,830,782)	(8,502,890)
Effect of changes in exchange rates		265,096	297,130	–	–
Cash and cash equivalents at end of financial year	22	(820,078)	20,696,544	(9,330,251)	(8,830,782)

RECONCILIATION OF LIABILITIES ARISING FROM FINANCING ACTIVITIES

	Term loans (Note 26)		Invoice financing (Note 26)		Redeemable preference shares (Note 28)		Lease liabilities (Note 29)	
	Group RM	Company RM	Group RM	Company RM	Group RM	Company RM	Group RM	Company RM
At 1 April 2022	112,284,659	34,559,481	30,090,032	–	84,125,706	84,125,706	50,260,918	6,149,696
Cash flows	(29,830,078)	315,186	(16,382,487)	–	–	–	(23,045,999)	(772,673)
Non-cash flows:								
– Unwinding of interest	–	–	–	–	5,096,746	5,096,746	549,970	278,453
– Additions of leases	–	–	–	–	–	–	8,907,297	–
– Remeasurement	–	–	–	–	–	–	423,118	–
– Acquisition of subsidiaries	360,090	–	–	–	–	–	3,600	–
– Disposal of subsidiaries	–	–	(9,998,493)	–	–	–	(6,768,819)	–
– Lease termination	–	–	–	–	–	–	(3,149,713)	(2,776,995)
At 31 March 2023	82,814,671	34,874,667	3,709,052	–	89,222,452	89,222,452	27,180,372	2,878,481
At 1 April 2023	82,814,671	34,874,667	3,709,052	–	89,222,452	89,222,452	27,180,372	2,878,481
Cash flows	(37,770,735)	(31,921,202)	–	–	–	–	(25,797,337)	(594,578)
Non-cash flows:								
– Unwinding of interest	–	1,123,529	4,580,692	–	5,405,531	5,405,531	888,237	71,378
– Additions of leases	–	-	-	-	-	-	43,245,895	-
– Remeasurement	–	-	-	-	-	-	150,429	(1,577,658)
– Lease modification	–	-	-	-	-	-	(1,577,658)	-
– Lease termination	–	-	-	-	-	-	(204,923)	-
At 31 March 2024	45,043,936	4,076,994	8,289,744	–	94,627,983	94,627,983	43,885,015	777,623

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

NOTES TO THE FINANCIAL STATEMENTS

31 March 2024

1. CORPORATE INFORMATION

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

The registered office and principal place of business of the Company are located at Ho Hup Tower – Aurora Place, 2-07-01-Level 7 Plaza Bukit Jalil, No. 1, Persiaran Jalil 1, Bandar Bukit Jalil, 57000 Kuala Lumpur.

The consolidated financial statements for the financial year ended 31 March 2024 comprise the Company and its subsidiaries and the interests of the Group in associates and a jointly controlled entity. These financial statements are presented in Ringgit Malaysia ("RM"), which is also the functional currency of the Company.

The financial statements were authorised for issuance in accordance with a resolution by the Board of Directors on 30 July 2024.

2. PRINCIPAL ACTIVITIES

The Company is principally engaged in investment holding activities, the provision of management services and the provision of information technology and maintenance services. The principal activities of the subsidiaries are mainly provision of information technology services in terms of hardware, software, consultation services and maintenance to the telecommunication, oil and gas and government sectors, investment holding activities, provision of corporate secretarial, accounting and payroll services, design and development of application software and website, provision and management of co-working spaces, provision of medical and laboratory related services and trading of pharmaceutical products.

Further details of the subsidiaries have been disclosed in Note 7 to the financial statements.

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

3. BASIS OF PREPARATION

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

The accounting policies adopted are consistent with those of the previous financial year except for the effects of adoption of new MFRSs during the financial year. The new MFRSs and Amendments to MFRSs adopted during the financial year are disclosed in Note 45.1 to the financial statements.

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

During the financial year ended 31 March 2024, the Group's continuing operations incurred loss of RM257.8 million and, as of the date, the current liabilities of the Group exceeded its current assets by RM67.2 million, without taking into consideration of the classification of non-current assets held for sale in respect of the Group's investment in an associate quoted in Malaysia, namely Microlink Solutions Berhad ("MSB") of RM112.6 million. The Directors are of the opinion that the Group will have sufficient cash flows for the next twelve (12) months from the date of the financial statements to meet its cash flow requirements and there is no material uncertainty on the ability of the Group to continue as a going concern as the Group has sufficient unutilised banking facilities which are readily available to the Group on top of the funds to be generated from operations of the Group in the next twelve (12) months.

4. OPERATING SEGMENTS

The Company and its subsidiaries in Malaysia are principally engaged in the distribution, maintenance and development of computer hardware and software and advisory and consultancy for computer software solutions, as well as the provision of healthcare services; whilst its subsidiaries in Singapore, Indonesia, Vietnam and Brunei are principally engaged in advisory and consultancy for computer software solutions.

(a) Reportable segments

The Group has arrived at 4 reportable segments that are organised and managed separately according to the nature of products and services, specific expertise and technological requirements, which requires different business and marketing strategies. These reportable segments are as follows:

(i) Business Performance Services

Provision of business performance improvement related services;

(ii) Digital and Infrastructure Services

Provision of a comprehensive range of tele/data communication, networking solutions and related services; and

(iii) Healthcare Services

Distribution of pharmaceutical products, vaccines and medical devices and provision of various medical services.

Other segments comprise operations related to investment holding activities.

The Group evaluates performance on the basis of profit or loss from operations before tax.

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

The inter-segment assets are adjusted against the segment assets to arrive at total assets reported in the statements of financial position.

The inter-segment liabilities are adjusted against the segment liabilities to arrive at total liabilities reported in the statements of financial position.

4. OPERATING SEGMENTS (CONT'D.)

(a) Reportable segments (cont'd.)

2024	Business Performance Services RM	Digital and Infrastructure Services RM	Healthcare Services RM	Others RM	Elimination RM	Consolidation RM
Revenue						
External sales	91,414,374	57,120	23,534,122	1,143,430	–	116,149,046
Inter-segment sales	25,850,239	–	–	178,445	(26,028,684)	–
Total	117,264,613	57,120	23,534,122	1,321,875	(26,028,684)	116,149,046
Results						
Segment results	(162,157,054)	(428,116)	(7,125,838)	(106,824,495)	55,704,241	(220,831,262)
Interest expense	(13,748,439)	(3,832)	(149,975)	(4,135,422)	–	(18,037,668)
Interest income	632,417	–	74	188,234	–	820,725
Share of profit in associates, net of tax	–	–	–	(18,217,187)	–	(18,217,187)
Loss before tax	(175,273,076)	(431,948)	(7,275,739)	(128,988,870)	55,704,241	(256,265,392)
Tax expense						(1,497,240)
Loss for the financial year						(257,762,632)
Other information						
Segment assets	378,817,585	2,033,791	16,105,244	178,581,807	(227,388,345)	348,150,082
Segment liabilities	399,611,119	30,827,710	17,294,013	190,112,185	(358,364,637)	279,480,390
Depreciation and amortisation	28,025,310	44,662	1,593,350	1,077,231	–	30,740,553
Non-cash expenses other than depreciation and amortisation	77,648,860	16,118	4,449,659	143,331,095	–	225,445,732

4. OPERATING SEGMENTS (CONT'D.)

(a) Reportable segments (cont'd.)

2023	Continuing Operations Business Performance Services RM	Continuing Operations Digital and Infrastructure Services RM	Continuing Operations Healthcare Services RM	Continuing Operations Others RM	Discontinued Operation# Business Performance Services RM	Discontinued Operation# Trading and Distribution Services RM	Elimination RM	Consolidation RM
Revenue								
External sales	92,345,033	54,970	22,736,238	1,089,548	15,296,007	30,088,082	–	161,609,878
Inter-segment sales	9,873,490	–	–	49,443,350	13,813,660	2,540,105	(75,670,605)	–
Total	102,218,523	54,970	22,736,238	50,532,898	29,109,667	32,628,187	(75,670,605)	161,609,878
Results								
Segment results	(12,824,670)	2,275,452	(530,377)	994,704	8,588,075	54,478	(40,135,524)	(41,577,862)
Interest expense	(165,447)	(14,830)	(159,833)	(19,569,850)	(185,010)	(337,831)	–	(20,432,801)
Interest income	238,056	–	–	242,647	88,537	60,083	–	629,323
Share of profit in associates, net of tax	–	–	–	7,218,102	–	–	–	7,218,102
(Loss)/Profit before tax	(12,752,061)	2,260,622	(690,210)	(11,114,397)	8,491,602	(223,270)	(40,135,524)	(54,163,238)
Gain on disposal of subsidiaries								184,923,264
Tax expense								(1,670,396)
Profit for the financial year								129,089,630
Other information								
Segment assets	249,955,963	3,199,870	23,705,307	664,741,491	–	–	(319,102,775)	622,499,856
Segment liabilities	190,981,297	31,561,840	17,487,887	429,086,875	–	–	(373,283,893)	295,834,006
Capital expenditure	5,743	–	616,371	638,254	57,647	–	–	1,318,015
Depreciation and amortisation	29,432,940	107,192	1,310,791	7,993,383	3,699,849	725,992	–	43,270,147
Non-cash expenses other than depreciation and amortisation	5,184,304	83,292	196,116	44,121,392	149,913	13,095	–	49,748,112

Related to the disposal of MSB which contributed to the Business Performance Services and Trading and Distribution Services segments.

4. OPERATING SEGMENTS (CONT'D.)

(b) Geographical segments

	Revenue RM	Segment assets RM	Segment liabilities RM	Capital expenditure RM	Depreciation and amortisation RM
2024					
Malaysia	116,056,536	345,291,921	263,832,912	–	30,740,553
Singapore	–	180,560	9,665,674	–	–
Indonesia	–	3,433	5,872,289	–	–
Vietnam	92,510	–	–	–	–
Brunei	–	2,674,168	109,515	–	–
	116,149,046	348,150,082	279,480,390	–	30,740,553
2023					
Malaysia	161,277,944	619,112,157	280,001,897	1,316,270	43,268,402
Singapore	–	424,185	6,453,028	–	–
Indonesia	–	3,433	5,872,290	–	–
Vietnam	331,934	285,914	3,397,276	1,745	1,745
Brunei	–	2,674,167	109,515	–	–
	161,609,878	622,499,856	295,834,006	1,318,015	43,270,147

Geographical segments of the Group are presented based on the physical geographical locations of subsidiaries of the Group.

Included in total revenue is revenue generated from one (1) customer amounting to RM25,769,768 (2023: RM29,604,019) representing 22.2% (2023: 18.3%) of the total revenue, arising from business performance services segment.

5. GOODWILL

	Group 2024 RM	Group 2023 RM
Cost	14,099,456	14,099,456
Less: Accumulated impairment losses	(10,537,620)	–
Carrying amount	3,561,836	14,099,456

(a) Goodwill on consolidation is accounted for using the proportionate method. After initial recognition, goodwill on consolidation is measured at cost less any accumulated impairment losses.

5. GOODWILL (CONT'D.)

(b) Goodwill on consolidation arising from business combinations have been allocated to the CGUs of the Group based on the following reportable segments:

	Business Performance Services RM	Trading and Distribution Services RM	Healthcare Services RM	Total RM
As at 31 March 2022	36,260,111	1,767,113	13,168,836	51,196,060
Disposal of subsidiaries	(36,260,111)	(1,767,113)	–	(38,027,224)
Acquisition of a subsidiary and a pharmaceutical business	–	–	930,620*	930,620
As at 31 March 2023	–	–	14,099,456	14,099,456
As at 31 March 2023	–	–	14,099,456	14,099,456
Impairment losses	–	–	(10,537,620)	(10,537,620)
As at 31 March 2024	–	–	3,561,836	3,561,836

* This goodwill had been determined as disclosed in Note 7(e)(iii) to the financial statements.

(c) Impairment assessment on the carrying amount of goodwill on consolidation is performed at least on an annual basis. The Directors have made significant judgements and estimates about the future results and key assumptions applied to cash flow forecasts of the CGUs in determining its recoverable amount.

Recoverable amounts of goodwill on consolidation for both financial years have been determined based on the value-in-use method using the following assumptions:

(i) Cash flow forecasts based on approved financial budgets covering a five (5) year period;

(ii) Pre-tax discount rate of the Group of 10.0% (2023: 12.0%) per annum;

(iii) Average forecasted growth rates of 4.5% (2023: 9.0%) based on past performance of the CGUs;

(iv) Terminal value based on the fifth-year cash flow without incorporating future growth rate; and

(v) Projected profit margins based on historical profit margins achieved.

Based on the impairment assessment, impairment losses of goodwill of RM10,537,620 were recognised during the financial year due to declining operations of certain subsidiaries of the Group.

Sensitivity to changes in assumptions

The implication of key assumptions for the recoverable amount is as follows:

	Change in assumption, holding other assumptions constant	Additional impairment charge RM
Profit margin	Reduce by 50 basis points	3,561,836
Discount rate	Increase by 300 basis points	3,561,836
Expense growth rate	Increase by 200 basis points	3,561,836

5. GOODWILL (CONT'D.)

(d) Movements in accumulated impairment losses are as follows:

	Group	
	2024 RM	**2023 RM**
At 1 April 2023/2022	–	5,804,721
Charge for the year	10,537,620	–
Disposal of subsidiaries	–	(5,804,721)
At 31 March 2024/2023	10,537,620	–

6. OTHER INTANGIBLE ASSETS

	Group		Company	
	2024 RM	**2023 RM**	**2024 RM**	**2023 RM**
Software development costs and purchased software				
As at 1 April 2023/2022	84,979,674	180,637,507	–	–
Additions during the year	10,600	14,248,150	–	–
Written off during the year	(184,987)	–	–	–
Impairment loss	(1,870,521)	–	–	–
Disposal of subsidiaries	–	(95,779,705)	–	–
Amortisation charge during the year	(553,740)	(14,126,278)	–	–
As at 31 March 2024/2023	82,381,026	84,979,674	–	–
License agreements				
As at 1 April 2023/2022	76,929,233	80,244,357	76,929,233	80,004,554
Additions during the year	–	–	–	–
Disposal of subsidiaries	–	(59,929)	–	–
Amortisation charge during the year	(2,966,206)	(3,255,195)	(2,966,206)	(3,075,321)
Impairment loss	(71,800,914)	–	(71,800,914)	–
As at 31 March 2024/2023	2,162,113	76,929,233	2,162,113	76,929,233
Total other intangible assets	84,543,139	161,908,907	2,162,113	76,929,233

6. OTHER INTANGIBLE ASSETS (CONT'D.)

Group	As at 31.3.2024 Cost RM	Accumulated amortisation RM	Accumulated impairment losses RM	Carrying amount RM
Software development costs and purchased software	91,438,124	(4,540,906)	(4,516,192)	82,381,026
License agreements	82,321,529	(8,358,502)	(71,800,914)	2,162,113
	173,759,653	(12,899,408)	(76,317,106)	84,543,139

Group	As at 31.3.2023 Cost RM	Accumulated amortisation RM	Accumulated impairment losses RM	Carrying amount RM
Software development costs and purchased software	91,637,196	(4,011,851)	(2,645,671)	84,979,674
License agreements	82,321,529	(5,392,296)	–	76,929,233
	173,958,725	(9,404,147)	(2,645,671)	161,908,907

Company	As at 31.3.2024 Cost RM	Accumulated amortisation RM	Accumulated impairment Loss RM	Carrying amount RM
License agreements	82,321,529	(8,358,502)	(71,800,914)	2,162,113

Company	As at 31.3.2023 Cost RM	Accumulated amortisation RM	Accumulated impairment Loss RM	Carrying amount RM
License agreements	82,321,529	(5,392,296)	–	76,929,233

(a) Software development costs, purchased software and license agreements are intangible assets with finite useful lives that are measured after initial recognition at cost less accumulated amortisation and accumulated impairment losses.

6. OTHER INTANGIBLE ASSETS (CONT'D.)

(b) Amortisation is calculated to write off the cost of the assets to their residual values on a straight-line basis over their estimated useful lives. The estimated useful lives represent common life expectancies applied in the industry within which the Group and the Company operate. The principal amortisation periods are as follows:

Software development costs and purchased software	3 to 10 years
License agreements	5 to 10 years

Included in license agreements of the Group and of the Company are amounts of RM63,470,026 (2023: RM63,470,026) which were not subject to amortisation as these license agreements were not ready for intended use by the management.

(c) Movements in accumulated impairment losses are as follows:

	Group		Company	
	2024 RM	**2023 RM**	**2024 RM**	**2023 RM**
As at 1 April 2023/2022	2,645,671	3,587,196	–	–
Impairment losses charged during the financial year	73,671,435	–	71,800,914	–
Disposal of subsidiaries	–	(941,525)	–	–
As at 31 March 2024/2023	76,317,106	2,645,671	71,800,914	–

(d) During the financial year, the Group and the Company made the following cash payments to purchase other intangible assets:

	Group		Company	
	2024 RM	**2023 RM**	**2024 RM**	**2023 RM**
Purchase of other intangible Assets	10,600	14,248,150	–	–
Cash payment on purchase of other intangible assets	10,600	14,248,150	–	–

(e) Impairment assessment

The Group and the Company assessed whether there were any indicators of impairment during the financial year on intangible assets that are ready for use and also carries out impairment assessment at least on an annual basis for other intangible assets that are not ready for intended use.

In doing this, management considered the current environment and performance of the Cash Generating Units ("CGUs"). The carrying amount of other intangible assets of the Group that has indication of impairment or that are not ready for intended use is RM84.5 million. Furthermore, the Group is in the process of a legal claim relating to certain portion of the other intangible assets as disclosed in Note 46(b) to the financial statements.

Management has made significant judgements and estimates about the future results and key assumptions applied to cash flow projections of the CGUs in determining their recoverable amounts using the fair value less cost of disposal model.

Impairment losses on other intangible assets of RM73.7 million has been recognised during the financial year due to the recoverable amount of certain other intangible assets in the CGU, which is determined based on fair value less cost of disposal, is lower than its carrying amount.

The fair value of these other intangible assets is categorised as Level 3 in the fair value hierarchy, which is estimated based on expected future cash flows discounted at the pre-tax discount rate as at the end of the reporting period.

7. INVESTMENTS IN SUBSIDIARIES

	Company	
	2024 RM	2023 RM
Unquoted shares, at cost	186,361,647	186,361,647
Less: Accumulated impairment losses	(124,833,888)	(26,111,648)
	61,527,759	160,249,999

(a) Investments in subsidiaries are measured at cost. Non-controlling interests are measured at their proportionate share of the net assets of subsidiaries, unless another measurement basis is required by MFRSs.

(b) Impairment assessment

The management has assessed whether there were any indicators of impairment of investments in subsidiaries during the financial year. In doing this, management considered the current environment and performance of the affected subsidiaries. Management has considered the shareholders' deficit as at financial year end in certain subsidiaries as an impairment indicator. The carrying amount of these subsidiaries as at 31 March 2023 was RM186,361,647.

Management has made judgements and estimates about the future results and key assumptions applied to cash flow projections of the affected subsidiaries in determining their recoverable amounts using the value-in-use model. These key assumptions include forecasted revenue growth rates and operating profit margins, as well as determining an appropriate pre-tax discount rate and growth rate used for each subsidiary. Impairment losses on investments in subsidiaries of RM98.7 million had been recognised during the financial year due to the recoverable amount of the investments in subsidiaries, which is determined based on estimation of value-in-use, is lower than its carrying amount.

(c) Movements in impairment losses are as follows:

	Company	
	2024 RM	2023 RM
As at 1 April 2023/2022	26,111,648	26,111,648
Charge for the year	98,722,240	–
As at 31 March 2024/2023	124,833,888	26,111,648

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

(d) Details of the subsidiaries are as follows:

Name of company	Country of incorporation/ Principal place of business	Interest in equity held by Company 2024 %	Company 2023 %	Subsidiaries 2024 %	Subsidiaries 2023 %	Principal activities
Continuous Network Advisers Sdn. Bhd. ("CNA")	Malaysia	100	100	–	–	Investment holding activities
Man Yau Holdings Berhad ("MYHB")	Malaysia	100	100	–	–	Investment holding activities
Omesti Holdings Berhad ("OHB")	Malaysia	100	100	–	–	Investment holding activities
Continuous Network Services Sdn. Bhd. ("CNS")	Malaysia	100	100	–	–	Provision of corporate secretarial, accounting and payroll services
Formis Research and Development Sdn. Bhd. ("FRDEV")	Malaysia	100	100	–	–	Development of application software, system integration services and the provision of hardware and software maintenance services
Subsidiaries of CNA						
Yakimbi Sdn. Bhd. ("Yakimbi")	Malaysia	–	–	94.4	94.4	Designing and development of website, software, maintenance services and other related services
Chelsea Apps Factory Bangsar Sdn. Bhd. ("CAFB")	Malaysia	–	–	80	80	Designing and development of software for mobile phone devices
Omesti Actify Sdn. Bhd. ("OAS")	Malaysia	–	–	100	100	Distribution, marketing, implementing and maintenance of accounting, inventory and goods and services tax accounting software to small and medium sized enterprise in Malaysia
Omesti Data Sdn. Bhd. ("ODSB")	Malaysia	–	–	100	100	Development of information technology and software development on e-payment and remittance of funds and other related services
Bancore Asia Pte. Ltd. ("BAP")†	Republic of Singapore	–	–	100	100	Distributing, marketing, implementing and maintaining financial technology software in Asia Pacific region

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

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

Name of company	Country of incorporation/ Principal place of business	Interest in equity held by Company 2024 %	Company 2023 %	Subsidiaries 2024 %	Subsidiaries 2023 %	Principal activities
Subsidiaries of BAP						
Bancore Sdn. Bhd. ("BANCORE")	Malaysia	–	–	100	100	Provision of information technology solutions and services in terms of hardware, software, consultancy and maintenance for the whole remittance industry
Microlink Solutions Vietnam Company Limited ("MSV") (formerly known as Omesti Vietnam Company Limited)#	Socialist Republic of Vietnam	–	–	–	100	Consulting services, software implementation services, data processing services, database services and maintenance services
Subsidiaries of MYHB						
Omesti Assist Sdn. Bhd. ("OASB")	Malaysia	–	–	100	100	Investment holding and development of application software, system integration services and the provision of hardware and software maintenance services
Formis Software & Technologies Sdn. Bhd. ("FSTECH")	Malaysia	–	–	100	100	Development of application software, system integration services and the provision of hardware and software maintenance services
Channel Legacy Sdn. Bhd. ("CLSB")	Malaysia	–	–	60	60	Investment holding activities
Subsidiary of OASB						
PDAC Formis Sdn. Bhd. ("PDAC")†	Brunei	–	–	70	70	Carry on businesses in Brunei amongst others, in information technology related businesses, property development

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

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

Name of company	Country of incorporation/ Principal place of business	Interest in equity held by Company 2024 %	Company 2023 %	Subsidiaries 2024 %	Subsidiaries 2023 %	Principal activities
Subsidiaries of OHB						
Formis Network Services Sdn. Bhd. ("FNS")	Malaysia	–	–	51	51	Provision of information technology services in terms of hardware, software, consultancy and maintenance to telecommunication, oil and gas and government sectors
Com-Line Systems Sdn. Bhd. ("CLS")	Malaysia	–	–	85	85	Development of standard application packages and the provision of turnkey solution development services
Mindforum Sdn. Bhd. ("MF")	Malaysia	–	–	70	70	Provision of training, consultancy, advisory and other related services
PT Formis Solusi Indonesia ("PTFSI")#	Republic of Indonesia	–	–	100	100	Engaging in the business activity of information technology
Formis International Limited ("FIL")	Federal Territory of Labuan	–	–	100	100	Provision of hardware and software information technology for the international market
Ohana Communications Sdn. Bhd. ("OCS")	Malaysia	–	–	100	100	Provision of network connectivity and bandwidth services in Malaysia and project management services in relation to telecommunications
Amadeus Digital Xpress Sdn. Bhd. ("ADX")	Malaysia	–	–	100	100	Automation, installation and maintenance of computer hardware and software and other automated related projects
Next Intelligent Sdn. Bhd. ("NISB")	Malaysia	–	–	100	100	Investment holding activities
Prima Arenaniaga Sdn. Bhd. ("PASB")	Malaysia	–	–	100	60	Provision of information technology solutions
Red Ape Solutions Sdn. Bhd. ("RAS")	Malaysia	–	–	100	100	Provisions of business solutions, training and consultation services in information technology, web development and applications
Yakimbi ICT Sdn. Bhd. ("Yakimbi ICT")	Malaysia	–	–	100	100	Designing and development of website and software, and providing of maintenance services and other related services

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

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

Name of company	Country of incorporation/ Principal place of business	Interest in equity held by Company 2024 %	Company 2023 %	Subsidiaries 2024 %	Subsidiaries 2023 %	Principal activities
Subsidiaries of OHB (cont'd.)						
Omesti Healthcare Sdn. Bhd. ("OHSB")	Malaysia	–	–	100	100	Investment holding activities
Omesti Tree Med Sdn. Bhd. ("OTM")	Malaysia	–	–	100	100	Provision of medical and pharmaceutical services
Aurora 360 Sdn. Bhd. ("Aurora 360")	Malaysia	–	–	100	100	Provision of healthcare services
Medilabz Signature Sdn. Bhd. ("Medilabz")	Malaysia	–	–	70	70	Provision of medical and laboratory related services
Bemed Healthcare Sdn. Bhd. ("BHSB")	Malaysia	–	–	70	70	Trading of pharmaceutical products
Bemed (ITT) Sdn. Bhd. ("ITT")	Malaysia	–	–	70	70	Trading of pharmaceutical products
Bemed Lagenda Sdn. Bhd. ("BLSB")	Malaysia	–	–	70	70	Trading of pharmaceutical products
Bemed Matahari Sdn. Bhd. ("BMSB")	Malaysia	–	–	70	70	Trading of pharmaceutical products
Be Med Sdn. Bhd. ("BM")	Malaysia	–	–	70	70	Trading of pharmaceutical products
Bemed Pharma Sdn. Bhd. ("BPSB")	Malaysia	–	–	70	70	Wholesale of pharmaceutical products
Bemed (PTJ) Sdn. Bhd. ("PTJ")	Malaysia	–	–	70	70	Trading of pharmaceutical products
Bemed Tempua Sdn. Bhd. ("BTSB")	Malaysia	–	–	70	70	Trading of pharmaceutical products
Bemed Ventures Sdn. Bhd. ("BVSB")	Malaysia	–	–	70	70	Trading of pharmaceutical products
BB Boss Sdn. Bhd. ("BB")	Malaysia	–	–	70	70	Trading of pharmaceutical products
Subsidiary of OHSB						
Omesti Bemed Sdn. Bhd. ("OBSB")	Malaysia	–	–	100	100	Investment holding activities
Subsidiary of PTJ						
RJ Drugstore Sdn. Bhd. ("RJ")	Malaysia	–	–	100	100	Carrying on the business of pharmacy

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

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

Name of company	Country of incorporation/ Principal place of business	Interest in equity held by				Principal activities
		Company		Subsidiaries		
		2024 %	2023 %	2024 %	2023 %	
Subsidiary of FNS						
Formis Niaga Solusi Sdn. Bhd. ("FNSi")	Malaysia	–	–	100	100	Provision of information technology services of hardware, software and consultancy to the oil and gas industry and telecommunication sectors
Subsidiary of CLS						
Comline Dotcom Sdn. Bhd. ("CDC")	Malaysia	–	–	100	100	Development of multimedia technology application
Subsidiary of NISB						
O Dojo Sdn. Bhd. ("O Dojo")	Malaysia	–	–	100	100	Provision and management of co-working spaces for potential customers and all related services thereto, and investment holding activities

Subsidiaries audited by BDO Member Firm.
† Subsidiaries not audited by BDO PLT.

(e) Other details of investments in subsidiaries:

(i) Incorporation of new subsidiaries

(1) In the previous financial year, on 21 April 2022, OHB, a wholly-owned subsidiary of the Company had subscribed for a total of one (1) share representing 100% of the entire issued and paid-up share capital of Aurora 360, a company incorporated in Malaysia that is engaged in the provision of healthcare services for a total cash consideration of RM1. Consequently, Aurora 360 became a wholly-owned subsidiary of OHB.

(2) In the previous financial year, on 9 November 2022, OHB, a wholly-owned subsidiary of the Company had subscribed for a total of one (1) share representing 100% of the entire issued and paid-up share capital of OHSB, a company incorporated in Malaysia that is engaged in the investment holding activities for a total cash consideration of RM1. Consequently, OHSB became a wholly-owned subsidiary of OHB.

(3) In the previous financial year, on 23 December 2022, OHSB, an indirect wholly-owned subsidiary of the Company had subscribed for a total of one (1) share representing 100% of the entire issued and paid-up share capital of OBSB, a company incorporated in Malaysia that is engaged in the investment holding activities for a total cash consideration of RM1. Consequently, OBSB became a wholly-owned subsidiary of OHSB.

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

(e) Other details of investments in subsidiaries: (cont'd.)

(ii) Acquisition of additional equity interest in a subsidiary

(1) On 22 May 2023, OHB, wholly-owned subsidiary of the Company, acquired additional 4,000 ordinary shares representing 40% of the entire issued and paid-up share capital of PASB for a total cash consideration of RM1. Consequently, PASB becomes a wholly-owned subsidiary of OHB.

(iii) Acquisition of equity interest in new subsidiaries and a business

(1) In the previous financial year, on 22 February 2023, PTJ, a 70% indirectly-owned subsidiary of the Company acquired 150,000 ordinary shares, representing 100% of the entire issued and paid-up share capital of RJ, a company incorporated in Malaysia that is engaged in the trading of pharmaceutical products for a total consideration of RM1,450,000 satisfied as follows:

Cash payments

- RM90,000 upon execution of Share Sale Agreement ("SSA")
- RM810,000 upon successful transfer of the shares

Contingent considerations

- RM200,000 subject to achievement of net profit guarantee of RM200,000 based on the audited results of RJ for the financial year ended 31 December 2022 ("FYE 2022")
- RM200,000 subject to achievement of net profit guarantee of RM200,000 based on the audited results of RJ for the financial year ended 31 December 2023 ("FYE 2023")
- RM150,000 subject to achievement of net profit guarantee of RM200,000 based on the audited results of RJ for the financial year ended 31 December 2024 ("FYE 2024")

Notwithstanding with the achievement of net profit guarantee above, the contingent considerations are payable only if RJ has not defaulted on the servicing of its banking facility for each profit guarantee period.

In respect of FYEs 2023 and 2024, RJ may combine the profits from Be Pharmacy Durian Tunggal ("BPD") (formerly known as AE Gangsa Healthcare ("Gangsa")) in the event that the net profit guarantee of RM200,000 for FYEs 2023 or 2024 was not met by RJ. Any losses arising from BPD for the FYEs 2023 or 2024 do not affect the calculation of net profit guarantee.

The management had assessed that the likelihood of achieving the net profit guarantee was probable and determined that the fair value of the total consideration to be RM1,411,915, comprising cash consideration of RM900,000 and contingent considerations of RM511,915.

Following the transaction, provisional goodwill amounting to RM898,877 was recognised based on fair values of identifiable assets and liabilities on the acquisition of RJ.

The Company completed a purchase price allocation exercise and there were no changes to the fair values of identifiable assets and liabilities of RJ. Accordingly, the goodwill recognised in the previous financial year remained unchanged.

The net profit guarantee of RM200,000 for FYE2022 was not achieved. Therefore, the contingent consideration of RM200,000 was not satisfied.

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

(e) Other details of investments in subsidiaries: (cont'd.)

(iii) Acquisition of equity interest in new subsidiaries and a business (cont'd.)

(1) Continued

The net carrying amount and fair value of the identifiable assets and liabilities of RJ as at the date of acquisition were:

	Net carrying amount RM	Provisional fair value recognised on date of acquisition RM
Assets		
Property, plant and equipment	87,741	87,741
Deferred tax assets	2,662	2,662
Inventories	293,580	293,580
Trade receivables	87,226	87,226
Other receivables, deposits and prepayments	472,424	472,424
Cash and bank balances	179,747	179,747
	1,123,380	1,123,380
Liabilities		
Trade payables	174,383	174,383
Other payables, deposits and accruals	51,674	51,674
Borrowings	360,090	360,090
Lease liabilities	3,600	3,600
Current tax liabilities	20,595	20,595
	610,342	610,342
Total identifiable net assets at fair value		513,038
Provisional goodwill arising on acquisition		898,877
Total consideration		1,411,915

The effect of the acquisition of RJ on cash flows was as follows:

	2023 RM
Total cash consideration	900,000
Less: Cash and cash equivalents of a subsidiary acquired	(179,747)
Net cash outflow on acquisition	720,253

From the date of acquisition, RJ had contributed RM78,781 and loss of RM24,298 to the Group's revenue and profit respectively for the financial year ended 31 March 2023. If the business combination had taken place at the beginning of the financial year ended 31 March 2023, RJ would have contributed RM1,481,702 and RM106,786 to the Group's revenue and profit for the financial year respectively.

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

(e) Other details of investments in subsidiaries: (cont'd.)

(iii) Acquisition of equity interest in new subsidiaries and a business (cont'd.)

(2) In the previous financial year, on 9 December 2022, PTJ, a 70% indirectly-owned subsidiary of the Company acquired the business of BPD (formerly known as Gangsa), a partnership carrying on the business of pharmacy for a total cash consideration of RM109,153.

Following the transaction, goodwill amounting to RM31,743 was recognised based on fair values of identifiable assets and liabilities on the acquisition of BPD.

The Company had performed a purchase price allocation exercise in determining the fair value of the identifiable assets and liabilities of BPD as at the date of acquisition.

The net carrying amount and fair value of the identifiable assets of BPD (formerly known as Gangsa) as at the date of acquisition were:

	Net carrying amount RM	Fair value recognised on date of acquisition RM
Assets		
Property, plant and equipment	47,153	47,153
Inventories	30,257	30,257
Total identifiable assets at fair Value	77,410	77,410
Goodwill arising on acquisition		31,743
Total consideration		109,153

The effect of the acquisition of BPD (formerly known as Gangsa) on cash flows was as follows:

	2023 RM
Total cash consideration	109,153
Less: Cash and cash equivalents of a business acquired	–
Net cash outflow on acquisition	109,153

From the date of acquisition, BPD (formerly known as Gangsa) had contributed RM55,802 and loss of RM38,162 to the Group's revenue and profit respectively for the financial year ended 31 March 2023. If the business combination had taken place at the beginning of the financial year ended 31 March 2023, BPD (formerly known as Gangsa) would have contributed RM223,208 and RM152,646 to the Group's revenue and profit for the financial year respectively.

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

(e) Other details of investments in subsidiaries: (cont'd.)

(iv) Disposal of subsidiaries

(1) On 27 May 2023, BAP, an indirect wholly-owned subsidiary of the Company, had disposed its entire equity interest in Microlink Solutions Vietnam Company Limited, ("MSV") (formerly known as Omesti Vietnam Company Limited) for a total cash consideration of RM1.

The financial effects at the date of the disposal were as follows:

	MSV RM
Assets	
Trade receivables	92,510
Other receivables, deposits and prepayments	63,513
Amount due from holding company	16,442
Cash and bank balances	2,228
	174,693
Liabilities	
Trade payables	290
Other payables, deposits and accruals	100,718
Amount due to holding company	3,264,346
	3,365,354
Total value of net liabilities disposed	3,190,661
Consideration received	1
Cumulative foreign exchange differences reclassified to profit or loss	481,444
Net gain on disposal	3,672,105

The effect of disposal of MSV on cash flows is as follows:

	2024 RM
Total cash consideration	1
Less: Cash and cash equivalents of a subsidiary disposed	(2,228)
Net cash outflow on disposal	(2,227)

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

(e) Other details of investments in subsidiaries: (cont'd.)

(iv) Disposal of subsidiaries (cont'd.)

(2) In the previous financial year, on 18 July 2022, MSB had ceased to be an indirect owned subsidiary of the Company held via OHB, and would be recognised as an associate, due to the following:

(i) OHB had on 2 June 2022, disposed 15,000,000 ordinary shares in MSB for a total consideration of RM8,700,000. Following these transactions collectively reduced OHB's equity interest in MSB was reduced from 50.6% as at 31 March 2022, to 49.2%.

(ii) On 18 July 2022, the Company announced the resignation of three of its Directors from the Board (two of whom are common Directors of MSB), and the redesignation of a Director. As a result of the changes in the composition of the board of the Company, the common directorships and management personnel with MSB's Board and Management had been reduced. With effect from this date, the Company ceased to have control over the Board and Management of MSB, and accounted for the interest in MSB as an investment in associate and no longer as a subsidiary.

Following the cessation of control over the Board and Management of MSB, the results of MSB were deconsolidated from the Group on the same date. The management has accounted for the remaining interest in MSB as investment in associate with the initial fair value gain on previously held equity interest of RM296,961,159 being recognised and included as part of gain on disposal of subsidiaries in discontinued operation.

The comparative statements of profit or loss and other comprehensive income and relevant notes had been re-presented to show the discontinued operation separately from continuing operations.

The value of the assets and liabilities at the date of the disposal were as follows:

	MSB RM
Assets	
Property, plant and equipment	4,934,797
Software development cost	95,839,634
Other investments	14,110,078
Inventories and contract assets	34,845,770
Goodwill	38,027,224
Trade receivables	23,706,988
Other receivables, deposits and prepayments	15,278,505
Amount owing by ultimate holding company	7,474,306
Amount owing by holding company	18,382
Amounts owing by related companies	1,158,378
Deferred tax assets	2,706,940
Current tax assets	7,775,995
Cash and bank balances	47,908,680
	293,785,677

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

(e) Other details of investments in subsidiaries: (cont'd.)

(iv) Disposal of subsidiaries (cont'd.)

(2) (cont'd.)

The value of the assets and liabilities at the date of the disposal were as follows: (cont'd.)

	MSB RM
Liabilities	
Trade payables	15,096,360
Other payables, deposits and accruals	17,426,133
Amount owing by ultimate holding company	25,471
Amount owing by holding company	403,272
Amounts owing by related companies	664,804
Borrowings	12,255,277
Lease liabilities	6,768,819
Current tax payables	1,259,720
Deferred tax liabilities	3,869,846
Contract liabilities	16,827,184
Provisions	2,067,883
	76,664,769
Net assets of MSB at date of disposal	217,120,908
Less: Non-controlling interests of certain subsidiaries	(105,059,280)
Net assets of MSB at date of disposal less non-controlling interests of certain subsidiaries	112,061,628
Fair value of 49.2% of equity interest in MSB	296,961,159
Less: Net assets of MSB at date of disposal less non-controlling interests of certain subsidiaries	(112,061,628)
Cumulative foreign exchange differences reclassified to profit or loss	23,733
Gain of disposal of subsidiaries	184,923,264

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

(e) Other details of investments in subsidiaries: (cont'd.)

(iv) Disposal of subsidiaries (cont'd.)

(2) (cont'd.)

The results of the discontinued operation were as follows:

	2023 RM
Revenue	45,384,089
Changes in inventories	(1,549,451)
Purchases	(20,773,892)
Other operating income	229,444
Depreciation and amortisation expenses	(4,425,841)
Employee benefits	(8,309,142)
Other operating expenses	(2,640,331)
Finance costs	(524,491)
Profit before tax	7,390,385
Tax expense	(800,783)
Results from operating activities	6,589,602
Gain on disposal of subsidiaries	184,923,264
Profit for the financial year from discontinued operation	191,512,866

Cash flows attributable to discontinued operation are as follows:

	2023 RM
Net cash used in operating activities	(1,023,662)
Net cash from investing activities	2,877,033
Net cash used in financing activities	(17,045,473)
Net changes in cash and cash equivalents from discontinued operation	(15,192,102)

The effect of disposal (cessation of control) of MSB on cash flows was as follows:

	2023 RM
Total cash consideration	–
Less: Cash and cash equivalents of disposed subsidiaries	(41,009,289)
Net cash outflow on disposal	(41,009,289)

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

(e) Other details of investments in subsidiaries: (cont'd.)

(iv) Disposal of subsidiaries (cont'd.)

(3) In the previous financial year, on 4 July 2022, CNA, an indirect wholly-owned subsidiary of the Company, disposed MPSL (formerly known as FLS) to MSB for a total consideration of RM1.

The financial effects at the date of the disposal were as follows:

	MPSL RM
Assets	
Cash and bank balances	38,031
Liabilities	
Trade and other payables	4,036,063
Total value of net liabilities disposed	3,998,032
Consideration received	1
Cumulative foreign exchange differences reclassified to profit or loss	184,900
Net gain on disposal	4,182,933

The effect of disposal of FLS on cash flows was as follows:

	2023 RM
Total cash consideration	1
Less: Cash and cash equivalents of a subsidiary disposed	(38,031)
Net cash outflow on disposal	(38,030)

(v) Dilution of equity interest in a subsidiary

In the previous financial year, on 17 May 2022, Medilabz, an indirect owned subsidiary of the Company held via OHB had issued 299,999 ordinary shares for which 209,999 was subscribed by OHB and the remaining 90,000 was subscribed by a third party, representing 70% and 30% of the enlarged issued and paid-up share capital of Medilabz respectively. Consequently, Medilabz became an indirect 70% owned subsidiary of the Company.

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

(f) Subsidiaries of the Group that have material non-controlling interests ("NCI") are as follows:

	BM RM	PASB RM	FNS RM	Other individually immaterial subsidiaries RM	Total RM
2024					
NCI percentage of ownership interest and voting interest	30%	–	49.0%	–	–
Carrying amount of NCI	657,096	–	4,042,848	(1,787,845)	2,912,099
(Loss)/Profit allocated to NCI	(315,980)	–	241,922	(2,377,248)	(2,451,306)
Total comprehensive (loss)/ income allocated to NCI	(315,980)	–	241,922	(2,377,248)	(2,451,306)
2023					
NCI percentage of ownership interest and voting interest	30.0%	40.0%	49.0%	–	–
Carrying amount of NCI	973,076	(9,461,448)	3,645,787	727,166	(4,115,419)
(Loss)/Profit allocated to NCI	(43,067)	(1,411,350)	685,609	3,345,471	2,576,663
Total comprehensive (loss)/ income allocated to NCI	(43,067)	(1,411,350)	685,609	3,345,471	2,576,663

7. INVESTMENTS IN SUBSIDIARIES (CONT'D.)

(g) Summarised financial information of the subsidiaries that have material NCI as at the end of each reporting period prior to intra-group elimination are as follows:

2024	BM RM	FNS RM
Assets and liabilities		
Non-current assets	569,532	124,174,659
Current assets	2,656,888	39,779,536
Non-current liabilities	(341,736)	(26,947,650)
Current liabilities	(694,363)	(128,755,834)
Net assets	2,190,321	8,250,711
Results		
Revenue	8,898,471	65,957,731
(Loss)/Profit for the financial year	(1,053,267)	493,718
Total comprehensive (loss)/income	(1,053,267)	493,718
Cash flows (used in)/from operating activities	(574,323)	3,001,203
Cash flows from investing activities	997,546	14,817,040
Cash flows used in financing activities	(224,800)	(19,836,687)
Net changes in cash and cash equivalents	198,423	(2,018,444)

2023	BM RM	PASB RM	FNS RM
Assets and liabilities			
Non-current assets	1,017,976	204,191	103,147,456
Current assets	3,345,650	628,863	74,762,136
Non-current liabilities	(387,372)	(159,520)	(7,107,044)
Current liabilities	(732,666)	(24,327,155)	(163,045,555)
Net assets/(liabilities)	3,243,588	(23,653,621)	7,756,993
Results			
Revenue	9,973,783	–	59,174,915
(Loss)/Profit for the financial year	(143,558)	(3,528,374)	1,399,203
Total comprehensive (loss)/income	(143,558)	(3,528,374)	1,399,203
Cash flows from/(used in) operating activities	512,837	(69,844)	18,424,268
Cash flows (used in)/from investing activities	(614,032)	(38,506)	421,300
Cash flows used in financing activities	(184,649)	(153,252)	(17,306,187)
Net changes in cash and cash equivalents	(285,844)	(261,602)	1,539,381

8. INVESTMENTS IN ASSOCIATES

	Group 2024 RM	Group 2023 RM
Quoted equity shares in Malaysia		
Cost	51,775,109	266,151,987
Less: Accumulated impairment losses	(40,972,497)	(14,347,624)
Carrying amount	10,802,612	251,804,363
Unquoted equity shares in Malaysia		
Cost	4,732,858	4,732,858
Less: Accumulated impairment losses	(1,650,000)	(1,650,000)
Carrying amount	3,082,858	3,082,858
Share of post-acquisition results, net of tax	(2,197,370)	54,358,498
	11,688,100	309,245,719
Market value:		
Quoted equity shares in Malaysia	10,802,612	344,471,008

(a) Investments in associates are measured at cost less accumulated impairment losses in the separate financial statements of the Company and accounted for using the equity method in the consolidated financial statements of the Group.

(b) Details of the associates are as follows:

Name of company	Country of incorporation/ Principal place of business	Interest in equity held by Company 2024 %	Company 2023 %	Subsidiary 2024 %	Subsidiary 2023 %	Principal activities
Associates of OHB						
Microlink Solutions Berhad ("MSB")*%	Malaysia	–	–	30.9	36.3	Investment holding and provision of research and development on information technology solutions to the financial services industry
Ho Hup Construction Company Berhad ("Ho Hup")#^@	Malaysia	–	–	11.3	11.4	Foundation engineering, civil engineering, building contracting works and hire of plant and machinery
CRIF Omesti Sdn. Bhd. ("CRIF") ^	Malaysia	–	–	30.0	30.0	Providing business information services, credit reporting services and related consultation services, system development and consultancy and information technology services

8. INVESTMENTS IN ASSOCIATES (CONT'D.)

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

Name of company	Country of incorporation/ Principal place of business	Interest in equity held by Company 2024 %	Company 2023 %	Subsidiary 2024 %	Subsidiary 2023 %	Principal activities
Associates of CNA						
MIHCM Asia Sdn. Bhd. ("MIHCM")	Malaysia	–	–	33.3	33.3	Distribution, marketing, implementing and maintenance and of human capital management software solutions and services in Asia
MYATM Sdn. Bhd. ("MyATM")	Malaysia	–	–	35.9	35.9	Manufacturing, trading and servicing of banking equipment and providing outsource related services
Viewqwest Holdings Sdn. Bhd. ("VHSB")^	Malaysia	–	–	20.0	20.0	Investment holding and provision of management service

* On 31 March 2024, the investment in MSB had been reclassified to non-current asset held for sale following the commencement of the Group's efforts to dispose the shares of MSB via appointments of potential purchasers and is expected to be completed within twelve (12) months from the reporting date as disclosed in Note 23 to the financial statements.

% 298,092,000 (2023: 389,580,172) ordinary shares with a carrying amount of RM101,351,280 (2023: RM38,850,360) have been pledged for credit facilities granted to the Group as disclosed in Note 26 to the financial statements.

@ 58,392,500 (2023: 56,576,900) ordinary shares with a carrying amount of RM10,802,612 (2023: RM36,958,683) have been pledged for credit facilities granted to the Group as disclosed in Note 26 to the financial statements.

This associate has a different financial year-end from the Group. In applying the equity method of accounting, the audited financial statements of the associate for the financial year ended 31 December 2023 and the unaudited management accounts for the period between 1 January 2024 and 31 March 2024 have been used.

^ Associates not audited by BDO PLT.

8. INVESTMENTS IN ASSOCIATES (CONT'D.)

(c) Reconciliation of net assets of the significant associates to the carrying amount of investments in associates is as follows:

2024	MSB RM	Ho Hup RM	Other individually immaterial associates RM	Total RM
Share of net assets of the Group	–	47,028,536	885,488	47,914,024
Share of other reserve	–	(9,170,561)	–	(9,170,561)
Impairment on remaining interest based on fair value of shares	–	(27,055,363)	–	(27,055,363)
Carrying amount in the statements of financial position	–	10,802,612	885,488	11,688,100
Share of results of the Group for the financial year ended 31 March 2024				
Share of loss of the Group	(7,735,902)	(10,386,479)	(94,806)	(18,217,187)
Share of other comprehensive loss of the Group, net of tax	(157,895)	(152,402)	–	(310,297)
Share of total comprehensive loss of the Group	(7,893,797)	(10,538,881)	(94,806)	(18,527,484)

2023	MSB RM	Ho Hup RM	Other individually immaterial associates RM	Total RM
Share of net assets of the Group	82,202,827	55,293,400	1,074,142	138,570,369
Share of other reserve	(77,860)	(9,042,525)	–	(9,120,385)
Goodwill on consolidation	–	26,164,125	–	26,164,125
Remeasurement on remaining interest based on fair value of shares held at date of cease control	153,631,610	–	–	153,631,610
Carrying amount in the statements of financial position	235,756,577	72,415,000	1,074,142	309,245,719
Share of results of the Group for the financial year ended 31 March 2023				
Share of profit/(loss) of the Group	7,640,263	2,757	(424,918)	7,218,102
Share of other comprehensive loss of the Group, net of tax	(92,436)	(128,219)	–	(220,655)
Share of total comprehensive income/(loss) of the Group	7,547,827	(125,462)	(424,918)	6,997,447

8. INVESTMENTS IN ASSOCIATES (CONT'D.)

(d) Summarised financial information of the significant associates are as follows:

2024	MSB RM	Ho Hup RM
Assets and liabilities		
Non-current assets	133,273,000	217,343,000
Current assets	212,589,000	879,688,000
Non-current liabilities	(8,931,000)	(327,080,000)
Current liabilities	(136,429,000)	(445,002,000)
Net assets	200,502,000	324,949,000
Results		
Revenue	281,478,000	146,992,000
Profit/(Loss) for the financial year	26,033,000	(98,502,000)
Total comprehensive income/(loss)	25,784,000	(95,993,000)
Cash flows (used in)/from operating activities	(33,664,000)	22,469,000
Cash flows (used in)/from investing activities	(924,000)	18,111,000
Cash flows from/(used in) financing activities	12,816,000	(51,373,000)
Net changes in cash and cash equivalents	(21,772,000)	(10,793,000)

2023	MSB RM	Ho Hup RM
Assets and liabilities		
Non-current assets	142,323,282	542,736,000
Current assets	193,345,563	945,213,000
Non-current liabilities	(10,204,168)	(387,700,000)
Current liabilities	(99,225,098)	(682,675,000)
Net assets	226,239,579	417,574,000
Results		
Revenue	248,448,515	236,418,000
Profit/(Loss) for the financial year	26,033,422	(27,365,000)
Total comprehensive income/(loss)	25,783,987	(27,652,000)
Cash flows from/(used in) operating activities	4,698,922	(22,034,000)
Cash flows (used in)/from investing activities	(24,933,130)	19,531,000
Cash flows used in financing activities	(9,961,575)	(6,670,000)
Net changes in cash and cash equivalents	(30,195,783)	(9,173,000)

8. INVESTMENTS IN ASSOCIATES (CONT'D.)

(e) Change in equity interest in associates

Accretion

(i) During the financial year, OHB acquired additional 1,815,600 ordinary shares in Ho Hup in the open market for a total cash consideration of RM462,802. Following this acquisition, OHB held approximately 11.8% equity interest in Ho Hup prior to the private placement as disclosed below.

(ii) In the previous financial year, OHB acquired additional 343,600 ordinary shares in Ho Hup in the open market for a total cash consideration of RM105,435. Following this acquisition, OHB held approximately 11.4% equity interest in Ho Hup as at 31 March 2023.

Dilution

(i) During the financial year, Ho Hup has carried out a private placement exercise of 23,400,000 ordinary shares on 28 November 2023. Following this private placement, OHB held approximately 11.3% equity interest in Ho Hup as at 31 March 2024.

(ii) During the financial year, OHB disposed 58,488,172 ordinary shares in MSB in the open market for a total cash consideration of RM41,705,845. OHB's equity interest in MSB was diluted from 36.3% to 30.9% as at 31 March 2024.

(iii) In the previous financial year, OHB disposed shares held in MSB, amongst others, 135,000,000 ordinary shares in a private placement for a total cash consideration of RM74,250,000. OHB's equity interest in MSB was further diluted from 49.4% to 36.3% as at 31 March 2023.

(f) Significant influence - Interest in Ho Hup

As at financial year end, the Group holds 11.8% (2023: 11.4%) interest in Ho Hup.

The Group has representation on the Board of Directors of Ho Hup who are able to participate in policy-making processes, including participation in decisions about dividends or other distributions.

Based on the preceding, the Group considers that it has the ability to exercise significant influence and has treated its interest in Ho Hup as investments in associates.

(g) Movements in impairment losses are as follows:

	Group	
	2024 RM	**2023 RM**
As at 1 April 2023/2022	15,997,624	1,650,000
Charge for the year	26,624,873	14,347,624
As at 31 March 2024/2023	42,622,497	15,997,624

8. INVESTMENTS IN ASSOCIATES (CONT'D.)

(h) Impairment assessment

The Group assessed whether there were any indicators of impairment during the financial year.

Due to the consistent losses incurred by Ho Hup, management assessed the recoverable amount of the investment in Ho Hup to be RM10,802,612, which was derived based on the market value of quoted shares as at 31 March 2024, which was lower than its carrying amount by RM26,624,873. Consequently, the management has impaired the carrying amount of Ho Hup in the current financial year as disclosed in Note 8(g) above.

In the previous financial year, management assessed the recoverable amount of the investment in Ho Hup which had a carrying amount of RM72,415,000 and determined that as at 31 March 2023, the recoverable amount based on value-in-use model using a discount rate of 12.0%, was lower than its carrying amount by RM14,347,624. In arriving at the recoverable amount, management had made significant judgements and estimates. Consequently, the management had impaired the carrying amount of Ho Hup in the previous financial year as disclosed in Note 8(g) above.

9. INVESTMENT IN A JOINT VENTURE

	Group	
	2024 RM	2023 RM
Unquoted shares, at cost	250,000	150,000
Less: Accumulated impairment losses	(250,000)	(150,000)
	–	–

(a) Investment in a joint venture is stated at cost in the separate financial statements. The Group recognises its interest in joint venture as an investment and accounts for its investments using the equity method.

(b) On 18 August 2023, Omesti Holdings Berhad ("OHB"), a wholly-owned subsidiary of the Company had injected additional capital of RM100,000 through the issuance of 100,000 units of ordinary shares.

(c) Details of the joint venture are as follows:

Name of company	Country of incorporation/ Principal place of business	Interest in equity held by Company 2024 %	Company 2023 %	Subsidiary 2024 %	Subsidiary 2023 %	Principal activities
Jointly venture of OHB						
Quadrant Biz Solutions Sdn. Bhd. ("QBS")^#	Malaysia	–	–	50.0	50.0	Provision of corporate secretarial, share registration and management services

^ Not audited by BDO PLT.

This joint venture has a different financial year end from the Group. In applying the equity method of accounting, the unaudited management accounts of the joint venture as at 31 March 2024 have been used.

9. INVESTMENT IN A JOINT VENTURE

(d) The joint venture, in which the Group participates, is an unlisted separate structured entity whose quoted market prices are not available. The contractual arrangement stipulates unanimous consent of all parties over relevant activities of joint ventures and provides the Group with only the rights to the net assets of the joint arrangements, with the rights to the assets and obligation for liabilities of the joint arrangements resting primarily with the joint ventures. This joint arrangement has been classified as joint ventures and have been included in the consolidated financial statements using the equity method.

(e) Movements in impairment losses are as follows:

	Group	
	2024 RM	**2023 RM**
As at 1 April 2023/2022	150,000	150,000
Charge for the year	100,000	–
As at 31 March 2024/2023	250,000	150,000

(f) The financial results of the joint venture are not disclosed as it is not material to the Group.

10. OTHER INVESTMENTS

	Group	
	2024 RM	**2023 RM**
Non-current		
Equity securities:		
– Quoted shares in Malaysia	128,324	1,796,324
– Unquoted preference shares	2,000,000	-
	2,128,324	1,796,324

(a) The equity securities are classified as financial assets at fair value through profit or loss.

(b) Net fair value gain of RM6,000 (2023: Net fair value gain of RM35,500) was recognised during the financial year due to the changes in market value of quoted shares. The fair value was determined based on the last transacted price on 29 March 2024 (2023: 31 March 2023).

Fair value of unquoted preference shares in funds of the Group are estimated based on adjusted transacted price.

10. OTHER INVESTMENTS (CONT'D.)

(c) Fair value hierarchy

Group	Fair value of financial instruments carried at fair value Level 1 RM	Level 2 RM	Level 3 RM	Total RM	Total fair value RM	Carrying amount RM
2024						
Financial assets at fair value through profit or loss						
– Quoted shares	128,324	–	–	128,324	128,324	128,324
– Unquoted preference shares	–	–	2,000,000	2,000,000	2,000,000	2,000,000
	128,324	–	2,000,000	2,128,324	2,128,324	2,128,324
2023						
Financial assets at fair value through profit or loss						
– Quoted shares	1,796,324	-	-	1,796,324	1,796,324	1,796,324

(d) Sensitivity analysis of quoted shares against stock indices at the end of each reporting period, assuming that all other variables remain constant, is as follows:

	Group 2024 RM	2023 RM
Effects of 5% (2023: 10%) changes to stock indices		
(Loss)/Profit for the financial year	±5,000	±137,000

11. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Other receivables	13,669,374	22,513,533	4,827,550	6,379,829
Less: Accumulated impairment losses	(11,220,503)	(11,164,759)	(4,758,070)	(4,758,070)
	2,448,871	11,348,774	69,480	1,621,759
Amount due from non-controlling interest	544	–	–	–
Deposits	2,812,328	2,730,782	30,549	32,040
Prepayments	3,774,924	5,697,476	3,586,053	4,403,829
	9,036,667	19,777,032	3,686,082	6,057,628

(a) Other receivables, amount due from non-controlling interest and deposits are classified as financial assets measured at amortised cost.

11. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS (CONT'D.)

(b) Impairment for other receivables and deposits are recognised based on the general approach within MFRS 9 using the forward-looking expected credit loss model. The methodology used to determine the amount of the impairment is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. At the end of the reporting period, the Group and the Company assess whether there has been a significant increase in credit risk for financial assets by comparing the risk of default occurring over the expected life with the risk of default since initial recognition. For those in which the credit risk has not increased significantly since initial recognition of the financial asset, twelve-month expected credit losses along with gross interest income are recognised. For those in which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised. The Group defined significant increase in credit risk based on payment trends and past due information.

The probability of non-payment by other receivables and deposits are adjusted by forward-looking information and multiplied by the amount of the expected loss arising from default to determine the twelve-month or lifetime expected credit loss for the other receivables and depsosits.

It requires management to exercise significant judgement in determining the probability of default by other receivables and deposits, appropriate forward-looking information and significant increase in credit risk.

(c) The reconciliation of movements in allowance for impairment accounts in other receivables of the Group and of the Company are as follows:

	Group		
	Lifetime ECL allowance RM	Individually credit impaired RM	Total allowance RM
Balance as at 1 April 2022	236,939	12,936,853	13,173,792
Charge for the year	19,961	24,937	44,898
Written off	(29,725)	–	(29,725)
Reversal of impairment losses	(67,188)	(1,957,018)	(2,024,206)
Balance as at 31 March 2023	159,987	11,004,772	11,164,759
Charge for the year	–	61,185	61,185
Reversal of impairment losses	(28,002)	(49,657)	(77,659)
Reclassification	–	72,218	72,218
Balance as at 31 March 2024	131,985	11,088,518	11,220,503

	Company
	Individually credit impaired RM
As at 31 March 2024/2023	4,758,070

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

11. OTHER RECEIVABLES, DEPOSITS AND PREPAYMENTS (CONT'D.)

(d) No expected credit loss is recognised arising from amount due from non-controlling interest and deposits as it is negligible.

(e) The currency exposure profile of other receivables, amount due from non-controlling interest and deposits are as follows:

	Group		Company	
	2024 RM	**2023 RM**	**2024 RM**	**2023 RM**
Ringgit Malaysia	5,081,182	13,817,929	100,029	1,653,799
Singapore Dollar	180,561	196,905	–	–
Vietnamese Dong	–	64,722	–	–
	5,261,743	14,079,556	100,029	1,653,799

(f) Sensitivity analysis of RM against foreign currencies at the end of the reporting period, assuming that all other variables remain constant, are as follows:

	Group	
	2024 RM	**2023 RM**
Effects of 10% changes to RM against foreign currencies		
(Loss)/Profit for the financial year	±14,000	±20,000

12. DEFERRED TAX

(a) Deferred tax assets and liabilities are made up of the following:

	Group	
	2024 RM	**2023 RM**
As at 1 April 2023/2022	(718,753)	250,048
Acquisition of subsidiaries	–	(2,662)
Disposal of subsidiaries	–	(1,162,906)
Recognised in profit or loss		
– continuing operations (Note 38)	192,428	71,767
– discontinued operation	–	125,000
As at 31 March 2024/2023	(526,325)	(718,753)
Presented after appropriate offsetting:		
Deferred tax assets, net	(528,355)	(720,783)
Deferred tax liabilities, net	2,030	2,030
	(526,325)	(718,753)

12. DEFERRED TAX (CONT'D.)

(b) Components and movements of deferred tax assets and deferred tax liabilities during the financial year prior to offsetting are as follows:

	Unused tax losses RM	Unabsorbed capital allowances RM	Other temporary differences RM	Total RM
Deferred tax assets of the Group				
Balance as at 1 April 2023	(88,040)	(39,768)	(723,147)	(850,955)
Recognised in profit or loss	74,604	39,768	98,677	213,049
Balance as at 31 March 2024, prior to offsetting	(13,436)	–	(624,470)	(637,906)
Set-off				109,551
Balance as at 31 March 2024				(528,355)
Balance as at 1 April 2022	(2,570,244)	–	(4,058,519)	(6,628,763)
Recognised in profit or loss	(6,140)	(39,539)	123,047	77,368
Acquisition of a subsidiary	(6,037)	(229)	(31)	(6,297)
Disposal of subsidiaries	2,494,381	–	3,212,356	5,706,737
Balance as at 31 March 2023, prior to offsetting	(88,040)	(39,768)	(723,147)	(850,955)
Set-off				130,172
Balance as at 31 March 2023				(720,783)

	Plant, property and equipment RM	Software development costs RM	Other temporary differences RM	Total RM
Deferred tax liabilities of the Group				
Balance as at 1 April 2023	130,172	–	2,030	132,202
Recognised in profit or loss	(20,621)	–	–	(20,621)
Balance as at 31 March 2024, prior to offsetting	109,551	–	2,030	111,581
Set-off				(109,551)
Balance as at 31 March 2024				2,030
Balance as at 1 April 2022	175,972	3,442,899	3,259,940	6,878,811
Recognised in profit or loss	119,399	–	–	119,399
Acquisition of a subsidiary	3,635	–	–	3,635
Disposal of subsidiaries	(168,834)	(3,442,899)	(3,257,910)	(6,869,643)
Balance as at 31 March 2023, prior to offsetting	130,172	–	2,030	132,202
Set-off				(130,172)
Balance as at 31 March 2023				2,030

12. DEFERRED TAX (CONT'D.)

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

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Unused tax losses				
Expires by 31 March 2028	79,809,345	85,964,054	–	6,033,231
Expires by 31 March 2029	2,641,288	4,724,004	–	2,093,676
Expires by 31 March 2030	2,028,484	4,950,274	–	2,921,790
Expires by 31 March 2031	7,634,810	10,875,173	2,350,209	4,597,323
Expires by 31 March 2032	10,287,500	10,287,500	7,829,296	7,829,296
Expires by 31 March 2033	17,193,744	17,193,744	14,486,637	14,486,637
Expires by 31 March 2034	16,393,518	–	–	–
Unabsorbed capital allowances	12,063,949	12,330,332	–	611,148
Other temporary differences	10,770,975	2,245,974	52,919	389,285
	158,823,613	148,571,055	24,719,061	38,962,386

Deferred tax assets of certain subsidiaries have not been recognised in respect of these items as it is not probable that future taxable profits of the subsidiaries would be available against which the temporary differences could be utilised.

Unutilised tax losses from YA2019 onwards can be carried forward up to 10 consecutive years of assessment immediately following the year of assessment under the tax legislation of Inland Revenue Board.

The amount and availability of these items to be carried forward up to the periods as disclosed above are subject to the agreement of the respective local tax authorities.

In the previous financial year, the temporary differences for which no deferred tax assets had been recognised in the statements of financial position amounted to RM15,747,436 had been derecognised following the disposal of subsidiaries.

13. PROPERTY, PLANT AND EQUIPMENT

Group	Balance as at 1.4.2023 RM	Additions RM	Re-measurement RM	Depreciation charge for the financial year RM	Written off RM	Modification RM	Reclassification RM	Disposals RM	Impairment loss RM	Balance as at 31.3.2024 RM
2024										
Carrying amount										
Buildings										
- Right-of-use assets	5,490,262	332,264	625,471	(2,027,033)	-	(1,229,634)	-	(97,877)	(1,109,556)	1,983,897
Computer equipment and software										
- Owned	28,079	369,944	-	(81,576)	-	-	-	(495)	(8,864)	307,088
- Right-of-use assets	20,315,557	45,338,219	-	(24,342,704)	-	-	-	-	(16,214)	41,294,858
Office equipment, furniture, fittings and renovation										
- Owned	1,726,725	427,799	-	(335,690)	-	-	-	(53,552)	(1,021,909)	743,373
- Right-of-use assets	609,777	-	-	(106,034)	-	-	-	-	(458,346)	45,397
Motor vehicles										
- Owned	1	-	-	(9,106)	-	-	11,981	-	-	2,876
- Right-of-use assets	576,456	-	-	(287,362)	-	-	(11,981)	(62,527)	(89,250)	125,336
Signboard										
- Owned	57,537	47,536	-	(11,225)	-	-	-	-	(64,509)	29,339
Capital work-in progress										
- Owned	49,985	-	-	-	(10,985)	-	-	-	-	39,000
	28,854,379	46,515,762	625,471	(27,200,730)	(10,985)	(1,229,634)	-	(214,451)	(2,768,648)	44,571,164

13. PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

	Cost RM	Accumulated depreciation RM	Accumulated impairment loss RM	Carrying amount RM
	<----------------------------	As at 31.3.2024	---------------------------->	
Buildings				
– Right-of-use assets	8,252,042	(5,118,213)	(1,149,932)	1,983,897
Computer equipment and software				
– Owned	8,239,200	(7,921,903)	(10,209)	307,088
– Right-of-use assets	128,972,790	(87,661,718)	(16,214)	41,294,858
Office equipment, furniture, fittings and renovation				
– Owned	6,684,023	(4,962,936)	(977,714)	743,373
– Right-of-use assets	696,356	(192,613)	(458,346)	45,397
Motor vehicles				
– Owned	624,746	(621,870)	–	2,876
– Right-of-use assets	1,730,931	(1,516,345)	(89,250)	125,336
Signboard				
– Owned	129,178	(34,624)	(65,215)	29,339
Capital work-in-progress				
– Owned	39,000	–	–	39,000
	155,368,266	(108,030,222)	(2,766,880)	44,571,164

13. PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

Group	Balance as at 1.4.2022 RM	Acquisition of a subsidiary and a business RM	Disposal of subsidiaries RM	Additions RM	Re-measurement RM	Depreciation charge for the financial year RM	Written off RM	Reclassification RM	Disposals RM	Impairment loss RM	Balance as at 31.3.2023 RM
2023											
Carrying amount											
Buildings											
- Right-of-use assets	8,798,673	3,582	(2,011,105)	2,950,057	423,275	(2,173,861)	-	-	(2,459,983)	(40,376)	5,490,262
Computer equipment and software											
- Owned	3,837,450	8,954	(267,127)	100,366	-	(1,139,469)	(2,510,750)	-	-	(1,345)	28,079
- Right-of-use assets	36,147,147	-	-	5,697,318	-	(21,528,908)	-	-	-	-	20,315,557
Office equipment, furniture, fittings and renovation											
- Owned	717,400	113,411	(23,739)	1,133,114	-	(246,550)	-	47,007	-	(13,918)	1,726,725
- Right-of-use assets	292,941	-	(176,203)	582,866	-	(89,827)	-	-	-	-	609,777
Motor vehicles											
- Owned	1	-	-	-	-	-	-	-	-	-	1
- Right-of-use assets	3,158,228	-	(2,456,623)	968,258	-	(685,740)	-	-	(407,667)	-	576,456
Signboard											
- Owned	19,187	8,947	-	34,550	-	(4,441)	-	-	-	(706)	57,537
Capital work-in progress											
- Owned	47,007	-	-	49,985	-	-	-	(47,007)	-	-	49,985
	53,018,034	134,894	(4,934,797)	11,516,514	423,275	(25,868,796)	(2,510,750)	-	(2,867,650)	(56,345)	28,854,379

13. PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

	<------------------------------ As at 31.3.2023			------------------------------>
	Cost RM	Accumulated depreciation RM	Accumulated impairment loss RM	Carrying amount RM
Buildings				
– Right-of-use assets	10,315,214	(4,784,576)	(40,376)	5,490,262
Computer equipment and software				
– Owned	7,459,877	(7,430,453)	(1,345)	28,079
– Right-of-use assets	83,670,768	(63,355,211)	–	20,315,557
Office equipment, furniture, fittings and renovation				
– Owned	6,316,098	(4,575,455)	(13,918)	1,726,725
– Right-of-use assets	696,356	(86,579)	–	609,777
Motor vehicles				
– Owned	519,035	(519,034)	–	1
– Right-of-use assets	2,372,602	(1,796,146)	–	576,456
Signboard				
– Owned	81,642	(23,399)	(706)	57,537
Capital work-in-progress				
– Owned	49,985	–	–	49,985
	111,481,577	(82,570,853)	(56,345)	28,854,379

Company	Balance as at 1.4.2023 RM	Additions RM	Re-measurement RM	Depreciation charge for the financial year RM	Balance as at 31.3.2024 RM
2024					
Carrying amount					
Buildings					
– Right-of-use assets	2,342,997	–	(1,229,633)	(381,725)	731,639
Computer equipment and software					
– Owned	1,817	325,290	–	(21,567)	305,540
Office equipment, furniture and fittings					
– Owned	40,467	1,940	–	(24,574)	17,833
Motor vehicles			–		
– Right-of-use assets	138,339	–	–	(138,339)	–
	2,523,620	327,230	(1,229,633)	(566,205)	1,055,012

13. PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

	<---- As at 31.3.2024		---->
	Cost RM	Accumulated depreciation RM	Carrying amount RM
Buildings	1,145,174	(413,535)	731,639
– Right-of-use assets			
Computer equipment and software			
– Owned	663,251	(357,711)	305,540
– Right-of-use assets	59,697	(59,697)	–
Office equipment, furniture and fittings			
– Owned	1,891,878	(1,874,045)	17,833
	3,760,000	(2,704,988)	1,055,012

Company	Balance as at 1.4.2022 RM	Disposals RM	Depreciation charge for the financial year RM	Balance as at 31.3.2023 RM
2023				
Carrying amount				
Buildings				
– Right-of-use assets	5,335,645	(2,459,983)	(532,665)	2,342,997
Computer equipment and software				
– Owned	3,634	–	(1,817)	1,817
– Right-of-use assets	16,289	–	(16,289)	–
Office equipment, furniture and fittings				
– Owned	65,782	–	(25,315)	40,467
Motor vehicles				
– Right-of-use assets	341,362	(45,821)	(157,202)	138,339
	5,762,712	(2,505,804)	(733,288)	2,523,620

	<---- As at 31.3.2023		---->
	Cost RM	Accumulated depreciation RM	Carrying amount RM
Buildings			
– Right-of-use assets	3,134,996	(791,999)	2,342,997
Computer equipment and software			
– Owned	337,961	(336,144)	1,817
– Right-of-use assets	59,697	(59,697)	–
Office equipment, furniture and fittings			
– Owned	1,889,938	(1,849,471)	40,467
Motor vehicles			
– Right-of-use assets	691,676	(553,337)	138,339
	6,114,268	(3,590,648)	2,523,620

13. PROPERTY, PLANT AND EQUIPMENT (CONT'D.)

(a) Each class of property, plant and equipment (excluding right-of-use assets) are measured after initial recognition at cost less accumulated depreciation and any accumulated impairment losses.

(b) Depreciation is calculated to write off the cost of the assets to their residual values on a straight-line basis over their estimated useful lives. The estimated useful lives represent common life expectancies applied in the industry within which the Group and the Company operate. The principal depreciation rates are as follows:

Computer equipment and software	20% to 33.3%
Office equipment, furniture, fittings and renovation	10% to 20%
Motor vehicles	20%
Signboard	10%

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

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

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

The right-of-use assets are depreciated on the straight-line basis over the earlier of the estimated useful lives of the right-of-use assets or the end of the lease term. The lease terms of right-of-use assets are as follows:

Buildings	2-10 years
Computer equipment	2-5 years
Office equipment, furniture, fittings and renovation	5-7 years
Motor vehicles	2-5 years

(d) The Group assessed whether there were any indicators of impairment during the financial year. In doing this, management considered the current environment and performance of the Cash Generating Units ("CGUs"). The carrying amounts of the property, plant and equipment in certain subsidiaries with indications of impairment amounted to RM3,778,123 as at 31 March 2024.

Management has made significant judgements and estimates about the future results and key assumptions applied to cash flow projections of the CGU in determining the recoverable amount based on the value in use model using a discount rate of 10.0% (2023: 12.0%). Accordingly, impairment losses on property, plant and equipment amounting to RM2,768,648 (2023: RM56,345) have been recognised during the year to bring the carrying amounts to their recoverable amounts due to decline in operations of certain subsidiaries.

(e) During the financial year, the Group and the Company made the following cash payments to purchase property, plant and equipment:

	Group		Company	
	2024 RM	**2023 RM**	**2024 RM**	**2023 RM**
Purchase of property, plant and equipment	46,515,762	11,516,514	327,230	–
Financed by hire purchase and lease liabilities	(43,245,895)	(8,907,297)	–	–
Unsettled and remained as other payables	(2,424,588)	(581,000)	–	–
Provision for restoration cost capitalised in right-of-use assets	–	(31,487)	–	–
Cash payments on purchase of property, plant and equipment	845,279	1,996,730	327,230	–

14. INVESTMENT PROPERTY

Group	Balance as at 1.4.2023 RM	Depreciation charge for the financial year RM	Impairment loss charge for the financial year RM	Balance as at 31.3.2024 RM
Carrying amount				
Freehold building	674,341	(19,877)	–	654,464

	As at 31.3.2024			
	Cost RM	Accumulated depreciation RM	Accumulated impairment losses RM	Carrying amount RM
Freehold building	993,850	(99,386)	(240,000)	654,464

Group	Balance as at 1.4.2022 RM	Depreciation charge for the financial year RM	Impairment loss charge for the financial year RM	Balance as at 31.3.2023 RM
Carrying amount				
Freehold building	694,219	(19,878)	–	674,341

	As at 31.3.2023			
	Cost RM	Accumulated depreciation RM	Accumulated impairment losses RM	Carrying amount RM
Freehold building	993,850	(79,509)	(240,000)	674,341

(a) Investment property is initially measured at cost, which includes transaction costs. After initial recognition, investment property is stated at cost less accumulated depreciation and any accumulated impairment loss.

Depreciation is calculated to write off the cost of the investment property to its residual values on a straight-line basis over its estimated useful life. The estimated useful life represents common life expectancy applied in the industry within which the Group operates. The principal depreciation period for the investment property is fifty (50) years.

(b) The Level 3 fair value of investment property is RM637,249 (2023: RM734,333). The fair value is determined by the Directors based on market values for similar properties in the same vicinity obtained from property agencies. There is no transfer between levels in the hierarchy during the financial year.

15. INVENTORIES AND CONTRACT COSTS

	Note	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Inventories					
At cost					
Healthcare products		8,286,694	8,442,803		–
	(a)	8,286,694	8,442,803	–	–
Contract costs	(b)	2,539,417	3,770,350	–	1,894,385
		10,826,111	12,213,153	–	1,894,385

(a) Inventories

(i) Inventories are determined on the first-in, first-out basis and stated at the lower of cost and net realisable value.

(ii) Cost of inventories of the Group recognised as an expense during the financial year amounted to RM16,887,921 (2023: RM16,077,818). The amount of inventories written off recognised as expenses during the financial year amounted to Nil (2023: RM25,610).

(b) Contract costs

(i) Contract costs represent directly attributable costs incurred in fulfilling a contract that are expected to be recovered in satisfying future performance obligations. Costs incurred by the Group and the Company to fulfil a contract prior to the commencement of its performance are mostly general and administrative expenses that are expensed in profit or loss as incurred.

(ii) Contract costs are amortised on a systematic basis that is consistent with the transfer to the customer of the goods or services to which the assets relate. The basis of amortisation is reviewed at the end of the year to reflect any significant change to the expected timing of transfer to the customer of the goods or services to which the assets relate in accordance with MFRS 108 *Accounting Policies, Changes in Accounting Estimates and Errors*.

(iii) An impairment loss is recognised in profit or loss to the extent that the carrying amount of the asset exceeds the remaining amount of consideration expected to be received in exchange for goods or services to which the asset relates, net of remaining directly attributable costs yet to be expensed.

At the end of the year, the Group and the Company assess if there is any indication of impairment. If such indication exists, an analysis is performed to assess whether the carrying amount of the asset is fully recoverable.

15. INVENTORIES AND CONTRACT COSTS (CONT'D.)

(b) Contract costs (cont'd.)

(iv) Movements of contract costs are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
At 1 April 2023/2022	3,770,350	6,234,668	1,894,385	2,627,654
Capitalised during the financial year	3,323,562	14,147,275	–	11,548,826
Disposal of subsidiaries	–	(4,303,224)	–	–
Recognised in profit or loss	(4,554,495)	(12,308,369)	(1,894,385)	(12,282,095)
At 31 March 2024/2023	2,539,417	3,770,350	–	1,894,385

No provision for impairment losses were required on contract costs of the Group and of the Company as at 31 March 2024 and 2023.

16. TRADE RECEIVABLES

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Trade receivables	32,717,863	23,921,253	4,909,560	5,042,693
Less: Accumulated impairment losses	(9,095,662)	(8,465,110)	(267,332)	(14,466)
	23,622,201	15,456,143	4,642,228	5,028,227

(a) Trade receivables are classified as financial assets measured at amortised cost.

(b) Trade credit terms of trade receivables granted by the Group and the Company ranging from 30 to 90 days (2023: 30 to 90 days) from date of invoice. They are recognised at their original amounts, which represent their fair values on initial recognition.

(c) Impairment for trade receivables is recognised based on the simplified approach using the lifetime expected credit losses.

The Group considers credit loss experience and observable data such as current changes and future forecasts in economic conditions by market segment of the Group as identified in Note 4 to the financial statements to estimate the amount of expected impairment loss. The methodology and assumptions including any forecasts of future economic conditions are reviewed regularly.

The Group and the Company use an allowance matrix to measure the expected credit loss of trade receivables from individual customers. Expected loss rates are calculated using the roll rate method separately for exposures in different segments based on the following common credit risk characteristic which is age of customer relationship.

16. TRADE RECEIVABLES (CONT'D.)

(c) (cont'd.)

During this process, the probability of non-payment by the trade receivables is adjusted by forward-looking information and multiplied by the amount of the expected loss arising from default to determine the lifetime expected credit loss for the trade receivables. The Group has identified the gross domestic product, unemployment rate, inflation rate, labour force participation rate and consumer price index as the key macroeconomic factors of the forward-looking information. For trade receivables, which are reported net, such impairments are recorded in a separate impairment account with the loss being recognised within the statements of profit or loss and other comprehensive income. On confirmation that the trade receivable would not be collectable, the gross carrying value of the asset would be written off against the associated impairment.

It requires management to exercise significant judgement in determining the probability of default by trade receivables and appropriate forward-looking information.

(d) The reconciliation of movements in allowance for impairment accounts in trade receivables is as follows:

	Group		
	Lifetime ECL allowance RM	Individually credit impaired RM	Total allowance RM
At 1 April 2022	5,310,574	14,095,263	19,405,837
Charge for the year	61,217	602,054	663,271
Written off	–	(84,124)	(84,124)
Reversal of impairment losses	(383,080)	(76,585)	(459,665)
Disposal of subsidiaries	–	(11,060,209)	(11,060,209)
At 31 March 2023/1 April 2023	4,988,711	3,476,399	8,465,110
Charge for the year	120,594	771,333	891,927
Written off	–	(131,525)	(131,525)
Reversal of impairment losses	(27,719)	(28,800)	(56,519)
Reclassification	(73,331)	–	(73,331)
At 31 March 2024	5,008,255	4,087,407	9,095,662

	Company		
	Lifetime ECL allowance RM	Individually credit impaired RM	Total allowance RM
At 1 April 2022	7,116	7,350	14,466
Charge for the year	–	–	–
At 31 March 2023/1 April 2023	7,116	7,350	14,466
Charge for the year	–	252,866	252,866
At 31 March 2024	7,116	260,216	267,332

16. TRADE RECEIVABLES (CONT'D.)

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

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

(f) Lifetime expected loss provision for trade receivables of the Group and of the Company are as follows:

2024	Gross carrying amount RM	Total allowance RM	Net carrying amount RM
Group			
Not past due	4,877,427	(6,853)	4,870,574
Past due:			
31 to 60 days	6,306,693	(18,098)	6,288,595
61 to 90 days	2,251,100	(4,652)	2,246,448
91 to 120 days	8,518,096	(221,745)	8,296,351
More than 120 days	10,764,547	(8,844,314)	1,920,233
	27,840,436	(9,088,809)	18,751,627
	32,717,863	(9,095,662)	23,622,201
Company			
Not past due	–	–	–
Past due:			
31 to 60 days	2,527,012	(3,868)	2,523,144
61 to 90 days	2,122,332	(3,248)	2,119,084
91 to 120 days	–	–	–
More than 120 days	260,216	(260,216)	–
	4,909,560	(267,332)	4,642,228

2023	Gross carrying amount RM	Total allowance RM	Net carrying amount RM
Group			
Not past due	4,957,925	(892)	4,957,033
Past due:			
31 to 60 days	3,757,394	(806)	3,756,588
61 to 90 days	135,686	(87)	135,599
91 to 120 days	3,677,384	(13,123)	3,664,261
More than 120 days	11,392,864	(8,450,202)	2,942,662
	18,963,328	(8,464,218)	10,499,110
	23,921,253	(8,465,110)	15,456,143

16. TRADE RECEIVABLES (CONT'D.)

(f) Lifetime expected loss provision for trade receivables of the Group and of the Company are as follows (cont'd.):

2023	Gross carrying amount RM	Total allowance RM	Net carrying amount RM
Company			
Not past due	763,200	–	763,200
Past due:			
31 to 60 days	2,406,819	–	2,406,819
61 to 90 days	86,416	–	86,416
91 to 120 days	1,446,008	–	1,446,008
More than 120 days	340,250	(14,466)	325,784
	5,042,693	(14,466)	5,028,227

(g) The credit risk concentration profile of the trade receivables at the end of the reporting period are as follows:

	Group			
	2024		2023	
	RM	% of total	RM	% of total
By country				
Malaysia	23,622,201	100%	15,260,724	99%
Vietnam	–	–	195,419	1%
	23,622,201	100%	15,456,143	100%

	Company			
	2024		2023	
	RM	% of total	RM	% of total
By country				
Malaysia	4,642,228	100%	5,028,227	100%

The Group and the Company do not have any significant exposure to any individual customer. The Group and the Company do not anticipate the carrying amounts recorded at the end of the reporting period to be significantly different from the values that would eventually be received.

16. TRADE RECEIVABLES (CONT'D.)

(h) The currency exposure profile of trade receivables are as follows:

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Ringgit Malaysia	23,622,201	15,260,724	4,642,228	5,028,227
United States Dollar	–	195,419	–	–
	23,622,201	15,456,143	4,642,228	5,028,227

(i) Sensitivity analysis of RM against foreign currencies at the end of the reporting period, assuming that all other variables remain constant, are as follows:

	Group 2024 RM	Group 2023 RM
Effects of 10% changes to RM against foreign currencies		
(Loss)/Profit for the financial year	–	±14,000

17. CONTRACT ASSETS

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Aggregate pre-contract costs incurred to date	13,365,928	1,610,294	1,398,209	1,054,800
Add: Attributable profits	55,802	137,295	–	–
	13,421,730	1,747,589	1,398,209	1,054,800
Less: Progress billings	(12,421,191)	(1,734,672)	–	–
	1,000,539	12,917	1,398,209	1,054,800
Represented by:				
Contract assets				
Projects	1,008,731	21,109	310,800	–
Management fees	–	–	1,087,409	1,054,800
Consultancy services	16,500	16,500	–	–
	1,025,231	37,609	1,398,209	1,054,800
Contract liabilities (Note 33)				
Projects	(24,692)	(24,692)	–	–
	1,000,539	12,917	1,398,209	1,054,800

17. CONTRACT ASSETS (CONT'D.)

(a) Projects

Projects represent the timing differences in revenue recognition and the milestone billings. The milestone billings are structured and/or negotiated with customers to reflect physical completion of the contracts.

Contract assets are transferred to receivables when the rights to economic benefits become unconditional. This usually occurs when the Group issues billing to the customer. Contract liabilities are recognised as revenue when performance obligations are satisfied.

(b) Impairment for contract assets that do not contain a significant financing component are recognised based on the simplified approach using the lifetime expected credit losses as disclosed in Note 16(c) to the financial statements.

The reconciliation of movements in allowance for impairment accounts in contract assets is as follows:

	Group	
	Lifetime ECL allowance	
	2024 RM	2023 RM
At 31 March 2023/2022	–	96,021
Disposal of subsidiaries	–	(96,021)
At 31 March 2024/2023	–	–

18. AMOUNTS OWING BY/(TO) SUBSIDIARIES

	Company	
	2024 RM	2023 RM
Amounts owing by subsidiaries	203,826,536	215,982,829
Less: Accumulated impairment losses	(82,175,717)	(87,233,259)
	121,650,819	128,749,570
Amounts owing to subsidiaries	(41,849,885)	(40,823,136)

(a) Amounts owing by/(to) subsidiaries are classified as financial assets and financial liabilities respectively, and measured at amortised cost.

(b) Amounts owing by/(to) subsidiaries represent payments made on behalf, which are unsecured, interest-free and payable/(repayable) within next twelve (12) months in cash and cash equivalents.

(c) Amounts owing by subsidiaries are denominated in Ringgit Malaysia.

18. AMOUNTS OWING BY/(TO) SUBSIDIARIES (CONT'D.)

(d) The currency exposure profile of amounts owing to subsidiaries are as follows:

	Company	
	2024 RM	2023 RM
Ringgit Malaysia	39,242,643	38,215,894
Brunei Dollar	2,607,242	2,607,242
	41,849,885	40,823,136

(e) Sensitivity analysis of RM against foreign currencies at the end of the reporting period, assuming that all other variables remain constant, are as follows:

	Company	
	2024 RM	2023 RM
Effects of 10% changes to RM against foreign currencies		
(Loss)/Profit for the financial year	±198,000	±198,000

(f) Impairment for amounts owing by subsidiaries are recognised based on the general approach within MFRS 9 using the forward-looking expected credit loss model. The methodology used to determine the amount of the impairment is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. At the end of the reporting period, the Company assesses whether there has been a significant increase in credit risk for financial assets by comparing the risk of default occurring over the expected life with the risk of default since initial recognition. For those in which the credit risk has not increased significantly since initial recognition of the financial asset, twelve-month expected credit losses along with gross interest income are recognised. For those in which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised. The Company defined significant increase in credit risk based on payment trends and past due information.

The probability of non-payment by the subsidiaries is adjusted by forward-looking information (gross domestic product ("GDP"), unemployment rate, inflation rate, labour force participation rate and consumer price index) and multiplied by the amount of the expected loss arising from default to determine the twelve-month or lifetime expected credit loss for the subsidiaries.

It requires management to exercise significant judgement in determining the probability of default by subsidiaries, appropriate forward-looking information and significant increase in credit risk.

18. AMOUNTS OWING BY/(TO) SUBSIDIARIES (CONT'D.)

(g) Movements in the impairment allowance for amounts owing by subsidiaries of the Company are as follows:

	Lifetime ECL allowance RM	Individually credit impaired RM	Total allowance RM
At 1 April 2022	19,086,957	76,561,709	95,648,666
Charge for the year	18,524,351	–	18,524,351
Reversal of impairment losses	(23,603,464)	–	(23,603,464)
Written off	–	(3,336,294)	(3,336,294)
At 31 March 2023/1 April 2023	14,007,844	73,225,415	87,233,259
Charge for the year	6,687,250	–	6,687,250
Reversal of impairment losses	(11,739,853)	–	(11,739,853)
Reclassification	70,660,627	(70,660,627)	–
Written off	–	(4,939)	(4,939)
At 31 March 2024	79,615,868	2,559,849	82,175,717

(h) The maturity profile of amounts owing to subsidiaries of the Company at the end of the reporting period based on contractual undiscounted repayment obligation is repayable within one (1) year.

19. AMOUNTS OWING BY/(TO) ASSOCIATES

(a) Amounts owing by/(to) associates are classified as financial assets and financial liabilities respectively, and measured at amortised cost.

(b) Amounts owing by/(to) associates are trade in nature, which are unsecured, interest-free and the credit terms granted by/(to) the associates are generally for a period of 60 days (2023: 60 days).

(c) Amounts owing by/(to) associates are denominated in RM.

(d) Impairment for amounts owing by associates is recognised based on the general approach within MFRS 9 using the forward-looking expected credit loss model as disclosed in Note 18(f) to the financial statements.

No expected credit loss is recognised arising from amounts owing by associates as it is negligible.

(e) The maturity profile of amounts owing to associates of the Group at the end of the reporting period based on contractual undiscounted repayment obligation is repayable within one (1) year.

20. AMOUNTS OWING BY/(TO) A JOINT VENTURE

(a) Amounts owing by/(to) a joint venture are classified as financial asset and financial liability respectively, measured at amortised cost.

(b) Amounts owing by/(to) a joint venture represent payments made on behalf, which are unsecured, interest-free and collectible/payable within next twelve (12) months in cash and cash equivalents.

(c) Amounts owing by/(to) a joint venture are denominated in RM.

(d) Impairment for amount owing by a joint venture is recognised based on the general approach within MFRS 9 using the forward-looking expected credit loss model as disclosed in Note 18(f) to the financial statements.

No expected credit loss is recognised arising from amount owing by a joint venture as it is negligible.

(e) The maturity profile of amount owing to a joint venture of the Group at the end of the reporting period based on contractual undiscounted repayment obligation is repayable within one (1) year.

21. AMOUNTS OWING BY/(TO) RELATED PARTIES

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Amounts owing by related parties	9,960,230	6,322,367	798,777	300,000
Less: Accumulated impairment losses	(924,221)	(738,513)	(20,302)	–
	9,036,009	5,583,854	778,475	300,000
Amounts owing to related parties	(43,086,229)	(31,941,211)	(35,274,496)	(30,673,638)

(a) Amounts owing by/(to) related parties are classified as financial assets and financial liabilities respectively, and measured at amortised cost.

(b) Amounts owing by/(to) related parties are trade in nature, which are unsecured, interest-free and the credit terms granted by/(to) for amounts owing by/(to) related parties are generally for a period of 60 days (2023: 60 days).

(c) Amounts owing by/(to) related parties are denominated in Ringgit Malaysia.

(d) Impairment for amounts owing by related parties are recognised based on the general approach within MFRS 9 using the forward-looking expected credit loss model as disclosed in Note 18(f) to the financial statements.

21. AMOUNTS OWING BY/(TO) RELATED PARTIES (CONT'D.)

(e) Movements in the impairment allowance for amounts owing by related parties of the Group and of the Company are as follows:

	Lifetime ECL allowance	
	Group RM	**Company RM**
At 1 April 2022	–	–
Charge for the year	2,760,619	–
Written off	(1,807,251)	–
Reversal of impairment losses	(214,855)	–
At 31 March 2023/1 April 2023	738,513	–
Charge for the year	222,775	20,302
Reclassification	(19,728)	–
Reversal of impairment losses	(17,339)	–
At 31 March 2024	924,221	20,302

(f) The maturity profile of amounts owing to related parties of the Group and of the Company at the end of the reporting period based on contractual undiscounted repayment obligation is repayable within one (1) year.

22. CASH AND BANK BALANCES

	Group		Company	
	2024 RM	**2023 RM**	**2024 RM**	**2023 RM**
Cash and bank balances	9,341,955	29,676,849	831,782	149,454
Deposits with licensed banks	22,442,625	19,619,541	11,714,197	10,804,918
	31,784,580	49,296,390	12,545,979	10,954,372

(a) Cash and bank balances are classified as financial assets measured at amortised cost.

(b) Deposits with licensed banks of the Group and of the Company amounting to RM22,442,625 and RM11,714,197 (2023: RM19,619,541 and RM10,804,918) respectively are pledged to licensed banks for credit facilities granted to the Company and certain subsidiaries as disclosed in Note 26 to the financial statements.

(c) Deposits with licensed banks of the Group and of the Company with a carrying amount of RM22,442,625 and RM11,714,197 (2023: RM19,619,541 and RM10,804,918) respectively are subject to interest rates ranging from 1.85% to 2.59% and 2.00% to 2.50% (2023: 1.40% to 2.65% and 1.85% to 2.65%) respectively.

(d) Sensitivity analysis for deposits with licensed banks at the end of the reporting period is not presented as fixed rate instruments is not affected by changes in interest rates.

22. CASH AND BANK BALANCES (CONT'D.)

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

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Cash and bank balances	9,341,955	29,676,849	831,782	149,454
Deposits with licensed banks	22,442,625	19,619,541	11,714,197	10,804,918
	31,784,580	49,296,390	12,545,979	10,954,372
Less: Deposits pledged to licensed banks	(22,442,625)	(19,619,541)	(11,714,197)	(10,804,918)
Less: Bank overdrafts (Note 26)	(10,162,033)	(8,980,305)	(10,162,033)	(8,980,236)
	(820,078)	20,696,544	(9,330,251)	(8,830,782)

(f) No expected credit losses are recognised arising from cash and bank balances because the probability of default by these financial institutions are negligible.

(g) The currency exposure profile of cash and bank balances are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Ringgit Malaysia	31,677,871	49,183,039	12,545,979	10,954,372
United States Dollar	2,327	2,327	–	–
Indonesian Rupiah	3,433	3,433	–	–
Brunei Dollar	100,949	100,949	–	–
Vietnamese Dong	–	6,642	–	–
	31,784,580	49,296,390	12,545,979	10,954,372

(h) Sensitivity analysis of RM against foreign currencies at the end of the reporting period, assuming that all other variables remain constant, are as follows:

	Group	
	2024 RM	2023 RM
Effects of 10% changes to RM against foreign currencies		
(Loss)/Profit for the financial year	±8,000	±9,000

23. NON-CURRENT ASSET HELD FOR SALE

(a) Planned disposal of investment in an associate – Microlink Solutions Berhad ("MSB")

	Group	
	2024 RM	2023 RM
Investment in an associate – MSB	112,571,280	–

On 31 March 2024, the investment in MSB had been reclassified to non-current asset held for sale following the commencement of the Group's efforts to dispose the shares of MSB via appointments of potential purchasers and is expected to be completed within twelve (12) months from the reporting date.

An impairment loss on non-current asset held for sale of RM108,686,627 had been recognised to write down the asset to fair value less costs to sell upon the classification of investment in MSB as held for sale as at 31 March 2024.

24. SHARE CAPITAL

	Group and Company			
	Number of ordinary shares		Amount	
	2024	2023	2024 RM	2023 RM
Issued and fully paid-up share capital				
As at 1 April 2023/2022	540,673,135	534,189,735	279,794,933	276,948,988
Ordinary shares issued pursuant to Long Term Incentive Plan ("LTIP")	–	6,483,400	–	2,845,945
As at 31 March 2024/2023	540,673,135	540,673,135	279,794,933	279,794,933

(a) In the previous financial year, the issued and fully paid-up share capital of the Company had been increased from RM276,948,988 comprising 534,189,735 ordinary shares to RM279,794,933 comprising 540,673,135 ordinary shares. The increase in the issued and paid-up share capital of the Company arose from the issuance of 6,483,400 new ordinary shares pursuant to the LTIP to eligible employees.

(b) The owners of the Company are entitled to receive dividends as and when declared by the Company and are entitled to one (1) vote per ordinary share at meetings of the Company. All ordinary shares rank pari passu with regard to the residual assets of the Company.

25. RESERVES

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Non-distributable:				
Capital reserve	24,663,246	24,663,246	24,663,246	24,663,246
Exchange translation reserve	(1,473,513)	(1,239,987)	–	–
Warrant reserve	27,121,260	27,121,260	27,121,260	27,121,260
	50,310,993	50,544,519	51,784,506	51,784,506

(a) Capital reserve

Capital reserve arose in the previous years from a par value reduction exercise.

(b) Exchange translation reserve

Exchange translation reserve is used to record foreign currency exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the presentation currency of the Group. It is also used to record the exchange differences arising from monetary items, which form part of the net investment in foreign operations of the Group.

(c) Warrant reserve

Warrant reserve represents the fair value assigned to Warrants 2021/2026 of RM0.1092 at the grant date in March 2021. Fair value was determined using the Black-Scholes-Merton option pricing model.

248,362,936 free detachable warrants ("Warrants C") was issued on the basis of 1 RPS for every 5 existing Omesti Shares held together with 7 Warrants C for every 3 RPS subscribed at an issue price of RM1.00 per redeemable preference shares in the Company. The exercise price of each warrant has been fixed at RM0.50.

26. BORROWINGS

	Group		Company	
	2024 RM	**2023 RM**	**2024 RM**	**2023 RM**
Non-current liabilities				
Term loans	1,027,980	6,066,998	–	3,965,823
Current liabilities				
Invoice financing	8,289,744	3,709,052	–	–
Bank overdrafts	10,162,033	8,980,305	10,162,033	8,980,236
Term loans	44,015,956	76,747,673	4,076,994	30,908,844
Financial guarantee contracts	–	–	3,311,759	–
	62,467,733	89,437,030	17,550,786	39,889,080
	63,495,713	95,504,028	17,550,786	43,854,903
Total borrowings				
Invoice financing (Note 27)	8,289,744	3,709,052	–	–
Bank overdrafts (Note 27)	10,162,033	8,980,305	10,162,033	8,980,236
Term loans (Note 27)	45,043,936	82,814,671	4,076,994	34,874,667
Financial guarantee contracts	–	–	3,311,759	–
	63,495,713	95,504,028	17,550,786	43,854,903

(a) Borrowings are classified as financial liabilities measured at amortised cost.

(b) The table below summarises the maturity profile of the borrowings (including financial guarantee contracts) at the end of the reporting period based on contractual undiscounted repayment obligations:

Group	Weighted average incremental borrowing rate per annum %	On demand or within one year RM	One to five years RM	Total RM
31 March 2024				
Invoice financing	2.00	8,455,539	–	8,455,539
Bank overdrafts	4.53	10,162,033	–	10,162,033
Term loans	7.91	44,050,773	1,097,683	45,148,456
Total undiscounted financial liabilities		62,668,345	1,097,683	63,766,028
31 March 2023				
Invoice financing	5.91	3,928,257	–	3,928,257
Bank overdrafts	6.70	8,980,305	–	8,980,305
Term loans	7.27	81,951,643	6,209,471	88,161,114
Total undiscounted financial liabilities		94,860,205	6,209,471	101,069,676

26. BORROWINGS (CONT'D.)

(b) The table below summarises the maturity profile of the borrowings (including financial guarantee contracts) at the end of the reporting period based on contractual undiscounted repayment obligations: (cont'd.)

Company	Weighted average incremental borrowing rate per annum %	On demand or within one year RM	One to five years RM	Total RM
31 March 2024				
Bank overdrafts	4.53	10,162,033	–	10,162,033
Term loans	7.28	4,373,391	–	4,373,391
Financial guarantee contracts		68,618,348	–	68,618,348
Total undiscounted financial liabilities		83,153,772	–	83,153,772
31 March 2023				
Bank overdrafts	6.70	8,980,236	–	8,980,236
Term loans	6.41	33,004,656	4,234,730	37,239,386
Total undiscounted financial liabilities		41,984,892	4,234,730	46,219,622

(c) Sensitivity analysis of interest rates for the floating rate instruments at the end of the reporting period, assuming all other variables remain constant is as follows:

	Group		Company	
	2024 RM	**2023 RM**	**2024 RM**	**2023 RM**
Effects of 100bp changes to (loss)/profit for the financial year				
Floating rate instruments	+483,000	+726,000	+108,000	+333,000

(d) All borrowings are denominated in Ringgit Malaysia.

(e) Financial guarantee contracts are contracts that require the Company to make specified payments to reimburse the holder for the loss it incurs when a specified debtor fails to make payments as and when they fall due.

Financial guarantee contracts issued are initially measured at fair value. Subsequently, they are measured at higher of:

(i) the amount of the loss allowance; and
(ii) the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance to the principles of MFRS 15, *Revenue from Contracts with Customers*.

26. BORROWINGS (CONT'D.)

(e) (cont'd.)

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

Financial guarantee contracts are subject to forward looking expected credit loss model based on the general approach within MFRS 9 as disclosed in Note 18(f) to the financial statements.

The Company assumes that there is a significant increase in credit risk, when the financial positions of the subsidiaries deteriorate significantly. The Company considers a financial guarantee to be credit impaired when:

(i) the subsidiaries are unlikely to repay their credit obligation to the bank in full; or
(ii) the subsidiaries are continuously loss making and are having deficit shareholders' funds.

The Company determine the probability of default of the guaranteed loans individually using internal information available.

(f) Movements in impairment losses for financial guarantee contracts are as follows:

	Lifetime ECL Allowance RM
At 1 April, as previously reported	–
Adjustment due to retrospective application of MFRS 17 (financial guarantee contracts)	239,015
At 1 April, as restated	239,015
Charge for the year	3,072,744
At 31 December	3,311,759

27. BANK OVERDRAFTS, INVOICE FINANCING AND TERM LOANS

Bank overdrafts, invoice financing and term loans are secured by the following:

(a) Pledge of fixed deposits as disclosed in Note 22 to the financial statements;

(b) Corporate guarantees from the Company and certain subsidiaries; and

(c) First legal charge over the following:

(i) 298,092,000 (2023: 389,580,172) shares in MSB with carrying amount of RM101,351,280 (2023: RM38,850,360) as disclosed in Note 8 to the financial statements;

(ii) 58,392,500 (2023: 56,576,900) ordinary shares in Ho Hup with a total carrying amount of RM10,802,612 (2023: RM36,958,683) as disclosed in Note 8 to the financial statements.

28. REDEEMABLE PREFERENCE SHARES

	Group and Company	
	Number of shares	Amount RM
As at 1 April 2022	106,441,367	84,125,706
Unwinding of interest	–	5,096,746
As at 31 March 2023/1 April 2023	106,441,367	89,222,452
Unwinding of interest	–	5,405,531
As at 31 March 2024	106,441,367	94,627,983

(a) In March 2021, the Company issued 106,441,367 new redeemable preference shares ("RPS") in the Company together with up to 248,362,936 free detachable warrants ("Warrants C") on the basis of 1 RPS for every 5 existing Omesti Shares held together with 7 Warrants C for every 3 RPS subscribed at an issue price of RM1.00 per shares in accordance with the provision of the Company's Constitution. The exercise price of each warrant has been fixed at RM0.50.

(b) The salient features of the RPS are as follows:

(i) tenure of the RPS is 5 years commencing from and including the issuance date;

(ii) the RPS are not convertible to ordinary shares of the Company;

(iii) a cumulative gross preferential dividend rate out of the distribution profits of the Company, at a fixed rate of 5% per annum; and

(iv) the RPS, at the option of the Company, is to be redeemed at any time during the tenure of the RPS on a pro-rata basis at 100% of RM1.00 per RPS up to the maturity date. Any outstanding RPS as at the maturity date which have not already been redeemed by the Company shall be mandatorily redeemed by the Company.

(c) Redeemable preference shares are denominated in Ringgit Malaysia.

(d) The table below summarises the maturity profile of the redeemable preference shares of the Group and of the Company at the end of the reporting period based on contractual undiscounted repayment obligations as follows:

	On demand or within one year RM	One to five years RM	Total RM
31 March 2024			
Redeemable preference shares	5,322,068	111,763,436	117,085,504
31 March 2023			
Redeemable preference shares	5,322,068	117,085,504	122,407,572

29. LEASE LIABILITIES

Carrying amount	Balance as at 1.4.2023 RM	Termination RM	Remeasure-ment RM	Additions RM	Lease modifications and reassessment RM	Lease payments RM	Interest expense RM	Balance as at 31.3.2024 RM
Group								
Buildings	6,604,136	(102,222)	150,429	329,918	(1,577,658)	(2,173,915)	286,695	3,517,383
Computer equipment and software	18,930,969	–	–	42,915,977	–	(23,090,031)	524,791	39,281,706
Office equipment, furniture, fittings and renovation	1,116,524	–	–	–	–	(143,361)	44,353	1,017,516
Motor vehicles	528,743	(102,701)	–	–	–	(390,030)	32,398	68,410
	27,180,372	(204,923)	150,429	43,245,895	(1,577,658)	(25,797,337)	888,237	43,885,015
Company								
Buildings	2,313,142	–	–	–	(1,577,658)	(414,460)	63,901	384,925
Computer equipment and software	15,761	–	–	–	–	(16,182)	421	–
Motor vehicles	549,578	–	–	–	–	(163,936)	7,056	392,698
	2,878,481	–	–	–	(1,577,658)	(594,578)	71,378	777,623

29. LEASE LIABILITIES (CONT'D.)

Carrying amount	Balance as at 1.4.2022 RM	Acquisition of a subsidiary RM	Disposal of subsidiaries RM	Additions RM	Lease modifications and reassessment RM	Lease termination RM	Lease payments RM	Interest expense RM	Balance as at 31.3.2023 RM
Group									
Buildings	10,072,892	3,600	(2,405,224)	2,912,073	423,118	(2,708,307)	(2,179,546)	485,530	6,604,136
Computer equipment and software	34,138,096	–	–	4,462,837	–	–	(19,498,167)	(171,797)	18,930,969
Office equipment, furniture, fittings and renovation	2,459,710	–	(1,627,228)	582,866	–	–	(383,469)	84,645	1,116,524
Motor vehicles	3,590,220	–	(2,736,367)	949,521	–	(441,406)	(984,817)	151,592	528,743
	50,260,918	3,600	(6,768,819)	8,907,297	423,118	(3,149,713)	(23,045,999)	549,970	27,180,372
Company									
Buildings	5,333,789	–	–	–	–	(2,708,307)	(568,826)	256,486	2,313,142
Computer equipment and software	32,106	–	–	–	–	–	(17,652)	1,307	15,761
Motor vehicles	783,801	–	–	–	–	(68,688)	(186,195)	20,660	549,578
	6,149,696	–	–	–	–	(2,776,995)	(772,673)	278,453	2,878,481

29. LEASE LIABILITIES (CONT'D.)

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Represented by:				
Non-current liabilities	28,341,119	10,628,007	375,495	2,373,325
Current liabilities	15,543,896	16,552,365	402,128	505,156
	43,885,015	27,180,372	777,623	2,878,481
Lease liabilities owing to financial institutions	585,105	755,419	–	–
Lease liabilities owing to non-financial institutions	43,299,910	26,424,953	777,623	2,878,481
	43,885,015	27,180,372	777,623	2,878,481

(a) The Group and the Company have certain leases of certain assets with lease term of 12 months or less, and low value leases of RM10,000 and below. The Group applies the "short-term lease" and "lease of low-value assets" exemptions for these leases.

(b) The following are the amounts recognised in profit or loss:

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Depreciation charge of right-of-use assets (included in depreciation and amortisation expenses)	26,763,133	24,478,336	520,064	706,156
Interest expense on lease liabilities (included in finance costs)	888,237	549,970	71,378	278,453
Expenses relating to short-term leases and low-value assets (included in other operating expenses)	80,414	203,355	7,154	10,378
Gain on disposal of right-of-assets	(44,519)	–	–	–
Impairment loss on right-of-use assets	1,673,366	40,376	–	–
	29,360,631	25,272,037	598,596	994,987

29. LEASE LIABILITIES (CONT'D.)

(c) The table below summarises the maturity profile of the lease liabilities of the Group and of the Company at the end of the reporting period based on contractual undiscounted repayment obligations as follows:

	Weighted average incremental borrowing rate per annum %	On demand or within one year RM	One to five years RM	Over five years RM	Total RM
31 March 2024					
Group					
Lease liabilities	2.77-8.46	16,662,051	28,848,375	11,484	45,521,910
Company					
Lease liabilities	5.30-6.95	440,640	386,431	–	827,071
31 March 2023					
Group					
Lease liabilities	2.77 - 8.70	19,750,150	10,618,046	1,060,688	31,428,884
Company					
Lease liabilities	5.30 - 6.95	1,190,852	4,542,065	758,404	6,491,321

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

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

	Within 5 years RM	More than 5 years RM	Total RM
31 March 2024			
Group			
Extension options expected not to be exercised	6,420,816	–	6,420,816
31 March 2023			
Group			
Extension options expected not to be exercised	5,436,276	984,540	6,420,816

(e) Lease liabilities are fixed rate instruments. Sensitivity analysis at the end of the reporting period is not presented as it is not affected by changes in the interest rates.

30. PROVISIONS

The Group and the Company operate an unfunded defined Retirement Benefit Scheme ("the Scheme") and gratuity for the eligible employees. Under the Scheme, eligible employees are entitled to post-employment benefits calculated by reference to their length of service and earnings.

The amount recognised in the statements of financial position is as follows:

	Group		Company	
	2024 RM	**2023 RM**	**2024 RM**	**2023 RM**
Present value of unfunded defined benefit obligations:				
Gratuity obligations	115,525	115,525	115,525	115,525
Analysed as follows:				
Non-current liabilities				
– later than 1 year and not later than 5 years	–	–	–	–
– more than 5 years	115,525	115,525	115,525	115,525
	115,525	115,525	115,525	115,525
Total provisions	115,525	115,525	115,525	115,525

Movements during the financial year in the amount recognised in the statements of financial position in respect of the Scheme are as follows:

	Group		Company	
	2024 RM	**2023 RM**	**2024 RM**	**2023 RM**
Balance as at 1 April 2023/2022	115,525	4,780,885	115,525	1,107,675
Early settlement before retirement	–	(2,597,477)	–	(992,150)
Disposal of subsidiaries	–	(2,067,883)	–	–
Balance as at 31 March 2024/2023	115,525	115,525	115,525	115,525

30. PROVISIONS (CONT'D.)

Key assumptions used for this valuation (presented by weighted average) are as follows:

Group	2024	2023
Discount rate	4.59%	4.59%
Salary increase rate	2.74%	2.74%
Annual voluntary resignation rate	11.11%	11.11%
Mortality rate table	Malaysia Ordinary Insured 2011-2015	Malaysia Ordinary Insured 2011-2015
Normal retirement age	60 years	60 years

Company	2024	2023
Discount rate	4.59%	4.59%
Salary increase rate	2.74%	2.74%
Annual voluntary resignation rate	11.11%	11.11%
Mortality rate table	Malaysia Ordinary Insured 2011-2015	Malaysia Ordinary Insured 2011-2015
Normal retirement age	60 years	60 years

Significant assumptions for the determination of the present value of the gratuity obligations are discount rate, salary increase rate and annual voluntary resignation rate. The sensitivity analysis below has been determined based on reasonably possible changes of the respective assumptions occurring at the end of the reporting period, assuming that all other assumptions remain constant.

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Effects of 100bp changes in:	±3,693	±3,693	±3,693	±3,693
– discount rate	±3,952	±3,952	±3,952	±3,952
– salary increase rate				
– annual voluntary resignation rate	+988	+988	+988	+988

Sensitivity analysis may not be representative of the actual change in the gratuity obligations as it is unlikely that the change in assumptions would occur in isolation of one another as some of the assumptions may be correlated.

There was no change in the methods and assumptions used in preparing the sensitivity analysis from prior years.

31. TRADE PAYABLES

(a) Trade payables are classified as financial liabilities measured at amortised cost.

(b) Trade payables are non-interest bearing and the normal trade credit terms granted to the Group and the Company ranging from 1 to 6 months (2023: 1 to 6 months) from date of invoice.

(c) The currency exposure profile of trade payables are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Ringgit Malaysia	10,681,601	6,602,057	936,879	368,217
United States Dollar	47,075	768,069	–	–
Singapore Dollar	42,023	40,186	–	–
Great Britain Pound	17,502	17,502	–	–
	10,788,201	7,427,814	936,879	368,217

(d) The maturity profile of the trade payables of the Group and of the Company at the end of the reporting period based on contractual undiscounted repayment obligations is repayable on demand or within one (1) year.

(e) Sensitivity analysis of RM against foreign currencies at the end of the reporting period, assuming that all other variables remain constant, are as follows:

	Group	
	2024 RM	2023 RM
Effects of 10% changes to RM against foreign currencies		
(Loss)/Profit for the financial year	±8,000	±63,000

32. OTHER PAYABLES, DEPOSITS AND ACCRUALS

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Non-current:				
Other payable	48,210	63,578	–	–
Provision for restoration cost	62,422	60,893	–	–
Contingent consideration payable	150,833	314,675	–	–
	261,465	439,146	–	–
Current:				
Other payables and accruals	19,163,338	42,322,126	3,329,480	2,665,798
Refundable deposits	407,948	323,994	–	–
Contingent consideration payable	383,003	200,000	–	–
Amount due to non-controlling interest	405,614	–	–	–
Amounts due to Directors	2,062,672	–	140,000	–
	22,422,575	42,846,120	3,469,480	2,665,798

(a) Other payables, deposits and accruals are classified as financial liabilities measured at amortised cost while contingent consideration payable is classified as financial liability measured at fair value through profit or loss.

(b) A reconciliation of the provision for restoration cost is as follows:

	Group	
	2024 RM	2023 RM
At 1 April 2023/2022	60,893	180,788
Acquisition of subsidiaries	–	4,353
Disposal of subsidiaries	–	(157,548)
Provision made during the year	2,347	31,487
Remeasurement	(2,065)	157
Unwinding of discount	1,247	1,656
At 31 March 2024/2023	62,422	60,893

Under the provision of lease agreements, the Group has obligations to dismantle and remove refurbishments on the demised premise and restore it at the end of the lease term to an acceptable condition. The liabilities for restoration are recognised at present value of the compounded future expenditure estimated using current price and discounted using a discount rate ranging from 3.40% to 4.06% (2023: 3.40% to 4.06%).

32. OTHER PAYABLES, DEPOSITS AND ACCRUALS (CONT'D.)

(c) The contingent consideration payable represents the fair value of purchase consideration payable subject to achievement of net profit guarantee over the profit guarantee period in respect of the acquisition of RJ. The fair value of the contingent consideration payable was discounted at 6.47%. Further details on the acquisition of RJ were disclosed in Note 7(e)(iii) to the financial statements.

The fair value of contingent consideration of the Company is categorised as follows:

	Level 1 RM	Level 2 RM	Level 3 RM	Total RM
31 March 2024				
Contingent consideration payable	–	–	533,836	533,836
31 March 2023				
Contingent consideration payable	–	–	514,675	514,675

Contingent consideration payable is included in Level 3 of the fair value hierarchy. The fair value is determined considering the expected payment, discounted to present value using a risk adjusted pre-tax discount rate. The expected payment is determined separately in respect of each tranche taking into consideration the expected level of profitability of RJ for each financial year, which is based on management's best estimate profit projections. The significant unobservable inputs are:

Significant unobservable inputs	2024/2023	Inter-relationship between key unobservable inputs and fair value
Average revenue growth rate	9.0%	Lower revenue growth rate, lower fair value.
Pre-tax discount rate	6.47%	Higher discount rate, lower fair value.

The following table shows a reconciliation of Level 3 fair values:

Group	2024 RM	2023 RM
Balance as at 1 April 2023/2022	514,675	–
Provision made during the year	–	511,915
Unwinding of discount	19,161	2,760
Balance as at 31 March 2024/2023	533,836	514,675

For the fair value of contingent consideration payable, a reasonably possible change to one of the significant unobservable inputs at the end of the reporting period, holding the other inputs constant, would have insignificant financial effect on the fair value of contingent consideration at the end of the reporting period. Hence, the management did not separately disclose the effect of this sensitivity in the financial statements.

32. OTHER PAYABLES, DEPOSITS AND ACCRUALS (CONT'D.)

(d) The table below summarises the maturity profile of the other payables, deposits and accruals (excluding provision and contingent consideration payable) of the Group and of the Company at the end of the reporting period based on contractual undiscounted repayment obligations:

Group	On demand or within one year RM	One to five years RM	Total RM
31 March 2024			
Other payables, deposits and accruals	22,039,572	48,210	22,087,782
31 March 2023			
Other payables, deposits and accruals	42,646,120	63,578	42,709,698

Company	On demand or within one year RM	One to five years RM	Total RM
31 March 2024			
Other payables, deposits and accruals	3,469,480	–	3,469,480
31 March 2023			
Other payables, deposits and accruals	2,665,798	–	2,665,798

(e) The maturity profile of the other payables, deposits and accruals (excluding provision and contingent consideration payable) of the Company at the end of the reporting period based on contractual undiscounted repayment obligations is repayable on demand or within one (1) year.

(f) The currency exposure profile of other payables and accruals (excluding provision and contingent consideration payable) is as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Ringgit Malaysia	21,658,078	42,241,422	3,469,480	2,665,798
Brunei Dollar	12,900	12,900	–	–
Indonesia Rupiah	384,842	384,842	–	–
Singapore Dollar	9,715	25,654	–	–
United States Dollar	22,247	6,633	–	–
Vietnamese Dong	–	38,247	–	–
	22,087,782	42,709,698	3,469,480	2,665,798

32. OTHER PAYABLES, DEPOSITS AND ACCRUALS (CONT'D.)

(g) Sensitivity analysis of RM against foreign currencies at the end of the reporting period, assuming that all other variables remain constant, are as follows:

	2024 RM	2023 RM
Effects of 10% changes to RM against foreign currencies		
(Loss)/Profit for the financial year	±33,000	±36,000

33. CONTRACT LIABILITIES

	Note	Group		Company	
		2024 RM	2023 RM	2024 RM	2023 RM
Contract liabilities in relation to:					
Projects	17	24,692	24,692	–	–

(a) Contract liabilities are the obligations to transfer goods or services to customers for which the Group and the Company have received the consideration, the fair values at initial recognition, or has billed the customers. For projects, contract liabilities are excess of the progress billings to customers over the project costs incurred plus profit accrued. In the previous financial year, deferred maintenance income and software licensing fees were billings that had been made to the customers before the services were provided to the customers.

(b) Contract value yet to be recognised as revenue

Revenue expected to be recognised in the future relating to performance obligations that are unsatisfied (or partially unsatisfied) at the end of the reporting period, are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Within 1 year	24,692	24,692	–	–
Between 1 and 4 years	–	–	–	–
	24,692	24,692	–	–

34. CAPITAL COMMITMENTS

	Group	
	2024 RM	2023 RM
Capital expenditure in respect of purchase of property, plant and equipment:		
– Contracted but not provided for	–	62,183
– Approved but not contracted for	–	4,236,000

35. REVENUE

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Continuing operations				
Revenue from contracts with customers:				
Maintenance income	51,253,863	11,698,211	25,123,671	–
Sales of hardware equipment and software	19,604,374	18,919,836	–	–
Management fees	–	–	–	2,525,700
Consultancy services	555,782	34,245,317	–	28,599,606
Healthcare products	23,641,711	22,744,898	–	–
	95,055,730	87,608,262	25,123,671	31,125,306
Other revenue:				
Rental income	21,093,316	28,617,527	–	–
Dividend income from a subsidiary	–	–	15,000,000	46,500,000
	116,149,046	116,225,789	40,123,671	77,625,306
Timing of revenue recognition				
Transferred over time	51,809,645	45,943,528	25,123,671	28,599,606
Transferred at a point in time	43,246,085	41,664,734	–	2,525,700
	95,055,730	87,608,262	25,123,671	31,125,306

Disaggregation of revenue from contracts with customers

Disaggregation of revenue from contracts with customers has been presented in the operating segments, Note 4 to the financial statements, which has been presented based on geographical location from which the sale transactions originated.

35. REVENUE (CONT'D.)

(a) Projects

Projects may include multiple promises to customers and therefore accounted for as separate performance obligations. In this case, the transaction price will be allocated to each performance obligation based on the stand-alone selling prices. When these are not directly observable, they are estimated based on expected cost plus margin.

Revenue from projects is measured at the fixed transaction price agreed under the agreement.

The Group determines the transaction price of a contract after considering the effect of variable consideration, constraining estimates of variable consideration, effect of significant financing component, non-cash consideration and consideration payable to customer.

When the fair value of variable consideration is uncertain, the Group estimates the amount of consideration by using the most likely amount method and only recognises to the extent that is highly probable that a significant reversal in cumulative revenue will not occur.

Revenue is recognised as and when control of the asset is transferred to the customer and it is probable that the Group would collect the consideration to which it will be entitled in exchange for the asset that would be transferred to the customer. Control of the asset is transferred over time if the performance of the Group does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date.

The Group recognises revenue over time using an input method to measure progress towards complete satisfaction of the service, as the customer simultaneously received and consumes the benefits provided by the Group. Revenue is recognised on a straight-line basis over the contracted period as services are provided on a continuous basis.

The Group identifies performance obligations that are distinct and material, which are judgmental in the context of contracts. Transaction prices are determined based on estimated profit margins prior to its allocation to the identified performance obligations. The Group also estimate total performance period in applying the input method to recognise revenue over time. In estimating total performance period to complete, the Group considers the completeness and accuracy of its performance period estimation, including performance period for contract variations.

(b) Maintenance income

Revenue from sale of maintenance and software support services rendered is recognised over time throughout the period of contracts using an input method. Income for the expired period is recognised in the profit or loss on accrual basis and income relating to the unexpired period is carried forward as deferred maintenance income.

35. REVENUE (CONT'D.)

(c) Sale of hardware equipment and software

Revenue from sale of hardware equipment and software is recognised at a point in time when the hardware equipment and software has been transferred to the customers and coincides with the delivery of products and acceptance by customers.

Some contracts include multiple deliverables, such as the installation of hardware equipment and/or software. In most cases, the installation is simple, does not include an integration service and could be performed by another party. Therefore, it is accounted for as a separate performance obligation. The transaction price will be allocated to each performance obligation based on stand-alone selling prices. Where these are not directly observable, they are estimated based on cost plus expected margin. If contracts include the installation of hardware equipment and software, the revenue for installation services are recognised at a point in time when the customer has accepted the installation of the hardware equipment or software.

There is no significant financing component in the revenue arising from sale of hardware equipment and software as the sales are made on the normal credit terms not exceeding twelve (12) months.

(d) Management fees

Management fees is recognised at a point in time when management services is rendered and upon acceptance by customers.

(e) Consultancy services

Revenue from provision of management consultancy services is recognised over time throughout the period of contracts. Income for the expired period is recognised in the profit or loss on accrual basis and income relating to the unexpired period is carried forward as deferred income.

(f) Sales of healthcare products

Revenue from sale of healthcare products is recognised at a point in time when the healthcare products have been transferred to the customers and coincides with the delivery of products and acceptance by customers.

There is no significant financing component in the revenue arising from sale of healthcare products as the sales are made on the normal credit terms not exceeding twelve (12) months.

(g) Dividend income from subsidiaries

Dividend income is recognised when the rights of the Company to receive payment are established.

(h) Rental income

Rental income is accounted for on a straight-line basis over the lease term of an ongoing lease.

36. EMPLOYEE BENEFITS

Total employee benefits recognised in profit or loss are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Continuing operations				
Salaries, wages, bonuses and allowances	16,871,725	21,737,160	1,355,523	3,558,370
Defined contribution plan	2,046,627	2,428,257	205,795	502,894
Shares granted under ESGP	–	3,358,945	–	1,374,375
Reversal of gratuity obligations	–	(2,597,477)	–	(992,150)
Other employee benefits	708,957	880,548	101,061	180,555
	19,627,309	25,807,433	1,662,379	4,624,044

(a) Included in the employee benefits of the Group and of the Company are remuneration paid to Executive Directors' amounting to RM393,897 (2023: RM1,117,704) and RM393,897 (2023: RM1,117,704) respectively.

(b) Estimated monetary value of benefits-in-kind provided to the Directors of the Group and of the Company are RM66,062 (2023: RM54,456).

(c) Remuneration of Directors and other key management personnel during the financial year are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Continuing operations				
Directors' fees	470,000	438,065	470,000	438,065
Salaries, and other short term employee benefits:				
Directors' emoluments	393,897	1,117,704	393,897	1,117,704
Other key management personnel	376,731	1,306,222	41,739	633,423
	770,628	2,423,926	435,636	1,751,127

37. FINANCE COSTS

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Continuing operations				
Interest expenses on:				
– bank overdrafts	470,554	140	459,965	–
– lease liabilities	888,237	416,629	71,378	278,453
– letter of credit, invoice financing and trust receipts	247,742	60,952		–
– term loans	5,299,298	9,006,607	1,123,529	3,126,487
– redeemable preference shares	10,727,602	10,418,814	10,727,600	10,418,814
– contingent consideration	19,161	2,760	–	–
– others	1	2,438	–	36
Bank guarantee charges	383,826	459,673	–	–
Unwinding of interest on provision for restoration cost	1,247	1,656	–	–
	18,037,668	20,369,669	12,382,472	13,823,790

38. TAX EXPENSE

	Group 2024 RM	Group 2023 RM	Company 2024 RM	Company 2023 RM
Current income tax				
Malaysian income tax	1,105,065	954,390	–	–
Under/(Over) provision in prior years				
Malaysian income tax	199,747	(162,558)	–	–
	1,304,812	791,832	–	–
Deferred tax (Note 12)				
Relating to originating and reversal of temporary differences	179,073	16,248	–	–
Under provision in prior years	13,355	55,519	–	–
	192,428	71,767	–	–
Real property gains tax	–	6,014	–	–
Income tax from continuing operations	1,497,240	869,613	–	–
Income tax from discontinued operation (Note 7(e)(iv))	–	800,783	–	–
	1,497,240	1,670,396	–	–

Malaysian income tax is calculated at the statutory tax rate of 24% (2023: 24%) of the estimated taxable profit for the fiscal year.

Tax expense for other taxation authorities is calculated at the rates prevailing in those respective jurisdictions.

38. TAX EXPENSE (CONT'D.)

Numerical reconciliation between the tax expense and the product of accounting (loss)/profit multiplied by applicable tax rates of the Group and of the Company are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Tax at Malaysian statutory tax rate of 24% (2023: 24%)	(61,503,694)	14,772,870	(40,340,531)	5,112,788
Tax effects in respect of:				
Non-allowable expenses	65,938,000	28,574,160	46,432,748	7,108,315
Non-taxable income	(5,610,782)	(47,009,692)	(2,673,819)	(16,824,831)
Real property gains tax	–	6,014	–	–
Movements in deferred tax assets not recognised	2,460,614	5,267,012	(3,418,398)	4,603,728
	1,284,138	1,610,364	–	–
Under/(Over) provision of income tax in prior years				
– continuing operations	199,747	(162,558)	–	–
– discontinued operation	–	42,071	–	–
Under provision of deferred tax in prior years				
– continuing operations	13,355	55,519	–	–
– discontinued operation	–	125,000	–	–
	1,497,240	1,670,396	–	–

Tax on each component of other comprehensive income/(loss) is as follows:

	Group		
	Before tax RM	Tax effect RM	After tax RM
Items that may be reclassified subsequently to profit or loss			
2024			
Foreign currency translations	558,215	–	558,215
Share of other comprehensive income of associates	(310,297)	–	(310,297)
2023			
Foreign currency translations	184,730	–	184,730
Share of other comprehensive income of associates	(220,655)	–	(220,655)
Discontinued operation	(264,499)	–	(264,499)

39. LOSS PER ORDINARY SHARE

(a) Basic loss per ordinary share

	Group	
	2024	2023
(Loss)/Profit attributable to owners of the Company (RM)		
– from continuing operations	(255,311,326)	(64,999,593)
– from discontinued operations	–	191,512,560
Total (loss)/profit attributable to owners of the Company	(255,311,326)	126,512,967
Number of ordinary shares in issue at the beginning of financial year	540,673,135	534,189,735
Effects of issuance of shares pursuant to LTIP	–	1,662,925
Weighted average number of ordinary shares applicable to basic (loss)/ earnings per ordinary share	540,673,135	535,852,660
Basic and diluted (loss)/earnings per ordinary share (sen) for:		
– from continuing operations	(47.22)	(12.13)
– from discontinued operations	–	35.74
	(47.22)	23.61

(b) Diluted loss per ordinary share

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

40. DIVIDEND

The Directors do not recommend any payment of dividend in respect of the current financial year.

41. LONG-TERM INCENTIVE PLAN ("LTIP")

At an Extraordinary General Meeting held on 24 September 2013, the Directors were authorised to proceed with the establishment and administration of the LTIP, which comprises an Employee Share Option Scheme ("ESOS") and an Employee Share Grant Plan ("ESGP") and is administered by the LTIP Committee appointed by the Board of Directors, in accordance with the By-Laws of the LTIP. The LTIP should be in force for a period of 5 years from 16 October 2013, unless extended further.

On 16 August 2018, in pursuant to the By-Laws 26.3 of the Company's LTIP By-Laws and upon the recommendation by the LTIP Committee, the Board of Directors resolved to extend its existing LTIP for a period of five (5) years commencing from 16 October 2018 on the same terms and conditions as stipulated in the said By-Laws.

The main features of the LTIP were as follows:

(a) Eligible Directors and employees are those who are confirmed employees of the Company and/or its eligible subsidiaries and has attained the age of 18 years before the date of offer;

41. LONG-TERM INCENTIVE PLAN ("LTIP") (CONT'D.)

The main features of the LTIP were as follows: (Cont'd.)

(b) The maximum number of options to be issued under the LTIP should not exceed in aggregate 15% of the issued and paid-up ordinary share capital of the Company at any point of time during the tenure of the LTIP. In addition, any individual Director or employee's maximum entitlement should not exceed 10% of the ordinary shares of the Company in issue in the 12 months period up to (and including) the date of the grant;

(c) Options granted may be exercised at any time within the option period from the date of offer;

(d) In the case of the ESGP, the shares will be vested with the grantee at no consideration on the vesting date: while in the case of the ESOS, the option price of a new ordinary share should be the 5-day weighted average market prices of the shares as quoted in the Daily Official List issued by Bursa Malaysia Securities Berhad immediately preceding the date of offer; and

(e) Options granted are not entitled to dividends or voting rights. Upon exercise of the options, the ordinary shares issued rank pari passu in all respects with the existing ordinary shares of the Company.

The fair value of share options granted to eligible employees was determined using the Black-Scholes-Merton option pricing model, taking into account the terms and conditions upon which the options were granted.

The fair value of share options measured at the grant date and the input assumed by the Company in arriving the fair value were as follows:

ESOS	Offer 1	Offer 2
Exercise price (RM)	0.660	0.500
Date of grant	6 January 2014	6 April 2015
Share price of the Company at grant date (RM)	0.715	0.505
Option life (years)	3	3
Volatility (%)	50.030	35.491
Risk-free rate (%)	3.172	3.314

The LTIP expired on 16 October 2023 pursuant to the By-Laws of the LTIP. As a result thereof, the LTIP committee was dissolved on 19 July 2024.

42. RELATED PARTY DISCLOSURES

(a) Identities of related parties

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

The Company has controlling related party relationship with its direct and indirect subsidiaries.

Related parties of the Group include:

(i) Direct and indirect subsidiaries as disclosed in Note 7 to the financial statements;

(ii) Associates as disclosed in Note 8 to the financial statements;

42. RELATED PARTY DISCLOSURES (CONT'D.)

(a) Identities of related parties (Cont'd.)

Related parties of the Group include: (Cont'd.)

(iii) Joint venture as disclosed in Note 9 to the financial statements;

(iv) Companies in which certain Directors have financial interests; and

(v) Key management personnel whom are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly. The key management personnel include all the Directors of the Company, and certain members of the senior management of the Group.

(b) In addition to transactions detailed elsewhere in the financial statements, the Group and the Company had the following transactions with related parties during the financial year:

	Group		Company	
	2024 RM	**2023 RM**	**2024 RM**	**2023 RM**
Subsidiaries				
– Management fee income	–	–	95,654	1,054,800
– Human resources consultancy services	–	–	20,655	30,720
– Purchase of goods and services	–	–	190	–
– Rental income	–	–	500,752	906,685
– Dividend income	–	–	15,000,000	46,500,000
Associates				
– Management fee income	–	222,391	–	222,391
– Lease/Rent paid	–	133,470	–	133,470
Related parties (companies related to associates)				
– Sales of goods	121,222	–	121,222	–
– Purchase of goods	14,568,603	28,928,125	14,568,603	28,928,125
– Rental income	–	19,402	–	19,402
– Rental paid	212,940	–	212,940	–
Joint venture				
– Rental income	–	–	–	44,342

Related parties transactions described above were carried out on terms and conditions mutually agreed with the respective related parties.

43. CAPITAL MANAGEMENT

The primary objective of the capital management of the Group is to ensure that entities of the Group would be able to continue as going concern whilst maximising the return to shareholders through the optimisation of the debt and equity balance. The overall strategy of the Group remains unchanged from financial year ended 31 March 2023.

The Group manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the financial year ended 31 March 2024.

The gearing ratios as at 31 March 2024 and 31 March 2023 are as follows:

	Group		Company	
	2024 RM	2023 RM	2024 RM	2023 RM
Total borrowings (excluding financial guarantee contracts (Note 26)	63,495,713	95,504,028	17,550,786	43,854,903
Total equity attributable to owners of the Company	65,757,593	330,781,269	15,015,966	183,340,525
Gearing ratio	96.6%	28.9%	116.9%	23.9%

Pursuant to the requirements of Practice Note No. 17/2005 of the Bursa Malaysia Securities Berhad, the Group is required to maintain a consolidated shareholders' equity of more than 25% of the issued and paid-up capital (excluding treasury shares) and such shareholders' equity is not less than RM40.0 million. The Company has complied with this requirement for the financial year ended 31 March 2024.

The Group is not subject to any other externally imposed capital requirements.

44. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES

The Group's activities are exposed to a variety of financial risks, including foreign currency risk, interest rate risk, credit risk and liquidity and cash flow risks. The Group's overall financial risk management objective is to minimise potential adverse effects on the financial performance of the Group.

Financial risk management is carried out through risk reviews, internal control systems, insurance programmes and adherence to financial risk management policies.

There have been no significant changes on the Group's exposure to financial risks from the previous year. Also, there have been no changes to the Group's risk management objectives, policies and processes since the previous financial year end.

44. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D.)

The Group's management reviews and agrees on policies managing each of the financial risks and they are summarised as follows:

(a) Foreign currency risk

Foreign currency risk is the risk that the fair value or future cash flows of a financial instrument would fluctuate because of changes in foreign exchange rates.

The Group operates internationally and is exposed to foreign exchange risk arising from various currency exposures, mainly Singapore Dollar ("SGD"), United States Dollar ("USD"), Great Britain Pound ("GBP"), Indonesian Rupiah ("IDR"), Vietnam Dong ("VND") and Brunei Dollar ("BND"). Foreign exchange risk arises when future commercial transactions or recognised assets or liabilities are denominated in a currency that is not the entity's functional currency. The Group also holds cash and cash equivalents denominated in foreign currencies for working capital purposes.

A sensitivity analysis for foreign currency risk has been disclosed in Notes 11, 16, 18, 22, 31 and 32 to the financial statements respectively.

The effects of the changes in the exchange rates to the equity are not presented as they are not significant.

(b) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of the financial instruments of the Group and of the Company would fluctuate because of changes in market interest rate.

The income and operating cash flows of the Group are independent of changes in market interest rate. Interest rate exposure arises mainly from bank borrowings of the Group and is managed through effective negotiation with financial institutions for best available rates.

The interest rate profile and sensitivity analysis of interest rate risk have been disclosed in Notes 22, 26, 28 and 29 to the financial statements respectively.

The effects of the changes in the exchange rates to the equity are not presented as they are not significant.

(c) Credit risk

Cash deposits, trade receivables and financial guarantee contracts could give rise to credit risk, which requires the loss to be recognised if a counter party fails to perform as contracted. The counter parties are mainly major international institutions and reputable multinational organisations. It is the policy of the Group to monitor the financial standing of these counter parties on an ongoing basis to ensure that the Group is exposed to minimal credit risk.

Receivables

The primary exposure of the Group to credit risk arises through its trade and other receivables, while the primary exposure of the Company arises through its other receivables and amounts owing by subsidiaries. The trading terms of the Group with its customers are mainly on credit. The credit period is generally for a period of 30 days, extending up to 90 days for major customers.

The credit risk concentration profile has been disclosed in Note 16 to the financial statements.

44. FINANCIAL RISK MANAGEMENT OBJECTIVES AND POLICIES (CONT'D.)

(c) Credit risk (Cont'd.)

Financial guarantee contracts

The Company provides financial guarantees to banks in respect of banking facilities granted to subsidiaries. The Company monitors on an ongoing basis the financial performance of the subsidiaries and the repayments made by the subsidiaries to the banks.

The maximum exposure to credit risk in relation to financial guarantee contracts provided as credit enhancements to the secured loans of subsidiaries amounted to RM68,618,348 representing the outstanding banking facilities of the subsidiaries as at the end of the reporting period.

(d) Liquidity and cash flow risks

The Group actively manages its debt maturity profile, operating cash flows and the availability of funding so as to ensure that all operating, investing and financing needs are met. In executing its liquidity risk management strategy, the Group measures and forecasts its cash commitments and maintains a level of cash and cash equivalents deemed adequate to finance the activities of the Group.

During the financial year ended 31 March 2024, the Group recorded a net loss of RM257.8 million and as at that date, the Group's current liabilities exceeded its current assets by RM67.2 million, without taking into consideration of the classification of non-current assets held for sale in respect of the Group's investment in an associate quoted in Malaysia, namely Microlink Solutions Berhad ("MSB") of RM112.6 million as disclosed in Note 23 to the financial statements.

The Directors have prepared cash flow forecast as part of the assessment of whether the Group will have sufficient cash flows for the next twelve (12) months from the date of the financial statements to meet its cash flows requirements. The liquidity risk assessment is dependent on the expectations of, and estimates made by the Directors including the expectations of timing of disposal of MSB shares and the repayment of amount due to MSB of RM46.0 million, and the Directors' estimates of revenue forecast and major operating costs as well as the impact of the price fluctuation quoted shares of MSB.

Subsequent to the financial year-end, MSB agreed to not to call upon on the amount owing to MSB unless the Group has disposed of the MSB shares, and the repayment will not cause the Group to suffer an insolvency or liquidity position.

The analysis of financial instruments by remaining contractual maturities has been disclosed in Notes 18, 19, 20, 21, 26, 28, 29, 31 and 32 to the financial statements respectively.

45. ADOPTION OF NEW MFRSs AND AMENDMENT TO MFRSs

45.1 New MFRSs adopted during the financial year

The Group and the Company adopted the following Standards of the MFRS Framework that were issued by the Malaysian Accounting Standards Board ("MASB") during the financial year:

Title	Effective Date
MFRS 17 *Insurance Contracts*	1 January 2023
Amendment to MFRS 17 *Initial Application of MFRS 17 and MFRS 9 – Comparative Information*	1 January 2023
Amendments to MFRS 101 *Disclosure of Accounting Policies*	1 January 2023
Amendments to MFRS 108 *Definition of Accounting Estimates*	1 January 2023
Amendments to MFRS 112 *Deferred tax related to Assets and Liabilities arising from a Single Transaction*	1 January 2023
Amendments to MFRS 112 *Income Taxes – International Tax Reform-Pillar Two Model Rules*	Refer paragraph 98M of MFRS 112

Adoption of the above Standard and Amendments did not have any material effect on the financial performance or position of the Group and of the Company except for the adoption of MFRS 17 *Insurance Contracts* and Amendments to MFRS 17 *Initial Application of MFRS 17 and MFRS 9 – Comparative Information* at the Company level as described in the following sections.

MFRS 17 establishes the principles for recognition, measurement, presentation and disclosure of insurance contracts and supersedes MFRS 4 Insurance Contracts.

MFRS 17 outlines three measurement approaches for different types of insurance contracts – general measurement model, premium allocation approach and variable fee approach. The general measurement model uses current assumptions to estimate the amount, timing and uncertainty of future cash flows and it explicitly measures the cost of that uncertainty. It takes into account market interest rates and the impact of options and guarantees of policyholders. The general measurement model is simplified if certain criteria are met by measuring the liability for remaining coverage using the premium allocation approach. Variable fee approach is applicable for insurance contracts with direct participation features.

Amendments to MFRS 17 adds a new transition option to MFRS 17 (the 'classification overlay') to alleviate operational complexities and one-time accounting mismatches in comparative information between insurance contract liabilities and related financial assets on the initial application of MFRS 17. It allows presentation of comparative information about financial assets to be presented in a manner that is more consistent with MFRS 9 *Financial Instruments*.

The Company does not have any contracts that meet the definition of an insurance contract under MFRS 17, except for guaranteed bank facilities provided to subsidiaries, which are financial guarantee contracts that the Company had previously explicitly asserted under MFRS 4. The Company made an irrevocable choice to apply MFRS 9 *Financial Instruments* on a contract-by-contract basis to these financial guarantee contracts as at the date of transition to MFRS 17.

45. ADOPTION OF NEW MFRSs AND AMENDMENT TO MFRSs (CONT'D.)

45.1 New MFRSs adopted during the financial year (Cont'd.)

Adoption of the above Standard and Amendments did not have any material effect on the financial performance or position of the Group and of the Company except for the adoption of MFRS 17 *Insurance Contracts* and Amendments to MFRS 17 *Initial Application of MFRS 17 and MFRS 9 – Comparative Information* at the Company level as described in the following sections. (Cont'd.)

In relation to this, the Company recognised financial guarantee contracts, recognising the difference in accumulated losses. The impact on transition is summarised below:

	Note	As at 31 March 2023 RM	Impact RM	As at 1 April 2023 RM
Financial guarantee contracts	26(f)	–	239,015	239,015
Accumulated losses		148,238,914	239,015	148,477,929

45.2 New MFRSs that have been issued, but only effective for annual periods beginning on or after 1 January 2024

The following are Standards of the MFRS Framework that have been issued by the Malaysian Accounting Standards Board ("MASB") but have not been early adopted by the Group and the Company:

Title	Effective Date
Amendments to MFRS 16 *Lease Liability in a Sale and Leaseback*	1 January 2024
Amendments to MFRS 101 *Classification of Liabilities as Current or Non-current*	1 January 2024
Amendments to MFRS 101 *Non-current Liabilities with Covenants*	1 January 2024
Amendments to MFRS 107 *Statement of Cash Flows and MFRS 7 Financial Instruments: Disclosures – Supplier Finance Arrangements*	1 January 2024
Amendments to MFRS 121 *Lack of Exchangeability*	1 January 2025
Amendments to MFRS 9 Financial Instruments and MFRS 7 Financial Instruments: Disclosures (Amendments to Classification and Measurement of Financial Instruments)	1 January 2026
MFRS 18 Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19 Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 10 and MFRS 128 Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred

The Group and the Company do not expect the adoption of the above Standards to have a significant impact on the financial statements.

46. MATERIAL LITIGATION

(a) Foster Moore International Limited ("the Plaintiff") vs. Formis Network Services Sdn. Bhd. ("FNS") and Omesti Berhad ("Omesti")

On 13 May 2020, the Group announced that the Company, together with FNS (collectively "the Defendants"), received a Writ of Summons ("Writ") and Statement of Claim both dated 2 April 2020 filed by the Plaintiff.

It alleged that FNS has failed to pay the Plaintiff for works done in accordance with a Master Service Agreement dated 20 November 2017 entered into between the Plaintiff, Omesti (as corporate guarantor to guarantee the payment obligation of FNS) and FNS. The works in question relate to the provision of services and deliverables by the Plaintiff to FNS in connection with an online register of companies' solution to the Companies Commission of Malaysia ("CCM"). The Plaintiff's claim against both FNS and the Company are, amongst others, in the sum of USD786,283 together with interest and costs.

The Defendants filed a Statement of Defence and Counterclaim against the Plaintiff on 10 July 2020. In the Counterclaim, the Defendants are claiming for damages for overpayment to the Plaintiff and licence fees in the approximate sum of USD1.0 million.

Both parties have since settled the matter amicably with a consent order approved by the Court on 6 February 2024. The consent order stayed all above proceedings and enabled the setting out and enforcement of a settlement agreement.

(b) Formis Network Services Sdn. Bhd. ("FNS") vs. Suruhanjaya Syarikat Malaysia ("the Defendant")

On 11 February 2021, the Group announced that FNS ("the Plantiff"), filed a Writ and Statement of Claim ("SOC") as Plaintiff against SSM ("the Defendant") in relation to the termination of the Agreement.

As announced on 9 July 2020, FNS had received a letter dated 8 July 2020 confirming that SSM had maintained its decision to terminate the Agreement in accordance with SSM's 5 August 2019 letter as SSM believes that no amicable solution can be reached between the parties. Prior thereto, the parties were in dispute resolution discussions, a mechanism provided for under the Agreement, since FNS took the position that SSM had wrongfully terminated the Agreement and that FNS did not accept the said termination as it was invalid. The Plaintiff's claim against the Defendant in the sum of RM128,178,068.

On 5 April 2021, the Group announced that FNS was served with the Defendant's Defence and Counterclaim on 2 April 2021. The Defendant is alleging that FNS is not entitled to any of the reliefs claimed in its SOC, and by way of counterclaim, the Defendant has claimed in sum of RM49,298,651 with no fixed rate on the interests, inter alia, liquidated ascertained damages, costs and expenses purportedly incurred, including for FNS's alleged failure to complete the services under the Agreement, as well as interests.

On 12 May 2021, FNS also filed and served its reply to the Defendant, denying and disputing the Defendant's Defence and Counterclaim.

The Court, on 28 December 2023, heard discovery applications filed by both parties and did not grant either application. On 26 January 2024, FNS filed an appeal on the discovery application. Trial dates for this matter have been fixed on 13 to 16 May 2025.

Management is of the view that the Group has reasonable prospects of success in the claim and defending against SSM's counterclaim. The Group assessed that the expected losses arising from the litigation are the expenses in engaging advocates and solicitors to address the litigation as well as the cost of the litigation and litigation proceedings.

47. SIGNIFICANT EVENTS DURING THE FINANCIAL YEAR

(a) On 22 May 2023, Omesti Holdings Berhad ("OHB"), wholly-owned subsidiary of the Company, acquired additional 4,000 ordinary shares representing 40% of the entire issued and paid-up share capital of Prima Arenaniaga Sdn. Bhd. ("PASB") for a total cash consideration of RM1. After the completion of the acquisition, PASB is now a wholly-owned subsidiary of OHB.

(b) On 27 May 2023, Bancore Asia Pte Ltd ("BAP"), an indirect wholly-owned subsidiary of the Company had disposed its entire equity interest in Microlink Solutions Vietnam Company Limited ("MSV") for a total cash consideration of RM1 as disclosed in Note 7(e)(iv) to the financial statements.

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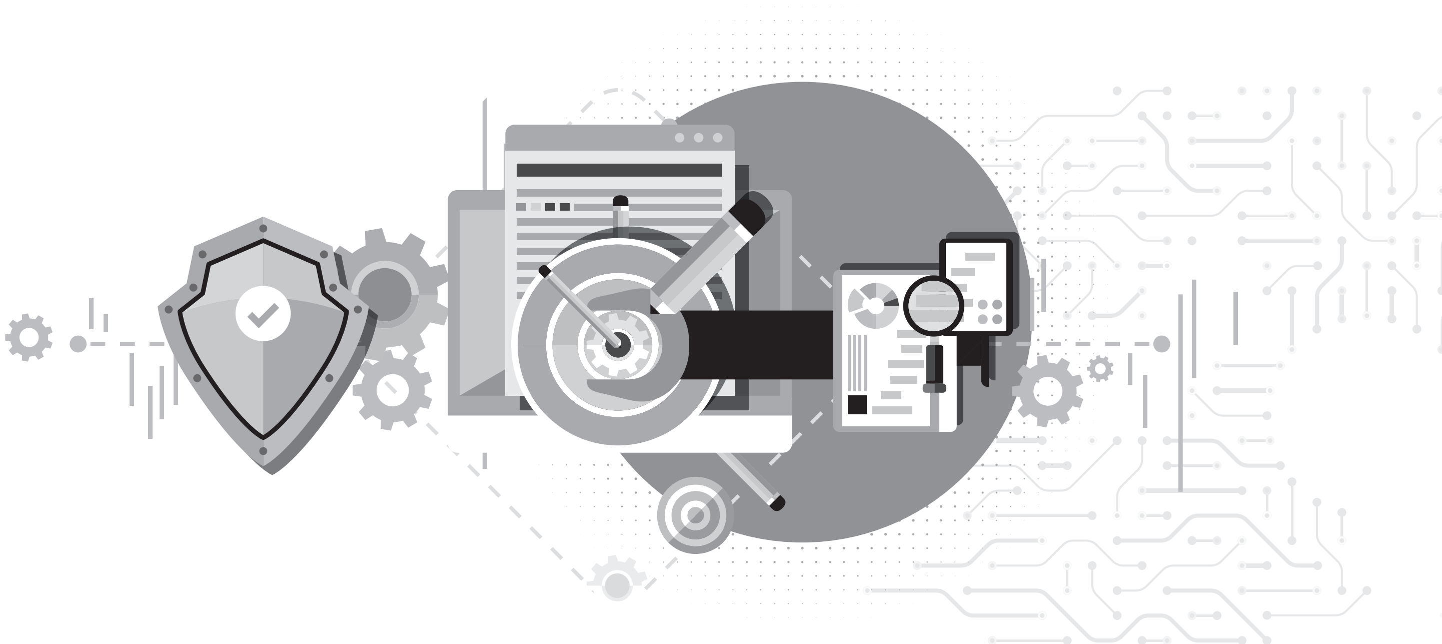

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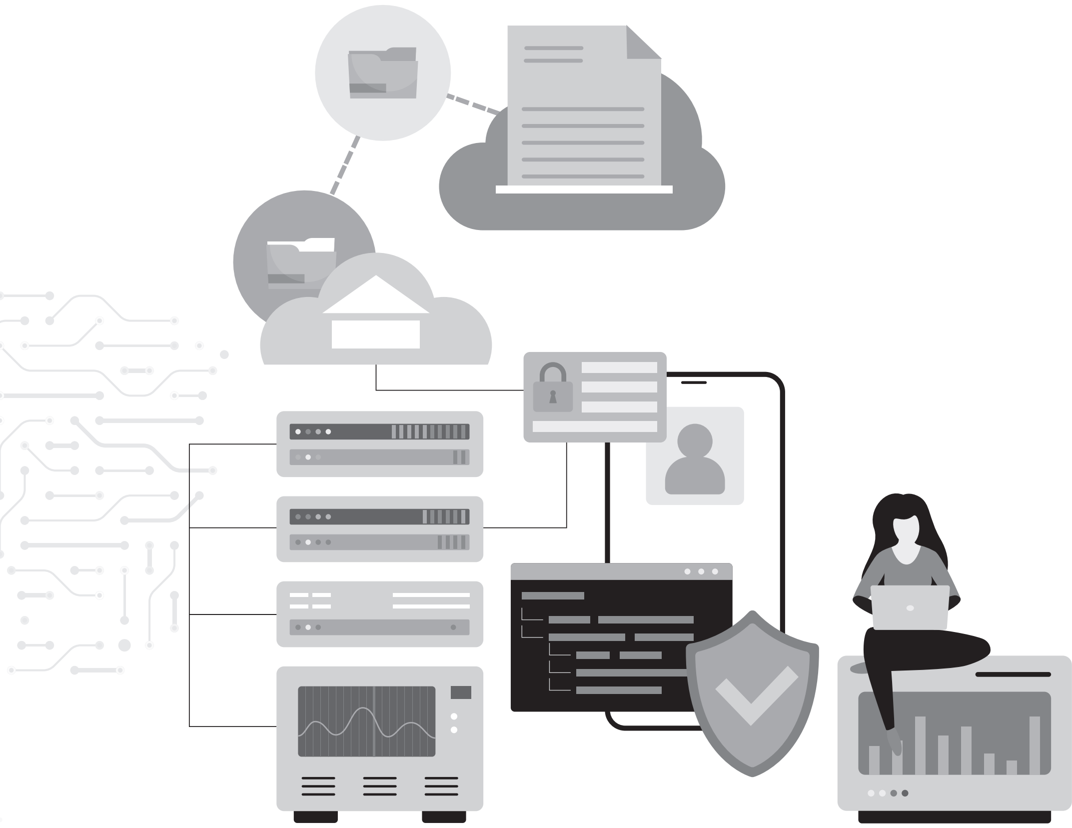

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