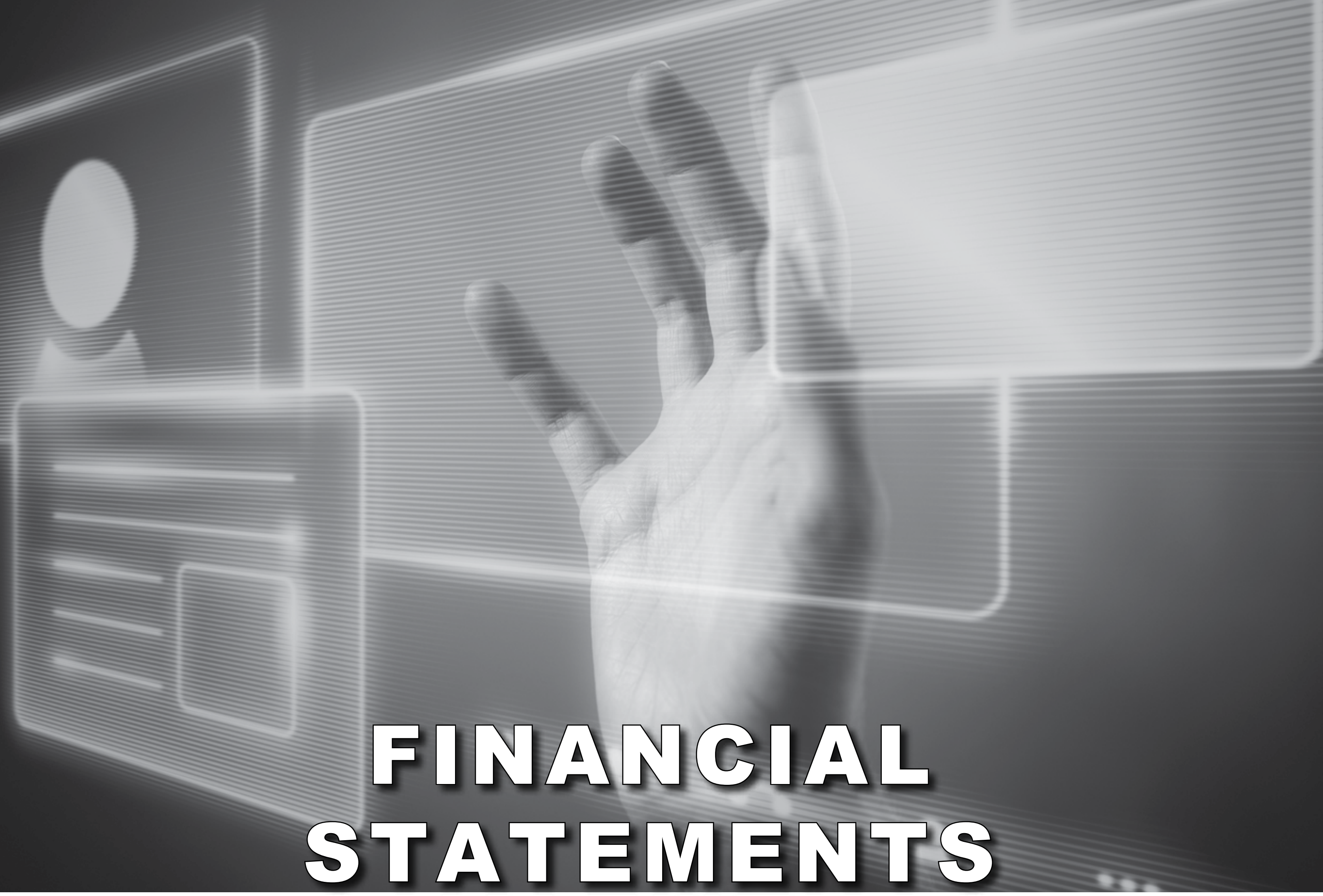

FINANCIAL STATEMENTS

DIRECTORS' REPORT

The Directors hereby present their report together with the audited financial statements of the Group and the Company for the financial period ended 31 December 2025.

Principal Activities

The principal activity of the Company is investment holding.

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

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

Change of Financial Year End

The financial year end of the Company was changed from 30 June to 31 December during the financial period. Accordingly, the current financial statements of the Group and the Company are prepared for the 18-month period from 1 July 2024 to 31 December 2025. The comparative figures presented in these financial statements are for the 18-month period from 1 January 2023 to 30 June 2024.

Financial Results

	Group RM'000	Company RM'000
Loss for the financial period attributable to:		
- Owners of the Company	(29,259)	(57,258)
- Non-controlling interests	504	-
	(28,755)	(57,258)

Dividend

No dividend has been paid or declared by the Company since the end of the previous financial period. The Board of Directors does not recommend any dividend to be paid for the financial period under review.

Reserves and Provisions

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

Issue of Shares and Debentures

On 9 July 2025, the Company issued 10,171,600 new ordinary shares at RM0.07 each under the first tranche of the Private Placement.

On 15 July 2025, the Company issued 14,246,000 new ordinary shares at RM0.08 each under the third tranche of the Private Placement.

The new ordinary shares issued during the financial period ranks pari-passu in all respect with the existing ordinary shares of the Company.

There was no issuance of debentures by the Company during the financial period.

Employee Share Option Scheme ("ESOS")

ESOS 2021:

On 30 June 2021, the shareholders of the Company approved the ESOS for eligible Directors and employees of the Company and its subsidiaries, which was subsequently implemented on 1 October 2021.

On 13 May 2024, the Company has completed a share consolidation exercise by consolidating every 20 ordinary shares in the Company into 1 ordinary share. Consequently, the number of unexercised share options was adjusted to 6,700,000, and the exercise price was revised to RM1.41 per share.

On 21 August 2024, the Directors of the Company surrendered, renounced, and waived their rights to 110,000,000 unexercised share options. Following a share consolidation, this total was reduced to 5,500,000 share options.

Subsequently, the ESOS 2021 scheme was fully closed during the financial period, with the remaining options being forfeited on 1 August 2025 and 30 September 2025.

ESOS 2024:

On 22 August 2024, the Company offered 34,360,000 options to eligible employees of the Company. These options, granted under the ESOS, entitle the holders to subscribe for new ordinary shares in the Company at the respective exercise prices.

During the financial period, a total of 12,750,211 ESOS options were exercised, resulting in total proceeds of approximately RM1,325,835.

Employee Share Option Scheme ("ESOS")(Continued)

A summary of the exercises during the financial period is as follows:

Listing Date	Number of options exercised	Exercise price (RM)	Gross proceeds raised (RM)
23 September 2024	1,481,482	0.135	200,000
01 October 2024	3,703,704	0.135	500,000
30 October 2024	1,429,630	0.135	193,000
13 January 2025	1,219,513	0.082	100,000
06 February 2025	1,217,615	0.082	99,844
10 April 2025	555,556	0.063	35,000
15 April 2025	476,191	0.063	30,000
09 May 2025	2,666,520	0.063	167,991
	12,750,211		1,325,835

The salient features and terms of the ESOS are disclosed in Note 16(c) to the financial statements.

Directors

The Directors in office during the beginning of financial period to the date of this report are:

Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar	
Fan Kah Seong	
Chin How Nyian^	(Resigned on 26 June 2025)
Balraj Singh Pannu A/L Gajjan Singh	(Resigned on 9 July 2024)
Aidawati Binti Dahari	(Resigned on 9 July 2024)
Datuk Lim Chih Li @ Lin Zhili	(Resigned on 22 July 2025)
Yen Soon Jin	(Appointed on 1 July 2024)
Sakthi Kumar A/L Ramadas	(Appointed on 1 July 2024)
Dato' Geh Guat Yeow	(Appointed on 18 July 2024)
Y.A.M. Tengku Shahrain Shah Tengku Sulaiman Shah	(Appointed on 18 July 2024)
Muhammad Helmi Bin Azhar	(Appointed on 20 August 2025, resigned on 24 September 2025)
Irmmie Josfina Binti Abd Rahman	(Appointed on 24 September 2025)
Sharvin A/L Ravindran	(Appointed on 3 November 2025)

^ Alternate Director to Datuk Lim Chih Li @ Lin Zhili

The names of Directors of subsidiaries are set out in the respective subsidiaries' financial statements and the said information is deemed incorporated herein by such reference and made part thereof.

Directors' Interests

According to the register of Directors' shareholdings required to be kept under Section 59 of the Companies Act 2016, none of the Directors who held office at the end of the financial period held any shares or debentures in the Company or its subsidiaries during the financial period except as follows:

	Number of ordinary shares			
	At 30.06.2024	**Bought**	**Sold**	**At 31.12.2025**
Techna-X Berhad				
Direct interest				
Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar	603,685	-	-	603,685
Indirect interest				
Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar [1]	15,232,111	-	-	15,232,111

(1) Deemed interested by virtue of his interest in Rock Point Alliance Sdn. Bhd., Syarikat Pesaka Antah Sdn. Bhd. and Syarikat Pesaka Radin Sdn. Bhd. and deemed interested by virtue of his family relationship with the relevant persons.

	Number of ESOS			
	At 30.06.2024	**Offered**	**Forfeited[2]**	**At 31.12.2025**
Techna-X Berhad				
Direct interest				
Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar	2,500,000	-	(2,500,000)	-

(2) On 21 August 2024, the Directors of the Company surrendered, renounced, and waived their rights to 5,500,000 unexercised share options.

By virtue of their interests in the shares of the Company, Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar is deemed to have interests in the shares of all its subsidiaries to the extent the Company has an interest.

Other than as disclosed above, according to the register of Directors' shareholdings, the other Directors in the office at the end of the financial period did not hold any interest in shares or debentures in the Company or its subsidiaries during the financial period.

Directors' Benefits

Since the end of the previous financial period, no Director of the Group and the Company has received or become entitled to receive any benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by 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 Director is a member, or with a company in which the Director has a substantial financial interest.

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

Directors' Remuneration

Directors' remuneration for the financial period is as follows:

	Group RM'000	Company RM'000
Directors' remuneration:		
- Salaries and other emolument	300	300
- Defined contribution plan	149	149
- Fees	375	375
	824	824

Subsidiaries

Details of the subsidiaries are disclosed in Note 4 to the financial statements.

Auditors' Remuneration

Auditors' remuneration for the financial period is as follows:

	Group RM'000	Company RM'000
Statutory auditors	480	436
Other auditors	23	-
	503	436

Indemnity and Insurance Costs

Neither was there any indemnity given nor professional indemnity insurance effected for Directors or officers of the Company in accordance with Section 289 of the Companies Act 2016.

Other Statutory Information

(a) Before the financial statements of the Group and 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 allowance for doubtful debts and satisfied themselves that all known bad debts had been written off and that adequate allowance had been made for doubtful debts; and

(ii) to ensure that any current assets which were unlikely to be realised in the ordinary course of business including the value of current assets as shown in the accounting records of the Group and the Company have been written down to an amount which the current assets might be expected so to realise.

(b) At the date of this report, the Directors are not aware of any circumstances which would render:

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

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

(iii) adherence to the existing method of valuation of assets or liabilities of the Group and the Company misleading or inappropriate; or

(iv) any amount stated in the financial statements of the Group and the Company misleading.

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

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

(i) any charge on the assets of the Group and the Company which has arisen since the end of the financial period which secures the liabilities of any other person; and

(ii) any contingent liability in respect of the Group and the Company which has arisen since the end of the financial period.

Other Statutory Information (Continued)

(e) In the opinion of the Directors:

(i) the results of the operations of the Group and the Company for the financial period were not substantially affected by any item, transaction or event of a material and unusual nature; and

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

Significant Event

During the financial period, the Group undertook significant corporate restructuring and disposal exercises, including the disposal of certain subsidiaries and the reorganisation of intercompany balances.

Details of the significant event are disclosed in Note 34 to the financial statements.

Subsequent Events

On 13 March 2026, the Company issued 1,148,149 ordinary shares pursuant to the exercise of the Employee Share Option Scheme ("ESOS") at an exercise price of RM0.027 per share.

Details of the subsequent events are disclosed in Note 35 to the financial statements.

Auditors

The auditors, LTTH PLT, have expressed their willingness to accept the appointment.

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

Y.A.M. TUNKU NAQUIYUDDIN IBNI TUANKU JA'AFAR	YEN SOON JIN

KUALA LUMPUR

7 May 2026

STATEMENT BY DIRECTORS

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

We, Y.A.M. TUNKU NAQUIYUDDIN IBNI TUANKU JA'AFAR and YEN SOON JIN, being two of the Directors of TECHNA-X BERHAD, do hereby state that, in the opinion of the Directors, the financial statements are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and the Company as at 31 December 2025 and of their financial performance and cash flows for the financial period then ended.

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

Y.A.M. TUNKU NAQUIYUDDIN IBNI TUANKU JA'AFAR	YEN SOON JIN

KUALA LUMPUR

7 May 2026

STATUTORY DECLARATION

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

I, YEN SOON JIN, being the Director primarily responsible for the financial management of TECHNA-X BERHAD, do solemnly and sincerely declare that the financial statements 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 YEN SOON JIN at)
PETALING JAYA)
on this date of 7 May 2026) ______________________________

YEN SOON JIN

Before me,
Wong Choy Yin

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COMMISSIONER FOR OATHS

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF TECHNA-X BERHAD

Report on the Audit of the Financial Statements

Qualified Opinion

We have audited the financial statements of Techna-X Berhad, which comprise the statements of financial position as at 31 December 2025 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial period of eighteen (18) months then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 123 to 215.

In our opinion, except for the possible effects of the matters described in the *Basis for Qualified Opinion* section of our report, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025, and of their financial performance and their cash flows for the financial period then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Qualified Opinion

1. Assets Classified as Held for Sale – HK Aerospace Beidou New Energy Industry Technology Co. Ltd ("HKAB") Disposal Group and its associate Guangxi Aerospace Beidou New Energy Industry Technology Co., Ltd ("GABNEIT")

As disclosed in Note 14 to the financial statements, management has classified HK Aerospace Beidou New Energy Industry Technology Co. Ltd ("HKAB") and its subsidiaries (the "HKAB Disposal Group") as held for sale following the execution of a Share Sale Agreement ("SSA") on 30 December 2025 for the proposed disposal of the Group's entire equity interest in HKAB for a total consideration of RM45 million. The proposed disposal remains subject to the fulfilment of the remaining conditions precedent.

GABNEIT, an associate within the disposal group, was placed into bankruptcy by the People's Republic of China court on 26 August 2025, resulting in a loss of significant influence.

We were unable to obtain sufficient appropriate audit evidence regarding the financial information of GABNEIT and the HKAB Disposal Group due to limitations in access to underlying financial records and supporting documentation. Consequently, we were unable to determine whether any adjustments might be necessary in respect of:

- the carrying amounts of assets and liabilities included in the disposal group;
- the classification of the disposal group as held for sale;
- the measurement of the disposal group at fair value less costs to sell;
- the results and cash flows presented as discontinued operations; and
- the related disclosures in the financial statements.

The same limitation applies to the Company's investment in HKAB.

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF TECHNA-X BERHAD

Basis for Qualified Opinion (Continued)

The corresponding matter was also subject to a similar scope limitation qualification in the prior period ended 30 June 2024 and remains unresolved as at the current reporting date. Accordingly, we were unable to obtain sufficient appropriate audit evidence regarding the opening balances of HKAB and the HKAB Disposal Group. We were therefore unable to determine whether any adjustments to the opening balances were necessary and whether such adjustments would have a consequential effect on the financial position and results for the current period.

2. Other Receivables

As disclosed in Note 12 to the financial statements, included therein are outstanding receivables of approximately RM2.6 million subject to legal recovery actions. These circumstances indicate a significant increase in credit risk and potential credit impairment under MFRS 9 Financial Instruments. Certain expected credit loss allowance has been recognised by management in respect of these balances, which we are of the opinion, is inadequate. We were unable to obtain sufficient appropriate audit evidence, including a sufficiently robust expected credit loss assessment and evidence of recoverability, to support the carrying amount of these receivables. We were also unable to perform sufficient alternative audit procedures.

We were therefore unable to determine whether any adjustments are required to the carrying amount of these receivables.

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

Material Uncertainty Related to Going Concern

We draw attention to Note 2(a) in the financial statements, which indicate that the Group and the Company have prepared the financial statements on a going concern basis. The Group and the Company incurred a loss of RM29.3 million and RM57.3 million respectively and a negative operating cash flow of RM2.1 million and RM3.1 million respectively during the financial period. These conditions, together with other matters set out in that note indicate the existence of a material uncertainty that may cast significant doubt on the Group's and the Company's ability to continue as going concerns. The financial statements do not include any adjustments that might result from the outcome of this uncertainty. Our opinion is not modified in respect of this matter.

Key Audit Matters

Except for the matters described in the *Basis for Qualified Opinion* section and *Material Uncertainty Related to Going Concern* section, we have determined that there are no other key audit matters to communicate in our report.

Information Other than the Financial Statements and Auditors' Report Thereon

The directors of the Company are responsible for the other information. The other information comprises the information included in the 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. As described in the *Basis for Qualified Opinion* section above, we were unable to conclude whether or not that the other information is materially misstated with respect to that matter.

Responsibilities of the Directors for the Financial Statements

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

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

INDEPENDENT AUDITORS' REPORT
TO THE MEMBERS OF TECHNA-X BERHAD

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

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

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

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

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

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

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

- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

From the matters communicated with the directors, we determine those matters that were of most significance in the audit of the financial statements of the Group and of the Company for the current 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:

(a) the subsidiaries of which we have not acted as auditors, are disclosed in Note 4 to the financial statements.

(b) in our opinion, we have not obtained all the information and explanations that we required.

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.

The financial statements of the Group and of the Company for the financial period ended 30 June 2024 were audited by another firm of chartered accountants, whose report dated 7 November 2024 expressed a qualified opinion in respect of matters relating to the foreign subsidiary and foreign associate and the impairment assessment of goodwill.

LTTH PLT
201906001236 (LLP0020047-LCA) & AF 0071
Chartered Accountants

LIM LIP CHIN
01931/02/2027 J
Chartered Accountant

Petaling Jaya

Date: 7 May 2026

STATEMENTS OF FINANCIAL POSITION
As at 31 December 2025

		Group		Company	
		31.12.2025	30.06.2024	31.12.2025	30.06.2024
	Note	RM'000	RM'000	RM'000	RM'000
ASSETS					
Non-Current Assets					
Property, plant and equipment	3	4,972	15,899	12	56
Investment in subsidiaries	4	-	-	-	108,867
Investment in associates	5	-	61,188	-	498
Other investment	6	-	7	-	7
Right-of-use assets	7	4,912	15,648	235	184
Intangible assets	8	-	51,203	-	-
Deferred tax assets	9	-	143	-	-
		9,884	144,088	247	109,612
Current Assets					
Inventories	10	428	990	-	-
Trade receivables	11	140	4,026	-	-
Other receivables	12	9,681	7,990	5,630	376
Amount owing by subsidiaries	13	-	-	1,391	-
Current tax assets		51	352	-	-
Cash and bank balances		277	2,981	6	121
		10,577	16,339	7,027	497
Assets of disposal group classified as held for sale	14	57,711	-	36,637	-
		68,288	16,339	43,664	497
TOTAL ASSETS		78,172	160,427	43,911	110,109
EQUITY AND LIABILITIES					
EQUITY					
Share capital	15	63,281	58,319	63,281	58,319
Reserves	16	3,276	10,456	3,025	7,288
(Accumulated losses) / Retained earnings		(34,798)	(12,827)	(31,009)	18,961
Equity attributable to owners of the Company		31,759	55,948	35,297	84,568
Non-controlling interests		(1,930)	(1,800)	-	-
TOTAL EQUITY		29,829	54,148	35,297	84,568

STATEMENTS OF FINANCIAL POSITION
As at 30 June 2024

	Note	Group 31.12.2025 RM'000	Group 30.06.2024 RM'000	Company 31.12.2025 RM'000	Company 30.06.2024 RM'000
LIABILITIES					
Non-Current Liabilities					
Deferred tax liabilities	9	-	277	-	-
Lease liabilities	17	1,144	10,072	127	38
		1,144	10,349	127	38
Current Liabilities					
Trade payables	18	1,309	4,740	-	-
Other payables	19	7,459	52,056	5,055	24,371
Amount owing to subsidiaries	13	-	-	3,320	7
Amount owing to associates	20	4	30,231	-	975
Lease liabilities	17	4,346	6,972	112	150
Current tax liabilities		28	1,931	-	-
		13,146	95,930	8,487	25,503
Liabilities of disposal group classified as held for sale	14	34,053	-	-	-
		47,199	95,930	8,487	25,503
TOTAL LIABILITIES		48,343	106,279	8,614	25,541
TOTAL EQUITY AND LIABILITIES		78,172	160,427	43,911	110,109

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

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the Financial Period Ended 31 December 2025

	Note	Group		Company	
		01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000 Re-presented	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000 Re-presented
Continuing operations					
Revenue	21	81,474	93,662	-	-
Cost of sales		(28,641)	(32,864)	-	-
Gross profit		52,833	60,798	-	-
Other income		22,696	20,015	22,769	8,595
Administration and operating expenses		(76,546)	(64,089)	(47,051)	(13,313)
Impairment loss		(38,929)	(10,539)	(32,962)	-
Share of associates' results		-	-	-	-
Finance cost	22	(1,067)	(1,352)	(14)	(11)
(Loss)/profit before taxation	23	(41,013)	4,833	(57,258)	(4,729)
Taxation	24	(764)	(827)	-	-
(Loss)/profit from continuing operations		(41,777)	4,006	(57,258)	(4,729)
Discontinued operations					
Profit/(loss) from discontinued operations	25	13,022	(23,981)	-	-
Total (loss) for the financial period		(28,755)	(19,975)	(57,258)	(4,729)

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

For the Financial Period Ended 31 December 2025

	Note	Group 01.07.2024 to 31.12.2025 RM'000	Group 01.01.2023 to 30.06.2024 RM'000 Re-presented	Company 01.07.2024 to 31.12.2025 RM'000	Company 01.01.2023 to 30.06.2024 RM'000 Re-presented
Other comprehensive (loss)/income:					
Items that may be reclassified subsequently to profit or loss					
- Realisation of foreign currency translation reserve upon disposal of foreign operation		-	-	-	-
- Exchange differences arising from translation of foreign operations		1,986	(1,549)	-	-
Total comprehensive (loss)/income for the financial period		(26,769)	(21,524)	(57,258)	(4,729)
(Loss)/Profit for the financial period attributable to:					
- Owners of the Company		(29,259)	(19,202)	(57,258)	(4,729)
- Non-controlling interests		504	(773)	-	-
		(28,755)	(19,975)	(57,258)	(4,729)
Total comprehensive (loss)/income for the financial period attributable to:					
- Owners of the Company		(28,256)	(19,916)	(57,258)	(4,729)
- Non-controlling interests		1,487	(1,608)	-	-
		(26,769)	(21,524)	(57,258)	(4,729)
Basic (loss)/earnings per share attributable to the owners of the Company from (Sen):					
- Continuing operations	26(a)	(16.76)	3.64		
- Discontinued operations	26(a)	5.16	(18.25)		
		(11.60)	(14.61)		
Diluted (loss)/earnings per share attributable to the owners of the Company from (Sen):					
- Continuing operations	26(b)	(16.76)	3.64		
- Discontinued operations	26(b)	5.16	(18.25)		
		(11.60)	(14.61)		

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

STATEMENTS OF CHANGES IN EQUITY
For the Financial Period Ended 31 December 2025

Group	Note	Share Capital RM'000	Foreign Currency Translation Reserve RM'000	Share Option Reserve RM'000	ESOS Reserve RM'000	Accumulated Losses RM'000	Subtotal RM'000	Non-controlling interests RM'000	Total Equity RM'000
		Attributable to Owners of the Company							
		<----Non-Distributable---->							
At 1 January 2023		1,224,219	(38)	3,920	7,812	(1,193,884)	42,029	(192)	41,837
Capital reduction		(1,199,735)	-	-	-	1,199,735	-	-	-
Issuance of shares, net of share issuance costs pursuant to debt settlement arrangement		33,835	-	-	-	-	33,835	-	33,835
Acquisition of subsidiaries		-	-	-	-	-	-	-*	-*
ESOS forfeited	16(c)	-	-	-	(524)	524	-		-
Loss for the financial period		-	-	-	-	(19,202)	(19,202)	(773)	(19,975)
Other comprehensive loss:									
- Exchange differences arising from translation of foreign operations		-	(714)	-	-	-	(714)	(835)	(1,549)
Total comprehensive loss for the financial period		-	(714)	-	-	(19,202)	(19,916)	(1,608)	(21,524)
At 30 June 2024		58,319	(752)	3,920	7,288	(12,827)	55,948	(1,800)	54,148

* *Represents RM98.*

STATEMENTS OF CHANGES IN EQUITY

For the Financial Period Ended 31 December 2025

		Attributable to Owners of the Company							
		<----Non-Distributable			---->				
Group	Note	Share Capital RM'000	Foreign Currency Translation Reserve RM'000	Share Option Reserve RM'000	ESOS Reserve RM'000	Accumulated Losses RM'000	Subtotal RM'000	Non-controlling interests RM'000	Total Equity RM'000
At 01 July 2024		58,319	(752)	3,920	7,288	(12,827)	55,948	(1,800)	54,148
Issuance of shares, net of share issuance costs pursuant to:									
- ESOS exercised	16(c)	3,110	-	-	(1,785)	-	1,325	-	1,325
- Private Placement		1,852	-	-	-	-	1,852	-	1,852
		4,962	-	-	(1,785)	-	3,177	-	3,177
Disposal of subsidiary company	4(d)(iii)	-	-	(3,920)	-	-	(3,920)	(1,617)	(5,537)
ESOS forfeited		-	-	-	(7,288)	7,288	-	-	-
ESOS granted		-	-	-	4,810	-	4,810	-	4,810
(Loss) / Profit for the financial period		-	-	-	-	(29,259)	(29,259)	504	(28,755)
Other comprehensive loss:									
- Exchange differences arising from translation of foreign operations		-	1,003	-	-	-	1,003	983	1,986
Total comprehensive income / (loss) for the financial period		-	1,003	-	-	(29,259)	(28,256)	1,487	(26,769)
At 31 December 2025		63,281	251	-	3,025	(34,798)	31,759	(1,930)	29,829

STATEMENTS OF CHANGES IN EQUITY
For the Financial Period Ended 31 December 2025

		Non-Distributable			
	Note	Share Capital RM'000	ESOS Reserve RM'000	Accumulated Losses RM'000	Total RM'000
Company					
At 1 January 2023		1,224,219	7,812	(1,176,569)	55,462
Capital reduction		(1,199,735)	-	1,199,735	-
Issuance of shares, net of share issuance costs pursuant to debt settlement		33,835	-	-	33,835
ESOS forfeited		-	(524)	524	-
Total comprehensive loss for the financial period		-	-	(4,729)	(4,729)
At 30 June 2024		58,319	7,288	18,961	84,568
At 01 July 2024		58,319	7,288	18,961	84,568
Issuance of shares, net of share issuance costs pursuant to:					
- ESOS exercised	16(c)	3,110	(1,785)	-	1,325
- Private placement		1,852	-	-	1,852
		4,962	(1,785)	-	3,177
ESOS forfeited	16(c)	-	(7,288)	7,288	-
ESOS granted	16(c)	-	4,810	-	4,810
Total comprehensive loss for the financial period		-	-	(57,258)	(57,258)
At 31 December 2025		63,281	3,025	(31,009)	35,297

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

STATEMENTS OF CASH FLOWS

For the Financial Period Ended 31 December 2025

		Group		Company	
	Note	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000
Cash flows from operating activities					
(Loss)/Profit before taxation					
- from continuing operations		(41,013)	(18,972)	(57,258)	(4,729)
- from discontinued operations	25	13,022	-	-	-
		(27,991)	(18,972)	(57,258)	(4,729)
Adjustments for:					
Amortisation of:					
- intangible assets	8	330	1,038	-	-
Bad debts written-off		24,512	1,016	23,528	-
Depreciation of:					
- property, plant and equipment	3	5,788	3,472	33	55
- right-of-use assets	7	6,371	11,803	226	220
Fair value gain on contingent consideration payables		-	(4,167)	-	(7,543)
Loss on disposal of associates	5(c)	162	-	498	-
(Gain)/Loss on disposal of subsidiaries	4(d)	9,703	(4,468)	14,092	(937)
Loss on disposal of other investment	6	7	-	7	-
Loss on disposal of property, plant and equipment	3	24	12	24	-
Impairment loss on:					
- trade receivables	11	-	142	-	-
- other receivables	12	1,960	86	1,960	-
- intangible assets	8	5,996	9,690	-	-
- investment in subsidiaries	4(a)	-	-	31,002	5,027
- investment in associates	5(a)	-	10,539	-	5,512
Property, plant and equipment written-off	3	-	1,015	-	-
Share of associate results		1,533	3,490	-	-
Employee share option scheme granted		4,810	-	4,810	-
Unrealised foreign exchange (gain)/loss		-	(1,447)	-	-
Gain on early termination of lease		(8)	(401)	(8)	-
Waiver of debts		(22,679)	(970)	(22,679)	-
Finance income		-	(15)	-	-
Finance cost		1,067	1,352	14	11
Operating profit/(loss) before working capital changes		11,585	13,215	(3,751)	(2,384)
Changes in working capital:					
Inventories		(114)	364	-	-
Trade receivables		3,581	19,447	-	-
Other receivables		(33,337)	6,359	(7,213)	1,378
Amount owing by/to subsidiaries		-	-	6,302	(22,205)
Amount owing by/to associates		3,296	(329)	(84)	975
Trade payables		1,438	348	-	-
Other payables		12,755	(18,427)	1,699	22,454
Cash (used)/generated from operations		(796)	20,977	(3,047)	218

STATEMENTS OF CASH FLOWS
For the Financial Period Ended 31 December 2025

	Note	Group 01.07.2024 to 31.12.2025 RM'000	Group 01.01.2023 to 30.06.2024 RM'000	Company 01.07.2024 to 31.12.2025 RM'000	Company 01.01.2023 to 30.06.2024 RM'000
Cash (used)/generated from operations		(796)	20,977	(3,047)	218
Interest paid		(1,067)	(1,352)	(14)	(11)
Tax paid		(256)	(578)	-	-
Tax refund		-	25	-	-
Net cash (used in)/generated from operating activities		(2,119)	19,072	(3,061)	207
Cash flows from investing activities					
Acquisition of intangible assets	8	(536)	(2,411)	-	-
Interest received		-	15	-	-
Net cash outflow from disposal of subsidiaries	4(d)	4,844	(63)	-	-
Proceeds from disposal of property, plant and equipment		-	6	-	-
Purchase of property, plant and equipment	3	(8,397)	(5,201)	(13)	-
Net cash used in investing activities		(4,089)	(7,654)	(13)	-
Cash flows from financing activities					
Proceeds from issuance of shares pursuant to private placement		1,852	-	1,852	-
Proceeds from issuance of Employee Share Option Scheme		1,325	-	1,325	-
Repayment of lease liabilities	29	(6,437)	(11,290)	(218)	(217)
Net cash (used in)/generated from financing activities		(3,260)	(11,290)	2,959	(217)
Net (decrease)/increase in cash and cash equivalents		(9,468)	128	(115)	(10)
Effects of foreign exchange rate changes		6,776	(2,137)	-	-
Cash and cash equivalents at the beginning of the financial period		2,981	4,990	121	131
Cash and cash equivalents from disposal group held for sale		(12)	-	-	-
Cash and cash equivalents at the end of the financial period		277	2,981	6	121
Cash and cash equivalents at the end of the financial period comprise:					
- Cash and bank balances		277	2,981	6	121

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

NOTES TO THE FINANCIAL STATEMENTS

1. Corporate Information

The principal activity of the Company is investment holding.

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

These have been no changes in the nature of the principal activities during the financial period.

The Company is a public limited liability company, incorporated under the Companies Act 1965 and domiciled in Malaysia and is listed on the Main Market of Bursa Malaysia Securities Berhad.

The registered office of the Company is located at Unit 11.07, Amcorp Tower, Amcorp Trade Centre, 18, Persiaran Barat, 46050 Petaling Jaya, Selangor, Malaysia.

The principal place of business of the Company is located at Suite 25-08, Menara Vista Petaling, 137 Jalan Puchong, Puchong, 58200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur.

The financial year end of the Company was changed from 30 June to 31 December during the financial period. Accordingly, the current financial statements of the Group and the Company are prepared for the 18-month period from 1 July 2024 to 31 December 2025. The comparative figures presented in these financial statements are for the 18-month period from 1 January 2023 to 30 June 2024.

The financial statements of the Company financial period ended 31 December 2025 were authorised for issue in accordance with a resolution of the Board of Directors dated 7 May 2026.

2. Basis of Preparation and Material Accounting Policy Information

(a) Basis of preparation

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

The financial statements have been prepared under the historical cost convention unless otherwise disclosed.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(a) Basis of preparation (continued)

The Group and the Company has prepared its financial statements on the going concern basis notwithstanding that the Group and the Company incurred a loss of RM29,258,431 and RM57,258,334 respectively and a net cash outflow of RM2,120,000 and RM3,062,000 respectively during the financial period ended 31 December 2025. Thereby indicating doubts over the Group's and the Company's ability to continue as going concerns.

The Group has prepared a cash flow forecast in consideration of the Group's ability to generate profitable operations and positive cash flows from its continuing operations;

The ability of the Group and the Company to continue as going concerns is dependent on the ability of the Group and the Company to attain profitable operations.

Should the going concern basis of preparing the financial statements be inappropriate, adjustments would have to be made to reduce the value of all assets to their estimated realisable values, and to provide further estimated liabilities that may arise, and to reclassify non-current assets and non-current liabilities to current assets and current liabilities respectively.

The accounting policies adopted are consistent with those of the previous year except as follows:

On 1 January 2025, the Group and the Company adopted the following amended MFRS mandatory for annual financial periods beginning on or after 1 January 2025.

Description	Effective for annual periods beginning on or after
Amendments to MFRS 121: Lack of Exchangeability	1 January 2025

The adoption of the above amendments did not have any significant impact on the financial statements of the Group and the Company.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(a) Basis of Preparation (continued)

Standards issued but not yet effective

The standards, amendments and interpretations that are issued but not yet effective up to the date of the Group's and the Company's financial statements are disclosed below. The Group and the Company intend to adopt these standards, if applicable, when they become effective.

Description	Effective for annual periods beginning on or after
Amendments to MFRS 9 and MFRS 7: Classification and Measurement of Financial Instruments	1 January 2026
Amendments to MFRS 1, MFRS 7, MFRS 9, MFRS 10 and MFRS 107: Annual Improvements to MFRS Standards Volume 11	1 January 2026
Amendments to MFRS 9 and MFRS 7: Contracts Referencing Nature-dependent Electricity	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 121: Translation to a Hyperinflationary Presentation Currency	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 Directors expect that the adoption of the above amendments are not expected to have a material impact on the financial statements in the period of initial application, except for the presentation and disclosure required by MFRS 18 that introduces new categories and subtotals in the statements of profit or loss and other comprehensive income. It also requires disclosure of management defined performance measures and sets out principles for the aggregation and disaggregation of financial information

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(b) Functional and presentation currency

Items included in the financial statements of the Group's entities are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The financial statements are presented in Ringgit Malaysia ("RM"), which is the Company's functional and presentation currency. All financial information has been rounded to the nearest thousand (RM'000) unless otherwise stated.

(c) Significant accounting estimates and judgements

Estimates, assumptions concerning the future and judgements are made in the preparation of the financial statements. They affect the application of the Group's accounting policies, reported amounts of assets, liabilities, income and expenses, and disclosures made. They are assessed on an on-going basis and are based on historical experience and other relevant factors, including expectations of future events that are believed to be reasonable under the circumstances.

The key assumptions concerning the future and other key sources of estimation or uncertainty at the reporting date, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial period are set out below:

(i) Impairment of goodwill

The Group determines whether goodwill is impaired at least on an annual basis. This requires an estimation of the value in use of the cash-generating units to which the goodwill is allocated. Estimating the value in use requires the Group to make an estimate of the expected future cash flows from the cash-generating unit and also to choose a suitable discount rate in order to calculate the present value of those cash flows. Changes in these estimations could significantly affect the recoverable amount at the end of each reporting period.

(ii) Impairment of non-financial assets

The Group assesses whether there are any indicators of impairment for all non-financial assets at each reporting date. When such indicators exist, recoverable amounts of the cash-generating unit are determined based on the value-in-use calculation. These calculations require the estimation of the expected future cash flows from the cash generating unit and a suitable discount rate is applied in order to calculate the present value of those cash flows.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(c) Significant accounting estimates and judgements (continued)

(iii) Measurement of expected credit loss allowance for financial assets

The loss allowances for financial assets are based on assumptions about risk of default and expected loss rates. The Group and the Company use judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's and the Company's past history, existing market conditions as well as forward looking estimates at the end of reporting period.

(d) Basis of consolidation

(i) Subsidiaries

Subsidiaries are entities, including structured entities, controlled by the Group. The group controls an entity when the group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity.

The Group considers it has de-facto power over an investee when, despite not having the majority of voting rights, it has the current ability in circumstances where the size of the Group's voting rights relative to the size and dispersion of holdings of other shareholders to direct the activities of the investee that significantly affect the investee's return.

Subsidiaries are fully consolidated from the date on which control is transferred to the group. They are deconsolidated from the date that control ceases.

Business combinations are accounted for using the acquisition method on the acquisition date. The consideration transferred includes the fair value of assets transferred, equity interest issued by the Group and liabilities assumed. Identifiable assets acquired, liabilities and contingent liabilities assumed in a business combination are measured initially at their fair values at the acquisition date.

The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of the acquiree's identifiable net assets.

Acquisition-related costs are recognised in the profit or loss as incurred.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(d) Basis of consolidation (continued)

(i) Subsidiaries (continued)

The excess of the consideration transferred, the amount of any non-controlling interest in the acquiree and the acquisition-date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recognised as goodwill. If the total of consideration transferred, non-controlling interest recognised and previously held interest measured is less than the fair value of the net assets of the subsidiary acquired in the case of a bargain purchase, the difference is recognised directly in the profit or loss.

Inter-company transactions, balances and unrealised gains and losses on transactions between group companies are eliminated. Accounting policies of subsidiaries have been adjusted where necessary to ensure consistency with the policies adopted by the Group.

Transactions with non-controlling interests that do not result in loss of control are accounted for as equity transactions. Any difference between fair value of any consideration paid and the relevant share acquired of the carrying value of net assets of the subsidiary is recorded in equity. Gains or losses on disposal to non-controlling interests are also recorded in equity.

Upon the loss of control of a subsidiary, the Group derecognises the assets and liabilities, any non-controlling interests and other components of equity related to the disposed subsidiary. Any retained interest in the entity is re-measured to its fair value at the date when control is lost, with the change in carrying amount recognised in profit or loss. The fair value is the initial carrying amount for the purposes of subsequently accounting for the retained interest as an associate, joint venture or financial asset depending on the level of influence retained.

(ii) Associates

Associates are entities over which the Group has significant influence but not control or joint control, over the financial and operating policies. Investments in associates are accounted for using the equity method of accounting. Under the equity method, the investment is initially recognised at cost. The Group’s investment in associates includes goodwill identified on acquisition.

The Group’s share of post-acquisition profit or loss is recognised in profit or loss and its share of post-acquisition movements in other comprehensive income is recognised in other comprehensive income. Dividends received or receivable from an associate are recognised as a reduction in the carrying amount of the investment.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(d) Basis of consolidation (continued)

(ii) Associates (continued)

When the Group's share of losses in an associate equal or exceeds its interest in the associate, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

Profits and losses resulting from upstream and downstream transactions between the Group and its associate are recognised in the Group's financial statements only to the extent of unrelated investor's interests in the associates. Unrealised losses are eliminated unless the transaction provides evidence of an impairment of the asset transferred. Accounting policies of associates have been changed where necessary to ensure consistency with the policies adopted by the Group.

If the ownership interest in an associate is reduced but significant influence is retained, the proportionate share of the amounts previously recognised in other comprehensive income is reclassified to profit or loss where appropriate. Dilution gains or losses arising from investments in associates are recognised in profit or loss.

The Group determines at each reporting date whether there is any objective evidence that the investment in the associate is impaired. If this is the case, the Group calculates the amount of impairment if the carrying value exceeds the recoverable amount of the associate and recognises the difference as impairment losses in profit or loss.

(e) Investments in subsidiaries and associates

In the Company's separate financial statements, investments in subsidiaries and associates are carried at cost less accumulated impairment losses. On disposal of investments in subsidiaries and associates, the difference between disposal proceeds and the carrying amounts of the investments are recognised in profit or loss.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(f) Property, plant and equipment

(i) Recognition and measurement

Property, plant and equipment are stated at cost less accumulated depreciation and impairment losses. The cost of an item of property, plant and equipment initially recognised includes its purchase price and any cost that is directly attributable to bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.

Subsequent costs are included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are recognised as expenses in profit or loss during the financial period in which they are incurred.

When significant parts of an item of property, plant and equipment have different useful lives, they are accounted for as separate items (major components) of property, plant and equipment.

Gains and losses on disposals are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognised in net in the profit or loss.

(ii) Depreciation

Property, plant and equipment under construction are not depreciated until the assets are ready for their intended use. Other property, plant and equipment are depreciated on the straight-line method to allocate the cost to their residual values over their estimated useful lives as follows:

Building and leasehold improvement	10 - 20 years
Office furniture and equipment	5 - 10 years
Restaurant and kitchen equipment	10 years
Electrical fittings	10 years
Motor vehicles	5 years

Depreciation methods, useful lives and residual values are reviewed at end of each reporting period, and adjusted as appropriate.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(f) Property, plant and equipment (continued)

(iii) Impairment
At the end of the reporting period, the Group assesses whether there is any indication of impairment. If such indications exist, an analysis is performed to assess whether the carrying amount of the asset is fully recoverable. A write down is made if the carrying amount exceeds the recoverable amount in accordance with accounting policy Note 2(i) to the financial statements.

(g) Leases by lessee

Leases are recognised as right-of-use assets and corresponding liabilities at the commencement date on which the leased assets are available for use by the Group and the Company.

In determining the lease term, the Group and the Company consider all facts and circumstances that create an economic incentive to exercise an option for extension or termination. Extension or termination options are taken into consideration in determining the lease term if it is reasonably certain that the lease will be extended or terminated.

Right-of-use assets are initially measured at cost comprising the following:

- The amount of the initial measurement of lease liability;
- Any lease payments made at or before the commencement date less any lease incentive received;
- Any initial direct costs; and
- Decommissioning or restoration costs

Right-of-use assets are subsequently measured at cost, less accumulated depreciation and impairment loss. The right-of-use assets are depreciated over the shorter of the asset's useful life and the lease term on a straight-line basis. If the Group and the Company is reasonably certain that it will exercise a purchase option, the right-of-use asset is depreciated over the underlying asset's useful life.

Lease liabilities are initially measured at the present value of the lease payments that are not paid at that date. The lease payments are discounted using the interest rate implicit in the lease. If that rate cannot be readily determined, the lessee's incremental borrowing rate is used. Lease payments are allocated between principal and finance cost. The finance cost is charged to profit or loss over the lease period so as to produce a constant periodic rate of interest on the remaining balance of the liability for each period.

Short-term leases is a lease that at the commencement date, has a lease term of 12 months or less without a purchase option. Short-term leases for which the underlined asset is of low-value assets, are recognised as an expense in profit or loss account on a straight-line basis.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(h) Intangible assets

(i) Goodwill arising on consolidation

Goodwill arises on the acquisition of subsidiaries and represents the excess of the consideration transferred over the Group's interest in net fair value of the net identifiable assets, liabilities and contingent liabilities of the acquiree and the fair value of the non-controlling interest in the acquiree.

For the purpose of impairment testing, goodwill acquired in a business combination is allocated to each of the cash generating units ("CGUs"), or groups of CGUs, that is expected to benefit from the synergies of the combination. Each unit or group of units to which the goodwill is allocated represents the lowest level within the entity at which the goodwill is monitored for internal management purposes. Goodwill is monitored at the operating segment level.

Goodwill impairment reviews are undertaken annually or more frequently if events or changes in circumstances indicate a potential impairment. The carrying value of goodwill is compared to the recoverable amount, which is the higher of value in use and the fair value less costs to sell. Any impairment is recognised immediately as an expense and is not subsequently reversed.

(ii) Acquired franchise fee

Acquired franchise fee are recognised as an asset and initially measured at cost.

Acquired franchise fee is carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised in profit or loss on straight-line basis to allocate the cost over its estimated useful lives of 10 years.

At the end of the reporting period, the Group assesses whether there is any indication of impairment. If such indications exist, an analysis is performed to assess whether the carrying amount of the asset is fully recoverable. A write down is made if the carrying amount exceeds the recoverable amount.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(i) Impairment of non-financial assets

Assets that have an indefinite useful life, such as goodwill or intangible assets not ready to use, are not subject to amortisation and are tested annually for impairment. Assets that are subject to amortisation and depreciation are reviewed for impairment whenever events or changes in circumstances indicate that the carrying amount may not be recoverable.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units.

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

An impairment loss is recognised if the carrying amount of an asset or its related cash-generating unit exceeds its estimated recoverable amount.

Impairment losses are recognised in profit or loss unless it reverses a previous revaluation in which it is charged to the revaluation surplus. Impairment losses recognised in prior periods are assessed at the end of reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount since the last impairment loss was recognised. An impairment loss is reversed only to the extent that the asset's carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Reversals of impairment losses are credited to profit or loss in the financial period in which the reversals are recognised.

(j) Inventories

Food and beverage

Inventories comprising food and beverage are valued at the lower of cost and net realisable value after adequate allowance has been made for all stale, damaged, expired, obsolete or slow-moving inventories.

Cost is determined using the first-in, first-out method.

Net realisable value is the estimated selling price in the ordinary course of business less the costs of completion and the estimated cost necessary to make the sale.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(k) Cash and cash equivalents

Cash and cash equivalents consist of cash on hand, balances and deposits with banks and highly liquid investments which have an insignificant risk of changes in fair value with original maturities of three months or less, and are used by the Group and the Company in the management of their short term commitments. For the purpose of the statements of cash flows, cash and cash equivalents are presented net of bank overdrafts and pledged deposits.

(l) Provisions for liabilities

Provisions for liabilities are recognised when the Group and the Company have a present obligation as a result of a past event and it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation, and a reliable estimate of the amount can be made. Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. Where the effect of the time value of money is material, the amount of a provision is the present value of the expenditure expected to be required to settle the obligation.

(m) Foreign currencies

(i) Foreign currency transactions and balances

Foreign currency transactions are translated into the functional currency using the exchange rates prevailing at the dates of the transactions. Foreign exchange gains and losses resulting from the settlement of such transactions and from the translation at year-end exchange rates of monetary assets and liabilities denominated in foreign currencies are recognised in profit or loss.

Non-monetary items denominated in foreign currencies measured at fair value are translated using the spot exchange rates at the date when the fair value was determined. Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss, except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(m) Foreign currencies (Continued)

(ii) Foreign operations

The results and financial position of foreign operations that have a functional currency different from the presentation currency of the consolidated financial statements are translated into the presentation currency as follows:

- assets and liabilities of foreign operations are translated at the closing rate prevailing at the reporting date;
- income and expenses for each statement of profit and loss and other comprehensive income presented are translated at average exchange rates for the year, which approximates the exchange rates at the dates of the transactions; and
- all resulting exchange differences are taken directly to other comprehensive income through the foreign currency translation reserve.

Goodwill and fair value adjustments arising on the acquisitions of the exchange differences are treated as assets and liabilities of the foreign operation and are translated at the closing rate. Exchange differences arising are recognised in other comprehensive income.

On the disposal of a foreign operation, the cumulative amount of the exchange differences relating to that foreign operation, recognised in other comprehensive income and accumulated in the separate component of equity are reclassified to profit or loss.

In the case of a partial disposal that does not result in the Group losing control over a subsidiary that includes a foreign operation, the proportionate share of accumulated exchange differences are re-attributed to non-controlling interests and are not recognised in profit or loss.

In the consolidated financial statements, when settlement of a monetary item receivable from or payable to a foreign operation is neither planned nor likely in the foreseeable future, foreign exchange gains and losses arising from such a monetary item are considered to form part of a net investment in a foreign operation and are recognised in other comprehensive income through the foreign currency translation reserve.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(n) Financial assets

(i) Classification

The Group and the Company classify its financial assets at amortised cost.

The classification depends on the Group's business model for managing the financial assets as well as the contractual terms of the cash flows of the financial asset.

Financial assets with embedded derivatives are considered in their entirety when determining whether their cash flows are solely payment of principal and interest.

The Group and the Company classify debt instruments when and only when its business model for managing those assets changes.

(ii) Recognition and initial measurement

Regular purchases and sales of financial assets are recognised on the trade-date, the date on which the Group and the Company commit to purchase or sell the asset.

At initial recognition, the Group and the Company measure a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition of the financial asset. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss.

(iii) Subsequent measurement

<u>Debt instruments</u>

Debt instruments mainly comprise trade receivables, other receivables, amount owing by related parties and cash and cash equivalents.

Subsequent measurement of debt instruments depends on the Group's business model for managing the asset and the cash flow characteristics of the asset.

Debt instruments that are held for collection of contractual cash flows where those cash flows represent solely payments of principal and interest are measured at amortised cost. A gain or loss on a debt instrument that is subsequently measured at amortised cost and is not part of a hedging relationship is recognised in profit or loss when the asset is derecognised or impaired. Interest income from these financial assets is included in interest income using the effective interest rate method.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(n) Financial assets (continued)

(iii) Subsequent measurement (continued)

Equity instruments

The Group and the Company subsequently measures all its equity investments at fair value. Equity investments are classified as fair value through profit or loss ("FVTPL") with movements in their fair values recognised in profit or loss in the period in which the changes arise, except for those equity securities which are not held for trading. The Group and the Company has elected to recognise changes in fair value of equity securities not held for trading in other comprehensive income ("OCI") as these are strategic investments and the Group and the Company considers this to be more relevant. Movements in fair values of investments classified as fair value through other comprehensive income ("FVOCI") are recognised in OCI. Dividends from equity investments are recognised in profit or loss when the Group's and Company's right to receive payments is established.

(iv) Impairment

The Group and the Company assess expected credit losses associated with its debt instruments carried at amortised cost and at FVOCI on a forward-looking basis. The impairment methodology applied depends on whether there has been a significant increase in credit risk. Expected credit losses represent a probability-weighted estimate of the difference between present value of cash flows according to contract and present value of cash flows the Group and the Company expect to receive, over the remaining life of the financial instrument.

For receivables, the Group and the Company apply the simplified approach, which requires expected lifetime losses to be recognised from initial recognition of the receivables.

While cash and cash equivalents are also subject to the impairment requirements of MFRS 9, the identified impairment loss was immaterial.

In measuring expected credit losses, receivables are grouped based on shared credit risk characteristics and days past due.

In calculating the expected credit loss rates, the Group and the Company consider historical loss rates for each category of customers and adjusts to reflect current and forward-looking factors affecting the ability of the customers to settle the receivables.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(n) Financial assets (continued)

(iv) Impairment (continued)

The Group and the Company define a financial instrument as default, which is aligned with the definition of credit-impaired, when the debtor meets unlikeliness to pay criteria, which indicates the debtor is in significant financial difficulty. The Group and the Company consider the following instances:

- The debtor is in breach of financial covenants;
- Concessions have been made by the Group and the Company related to the debtor's financial difficulty;
- It is becoming probable that the debtor will enter bankruptcy or other financial reorganisation;
- The debtor is insolvent

Financial assets that are credit-impaired are assessed for impairment loss on an individual basis.

The Group and the Company write off financial assets, in whole or in part, when it has exhausted all practical recovery efforts and concluded there is no reasonable expectation of recovery. The assessment of no reasonable expectation of recovery is based on unavailability of debtor's sources of income or assets to generate sufficient future cash flows to repay the amount. The Group and the Company may write-off financial assets that are still subject to enforcement activity.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(o) Financial liabilities

Financial liabilities are initially recognised at fair value net of transaction costs for all financial liabilities not carried at fair value through profit or loss. Financial liabilities carried at fair value through profit or loss are initially recognised at fair value, and transaction costs are expensed in profit or loss.

All financial liabilities are subsequently measured at amortised cost using the effective interest method other than those categorised as fair value through profit or loss.

Other financial liabilities categorised as fair value through profit or loss are subsequently measured at their fair values with the gain or loss recognised in profit or loss.

Fair value though profit or loss category comprises financial liabilities that are derivatives (except for a derivative that is a financial guarantee or a designated and effective hedging instrument) or financial liabilities that are specifically designated into this category upon initial recognition.

(p) Offsetting financial instruments

Financial assets and liabilities are offset and the net amount presented in the statements of financial position when there is a legally enforceable right to offset the recognised amounts and there is an intention to settle on a net basis, or realise the asset and settle the liability simultaneously.

(q) Non-current assets (or disposal group) held for sale and discontinued operations

Non-current assets (or disposal groups) are classified as held for sale when their carrying amount is to be recovered principally through a sale transaction rather than through continuing use and a sale is considered highly probable. They are stated at the lower of carrying amount and fair value less costs to sell.

The assets are not depreciated or amortised while they are classified as held-for-sale. Any impairment loss on initial classification and subsequent measurement is recognised as an expense. Any subsequent increase in fair value less costs to sell (not exceeding the accumulated impairment loss that has been previously recognised) is recognised in profit or loss.

A discontinued operation is a component of the Group's business that represents a separate major line of business or geographical area of operations that has been disposed of or is held for sale or distribution, or is a subsidiary acquired exclusively with a view for resale. Classification as a discontinued operation occurs upon disposal or when the operations meets the criteria to be classified as held for sale, if earlier. When an operation is classified as a discontinued operation, the comparative statement of profit or loss and other comprehensive income is re-presented as if the operation had been discontinued from the start of the comparative period.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(r) Revenue and income recognition

(i) Revenue from contracts with customers

Revenue is recognised by reference to each distinct performance obligation promised in the contract with customer when or as the Group and the Company transfers the control of the goods or services promised in a contract and the customer obtains control of the goods or services. Depending on the substance of the respective contract with customer, the control of the promised goods or services may transfer over time or at a point in time.

A contract with customer exists when the contract has commercial substance, the Group and its customer has approved the contract and intend to perform their respective obligations, the Group's and the customer's rights regarding the goods or services to be transferred and the payment terms can be identified, and it is probable that the Group will collect the consideration to which it will be entitled to in exchange of those goods or services.

<u>Restaurant</u>

- Sale of food and beverage

  Revenue from sale of food and beverage is recognised when the Group satisfies a performance obligation by transferring control of the food and beverage to a customer, which coincides with the delivery of goods and services and acceptance by customers.

- Franchising income

  Franchising income represents the rights granted to the franchisees to operate their restaurant business under the brand name which owned by the Group. Franchising income is recognised over the contract period.

- Royalty income

  Royalty income represents the royalty fee charged to the franchisees based on certain percentage of the franchisees' revenue. Royalty income is recognised on a monthly basis over the term of the franchise agreement.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(r) Revenue and income recognition (continued)

(i) Revenue from contracts with customers (continued)

<u>Technology and digital transformation enabler</u>

- Software development and consultancy

  Revenue from software development and consultancy is recognised when the Group satisfies a performance obligation by transferring a promised goods or services to a customer. An asset is transferred as and when the customer obtains control of that asset, which coincides with the delivery of goods and services and acceptance by customers.

- Software maintenance services

  The provision of software maintenance services is recognised when the services are rendered and the customer simultaneously receives and consumes the benefits provided by the Group, and the Group has a present right to payment for the services.

- Digital platform services

  Digital platform represents the commission fees and transaction fees based on the number of transactions through the Group's digital platform. Digital platform services is recognised when the services are rendered and the customer simultaneously receives and consumes the benefits provided by the Group, and the Group has a present right to payment for the services.

- Data analysis services

  Revenue from data analysis services is recognised when the Group satisfies a performance obligation by transferring a promised service to a customer. An asset is transferred as and when the customer obtains control of that asset, which coincides with the delivery of services and acceptance by customers.

- Sale of devices

  Revenue from sale of devices is recognised when the Group satisfies a performance obligation by transferring control of devices to a customer, which coincides with the delivery of devices and acceptance by customers.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(r) Revenue and income recognition (continued)

(ii) Other revenue and income

Revenue and income from other sources are recognised as follows:

Rental income

Rental income is recognised on a straight-line basis over the term of the lease.

Interest income

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

(s) Income taxes

The tax expense for the period comprises current and deferred tax. Tax is recognised in profit or loss, except to the extent that it relates to items recognised in other comprehensive income or directly in equity. In this case the tax is also recognised in other comprehensive income or directly in equity, respectively.

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

Deferred tax is recognised, using the liability method, on temporary differences arising between the amounts attributed to assets and liabilities for tax purposes and their carrying amounts in the financial statements. However, deferred tax is not accounted for if it arises from initial recognition of an asset or liability in a transaction other than a business combination that at the time of the transaction affects neither accounting nor taxable profit or loss. Deferred tax is determined using tax rates that have been enacted or substantively enacted at the reporting period and are expected to apply when the related deferred tax asset is realised or the deferred tax liability is settled.

Deferred tax assets are recognised to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, unused tax losses or unused tax credits can be utilised.

Deferred and current tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets against current tax liabilities and when the deferred tax assets and liabilities relate to taxes levied by the same taxation authority on either the taxable entity or different taxable entities where there is an intention to settle the balances on a net basis.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(t) Employee benefits

(i) Short term benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the financial period in which the associated services are rendered by employees. Short term accumulating compensated absences such as paid annual leave are recognised when services are rendered by employees that increase their entitlement to future compensation absences. Short term non-accumulating compensated absences such as sick and medical leave are recognised when the absences occur.

(ii) Defined contribution plans

Defined contribution plans are post-employment benefit plans under which the Group pays defined contributions into separate entities or funds and will have no legal or constructive obligation to pay further contributions if any of the funds do not hold sufficient assets to pay all employee benefits relating to employee services in the current and preceding financial periods. Such contributions are recognised as an expense in the profit or loss as incurred. The Group contributes to the statutory provident fund and pension schemes as defined by the laws of the countries in which it has operations.

(iii) Share-based compensation

The Group operates an equity-settled, share-based compensation plan under which the entity receives services from employees as consideration for equity instruments (options) of the Group. The fair value of the employee services received in exchange for the grant of the options is recognised as an expense. The total amount to be expensed is determined by reference to the fair value of the options granted.

The total expense is recognised over the vesting period, which is the period over which all of the specified vesting conditions are to be satisfied.

At each reporting period, the Company revises its estimates of the number of options that are expected to vest based on the non-market vesting conditions. It recognises the impact of the revision to original estimates, if any, in profit or loss, with a corresponding adjustment to share option reserve in equity.

When the options are exercised, the Company issues new shares. The proceeds received net of any directly attributable transaction costs are credited to share capital when the options are exercised. When options are not exercised and lapsed, the share option reserve is transferred to retained earnings.

2. **Basis of Preparation and Material Accounting Policy Information (Continued)**

(u) Equity instruments

Ordinary shares are classified as equity. Dividends on ordinary shares are recognised in equity in the period in which they are declared.

The transaction costs of an equity transaction are accounted for as a deduction from equity, net of tax. Equity transaction costs comprise only those incremental external costs directly attributable to the equity transaction which would otherwise have been avoided.

(v) Segment reporting

Operating segments are reported in a manner consistent with the internal reporting and are regularly reviewed by the chief operating decision-maker. The chief operating decision-maker, who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the Executive Director that makes strategic decisions.

3. Property, Plant and Equipment

Group	Note	Leasehold improvement RM'000	Office furniture and equipment RM'000	Restaurant and kitchen equipment RM'000	Electrical fittings RM'000	Motor vehicles RM'000	Total RM'000
31.12.2025							
Cost							
At 1 July 2024		16,400	5,265	10,465	3,164	515	35,809
Disposal of a subsidiary	4(d)	(10,193)	(3,942)	(7,128)	(1,640)	(515)	(23,418)
Additions		4,093	1,284	2,264	518	238	8,397
Disposal		-	(199)	-	-	-	(199)
Exchange differences		(1,000)	(71)	(294)	(158)	-	(1,523)
At 31 December 2025		9,300	2,337	5,307	1,884	238	19,066
Less: Accumulated depreciation							
At 1 July 2024		8,805	2,444	5,769	2,377	515	19,910
Charge for the financial period		2,556	940	1,670	384	238	5,788
Disposal of a subsidiary	4(d)	(4,546)	(1,680)	(3,048)	(936)	(515)	(10,725)
Disposal		-	(175)	-	-	-	(175)
Exchange differences		(207)	(65)	(276)	(156)	-	(704)
At 31 December 2025		6,608	1,464	4,115	1,669	238	14,094
Carrying amount							
At 31 December 2025		2,692	873	1,192	215	-	4,972

3. Property, Plant and Equipment (Continued)

Group	Note	Leasehold improvement RM'000	Office furniture and equipment RM'000	Restaurant and kitchen equipment RM'000	Electrical fittings RM'000	Motor vehicles RM'000	Total RM'000
30.06.2024							
Cost							
At 1 January 2023		19,792	5,843	10,272	4,514	515	40,936
Additions		1,165	1,221	2,570	245	-	5,201
Disposal of subsidiaries		(2,618)	(1,157)	(1,734)	(1,168)	-	(6,677)
Written-off		(2,037)	(664)	(684)	(455)	-	(3,840)
Disposal		(20)	(12)	(9)	-	-	(41)
Exchange differences		118	34	50	28	-	230
At 30 June 2024		16,400	5,265	10,465	3,164	515	35,809
Less: Accumulated depreciation							
At 1 January 2023		9,716	3,323	6,930	3,657	515	24,141
Charge for the financial period		1,952	619	736	165	-	3,472
Disposal of subsidiaries		(2,334)	(874)	(1,645)	(1,054)	-	(5,907)
Elimination		(594)	(646)	(291)	(416)	-	(1,947)
Disposal		(3)	(11)	(9)	-	-	(23)
Exchange differences		68	33	48	25	-	174
At 30 June 2024		8,805	2,444	5,769	2,377	515	19,910
Less: Accumulated impairment losses							
At 1 January 2023		439	18	385	36	-	878
Elimination		(439)	(18)	(385)	(36)	-	(878)
At 30 June 2024		-	-	-	-	-	-
Carrying amount							
At 30 June 2024		7,595	2,821	4,696	787	-	15,899

3. Property, Plant and Equipment (Continued)

	Company 31.12.2025 RM'000	Company 30.06.2024 RM'000
Office furniture and equipment		
Cost		
At beginning of the financial period	202	202
Additions	13	-
Disposal	(199)	-
At end of the financial period	16	202
Less: Accumulated depreciation		
At beginning of the financial period	146	91
Charge for the financial period	33	55
Disposal	(175)	-
At end of the financial period	4	146
Carrying amount		
At end of the financial period	12	56

4. Investment in Subsidiaries

(a) Investment in subsidiaries

	Company 31.12.2025 RM'000	Company 30.06.2024 RM'000
Unquoted shares, at cost		
- In Malaysia	36,029	66,215
- Outside Malaysia	-	41,662
	36,029	107,877
Impairment loss	(36,029)	(26,146)
	-	81,731
Advances to subsidiaries treated as quasi-investment	-	27,136
	-	108,867

The advances to subsidiaries are unsecured, non-interest bearing with no fixed terms of repayment. The Company does not anticipate repayment of the advances and they are determined to form part of the Company's net investment in the subsidiaries. The Company recognised impairment losses of RM31,001,900 on investment in subsidiaries during the financial period. The impairment arose principally from continuing losses incurred by certain subsidiaries and disposal and restructuring activities undertaken during the financial period.

4. Investment in Subsidiaries (Continued)

(a) Investment in subsidiaries (continued)

Movement in impairment loss on investment in subsidiaries during the financial period is as follows:

	Company	
	31.12.2025	**30.06.2024**
	RM'000	**RM'000**
At beginning of the financial period	(26,146)	(21,119)
Impairment loss on investment in subsidiaries	(31,002)	(5,027)
Reversal of impairment on disposal of subsidiary	21,119	
At end of the financial period	(36,029)	(26,146)

In the previous financial period, the Company had recognised impairment losses on its investments in Touchpoint and HKAB amounting to RM21,119,810 and RM5,026,613 respectively.

During the financial period, the impairment losses previously recognised in respect of Touchpoint were reversed following the disposal of Touchpoint the details of which are disclosed in Note 4(d) to the financial statements.

During the financial period, the Company recognised impairment losses on its investments in CISB and Techna-X Aerobeidou amounting RM30,999,900 and RM2,000 respectively.

During the financial period, the Company had discharged the pledge over its investment in unquoted shares in CISB on 21 July 2025, which was previously pledged to a substantial shareholder for outstanding borrowings.

4. Investment in Subsidiaries (Continued)

(b) The subsidiaries and shareholdings therein are as follows:

Name of companies	Country of incorporation and principal place of business	Effective ownership and voting interest 31.12.2025 %	30.06.2024 %	Principal activities
Direct holding:				
Craveat International Sdn. Bhd. ("CISB")	Malaysia	100	100	Investment holding
Touchpoint International Sdn. Bhd. ("Touchpoint")	Malaysia	-	100	Research, development and providing professional services related to Enterprise Mobile Applications and Smart City platform and ecosystem enablement
Wavetree Technologies Sdn. Bhd. ("Wavetree")	Malaysia	-	100	Research and development of information technology
Techna-X Aerobeidou Sdn. Bhd. ("Techna-X Aerobeidou")	Malaysia	100	100	Dormant
HK Aerospace Beidou New Energy Technology Co., Ltd. ("HKAB") (1)	Hong Kong	-	50	Investment holding and engaged in trading of super batteries and capacitor
Indirect holding:				
<u>Subsidiaries of CISB:</u>				
Caseria Pasifika Sdn. Bhd. (2)	Malaysia	-	-	Investment Holding
Craveat Italiana (TC) Sdn. Bhd. (formerly known as Teh Tarik Place (Kiosk) Sdn. Bhd.)	Malaysia	100	100	Restaurant

4. Investment in Subsidiaries (Continued)

(b) The subsidiaries and shareholdings therein are as follows: (continued)

Name of companies	Country of incorporation and principal place of business	Effective ownership and voting interest 31.12.2025 %	30.06.2024 %	Principal activities
Indirect holding:				
<u>Subsidiaries of CISB:</u> (continued)				
Craveat Italiana (SA) Sdn. Bhd. ("CISA")	Malaysia	100	100	Restaurant
Chaswood Restaurant Management (Beijing) Co., Ltd. ("Chaswood Beijing") (1)	People's Republic of China	100	100	Restaurant
Bistroamericana (MYTOWN) Sdn. Bhd. ("BAMT") (2)	Malaysia	-	51	Restaurant
Teh Tarik Place Sdn. Bhd. (2)	Malaysia	-	100	Restaurant
<u>Subsidiaries of Caseria Pasifika:</u>				
Bistroamericana (A) Sdn. Bhd. (2)	Malaysia	-	100	Restaurant
Bistroamericana (BU) Sdn. Bhd. (2)	Malaysia	-	100	Restaurant
Bistroamericana (Hartamas) Sdn. Bhd. (2)	Malaysia	-	100	Restaurant
Bistroamericana (QB) Sdn. Bhd. (2)	Malaysia	-	100	Restaurant
Bistroamericana (TC) Sdn. Bhd. (2)	Malaysia	-	100	Restaurant

4. Investment in Subsidiaries (Continued)

(b) The subsidiaries and shareholdings therein are as follows: (continued)

Name of companies	Country of incorporation and principal place of business	Effective ownership and voting interest 31.12.2025 %	30.06.2024 %	Principal activities
Indirect holding:				
Subsidiaries of Caseria Pasifika: (Continued)				
Bistroamericana (PBJ) Sdn. Bhd. (2)	Malaysia	-	100	Restaurant
Bistroamericana (JB) Sdn. Bhd. ("BAJB") (2)	Malaysia	-	51	Restaurant
Craveat (BB) Sdn. Bhd. ("CRBB") (2)	Malaysia	-	51	Restaurant
Craveat (SP) Sdn. Bhd. ("CRSP") (2)	Malaysia	-	51	Restaurant
Subsidiaries of HKAB:				
Guangxi Zhongcheng Huatai Industrials Co., Ltd. ("GZHT") (3)	People's Republic of China	-	40	Investment holding
Guangxi Aerospace Beidou Internet of Things Technology Co., Ltd. ("GABIOT") (3)	People's Republic of China	-	45	Involves in internet of things and technical internet research

(1) Subsidiaries not audited by LTTH PLT.
(2) Subsidiaries not wholly audited by LTTH PLT, but key captions relevant for consolidation for the financial period ended 31 December 2025 examined.
(3) Subsidiaries not audited.

4. Investment in Subsidiaries (Continued)

(c) Acquisition and incorporation of new subsidiaries

During the financial period, a wholly-owned subsidiary of the Company, Craveat International Sdn. Bhd. ("CISB"), completed the following incorporation and internal reorganisation:

(i) On 21 April 2025, Caseria Pasifika Sdn. Bhd. ("CPSB") was incorporated as a 100% wholly-owned subsidiary of CISB with an issued share capital of RM1.

(ii) Subsequently, on 11 August 2025, CISB transferred its equity interests in the following subsidiaries to CPSB at a nominal consideration of RM1 each as part of an internal reorganisation:

- 100% wholly-owned subsidiaries:
  - Bistroamericana (A) Sdn. Bhd.
  - Bistroamericana (BU) Sdn. Bhd.
  - Bistroamericana (Hartamas) Sdn. Bhd.
  - Bistroamericana (PBJ) Sdn. Bhd.
  - Bistroamericana (QB) Sdn. Bhd.
  - Bistroamericana (TC) Sdn. Bhd.
- 51% owned subsidiaries:
  - Bistroamericana (J.B.) Sdn. Bhd.
  - Craveat (BB) Sdn. Bhd.
  - Craveat (SP) Sdn. Bhd.

Subsequently, on 18 September 2025, the Group disposed of its entire equity interest in Caseria Pasifika Sdn. Bhd., as further detailed in Note 4(d)(iii) to the financial statements.

The above transfers represent an internal reorganisation within the Group and do not result in any change in the ultimate ownership of the subsidiaries.

4. Investment in Subsidiaries (Continued)

(d) Disposal of subsidiaries

(i) Touchpoint International Sdn Bhd ("Touchpoint")

On 1 August 2025, the Company entered into Share Sale Agreements with Debut Supreme Capital Sdn. Bhd. for the disposal of its entire equity interest in Touchpoint for a cash consideration of RM1.

The effect of the disposal of Touchpoint to the Group were as follows:

	Group 31.12.2025 RM'000
Property, plant and equipment	13
Other receivables	67
Cash and cash equivalents	115
Trade payables	(686)
Other payables	(3,064)
Provision for taxation	(1,747)
Net Liabilities	(5,302)
Goodwill on acquisition	8,241
Net assets disposed	2,939
Disposal consideration	-[1]
Loss on disposal of the subsidiary company	2,939
Net proceeds from disposal	-[1]
Less: Cash and cash equivalent	(115)
Net cash inflow/(outflow) from disposal	(115)

[1] Represents RM1.

4. Investment in Subsidiaries (Continued)

(d) Disposal of subsidiaries (continued)

(ii) Wavetree Technologies Sdn Bhd ("Wavetree")

On 1 August 2025, the Company entered into Share Sale Agreements with Debut Supreme Capital Sdn. Bhd. for the disposal of its entire equity interest in Wavatree for a cash consideration of RM1.

The effect of the disposal of Wavetree to the Group were as follows:

	Group 31.12.2025 RM'000
Inventories	3
Cash and cash equivalents	-[(1)]
Trade payables	(54)
Other payables	(304)
Provision for taxation	(22)
Net Liabilities	(377)
Goodwill on acquisition	8,466
Net assets disposed	8,089
Disposal consideration	-[(2)]
Loss on disposal of the subsidiary company	8,089
Net proceeds from disposal	-[(2)]
Less: Cash and cash equivalent	-[(1)]
Net cash inflow/(outflow) from disposal	-[(3)]

[(1)] Represents RM21.
[(2)] Represents RM1.
[(3)] Represents RM20.

4. Investment in Subsidiaries (Continued)

(d) Disposal of subsidiaries (continued)

(iii) Caseria Pasifika Sdn Bhd ("CPSB") and its subsidiaries

On 18 September 2025, a wholly-owned subsidiary of the Company, Craveat International Sdn. Bhd. ("CISB") entered into a Sale and Purchase Agreement with Debut Supreme Capital Sdn. Bhd. to dispose of its 100% equity interest in CPSB for a total purchase consideration of RM4,500,000.

The effects of the disposal of CPSB to the Group were as follows:

	Group 31.12.2025 RM'000
Property, plant and equipment	10,801
Right of use	8,050
Intangible assets	323
Inventories	526
Trade receivables	294
Other receivables	2,637
Tax recoverable	162
Cash and cash equivalents	748
Trade payables	(3,602)
Other payables	(25,743)
Lease Liabilities	(8,523)
Deferred tax liabilities	(77)
Net Liabilities	(14,404)
Goodwill on acquisition	27,098
Share option reserve	(3,920)
Non-controlling interest	(1,503)
Net assets disposed	7,271
Disposal consideration	4,500
Loss on disposal of the subsidiary company	2,771
Net proceeds from disposal	4,500
Less: Cash and cash equivalent	(748)
Net cash inflow/(outflow) from disposal	3,752

4. Investment in Subsidiaries (Continued)

(d) Disposal of subsidiaries (continued)

(iv) Teh Tarik Place Sdn Bhd ("TTP") and Bistroamericana (MyTown) Sdn Bhd ("BAMT")

On 8 October 2025, a wholly-owned subsidiary of the Company, Craveat International Sdn. Bhd. ("CISB") entered into a Sale and Purchase Agreement with Crest Galaxy Sdn Bhd to dispose of

- 100% equity interest (300,000 ordinary shares) in TTP for RM400,000; and
- 51% equity interest (100 ordinary shares) BAMT for RM900,000.

The effects of the disposal of TTP and BAMT to the Group were as follows:

	Group 31.12.2025 RM'000
Property, plant and equipment	1,878
Right of use	256
Intangible assets	151
Inventories	147
Trade receivables	11
Other receivables	671
Tax recoverable	261
Cash and cash equivalents	93
Trade payables	(527)
Other payables	(5,030)
Lease Liabilities	(536)
Deferred tax liabilities	(57)
Net Liabilities	(2,682)
Non-controlling interest	(114)
Net assets disposed	(2,796)
Disposal consideration	1,300
Gain on disposal of the subsidiary company	(4,096)
Net proceeds from disposal	1,300
Less: Cash and cash equivalent	(93)
Net cash inflow/(outflow) from disposal	1,207

(v) HK Aerospace Beidou New Energy Technology Co., Ltd ("HKAB") and its subsidiaries (Disposal group classified as held for sale)

On 30 December 2025, the Company entered into a Share Sale Agreement ("SSA") for the proposed disposal of its entire equity interest in HKAB. The proposed disposal remains subject to the fulfilment of the remaining conditions precedent. Management expects the remaining conditions precedent to be fulfilled and the disposal to be completed within twelve months from the date of classification.

4. Investment in Subsidiaries (Continued)

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

During the financial period, the Group disposed of subsidiaries with non-controlling interests, details of which are disclosed in Note 4(d) to the financial statements. Accordingly, the non-controlling interests relating to these subsidiaries have been derecognised upon disposal.

(i) The summarised financial information of BAJB, BAMT, CRBB and CRSP is as follows:

	31.12.2025 RM'000	**30.06.2024 RM'000**
Non-current assets	-	6,273
Current assets	-	3,256
Non-current liabilities	-	(997)
Current liabilities	-	(5,802)
	-	2,730
Carrying amount of NCI as at end of period	-	1,338
Revenue	-	18,980
(Loss)/Profit for the financial period	-	892
Total comprehensive (expense)/income during the financial period	-	892
(Loss)/Profit for the financial period allocated to NCI	-	438
Total comprehensive (expense)/income during the financial period allocated to NCI	-	438
Cash flows (used in)/generated from operating activities	-	1,965
Cash flows generated from/(used in) investing activities	-	(819)
Cash flows generated from/(used in) financing activities	-	(935)
Net (decrease)/increase in cash and cash equivalents	-	211
Ownership interest held by NCI	-	49%

4. **Investment in Subsidiaries (Continued)**

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

(ii) The summarised financial information of HKAB and its subsidiaries is as follows:

	31.12.2025 RM'000	**30.06.2024 RM'000**
Non-current assets	20,014	24,226
Current assets	1,048	2,242
Non-current liabilities	-	-
Current liabilities	(34,224)	(42,045)
	(13,162)	(15,577)
Carrying amount of NCI as at end of period	(1,930)	(3,138)
Revenue	-	-
(Loss)/Profit for the financial period	453	(2,420)
Total comprehensive (expense)/income during the financial period	2,414	(4,091)
(Loss)/Profit for the financial period allocated to NCI	226	(1,210)
Total comprehensive (expense)/income during the financial period allocated to NCI	981	(2,046)
Cash flows (used in)/generated from operating activities	(3,871)	(2,096)
Cash flows generated from/(used in) investing activities	-	7
Cash flows generated from/(used in) financing activities	-	678
Net (decrease)/increase in cash and cash equivalents	(3,871)	(1,411)
Ownership interest held by NCI	50% - 60%	50% - 60%

5. Investment in Associates

(a) Investment in associates

	Group		Company	
	31.12.2025 RM'000	30.06.2024 RM'000 Re-presented	31.12.2025 RM'000	30.06.2024 RM'000
Unquoted shares, at cost				
- In Malaysia	-	6,010	-	6,010
- Outside Malaysia	5,027	88,830	-	-
	-	94,840	-	6,010
Impairment loss	(5,027)	(10,539)	-	(5,512)
Share of post-acquisition reserves	-	(23,113)	-	-
	-	61,188	-	498

Movement in impairment loss of investment in associates during the financial period is as follows:

	Group		Company	
	31.12.2025 RM'000	30.06.2024 RM'000	31.12.2025 RM'000	30.06.2024 RM'000
At beginning of the financial period	10,539	-	5,512	-
Impairment loss during the financial period	-	10,539	-	5,512
Reversal of impairment upon disposal of associate	(5,512)	-	(5,512)	-
At end of the financial period	5,027	10,539	-	5,512

5. Investment in Associates (Continued)

(b) The associates and shareholdings therein are as follows:

Name of companies	Country of incorporation and principal place of business	Effective ownership and voting interest 31.12.2025 %	30.06.2024 %	Principal activities
Direct holding:				
Techna Analytics Sdn. Bhd. ("Techna Analytics") (3)	Malaysia	-	49	Computer programming, artificial intelligence and business analytics ventures
Indirect holding:				
<u>Associate of GABIOT</u>				
Guangxi Aerospace Beidou New Energy Industry Technology Co., Ltd. ("GABNEIT") (3)	People's Republic of China	-	19	Design and manufacture of ultra-capacitors and super batteries
Guangxi Aerospace Beidou High Energy Battery Co., Ltd. (3)	People's Republic of China	-	19	Research and development, manufacturing, assembly and sales of battery materials, batteries, battery packs and battery application products

(3) Associates are unaudited.

5. Investment in Associates (Continued)

(c) During the financial period, the Group had interests in associates which were disposed of and/or ceased operations.

(i) HKAB and its associates

During the financial period, the Company plan to dispose its interest in HK Aerospace Beidou New Energy Technology Co. Ltd., as disclosed in Note 4(d) to the financial statements.

Accordingly, the investment in associate was derecognised upon reclassification to assets held for sale and subsequent disposal.

(ii) Associate under court-ordered winding up (Techna Analytics)

During the financial period, an associate of the Company was subjected to court-ordered winding up on 10 February 2025.

The Directors assessed that the recoverable amount of the investment is NIL due to the cessation of operations and legal dissolution proceedings. Accordingly, an impairment loss was recognised and the investment was fully written off during the financial period.

The effects of the disposal of Techna Analytics to the Group were as follows:

	Group 31.12.2025 RM'000
Investment in associates	6,010
Impairment loss of investment in associate	(5,512)
Accumulated share of loss	(186)
The Group's share of loss for the financial period	(150)
Loss on disposal of associates	162

There are no remaining investments in associates as at the end of the financial period.

5. Investment in Associates (Continued)

(d) The summarised unaudited financial information of the associates is as follows:

	Techna Analytics		GABNEIT and its subsidiary	
	31.12.2025 RM'000	30.06.2024 RM'000	31.12.2025 RM'000	30.06.2024 RM'000
Non-current assets	-	31	-	35,004
Current assets	-	1,692	-	63,641
Current liabilities	-	(744)	-	(47,060)
	-	979	-	51,585
Revenue	-	-	-	2,527
Loss/Total comprehensive expense for the financial period	-	(379)	-	(8,787)
Cash flows (used in)/generated from operating activities	-	-	-	231
Cash flows used in investing activities	-	-	-	(238)
Cash flows used in financing activities	-	-	-	-
Net (decrease)/increase in cash and cash equivalents	-	-	-	(7)

(e) The reconciliation of net assets of the associates to the carrying amount of the investment in associates is as follows:

	Techna Analytics		GABNEIT and its subsidiary	
	31.12.2025 RM'000	30.06.2024 RM'000	31.12.2025 RM'000	30.06.2024 RM'000
The Group's share of total comprehensive loss for the financial period	-	(186)	-	(3,304)
Net assets	-	979	-	51,585
Represented by:				
The Group's share of net assets	-	313	-	14,373
Goodwill	-	-	-	46,502
	-	313	-	60,875

5. Investment in Associates (Continued)

(f) Impairment assessment of GABNEIT and its subsidiary

During the financial period, the Group did not perform any impairment assessment on investments in associates as all associates were either disposed of, reclassified as assets held for sale, or fully written off during the financial period. Accordingly, there were no remaining investments in associates requiring impairment testing as at the end of the financial period.

6. Other Investment

	Group/Company	
	31.12.2025	**30.06.2024**
	RM'000	**RM'000**
Unquoted shares outside Malaysia	-	7

During the financial period, the Group's investment in Electric Revolution Expert d.o.o. ("E-Rex"), a company incorporated in Croatia in which the Group held a 10% equity interest, was deemed disposed following the commencement of liquidation proceedings of the investee.

Accordingly, the carrying amount of RM7,000 as at the beginning of the financial period has been fully derecognised and written off to profit or loss during the financial period.

The disposal of E-Rex has no significant financial impact to the Group and the Company during financial period

7. Right-of-Use Assets

	Note	Office RM'000	Retail properties RM'000	Total RM'000
Group				
Cost				
At 1 January 2023		647	14,709	15,356
Additions		-	16,992	16,992
Disposal of subsidiaries		-	(1,783)	(1,783)
Early termination of lease		-	(3,242)	(3,242)
Translation differences		-	(134)	(134)
At 30 June 2024/ 1 July 2024		647	26,542	27,189
Additions		338	3,664	4,002
Disposal of subsidiaries	4(d)	-	(19,192)	(19,192)
Written off		(647)	-	(647)
Early termination of lease		-	-	-
Translation differences		-	-	-
At 31 December 2025		338	11,014	11,352
Less: Accumulated depreciation				
At 1 January 2023		54	3,312	3,366
Charge for the financial period		323	11,480	11,803
Disposal of subsidiaries		-	(232)	(232)
Early termination of lease		-	(3,242)	(3,242)
Translation differences		-	(154)	(154)
At 30 June 2024/ 1 July 2024		377	11,164	11,541
Charge for the financial period		312	6,059	6,371
Disposal of subsidiaries	4(d)	-	(10,886)	(10,886)
Early termination of lease		(586)	-	(586)
Translation differences		-	-	-
At 31 December 2025		103	6,337	6,440
Carrying amount				
At 31 December 2025		235	4,677	4,912
At 30 June 2024		270	15,378	15,648

7. Right-of-Use Assets (Continued)

	Office RM'000
Company	
Cost	
At 01 January 2023 / 30 June 2024	441
Additions	338
Written off	(441)
At 31 December 2025	338
Accumulated depreciation	
At 01 January 2023	37
Charge for the financial period	220
Written off	257
At 30 June 2024 / 01 July 2024	226
Charge for the financial period	(380)
Written off	103
Carrying amount	
At 31 December 2025	235
At 30 June 2024	184

8. Intangible Assets

	Note	Goodwill on consolidation RM'000	Franchise fee RM'000	Source codes and software RM'000	Total RM'000
Group					
Cost					
At 01 January 2023		97,955	1,191	7,483	106,629
Disposal of subsidiaries		(11,010)	(136)	(1,483)	(12,629)
Addition		-	2,411	-	2,411
Exchange differences		71	-	-	71
At 30 June 2024 / 01 July 2024		87,016	3,466	6,000	96,482
Disposal of subsidiaries	4(d)	(43,805)	(474)	-	(44,279)
Addition		-	536	-	536
Exchange differences		(1,134)	-	-	(1,134)
At 31 December 2025		42,077	3,528	6,000	51,605
Less: Accumulated amortisation					
At 01 January 2023		-	972	2,888	3,860
Charges during the period		-	62	976	1,038
Disposal of subsidiaries			(136)	(1,164)	(1,300)
At 30 June 2024 / 01 July 2024		-	898	2,700	3,598
Charges during the period		-	330		330
Disposal of subsidiaries	4(d)	-	-		-
At 31 December 2025		-	1,228	2,700	3,928
Less: Accumulated impairment losses					
At 01 January 2023		32,093	-	-	32,093
Disposal of subsidiaries		(102)	-		(102)
Impairment loss during the period		6,390	-	3,300	9,690
At 30 June 2024 / 01 July 2024		38,381	-	3,300	41,681
Impairment loss during the period		3,696	2,300	-	5,996
At 31 December 2025		42,077	2,300	3,300	47,677
Carrying amount					
At 31 December 2025		-	-	-	-
At 30 June 2024		48,635	2,568	-	51,203

8. Intangible Assets (Continued)

(a) Allocation of goodwill to Cash Generating Units ("CGU")

During the financial period, goodwill allocated to the Group's CGU was fully written off following the disposal of the respective subsidiaries as disclosed in Note 4(d) to the financial statements.

The Group's goodwill was allocated to the respective CGUs as follows:

	Group	
	31.12.2025	**30.06.2024**
	RM'000	**RM'000**
Technology-driven food and beverage		
- Malaysia operations	-	28,232
- China operations	-	3,696
	-	31,928
Technology and digital transformation enabler	-	16,707
	-	48,635

Accordingly, all goodwill previously recognised has been derecognised upon disposal and there are no remaining goodwill balances as at the end of the financial period.

(b) Impairment test for goodwill on consolidation

The recoverable amounts of CGUs are determined based on value-in-use calculations.

Key assumptions:

- Discount rate: 8%
- Revenue growth rate: approximately 2% – 5% per annum based on outlet performance and market conditions
- Forecast period: 4 years
- Gross margin: based on historical margins and expected cost structures of each outlet
- Sensitivity analysis:
  - Increase in discount rate by 1% would reduce recoverable amount by RM 18,371
  - Decrease in revenue by 10% would reduce recoverable amount by RM4,843,331

An impairment loss on goodwill of RM 3,696,000 (2024: RM 6,390,000) was recognised.

During the financial period, the intangible assets and goodwill were fully impaired due to deterioration in business performance and uncertainty over future cash flows.

9. Deferred Tax

	Group	
	31.12.2025 RM'000	30.06.2024 RM'000
Deferred tax assets	-	143
Deferred tax liabilities	-	(277)
	-	(134)

The movement on the net deferred tax assets/(liabilities) are as follows:

		Group	
	Note	31.12.2025 RM'000	30.06.2024 RM'000
At 1 January		(134)	21
Disposal of subsidiaries	4(d)	134	18
Recognised in profit or loss			
- Property, plant and equipment		-	(117)
- Unutilised tax losses		-	(1)
- Unabsorbed capital allowances		-	(87)
- Provisions and others		-	32
		-	(173)
At 31 December		-	(134)

The components of deferred tax assets and liabilities of the Group during the financial period prior to offsetting are as follows:

	Group	
	31.12.2025 RM'000	30.06.2024 RM'000
Deferred tax assets		
- Unabsorbed capital allowances	-	46
- Unutilised tax losses	-	115
- Provision	-	122
	-	283
Offsetting	-	(140)
Net deferred tax assets	-	143
Deferred tax liabilities		
- Property, plant and equipment	-	417
Offsetting	-	(140)
Net deferred tax liabilities	-	277

9. Deferred Tax (Continued)

The deductiblee temporary difference and unused tax losses of the Group and the Company for which no deferred tax assets were recognised in the statements of financial position are as follows:

	Group	
	31.12.2025	**30.06.2024**
	RM'000	**RM'000**
Deductible temporary differences	-	321
Unutilised tax losses	467	3,964
Unabsorbed capital allowances	204	629
	671	4,914
Deferred tax asset not recognised at 24% (30.06.2024: 24%)	161	1,179

The Group's unused tax losses brought forward from year of assessment 2018 and before, can be carried forward for 10 consecutive years of assessment (i.e. from year of assessments 2018 to 2028). Unused tax losses from year of assessment 2019 onwards can be carried forward for a maximum period of 10 consecutive years.

10. Inventories

	Group	
	31.12.2025	**30.06.2024**
	RM'000	**RM'000**
At cost:		
Finished goods	-	3
Food and beverages	428	987
	428	990

11. Trade Receivables

	Group	
	31.12.2025	**30.06.2024**
	RM'000	**RM'000**
Trade receivables	140	4,765
Impairment loss	-	(739)
	140	4,026

The normal credit period granted by the Group to trade customers ranges from 7 to 90 days (30.06.2024: 7 to 90 days).

11. **Trade Receivables (Continued)**

Movement in impairment loss of trade receivables during the financial period is as follows:

	Group	
	31.12.2025 RM'000	30.06.2024 RM'000
At beginning of the financial period	739	597
Impairment loss during the financial period	-	142
Disposal of subsidiary	(739)	
At end of the financial period	-	739
Represented by:		
Individually impaired	-	614
Collectively impaired	-	125
	-	739

12. Other Receivables

	Group		Company	
	31.12.2025 RM'000	30.06.2024 RM'000	31.12.2025 RM'000	30.06.2024 RM'000
Other receivables	11,363	5,718	7,546	1,339
Impairment loss	(2,036)	(1,072)	(1,960)	(984)
	9,327	4,646	5,586	355
Deposits	236	2,865	43	20
Prepayments	118	479	1	1
	9,681	7,990	5,630	376

Movement in impairment loss of other receivables during the financial period is as follows:

	Group		Company	
	31.12.2025 RM'000	30.06.2024 RM'000	31.12.2025 RM'000	30.06.2024 RM'000
At beginning of the financial period	1,072	984	984	984
Impairment loss during the financial period	1,960	86	1,960	-
Written-off	(984)	-	(984)	-
Translation differences	(12)	2	-	-
At end of the financial period	2,036	1,072	1,960	984

13. Amount Owing by/to Subsidiaries

This represents non-trade transactions, unsecured, interest free and payable on demand.

14. Asset Classified as Held for Sale

During the financial period, the Group committed to a plan to dispose of its investment in HK Aerospace Beidou New Energy Technology Co., Ltd. ("HKAB"), together with its subsidiaries and associates (HKAB disposal group).

The HKAB disposal group includes its significant investment in Guangxi Aerospace Beidou New Energy Industry Technology Co., Ltd. ("GABNEIT"), a company incorporated in the People's Republic of China. On 26 August 2025, GABNEIT was placed into bankruptcy by the People's Republic of China court. As a result, the Group lost significant influence over GABNEIT in accordance with MFRS 128 Investments in Associates and Joint Ventures. Consequently the Group discontinued the equity method of accounting from that date and the investment in GABNEIT was reclassified to a financial asset at its carrying amount.

Following these events and management's commitment to dispose of HKAB and its related operations, the assets and liabilities of the HKAB disposal group were classified as held for sale in accordance with MFRS 5 Non-current Assets Held for Sale and Discontinued Operations. On 30 December 2025, the Company entered into a Share Sale Agreement ("SSA") for the proposed disposal of its entire equity interest in HKAB for a total consideration of RM45,000,000. The proposed disposal remains subject to the fulfilment of the remaining conditions precedent. Management expects the remaining conditions precedent to be fulfilled and the disposal to be completed within twelve months from the date of classification.

The assets and liabilities of the disposal group have been presented separately in the statements of financial position and comprise the following and is measured at the lower of its carrying amount and fair value less costs to sell:

	Group 31.12.2025 RM'000	Company 31.12.2025 RM'000
Assets classified as held for sale	57,711	36,637
Liabilities directly associated with disposal group	(34,053)	-
Net assets of disposal group	23,658	36,637

The results of the disposal group have been presented separately as discontinued operations in the statements of profit or loss and other comprehensive income.

15. Share Capital

		Group/Company			
		31.12.2025		30.06.2024	
	Note	Number of shares '000	Amount RM'000	Number of shares '000	Amount RM'000
Issued and fully paid					
At beginning of the financial period		235,125	58,319	2,214,715	1,224,219
Capital reduction		-	-		(1,199,735)
Issuance of shares, net of transaction costs pursuant to:					
- Private Placement	(a)	24,418	1,852	-	-
- Debt settlement		-	-	2,487,831	33,835
- Employee share option scheme exercised	(b)	12,750	3,110	-	-
		37,168	4,962	2,487,831	33,835
Share consolidation		-	-	(4,467,421)	-
At end of the financial period		272,293	63,281	235,125	58,319

(a) During the financial period, the Company implemented a private placement of up to 10% of its total number of issued shares, which was completed in two tranches:

(i) On 9 July 2025, the Company issued 10,171,600 new ordinary shares at RM0.0700 each amounting to RM712,012.

(ii) On 15 July 2025, the Company issued 14,246,000 new ordinary shares at RM0.0800 each amounting to RM1,139,680.

(b) During the financial period, a total of 12,750,211 Employee Share Option Scheme ("ESOS") options were exercised, resulting in the issuance of new ordinary shares.

The exercise of ESOS options increased the Company's share capital by RM3,110,000 and generated cash proceeds of RM1,325,835, with the balance being credited to the equity.

The new ordinary shares issued during the financial period ranks pari-passu in all respect with the existing ordinary shares of the Company.

16. Reserves

	Note	Group 31.12.2025 RM'000	Group 30.06.2024 RM'000	Company 31.12.2025 RM'000	Company 30.06.2024 RM'000
Non-distributable					
Foreign currency translation reserve	(a)	251	(752)	-	-
Share option reserve	(b)	-	3,920	-	-
Employee share scheme option reserve	(c)	3,025	7,288	3,025	7,288
		3,276	10,456	3,025	7,288

(a) Foreign currency translation reserve

The foreign currency translation reserve represents exchange differences arising from the translation of the financial statements of foreign operations whose functional currencies are different from that of the Group's presentation currency.

(b) Share option reserve

The share option reserve previously recognised in relation to a call option granted to Craveat Management Sdn. Bhd. to acquire 49% equity interest in Craveat International Sdn. Bhd. and its subsidiaries has been reversed during the financial period following the termination of the arrangement arising from the disposal of the relevant subsidiaries.

Accordingly, there is no remaining share option reserve as at the end of the financial period.

(c) Employee share option scheme reserve

On 30 June 2021, the shareholders of the Company approved the Employee Share Option Scheme ("ESOS") granted to the eligible Directors and employees of the Company and its subsidiaries (excluding subsidiaries which are dormant) (collectively known as "Eligible Persons") and was subsequently implemented on 1 October 2021.

The ESOS is governed by the By-Laws which was approved by the shareholders and administrated by ESOS Committee. The option price is based on the 5-day volume weighted average price of the Company's shares ("TXB's Shares"), immediately preceding the date of offer with a discount of not more than 10% or such other percentage of discount as may be permitted by Bursa Malaysia Securities Berhad ("Bursa Securities") or any other relevant authorities from time to time during the tenure of the ESOS.

16. Reserves (Continued)

(c) Employee share option scheme reserve (continued)

The salient features and terms of the ESOS are as follows:

(i) Maximum number of new TXB Shares available under the ESOS

The maximum number of TXB Shares which may be made available under the ESOS shall not in aggregate exceed 15% of the total number of issued shares of the Company (excluding treasury shares) at any point of time during the tenure of the ESOS.

(ii) Basis of allotment and maximum allowable allocation

The allocation of TXB Shares to be made available for the ESOS shall be determined by the ESOS Committee annually, or such other period as determined by the ESOS Committee.

Subject to the By-Laws, the aggregate number of new TXB Shares that may be offered under the ESOS and allotted and issued to an Eligible Person shall be at the sole and absolute discretion of the ESOS Committee after taking into consideration, amongst other factors, the job grading, length of service, performance appraisal and past and future contributions of the Eligible Person and such other factors that the ESOS Committee may deem relevant subject to the following:

(1) the Directors and senior management do not participate in the deliberation or discussion of their own allocation;

(2) the allocation to the Eligible Person who, either singly or collectively through person connected with the Eligible Person, holds 20% or more of the total number of issued shares (excluding treasury shares) of the Company, does not exceed 10% of the total number of the new TXB Shares to be issued under the ESOS; and

(3) not more than 75% of the total number of new TXB Shares available under the ESOS shall be allocated in aggregate to the Directors and senior management of the Company and its subsidiaries, which are not dormant, on the basis that they are crucial to the performance of the Group as determined by the ESOS Committee at their sole and absolute discretion.

provided always that it is in accordance with any prevailing requirement issued by Bursa Securities, the Listing Requirement or any other relevant authorities as may be amended from time to time.

16. Reserves (Continued)

(c) Employee share option scheme reserve (continued)

(iii) Eligibility

The Eligible Persons who fulfilled the following conditions as at the date of the ESOS shall be eligible to participate in the ESOS:

(1) attained the age of 18 years on the date of offer and are neither an undischarged bankrupt nor subject to any bankruptcy proceedings;

(2) must fulfill such other eligibility criteria as may be determined by the ESOS Committee from time to time;

(3) must have been employed by the Company and/or a subsidiary and his employment as an Eligible Person must have been confirmed on the date of offer, irrespective whether he was transferred to a subsidiary within the Group, in which he must have been a confirmed employee in that subsidiary;

(4) if the Director or employee is employed by a company which is acquired, and becomes a subsidiary of the Company upon such acquisition during the duration of ESOS, the Director or employee must have been a confirmed employee in that subsidiary following the date that such company becomes or is deemed to be a subsidiary of the Group;

(5) the Director or employee is an employee of a subsidiary, which is not dormant; and

(6) where the Directors are eligible to participate in the ESOS, such entitlement under the ESOS must have been approved by the shareholders of the Company in general meeting.

The eligibility under the ESOS shall not confer on an Eligible Person a claim or right to participate in or any rights whatsoever under the ESOS and an Eligible Person does not have any rights to acquire or have any rights over or in connection with the ESOS or the new TXB Shares comprised therein unless an Offer has been made in writing by the ESOS Committee to the Eligible Person under ESOS By-Laws and the Eligible Person has accepted the Offer in accordance with the terms of the Offer and the ESOS.

16. Reserves (Continued)

(c) Employee share option scheme reserve (continued)

(iv) Duration and termination

The ESOS shall in force for a period of 5 years from the effective date. The ESOS may be extended or renewed for a further period of up to 5 years, and shall not in aggregate exceed a duration of 10 years from the effective date.

Upon expiry or termination, all ESOS outstanding but not yet accepted by the Eligible Person shall automatically lapse or cease to have effect as at the date of the resolution and the ESOS yet to be exercised shall automatically lapse or cease to have any effect from the date on which the last of the conditions stipulated in ESOS By-Laws 25 is fulfilled.

(v) Ranking of the ESOS shares

The new shares to be allotted and issued upon to the exercise of the ESOS will, upon allotment, issuance and full payment, rank pari passu in all respects within the existing issued share capital of the Company except the new TXB Shares so allotted and issued will not be entitled to any dividends, rights, allotments or other distributions where the entitlement date precedes the date of allotment of the new TXB Shares and will be subject to all the provision of the Constitution of the Company and Listing Requirements relating to transfer, transmission or otherwise of the TXB Shares.

<u>ESOS 2021:</u>

On 30 June 2021, the shareholders of the Company approved an Employee Share Option Scheme ("ESOS") for eligible Directors and employees of the Company and its subsidiaries, which was subsequently implemented on 1 October 2021.

The ESOS approved in 2021 has been fully exercised, forfeited and/or lapsed during the financial period and is no longer in effect.

The movement during the financial period in the number of share options of the Company, in which the employees of the Group and the Company are entitled to, is as follows:

	31.12.2025 ’000	**30.06.2024 ’000**
At beginning of the financial period	6,250	134,000
Exercised	-	-
Forfeited	(6,250)	(9,000)
Effects of share consolidation	-	(118,750)
At end of the financial period	-	6,250

The ESOS 2021 scheme was fully closed during the financial period.

16. Reserves (Continued)

(c) Employee share option scheme reserve (continued)

ESOS 2024:

On 22 August 2024, the Company granted share options to eligible employees of the Company and its subsidiaries under a new ESOS arrangement ("ESOS 2024").

The fair value of the ESOS granted in which MFRS 2 applies, were determined using the Black-Scholes valuation model. The significant inputs in the model are as follows:

	Share option
Exercise price (RM)*	0.135
Underlying share price at grant date (RM)*	0.140
Expected dividend yield (%)	0.0000
Risk free interest rate (%)	3.485
Option life	5 years
Expected volatility (%)	90

The assumptions above are based on historical data and is not necessarily be reflective of the actual outcome.

During the financial period, a total of 12,750,211 share options were exercised.

	31.12.2025 '000	**30.06.2024 '000**
At beginning of the financial period	-	-
Granted	34,360	
Exercised	(12,750)	-
Forfeited	-	-
At end of the financial period	21,610	-

17. Lease Liabilities

	Group		Company	
	31.12.2025 RM'000	30.06.2024 RM'000	31.12.2025 RM'000	30.06.2024 RM'000
Repayable within twelve months	4,346	6,972	112	150
Repayable after twelve months	1,144	10,072	127	38
	5,490	17,044	239	188

The effective interest rates used in arriving at the lease liability ranges from 4.05% to 6.85% (30.06.2024: 3.90% to 6.85%) per annum.

18. Trade Payables

The normal credit period granted to the Group from the trade payables ranges from 30 to 90 days (30.06.2024: 30 to 90 days).

19. Other Payables

	Group		Company	
	31.12.2025 RM'000	30.06.2024 RM'000	31.12.2025 RM'000	30.06.2024 RM'000
Other payables	4,434	44,446	3,856	23,918
Accruals	3,025	7,610	1,199	453
	7,459	52,056	5,055	24,371

Included in other payables is an amount of RM489,093 (30.06.2024: RM369,284) of the Group owing to Directors which is non-trade in nature, unsecured, interest-free and repayable on demand;

20. Amount Owing to Associates

This represents non-trade transactions, unsecured, interest free and repayable on demand.

21. Revenue

	Group	
	01.07.2024 to 31.12.2025 RM'000	**01.01.2023 to 30.06.2024 RM'000 Re-presented**
Revenue recognised from contracts with customers:		
- Restaurant	81,474	93,662
- Technology and digital transformation enabler (Discontinued operations)	-	717
	81,474	94,379
Major goods and services		
Restaurant:		
- Restaurant operations	81,092	92,729
- Royalty	286	759
- Franchising	96	174
	81,474	93,662
Technology and digital transformation enabler (Discontinued operations):		
- Software maintenance	-	603
- Sale of devices	-	114
	-	717
	81,474	94,379

Breakdown of revenue recognised from contracts with customers is as follows:

	Group	
	01.07.2024 to 31.12.2025 RM'000	**01.01.2023 to 30.06.2024 RM'000**
Geographical market		
People's Republic of China	20,362	25,992
Malaysia	61,112	68,387
	81,474	94,379
Timing of revenue recognition		
At a point in time	81,474	92,843
Over time	-	1,536
	81,474	94,379

22. Finance Cost

	Group		Company	
	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000
Lease liabilities	1,067	1,352	14	11
	1,067	1,352	14	11

23. Loss/(Profit) Before Taxation

Loss before taxation is derived after charging/(crediting):

	Group		Company	
	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000
Amortisation of intangible assets	330	1,038	-	-
Auditors' remuneration:				
- statutory audit	480	563	436	103
- subsidiaries audit	23	-	-	-
- under provision in prior period	34	62	34	34
- other services	-	134	-	134
Bad debts written-off	24,512	1,016	23,528	-
Depreciation of property, plant and equipment	5,788	3,472	33	55
Directors of the Company:				
- fees	375	180	375	180
- salaries and other emoluments	300	88	300	88
- Defined contribution plan	149	7	149	7
Fair value gain on contingent consideration payables	-	(4,167)	-	(7,543)
Loss/(gain) on disposal of subsidiaries	9,703	(4,468)	14,092	(937)
Gain on early termination of lease	(8)	(401)	(8)	-
Impairment loss on:				
- intangible assets	5,996	9,690	-	-
- investment in subsidiaries	-	-	31,002	5,027
- investment in associates	-	10,539	-	5,512
- trade receivables	-	142	-	-
- other receivables	1,960	86	1,960	-

23. Loss/(Profit) Before Taxation (continued)

	Group		Company	
	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000
Loss on disposal of associate company	162		498	
Loss on disposal of property, plant and equipment	24	12	24	-
Property, plant and equipment written-off	-	1,015	-	-
Rental of assets:				
- Depreciation of right-of-use assets	6,371	11,803	226	220
- Short-term leases	4,835	5,727	-	-
- Low value assets	702	119	-	-
Waiver of debts	(22,679)	(970)	(22,679)	-
Interest expenses	1,067	1,352	14	11

24. Taxation

	Group		Company	
	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000 Re-presented	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000
Current taxation:				
- Current period provision	764	719	-	-
- Under provision in prior period	-	111	-	-
	764	830	-	-
Deferred tax: (Note 9)				
- Origination and reversal of temporary differences	-	197	-	-
- Over provision in prior period	-	(24)	-	-
	-	173	-	-
	764	1,003	-	-
Discontinued operation	-	(176)	-	-
	764	827	-	-

Malaysian income tax is calculated at the statutory tax rate of 24% (30.06.2024: 24%) on chargeable income for the financial period. Taxation for other jurisdictions are calculated at the prevailing tax rates in the respective jurisdictions.

24. Taxation(continued)

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

	Group		Company	
	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000 Re-presented	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000 Re-presented
Loss before taxation	(41,013)	(4,833)	(57,258)	(4,729)
Taxation at statutory tax rate of 24% (30.06.2024: 24%)	(9,843)	(1,160)	(13,742)	(1,135)
Expenses not deductible for tax purposes	16,420	2,554	18,714	3,198
Income not subject to tax	(5,813)	(2,910)	(4,972)	(2,063)
Deferred tax assets not recognised	-	426	-	-
Under provision of current taxation in prior period	-	111	-	-
Overprovision of deferred tax in prior period	-	(24)	-	-
Taxation for the financial period	764	1,003	-	-

25. Discontinued Operations

During the financial period, the Group disposed of certain subsidiaries and classified certain operations as held for sale, which constitute discontinued operations.

Analysis of the results of discontinued operations as follows:

Investment in Subsidiaries and associates:

	Subsidiaries			Associates	
	HKAB	Touchpoint	Wavetree	Techna Analytics	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
31.12.2025					
Revenue	-	507	-	-	507
Cost of sales	-	(247)	-	-	(247)
Gross loss	-	260	-	-	260
Other income	2,005	-	36,427		38,432
Administration and operating expenses	(170)	(13,252)	(22)		(13,444)
Share of associates' results	(1,382)	-	-	186	(1,196)
Profit before taxation	453	(12,992)	36,405	186	24,052
Taxation	-	-	-	-	-
Profit after tax	453	(12,992)	36,405	186	24,052
Gain / (Loss) on sale of discontinued operations	-*	(2,940)	(8,090)	-	(11,030)
Gain after tax from discontinued operations	453	(15,932)	28,315	186	13,022

* No disposal gain recognised as the disposal is not completed as at the end of the financial period

25. Discontinued Operations (Continued)

	Subsidiaries			Associates	
	HKAB	Touchpoint	Wavetree	Techna Analytics	Total
	RM'000	RM'000	RM'000	RM'000	RM'000
30.06.2024					
Revenue	-	603	114	-	717
Cost of sales	-	(638)	(81)	(53)	(772)
Gross loss	-	(35)	33	(53)	(55)
Other income	1,596	972	10	24	2,602
Administration and operating expenses	(8,942)	(4,208)	(8,713)	(998)	(22,861)
Share of associates' results	(3,490)	-	-	-	(3,490)
Loss before taxation	(10,836)	(3,271)	(8,670)	(1,027)	(23,804)
Taxation	-	(154)	(20)	(3)	(177)
Loss after tax from discontinued operations	(10,836)	(3,425)	(8,690)	(1,030)	(23,981)

The following amounts have been included in arriving at loss before taxation from discontinued operations:

	HKAB 31.12.2025 RM'000	Touchpoint 31.12.2025 RM'000	Wavetree 31.12.2025 RM'000
Gain on waiver of debts	1,934	-	36,427
Auditors' remuneration			
- statutory	-	(22)	(8)
Depreciation of property, plant and equipment	-	(8)	-
Bad debts written-off	-	(13,832)	-
Share of associates' results	(1,382)	-	-

25. Discontinued Operations (Continued)

Cash flows of the disposal group held for sale are as follows:

	HKAB 31.12.2025 RM'000	Touchpoint 31.12.2025 RM'000	Wavetree 31.12.2025 RM'000
Operating cash flows	(3,871)	85	-
Exchange difference	3,869	-	-
	(2)	85	-

Cumulative income recognised in other comprehensive income relating to the disposal group classified as held for sale amounted to RM103,489, representing foreign currency translation reserve of HKAB. This amount will be reclassified to profit or loss upon completion of the disposal.

26. (Loss)/Earnings Per Share

(a) Basic (loss)/earnings per share

The (loss)/earnings per share has been calculated based on the consolidated (loss)/profit for the financial period attributable to owners of the Company and the weighted average number of ordinary shares in issue during the financial period.

	Group	
	01.07.2024 to 31.12.2025	01.01.2023 to 30.06.2024 Re-presented
(Loss)/Profit for the financial period attributable to the owners of the Company from: (RM'000)		
- continuing operations	(42,281)	4,779
- discontinued operations	13,022	(23,981)
	(29,259)	(19,202)
Weighted average number of shares in issue ('000)	252,323	131,467
Basic (loss)/earnings per share (sen)		
- continuing operations	(16.76)	3.64
- discontinued operations	5.16	(18.25)
	(11.60)	(14.61)

26. (Loss)/Earnings Per Share (Continued)

(b) Diluted (loss)/earnings per share

For the purpose of calculating diluted (loss)/earnings per share, consolidated (loss)/profit attributable to owners of the Company, adjusted for dilutive adjustments is divided by weighted average number of ordinary shares in issue during the financial period, adjusted for the dilutive effects of all potential ordinary shares.

	Group	
	01.07.2024 to 31.12.2025	**01.01.2023 to 30.06.2024**
(Loss)/Profit for the financial period attributable to the owners of the Company from: (RM'000)		
- continuing operations	(42,281)	4,779
- discontinued operations	13,022	(23,981)
	(29,259)	(19,202)
Adjustment in respect of ESOS (RM'000)	-*	-*
(Loss)/Profit for the period after dilutive adjustment (RM'000)	(29,259)	(19,202)
Weighted average number of shares in issue ('000)	252,323	131,467
Adjustment in respect of ESOS ('000)	-*	-*
Adjusted weighted average number of shares in issue ('000)	252,323	131,467
Diluted (loss)/earnings per share (sen)		
- continuing operations	(16.76)	3.64
- discontinued operations	5.16	(18.25)
	(11.60)	(14.61)

* The potential conversion of ESOS options is anti-dilutive as the exercise of these options would result in a reduction in the loss per share. Accordingly, the ESOS options have not been included in the calculation of diluted loss per share.

27. Staff Costs

	Group		Company	
	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000
Salary, bonus and other emoluments (excluding Directors)	20,522	24,323	860	722
Defined contribution plan	1,700	2,770	114	93
	22,222	27,093	974	815

28. Related Party Disclosures

For the purposes of these financial statements, parties are considered to be related to the Group if the Group or the Company 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 Company and the party are subject to common control or common significant influence. Related parties may be individuals or other entities.

There are no significant related parties transaction during the period, except for the transfer of property, plant and equipment among the subsidiaries before the disposal of those subsidiaries.

Key management personnel 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 Group, and certain members of senior management of the Group.

Information regarding compensation of key management personnel is as follows:

	Group		Company	
	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000	01.07.2024 to 31.12.2025 RM'000	01.01.2023 to 30.06.2024 RM'000
Salary and allowances	1,286	611	683	216
Statutory contribution fund	137	105	68	27
	1,423	716	751	243

29. Reconciliation of Liabilities Arising From Financing Activities

	Term loan RM'000	Lease liabilities RM'000	Total RM'000
Group			
At 1 January 2023	1,735	13,298	15,033
Addition	-	16,992	16,992
Disposal of a subsidiary	(1,735)	(1,573)	(3,308)
Payment of lease	-	(11,290)	(11,290)
Early termination of lease	-	(401)	(401)
Exchange differences	-	18	18
At 30 June 2024/ 1 July 2024	-	17,044	17,044
Addition	-	4,002	4,002
Disposal of a subsidiary (Note 4(d))	-	(9,059)	(9,059)
Payment of lease	-	(6,437)	(6,437)
Early termination of lease	-	(69)	(69)
Exchange differences	-	9	9
At 31 December 2025	-	5,490	5,490

	Lease liabilities RM'000
Company	
At 1 January 2023	405
Cash flows	(217)
At 30 June 2024/ 1 July 2024	188
Addition	338
Payment of lease	(218)
Early termination of lease	(69)
At 31 December 2025	239

30. Segment Information

Segment information is primarily presented in respect of the Group's business segment which is based on the reports reviewed by the Executive Directors. The Executive Directors monitors the operating results of its business segment separately for the purposes of making decision about resource allocation and performance assessment.

Management has determined the operating segments based on the reports reviewed by the Executive Directors (Chief Operating Decision Maker). The Executive Directors considers the business from an activity perspective.

The main business segments of the Group comprise the following:

Food and beverage	:	involved in restaurant operations and provision of franchise
Energy storage solutions	:	involved in manufacturing and trading of energy storage solutions such as super battery and super capacitor for the use in industrial
Technology and digital transformations enabler	:	provision of software development and maintenance services and data analysis
Others	:	Included investment holding and dormant

Segment revenue, results, assets and liabilities include items directly attributable to a segment and those where a reasonable basis of allocation exists. Inter-segment revenue is eliminated on consolidation.

Segment profit is used to measure performance as management believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries.

During the financial period, the Group disposed of its subsidiaries within the technology and digital transformation enabler segment and classified HKAB, representing the energy storage solutions segment, as a disposal group held for sale.

Accordingly, the results of these segments have been presented as discontinued operations in the consolidated statement of profit or loss and other comprehensive income and further disclosed in Note 25 to the financial statements.

Following the above, the Group’s continuing operations comprise the food and beverage segment and other unallocated corporate expenses.

30. Segment Information (Continued)

	Note	Food and beverage RM'000	Others RM'000	Elimination RM'000	Total RM'000	Discontinued Operation Energy storage solutions RM'000	Discontinued Operation Technology and digital transformations enabler RM'000	Total RM'000
31.12.2025								
Revenue								
Sales		81,474	-	-	81,474	-	-	81,474
Less: Inter-segment revenue		-	-	-	-	-	-	-
		81,474	-	-	81,474	-	-	81,474
Results								
Depreciation and amortisation		12,223	258	-	12,481	-	8	12,489
Other significant non-cash expenses	(a)	2,496	27,755	(5,916)	24,335	(10,094)	(22,756)	(8,515)
Finance income		-	-	-	-	-	-	-
Finance costs		1,053	14	-	1,067	-	-	1,067
Taxation		(764)	-	-	(764)	-	-	(764)
Segment profit/(loss)		(2,491)	(26,457)	(12,829)	(41,777)	453	12,569	(28,755)
Assets								
Segment assets		16,698	8,295	(4,532)	20,461	57,711	-	78,172
Liabilities								
Segment liabilities		(8,858)	(9,939)	4,507	(14,290)	(34,053)	-	(48,343)

30. Segment Information (Continued)

	Note	Food and beverage RM'000	Others RM'000	Elimination RM'000	Total RM'000	Discontinued Operation		Total RM'000
						Energy storage solutions RM'000	Technology and digital transformations enabler RM'000	
30.06.2024 (Re-presented)								
Revenue								
Sales		93,662	-	-	93,662	-	717	94,379
Less: Inter-segment revenue		-	-	-	-	-	-	-
		93,662	-	-	93,662	-	717	94,379
Results								
Depreciation and amortisation		(15,034)	(275)	-	(15,309)	-	(1,004)	(16,313)
Other significant non-cash expenses	(a)	2,706	2,150	-	4,856	(3,619)	(12,284)	(11,047)
Finance income		15	-	-	15	-	-	15
Finance costs		(1,341)	(11)	-	(1,352)	-	-	(1,352)
Share of associates' results		-	-	-	-	(3,490)	-	(3,490)
Taxation		(827)	-	-	(827)	-	(176)	(1,003)
Segment profit/(loss)		3,813	(5,829)	-	(2,016)	(2,420)	(15,539)	(19,975)
Assets								
Segment assets		76,094	109,923	(122,095)	63,921	63,117	33,388	160,427
Liabilities								
Segment liabilities		(33,276)	(25,539)	40,363	(18,452)	(42,044)	(45,783)	(106,279)

30. Segment Information (Continued)

(a) Other significant non-cash expenses consist of the following:

	Group	
	01.07.2024 to 31.12.2025	**01.01.2023 to 30.06.2024 RM'000**
Bad debts written off	25,175	(1,016)
Gain on disposal of subsidiaries	9,703	4,468
Employee share option scheme charges	4,810	-
Gain on early termination of lease	8	401
Fair value (gain)/loss on contingent consideration payables	-	4,167
Impairment loss on trade receivables	-	(142)
Impairment loss on other receivables	1,961	(86)
Impairment loss on intangible assets	5,996	(9,690)
Impairment loss on amount owing by a subsidiaries	977	-
Impairment loss on investment in associates	-	(10,539)
Loss on disposal of property, plant and equipment	24	(12)
Property, plant and equipment written-off	-	(1,015)
Unrealised foreign exchange (gain)/loss	-	1,447
Waiver of debts	(57,169)	970
	(8,515)	(11,047)

Geographical information

(i) Geographical information of revenue is disclosed in Note 21 to the financial statements.

(ii) Non-current assets by geographical location of assets are as follows:

	Group	
	31.12.2025 RM'000	**30.06.2024 RM'000**
People's Republic of China	4,684	69,627
Malaysia	5,200	74,461
	9,884	144,088

Information about major customers

The Group does not have significant reliance on a single major customer with whom the Group transacted ten percent (10%) or more of its revenue during the financial period.

31. Financial Instruments

The following table analyses the financial assets and financial liabilities of the Group and the Company by the classes and categories of financial instruments to which they are assigned, and therefore by the measurement basis:

	Financial assets and liabilities at amortised cost	
	31.12.2025	**30.06.2024**
	RM'000	**RM'000**
Group		
Financial assets		
Trade receivables	140	4,026
Other receivables	9,681	7,511
Cash and bank balances	277	2,981
	10,098	14,518
Financial liabilities		
Trade payables	1,309	4,740
Other payables	7,459	52,056
Amount owing to associates	4	30,231
Lease liabilities	5,490	17,044
Borrowings	-	-
	14,262	104,071
Company		
Financial assets		
Other receivables	5,630	376
Cash and bank balances	6	121
	5,636	497
Financial liabilities		
Other payables	5,055	24,371
Amount owing to subsidiaries	3,320	7
Amount owing to associates	-	975
Lease liabilities	239	188
	8,614	25,541

31. Financial Instruments (Continued)

Financial risk management objectives and policies

The Group's financial risk management policy is to ensure that adequate financial resources are available for the development of the Group's operations whilst managing its financial risks, including credit risk, liquidity risk and market risk. The Group operates within clearly defined guidelines that are approved by the Board and the Group's policy is not to engage in speculative transactions.

Credit risk

Credit risk is the risk of a financial loss to the Group if a counterparty of a financial asset fails to meet its contractual obligations. The Group's exposure to credit risk arises mainly from trade receivables, other receivables, deposits and cash and bank balances.

(a) Exposure to credit risk
The carrying amounts of financial assets represent the Group's maximum exposure to credit risk:

	Group	
	31.12.2025	**30.06.2024**
	RM'000	**RM'000**
Trade receivables	140	4,026
Other receivables and deposits	9,681	7,990
	9,821	12,016
Cash and bank balances	277	2,981
Total	10,098	14,997

The Group does not hold collateral for these balances.

(b) Exposure to credit risk
The Group manages credit risk by:
- establishing credit limits and approval processes for customers
- monitoring outstanding balances on an ongoing basis
- reviewing creditworthiness of counterparties
- limiting exposure to any single counterparty
- Cash and bank balances are placed with licensed financial institutions with good credit ratings.

(c) Expected credit loss ("ECL") assessment
The Group applies the simplified approach under MFRS 9 in measuring expected credit losses for trade receivables, using a lifetime ECL provision matrix.
Basis of estimation:
- Historical default rates
- Adjusted for forward-looking information (economic conditions, industry outlook)
- Customer-specific factors where relevant

31. Financial Instruments (Continued)

Financial risk management objectives and policies (continued)

Credit risk (continued)

(d) Ageing analysis of trade receivables

The ageing analysis of the Group's trade receivables and is as follows:

	Group	
	31.12.2025	**30.06.2024**
	RM'000	**RM'000**
Neither past due nor individually impaired	140	549
Past due but not individually impaired:		
- Below 1 year	-	-
- Above 1 year	-	3,684
	-	3,684
Individually impaired	-	532
	140	4,765

The Group does not have any significant trade receivables that are past due but not impaired as at the end of the financial period.

(e) Movement in loss allowance

	Group	
	31.12.2025	**30.06.2024**
	RM'000	**RM'000**
Opening balance	739	597
Impairment loss recognised	-	152
Amount written-off	(739)	(10)
Reversal of impairment	-	-
At end of financial period	-	739

Trade receivables are written off when there is no reasonable expectation of recovery.

(f) Concentration of credit risk

The Group does not have significant reliance on a single major customer with whom the Group transacted ten percent (10%) or more of its revenue during the financial period.

(g) Other financial assets

For other receivables, the Group applies the general approach under MFRS 9.

31. Financial Instruments (Continued)

Financial risk management objectives and policies (continued)

Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's exposure to liquidity risk arises principally from trade and other payables, amount owing to associates, lease liabilities and borrowings.

Cash flow forecasting is performed by monitoring the Group's liquidity requirements to ensure that it has sufficient liquidity to meet operational, financing repayments and other liabilities as they fall due.

The Group has prepared a cash flow forecast covering a period of at least twelve months from the end of the reporting period. In preparing the forecast, the Directors have taken into consideration the following:

(i) contractual cash inflows from outstanding purchase considerations arising from Share Sale Agreements, which are expected to be received within the agreed credit terms;
(ii) expected proceeds from the proposed private placement exercise, subject to regulatory approvals and market conditions;
(iii) potential cash inflows from the exercise of employee share options, based on a conservative estimate of participation;
(iv) collection of outstanding receivables; and
(v) projected cash flows from its operating activities
(vi) the Group's ability to manage and control its operating and administrative expenses, consistent with its current level of operations.

Based on the above, the Directors are of the opinion that the Group will have sufficient liquidity to meet its financial obligations as and when they fall due for a period of at least twelve months from the end of the reporting period. The preparation of the cash flow forecast involves significant judgements and estimates.

31. **Financial Instruments (Continued)**

Financial risk management objectives and policies (continued)

Liquidity risk (continued)

The table below summarises the maturity profile of the Group and the Company's financial liabilities as at the end of the reporting period based on contractual undiscounted payments:

	Carrying amount RM'000	Contractual interest rate %	Contractual cash flows RM'000	Below 1 year RM'000	Between 2 to 5 years RM'000	Above 5 years RM'000
31.12.2025						
Group						
Trade payables	1,309	-	1,309	1,309	-	-
Other payables	7,459	-	7,459	7,459	-	-
Amount owing to associates	4	-	4	4	-	-
Lease liabilities	5,490	Nil - 3.90	5,738	4,611	1,127	-
	14,262		14,513	13,386	1,127	-
31.12.2025						
Company						
Other payables	5,055	-	5,055	5,055	-	-
Amount owing to subsidiaries	3,320	-	3,320	3,320	-	-
Lease liabilities	239	-	250	120	130	-
	8,614		7,689	7,559	130	-

31. Financial Instruments (Continued)

Financial risk management objectives and policies (continued)

Liquidity risk (continued)

	Carrying amount RM'000	Contractual interest rate %	Contractual cash flows RM'000	Below 1 year RM'000	Between 2 to 5 year RM'000	Above 5 years RM'000
30.06.2024						
Group						
Trade payables	4,740	-	4,740	4,740	-	-
Other payables	52,056	-	52,056	52,056	-	-
Amount owing to associates	30,231	-	30,231	30,231	-	-
Lease liabilities	17,044	Nil - 3.90	18,104	7,444	10,571	89
	104,071		105,131	94,471	10,571	89
30.06.2024						
Company						
Other payables	24,371	-	24,371	24,371	-	-
Amount owing to subsidiaries	7	-	7	7	-	-
Amount owing to associates	975	-	975	975	-	-
Lease liabilities	188	-	191	153	38	-
	25,541		25,544	25,506	38	-

31. Financial Instruments (Continued)

Financial risk management objectives and policies (continued)

Market risk

Market risk is the risk that changes in market prices, such as foreign exchange rates, interest rates and cash flow and fair value interest rate risk that may affect the Group's financial position and cash flows.

(a) Foreign currency exchange risk

The Group and the Company are exposed to foreign currency risk on sales and purchases that are denominated in currency other than Ringgit Malaysia. The currency giving risk to this risk is primarily arise from Hong Kong Dollar. The Group monitor the foreign currency risks on an ongoing basis.

The net unhedged financial assets and financial liabilities of the Group that are not denominated in their functional currencies are as follows:

	Financial assets/(liabilities) held in non-functional currency	
Functional Currency	**Hong Kong Dollar ("HKD") RM'000**	**Total RM'000**
Group		
31.12.2025		
Amount owing by subsidiaries	-	-
30.06.2024		
Amount owing by subsidiaries	32,979	32,979

31. Financial Instruments (Continued)

Financial risk management objectives and policies (continued)

Market risk (continued)

(a) Foreign currency exchange risk (continued)

Currency risk sensitivity analysis

The following table shows the sensitivity of the Group's equity and loss net of tax to a reasonably possible change in the Hong Kong Dollar and Renminbi exchange rates against the functional currency of the Group, with all other variables remain constant.

		Group	
		Equity	**Profit net of tax**
		RM'000	**RM'000**
30.06.2024			
HKD/RM	-strengthened 5%	1,253	1,253
	-weakened 5%	(1,253)	(1,253)
31.12.2025			
HKD/RM	-strengthened 5%	1,047	1,047
	-weakened 5%	(1,047)	(1,047)

		Group	
		Equity	**Profit net of tax**
		RM'000	**RM'000**
30.06.2024			
RMB/RM	-strengthened 5%	24	24
	-weakened 5%	(24)	(24)
31.12.2025			
RMB/RM	-strengthened 5%	84	84
	-weakened 5%	(84)	(84)

31. Financial Instruments (Continued)

Financial risk management objectives and policies (continued)

Market risk (continued)

(b) Interest rate risk

The Group and the Company finance its operation through operating cash flows. Interest rate exposure arises from the Group's borrowings.

As at the end of the financial period, the Group does not have any borrowings and therefore is not exposed to significant interest rate risk.

Exposure to interest rate risk

The Group and the Company have no significant exposure to interest rate risk as at the end of the financial period as it does not have any borrowings.

Interest rate sensitivity analysis

The Group and the Company are not exposed to significant interest rate risk as it does not have any floating rate financial instruments as at the end of the financial period. Accordingly, no sensitivity analysis is presented.

(c) Fair values

The carrying amounts of cash and cash equivalents, short term receivables and payables and short-term borrowings approximate their fair values at the reporting date due to the relatively short term of these financial instruments.

The Company does not anticipate the carrying amounts of other financial instruments recorded at the reporting date to be significant different from the values that would eventually settled.

32. Capital Management

The objective of the Group on capital management is to ensure that it maintains a strong credit rating and safeguard the Group's ability to continue as a going concern, so as to support its business, maintain the market confidence and maximise shareholder value.

The Group monitors the capital using gearing ratio, which is net borrowings divided by equity attributable to the owners of the Company. The Group's policy is to keep the gearing ratio within reasonable levels.

	Group	
	31.12.2025	**30.06.2024**
	RM'000	**RM'000**
Trade payables	1,309	4,740
Other payables	7,459	52,056
Amount owing to associates	4	30,231
Lease liabilities	5,490	17,044
Borrowings	-	-
Less: Cash and bank balances	(277)	(2,981)
Net debt	13,985	101,090
Equity attributable to the owners of the Company	31,759	55,948
Debt to equity ratio (times)	0.44	1.81

33. Material Litigations

(i) Saraleana Nattaya Binti Azmi ("the Vendor") vs. Techna-X Berhad ("the Company")

Under a Share Purchase Agreement dated 10 February 2021, the Company acquired 25% equity interest in MBits Digital Sdn. Bhd. from the Plaintiff/Vendor.

The Vendor commenced legal proceedings against the Company claiming an alleged outstanding balance of RM10,452,000 arising from the said transaction.

On 5 May 2025, the High Court of Malaya delivered its decision in favour of the Company and dismissed the Vendor's claim in its entirety, with costs of RM20,000 and allocator fees of RM800 awarded to the Company.

The Vendor filed a Notice of Appeal to the Court of Appeal on 14 May 2025. During the appeal process, the Appellant failed to file and serve the Records of Appeal within the stipulated timeline, leading to procedural objections by the Company.

On 19 August 2025, the Appellant filed a Notice of Motion for extension of time to file the Records of Appeal. Following Case Management proceedings, the Court fixed the hearing of the Motion on 9 December 2025.

On 9 December 2025, the Court allowed the Appellant's Motion for extension of time with costs of RM10,000 to be paid by the Appellant. The Appellant was directed to file and serve the Records of Appeal within 14 days, failing which the appeal would be struck out.

At the hearing of the Appeal on 27 February 2026, the Court of Appeal struck out the Appeal with costs of RM5,000 to be paid by the Appellant to the Company, subject to allocator fees. Accordingly, the appeal at the Court of Appeal level was disposed of in favour of the Company.

Subsequently, the Appellant filed a Notice of Motion seeking leave to appeal to the Federal Court. Pursuant to Case Management held on 21 April 2026, the Court issued the following directions:

- The Applicant to file Affidavit in Reply by 5 May 2026;
- Parties to file Written Submissions by 11 August 2026;
- Next Case Management fixed on 12 August 2026; and
- Hearing fixed on 26 August 2026.

Based on assessment performed by the management and advice sought from its third party solicitor on the probability of the Company in defeating the claims, there is neither potential liability nor operational impact may be arise from the litigation.

33. Material Litigations (continued)

(ii) Techna-X Berhad vs. Saraleana Nattaya Binti Azmi (Fraudulent Misrepresentation Claim)

The Company commenced legal proceedings against Saraleana Nattaya Binti Azmi for fraudulent misrepresentation in relation to the same acquisition of 25% equity interest in MBits Digital Sdn. Bhd.

The Company alleges that it was induced by misrepresentations to enter into the Share Purchase Agreement and is seeking, inter alia, rescission of the agreement and recovery of sums paid amounting to RM4,048,000.

The Writ and Statement of Claim were filed on 19 June 2025. Substituted service was granted by the Court after unsuccessful attempts to serve the Defendant, and the Defendant subsequently entered appearance.

Pursuant to Court directions, the Defendant filed its Statement of Defence on 17 September 2025, and the Company filed its Reply on 1 October 2025.

The Defendant has also filed an application to stay the proceedings pending the outcome of its appeal in the related proceedings. The Company is opposing the stay application and is seeking dismissal with costs.

The Court has issued directions for the filing of affidavits and submissions, with hearing of the stay application fixed on 2 December 2025 at the High Court of Malaya, Kuala Lumpur (Commercial Division 2).

The matter is currently progressing through pre-trial case management, with the next Case Management fixed on 5 February 2026.

(iii) Royal Malaysian Customs Department ("Customs") vs. Touchpoint International Sdn. Bhd. ("Touchpoint"), Ng Chee Seng, and Amirrudin Bin Yahaya (collectively, the “Defendants”)

The Customs has commenced legal action against the Defendants for non-payment of service tax totaling RM449,044.82, along with a penalty of RM179,617.90 and interest at 5% per annum on the outstanding amount until full settlement.

A summary judgement was granted in favor of the Customs, with costs of RM3,000 to be paid by the Defendants. No appeal was filed against the judgement. The dispute arose from errors in the submission of Touchpoint’s service tax returns. There is no counterclaim by Touchpoint.

During the financial period, the Company disposed of its entire equity interest in Touchpoint. Accordingly, the Company no longer has any shareholding, control, or involvement in the subsidiary.

The Group has no continuing legal exposure or liability arising from this matter following the completion of the disposal.

33. Material Litigations (continued)

(iv) Techna-X Berhad vs. Muhammad Aiman Loh Bin Abdullah & Alco Sdn. Bhd.

On 12 February 2026, the Company commenced legal proceedings in the Sessions Court of Kuala Lumpur under Civil Suit No. WA-B52NCC-366-02/2026 against Muhammad Aiman Loh Bin Abdullah ("First Defendant") and Alco Sdn. Bhd. ("Second Defendant") for the recovery of a refundable deposit of RM500,000 paid pursuant to a Share Sale and Purchase Agreement dated 23 September 2024 in relation to the proposed acquisition of Alco Sdn. Bhd.

The agreement was subject to the fulfilment of certain conditions precedent, which were not satisfied. Accordingly, the Company issued a Notice of Termination cum Demand on 21 October 2025 seeking refund of the said deposit. As no response or repayment was received, the Company proceeded to commence legal action.

The First Defendant has entered appearance in the proceedings. However, no appearance was entered by the Second Defendant. Accordingly, judgment in default was entered against the Second Defendant.

The Court has ordered the Second Defendant to pay the Company:

- RM500,000 being the deposit sum;
- general damages to be assessed by the Court; and
- interest at the rate of 5% per annum on the sum of RM500,000 from the date of judgment until full settlement.

The matter will proceed for further assessment of damages against the First Defendant.

34. Significant Event

During the financial period, the Group undertook the following corporate restructuring exercises:

(i) Disposal of subsidiaries by Techna-X Berhad ("TXB")

On 1 August 2025, TXB disposed of its subsidiaries, Touchpoint and Wavetree, to Debut Supreme Capital Sdn. Bhd. for a total consideration of RM1 each, as disclosed in Note 4 to the financial statement.

(ii) Disposal of subsidiaries within Craveat Group

On 18 September 2025, Craveat Management Sdn. Bhd. disposed of its subsidiary, CPSB, to Debut Supreme Capital Sdn. Bhd. for a total consideration of RM4.5 million, as disclosed in Note 4 to the financial statement.

On 8 October 2025, Craveat Management Sdn. Bhd. further disposed of its subsidiaries, TTP and BAMT, to Crest Galaxy Sdn. Bhd. for a total consideration of RM1.3 million, as disclosed in Note 4 to the financial statement.

34. Significant Event (continued)

(iii) Disposal of HKAB's Group

On 30 December 2025, the Company has entered into a Share Sale Agreement with Nong You Hua for the disposal of the entire equity interest of 100,000 ordinary shares in HKAB for a cash consideration of RM45,000,000.

Completion is subject to conditions precedent and is expected to be completed in the subsequent financial year.

(iv) Debt assignment and derecognition from Group

On 21 July 2025, TXB assigned its amount owing from GIP Work Sdn. Bhd. amounting to RM17,352,750 to Craveat International Sdn. Bhd. ("CISB"). The receivable was subsequently further assigned from CISB to CPSB, prior to the disposal of CISB.

Following the disposal of CPSB and CISB during the financial period, the related receivable has been derecognised from the Group.

On the same date, TXB also assigned its amount owing from TAP Partners Sdn. Bhd. amounting to RM4,663,558.72 to CISB. This receivable was subsequently further assigned from CISB to CPSB prior to the disposal of CISB and has subsequently been derecognised from the Group following the disposal.

The above transactions form part of the Group's internal restructuring and rationalisation of its corporate structure. The disposals and debt assignments have resulted in a reduction of the Group's investment in subsidiaries and intercompany balances.

35. Subsequent Events

(i) Subscription of ESOS

On 13 March 2026, the Company issued 1,148,149 ordinary shares pursuant to the exercise of Employee Share Option Scheme ("ESOS") at an exercise price of RM0.027 per share, resulting in total proceeds of approximately RM31,000.

The issuance of shares increased the issued and paid-up share capital of the Company accordingly.

36. Comparative Figures

The comparative figures are for the period from 1 January 2023 to 30 June 2024 as compared to the current financial period from 1 July 2024 to 31 December 2025. Consequently, the comparative figures are not comparable to the current financial period in respect of the statements of profit or loss and other comprehensive income, changes in equity, cash flows and their related notes.

DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

Pursuant to Paragraph 9.25A of the MAIN Market Listing Requirements below are relevant financial data that are relevant for purpose of Shariah screening by the Shariah Advisory Council of the Securities Commission Malaysia. These include financial data on Shariah non-permissible income arising from the Groups business activities and interest-based financial position.

(a) Group Total Income and Total Assets

	Group	
	01.07.2024 to 31.12.2025 RM'000	**01.01.2023 to 30.06.2024 RM'000 Re-presented**
Continuing Operations		
Revenue:		
- Restaurant	81,474	93,662
Other income:		
- Gain on waiver of debts	22,679	
- Gain on early termination of lease	-	401
- Gain on disposal of subsidiaries	-	5,286
- Fair value loss on contingent consideration payables	-	7,543
- Service charges	-	6,018
- Others	17	863
	104,170	113,773
Discontinued operations		
Revenue:		
- Technology and digital transformation enabler (Discontinued operations)	-	717
Other income:		
- Gain on waiver of debts	25,380	970
- Gain on unrealised exchange	-	1,494
- Other	-	-
Total Discontinued operations	25,380	3,319
Total Income	129,550	117,092
Total Asset	78,173,013	160,427,329

(b) Business Activites

	Group	
Shariah Non-Compliant Activities	**01.07.2024 to 31.12.2025 RM'000**	**01.01.2023 to 30.06.2024 RM'000 Re-presented**
Interest income	-	-

DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

(c) Component of Finaneial Position

(i) Cash Component

	Group	
Islamic Account I Instruments	**01.07.2024 to 31.12.2025 RM'000**	**01.01.2023 to 30.06.2024 RM'000**
Cash at bank (exclude cash in hand)	-	-
Deposits with licensed bank	-	-
	-	-

	Group	
Conventional Account I Instruments		
Cash in hand	-	2
Cash at bank (exclude cash in hand)	277	2,979
Asset classified as held for sale: Cash and cash equivalents	11	-
	288	2,981

(ii) Debt Component

	Group	
Islamic Financing	**01.07.2024 to 31.12.2025 RM'000**	**01.01.2023 to 30.06.2024 RM'000**
Current	-	-
Non-current	-	-
	-	-

	Group	
Conventional Borrowing		
Current	-	-
Non-current	-	-
	-	-

LIST OF PROPERTIES

As at 31 December 2025

As of 31 December 2025 there is no properties owned in the Group nor its subsidiaries.

ANALYSIS OF SHAREHOLDINGS

As at 31 March 2026

SHARE CAPITAL

Issued share capital	:	273,441,003
Class of shares	:	Ordinary shares

DISTRIBUTION SCHEDULE OF SHAREHOLDERS

Size of Shareholdings	No. of Shareholders	%	No. of Shares Held	%
1 - 99	7,563	36.67	217,508	0.08
100 – 1,000	7,085	34.35	3,220,624	1.18
1,001 - 10,000	4,538	22.00	16,595,883	6.07
10,001 – 100,000	1,223	5.93	38,654,521	14.14
100,001 – 12,015,510*	215	1.04	184,634,463	67.52
12,015,511 and above**	2	0.01	30,118,004	11.01
Total	20,626	100.00	273,441,003	100.00

Remark : * Less than 5% of issued holdings
** 5% and above of issued holdings

DIRECTORS' SHAREHOLDINGS ACCORDING TO THE REGISTER OF DIRECTORS' SHAREHOLDINGS

		No. of shares held			
Name of Directors	Nationality	Direct	%	Indirect	%
Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar	Malaysian	603,685	0.22	15,232,111[(1)]	5.57
Fan Kah Seong q	Malaysian	-	-	-	-
Yen Soon Jin	Malaysian	-	-	-	-
Sakthi Kumar A/L Ramadas	Malaysian	-	-	-	-
Y.A.M. Tengku Shahrain Shah Bin Tengku Sulaiman Shah	Malaysian	-	-	-	-
Dato' Geh Guat Yeow	Malaysian	-	-	-	-
Irmmie Josfina Binti Abd Rahman	Malaysian	-	-	-	-
Sharvin A/L Ravindran	Malaysian	-	-	-	-

Notes:-

^ *negligible*

(1) *Deemed interested by virtue of him being the sibling to Y.A.M. Tunku Irinah Binti Tuanku Ja'afar, Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar, Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar, Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar and Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar.*

Deemed interested by virtue of him being the father of Y.M. Tunku Mohamed Alauddin Tunku Naquiyuddin. Deemed interested by virtue of him being the spouse of Y.M. Tunku Nurul Hayati Binti Tunku Bahador.

Deemed interested pursuant to Section 8 of the Companies Act 2016 ("Act") by virtue of his substantial shareholdings in Syarikat Pesaka Antah Sdn. Bhd. which in turn holds shares in Techna-X Berhad ("Techna-X").

Deemed interested pursuant to Section 8 of the Act by virtue of his direct interest of over 20% equity interest in Syarikat Pesaka Radin Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested pursuant to Section 8 of the Act by virtue of his direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested pursuant to Section 8 of the Act by virtue of his direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds the entire equity interest in Rock Point Alliance Pte. Ltd.

ANALYSIS OF SHAREHOLDINGS
As at 31 March 2026

SUBSTANTIAL SHAREHOLDERS ACCORDING TO THE REGISTER OF SUBSTIANTIAL SHAREHOLDERS

		No. of shares held			
Name of Shareholders	**Nationality**	**Direct**	**%**	**Indirect**	**%**
Azmi Bin Osman	Malaysian	15,868,000	5.80	0	0.00
Rock Point Alliance Pte. Ltd.	Singapore	14,257,504	5.21	0	0.00
Rock Point Alliance Sdn. Bhd.	Malaysian	574,312	0.21	14,257,504	5.21
Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar	Malaysian	603,685	0.22	15,232,111(1)	5.57
Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar	Malaysian	61,075	0.02	15,774,646(2)	5.77
Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar	Malaysian	58,325	0.02	15,777,396(3)	5.77
Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar	Malaysian	58,825	0.02	15,776,896(4)	5.77
Y.A.M. Tunku Irinah Binti Tuanku Ja'afar	Malaysian	57,712	0.02	15,778,009(5)	5.77
Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar	Malaysian	53,827	0.02	15,781,894(6)	5.77
Y.M. Tunku Nurul Hayati Binti Tunku Bahador	Malaysian	5,010	^	15,830,786(7)	5.79
Y.M. Tunku Mohamed Alauddin Tunku Naquiyuddin	Malaysian	75	^	15,448,011(8)	5.65

Notes:-

^ *negligible*

(1) *Deemed interested by virtue of him being the sibling to Y.A.M. Tunku Irinah Binti Tuanku Ja'afar, Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar, Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar, Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar and Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar.*

Deemed interested by virtue of him being the father of Y.M. Tunku Mohamed Alauddin Tunku Naquiyuddin. Deemed interested by virtue of him being the spouse of Y.M. Tunku Nurul Hayati Binti Tunku Bahador.

Deemed interested pursuant to Section 8 of the Act by virtue of his substantial shareholdings in Syarikat Pesaka Antah Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested pursuant to Section 8 of the Act by virtue of his direct interest of over 20% equity interest in Syarikat Pesaka Radin Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested pursuant to Section 8 of the Act by virtue of his direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds shares in Techna-X.

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(2) *Deemed interested by virtue of him being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, Y.A.M. Tunku Irinah Binti Tuanku Ja'afar, Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar, Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar and Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar.*

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Deemed interested by virtue of him being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds the entire equity interest in Rock Point Alliance Pte. Ltd.

ANALYSIS OF SHAREHOLDINGS
As at 31 March 2026

SUBSTANTIAL SHAREHOLDERS ACCORDING TO THE REGISTER OF SUBSTIANTIAL SHAREHOLDERS (CONT'D)

Notes:- (cont'd)

(3) *Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, Y.A.M. Tunku Irinah Binti Tuanku Ja'afar, Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar, Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar and Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar.*

Deemed interested by virtue of her being the sister-in-law to Y.M. Tunku Nurul Hayati Binti Tunku Bahador.

Deemed interested pursuant to Section 8 of the Act by virtue of her substantial shareholdings in Syarikat Pesaka Antah Sdn. Bhd. which in turn holds shares in Techna-X.

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(4) *Deemed interested by virtue of him being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, Y.A.M. Tunku Irinah Binti Tuanku Ja'afar, Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar, Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar and Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar.*

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Deemed interested pursuant to Section 8 of the Act by virtue of her substantial shareholdings in Syarikat Pesaka Antah Sdn. Bhd. which in turn holds shares in Techna-X.

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Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds the entire equity interest in Rock Point Alliance Pte. Ltd.

ANALYSIS OF SHAREHOLDINGS
As at 31 March 2026

SUBSTANTIAL SHAREHOLDERS ACCORDING TO THE REGISTER OF SUBSTIANTIAL SHAREHOLDERS (CONT'D)

Notes:- (cont'd)

(7) *Deemed interested by virtue of her being the spouse of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar.*

Deemed interested by virtue of her being the sister-in-law to Y.A.M. Tunku Irinah Binti Tuanku Ja'afar, Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar, Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar, Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar and Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar.

Deemed interested by virtue of her being the mother of Y.M. Tunku Mohamed Alauddin Tunku Naquiyuddin.

Deemed interested by virtue of her being the spouse of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has substantial shareholdings in Syarikat Pesaka Antah Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of her being the spouse of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Syarikat Pesaka Radin Sdn. Bhd. which in turn holds shares in Techna-X.

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Deemed interested by virtue of her being the spouse of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds the entire equity interest in Rock Point Alliance Pte. Ltd.

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Deemed interested by virtue of him being the son of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Syarikat Pesaka Radin Sdn. Bhd. which in turn holds shares in Techna-X.

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LIST OF THIRTY (30) LARGEST SHAREHOLDERS

NO.	NAME	NO. OF SHARES HELD	%
1.	AZMI BIN OSMAN	15,868,000	5.80
2.	HLIB NOMINEES (ASING) SDN BHD ROCK POINT ALLIANCE PTE. LTD.	14,250,004	5.21
3.	MBSB INVESTMENT NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR JASON KOH JIAN HUI	11,700,000	4.28
4.	LEE CHEAK LU	11,300,000	4.13
5.	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR ONG CHIEW KEE	11,000,000	4.02
6.	LIM CHING SIANG	10,500,000	3.84
7.	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR PUAN WING SING @ POON WING SING	10,111,800	3.70
8.	RHB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR PAH WAI ONN	8,800,000	3.22
9.	PUBLIC INVEST NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR PHILLIP SECURITIES PTE LTD	6,441,500	2.36

ANALYSIS OF SHAREHOLDINGS
As at 31 March 2026

LIST OF THIRTY (30) LARGEST SHAREHOLDERS (CONT'D)

NO.	NAME	NO. OF SHARES HELD	%
10.	YEO POH GAIK	6,000,000	2.19
11.	TAN CHEE HOW	4,361,000	1.59
12.	GIP WORK SDN BHD	4,082,352	1.49
13.	KHOO HSIEN LI	3,814,669	1.40
14.	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR TAY HOCK SOON	3,800,025	1.39
15.	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR GOH CHEE SIANG	3,714,400	1.36
16.	CGS INTERNATIONAL NOMINEES MALAYSIA (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR TAN HWEE LOONG	3,503,765	1.28
17.	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR GOH CHEE SIANG	3,436,816	1.26
18.	WEE SENG HUAT	2,938,955	1.07
19.	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LEE SHEN KEONG	2,910,600	1.06
20.	TAY HOCK TIAM (DATUK)	2,700,000	0.99
21.	KENANGA NOMINEES (ASING) SDN BHD EXEMPT AN FOR TRITON CAPITAL FUND VCC	2,550,000	0.93
22.	KENANGA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR NG KOK WAH	2,356,300	0.86
23.	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHAI CHAN TONG	2,350,000	0.86
24.	LOW TEH BENG	2,332,000	0.85
25.	UOB KAY HIAN NOMINEES (ASING) SDN BHD EXEMPT AN FOR UOB KAY HIAN (HONG KONG) LIMITED	2,245,000	0.82
26.	AWAN JINGGA SDN.BHD.	1,900,000	0.69
27.	WONG KAR WAI	1,652,800	0.60
28.	AFFIN HWANG NOMINEES (ASING) SDN BHD EXEMPT AN FOR PHILLIP SECURITIES (HONG KONG) LTD	1,643,252	0.60
29.	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR ANDY LAI WEE YOUNG	1,500,000	0.55
30.	LIM KENG CHUAN	1,460,000	0.53
	Total	**161,223,238**	**58.96**

SHARE BUY-BACK STATEMENT

STATEMENT TO SHAREHOLDERS IN RELATION TO THE PROPOSED RENEWAL OF AUTHORITY FOR SHARE BUY-BACK OF UP TO TEN PER CENTUM (10%) OF THE TOTAL NUMBER OF ISSUED SHARES OF THE COMPANY ("PROPOSED RENEWAL OF SHARE BUY-BACK")

THIS STATEMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION

If you are in any doubt as to the course of action to be taken, you should consult your stockbroker, solicitor, accountant, bank manager, or other professional advisers immediately.

Bursa Malaysia Securities Berhad ("**Bursa Malaysia Securities**") has not perused the contents of this Statement prior to its issuance as it is an exempt document pursuant to the provisions of Practice Note 18 of the Main Market Listing Requirements of Bursa Malaysia Securities.

Bursa Malaysia Securities takes no responsibility for the contents of this Statement, makes no representation as to its accuracy or completeness, and expressly disclaims any liability whatsoever for any loss howsoever arising from or in reliance upon the whole or any part of the content of this Statement.

DEFINITIONS

For the purpose of this Statement and the accompanying appendices, except where the context otherwise requires, the following definitions shall apply: -

"Act"	:	Companies Act 2016, as amended from time to time and any re-enactment thereof
"AGM"	:	Annual General Meeting
"Board"	:	Board of Directors of Techna-X
"Bursa Malaysia Securities"	:	Bursa Malaysia Securities Berhad [Registration No. 200301033577 (635998-W)]
"Director(s)"	:	Director(s) of Techna-X and shall have the same meaning as given in Section 2(1) of the Capital Markets and Services Act 2007
"ESOS"	:	Employees' Share Option Scheme
"ESOS Options"	:	Options granted pursuant to the ESOS
"Listing Requirements"	:	Bursa Malaysia Securities' Main Market Listing Requirements, as amended from time to time and any re-enactment thereof
"LPD"	:	31 March 2026, being the latest practicable date prior to the printing of this Statement
"Major Shareholder(s)"	:	A person who has an interest or interests in one or more voting shares in the Company and the number or aggregate number of those shares is: - (a) 10% or more of the total number of voting shares in the Company; or (b) 5% or more of the total number of voting shares in the Company where such person is the largest shareholder of the Company. For the purpose of this definition, "interest" shall have the same meaning as "interest in shares" given in Section 8 of the Act.
"NA"	:	Net assets

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"Person(s) Connected"	:	In relation to any person (referred to as "**said Person**") means such person who falls under any one of the following categories: - (i) a family member of the said Person; (ii) a trustee of a trust (other than a trustee for a share scheme for employees or pension scheme) under which the said Person, or a family member of the said Person, is the sole beneficiary; (iii) a partner of the said Person; (iv) a person, or where the person is a body corporate, the body corporate or its directors, who is/are accustomed or under an obligation, whether formal or informal, to act in accordance with the directions, instructions, or wishes of the said Person; (v) a person, or where the person is a body corporate, the body corporate or its directors, in accordance with whose directions, instructions, or wishes the said Person is accustomed or is under an obligation, whether formal or informal, to act; (vi) a body corporate in which the said Person or persons connected with the said Person are entitled to exercise, or control the exercise of, not less than 20% of the votes attached to voting shares in the body corporate; or (vii) a body corporate which is a related corporation of the said Person.
"Proposed Renewal of Share Buy-Back"	:	Proposed renewal of authority for Techna-X to purchase its own shares of up to 10% of its total number of issued shares at any point in time
"Purchased Shares"	:	TXB Shares purchased pursuant to the Proposed Renewal of Share Buy-Back
"RM" and "sen"	:	Ringgit Malaysia and sen, respectively
"Rules"	:	Rules on Take-Overs, Mergers and Compulsory Acquisitions, as amended from time to time and any re- enactment thereof
"SC"	:	Securities Commission Malaysia
"Statement"	:	Share Buy-Back Statement dated 30 April 2026
"Substantial Shareholder"	:	Shall have the meaning as defined under Section 136 of the Act

"Treasury Shares"	:	The Shares purchased by the Company which are or will be retained in treasury and shall have the meaning given under Section 127 of the Act
"Techna-X" or "Company"	:	Techna-X Berhad [Registration No. 200601012477 (732227-T)]
"Techna-X Group" or "Group"	:	Collectively, Techna-X and its subsidiaries
"TXB Share(s)" or "Share(s)"	:	Ordinary share(s) in Techna-X
"19^{th} AGM"	:	Nineteenth AGM of Techna-X

All references to "you" in this Statement are to the shareholders of the Company.

Words denoting the singular shall, where applicable, include the plural and vice versa. Words denoting the masculine gender shall, where applicable, include the feminine and/or neuter genders and vice versa. Reference to persons shall include corporation, unless otherwise specified.

Any reference to any enactment in this Statement is a reference to that enactment as for the time being amended or re-enacted.

Any reference to a time of day shall be a reference to Malaysian time unless otherwise stated.

Any discrepancies in the tables included in this Statement between the amounts listed, actual figures and the totals thereof are due to rounding.

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TECHNA-X BERHAD
[Registration No. 200601012477 (732227-T)]
(Incorporated in Malaysia)

Registered Office:
Unit 11.07, Amcorp Tower,
Amcorp Trade Centre,
18, Persiaran Barat,
46050 Petaling Jaya,
Selangor.

30 April 2026

Board of Directors

Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar *(Executive Chairman)*
Yen Soon Jin (Executive Director)
Fan Kah Seong (Independent Non-Executive Director)
Sakthi Kumar A/L Ramadas (Independent Non-Executive Director)
Y.A.M. Tengku Shahrain Shah Bin Tengku Sulaiman Shah (Independent Non-Executive Director)
Dato' Geh Guat Yeow (Independent Non-Executive Director)
Irmmie Josfina Binti Abd Rahman (Independent Non-Executive Director)
Sharvin A/L Ravindran (Independent Non-Executive Director)

To: The Shareholders of Techna-X

Dear Sir/Madam,

1.0 INTRODUCTION

At the Eighteenth AGM of the Company held on 9 December 2024, the Company obtained the shareholders' approval to authorise the Company to purchase its own shares of up to 10% of the Company's total number of issued shares at any time within the time period stipulated in the Listing Requirements. Unless revoked or varied by the Company in a general meeting, this authority will expire at the conclusion of the forthcoming 19th AGM of the Company, unless renewal is obtained from the shareholders of the Company at the said AGM.

The Board had on 30 April 2026 announced to Bursa Malaysia Securities its intention to seek the shareholders' approval for the Proposed Renewal of Share Buy-Back at the forthcoming 19th AGM to be convened.

The purpose of this Statement is to provide you with details of the Proposed Renewal of Share Buy-Back and seek your approval for the Ordinary Resolution to be tabled at the forthcoming 19th AGM of the Company.

YOU ARE ADVISED TO READ AND CAREFULLY CONSIDER THE CONTENTS OF THIS STATEMENT BEFORE VOTING ON THE ORDINARY RESOLUTION IN RELATION TO THE PROPOSED RENEWAL OF SHARE BUY-BACK TO BE TABLED AT THE FORTHCOMING 19TH AGM.

2.0 INFORMATION ON THE PROPOSED RENEWAL OF SHARE BUY-BACK

2.1 Details of the Proposed Renewal of Share Buy-Back

The Board proposes to seek your approval to renew the authority given to the Company to purchase its own shares of up to 10% of the Company's total number of issued shares, subject to the compliance with the Act, the Company's Constitution, the Listing Requirements and all other applicable laws, guidelines, rules and regulations for the time being in force and the approvals of all relevant governmental and/or regulatory authority.

The authority from shareholders, if granted, shall be effective upon the passing of the Ordinary Resolution for the Proposed Renewal of Share Buy-Back at the forthcoming 19th AGM and shall continue to be in force until: -

(a) the conclusion of the next AGM of the Company following the 19th AGM at which such resolution was passed, at which time the authority shall lapse, unless by an Ordinary Resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or

(b) the expiration of the period within which the next AGM of the Company after that date is required by law to be held; or

(c) revoked or varied by an Ordinary Resolution passed by the Company's shareholders in a general meeting,

whichever occurs first.

2.2 Quantum

The maximum aggregate number of TXB Shares that may be purchased and/or held by the Company shall not exceed 10% of the Company's total number of issued shares at any point in time.

As at the LPD, the Company's total number of issued shares comprises 273,441,003 TXB Shares.

Based on the minimum scenario on the assumption that none of the outstanding ESOS Options as at LPD are exercised into new TXB Shares, the Proposed Renewal of Share Buy-Back will enable the Company to purchase 27,344,100 TXB Shares.

Based on the maximum scenario on the assumption that all 20,461,640 ESOS Options as at LPD are fully exercised into 20,461,640 new TXB Shares, the Proposed Renewal of Share Buy-Back will enable the Company to purchase 29,390,264 TXB Shares.

The actual number of TXB Shares to be purchased by the Company pursuant to the Proposed Renewal of Share Buy-Back will depend on, inter alia, the market conditions and sentiments of TXB Shares traded on Bursa Malaysia Securities, as well as the retained profits and financial resources available to the Company at the time of purchase(s).

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2.0 INFORMATION ON THE PROPOSED RENEWAL OF SHARE BUY-BACK (CONT'D)

2.3 Treatment of Purchased Shares

According to Section 127 of the Act, the Directors may deal with any TXB Shares so purchased by the Company in the following manner: -

(a) to cancel the Purchased Shares;
(b) to retain the Purchased Shares as Treasury Shares; or
(c) to retain part of the Purchased Shares as Treasury Shares and cancel the remainder.

If the Purchased Shares are held as Treasury Shares, the Directors may: -

(a) distribute the Purchased Shares as dividends to the shareholders;
(b) resell the Purchased Shares on the market of Bursa Malaysia Securities;
(c) transfer the Purchased Shares for the purposes of or under an employees' share scheme established by the Company;
(d) transfer the Purchased Shares as purchase consideration;
(e) cancel the Purchased Shares; or
(f) deal in such other manner as Bursa Malaysia Securities and such other relevant authorities may allow from time to time.

The decision whether to retain the Purchased Shares as Treasury Shares, to cancel the Purchased Shares or a combination of both, or any alternatives as mentioned above, will be made by the Board at the appropriate time.

If such Purchased Shares are held as Treasury Shares, the rights attached to them in relation to voting, dividends, and participation in any other distribution or otherwise would be suspended, and the Treasury Shares would not be taken into account in calculating the number or percentage of Shares or a class of Shares in the Company for any purposes, including, without limiting the generality of the provisions in the Act or Listing Requirements on the determination of substantial shareholdings, take- overs, notices, the requisitioning of meetings, the quorum for meetings and the result of a vote on resolution(s) at shareholders' meetings.

3.0 RATIONALE FOR THE PROPOSED RENEWAL OF SHARE BUY-BACK

The Proposed Renewal of Share Buy-Back is expected to have the potential benefits to the Company and its shareholders in the following manners: -

(i) to provide Techna-X Group the option to return its surplus financial resources to its shareholders;

(ii) to stabilise the supply and demand of the TXB Shares in the open market and thereby allowing TXB Shares price better reflects TXB Shares' fundamental value;

(iii) if the Purchased Shares are subsequently cancelled, the long-term investors are expected to enjoy a corresponding increase in the value of their investments in the Company with the proportionate strengthening of the Company's earnings;

(iv) the Purchased Shares may be held as Treasury Shares and resold in accordance with the Listing Requirements on the stock market of Bursa Malaysia Securities to reap potential capital appreciation of the Shares without affecting the Company's total number of issued Shares;

3.0 RATIONALE FOR THE PROPOSED RENEWAL OF SHARE BUY-BACK (CONT'D)

(v) where the Purchased Shares are retained as Treasury Shares, the Board would have an option to distribute the Purchased Shares as share dividends to reward the Company's shareholders; and

(vi) to provide flexibility to the Company to use the Purchased Shares, which are held as Treasury Shares for the purposes of the employees' share scheme established by the Company or as the purchase consideration in corporate transactions such as acquisition of lands/properties/assets, thereby, reducing the financial outflow and/or preserve the working capital of the Company.

4.0 POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED RENEWAL OF SHARE BUY-BACK

4.1 Potential Advantages

The potential advantages of the Proposed Renewal of Share Buy-Back to the Company and its shareholders are as follows: -

(a) The Proposed Renewal of Share Buy-Back is expected to enable the Company to utilise its financial resources to enhance the value of shareholders' investments in the Company.

(b) The Proposed Renewal of Share Buy-Back is expected to stabilise the supply and demand of TXB Shares traded on the stock market of Bursa Malaysia Securities and mitigate the TXB Shares price's volatility to reflect their fundamental value better.

(c) The Proposed Renewal of Share Buy-Back is expected to provide opportunities for potential gains if the Purchased Shares, which are retained as Treasury Shares, are resold at prices higher than their purchase prices.

(d) The Treasury Shares may be distributed as share dividends to the Company's shareholders as a reward.

(e) The Treasury Shares may be utilised as purchase consideration by the Company in corporate transactions, thereby reducing the financial outflow and/or preserving the Company's working capital.

4.2 Potential Disadvantages

The potential disadvantages of the Proposed Renewal of Share Buy-Back to the Company and its shareholders are as follows: -

(a) The Proposed Renewal of Share Buy-Back is expected to reduce the immediate financial resources of Techna-X Group temporarily.

(b) The Proposed Renewal of Share Buy-Back may result in Techna-X Group foregoing better investment opportunities that may emerge in the future and/or any income that may be derived from other alternative uses of such funds, such as a deposit in interest-bearing instruments.

(c) The Proposed Renewal of Share Buy-Back may reduce the amount of financial resources available for distribution to the Company's shareholders in the form of dividends as the funds are utilised to purchase its own Shares.

4.0 POTENTIAL ADVANTAGES AND DISADVANTAGES OF THE PROPOSED RENEWAL OF SHARE BUY-BACK (CONT'D)

4.2 Potential Disadvantages (cont'd)

Nevertheless, the Proposed Renewal of Share Buy-Back is not expected to have any potential material disadvantages to the Company and its shareholders, as it will be implemented only after careful consideration of the financial resources of Techna-X Group and its resultant impact. The Board is mindful of the interests of the Company and its shareholders and will be prudent with respect to the Proposed Renewal of Share Buy-Back.

5.0 Sources of Funds

The Proposed Share Buy-Back will be funded by internally generated funds and/or external borrowings. The amount of internally generated funds and/or external borrowings to be utilised will only be determined later depending on, amongst others, the availability of internally generated funds, actual number of TXB Shares to be purchased and other relevant factors. The actual number of TXB Shares to be purchased and/or held, and the timing of such purchases will depend on, amongst others, the market conditions and sentiments of the stock markets as well as the retained profits and financial resources available to the Company. In the event that the Proposed Share Buy-Back is to be partly financed by external borrowings, the Board will ensure that the Company has sufficient funds to repay the external borrowings and that the repayment will not have a material effect on the cash flow of the Group.

6.0 SHAREHOLDINGS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS

Based on the Register of Directors' Shareholdings and Register of Substantial Shareholders as at the LPD, and assuming that the Proposed Renewal of Share Buy-Back is implemented in full and that the Purchased Shares are from the shareholders other than the Company's Directors and Substantial Shareholders, the effect of the Proposed Renewal of Share Buy-Back on the shareholdings of the Directors and Substantial Shareholders of Techna-X is as follows: -

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6.0 SHAREHOLDINGS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

Minimum Scenario: Assuming that none of the outstanding ESOS Options as at LPD are exercised into new TXB Shares and the Proposed Renewal of Share Buy-Back is fully implemented.

	Shareholdings as at LPD[β]				After Proposed Renewal of Share Buy-Back[@]			
	Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Directors								
Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar	603,685	0.22	15,232,111[(1)]	5.57	603,685	0.20	15,232,111[(1)]	5.06
Fan Kah Seong	-	-	-	-	-	-	-	-
Yen Soon Jin	-	-	-	-	-	-	-	-
Sakthi Kumar A/L Ramadas	-	-	-	-	-	-	-	-
Y.A.M. Tengku Shahrain Shah Bin Tengku Sulaiman Shah	-	-	-	-	-	-	-	-
Dato' Geh Guat Yeow	-	-	-	-	-	-	-	-
Irmmie Josfina Binti Abd Rahman	-	-	-	-	-	-	-	-
Sharvin A/L Ravindran	-	-	-	-	-	-	-	-
Substantial Shareholders								
Azmi Bin Osman	15,868,000	5.80	-	-	15,868,000	5.28	-	-
Rock Point Alliance Pte. Ltd.	14,257,504	5.21	-	-	14,257,504	4.74	-	-
Rock Point Alliance Sdn. Bhd.	574,312	0.21	14,257,504	5.21	574,312	0.19	14,257,504	4.74
Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar	603,685	0.22	15,232,111[(1)]	5.57	603,685	0.20	15,232,111[(1)]	5.06
Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar	61,075	0.02	15,774,646[(2)]	5.77	61,075	0.02	15,774,646[(2)]	5.24
Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar	58,325	0.02	15,777,396[(3)]	5.77	58,325	0.02	15,777,396[(3)]	5.25
Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar	58,825	0.02	15,776,896[(4)]	5.77	58,825	0.02	15,776,896[(4)]	5.25
Y.A.M. Tunku Irinah Binti Tuanku Ja'afar	57,712	0.02	15,778,009[(5)]	5.77	57,712	0.02	15,778,009[(5)]	5.25
Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar	53,827	0.02	15,781,894[(6)]	5.77	53,827	0.02	15,781,894[(6)]	5.25
Y.M. Tunku Nurul Hayati Binti Tunku Bahador	5,010	^	15,830,786[(7)]	5.79	5,010	^	15,830,786[(7)]	5.26
Y.M. Tunku Mohamed Alauddin Tunku Naquiyuddin	75	^	15,448,011[(8)]	5.65	75	^	15,448,011[(8)]	5.14

6.0 SHAREHOLDINGS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

Maximum Scenario: Assuming that all 20,461,640 ESOS Options as at LPD are fully exercised into 20,461,640 new TXB Shares and the Proposed Renewal of Share Buy Back is fully implemented.

	Shareholdings as at LPD$^{\beta}$				**After Full Exercise of ESOS Options (I)***				**After (I) and Proposed Renewal of Share Buy-Back**$^{\#}$			
	Direct		**Indirect**		**Direct**		**Indirect**		**Direct**		**Indirect**	
	No. of Shares	**%**	**No. of Shares**	**%**	**No. of Shares**	**%**	**No. of Shares**	**%**	**No. of Shares**	**%**	**No. of Shares**	**%**
Directors												
Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar	603,685	0.22	15,232,111[(1)]	5.57	603,685	0.21	15,232,111[(1)]	5.18	603,685	0.19	15,232,111[(1)]	4.71
Fan Kah Seong	-	-	-	-	-	-	-	-	-	-	-	-
Yen Soon Jin	-	-	-	-	-	-	-	-	-	-	-	-
Sakthi Kumar A/L Ramadas	-	-	-	-	-	-	-	-	-	-	-	-
Y.A.M Tengku Shahrain Shah Bin Tengku Sulaiman Shah	-	-	-	-	-	-	-	-	-	-	-	-
Dato' Geh Guat Yeow	-	-	-	-	-	-	-	-	-	-	-	-
Irmmie Josfina Binti Abd Rahman	-	-	-	-	-	-	-	-	-	-	-	-
Sharvin A/L Ravindran	-	-	-	-	-	-	-	-	-	-	-	-

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6.0 SHAREHOLDINGS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

Maximum Scenario: Assuming that all 20,461,640 ESOS Options as at LPD are fully exercised into 20,461,640 new TXB Shares and the Proposed Renewal of Share Buy-Back is fully implemented.

	Shareholdings as at LPD[β]				After Full Exercise of ESOS Options (I)[*]				After (I) and Proposed Renewal of Share Buy-Back[#]			
	Direct		Indirect		Direct		Indirect		Direct		Indirect	
	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%	No. of Shares	%
Substantial Shareholders												
Azmi Bin Osman	15,868,000	5.80	-	-	15,868,000	5.40	-	-	15,868,000	4.91	-	-
Rock Point Alliance Pte. Ltd.	14,257,504	5.21	-	-	14,257,504	4.85	-	-	14,257,504	4.41	-	-
Rock Point Alliance Sdn. Bhd.	574,312	0.21	14,257,504	5.21	574,312	0.20	14,257,504	4.85	574,312	0.18	14,257,504	4.41
Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar	603,685	0.22	15,232,111[(1)]	5.57	603,685	0.21	15,232,111[(1)]	5.18	603,685	0.19	15,232,111[(1)]	4.71
Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar	61,075	0.02	15,774,646[(2)]	5.77	61,075	0.02	15,774,646[(2)]	5.37	61,075	0.02	15,774,646[(2)]	4.88
Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar	58,325	0.02	15,777,396[(3)]	5.77	58,325	0.02	15,777,396[(3)]	5.37	58,325	0.02	15,777,396[(3)]	4.88
Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar	58,825	0.02	15,776,896[(4)]	5.77	58,825	0.02	15,776,896[(4)]	5.37	58,825	0.02	15,776,896[(4)]	4.88
Y.A.M. Tunku Irinah Binti Tuanku Ja'afar	57,712	0.02	15,778,009[(5)]	5.77	57,712	0.02	15,778,009[(5)]	5.37	57,712	0.02	15,778,009[(5)]	4.88
Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar	53,827	0.02	15,781,894[(6)]	5.77	53,827	0.02	15,781,894[(6)]	5.37	53,827	0.02	15,781,894[(6)]	4.88
Y.M. Tunku Nurul Hayati Binti Tunku Bahador	5,010	^	15,830,786[(7)]	5.79	5,010	^	15,830,786[(7)]	5.39	5,010	^	15,830,786[(7)]	4.90
Y.M. Tunku Mohamed Alauddin Tunku Naquiyuddin	75	^	15,448,011[(8)]	5.65	75	^	15,448,011[(8)]	5.26	75	^	15,448,011[(8)]	4.78

6.0 SHAREHOLDINGS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

Notes:

β *Calculated based on the Company's total issued Shares of 273,441,003 Shares as at LPD.*

@ *Assuming that 27,344,100 Shares, being the maximum number of Shares of not more than 10% of the total number of issued Shares as at LPD, are bought back by the Company.*

* *Calculated based on the Company's enlarged total number of issued Shares of 293,902,643, assuming that all 20,461,640 ESOS Options as at LPD are fully exercised into 20,461,640 new TXB Shares.*

\# *Assuming that 29,390,264 Shares, being the maximum number of Shares of not more than 10% of the enlarged total number of issued Shares, are bought back by the Company after taking into consideration that all 20,461,640 ESOS Options as at LPD are fully exercised into 20,461,640 new TXB Shares.*

^ *Negligible*

(1) *Deemed interested by virtue of him being the sibling to Y.A.M. Tunku Irinah Binti Tuanku Ja'afar, Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar, Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar, Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar and Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar.*

Deemed interested by virtue of him being the father of Y.M. Tunku Mohamed Alauddin Tunku Naquiyuddin.

Deemed interested by virtue of him being the spouse of Y.M. Tunku Nurul Hayati Binti Tunku Bahador.

Deemed interested pursuant to Section 8 of the Act by virtue of his substantial shareholdings in Syarikat Pesaka Antah Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested pursuant to Section 8 of the Act by virtue of his direct interest of over 20% equity interest in Syarikat Pesaka Radin Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested pursuant to Section 8 of the Act by virtue of his direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested pursuant to Section 8 of the Act by virtue of his direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds the entire equity interest in Rock Point Alliance Pte. Ltd.

6.0 SHAREHOLDINGS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

Notes (cont'd):

(2) Deemed interested by virtue of him being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, Y.A.M. Tunku Irinah Binti Tuanku Ja'afar, Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar, Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar and Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar.

Deemed interested by virtue of him being the brother-in-law to Y.M. Tunku Nurul Hayati Binti Tunku Bahador.

Deemed interested pursuant to Section 8 of the Act by virtue of his substantial shareholdings in Syarikat Pesaka Antah Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested pursuant to Section 8 of the Act by virtue of his direct interest of over 20% equity interest in Syarikat Pesaka Radin Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of him being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of him being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds the entire equity interest in Rock Point Alliance Pte. Ltd.

(3) Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, Y.A.M. Tunku Irinah Binti Tuanku Ja'afar, Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar, Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar and Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar.

Deemed interested by virtue of her being the sister-in-law to Y.M. Tunku Nurul Hayati Binti Tunku Bahador.

Deemed interested pursuant to Section 8 of the Act by virtue of her substantial shareholdings in Syarikat Pesaka Antah Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Syarikat Pesaka Radin Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds the entire equity interest in Rock Point Alliance Pte. Ltd.

6.0 SHAREHOLDINGS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

Notes (cont'd):

(4) Deemed interested by virtue of him being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, Y.A.M. Tunku Irinah Binti Tuanku Ja'afar, Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar, Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar and Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar.

Deemed interested by virtue of him being the brother-in-law to Y.M. Tunku Nurul Hayati Binti Tunku Bahador.

Deemed interested pursuant to Section 8 of the Act by virtue of his substantial shareholdings in Syarikat Pesaka Antah Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested pursuant to Section 8 of the Act by virtue of his direct interest of over 20% equity interest in Syarikat Pesaka Radin Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of him being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of him being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds the entire equity interest in Rock Point Alliance Pte. Ltd.

(5) Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar, Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar, Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar and Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar.

Deemed interested by virtue of her being the sister-in-law to Y.M. Tunku Nurul Hayati Binti Tunku Bahador.

Deemed interested pursuant to Section 8 of the Act by virtue of her substantial shareholdings in Syarikat Pesaka Antah Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Syarikat Pesaka Radin Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds the entire equity interest in Rock Point Alliance Pte. Ltd.

6.0 SHAREHOLDINGS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

Notes (cont'd):

(6) *Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, and Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar, Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar, Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar and Y.A.M. Tunku Irinah Binti Tuanku Ja'afar.*

Deemed interested by virtue of her being the sister-in-law to Y.M. Tunku Nurul Hayati Binti Tunku Bahador.

Deemed interested pursuant to Section 8 of the Act by virtue of her substantial shareholdings in Syarikat Pesaka Antah Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Syarikat Pesaka Radin Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of her being the sibling to Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds the entire equity interest in Rock Point Alliance Pte. Ltd.

(7) *Deemed interested by virtue of her being the spouse of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar.*

Deemed interested by virtue of her being the sister-in-law to Y.A.M. Tunku Irinah Binti Tuanku Ja'afar, Y.A.M. Tunku Dato' Seri Nadzaruddin Ibni Tuanku Ja'afar, Y.A.M. Tunku Tan Sri Imran Ibni Tuanku Ja'afar, Y.A.M. Tunku Dara Tunku Tan Sri Naquiah Binti Tuanku Ja'afar and Y.A.M. Tunku Jawahir Binti Tuanku Ja'afar.

Deemed interested by virtue of her being the mother of Y.M. Tunku Mohamed Alauddin Tunku Naquiyuddin.

Deemed interested by virtue of her being the spouse of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has substantial shareholdings in Syarikat Pesaka Antah Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of her being the spouse of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Syarikat Pesaka Radin Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of her being the spouse of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of her being the spouse of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds the entire equity interest in Rock Point Alliance Pte. Ltd.

6.0 SHAREHOLDINGS OF DIRECTORS AND SUBSTANTIAL SHAREHOLDERS (CONT'D)

Notes (cont'd):

(8) *Deemed interested by virtue of him being the son of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar and Y.M. Tunku Nurul Hayati Binti Tunku Bahador.*

Deemed interested by virtue of him being the son of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Syarikat Pesaka Radin Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of him being the son of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds shares in Techna-X.

Deemed interested by virtue of him being the son of Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who has a direct interest of over 20% equity interest in Rock Point Alliance Sdn. Bhd. which in turn holds the entire equity interest in Rock Point Alliance Pte. Ltd.

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7.0 PUBLIC SHAREHOLDING SPREAD

As at the LPD, the public shareholding spread of the Company is 88.36%. The Company will not undertake any share buy-back if that will result in a breach of Paragraph 8.02(1) of the Listing Requirements, which requires the Company to maintain a shareholding spread of at least 25% of its total listed shares (excluding treasury shares) or such lower percentage of shareholding spread as may be allowed by Bursa Malaysia Securities in the hands of public shareholders.

The Board is mindful of the shareholding spread requirement and will continue to be mindful of the requirement when making any purchase of TXB Shares by the Company.

8.0 IMPLICATIONS RELATING TO THE RULES

Pursuant to the Rules, a person or a group of persons acting in concert will be required to make a mandatory general offer if his/their stake(s) in the Company is/are increased to beyond 33% of the Company's total number of issued Shares or if his/their existing shareholding(s) is/are more than 33% but less than 50% and it exceeds by another 2% in any 6 months' period.

In the event that the share buy-back exercise results in the shareholdings of any of the above parties being affected, the said person or group of persons acting in concert will be obliged to make a mandatory general offer for the remaining TXB Shares not held by him/them. However, an exemption from a mandatory offer obligation may be granted by SC under the Rules, subject to the affected person and the parties acting in concert complying with certain conditions, if the obligation is triggered as a result of action outside their direct participation.

As it is not intended for the share buy-back exercise to trigger the obligation to undertake a mandatory general offer by any of its Substantial Shareholders and/or parties acting in concert with them, the Board is mindful that only such number of TXB Shares are purchased, retained as Treasury Shares, cancelled or distributed such that the Rules will not be triggered.

However, in the event that an obligation to undertake a mandatory general offer should arise with respect to any parties resulting from the Proposed Renewal of Share Buy-Back, the relevant parties shall make the necessary application to SC for an exemption from undertaking a mandatory general offer pursuant to the Rules.

9.0 FINANCIAL EFFECTS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK

The effects of the Proposed Renewal of Share Buy-Back on the issued share capital, NA, earnings, working capital, dividends, and gearing based on the minimum scenario and maximum scenario are set out below:
-

Minimum Scenario	:	Assuming that none of the outstanding ESOS Options as at LPD are exercised into new TXB Shares
Maximum Scenario	:	Assuming that all 20,461,640 ESOS Options as at LPD are fully exercised into 20,461,640 new TXB Shares

9.1 Share Capital

The effect of the Proposed Renewal of Share Buy-Back on the Company's issued share capital depends on whether the Purchased Shares are cancelled or retained as Treasury Shares.

9.0 FINANCIAL EFFECTS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK (CONT'D)

9.1 Share Capital (cont'd)

Based on the Company's total number of issued Shares as at LPD and assuming that the maximum number of TXB Shares of up to 10% of the total number of issued Shares authorised under the Proposed Renewal of Share Buy-Back are purchased and cancelled, it will result in the Company's total number of issued Shares being reduced as follows:-

	Minimum Scenario	**Maximum scenario**
Total number of issued Shares as at LPD	273,441,003	273,441,003
New Shares to be issued pursuant to the exercise of ESOS Options	-	20,461,640
Enlarged number of issued Shares	273,441,003	293,902,643
Less: 10% of the total number of Shares purchased and cancelled	(27,344,100)	(29,390,264)
Total number of issued Shares after the Proposed Renewal of Share Buy-Back	246,096,903	264,512,379

The above illustration assumes that all the Purchased Shares are cancelled. Nevertheless, if the Purchased Shares are retained as Treasury Shares, resold, or distributed to the Company's shareholders, there will be no effect on the Company's total number of issued Shares.

9.2 NA

The effect of the Proposed Renewal of Share Buy-Back on the NA depends on the number of the Purchased Shares, the purchase prices of the Purchased Shares, the treatment of the Purchased Shares, and the effective funding cost to Techna-X Group to finance such purchases or any loss in interest income.

When the Company purchases its own Shares, regardless of whether they are retained as Treasury Shares or are subsequently cancelled, the NA per Share of Techna-X Group will decrease if the cost per Purchased Share exceeds the NA per Share of Techna-X Group at the time of purchase. Conversely, if the cost per Purchased Share is below the NA per Share of Techna-X Group at the time of purchase, the NA per Share of the Group will increase.

In the case where the Purchased Shares are held as Treasury Shares and are subsequently resold on Bursa Malaysia Securities, the NA per Share of Techna- X Group would increase if the Company realises a gain from the resale and vice versa.

If the Treasury Shares are distributed to the shareholders as share dividends, the NA per Share of Techna-X Group will decrease by the cost of the Treasury Shares.

9.3 Earnings

The effect of the Proposed Renewal of Share Buy-Back on Techna-X Group's earnings depend on the number of the Purchased Shares, the purchase prices of the Purchased Shares, the effective funding cost to finance such purchases, and/or loss in interest income to Techna-X Group.

9.0 FINANCIAL EFFECTS OF THE PROPOSED RENEWAL OF SHARE BUY-BACK (CONT'D)

9.4 Working Capital

The Proposed Renewal of Share Buy-Back will reduce Techna-X Group's working capital and cash flow, the quantum of which depends on, amongst others, the number of the Purchased Shares, the purchase prices of the Purchased Shares and the effective funding cost thereof.

For Purchased Shares which are kept as Treasury Shares, upon resale at a higher selling price than the initial purchase price, the Group's working capital and cash flow will increase upon the receipt of the resale proceeds. The quantum of the increase in the working capital and cash flow depends on the Treasury Shares' actual selling price(s) and the number of Treasury Shares resold.

9.5 Dividends

Barring any unforeseen circumstances, the Proposed Renewal of Share Buy- Back may have an impact on the Company's dividend policy as it may reduce the cash available, which may otherwise be used for the dividend payment. Nonetheless, the Board may distribute the future dividends in the form of Treasury Shares pursuant to the Proposed Renewal of Share Buy-Back.

9.6 Gearing

The effect of the Proposed Renewal of Share Buy-Back on Techna-X Group's gearing depends on the proportion of borrowings utilised to fund any purchase of TXB Shares. Any borrowing utilised to purchase TXB Shares may increase the Company's gearing.

10.0 PURCHASE, RESALE, TRANSFER AND/OR CANCELLATION OF TREASURY SHARES MADE IN THE PRECEDING 12 MONTHS

There were no purchase, resale, transfer and/or cancellation of Treasury Shares made by Techna-X in the previous 12 months preceding the date of this Statement.

11.0 HISTORICAL SHARE PRICES

The monthly highest and lowest prices of TXB Shares as traded on the Main Market of Bursa Malaysia Securities for the past 12 months from April 2025 to March 2026 are as follows: -

	HIGHEST (RM)	LOWEST (RM)
2025		
April	0.0850	0.0650
May	0.0800	0.0700
June	0.0800	0.0700
July	0.0750	0.0650
August	0.0750	0.0600
September	0.0700	0.0550
October	0.0600	0.0450
November	0.0550	0.0400
December	0.0500	0.0350

11.0 HISTORICAL SHARE PRICES (CONT'D)

	HIGHEST (RM)	LOWEST (RM)
2026		
January	0.0450	0.0200
February	0.0300	0.0200
March	0.0350	0.0250

The last transacted market price of TXB Shares on the LPD was RM0.0350 per Share.

12.0 INTERESTS OF DIRECTORS, MAJOR SHAREHOLDERS AND/OR PERSONS CONNECTED TO THEM

Save as disclosed in Section 6.0 of this Statement, none of the Directors and/or major shareholders of the Company and/or persons connected to them have any direct or indirect interest in the Proposed Renewal of Share Buy-Back.

13.0 DIRECTORS' RECOMMENDATION

The Board, having considered all aspects of the Proposed Renewal of Share Buy- Back, is of the opinion that the Proposed Renewal of Share Buy-Back is fair, reasonable, and in the best interest of the Company.

Accordingly, the Board recommends that you vote in favour of the Ordinary Resolution pertaining to the Proposed Renewal of Share Buy-Back to be tabled at the forthcoming 19^{th} AGM.

14.0 APPROVAL REQUIRED

The Proposed Renewal of Share Buy-Back is subject to the shareholders' approval at the forthcoming 19^{th} AGM to be convened and any other relevant authorities and/or parties if required.

15.0 AGM

The 19^{th} AGM will be held at the Courtyard by Marriott Kuala Lumpur South, 137, Jalan Puchong, 58200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur on Wednesday, 24 June 2026 at 11:00 a.m. for the purpose of considering and, if thought fit, approving, inter alia, with or without modifications, the Ordinary Resolution on the Proposed Renewal of Share Buy-Back.

If you are unable to attend and vote at the 19^{th} AGM, the Form of Proxy must be completed and deposited at the Company's Registered Office at Synergy Professionals Group Sdn. Bhd., Unit 11.07, Amcorp Tower, Amcorp Trade Centre, 18, Persiaran Barat, 46050 Petaling Jaya, Selangor not less than 24 hours before the time set for holding the 19^{th} AGM. The lodging of the Form of Proxy will not preclude you from attending, participating, speaking, and voting in person at the 19^{th} AGM should you subsequently wish to do so.

16.0 FURTHER INFORMATION

1. DIRECTORS' RESPONSIBILITY STATEMENT

This Statement has been seen and approved by the Board of Techna-X, who individually and collectively accept full responsibility for the accuracy of the information contained in this Statement and confirm that, after making all reasonable enquiries and to the best of their knowledge and belief, there are no other facts, the omission of which would make any statement in this Statement false or misleading.

2. MATERIAL CONTRACTS

Save as disclosed below, the Group has not entered into any material contracts (not being contract entered into in the ordinary course of business) within the past 2 years immediately preceding the date of this Statement.

(a) Deed of novation between Central Plaza-i City Real Estate Sdn Bhd, Debut Supreme Capital Sdn Bhd and CISA dated 16 July 2024. Debut Supreme Capital Sdn Bhd ("the original tenant") novates and assigns absolutely to CISA ("the new tenant") and the new tenant accepts the novation and assignment from the original tenant of all the original tenant's rights, interests, benefits, obligations and liabilities in Unit No. L1-13 & L1-13S located on the level one of Central i-City (the "Demised Premises") and under the tenancy agreement entered into between Central Plaza-i City Real Estate Sdn Bhd ("the landlord") and the original tenant dated 9 December 2021 as if the new tenant was the original party to the tenancy agreement in place of the original tenant.

(b) Management agreement between Craveat and CPSB dated 18 September 2025. Pursuant to the sale and purchase agreement between Craveat and Debut Supreme Capital Sdn Bhd, the shareholders of the Craveat have agreed that Craveat shall grant CPSB ("the Operator") the exclusive right to manage the day-to-day operations of the Italiannies restaurants at The Curve Shopping Center, Petaling Jaya and I-City Shopping Centre, Shah Alam and T.G.I.Friday's restaurants at Friendship Hotel and Financial Street, Beijing China ("Restaurants") and the Parties are desirous of entering into this agreement to establish the scope of the Operator's obligations in relation to the management of the operations of the Restaurants, on the terms and conditions set forth in this agreement.

(c) Share sale and purchase agreement (in relation to the acquisition of 2,130,000 ordinary shares in Alco Sdn Bhd, representing 30% of its entire issued capital) dated 23 September 2024 for the acquisition of 2,130,000 ordinary shares in Alco Sdn Bhd, representing 30% of its entire issued capital.

(d) Sale and purchase agreement (in relation to the sale and purchase of 2 ordinary shares equivalent to 100 per cent (100%) of the total issued and paid-up share capital of Wavetree Technologies Sdn Bhd ("Wavetree")) dated 1 August 2025 for the disposal of 2 ordinary shares in Wavetree, representing 100% of the total issued and paid-up capital of Wavetree.

(e) Debt assignment agreement between TXB, Craveat and GIP Work Sdn Bhd dated 21 July 2025. Techna-X Berhad, the original debtor assigns, transfers, sets over, novate and conveys absolutely unto Craveat ("the new debtor") all its rights and benefits in relation to and derived from RM17,352,750.00 (the "Outstanding Sum") including but not limited to burden and liabilities to be derived therefrom including and not limited to settle the Outstanding Sum or any part thereof and the new debtor agrees to accept the novation, assignment, set over and transfer.

(f) Debt assignment agreement between Craveat, CPSB and GIP Work Sdn Bhd dated 21 July 2025. Craveat ("the original debtor") assigns, transfers, sets over, novate and conveys absolutely unto CPSB ("the new debtor") all its rights and benefits in relation to and derived from RM17,352,750.00 (the "Outstanding Sum") including but not limited to burden and liabilities to be derived therefrom including and not limited to settle the Outstanding Sum or any part thereof and the new debtor agrees to accept the novation, assignment, set over and transfer.

(g) Sale and purchase agreement (in relation to the sale and purchase of 5,000,000 ordinary shares equivalent to 100 per cent (100%) of the total issued and paid-up share capital of Touchpoint International Sdn Bhd ("Touchpoint")) dated 1 August 2025 for the disposal of 5,000,000 ordinary shares in Touchpoint, representing 100% of the total issued and paid-up capital of Touchpoint.

(h) Sale and purchase agreement (in respect of 1 ordinary share in Caseria Pasifika Sdn Bhd ("CPSB")) dated 18 September 2025 for the disposal of 1 ordinary share in CPSB, representing of its 100% equity interest in CPSB.

(i) Sale and purchase agreement (in respect of 300,000 ordinary shares in Teh Tarik Place Sdn Bhd ("TTPSB") and 100 ordinary shares in Bistroamericana (Mytown) Sdn Bhd ("BAMT")) dated 8 October 2025 for the disposal of 300,000 ordinary shares (100% equity interest) in TTPSB and 100 ordinary shares (51% equity interest) in BAMT.

3. MATERIAL LITIGATION, CLAIM, OR ARBITRATION

There is no material litigation, claim, or arbitration, either as a plaintiff or a defendant, which will have a material and/or adverse effect on the financial position or business of the Group, and the Board is not aware of any proceedings pending or threatened against the Group or of any fact which is likely to give rise to any proceedings which may materially and/or adversely affect the financial position or business of the Group.

4. DOCUMENTS AVAILABLE FOR INSPECTION

Copies of the following documents are available for inspection at the Company's Registered Office at Unit 11.07, Amcorp Tower, Amcorp Trade Centre, 18, Persiaran Barat, 46050 Petaling Jaya, Selangor during normal business hours (except for public holidays) from the date of this Statement, up to and including the date of the 19th AGM: -

(a) Constitution of Techna-X; and

(b) The audited consolidated financial statements of Techna-X Group for the financial period ended 31 December 2025.

This Statement is dated 30 April 2026.

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TECHNA-X

TECHNA-X BERHAD
[Registration No. 200601012477 (732227-T)]
(Incorporated in Malaysia)

FORM OF PROXY

CDS Account No.

Number of ordinary shares held

*I/We (full name), ______________________________

bearing *NRIC No./Passport No./Company No. ______________________________

of (full address) ______________________________

being a *member/members of Techna-X Berhad ("**Company**") hereby appoint:-

First Proxy "A"

Full Name (in Block)	NRIC/ Passport No.s	Proportion of Shareholdings	
		No. of Shares	%
Full Address			

*and/or

***Second Proxy "B"**

Full Name (in Block)	NRIC/ Passport No.s	Proportion of Shareholdings	
		No. of Shares	%
Full Address			

 # to put on a separate sheet where there are more than two (2) proxies

100%

or failing *him/her, the Chairman of the Meeting as *my/our proxy to attend and vote for *me/us and on *my/our behalf at the Nineteenth Annual General Meeting of the Company to be held at the Courtyard by Marriott Kuala Lumpur South, 137, Jalan Puchong, 58200 Kuala Lumpur, Wilayah Persekutuan Kuala Lumpur, on Wednesday, 24 June 2026 at 11:00 a.m. and any adjournment thereof.

Please indicate with an "X" in the spaces provided below how you wish your votes to be cast. If no specific direction for voting is given, the proxy will vote or abstain from voting at *his/her discretion.

	ORDINARY RESOLUTIONS	For	Against
1.	To approve the payment of Directors' fees to the Directors amounting to RM374,709.68 for the financial period ended 31 December 2025.		
2.	To approve the payment of Directors' fees of up to RM350,000 to be divided amongst the Directors in such manner as the Directors may determine for the period from 1 January 2026 until the conclusion of the next Annual General Meeting of the Company.		
3.	To approve the payment of Directors' benefits (excluding Directors' fees) of up to RM30,000 to the Non-Executive Directors with effect 25 June 2026 until the next Annual General Meeting of the Company.		
4.	To re-elect Y.A.M. Tunku Naquiyuddin Ibni Tuanku Ja'afar, who is due to retire pursuant to Clause 118 of the Company's Constitution.		
5.	To re-elect Yen Soon Jin, who is due to retire pursuant to Clause 118 of the Company's Constitution.		
6.	To re-elect Irmmie Josfina Binti Abd Rahman, who is due to retire pursuant to Clause 117 of the Company's Constitution.		
7.	To re-elect Sharvin A/L Ravindran, who is due to retire pursuant to Clause 117 of the Company's Constitution.		
8.	To re-appoint Messrs. LTTH PLT as Auditors of the Company until the conclusion of the next Annual General Meeting of the Company and to authorise the Board of Directors to fix their remuneration.		
9.	Authority to allot shares pursuant to Sections 75 and 76 of the Companies Act, 2016		
10.	Proposed Renewal of Authority for Share Buy-Back of up to ten per centum (10%) of the total number of issued shares of the Company.		

As witness my/our hand(s) this day ____________________ of ____________________, 2026.

* Strike out whichever not applicable

____
*Signature/Common Seal of Member

Notes:

1. *In respect of deposited securities, only members whose names appear in the Record of Depositors on 17 June 2026 shall be eligible to attend, participate, speak and vote at the Meeting or appoint proxy(ies) to attend, participate, speak and vote in his stead.*
2. *A member entitled to attend and vote at the Meeting may appoint more than one (1) proxy to attend, participate, speak and vote in his stead. Where a member appoints more than one (1) proxy to attend, participate, speak and vote at the same Meeting, the appointments shall be invalid unless he specifies the proportion of his shareholdings to be represented by each proxy. A proxy need not be a member of the Company. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting of the Company shall have the same rights as the member to attend, participate, speak and vote at the Meeting.*
3. *The instrument appointing a proxy shall be in writing under the hand of the member or of his attorney duly authorised in writing, or if the member is a corporation, shall either be executed under the corporations' common seal or under the hand of an officer or attorney duly authorised.*
4. *Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds.*
5. *The instrument appointing a proxy and the power of attorney or other authority (if any), under which it is signed or a duly notarised certified copy of that power of authority, must be deposited at the Company's Registered Office at Synergy Professionals Group Sdn. Bhd., Unit 11.07, Amcorp Tower, Amcorp Trade Centre, 18, Persiaran Barat, 46050 Petaling Jaya, Selangor not less than twenty-four (24) hours before the time set for holding the Meeting or any adjournment thereof. All resolutions set out in this notice of Meeting are to be voted by poll.*
6. *Any notice of termination of authority to act as proxy must be received by the Company before the commencement of the Meeting or at any adjournment thereof, failing which, the termination of the authority of a person to act as proxy will not affect the following in accordance with Section 338 of the Companies Act 2016:-*
   (i) the constitution of the quorum at such meeting;
   (ii) the validity of anything he did as chairman of such meeting;
   (iii) the validity of a poll demanded by him at such meeting; or
   (iv) The validity of the vote exercised by him at such meeting.
7. *The Personal Data Protection Act 2010, which regulates the processing of personal data in commercial transactions, applies to the Company. By providing to us your personal data, which may include your name and mailing address, you hereby consent, agree, and authorise the processing and/or disclosure of any personal data of or relating to you for the purposes of issuing the notice of this Meeting and convening the Meeting, including but not limited to preparation and compilation of documents and other matters, whether or not supplied by you. You further confirm to have obtained the consent, agreement, and authorisation of all persons whose personal data you have disclosed and/or processed in connection with the foregoing.*

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AFFIX
STAMP

The Registered Office
TECHNA-X BERHAD
Unit 11.07, Amcorp Tower,
Amcorp Trade Centre, 18, Persiaran Barat,
46050 Petaling Jaya, Selangor.

2nd Fold Here

Fold This Flap For Sealing

TECHNA-X BERHAD
200601012477 (732227-T)

Registered Office :
Unit 11.07, Amcorp Tower,
Amcorp Trade Centre,
18, Persiaran Barat,
46050 Petaling Jaya,
Selangor.

Corporate Office :
Suite 25-08,
Menara Vista Petaling,
137 Jalan Puchong,
58200 Kuala Lumpur,
Wilayah Persekutuan.

www.techna-x.com