MBM RESOURCES BERHAD

Driving Change, Shifting The Future

ACCELERATING MOMENTUM

Integrated Annual Report 2025

Driving Change, Shifting The Future

ACCELERATING MOMENTUM

ACCELERATING MOMENTUM underscores MBM Resources Berhad's continued progress as it builds on the strategic foundation established in 2024 under the brand strategy "Driving Change, Shifting the Future". Anchored by its three (3) strategic pillars and one (1) foundation, which act as a unified engine – IMPROVE, GROW, BUILD and STRENGTHEN – MBMR delivered tangible outcomes across FY2025.

2025 is also a year that marks the publication of the Group's inaugural Integrated Annual Report, highlighting its commitment to greater transparency, accountability and value creation. Together, these milestones represent a year defined by focused acceleration and forward momentum, as the Group advances toward a resilient and future-ready ecosystem that supports an electrified and sustainable automotive industry.

This momentum is visually expressed on the cover through lines that flow from yellow, symbolising the Group's solid foundation in conventional fuel-based mobility to greenish-blue representing its growing role in the electric and sustainable mobility landscape. As these lines merge and surge forward, they illustrate how MBMR's diverse businesses and strategic initiatives are aligning with greater focus and purpose to drive transformation.

Sustainability Report 2025
Scan QR Code to read online

Integrated Annual Report 2025
Scan QR Code to read online

INSIDE THIS REPORT

About This Report 2

I OVERVIEW OF MBM RESOURCES BERHAD

Our Profile and Business Model 6
Our Business Strengths and Strategic Advantages 9
Corporate Information 10
Corporate Structure 11

II OUR PERFORMANCE

2025 Performance Snapshots 12
Group Financial Performance Five Year Summary 14
Management Discussion and Analysis 16

III OUR VALUE CREATION

Resource Dependencies and Values Created 40
Our Operating Environment and Key Risks and Opportunities 42
Sustainability Related Risks and Opportunities 46
Strategic Priorities and Future Orientation 54
Sustainability Statement 57

IV OUR GOVERNANCE

Profile of Directors 63
Profile of Management Committee 71
Profile of Heads of Business Units 74
Corporate Governance Overview Statement 76
Statement on Risk Management and Internal Control 96
Audit Committee Report 101
Other Information Required by the Listing Requirements of Bursa Malaysia Securities Berhad 106
Directors' Responsibility Statement in Relation to the Financial Statements 110

V FINANCIAL STATEMENTS

Directors' Report 112
Statement by Directors 119
Declaration by the Officer Primarily Responsible for the Financial Management of the Company 120
Independent Auditors' Report to the Members of MBM Resources Berhad 121
Statements of Profit or Loss and Other Comprehensive Income 126
Statements of Financial Position 127
Statements of Changes in Equity 129
Statements of Cash Flows 131
Notes to the Financial Statements 134

VI ADDITIONAL INFORMATION

List of Properties 195
Analysis of Shareholdings 199
Notice of 32nd Annual General Meeting 203
Statement Accompanying Notice of 32nd Annual General Meeting 208
Administrative Details for the 32nd Annual General Meeting 209

Proxy Form

32ND ANNUAL GENERAL MEETING

VENUE
Ballroom 1
KLGCC Convention Centre
(formerly known as Sime Darby Convention Centre)
1A Jalan Bukit Kiara 1
60000 Kuala Lumpur
Wilayah Persekutuan

DATE
4 June 2026
Thursday

TIME
10.00 a.m.

ABOUT THIS REPORT

INTRODUCTION

MBM Resources Berhad ("MBMR" or "the Group") is pleased to present its inaugural Integrated Annual Report for the financial year ended 31 December 2025 ("IAR 2025"). The transition to integrated reporting is intended to provide stakeholders with a more comprehensive view of the Group's financial, business and operational performance for the financial year.

In addition to the customary financial disclosures and the audited financial statements ("AFS") for FY2025, IAR 2025 offers enhanced insights into MBMR's business model and value chain, the impact of key external trends and developments, and the Group's corresponding strategic responses, as well as financially material risks and opportunities.

IAR 2025 also sets out forward-looking information, including the Group's prospects, strategic priorities and supporting resource allocation plans across the short, medium and long-term horizons.

FRAMEWORK ALIGNMENT

IAR 2025 has been developed in alignment with the Integrated Reporting framework of the International Sustainability Standards Board ("ISSB"). Hence, determination of content for inclusion in IAR 2025, as well as basis of the assumptions, judgements and conclusions have been guided by the following:

6 CAPITALS

- F Financial
- M Manufactured
- I Intellectual
- H Human
- S Social
- N Natural

7 GUIDING PRINCIPLES

1. Strategic focus and future orientation
2. Connectivity of information
3. Conciseness
4. Reliability and completeness
5. Consistency and comparability
6. Materiality
7. Stakeholder relationships

8 CONTENT ELEMENTS

1. Organisational overview and external environment
2. Governance
3. Business model
4. Risks and opportunities
5. Strategy and resource allocation
6. Performance
7. Outlook
8. Basis of preparation and presentation

The above is consistent with the reporting requirements of the National Sustainability Reporting Framework ("NSRF") of the Securities Commission of Malaysia ("SC"), which emphasise the following:

- Basis of preparation
- Overview of the Group's business model, operations, and value chain;
- Establishment of reporting scope and boundary;
- Provision of judgements and measurement uncertainties;
- Determination of materiality assessment
- Sustainability governance
- Provision of preliminary disclosures on the four (4) core content areas of IFRS S1 which are: Governance, Strategy, Risk Management, Metrics and Targets.

ALIGNMENT TO OTHER REPORTING STANDARDS, FRAMEWORKS AND LEGAL REQUIREMENTS

In addition, contents in IAR 2025 have been developed in accordance with the following reporting standards, frameworks, and legal requirements:

- ✓ Main Market Listing Requirements ("**MMLR**") of Bursa Malaysia Securities Berhad
- ✓ Bursa Malaysia Sustainability Reporting Guide, 3rd Edition
- ✓ FTSE4Good Index Disclosures (**FTSE Russell's ESG Data Model**)
- ✓ Malaysian Code on Corporate Governance 2021 ("**MCCG**")
- ✓ Companies Act 2016 ("**Act**")
- ✓ Malaysian Financial Reporting Standards ("**MFRS**")
- ✓ ISO 31000:2018 Risk Management Guidelines

ABOUT THIS REPORT

DETERMINATION OF COMPANY'S BOUNDARY

IAR 2025's reporting boundary encompasses the listed holding entity, MBMR, as well as all of MBMR subsidiary companies in which the Group has majority equity interest and thus, operational control.

MBMR holds investments in associates and joint ventures and operates within extensive value chains, business networks, suppliers and other stakeholders, all of which form integral components of its business model and operations. At present, the associate companies under MBMR have not been assessed for sustainability or climate related risks and opportunities. Progressively, the reporting boundary will be expanded to include associate companies as the Group aligns with NSRF reporting requirements based on IFRS S1 and IFRS S2 standards. This alignment exercise will be undertaken incrementally and in tandem with the continued enhancement and maturation of the Group's data collection capabilities.

LIMITATIONS AND EXCLUSIONS

The Group's current approach reflects the NSRF's principle of proportionality, whereby disclosures are based on information that is reasonable, supportable and available as at the reporting date, without undue cost or effort. Accordingly, qualitative and quantitative assessments have been applied in identifying sustainability and climate-related risks and opportunities, determining the scope of the value chain, and evaluating anticipated financial effects in developing the relevant disclosures.

As reporting practices mature, management recognises opportunities to further enhance the depth, comparability and future strategic disclosures.

FORWARD-LOOKING STATEMENTS

In line with the Strategic Focus and Future Orientation guiding principle and the Outlook content element of the Integrated Reporting Framework, this report includes forward-looking statements reflecting the Group's current priorities, strategies, challenges and growth opportunities, as well as insights into management's perspective across the short, medium, and long term horizons. While these statements are based on reasonable assumptions, they are inherently subject to risks and uncertainties beyond the Group's control and should not be regarded as assurances of future performance. Accordingly, readers are advised not to place undue reliance on them.

FEEDBACK

Feedback, suggestions, or enquiries on this report may be sent to: investor.relations@mbmr.com.my

DIRECTORS' STATEMENT OF RESPONSIBILITY

The Board of Directors and Senior Management of MBMR have collectively reviewed the IAR 2025 and are satisfied that they present a fair and balanced view of the Group's performance, governance and prospects. The financial statements as audited by Messrs. Deloitte Malaysia PLT, were prepared in accordance with the applicable MFRS, IFRS and the Companies Act 2016.

REPORTING SUITE FOR 2025

The Integrated Annual Report 2025 and Sustainability Report 2025 are our primary reports.

IAR 2025

Financial and strategic reporting beyond past performance based disclosures, IAR 2025 provides an integrated and strategic review of the Group's strategies, value creation performance and potential, risks and opportunities and more.

SR 2025

Reporting the Group's sustainability performance across environment, economic, social and governance ("EESG") disclosures, outlining the key impacts, strategies and outcomes arising from the Group's business operations.

Supplementary information is available on our website: https://mbmr.com.my/

ABOUT THIS REPORT

ICONS

In promoting report conciseness, IAR 2025 utilises the following icons:

KEY CAPITALS

F FINANCIAL
Funds available to MBMR to support its business operations, investments and growth – including shareholders' equity and borrowings – which enable the Group to acquire assets, sustain performance and deliver value to stakeholders.

M MANUFACTURED
Physical assets such as manufacturing plants, machinery, vehicles and facilities support MBMR's automotive assembly, parts manufacturing, distribution and aftersales operations, and contribute to the creation of financial and non-financial value.

I INTELLECTUAL
Intangible assets such as technical know-how, proprietary systems, process excellence and brand or partnership reputation that support MBMR's ability to deliver quality vehicles, components and customer experiences.

H HUMAN
The collective knowledge, skills, experience and wellbeing of MBMR's workforce drive operational excellence, customer satisfaction and organisational growth across its automotive and manufacturing divisions.

S SOCIAL
The networks, partnerships and stakeholder relationships that enable MBMR to maintain its market presence, serve customers effectively and uphold trust with business partners, suppliers and communities.

N NATURAL
Natural resources and environmental assets that MBMR depends on to support its operations – including energy, water and raw materials – as well as the emissions and waste generated through its activities.

STRATEGY

IMPROVE

Improve the performance of our Business Units ("BUs") by enhancing the following:
- Customer Experience
- Operational Efficiency
- Management Practices

GROW

Grow our business units ("BUs") via:
- New customer acquisition
- New market segments
- New product lines

BUILD

Build the Group through organic and inorganic growth strategies such as via mergers and acquisitions ("M&As"):
- Adjacent businesses
- New growth industries
- New geographic locations

STRENGTHEN

Strengthen the Group's core functions across:
- Sustainability
- Risk Management
- Corporate Governance
- IT/Digitalisation
- Talent/Human Capital

MATERIAL SUSTAINABILITY MATTERS

- M1 Energy Consumption
- M2 Climate Change & Greenhouse Gas Emissions
- M3 Water Consumption
- M4 Waste Management
- M5 Customer Satisfaction & Loyalty
- M6 Health & Safety
- M7 Diversity & Equal Opportunity
- M8 Labour & Working Standards
- M9 Employee Welfare
- M10 Community Engagement & Investment
- M11 Innovation & Digitalisation
- M12 Supply Chain
- M13 Corporate Governance
- M14 Anti-Corruption
- M15 Data Privacy & Cybersecurity

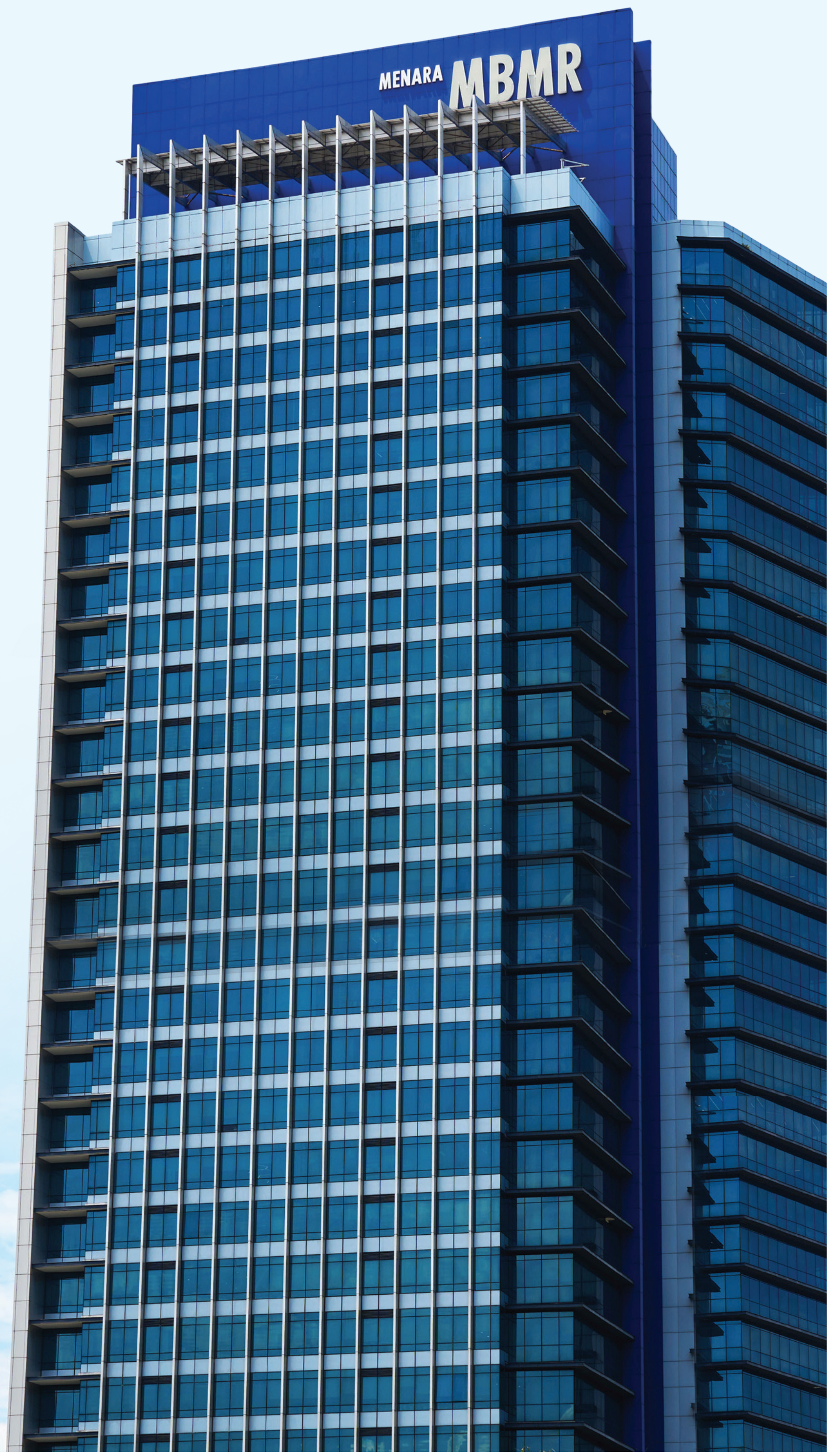
OUR PROFILE AND BUSINESS MODEL

DRIVING CHANGE, SHIFTING THE FUTURE

WHO WE ARE

MBM Resources Berhad ("MBMR" or "the Group") is a leading player in Malaysia's automotive industry, with a strong and expanding presence supported by over 40 years of experience in vehicle sales, distribution, and automotive parts manufacturing. The Group operates through two principal divisions: the **Motor Trading and Assembly ("MTA") Division**, which manages vehicle sales, aftersales, and end-to-end customer services; and the **Auto Parts Manufacturing ("APM") Division**, which focuses on manufacturing, supply and module assembly of automotive parts and components.

The Group also holds substantial investments in vehicle assembly, manufacturing, and distribution through strategic equity interests in its associate companies. These assets or investments enables MBMR to leverage the distinctive strengths of its corporate network, including global automotive leaders and strategic partners with specialised expertise, proprietary technology, and access to key markets.



	Motor Trading and Assembly	Auto Parts Manufacturing	Others
Subsidiaries	51.5% Daihatsu (Malaysia) Sdn. Bhd. ("DMSB"); 100.0% Federal Auto Holdings Berhad ("FAHB")	100.0% Oriental Metal Industries (M) Sdn. Bhd. ("OMI"); 99.9% Hirotako Acoustics Sdn. Bhd. ("HASB")	100.0% MBMR Properties Sdn. Bhd. ("MPSB")
Joint Venture		51.0% Autoliv Hirotako Sdn. Bhd. ("AHSB")	
Associates	22.6%* Perusahaan Otomobil Kedua Sdn. Bhd. ("Perodua"); 20.0% Hino Motors Sales (Malaysia) Sdn. Bhd. ("HMSM"); 20.0% Hino Motors Manufacturing (Malaysia) Sdn. Bhd. ("HMMM")	22.1% Teck See Plastic Sdn. Bhd. ("TSP")	

** Effective shareholding via 20% held by MBMR and 5% held by DMSB*

Note: The diagram is not exhaustive, a detailed list of the companies under the Group are shown in Notes 45 to 47 of the Report of the Directors and Audited Financial Statements.

MOTOR TRADING AND ASSEMBLY

The Motor Trading and Assembly Division represents seven (7) leading local and international automotive brands — Perodua, Daihatsu, Hino, Volvo, Volkswagen, Jaecoo and Audi. Within this portfolio, the Group operates the largest Perodua dealership network in Malaysia, holds the exclusive distributorship for Daihatsu light-duty commercial vehicles, and is the largest dealer for Hino commercial vehicles, Volvo and Volkswagen vehicles in the country.

These brands are supported by a nationwide network of branches, through which the Division delivers a comprehensive suite of services spanning vehicle sales, aftersales support, and body and paint services, ensuring accessibility and consistent service standards across Malaysia.

Distributorship/Dealership	Vehicle Assembly (via investment in associate companies)
• Vehicle sales • Servicing • Repairs and warranty • Parts and accessories • Body and paint	• Body shop • Paint shop • Hard trim • Soft trim • Final assembly • Inspection

AUTOMOTIVE PARTS MANUFACTURING

MBMR's Automotive Parts Manufacturing Division specialises in the production, supply and assembly of a wide range of OEM automotive components to all major car brands in Malaysia. These include safety restraint components such as airbags, seatbelts and steering wheels; vibration and sound barrier components such as dampening sheets, felt and Noise, Vibration & Harshness ("NVH") products; and steel wheels. MBMR also provides tyre assembly and other related value-add services. The Group holds significant market share for the specific automotive parts it supplies in Malaysia.

Auto Parts Manufacturing
• Seat belts • Airbags • Steering wheels • NVH products • Tyre assembly • Steel wheels

OUR PROFILE AND BUSINESS MODEL

Through both business divisions, MBMR maintains a strategic presence across the automotive value chain, enabling the Group to generate recurring and diversified income streams across the automotive ecosystem, spanning vehicle sales, aftersales services, assembly, distribution, parts and components manufacturing and complementary activities.

MULTI-CAPITAL APPROACH TO VALUE CREATION

Beyond the creation of financial value, MBMR's business model also generates broader multi-capital value creation. These include employment generation, technology transfer and capability development within the domestic automotive sector, enhanced vehicle affordability through cost competitiveness without compromising quality, as well as the strengthening of local supply chains and supporting industries.

OUTPUTS AND OUTCOMES CREATED BASED ON CAPITALS	
Financial	Generation of robust financial performance reflected in sustained revenue and earnings growth and continued expansion of the asset base. Kindly refer to the Management Discussion and Analysis section as well as the Value Creation section for specific information and details.
Manufactured	Production of high-quality automotive parts and components that deliver high levels of safety, comfort and peace of mind, thereby strengthening stakeholder confidence in the domestic automotive sector. This also enables MBMR to support mobility across a broad range of demographics and diverse lifestyle needs.
Intellectual	The development and adoption of new technologies, systems, and methodologies, coupled with technical expertise and skills in relation to automotive manufacturing and assembly, enhances production efficiency, product quality, and safety, while also supporting OEMs and the broader industry.
Human	The creation of a wide range of employment opportunities for local communities, including high-income, technologically driven roles, contributes to the development of a broader skilled talent pool within the domestic automotive sector. This, in turn, supports MBMR's workforce requirements and long-term capability building across its operations. Collectively, these outcomes enhance quality of life, support higher income per capita and contribute to the socio-economic development of local communities.
Social	The creation of strategic ecosystems or alliances that drive increased collaboration with both local and domestic players. These include networks, formal partnerships and joint investments that ultimately strengthen market competitiveness and the resilience of the domestic automotive sector.
Natural	The ongoing transition towards more eco-friendly vehicles, including EVs and Euro 5 diesel vehicles, supports global and national efforts to decarbonise and address climate change. MBMR's sustainability initiatives further contribute to lower carbon emissions and greater environmental awareness among stakeholders.

OUR BUSINESS STRENGTHS AND STRATEGIC ADVANTAGES

MBMR's business model enables the Group to sustain and strengthen its competitive advantages, including its widespread geographical presence, a diverse range of automotive brands and vehicle models, an entrenched presence across the automotive value chain, an established track record and strong customer and brand appeal.

Together, these strengths allow MBMR to reinforce its market position, generate revenue from both one-off and recurring income streams, and respond swiftly and effectively to changes in the external operating environment.

MBMR BUSINESS MODEL

OUR OPERATIONS

Upstream	Midstream	Downstream
Production and supply of raw materials, core components, machinery and platforms, including quality control and testing.	Manufacturing and assembly of vehicles through the integration of sourced components, parts, design and development, finishing and distribution.	Distribution and sale of finished parts and automotive vehicles, along with customer-facing business operations including passenger and commercial vehicle sales, servicing, repairs, warranty services, and the provision of parts and accessories, bodywork, and paint services. These activities are implemented through nationwide service centres.
Our subsidiaries, joint venture ("JV") and associated entities involved:	Our associated entities involved:	Our subsidiaries and associated entities involved:
HASB, AHSB, TSP, OMI	Perodua, HMMM	DMSB, HMSM, DMMS, FAHB

OUR KEY STRENGTHS

LEVERAGING KEY STRENGTHS FOR COMPETITIVE ADVANTAGE

Automotive Brand Portfolio

Diverse automotive brands for passenger and commercial vehicle segments

The wide-ranging portfolio of marques i.e. Perodua, Volvo, Volkswagen, Jaecoo and Audi for the passenger vehicle segment and Daihatsu and Hino for the commercial vehicle segment enables MBMR to secure sales across diverse vehicle segments ranging from entry level, premium to luxury segments.

Strategy Alignment:

Strategic Investments Across the Automotive Value Chain

Diversified strategic investments in key associate companies operating across the automotive value chain

MBMR's strategic interests across upstream, midstream and downstream segments generate diversified earnings streams from multiple customer segments and product ranges. The Group also leverages network accessibility while benefiting from cross-selling opportunities.

The investments in key associate companies provide access to critical capabilities and markets, enabling strategic influence and operational synergies while maintaining capital efficiency. In addition, a decentralised structure supports swift decision-making, allowing the Group to capitalise on the unique strengths of its subsidiaries, JVs and associates.

Strategy Alignment:

Principal Partnerships

Established long-term partnerships

MBMR's established strategic partnerships with a broad portfolio of local and international marques, together with its technical partners, underscore the Group's credibility and capabilities, reflecting the trust and reputation it has developed over more than four (4) decades. These relationships enhance the Group's access to technical expertise, product development support, operational best practices and market opportunities, thereby reinforcing its competitive position and long-term growth potential.

Strategy Alignment:

Solid Financial Position

Strong balance sheet with low gearing levels

MBMR's strong balance sheet and low gearing levels enable the Group to maintain financial resilience, pursue strategic investments and preserve borrowing capacity for future expansion or unforeseen challenges. As of 31 December 2025, MBMR's shareholders' equity stands at RM2.38 billion and net assets per share at RM6.08.

Strategy Alignment:

CORPORATE INFORMATION

BOARD OF DIRECTORS

ENCIK AQIL BIN AHMAD AZIZUDDIN
Chairman, Non-Independent Non-Executive Director

Y. BHG. DATO' ANWAR BIN HAJI @ AJI
Senior Independent Non-Executive Director

MR LOW HIN CHOONG
Non-Independent Non-Executive Director

MR NG SENG KONG
Non-Independent Non-Executive Director

MS WONG FAY LEE
Non-Independent Non-Executive Director

Y. BHG. DATO' ZULFIKRI BIN OSMAN
Non-Independent Non-Executive Director

PUAN NIK FAZILA BINTI NIK MOHAMED SHIHABUDDIN
Independent Non-Executive Director

MS CHIN MIN MING
Independent Non-Executive Director

CORPORATE OFFICE

23-01, Level 23, Menara MBMR
1 Jalan Syed Putra
58000 Kuala Lumpur
Wilayah Persekutuan, Malaysia
Tel : (603) 2273 8803
Fax : (603) 2273 6803
www.mbmr.com.my

COMPANY SECRETARIES

Tan Lai Hong (MAICSA 7057707)
(SSM PC No. 202008002309)

Ng Seng Hoo (MAICSA 7068810)
(SSM PC No. 202008004089)

STOCK EXCHANGE LISTING

Main Market
Bursa Malaysia Securities Berhad
Stock Code: 5983

AUDITORS

Deloitte Malaysia PLT (LLP0010145-LCA)
Chartered Accountants (AF 0080)

PRINCIPAL BANKERS

CIMB Bank Berhad
HSBC Bank Malaysia Berhad
Malayan Banking Berhad
Public Bank Berhad
United Overseas Bank
(Malaysia) Berhad

REGISTERED OFFICE

Unit 30-01, Level 30, Tower A
Vertical Business Suite, Avenue 3, Bangsar South
No. 8, Jalan Kerinchi, 59200 Kuala Lumpur
Wilayah Persekutuan, Malaysia
Tel : (603) 2783 9191
Fax : (603) 2783 9111
E-mail : info@vistra.com

SHARE REGISTRAR

Tricor Investor & Issuing House Services Sdn. Bhd.
Unit 32-01, Level 32, Tower A
Vertical Business Suite, Avenue 3, Bangsar South
No. 8, Jalan Kerinchi, 59200 Kuala Lumpur
Wilayah Persekutuan, Malaysia
Tel : (603) 2783 9299
Fax : (603) 2783 9222
E-mail : is.enquiry@vistra.com

FINANCIAL CALENDAR

31st Annual General Meeting
29 May 2025

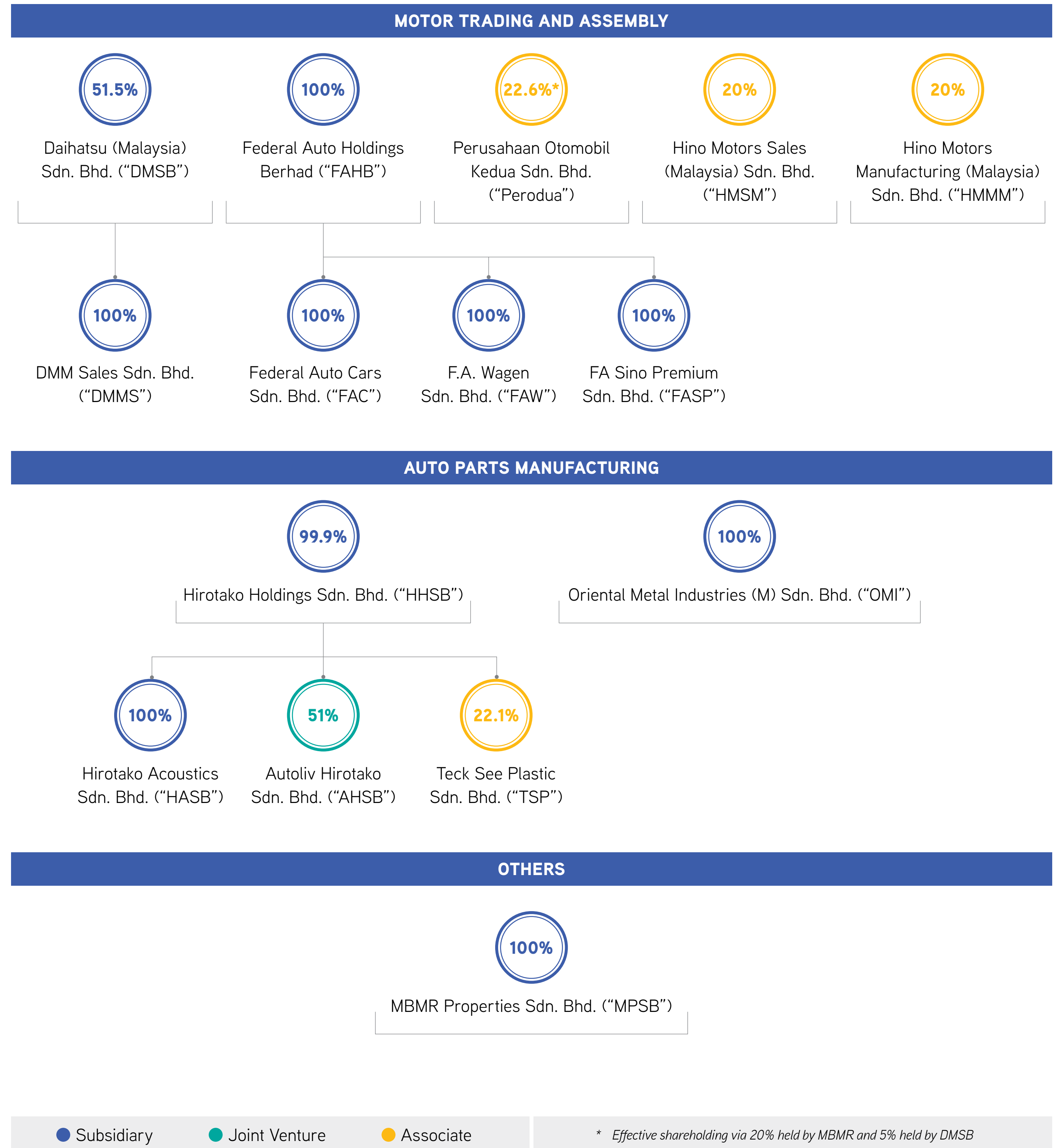
2025 RESULTS ANNOUNCEMENT

Quarter 1:	Quarter 2:	Quarter 3:	Quarter 4:
26 May 2025	28 August 2025	26 November 2025	27 February 2026

DIVIDEND PAYMENTS

Final for 2024:	First Interim for 2025:	Special for 2025:	Second Interim for 2025:	Special for 2025:
26 June 2025	29 September 2025	29 September 2025	24 December 2025	24 December 2025

CORPORATE STRUCTURE
FOR THE YEAR ENDED 31 DECEMBER 2025



Note: The diagram is not exhaustive, a detailed list of the companies under the Group are shown in Notes 45 to 47 of the Report of the Directors and Audited Financial Statements.

2025 PERFORMANCE SNAPSHOTS

2025 PERFORMANCE SNAPSHOTS

FINANCIAL HIGHLIGHTS

All-Time High Group Revenue
RM2.55 billion
(FY2024: RM2.49 billion)

Record High Group Profit Before Tax
RM405.5 million
(FY2024: RM393.9 million)

Increased Total Assets
RM2.92 billion
(FY2024: RM2.74 billion)

Dividend Payout Ratio
102.4%*
Well above 60% dividend policy
(FY2024: 101.6%)

** Based on total dividend paid and payable for FY2025.*

BUSINESS HIGHLIGHTS

With a refined Group strategy at its core, MBMR leverages three (3) strategic pillars and one (1) foundation as a unified engine to deliver tangible FY2025 results and sustainable growth.

MOTOR TRADING AND ASSEMBLY DIVISION
3.9% share of Total Industry Volume
(FY2024: 3.9%)

AUTO PARTS MANUFACTURING DIVISION
9.0 million units Supplied
(FY2024: 9.5 million units)

Hirotako Acoustics Sdn Bhd
Increased market share for dampening sheet and NVH materials

Daihatsu (Malaysia) Sdn Bhd
Total Invested
RM34.1 million
in Network Expansions and Enhancements

Federal Auto Holdings Berhad
Largest dealer for Volvo and Volkswagen in Malaysia

Oriental Metal Industries (M) Sdn Bhd
Maintained **81%** market share

Autoliv Hirotako Sdn Bhd
Accorded Quality and Delivery Excellence Awards from **PERODUA, HONDA, TOYOTA and PROTON**

SUSTAINABILITY IMPACT HIGHLIGHTS

PILLAR 1: ENVIRONMENT

RM3.9 million invested in environmental sustainability initiatives

9,555 GJ of renewable energy generated

PILLAR 2: SOCIAL

Conducted **11** Corporate Social Responsibility projects that benefited the surrounding local communities

ZERO Fatalities and Human Rights Violations

PILLAR 3: ECONOMIC

89% of total supplier spending was allocated to local companies

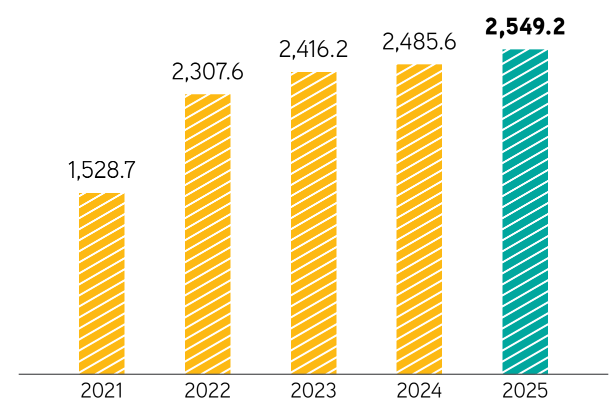
PILLAR 4: GOVERNANCE

99.6% Employees completed training on Anti-Corruption & Whistleblowing Policies

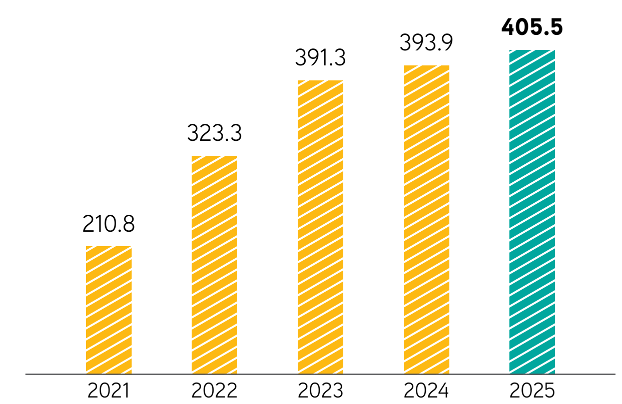
GROUP FINANCIAL PERFORMANCE: FIVE-YEAR SUMMARY

Year ended 31st December	2021	2022	2023	2024	2025
Results (RM Million)					
Revenue	1,528.7	2,307.6	2,416.2	2,485.6	**2,549.2**
Profit before tax	210.8	323.3	391.3	393.9	**405.5**
Net profit from continuing operations	195.7	297.1	368.3	373.1	**385.2**
Net profit/(loss) from discontinued operation	(0.2)	13.0	-	-	**-**
Profit for the year	195.5	310.1	368.3	373.1	**385.2**
Profit attributable to equity holders	171.2	280.4	331.2	333.4	**339.3**
Basic earnings per share (cents)	43.8	71.7	84.7	85.3	**86.8**
Financial Position (RM Million)					
Share capital	391.7	391.7	391.7	391.7	**391.7**
Shareholders' equity	1,918.0	2,054.5	2,128.1	2,226.4	**2,377.5**
Total assets	2,361.0	2,528.6	2,596.3	2,740.2	**2,922.6**
Debts	25.5	3.7	20.4	56.5	**57.8**
Debt/Equity (%)	1.2	0.2	0.8	2.2	**2.1**
Net assets per share (RM)	4.9	5.3	5.4	5.7	**6.1**
Financial Ratios (%)					
Return on equity	8.9	13.6	15.6	15.0	**14.3**
Return on total assets	7.3	11.1	12.8	12.2	**11.6**
Vehicle Sales (Units)					
Passenger vehicles	16,098	24,796	27,928	30,861	**31,066**
Commercial vehicles	1,457	1,491	1,114	1,038	**931**
Total Group	17,555	26,287	29,042	31,899	**31,997**
Equity Indices					
Closing year-end share price (RM)	3.2	3.3	4.2	6.2	**5.2**
Price-earnings ratio (times)	7.3	4.6	5.0	7.3	**6.0**

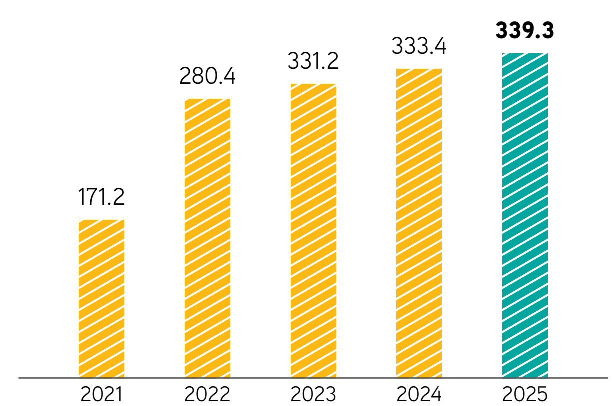
REVENUE
(RM MILLION)



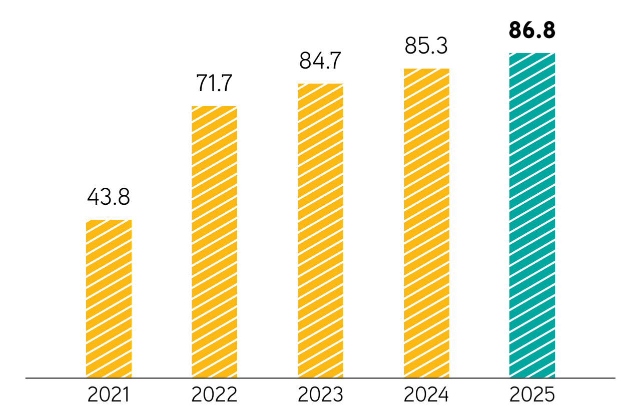
PROFIT BEFORE TAX
(RM MILLION)



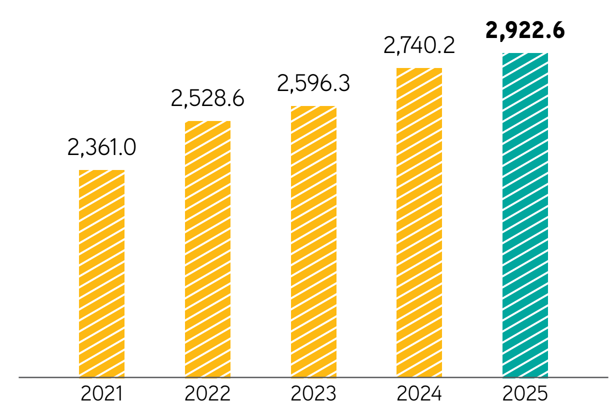
PROFIT ATTRIBUTABLE TO EQUITY HOLDERS
(RM MILLION)



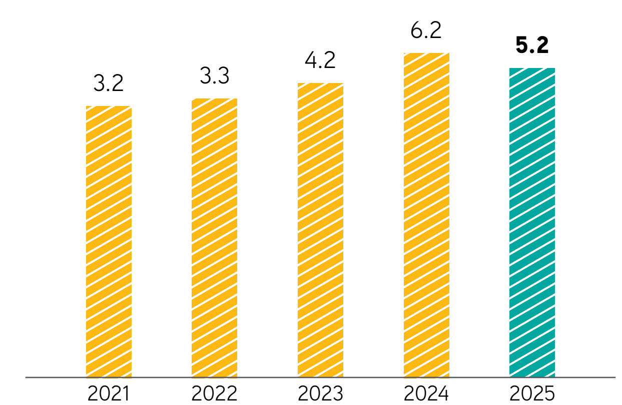
BASIC EARNINGS PER SHARE
(CENTS)



TOTAL ASSETS
(RM MILLION)



CLOSING YEAR-END SHARE PRICE
(RM)



MANAGEMENT DISCUSSION AND ANALYSIS

MANAGEMENT DISCUSSION AND ANALYSIS

In a year marked by uncertainty and increased competition in the Malaysian automotive sector, we are pleased to report that MBM Resources Berhad ("MBMR" or "the Group") has delivered a strong performance in FY2025.

While industry volumes remained broadly stable, shifts in brand compositions and consumer preferences have reshaped the operating landscape. In this unpredictable operating environment, the Group continued to demonstrate disciplined execution and operational agility. The results achieved reflect the Group's diversified position across the automotive value chain, strong contributions from associates, prudent cost management and a continued focus on providing quality products and services.

INDUSTRY DEVELOPMENTS

The Malaysian automotive sector hit another milestone in 2025, with Total Industry Volume ("TIV") reaching 820,752 units, marginally surpassing 2024's record of 818,773 units. This represents the fourth (4th) consecutive year of growth and the second (2nd) successive year in which industry sales exceeded the 800,000-unit threshold. The sustained expansion was supported by favourable financing conditions, resilient domestic demand, positive labour market fundamentals, new model introductions – including offerings from national carmakers – and strong order backlogs, particularly within the A-segment. Intensified year-end promotional activity further reinforced momentum.

The year commenced on a softer note, reflecting demand front-loading in the fourth (4th) quarter of 2024 driven by aggressive promotional campaigns. Monthly volumes trended below prior-year levels for the greater part of FY2025. Nevertheless, the impending expiry of completely built-up ("CBU") Electric Vehicle ("EV") tax exemptions at the end of December 2025, alongside the aforementioned aggressive promotions, accelerated purchasing activity. This contributed to Malaysia registering the highest monthly TIV on record at 90,716 units in December and the highest quarterly TIV of 241,416 units in the fourth (4th) quarter. This year-end surge ultimately lifted full-year TIV marginally above 2024 levels.

Volvo EX90

TOTAL INDUSTRY VOLUME ("TIV")
820,752
(2024: 818,773)

TOTAL INDUSTRY PRODUCTION ("TIP")
747,780
(2024: 790,347)

Passenger vehicle sales increased by 1.4% year-on-year to 759,098 units, driven primarily by sustained demand for Sport Utility Vehicles ("SUVs"). In contrast, the commercial vehicle segment contracted by 11.7%, following a 13.4% decline in 2024, as the market continued to absorb diesel subsidy rationalisation. Electrification trends strengthened during the year, with Battery Electric Vehicle ("BEV") registrations rising approximately 109.0% to 30,848 units. Including hybrid variants, total EV sales increased by 52.0% to 69,363 units, signalling growing consumer acceptance of alternative propulsion technologies. National marques accounted for 62.3% of TIV (61.9% in 2024), while non-national brands captured 32.6%, reflecting a marginal decline from 38.1% in 2024, largely attributable to weaker commercial vehicle contributions.

Nevertheless, while headline volumes remained robust, the underlying composition of demand shifted materially during the year. Competitive intensity increased across segments, consumer preferences shifted, and market share was redistributed within similar pricing bands, particularly in the mid-range and premium segments. Growth, was therefore, accompanied by structural repositioning within the industry rather than uniform expansion.

This redistribution of demand was also reflected in production trends. Despite a record TIV, Total Industry Production ("TIP") declined by 5.4% to 747,780 units (2024: 790,347 units), as greater proportion of demand was fulfilled through CBU imports, particularly EVs and Chinese-origin models. The divergence between sales and domestic production underscores the evolving positioning of the industry which has direct implications for localisation levels and supply chain utilisation, areas which are directly relevant to the Group's Automotive Parts Manufacturing Division.

GROUP FINANCIAL PERFORMANCE OVERVIEW

Despite facing significant market challenges and structural realignment within the automotive sector, the Group delivered a resilient and record-breaking performance in FY2025. Revenue reached an all-time high of RM2.55 billion, representing a 2.6% year-on-year increase from RM2.49 billion in 2024 and marking the fourth (4th) consecutive year of expansion. The sustained top-line growth reflects the strength of the Group's diversified operating base, with manufacturing operations and retail activities collectively supporting resilience amid intensified competition and evolving market dynamism.

MANAGEMENT DISCUSSION AND ANALYSIS

Profit Before Tax ("PBT") also reached a new peak of RM405.5 million, a 2.9% increase from RM393.9 million in the preceding year. The improvement was driven primarily by the strong performance of Perodua, which recorded sales of 359,904 vehicles and maintained its market leading position with 43.85% share of TIV in 2025. Favourable foreign exchange movements further supported earnings, while manufacturing cost optimisation initiatives and procurement efficiencies reinforced margin stability. Recurring aftersales income provided additional earnings resilience, partially offsetting pricing pressures in a competitive sales environment. Consequently, profit for the year rose to RM385.2 million, reflecting continued bottom-line strength.

The Group maintained a disciplined capital investment approach during the year, with capital expenditure amounting to RM30.5 million to support outlet upgrades, operational enhancements and capacity improvements. As at 31 December 2025, the Group's balance sheet remained robust. Total assets increased to RM2.92 billion from RM2.74 billion in 2024, supported by earnings growth and prudent reinvestment. Shareholders' equity strengthened to RM2.38 billion, reflecting sustained value accretion and retained profits. Although total borrowings rose marginally to RM57.8 million, the debt-to-equity ratio improved slightly to 2.1% (2024: 2.2%), underscoring prudent capital management and the preservation of financial flexibility. Net assets per share increased to RM6.1 from RM5.7 in 2024, further reinforcing the strengthening of the Group's equity base.

Notwithstanding the record earnings performance, the Group's closing share price in 2025 moderated to RM5.21, compared with RM6.17 at the end of 2024, representing a 15.6% decline amid broader market volatility. Accordingly, the price-earnings ratio adjusted to 6.0 times from 7.2 times in the prior year. While short-term market valuations may fluctuate, the Group's consistent profitability and dividend distributions, strengthening net asset base and resilient operating model continue to support its intrinsic value and long-term shareholders' returns.

There were no significant changes in financial reporting standards that materially impacted the Group's disclosures during the year. MBMR continued to uphold high standards of transparency, governance and compliance, ensuring that its financial statements closely reflect its operational performance and strategic direction.

Financial Performance (RM million)	FY2025	FY2024	% Change
Revenue	**2,549.2**	2,485.6	2.6
Motor Trading & Assembly	**47.3**	52.0	(9.0)
Auto Parts Manufacturing	**22.9**	26.4	(13.3)
Others	**(4.5)**	(4.9)	8.2
Operating profit	**65.7**	73.5	(10.6)
One-off gains from disposals*	**5.9**	-	100.0
Share of joint venture results	**25.3**	29.6	(14.5)
Share of associates results	**308.6**	290.8	6.1
Profit before tax	**405.5**	393.9	2.9

* *The one-off gains from disposals are net of incidental costs.*

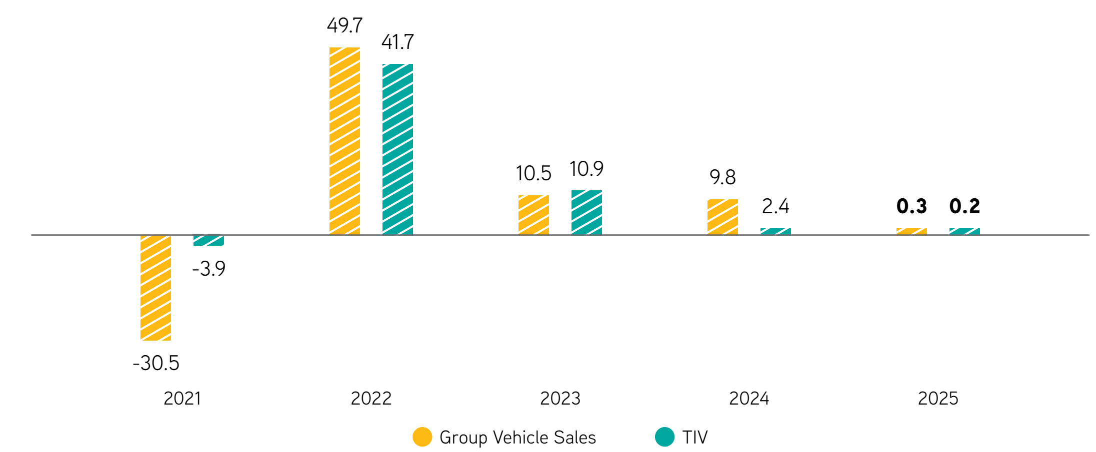
MANAGEMENT DISCUSSION AND ANALYSIS

The Group's financial performance was shaped by the combined contributions of its business segments, each facing distinct operating challenges during the year.

Motor Trading and Assembly Division

The Motor Trading and Assembly Division recorded a 1.6% increase in revenue to RM2.22 billion, reflecting sustained demand for passenger vehicles with total sales volume edged up marginally by 0.3% to 31,997 units from 31,899 units in the preceding year, broadly in line with overall industry growth. Passenger vehicle sales increased by 0.7% to 31,066 units, supported by steady demand in the mass-market segment, while commercial vehicle volumes declined by 10.3% to 931 units in line with ongoing market adjustments following the diesel subsidy rationalisation, compounded by limited Hino inventory for the greater part of the year while transitioning to the 300 series Euro 5 models.

Percentage Change in Group Vehicle Sales vs TIV (%)



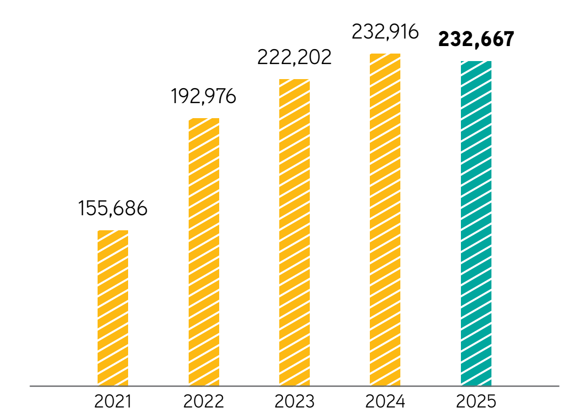
During the year, the Division continued to broaden its vehicle portfolio in response to evolving consumer preferences and the industry's gradual shift towards electrification. Volvo expanded its lineup with the introduction of new models and product updates, including the EX90, enhancements to the EC40 range, alongside facelifts for the XC90 and XC60, and the reintroduction of the XC40 B5. These developments strengthened the Division's offering across both internal combustion engine and electrified powertrains, supporting a balanced portfolio to meet diverse market demand. Perodua also introduced the QV-E, marking an initial step into the EV segment, although its contribution to the Division's performance in 2025 remains limited.

Despite the more moderate growth trajectory, the Group maintained its market presence, with its share of TIV remaining stable at approximately 3.9%, consistent with the preceding year. The Division continued to uphold strong market positioning across its key marques, including Perodua, Volvo, Volkswagen, Jaecoo and the newly added Audi, reflecting the resilience of its diversified retail portfolio amid evolving competitive dynamics.

The Division's aftersales segment remained resilient during the year. Although revenue moderated marginally by 0.1% to RM232.67 million, performance remained broadly stable.

This stability reflects the results of initiatives introduced in prior years, including extensive network accessibility, strengthened customer service quality and retention programmes, and enhanced digital engagement platforms that have improved service accessibility and convenience. The contribution from aftersales reinforces the significance of recurring income streams within the Division's business model and supports long-term earnings resilience.

Aftersales Revenue (RM'000)



MANAGEMENT DISCUSSION AND ANALYSIS

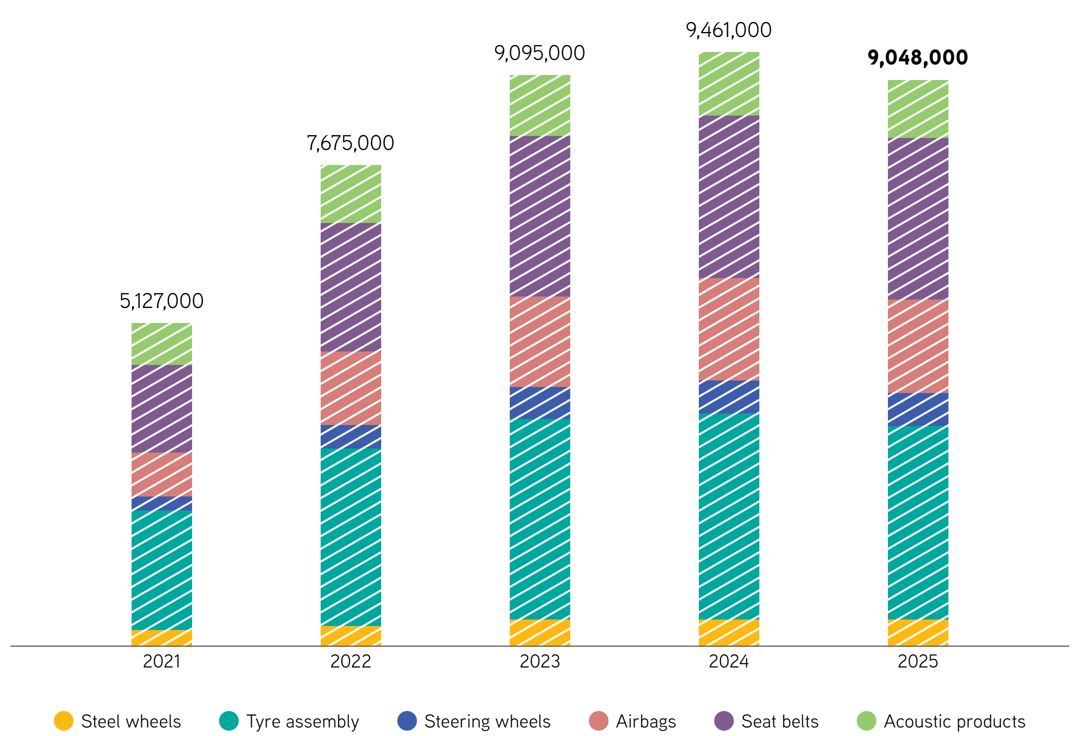
Auto Parts Manufacturing Division

The Auto Parts Manufacturing Division recorded a moderate decline in revenue during the year, reflecting softer volumes from selected Original Equipment Manufacturers ("OEMs"). The 5.4% contraction in TIP in 2025, as noted in the Industry Developments section above, was largely attributable to a higher proportion of demand being fulfilled through CBU imports. This shift moderated domestic manufacturing throughput and affected certain component supply volumes.

Nevertheless, the Division demonstrated operational resilience. While OEM demand varied across customers, sustained production demand and the reinstatement of component purchase arrangements from selected carmakers provided partial offset. The Division also expanded its participation in electrification programmes, supplying various components and tyre assembly services for EV models launched by OEMs during the year. These engagements position the Division to capture emerging opportunities arising from the gradual shift towards electrification.

Operationally, continued emphasis on Lean manufacturing practices, value analysis and value engineering ("VA/VE") initiatives, and workflow optimisation enhanced productivity and minimised waste during the year under review. Favourable foreign exchange movements, particularly the weakening of the Japanese Yen ("JPY") and strengthening of the Ringgit ("RM") against the US Dollars ("USD") and Chinese Yuan ("CNY"), contributed to procurement cost efficiencies. Collectively, these measures supported margin stability despite a more challenging production environment.

Auto Parts Manufacturing Production Volume



MANAGEMENT DISCUSSION AND ANALYSIS

Associates and Joint Venture

The Group holds substantial strategic investments across vehicle assembly, manufacturing and distribution through its key associates, namely Perusahaan Otomobil Kedua Sdn. Bhd. ("Perodua"), Hino Motor Sales (Malaysia) Sdn. Bhd. ("HMSM"), Hino Motors Manufacturing (Malaysia) Sdn. Bhd. ("HMMM") and Teck See Plastic Sdn. Bhd. ("TSP").

Established in 1993 as Malaysia's second (2nd) national carmaker, Perodua has grown into the country's leading provider of affordable mobility solutions. In 2025, it retained a dominant share of TIV, supported by strong order backlogs and sustained consumer demand within the A and B segments despite intensifying competition.

A significant milestone during the year was the launch of the Perodua's QV-E in December 2025, marking the automaker's first EV developed in-house and its initial foray into electrification as EV adoption gradually increases in Malaysia. In addition, the launch of the Perodua TRAZ, a new B-segment SUV, in the same month broadened Perodua's model portfolio and strengthened its appeal in a highly competitive mid-market segment. Together, these new model introductions reflect Perodua's proactive product strategy in responding to shifting consumer preferences and expanding mobility needs.

Associate contributions continued to account for a significant portion of the Group's overall PBT, underscoring the strategic importance of these investments in sustaining our earnings resilience. Perodua, in particular, remained the key contributor to the Group's share of associates' profits, reflecting its scale, operational efficiency and sustained earnings visibility. In FY2025, Perodua contributed RM305.7 million to the Group's share of associates' profits, a 9.6% year-on-year increase, representing approximately 75.4% of our total PBT.

The Group's joint venture, Autoliv Hirotako Sdn. Bhd. ("AHSB"), operated in a competitive environment during FY2025, with performance influenced by OEM production trends and model mix. As a result, the Group's share of AHSB's PBT registered at RM25.3 million, a reduction of 14.5% from 2024, primarily attributable to the absence of a non-recurring end-of-production bulk order recognised in 2024, as well as more competitive pricing undertaken during the year as part of the Group's customer value-added approach. The joint venture will continue to emphasise operational enhancements and cost optimisation to sustain profitability amid evolving market conditions.

REWARDING OUR SHAREHOLDERS

Delivering sustainable returns to shareholders remains a key priority for the Group. The Board continues to be guided by its dividend policy of distributing a minimum of 60% of the Company's net profit annually, while retaining sufficient earnings to support capital investment, strategic initiatives and long-term growth.

For the financial year ended 31 December 2025, the Group declared and paid to-date dividends of 39 cents per share (2024: 45 cents), amounting to RM152.45 million. This comprised a 14 cents interim dividend (2024: 12 cents) and a 25 cents special dividend (2024: 32 cents special dividend).

In addition, the Board is recommending a final dividend of 21 cents per share (2024: 9 cents), equivalent to RM82.09 million, subject to shareholders' approval at the forthcoming Annual General Meeting ("AGM"). If approved, the total dividend declared in respect of FY2025 would amount to 60 cents per share (2024: 54 cents).

Based on the closing share price of RM5.21 as at 31 December 2025, the dividend yield for the year stood at 11.5%, with a dividend payout ratio of 102.4% (2024: 101.6%) of the Company's net profit. This payout remains well above the Group's stated dividend policy threshold of 60% of the Company's net profit. The dividend distribution also represented 69.1% of the Group's attributable profit (2024: 63.3%), reflecting the Board's continued commitment to rewarding shareholders while maintaining financial prudence.

The Edge Billion Ringgit Club 2025 - Highest Return to Shareholders Over Three Years (Consumer Products & Services)

ADVANCING OUR STRATEGIC PRIORITIES

"Driving Change, Shifting the Future"

The structural transformation of the automotive industry continued to gather momentum in 2025. The global transition towards lower-emission mobility remains a defining force, with automakers accelerating electrification strategies and expanding hybrid and BEV portfolios to meet changing regulatory requirements and consumer expectations. While EV adoption in Malaysia remains nascent relative to regional markets, momentum is building, particularly following the launch of new models of affordable EVs, and the gradual expansion of supporting infrastructure.

At the same time, competitive dynamics have intensified. Chinese automakers, characterised by shorter product development cycles, competitive pricing and stronger digital integration, have further strengthened their presence in the region. This has raised the bar for innovation, value proposition and speed-to-market across all segments. Concomitant advancements in artificial intelligence, connected vehicle ecosystems, advanced driver assistance systems and automation continue to redefine vehicle functionality, safety and user experience.

Against this backdrop, MBMR is positioning itself to respond to evolving industry dynamics. The Group recognises that sustaining long-term competitiveness requires continuous enhancement of operational efficiencies, technological capabilities and strategic partnerships. Sustainable business practices, including energy efficiency, localisation initiatives and disciplined capital management, remain integral to future-proofing our businesses.

Building on the refined strategy introduced in 2024, "Driving Change, Shifting the Future", the Group continued executing its strategic pillars and foundation: IMPROVE, GROW, BUILD and STRENGTHEN. In FY2025, these pillars and foundation guided initiatives spanning operational optimisation, digital engagement enhancements, product portfolio expansion, modernisation of outlets and strengthened governance frameworks.

DRIVING CHANGE, SHIFTING THE FUTURE

IMPROVE

Improve the performance of our Business Units by enhancing:
- Customer Experience
- Operational Efficiency
- Management Practices

GROW

Grow our Business Units by exploring:
- New customer acquisition
- New market segments
- New product lines

BUILD

Build out the Group by M&A:
- Adjacent businesses
- New growth industries
- New geographies

STRENGTHEN

Strengthen the Group's core functions across:
- Sustainability
- Risk Management
- Corporate Governance
- Talent/Human Capital
- IT/Digitalisation

Under the IMPROVE pillar, the Group continued to enhance customer experience and operational efficiency across our network. Outlet upgrades, relocations and new openings were initiated to strengthen service capacity and accessibility. Within our manufacturing operations, structured improvement initiatives in quality, productivity and cost optimisation were implemented, with production efficiency targets largely achieved. Leadership strengthening and continuous VA/VE efforts further reinforced the Group's operational discipline.

The GROW pillar focused on expanding the Group's market presence and broadening of portfolio. During the year, the Group strengthened its premium brand footprint with the launch of two (2) Audi sales and service outlets in key locations. New Euro 5-compliant commercial vehicle models were also introduced, while MBMR's manufacturing segment secured new supply programmes, diversifying revenue and strengthening participation across multiple segments.

Through the BUILD pillar, the Group maintained a disciplined approach to inorganic growth, evaluating multiple mergers and acquisitions ("M&A") opportunities and exploring adjacent mobility-related ventures. While no transactions were concluded during the year, the Group continues to explore and evaluate high growth and high potential opportunities that can supplement and diversify its revenue streams and earnings base.

STRENGTHEN, as a foundation, reinforced the Group's capabilities in sustainability, governance, risk management, digitalisation and talent development. Renewable energy adoption was expanded through solar installations across operating facilities. Risk management frameworks were enhanced to address emerging industry dynamics, governance policies were reviewed and succession planning initiatives strengthened our organisational continuity. Digital upgrades, including cybersecurity and production monitoring systems, further improved MBMR's operational resilience.

SUSTAINABILITY INITIATIVES

Sustainability continues to be a core area of MBMR's long-term strategic framework, guiding the Group's approach to value creation and responsible growth. MBMR acknowledges its commitment to contribute meaningfully to environmental responsibility, social progress and sound governance, aligning the Group's operations with national priorities and broader sustainability expectations.

ENVIRONMENT

Promoting responsible environmental management through the responsible use of natural resources, reduction of greenhouse gas ("GHG") emissions, enhancement of energy efficiency and implementation of sustainable waste management practices, including recycling and the adoption of renewable energy where feasible.

ECONOMIC

Driving sustainable business growth through innovation, operational excellence and long-term value creation. This includes strengthening local supply chains, investing in socio-economic development initiatives and advancing digital transformation to enhance operational capabilities, products and service delivery.

SOCIAL

Fostering a safe, inclusive and diverse workplace grounded in equal opportunity, strong health and safety standards, fair remuneration and employee well-being. The Group remains committed to upholding labour standards, enhancing customer satisfaction and engaging local communities through targeted community initiatives.

GOVERNANCE

Upholding rigorous corporate governance standards through a zero-tolerance approach to corruption, continuous enhancement of governance frameworks and adherence to regulatory requirements, including data privacy protection supported by a strong cybersecurity infrastructure.

Overview of the Group's Sustainability Development

Highlighted below are the Group's sustainability developments across the four (4) sustainability pillars of Environment, Economic, Social and Governance:

	SUSTAINABILITY MATTERS	KEY 2025 SUSTAINABILITY DEVELOPMENTS
ENVIRONMENT	Energy Consumption	Renewable energy accounted for 13% of the Group's total electricity consumption
	Climate Change & GHG Emissions	Achieved a 19% reduction in Scope 1 carbon emission intensity (2024 baseline) Achieved a 34% reduction in Scope 2 carbon emission intensity (2019 baseline)
	Water Consumption	Achieved a 13% reduction in water consumption intensity as compared to FY2024
	Waste Management	57% of total waste was recycled and diverted from landfill
ECONOMIC	Supply Chain	89% of the supply chain spending is on local companies
	Innovation & Digitalisation	Installation of additional Supervisory Control and Data Acquisition ("SCADA") for real-time data tracking and enhancement to the cloud Enterprise Resource Planning platform
SOCIAL	Health & Safety	Zero workplace fatalities and Injury Frequency Rate ("IFR") of 0.19
	Diversity & Equal Opportunity	Representation of women on the MBMR Board: 37.5%
	Employee Welfare	Average employee satisfaction score: 79%
	Labour & Working Standards	No penalties imposed and no human rights violations in FY2025
	Customer Satisfaction & Loyalty	Average customer satisfaction score: 93%
	Community Engagement & Investment	Conducted 11 community engagement programmes
GOVERNANCE	Corporate Governance	Adopted Integrated Reporting in accordance with Practice Note 12.2 of MCCG
	Anti-Corruption	No confirmed corruption incidents in FY2025
	Data Privacy & Cybersecurity	Implementation of a Group-wide Personal Data Protection Act compliance programme in line with latest amendments to the Act

For more information on the Group's sustainability initiatives for the year, please refer to our 2025 Sustainability Report.

SEGMENTAL BUSINESS REVIEW

MBMR is a diversified automotive group operating through two (2) core business divisions: the Motor Trading and Assembly Division and the Auto Parts Manufacturing Division. These divisions play a distinct yet complementary role within the automotive value chain. Together, they provide the Group with a balanced exposure across retail, distribution, assembly and manufacturing activities.

MOTOR TRADING AND ASSEMBLY DIVISION

The Motor Trading and Assembly Division operates through Daihatsu (Malaysia) Sdn Bhd Group ("DMSB Group") and Federal Auto Holdings Berhad Group ("FAHB Group") – established automotive retail and distribution platforms with strong brand representation in both the mass-market and premium segments. Over the years, these businesses have established trusted reputations for customer service excellence, aftersales capability and operational discipline, enabling the Division to maintain relevance in an increasingly competitive landscape.

OUR MOTOR TRADING DIVISION IN NUMBERS

31,997 Vehicles Sold

273,597 Vehicles Serviced

32 Sales Outlets

27 Service Outlets

6 Body & Paint

Distributorship by Daihatsu (Malaysia) Sdn Bhd

- **825** Vehicles Sold
- **4,169** Vehicles Serviced
- **3** Sales Outlets
- **3** Service Outlets
- **36** Authorised Dealers

Dealership by Daihatsu (Malaysia) Sdn Bhd

- **106** Vehicles Sold
- **11,533** Vehicles Serviced
- **3** Sales Outlets
- **3** Service Outlets

Dealership by DMM Sales Sdn Bhd

- **29,676** Vehicles Sold
- **224,357** Vehicles Serviced
- **17** Sales Outlets
- **13** Service Outlets
- **2** Body & Paint

Dealership by FA Sino Premium Sdn Bhd

- **421** Vehicles Sold
- **1,860** Vehicles Serviced
- **1** Sales Outlets
- **1** Service Outlets

Dealership by F.A. Wagen Sdn Bhd

- **532** Vehicles Sold
- **18,929** Vehicles Serviced
- **3** Sales Outlets
- **3** Service Outlets
- **2** Body & Paint

Dealership by F.A. Wagen Sdn Bhd

- **23** Vehicles Sold
- **2** Sales Outlets
- **2** Service Outlets
- **1** Body & Paint

Dealership by Federal Auto Cars Sdn Bhd

- **414** Vehicles Sold
- **12,749** Vehicles Serviced
- **3** Sales Outlets
- **2** Service Outlets
- **1** Body & Paint

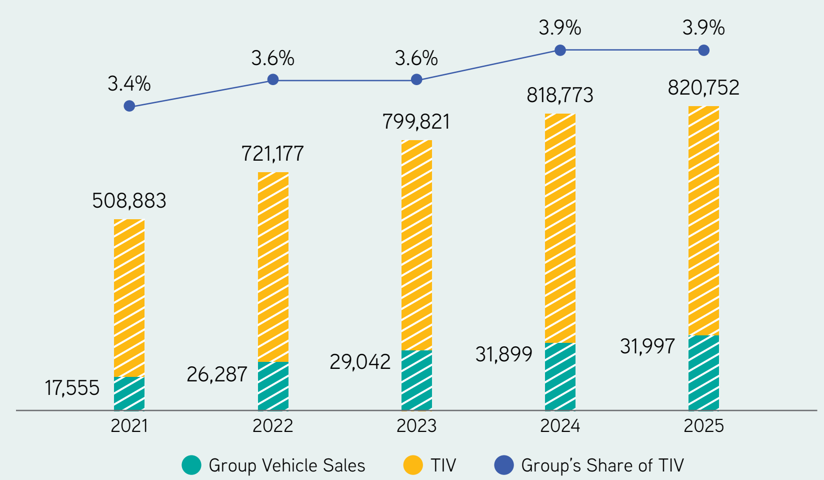
In 2025, while the market continued to expand, competitive dynamics played a more significant role in shaping the operating environment. While TIV reached another record level, growth was increasingly influenced by pricing pressures, propulsion shifts and new model launches. Demand patterns evolved as consumers responded to expanding product choices, including hybrid and BEV offerings.

Against this backdrop, the Division recorded total sales of 31,997 vehicles, broadly stable compared with 31,899 units in 2024. Passenger vehicle sales rose marginally, while commercial vehicle volumes moderated in line with ongoing market adjustments following the diesel subsidy rationalisation, compounded by limited Hino inventory for the greater part of the year while transitioning to the 300 series Euro 5 models. Hino subsequently launched the Euro 5 models in October 2025. Notwithstanding the above, revenue increased by 1.6% driven by a favourable model mix, with stronger contributions from higher-value vehicles, amid intensified competition and higher discounting across certain segments.

Despite these challenges, the Group maintained its market presence, with share of TIV remained stable at approximately 3.9%. The Division further strengthened its portfolio during the year through the expansion of electrified offerings. These developments broadened the Group's exposure to electrified mobility solutions and aligned its product portfolio with the industry's shift towards lower-emission vehicles.

While growth momentum moderated compared with prior years, the Division's ability to preserve market share and reinforce its portfolio underscores the strength of its brand representation, customer loyalty and network accessibility in a more structurally competitive environment.

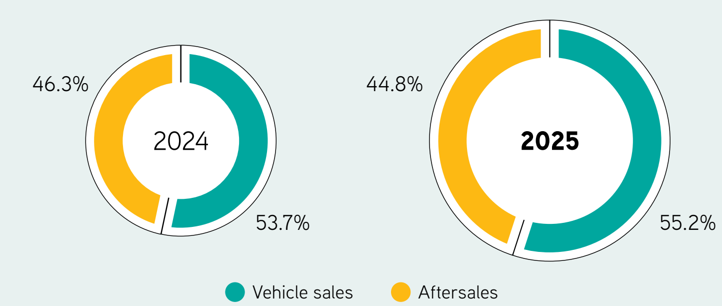
Group Vehicle Sales vs TIV Performance



Additionally, the Division's aftersales segment remained a key contributor to overall earnings, with revenue moderating marginally by 0.1% to RM232.67 million compared with RM232.92 million in 2024. While growth momentum eased relative to prior years, performance remained broadly stable, reflecting the sustained impact of our customer retention initiatives, expanded service offerings and improved digital engagements.

Aftersales continued to represent a significant proportion of the Division's gross profit contribution, underscoring the importance of recurring income in supporting earnings resilience. The following chart illustrates the gross profit contributions of the Division's vehicle sales and aftersales businesses:

Gross Profit Contribution Between Vehicle Sales and Aftersales



MANAGEMENT DISCUSSION AND ANALYSIS

MANAGEMENT DISCUSSION AND ANALYSIS

DAIHATSU (MALAYSIA) SDN BHD ("DMSB")

The DMSB Group is an established participant in Malaysia's automotive sector, focusing on the sales and aftersales services of Daihatsu, Hino and Perodua vehicles. Supported by an extensive nationwide network, DMSB Group has served as the exclusive distributor of Daihatsu light-duty commercial vehicles in Malaysia for more than four (4) decades and is recognised as the country's largest dealer of Hino commercial vehicles. In addition, its wholly owned subsidiary, DMM Sales Sdn. Bhd. ("DMMS"), operates the largest Perodua dealership network in Malaysia, further cementing DMSB Group's leadership position within the domestic automotive retail landscape.

Key Developments in 2025

- **Strong Sales and Aftersales Performance**

In FY2025, the DMSB Group operated in a more competitive and structurally evolving market environment. Total revenue remained broadly stable, recording a marginal increase of 0.2% year-on-year, in line with the growth in TIV. DMSB Group's performance was somewhat subdued by the diesel subsidy rationalisation and limited Hino inventory for the greater part of the year. Nevertheless, DMSB Group delivered a 6.5% increase in profit before tax compared to the preceding year, underpinned by sustained demand for Perodua vehicles, improved Daihatsu vehicle sales, and the strengthening of RM.

Perodua sales remained a key contributor to the overall performance on account of sustained demand, particularly for its more popular models, Bezza, Myvi and Axia, which continued to resonate strongly with Malaysian consumers. Towards the end of the year, Perodua introduced two new models — the QV-E (EV) and the TRAZ (B-segment SUV) in December 2025. The QV-E represents Perodua's initial entry into the EV segment, while the TRAZ is expected to target the higher-value segment within the Internal Combustion Engine ("ICE") market.

In the commercial vehicle segment, the launch of the Hino 300 Series Euro 5 in October 2025 aligned the DMSB Group's offering with tightening national emission standards, positioning it to compete effectively in a more regulated operating environment. Meanwhile, Daihatsu recorded a 6.2% increase in sales volume in 2025, representing 1.3% share of the commercial vehicle segment.

Aftersales operations continued to provide earnings stability during the year, with revenue remained broadly stable against last year. Growth was supported by initiatives to enhance revenue per vehicle, including the introduction of value-added services such as alignment and balancing, car wash and ozone treatment, as well as the promotion of general accessories alongside routine maintenance servicing. Service appointment bookings were further strengthened through the optimisation of website and social media leads, improving customer accessibility and service planning efficiency. Curated marketing campaigns and improved database capitalisation processes also deepened customer engagement and reinforced long-term customer retention.

- **Expansion and Network Enhancement**

In 2025, DMSB Group has successfully completed several network expansions and upgrading works to strengthen customer accessibility and operational capacity. The relocation and upgrading of DMMS Desa Coalfields into a full-fledged 3S facility enhanced integrated sales and service capabilities, while the DMMS Kota Kinabalu outlet was being upgraded to a 4S facility with expanded Body & Paint capabilities, strengthening our service coverage in East Malaysia. In addition, DMSB Group has established a new 3S outlet in Pasir Mas marking its first entry into the East Coast.

Complementing these developments, Phase 1 of the New Outlet Standard ("NOS") renovation programme across Klang Valley outlets was completed during the year. Upgrades were implemented at Shah Alam (3S and 1S), Chan Sow Lin (4S), Seri Kembangan (3S), Petaling Jaya (3S), and Selayang (1S and 2S) to enhance our showroom presentation, improve service efficiency and elevate overall customer experience.

Overall, DMSB Group's cumulative investments in these new and upgraded outlets amounted to RM34.1 million, underscoring its commitment to strengthening its network presence and enhancing customer experience. These enhancements enable DMSB Group to provide customers with modern, well-equipped facilities, improved service environments and greater convenience across its sales and aftersales touchpoints.

The DMSB Group also undertook operational rationalisation measures to optimise its network efficiency and resource allocation. This included the closure of the DMSB Johor Bahru (3S) outlet in June 2025 as part of its performance optimisation plan, and the review and reassessment of the DMSB Daihatsu dealers' network. The rationalisation exercise enables the DMSB Group to concentrate its resources on higher-performing locations while maintaining service quality.

DMMS Desa Coalfields 3S Outlet

- **Awards and Industry Recognition**

In 2025, the DMSB Group's operational excellence and service standards were recognised at Hino's 11th Total Support Contest 2025. The DMSB Group secured 1st Runner-up in the 3S Overall Category, Champion in the Customer Success Operation Category, and 1st Runner-up in the Parts Advisor Category. These accolades reflect the DMSB Group's continued commitment to service quality and technical competence, reinforcing our position as a trusted and high-performing partner within the Hino dealer network.

Challenges & Mitigation in 2025

1 Intensifying Competition and Market Liberalisation

The competitive landscape intensified in 2025 with the continued expansion of foreign OEMs, particularly from China, offering competitive pricing, advanced EV technology, higher digital specifications and shorter vehicle development cycles. The shift by certain manufacturers from CBU imports to local CKD assembly further enhanced cost competitiveness. Similarly, the emergence of B-segment vehicles at A-segment price points, supported by attractive bundled packages, added to the competitive pressures in the market.

To mitigate these challenges, DMSB Group reinforced its value proposition by emphasising product and service reliability, network accessibility, ownership experience and comprehensive aftersales programmes. Digital engagement capabilities were enhanced to improve customer outreach and lead conversion, while disciplined pricing strategies and cost optimisation initiatives were implemented to preserve competitiveness without compromising brand integrity.

2 Electrification Transition and Ecosystem Transformation

The Malaysian government and industry stakeholders continue to accelerate electrification initiatives, with agencies such as the Malaysian Investment Development Authority ("MIDA") promoting investment in EV manufacturing and related technologies. While this transition presents long-term opportunities, it also highlights infrastructure gaps, production readiness challenges and higher vehicle price considerations that may hamper consumer demand. As a result, the shift from ICE vehicles to EVs is expected to be gradual, with ICE and hybrid models likely to remain prevalent through the remainder of the decade. This transition introduces planning complexities in inventory management, capital allocation and vendor capability development, as suppliers invest in new EV, electronics, and software capabilities while maintaining supply chain stability.

In response, DMSB Group maintained close collaboration with principals and suppliers to support their capability development. Portfolio expansion into electrified models ensures readiness for evolving consumer demand, while continued support for ICE offerings preserves revenue stability during the transition period.

3 Cost Pressures, Supply Chain and Margin Sustainability

Rising material, labour and compliance costs continued to tighten margins in 2025. Stricter emission standards, safety and ESG-related requirements extended compliance obligations across the value chain, increasing operational complexity and cost structures. At the same time, global supply chain disruptions and heighten complexity of parts sourcing required vigilant risk management and procurement discipline.

To address these pressures, the DMSB Group focused on cost optimisation, strengthened procurement strategies and streamlined operational workflows to enhance productivity. Continuous monitoring of cost structures and supply chain risks supported margin stability while ensuring adherence to safety, quality and regulatory standards.

4 Rising Customer Experience Expectations

Customer expectations continued to evolve, with consumers increasingly equating product experience with overall brand experience. Speed, transparency and digital convenience now directly influence their purchasing decisions, satisfaction levels and long-term loyalty.

To meet these expectations, DMSB Group enhanced its digital appointment booking systems, strengthened online lead generation platforms (website and social media) and refined its customer retention programmes. DMSB Group also upgraded and expanded its network to improve customer accessibility and enhance the overall service experience. Curated marketing campaigns, community events and other data-driven engagement strategies were deployed to deepen customer relationships and improve service responsiveness, reinforcing brand trust in a competitive environment.

FEDERAL AUTO HOLDINGS BERHAD ("FAHB")

The FAHB Group, through its wholly owned subsidiaries Federal Auto Cars Sdn Bhd ("FAC") and F.A. Wagen Sdn Bhd ("FAW"), maintained its position as the largest dealer group for Volvo and Volkswagen vehicles in Malaysia in 2025. FAW achieved a record-high market share during the year, reflecting the strength of its network and sales execution. The FAHB Group further enhanced its brand portfolio through the introduction of Audi dealerships and the continued expansion of its Omoda Jaecoo ("OJ") operations under FA Sino Premium Sdn Bhd ("FASP"), cementing its footprint across both premium and fast-growing SUV segments.

Key Developments in 2025

Operational Performance

In FY2025, the FAHB Group recorded total vehicle sales of 1,390 units, representing a 20.0% increase from 1,158 units in 2024. The improvement was primarily driven by a full-year contribution from FASP, which delivered 421 units compared with 166 units in the prior year, reflecting strong momentum in the Omoda Jaecoo segment. FAC recorded 414 units, compared with 518 units in 2024, reflecting softer demand within the premium segment amid heightened competition. Meanwhile, FAW's combined Volkswagen and Audi operations achieved 555 units, compared with 474 Volkswagen units in the preceding year, supported by improved sales performance across its branches and the introduction of Audi operations during the year.

Aftersales operations serviced 33,538 vehicles during the year (2024: 35,715 units). While total service volume moderated to 6.1%, FAC maintained relatively stable throughput with marginal decline, while FAW experienced softer intake in line with the gradual contraction of its vehicle parc over time. FASP however, recorded significant growth in service volume reflecting the expansion of its installed vehicle base over its first full year of operations.

Portfolio Expansion and Model Launches

FY2025 was marked by active product rollouts across the FAHB Group's brand portfolio, in keeping with the industry's shift towards electrification. Volvo introduced multiple updates and new models, including the XC40 B5 reintroduction, EC40 Twin Motor update, XC90 and XC60 facelift, and the new EX90 and EC40 Ultra Single Motor; further strengthening its electrified and premium positioning. Audi expanded its presence with the introduction of the Q7, while Omoda Jaecoo enhanced its SUV lineup with the launch of the J7 PHEV and J8 models. Volkswagen sustained market interest through the launch of several Wolfsburg and special edition variants, including the Tiguan Elegance and R-Line Wolfsburg Editions, Arteon R-Line Wolfsburg Edition and multiple Golf GTI editions, culminating in the Mk8.5 facelift.

Network Footprint

As at 31 December 2025, FAC operated three (3) sales outlets in Glenmarie, Kuala Lumpur and Penang, supported by two (2) service outlets, one (1) Body & Paint centre and a newly introduced used car outlet at Glenmarie. FAW operated three (3) Volkswagen sales and service outlets in Glenmarie, Sri Hartamas and Skudai, two (2) Body & Paint facilities and two (2) new used car outlets. Audi operations commenced in Skudai and Hartamas, each with dedicated sales and service facilities with a Body & Paint centre in Skudai to support aftersales requirements in the southern region. Besides enhancing the FAHB Group's premium offering, the introduction of the Audi brand also serves to broaden its customer reach and reinforce its position within Malaysia's evolving automotive retail landscape. FASP continued operating its Jaecoo sales and service outlet at Menara MBMR, Jalan Syed Putra, Kuala Lumpur.

Jaecoo J7 PHEV

Awards and Recognition

It was a notable year for FAW, as it received multiple accolades across its sales and aftersales functions for selected FAW outlets, including Dealer of the Year (Categories A and B), recognitions for Best Sales and Aftersales Performance, and Customer Experience Management for both sales and aftersales' performance across various categories.

FAW was also winner for various Top Achievers awards for both sales and aftersales (Category A & B), while FASP was recognised as the Top Service Advisor 2025, reflecting the strength and consistency of performance across the organisation.

Challenges & Mitigation in 2025

1 Intensifying Competition

Increased competition from Chinese brands offering models with sophisticated features at aggressive price points further exerted pressure on margins.

- FAHB Group adopted a market-defence strategy by recalibrating pricing and promotional structures to prioritise sustainable sales volumes, market share retention and long-term brand visibility, while implementing cost-optimisation measures to partially offset margin pressures.
- To sustain brand excitement, Volvo and Volkswagen continued rolling out updates, facelifts and special editions throughout the year. Volvo further enhanced the ownership experience by extending its Volvo Car Connect Plus data package from four (4) to five (5) years and rebranding its Genuine Parts Extended Warranty programme to reinforce customer confidence.
- FAHB Group also enhanced its digital engagement strategy and social media presence to extend its customer reach, engagement and lead generation.


Audi Q7


Volvo EX30

2 Revenue Vulnerability from Slower Sales

Revenue vulnerability arising from overall vehicle sales slowdown.

- The Group broadened its revenue base by adding Audi dealerships under a low-capital investment model, helping to diversify its product and brand portfolio. It also strengthened its used car operations to enhance margins and improve sales conversion rates.

FAW Skudai (Audi and Volkswagen)

3 Dealer Margin Restructuring

Dealer margin restructuring, which reduced the potential for incentive income.

- The Group continuously reviewed incentive strategies to optimise performance targets while balancing inventory levels and profitability.

4 Aftersales Margin Pressure

Margin pressure in aftersales operations arising from principal-led discounting programmes and declining parts margins.

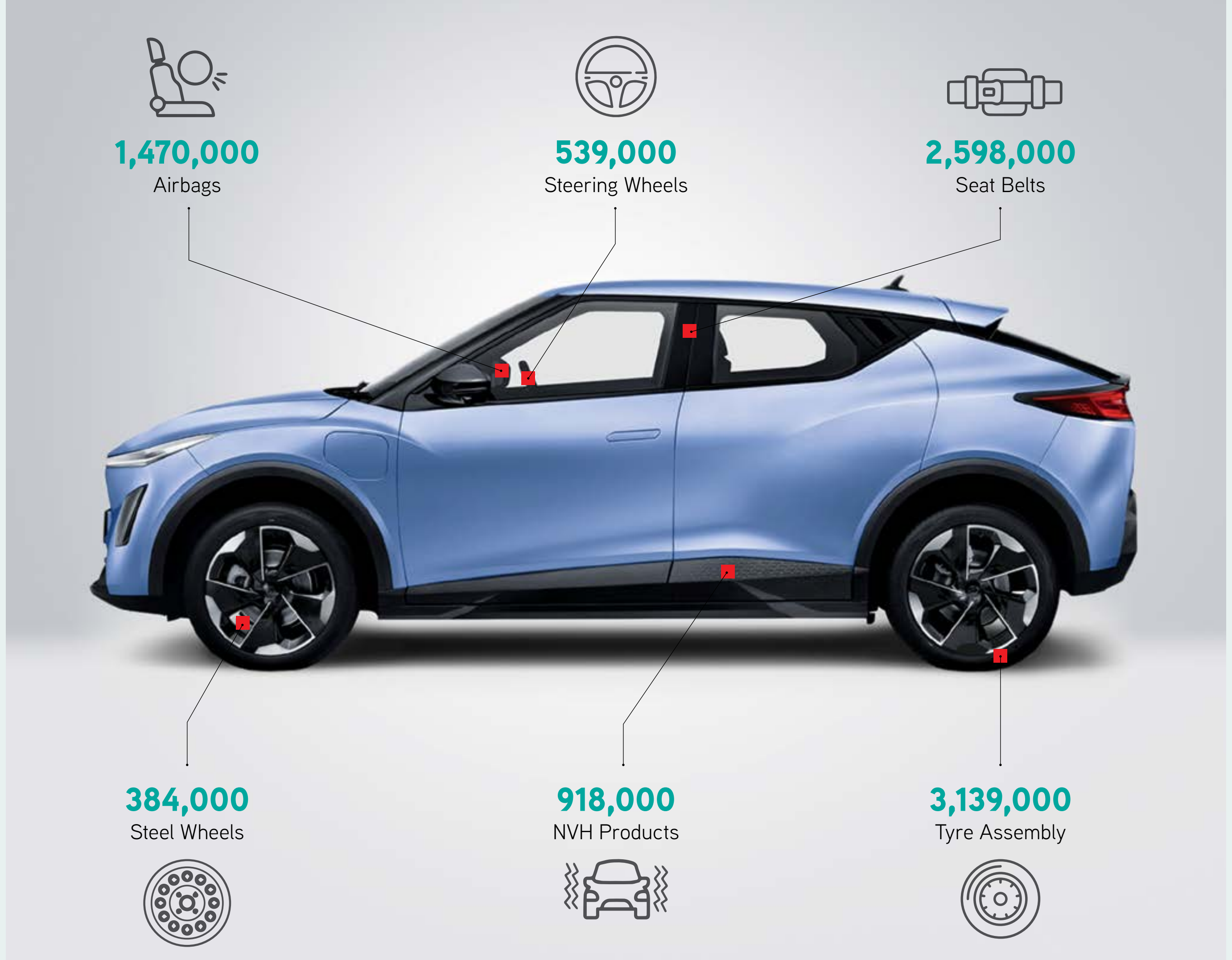
- The Group negotiated realistic performance targets with principals and strengthened upselling initiatives to enhance average repair order value.

MANAGEMENT DISCUSSION AND ANALYSIS

AUTO PARTS MANUFACTURING DIVISION

MBMR's Auto Parts Manufacturing Division continues to play a pivotal role in Malaysia's automotive ecosystem, supporting major OEMs through the supply of critical components for new models, facelifts and periodic model enhancements. The Division remains deeply entrenched in OEM development cycles, securing new programmes and contributing to the industry's transition toward electrification and advanced mobility technologies. Its key operating entities include Oriental Metal Industries (M) Sdn Bhd ("OMI"), Hirotako Acoustics Sdn Bhd ("HASB") and the jointly controlled Autoliv Hirotako Sdn Bhd Group ("AHSB Group").

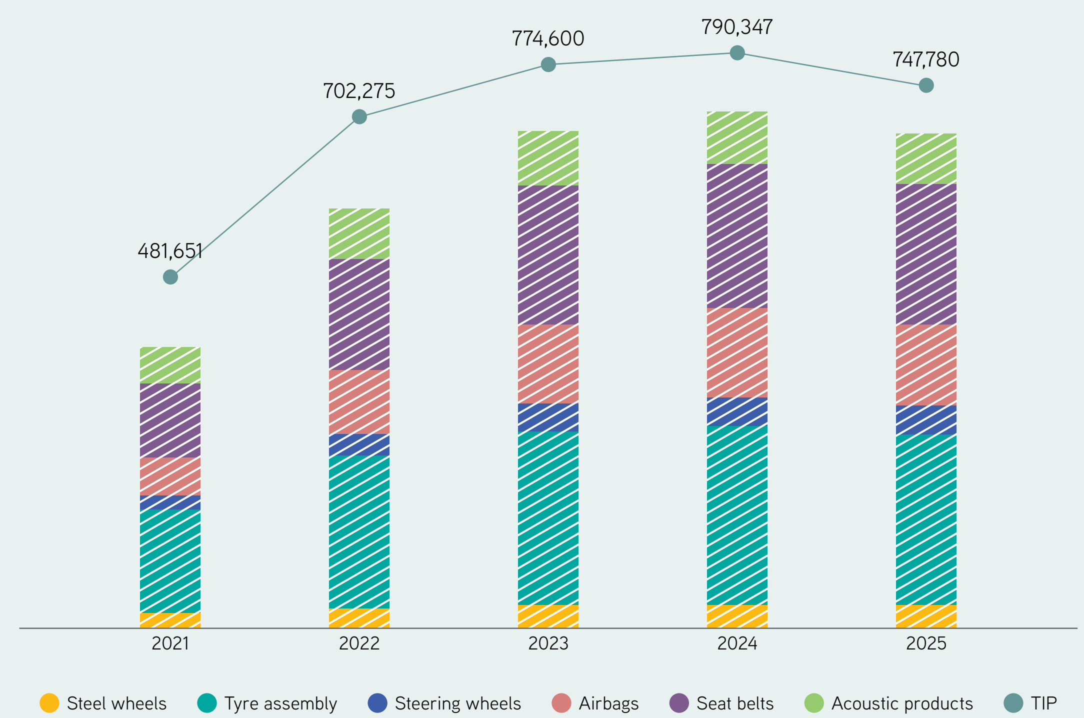
OUR AUTO PARTS MANUFACTURING DIVISION IN NUMBERS



OMI specialises in steel wheel manufacturing and tyre module assembly, complemented by warehousing and value-added services that strengthen OEM supply chain efficiency. HASB provides a comprehensive range of NVH products, including dampening sheets, insulators and felt materials, to enhance vehicle refinement and comfort. The AHSB Group focuses on automotive safety restraint systems such as airbags, seatbelts and steering wheels, supporting OEMs in achieving stringent safety standards across segments.

In 2025, the Division navigated a more challenging operating environment, with revenue moderating in line with the 5.4% contraction in TIP as a higher share of OEM demand was fulfilled via CBU imports. Despite this, overall production remained resilient, supported by sustained Perodua volumes, new programmes from various OEMs and renewed component purchase arrangements with selected carmakers. The Division also commenced supply of various components, including safety and NVH parts as well as tyre assembly services for Perodua's newly launched TRAZ and QV-E, reinforcing the Group's presence across all the new launches from Perodua. Continued focus on Lean manufacturing, VA/VE initiatives and workflow optimisation helped preserve margins, further supported by favourable forex movements, highlighting the Division's ability to maintain operational stability amid shifting industry dynamism.

Auto Parts Manufacturing Production Volume vs TIP



Oriental Metal industries (M) Sdn Bhd ("OMI")

OMI, our subsidiary, is a prominent producer of steel wheels and a major assembler of wheels and tyre sets for leading passenger and commercial vehicle brands such as Perodua, Proton, Honda, Toyota, Mitsubishi and Hino. OMI also delivers value-added services and warehousing solutions designed to optimise supply chain performance.

Key Developments in 2025

- **Performance Amid Market Shifts**

In 2025, OMI operated in a softer production environment. Steel wheel volume declined by 4.5% to 384,000 units against 402,000 units in 2024, while tyre assembly volume also decreased by a similar percentage. Nevertheless, OMI maintained a strong market share of 81% of TIP, reinforcing its leadership position within its segment. Revenue also rose 12.9% year-on-year, driven primarily by the transition of Honda's HR-V and WR-V programmes from consignment arrangements to component purchase models, stronger demand for the Toyota Corolla Cross, and increased contribution from value-added supply chain services.

- **Operational & Strategic Advancement**

During the year, OMI diversified its revenue base by expanding into the mining segment through tyre assembly supply to Sandvik, while supporting new model programmes including the Mitsubishi XForce. OMI also enhanced margin resilience by further developing its value-added supply chain model within the tyre assembly business, in line with OEMs' growing preference for integrated component purchasing, handling and warehousing solutions that improve operational efficiency and cost optimisation.

Tyre assembly supply to Sandvik

OMI also undertook proactive operational adjustments following the relocation of a major customer's tyre assembly operations from Shah Alam to Tanjung Malim. The transition required careful workforce redeployment and coordination of production flows to ensure uninterrupted supply. OMI mitigated potential disruption by effectively managing workforce allocation and managing production and supply through its Sungai Choh modular plant, thereby maintaining delivery reliability and operational continuity throughout the transition period.

- **Awards and Recognition**

OMI received the Honda Environment Appreciation Award and the Honda Cost Appreciation Award in April 2025, reflecting its strong performance in environmental stewardship and cost management initiatives. In July 2025, OMI was honoured with the Mitsubishi Delivery Appreciation Award in recognition of its consistent delivery performance and supply reliability.

Challenges & Mitigation in 2025

1 Cost and Suppliers' Pressures

OEMs' wheel selection preferences and the increased sourcing of lower-priced steel wheels from overseas suppliers pose ongoing margin pressure to OMI. In addition, rising minimum wage and revisions to electricity tariffs contributed to higher operating costs during the year.

To mitigate these headwinds, OMI strengthened engagement with OEM customers to reinforce its value proposition in quality, delivery performance and integrated value-added services. OMI also continued to pursue cost optimisation initiatives including local sourcing of steel coils to improve OEM's local contents and operational efficiency enhancement to safeguard competitiveness and margin stability.

Hirotako Acoustics Sdn Bhd ("HASB")

HASB, our wholly owned subsidiary, is a leading supplier of NVH and damping sheet solutions to the Malaysian automotive industry. Its products play a critical role in enhancing vehicle comfort and refinement by effectively reducing noise and vibration levels. In addition, HASB manufactures felt materials used in insulation and soundproofing applications, supporting broader acoustic and thermal management requirements within vehicles.

HASB's long-standing technical partnership with Autoneum, a globally recognised leader in vehicle acoustic and thermal management systems, strengthens its innovation capabilities and market competitiveness. Through this collaboration, HASB benefits from advanced engineering expertise, proprietary technologies and continuous technical support, enabling the company to remain at the forefront of NVH innovation while delivering high-quality, reliable solutions to major OEM customers.

Key Developments in 2025

- **Performance Amid Market Shifts**

In 2025, HASB delivered a total of 918,000 units of NVH products, including damping sheets and felt supply to local OEMs, reflecting a year-on-year decline of 5.4%, broadly in line with the TIP. The reduction was mainly attributed to lower production volumes among Japanese and Korean OEMs, which were impacted by the increasing penetration of Chinese OEMs and imported EV models.

While revenue experienced a decline from 2024 on account of reduced contributions from certain key customers, profitability remained stable driven by improvement in raw material costs, driven by asphalt price reductions and continuous VA/VE initiatives.

Despite a 5.4% decline in Malaysia's TIP during the year, HASB strengthened its position within the domestic production base. The damping sheet division's market share increased to 81.3%, while the NVH division rose to 27.2% based on TIP. However, market share measured against TIV moderated due to increased penetration of CBU vehicles, particularly EV models from Chinese brands.

- **Operational & Strategic Advancement**

HASB continued to broaden its product portfolio and technological capabilities in 2025. The company supplied new models including Perodua QV-E, Hyundai Staria and Mitsubishi XForce, while expanding its technical competencies through the introduction of PU foaming processes and the adoption of waterjet cutting technology to improve cost efficiency and price competitiveness.

The company maintained its certifications under IATF 16949, ISO 14001 and ISO 45001, reinforcing its commitment to quality management, environmental responsibility and occupational health and safety standards.

- **Awards & Recognition**

In 2025, HASB was recognised by Honda Malaysia with the Excellent Quality Performance for 101ki award (for the period from March 2024 to April 2025). This recognition reflects HASB's sustained commitment to product quality, process control and delivery performance in supporting Honda's production standards.

Challenges & Mitigation in 2025

The Malaysian automotive industry faced intensifying competitive pressure in 2025, driven in part by the rapid penetration of Chinese OEMs. This resulted in lower production volumes among HASB's traditional Japanese and Korean OEM customers, reducing demand for its components. At the same time, the industry continued to navigate softer consumer demand amid inflationary pressures and higher interest rates, rising cost implications associated with the transition to New Energy Vehicle platforms, as well as potential policy and regulatory changes affecting excise duties and localisation requirements.

In response, HASB intensified efforts to diversify its customer base, including engaging with Chinese OEMs to explore localisation opportunities and broaden its participation across different OEM segments. The company also strengthened cost optimisation initiatives through VA/VE programmes and Lean Production implementation to enhance operational efficiency and mitigate margin pressures. In parallel, HASB expanded its NVH and dampening sheet product portfolio, optimised production planning and enhanced workforce multi-skilling to improve operational flexibility and efficiency. Close engagement with OEMs and industry associations was also maintained to anticipate regulatory developments and respond proactively to evolving industry requirements.

Autoliv Hirotako Sdn Bhd ("AHSB")

AHSB is a jointly controlled entity established through a 51%-owned joint venture with Autoliv AB, a global leader in automotive safety restraint systems and one of the largest Tier-1 suppliers in the industry. The Group specialises in design, research and development ("R&D"), validation and manufacturing of advanced vehicle safety restraint systems, supplying critical components such as seat belts, airbags and steering wheels to major automotive manufacturers.

Through its strategic collaboration with Autoliv AB, AHSB benefits from global technical expertise, quality systems and supply chain scale, enabling AHSB to remain at the forefront of automotive safety innovation while ensuring its products consistently meet the highest standards of reliability and safety.

Key Developments in 2025

Business Performance

AHSB's revenue experienced a decline in 2025, primarily attributable to the absence of a non-recurring end-of-production bulk order recognised in 2024, as well as more competitive pricing undertaken during the year as part of the Group's customer-centric approach. PBT declined in line with the lower revenue, reflecting the impact of competitive pricing initiatives and shifts in sales mix during the year. Nevertheless, disciplined cost management and operational controls enabled AHSB to maintain healthy profitability despite a competitive pricing environment.

Key Operational Developments

In 2025, AHSB commenced supply for several new model launches during the year, including the Perodua QV-E and Perodua TRAZ, and some Proton models including the All-New Proton Saga. The Company also secured various new contracts for future models from major OEMs including Proton, Honda, Mazda and Toyota. The successful onboarding of Mazda as a new customer contributed to a more diversified mid-term revenue pipeline and reduced customer concentration risk. AHSB also expanded its product portfolio with the award of the Knee Airbag programme, reinforcing its position in advanced automotive safety systems and increasing value-added content per vehicle.

During the year, AHSB further strengthened collaboration with its technical partner, Autoliv, across sales, project management, technology, operations and sourcing functions to maintain competitiveness amid evolving customer requirements and a dynamic supply chain landscape. This deeper integration enhanced execution reliability, improved sourcing efficiency and reinforced cost competitiveness. The collaboration also involved leveraging sourcing synergies with Autoliv China to enhance cost competitiveness for selected components and tooling. Continuous VA/VE initiatives were conducted to deliver material cost savings and improve bill-of-materials stability, supporting contribution margins despite ongoing pricing pressures.

Awards and Recognition

During the year, AHSB received several recognitions for its operational and quality performance, including the Best Overall Performance Vendor Award 2025 from Perodua, the Best Supplier Award 2024 from ASSB, Appreciation Cost 2024 Award and New Model Contribution Effort 2024 from Honda Malaysia, the Best SQSC Performance 2025 and Value Contribution Excellence Award from Proton, as well as the TISAX Label – ENX in June 2025. These accolades reflect strong quality, cost and delivery performance across key customer accounts.

Perodua Best Overall QCD Performance Vendor Award

MANAGEMENT DISCUSSION AND ANALYSIS

Challenges & Mitigation in 2025

The operating environment in 2025 presented both immediate challenges and forward-looking risks. Heightened competitive pressure arising from new supplier participations in the Malaysian market led to intensified pricing negotiations and reduced share-of-business in selected platforms due to supplier diversification. The increasing presence of new automotive brands is reshaping OEM sourcing strategies and intensifying competition for future programme awards.

Beyond industry competition, broader macroeconomic factors remain relevant. Global trade tensions between major economies could affect supply chain flows and sourcing costs. Geopolitical developments could disrupt logistics and raw material availability, while foreign exchange volatility, particularly against the USD, CNY and THB, may influence imported components and tooling costs. Raw material price fluctuations and domestic macroeconomic conditions, including interest rate movements and consumer sentiment, may affect OEM production levels going forward.

In response, AHSB strengthened its strategic alignment with Autoliv Asia and Autoliv China to enhance R&D capability, sourcing efficiency and overall cost competitiveness. AHSB continued to execute VA/VE initiatives to support customer cost objectives while sustaining margins. Early engagement with OEMs for upcoming platforms was prioritised through joint technical collaboration and programme readiness planning. Operational excellence, quality performance and delivery reliability remain central to reinforcing customer confidence and mitigating market risks.

GOING FORWARD

Economic and Industry Landscape in 2026

Malaysia's economic outlook for 2026 remains broadly stable and resilient, underpinned by strong domestic demand, robust investment flows and improving external trade momentum. Key domestic drivers include the ongoing implementation of multi-year development plans, a favourable labour market, and uplifting policy measures such as minimum wage increases and civil service salary adjustments, all of which are expected to encourage household spending and broaden customer base into 2026. Budget 2026 under the Madani Framework continues to support fiscal discipline while maintaining investment in infrastructure and social safety nets.

External demand remains a key uncertainty heading into 2026, with global trade risks elevated amid ongoing geopolitical conflicts, including tensions and conflicts in the Middle East, potential product-specific tariffs, particularly on semiconductors, as well as questions surrounding the sustainability of the AI-driven US equity rally. Additional risks include resurgent inflation, geopolitical tensions affecting energy prices and commodity markets, slower growth in major economies such as China and Europe, volatile market valuations and increasingly sophisticated digital scams.

These factors could dampen investment sentiment, disrupt supply chains, soften loan demand and place upward pressure on funding costs amid tighter liquidity and deposit competition. Notwithstanding the above, structural shifts, including the redirection of trade and investment toward neutral hubs such as ASEAN, offer strategic opportunities, underscoring the importance of proactive risk management in a persistently uncertain environment.

Within the automotive sector, the Malaysian Automotive Association projects Total Industry Volume ("TIV") to reach 790,000 units in 2026, supported by continued low unemployment that sustains income levels and consumer confidence. Demand is expected to remain resilient for affordable and fuel-efficient vehicles, particularly national makes. At the same time, ongoing development of the EV ecosystem is likely to attract greater participation from foreign EV manufacturers through increased investment, technology transfer and long-term industry expansion. The introduction of new brands and models should further stimulate market interest, while attractive promotional campaigns and value-added services are expected to enhance overall consumer value and choice.

MANAGEMENT DISCUSSION AND ANALYSIS

Regulatory developments are also expected to play a pivotal role in shaping the industry landscape. Anticipated amendments to the Consumer Protection Act 1999, incorporating elements of a Lemon Law to be introduced in 2026, will strengthen consumer rights and increase transparency requirements across the automotive sector. In parallel, the Hire Purchase (Amendment) Bill 2025, set to come into force on 1 June 2026, will further enhance consumer protection by abolishing the flat interest rate and Rule of 78, replacing them with a more transparent effective interest rate ("EIR") and reducing balance method, alongside clearer disclosure requirements and the digitalisation of financing documentation. Compliance readiness, system upgrades and enhanced documentation standards will therefore become increasingly important in safeguarding brand reputation and mitigating potential legal risks. Additionally, the government's introduction of a scrappage incentive, offering up to RM4,000 for vehicles aged 20 years and above when replaced with a new national car, represents the first major step towards implementing an End-of-Life Vehicle policy in Malaysia, supporting both industry renewal and environmental objectives.

Strategic Focus for 2026

As the Malaysian automotive industry enters a more mature and competitive phase, MBMR's priorities for 2026 are shaped by softer production, intensifying competition from Chinese OEMs, margin pressures and accelerating electrification. Against this backdrop, the Group will continue executing its strategic framework anchored on IMPROVE, GROW and BUILD, underpinned by STRENGTHEN, to ensure resilience and sustainable long-term value creation.

Under IMPROVE, the Group will intensify operational excellence across manufacturing and distribution. In the Auto Parts Manufacturing Division, continued VA/VE initiatives and Lean Production System deployment will strengthen cost competitiveness and margins amid OEM pricing pressures. Efforts will focus on optimising sourcing, expanding localisation and deepening collaboration with technology partners to enhance execution reliability and efficiency. Investments in capability expansion such as PU foaming for EV-related applications and waterjet cutting technology will also improve process efficiency and enhance product competitiveness.

Perodua QV-E

Perodua TRAZ SUV

Within the Motor Trading and Assembly Division, digital lead generation, online appointment systems and social media engagement will continue to support sales and aftersales traffic. Aftersales operations will prioritise higher repair order values through value-added services and improved parts optimisation, while governance and quality standards will be reinforced across outlets.

Under GROW, MBMR will pursue measured expansion while broadening exposure to electrification and higher value-added segments. The dealership network will be further optimised, including expansion of Audi operations and upgrading of Perodua outlets. Product diversification remains a key theme, with the launch of Perodua's QV-E and TRAZ SUV strengthening participation in the mass-market EV and B-segment SUV segments, alongside PHEV and hybrid offerings under the Omoda Jaecoo brand. Corporate fleet and used-car operations will also be expanded to diversify revenue streams. The manufacturing segment's expansion into new safety products and broadening of NVH and EV-related applications will increase content per vehicle and support long-term platform participation, alongside early OEM engagement for future models.

Through BUILD, the Group will continue evaluating strategic partnerships, mergers and acquisitions to enhance technological capability, localisation depth and EV ecosystem participation. Integration with global partners will provide access to advanced technologies and best practices, while supporting expansion into niche segments and value-added services beyond traditional passenger vehicles.

Underpinning these pillars is STRENGTHEN, focusing on reinforcing the Group's organisational foundation. Sustainability initiatives, including wider solar adoption and energy efficiency measures, will reduce carbon intensity and operating costs. Compliance with international standards will continue to support quality, environmental and data governance, while talent development and disciplined cost management will ensure readiness for EV transition and advanced manufacturing requirements.

Through the continued execution of these strategies, the Group is confident it will navigate near-term headwinds while emerging stronger, more resilient and aligned with the future direction of the automotive industry.

RESOURCE DEPENDENCIES AND VALUES CREATED

MBMR utilises various capitals or resources to manage its businesses. The following is a strategic snapshot of the various resources utilised; and how these are transformed through the business model into financial and non-financial outputs and outcomes in 2025.

Capitals Inputs

F FINANCIAL

Funds available to MBMR to support its business operations, investments and growth — including shareholders' equity and borrowings; which enable the Group to acquire assets, sustain performance and deliver values to stakeholders.

- Total equity : RM2,704.9 million
- Total debt : RM57.8 million
- Debt/Equity : 2.1%

M MANUFACTURED

Physical assets owned by the Group as well as investments in manufacturing plants, machinery, vehicles, and facilities — that support MBMR's automotive assembly, parts manufacturing, distribution and aftersales operations and contribute to the creation of financial and non-financial values.

- Investments in automotive assembly plants and production lines
- Auto parts manufacturing facilities
- Warehouses, vehicle storage yards and distribution centres
- Showrooms and dealerships nationwide
- Service centres and body & paint workshops
- Spare parts depots and inventory management systems
- Fleet of demo and courtesy service vehicles
- Office buildings, training facilities and corporate headquarters
- IATF 16949, ISO14001, ISO45001 certified

I INTELLECTUAL

Intangible assets such as technical know-how, proprietary systems, process excellence and brand or partnership reputation that support MBMR's ability to deliver quality vehicles, components and customer experiences.

- Technical expertise, manufacturing know-how and proprietary products and processes developed through JVs, OEM partnerships and technology partners
- Well-established brand reputation and franchise rights from major automotive marques
- Company Standard Operating Procedures and quality assurance systems including robust corporate governance, risk management and compliance frameworks
- Core ICT systems and digital platforms with ongoing enhancements to support operational efficiency and governance

H HUMAN

The collective knowledge, skills, experience and wellbeing of MBMR's workforce, which drive operational excellence, customer satisfaction and organisational growth across its divisions.

- Emphasis on talent development and employee wellbeing across subsidiaries and JV guided by Group-level people principles and governance. Reflected in leadership development, succession planning, individual development planning and targeted skills programmes and training. Review of compensation packages to ensure competitiveness, fairness and alignment with business and workforce needs while fostering a diverse, competent and highly motivated workforce

S SOCIAL

The networks, partnerships and stakeholder relationships that enable MBMR to maintain its market presence, serve customers effectively and uphold trust with business partners, suppliers and communities.

- Engagements with regulatory bodies, industry and professional associations.
- Strategic partnerships with principal automotive brands, OEMs and technical partners.
- Established supplier and vendor relationships
- Customer relationship and service management systems
- Corporate reputation and brand trust built over time
- Stakeholder engagement and feedback mechanisms
- Community engagement and CSR programmes

N NATURAL

Natural resources and environmental assets on which MBMR depends to support its operations, including energy and water consumption, together with the associated emissions and waste resulting from its activities.

- 49,708 GJ electricity and 7,670 GJ of solar derived electricity
- 39,018 litres diesel
- 86,276 litres petrol
- 113.71 megalitres municipal water
- 451,085 m^3 natural gas
- 1,750 kg LPG

Business Model

OUR BUSINESS ACTIVITIES

MOTOR TRADING & ASSEMBLY

Distributorship/Dealership

Vehicle sales	Servicing
Repairs and warranty	Parts and accessories
Body and paint	

Vehicle Assembly

Body shop	Paint shop
Hard trim	Soft trim
Final assembly	Inspection

AUTO PARTS MANUFACTURING

Seat belts	Airbags
Steering wheels	NVH products
Tyre assembly	Steel wheels

Aligned Group Management

Group Strategies

OUR STRATEGIC PILLARS AND FOUNDATION

IMPROVE

Improve the performance of our Business Units by enhancing:
- Customer Experience
- Operational Efficiency
- Management Practices

GROW

Grow our Business Units by exploring:
- New customer acquisition
- New market segments
- New product lines

BUILD

Build out the Group by M&A:
- Adjacent businesses
- New growth industries
- New geographies

STRENGTHEN

Strengthen the Group's core functions across:
- Sustainability
- Risk Management
- Corporate Governance
- Talent/Human Capital
- IT/Digitalisation

Material Sustainability Matters

- M1 Energy Consumption
- M2 Climate Change & GHG Emissions
- M3 Water Consumption
- M4 Waste Management
- M5 Customer Satisfaction & Loyalty
- M6 Health & Safety
- M7 Diversity & Equal Opportunity
- M8 Labour & Working Standards
- M9 Employee Welfare
- M10 Community Engagement & Investment
- M11 Innovation & Digitalisation
- M12 Supply Chain
- M13 Corporate Governance
- M14 Anti-Corruption
- M15 Data Privacy & Cybersecurity

Identified Key Risks

Business and Strategic Risk	Operational Risk
Information Technology Risk	Human Resources Risk
Sustainability Risk	Health and Safety Risk

Outputs and Outcomes

F
- Revenue: RM2,549.2 million
- Profit before tax: RM405.5 million
- Profit attributable to equity holders of the Company: RM339.3 million
- Return on equity: 14.3%
- Total dividend payout: RM234.5 million*
- Market capitalisation: RM2,036.5 million

** Based on total dividend paid and payable for FY2025.*

M
- Vehicles Sold: 31,997
- Vehicles Serviced: 273,597
- Components delivered ('000 units): 384 steel wheels, 3,139 tyre assemblies, 918 NVH products, 539 steering wheels, 1,470 airbags and 2,598 seat belts

I
- Consistent product and service quality across all operations
- Award of new product contract
- Operational efficiency through standardised systems and processes
- Strong brand equity and customer trust
- Effective risk and compliance management
- Innovation in products, components and customer solutions
- Enhanced decision-making through data and management systems
- Strengthened organisational resilience and business continuity

H
- Strengthened workforce capability and leadership continuity, supported by clearer succession visibility, more structured development pathways and consistent people governance at the Group level. These outcomes enhance execution reliability, service consistency and organisational resilience, enabling the Group to sustain performance across its automotive trading and manufacturing businesses

S
- Improved stakeholder relationships
- 4 analyst briefing sessions
- 5 buy calls over 9 analysts and research houses
- Multiple industry awards secured
- 11 CSR Programme/RM113,024.55 spend for CSR community programmes
- 1,942 number of community beneficiaries
- Strengthened positive brand perception among multiple stakeholder groups which contribute to robust sales, positive media publicity and investor interest

N
- 1,164 Co_2e tonnes Scope 1 Emissions
- 10,604 Co_2e tonnes Scope 2 Emissions
- 19,923 Co_2e tonnes Scope 3 emissions (employee commuting, business travel and upstream transportation & distribution)
- 3,248 tonnes waste

OUR OPERATING ENVIRONMENT AND KEY RISKS AND OPPORTUNITIES

The following table provides a snapshot of material trends based on a PESTLE review. It also outlines MBMR's strategic responses to sustain growth and support long-term value creation for stakeholders.

KEY EXTERNAL TRENDS 2025

Impacts *Positive* *Negative*

INCREASING ADOPTION OF EVs IN THE MALAYSIAN AUTOMOTIVE SECTOR

Impacts *Capitals Impacted* F M I S *Strategic Response*

Description

In recent years, the increasing adoption of EVs has altered consumer preferences and market dynamics. In 2025, EV sales in Malaysia increased by 109% year-on-year to 30,848 units. Total EV sales, including hybrids, reached 69,363 units.

Impact to Business Model	Risks and Opportunities	MBMR's Response
The increase in EV adoption presents both opportunities and challenges for the automotive sector, including MBMR's operations. On the positive side, it creates opportunities to diversify product offerings, introduce new and enhanced future-ready products, and potentially develop new supply chains aligned with the evolving mobility landscape. At the same time, shifting consumer preferences may require MBMR to rebalance its product portfolio to respond effectively to market changes and capture a share of the growing EV market.	**Risk:** Although current impacts remain limited, increasing EV adoption may require adjustment to the product mix. In addition, it may also affects the Group's aftersales earnings given the reduced maintenance needs of EVs. **Opportunities:** The transition toward electric vehicles provides MBMR with an opportunity to expand its EV-related capabilities, including battery services, charging solutions and other recurring service offerings.	MBMR continues to leverage EV variants across its existing marketed brands such as Volvo, Perodua and others. The goal is to ensure further expansion of EV offerings in terms of variety and volume to capitalise on growing market demand.

INCREASING COMPETITION FROM CHINESE ORIGINAL EQUIPMENT MANUFACTURERS ("COEMs")

Impacts *Capitals Impacted* F M I S *Strategic Response*

Description

In 2025, increasing competition, especially vehicles produced by COEMs has altered the overall competitive landscape in the automotive sector. Models produced by COEMs typically offer attractive technological features and capabilities and value for money propositions to customers.

Impact to Business Model	Risks and Opportunities	MBMR's Response
Competition has intensified across brand choices, product variants, pricing and marketing strategies, while consumers have become more selective and data-driven in their purchasing decisions. Preferences are also shifting towards new marques offering attractive ownership packages. As a result, stronger value propositions – including discounts, rebates, free services and extended warranties – have become increasingly important, while cost competitiveness and localisation remain critical differentiators in securing new business.	**Risk:** Shifts in customer preferences to COEMs brands may lead to lower sales and market share, particularly in the luxury passenger vehicle segment. In addition, the growing presence of COEMs is also affecting the manufacturing supply chain as more China-based suppliers enter the Malaysian automotive sector. **Opportunities:** Opportunity to drive cost efficiency and savings while expanding the auto parts manufacturing customer base to include COEMs.	In response to intensifying competition, MBMR focused on strengthening its brand presence through enhanced network accessibility, outlet refurbishments and digital platforms. The Group also expanded its product portfolio, as evidenced by the addition of the Jaecoo dealership in FY2024 and Audi dealership in FY2025, while concurrently exploring partnerships with principals to further strengthen its market position and broaden its offerings in response to evolving customer and industry demands. In addition, the Group is exploring partnerships with technology partners to localise the assembly and manufacturing of automotive components. Strengthening strategic collaborations with technical partners remains a key focus to enhance internal capabilities, improve cost competitiveness and increase sourcing efficiency.

VOLATILITY IN RAW MATERIAL PRICES AND SUPPLY CHAIN DISRUPTIONS ARISING FROM MARKET UNCERTAINTIES AND EXTERNAL ECONOMIC CONDITIONS

Impacts *Capitals Impacted* F M *Strategic Response*

Description

Raw material price volatility and supply chain disruptions may arise from shifts in market conditions, changes in demand and supply dynamics, and external economic factors. These developments can affect the availability, cost, and timely delivery of material and supplies required for the Group's operations.

Impact to Business Model	Risks and Opportunities	MBMR's Response
Rising manufacturing costs and disruptions to the production schedule could result in financial losses and decreased profitability.	**Risk:** Increases in raw material prices and supply disruptions. **Opportunities:** Enhanced supply chain planning and sourcing strategies to support operational reliability and cost efficiency.	The Group continues to mitigate supply chain risks through competitive sourcing of raw materials, maintaining adequate buffer stocks, and actively monitoring inventory levels. Supplier performance is regularly reviewed, with timely actions taken to address issues that may disrupt the continuity and reliability of raw material supply.

OUR OPERATING ENVIRONMENT AND KEY RISKS AND OPPORTUNITIES

INCREASED DIGITALISATION AND SOPHISTICATED CYBER THREATS

Impacts | Capitals Impacted | Strategic Response

Description

Increasing reliance on digital platforms, interconnected systems and third-party service providers has heightened exposure to cybersecurity threats.

Impact to Business Model	Risks and Opportunities	MBMR's Response
Any potential cyber security incident could result in operational disruption, data security breaches, loss of customer confidence, regulatory exposure and financial implications.	**Risk:** Exposure to heightened cybersecurity risk due to increased digitalisation and evolving cyber threat capabilities. **Opportunities:** Enhanced cybersecurity and IT infrastructure strengthen technology adoption and stakeholder confidence.	The Group maintains its cybersecurity resilience by regularly upgrading its firewall and antivirus systems, implementing cybersecurity awareness programmes for employees, and maintaining a Disaster Recovery Plan supported by regular data backup activities. In addition, periodic assessments are conducted to identify potential vulnerabilities within IT systems and appropriate mitigation measures are implemented.

COMPETITIVE LABOUR MARKET AND HEIGHTENED DEMAND FOR TALENT ACROSS INDUSTRIES

Impacts | Capitals Impacted | Strategic Response

Description

The availability of labour may be constrained by limited workforce supply and regulatory requirements governing the employment of foreign workers. In addition, competition for specialised skills may affect the continuity of personnel in critical positions.

Impact to Business Model	Risks and Opportunities	MBMR's Response
Insufficient manpower or the loss of key personnel may affect operational efficiency, productivity, service delivery and the business continuity.	**Risks:** Manpower shortages and loss of key personnel **Opportunities:** Proactive workforce management strengthens talent capabilities while improving operational efficiency. In addition, investments in automation would also enhance productivity and support long-term sustainability.	The Group addresses manpower challenges through a combination of process automation, targeted recruitment and structured shift planning to support production requirements. In addition, succession planning is established for critical positions, with identified successors developed to ensure leadership continuity and operational stability.

OUR OPERATING ENVIRONMENT AND KEY RISKS AND OPPORTUNITIES

LOWER INTEREST AND FINANCING RATES

Impacts | Capitals Impacted | Strategic Response

Description

In 2025, Bank Negara Malaysia ("BNM") reduced the Overnight Policy Rate ("OPR") by 25 basis points to 2.75%. This had a knock-on effect on hire purchase financing rates, making car ownership more affordable for both existing and prospective customers.

Impact to Business Model	Risks and Opportunities	MBMR's Response
Lower hire purchase interest rates have a direct stimulatory effect on the automotive sector with buyers having an increased appetite for vehicle financing.	**Opportunities:** Leverage on supportive financial conditions to encourage more sales.	Capitalising on the supportive financial environment, MBMR continued to launch a wide range of customer centric marketing campaigns to capture market share.

CURRENCY APPRECIATION

Impacts | Capitals Impacted | Strategic Response

Description

A stronger Malaysian Ringgit ("RM") against major currencies was a key highlight of 2025, supported by improved fiscal discipline, a robust domestic economy and increased investor confidence.

Impact to Business Model	Risks and Opportunities	MBMR's Response
The strengthening of RM has led to reduced import costs, particularly for imported vehicles and parts, raw materials and components. Savings achieved had a positive effect on earnings.	**Risk:** Exposure to currency volatility, where any reversal in RM strength may increase import costs and compress margins. **Opportunities:** A continued upward trajectory for RM against the USD and other major currencies may see further savings achieved.	Leveraging the favourable foreign currency environment, MBMR looked to further streamline procurement currencies to benefit from stronger RM and leverage more stable foreign currencies to achieve lower input costs and improved margins. The Group continues to manage currency exposure through localisation initiatives, strategic sourcing and disciplined procurement planning to mitigate the impact of exchange rate volatility.

SUSTAINABILITY RELATED RISKS AND OPPORTUNITIES ("SRROs")

The Group's disclosure of its material SRROs forms part of MBMR's approach to integrated reporting and is consistent with the IFRS Sustainability Disclosure Standards as issued by the International Sustainability Standards Board ("ISSB"), in line with Bursa Malaysia Securities Berhad's Main Market Listing Requirements (Main Market Listing Requirements).

IAR 2025 provides inaugural disclosures, to the extent practicable, of the current and anticipated financial impacts of sustainability related risks over the short, medium and long-term horizons. This information is presented in the context of effects to the Group's direct operations as well as its value chains, where relevant. Disclosures have been streamlined to selected material topics only, based on financial, business or operational significance.

BASIS OF JUDGEMENT AND MATERIALITY

In determining SRROs, management has exercised specific judgment in assessing the financial materiality based on the Group's existing risk parameters under its Enterprise Risk Management ("ERM") Policy and Framework.

While management has sought to identify all SRROs to a high degree of certainty for financial quantification where applicable, assumptions were applied in certain cases, particularly for forward-looking information, due to data limitations and measurement uncertainties.

Materiality Assessment Process

The content development process for IAR 2025 and the development of SRROs was primarily driven by an integrated thinking, cross-functional workshop facilitated by an IFRS licensed Integrated Reporting Training Partner, Joshua Rayan Communications ("JRC").

The workshop saw a multi-disciplinary participation by key members of management and strategic portfolio holders of the Group. This included C-suite participation, personnel from Risk, Sustainability, Strategy, Human Resources, as well senior level management from the Group's motor trading and auto parts manufacturing division. The integrated reporting workshop focused on the following:

- Business review based on a SWOT / PESTLE analysis to identify and agree on key PESTLE trends and developments that influenced performance.
- Review and confirmation on material SRROs towards ascertaining sustainability risks and opportunities.
- Development of a unified perspective of the Group's business model, its operations and value chains
- Preparation to meet disclosure requirements of the National Sustainability Reporting Framework under the auspices of the Securities Commission Malaysia.

The inaugural workshop brought cross-functional stakeholders together to build a shared understanding of the Group's value creation narrative and overall performance. It also identified key risks, opportunities, material matters and external trends that shape MBMR's outlook and strategic priorities.

The materiality of SRROs were further assessed based on the following:

- Consideration of relevant ISSB and Sustainability Accounting Standards Board ("SASB") standards notably the standards set out for the multi-line and specialty retailers and auto parts sectors.
- Peer comparisons with similar automotive sector companies in terms of similarity in scope and extent of operations.
- Continuous refinement of disclosures to enhance the information provided to stakeholders, in line with evolving regulatory requirements and reporting standards.

APPLICATION OF SHORT, MEDIUM, AND LONG-TERM TIME HORIZONS

In the development of SRROs, MBMR defines short, medium, and long-term time horizons as follows:

Short-term (0 to 12 months)	Medium-term (2-5 years)	Long-term (beyond 5 years)

Risk Level: Low, Moderate, High

M1 ENERGY CONSUMPTION

Risk Level: Moderate

Capital Most at Risk: F

Risk	Opportunities
Exposure to rising operating costs driven by higher electricity and energy tariffs, which may place pressure on operating margins.	Rising energy costs present an opportunity for the Group to expand its electric vehicle ("EV") portfolio and increase EV sales, as customers shift towards more cost-effective options. It also presents an opportunity for the Group to accelerate its adoption of renewable energy, enabling energy cost savings through reduced reliance on grid electricity.

Timeframe

Short, medium to long-term.

M2 CLIMATE CHANGE AND GREENHOUSE GAS ("GHG") EMISSIONS

Risk Level

Risk levels vary based on identified climate related physical and transition risks. Please refer to the climate scenario analysis in the Sustainability Report pages 25 to 30.

Capital Most at Risk: F M

Risk	Opportunities
Emerging and existing physical and transition climate-related risks could have wide range of business and operational impacts on MBMR's business model.	Growing focus on climate change and GHG emissions creates opportunities for the Group to expand its low-carbon offerings, including electric vehicles, in response to increasing demand for sustainable solutions.

Timeframe

Short, medium to long-term.

SUSTAINABILITY RELATED RISKS AND OPPORTUNITIES ("SRROs")

M8 LABOUR & WORKING STANDARDS

Risk Level

Capital Most at Risk

F M I H S

Risk

Potential risks include non-compliance to the labour and working regulations leading to penalties or operational shutdowns, as well as potential workforce attrition driven by labour and working condition challenges.

Opportunities

Enhancing the Group's labour regulations monitoring systems and employee engagement presents an opportunity to strengthen its reputation as a responsible business partner and support continued access to customers and key markets.

Timeframe

As 20% of the Group's workforce is unionised and 23% comprises foreign workers, this risk is relevant across the short, medium and long term.

M14 ANTI-CORRUPTION

Risk Level

Capital Most at Risk

H S

Risk

Any incident of corruption poses significant risks, including legal exposure for MBMR and its personnel. Such incidents can damage the Group's reputation, erode customer confidence and weaken employee morale. It could also potentially lead to long-term financial implications.

Nevertheless, MBMR upholds a zero-tolerance approach to corruption, reinforced by continuous monitoring of anti-corruption initiatives across its operations, supply chain and stakeholder network. These measures collectively help maintain a low likelihood of such occurrences.

Opportunities

Strengthened anti-corruption practices enhance the Group's procurement integrity, eliminate leakages and enhance the Group's credibility with customers and business partners, contributing to sustainable operations.

Timeframe

A perennial risk across the short, medium and long term, with low occurrence.

SUSTAINABILITY RELATED RISKS AND OPPORTUNITIES ("SRROs")

M1 ENERGY CONSUMPTION

Description

The automotive sector is widely recognised as an energy-intensive industry across its value chain. Significant energy is required for the extraction, production, and transportation of raw materials, as well as the manufacturing and assembly of vehicles and auto parts. This reliance on energy continues through vehicle distribution, sales and aftersales services, making energy use a core aspect of the automotive sector.

In June 2024, the Malaysian government withdrew diesel subsidies, resulting in a 56% price increase in Peninsular Malaysia, from RM2.15 to RM3.35 per litre. This was followed on 30 September 2025, with a restructuring of petrol subsidies, which saw petrol prices being retained at RM1.99 for Malaysian citizens.

Pertaining to electricity tariffs, in July 2025, the base electricity tariff in Peninsular Malaysia was revised with higher costs for non-residential consumers under the three-year Regulatory Period 4 ("RP4") effective from January 2025 to December 2027.

Effects on Business Model and Value Chain

Specific to MBMR's business model, the Group's dependence on energy is reflected primarily in the business activities of its subsidiaries. Given the potential of future upward revision in electricity and natural gas tariffs and removal of subsidies for petrol, the Group has considered its short, medium and long-term exposure to rising energy costs. The Group continues to monitor movements in energy costs, which may impact its operational cost across the value chain.

Current and Anticipated Financial Effects

Rising energy costs, particularly over the medium to long term, may affect the cost structure of both auto parts manufacturing and motor trading operations. Higher operating and production costs could place pressure on overall margins.

Mitigation and Adaptation

Transition to renewable energy is key to the Group's energy transition and decarbonisation strategies. In 2025, MBMR has expanded its solar installed capacity as follows:

- A total of 97.8 kWp was installed at the DMMS Desa Coalfields outlet, 55.35 kWp at DMMS Pasir Mas, and 294.6 kWp at DSMB Shah Alam
- Additional 66.25 kWp was installed for FAHB at its Penang outlet
- 327.6 kWp was installed at AHSB for its Phase 2 solar installation programme
- 353.4 kWp was installed at HASB for its Phase 2 solar installation programme

The Group plans to further expand renewable energy adoption across its sales and aftersales outlets at FAHB and DMSB, while extending these initiatives to manufacturing subsidiaries to further enhance energy efficiency and reduce carbon emissions.

The Group's use of solar energy yielded approximately RM0.85 million in energy cost savings in 2025 and avoided 1,649 tonnes of carbon emissions. As of 31 December 2025, solar derived electricity comprises 13% of total electricity consumed (8% in 2024).

Other measures that have been introduced include usage of EV forklifts at the Group's auto parts manufacturing companies, replacement of air compressors with variants that employ energy-efficient inverter technology and adopting electrically heated spray booths at Volvo Certified Damage Repair Centres that have boosted efficiency and reduced carbon emissions.

M2 CLIMATE CHANGE AND GREENHOUSE GAS ("GHG") EMISSIONS

Description

Climate change is becoming increasingly evident through more frequent and intense weather events such as floods, heatwaves, drought, water scarcity and rising sea levels. These physical risks disrupt communities, ecosystems and economic activities, leading to operational interruptions and financial losses across sectors. At the same time, transition risks driven by new policies, legal requirements, shifting market expectations and technological advancements are reshaping industries. Together, these forces create significant challenges but also create opportunities for organisations that adapt early and strategically.

Effects on Business Model and Value Chain

MBMR has undertaken a climate scenario analysis of its businesses and operational assets in 2025. Findings from the climate scenario analysis have enabled the Group to identify and prioritise the mitigation of its physical and transition climate risks.

This has enabled MBMR to identify which parts of its operations may be affected by climate risks, understand the nature, duration of those impacts and determine the stakeholders involved. With these insights, the Group can implement appropriate measures to mitigate and manage climate-related risks. Details of MBMR 2025 climate scenario analysis are disclosed in the 2025 Sustainability Report.

Physical Climate Risks

- Water Stress
- Coastal Floods
- Urban Floods
- Heat Waves

Transition Climate Risks

- Shift Towards EVs
- Shift Towards Sustainable Practices
- Implementation of Carbon Tax
- Increase in Energy Pricing

Effects On Strategy and Decision Making

In response to the identified physical and transition risks, MBMR's strategy focuses on strengthening its understanding of these risks and their potential impacts to determine appropriate mitigation measures across the short, medium, and long term. The Group recognises that not all risks require immediate or capital-intensive actions, particularly where impacts are expected to materialise over the longer term. Details of the strategies are disclosed in the 2025 Sustainability Report.

Metrics

tCO_2e	2023	2024	2025
Scope 1	1,718	1,475	**1,164**
Scope 2	11,641	11,500	**10,604**
Scope 3: Category 6 (Business Travel)	-	121	**224**
Scope 3: Category 7 (Employee Commuting)	-	2,991	**2,942**
Scope 3: Category 4 (Upstream Transportation and Distribution)	-	-	**16,757**

SUSTAINABILITY RELATED RISKS AND OPPORTUNITIES ("SRROs")

M8 LABOUR AND WORKING STANDARDS

Description

Despite the increasing adoption of automation and digitalisation, the automotive sector across the value chain is still reliant on human labour, particularly, manual labour at assembly and production lines. Such labour is primarily unskilled or semi-skilled, with a significant proportion comprising foreign contract workers.

In Malaysia, the manufacturing sector including the automotive industry is dependent on unskilled or semi-skilled foreign workers. The availability of such workers can be affected by changes in recruitment regulations or other factors. While certain developments or trends may at times be anticipated, shortages can also arise abruptly, leading to sudden disruptions that require timely mitigation.

Effects on Business Model and Value Chain

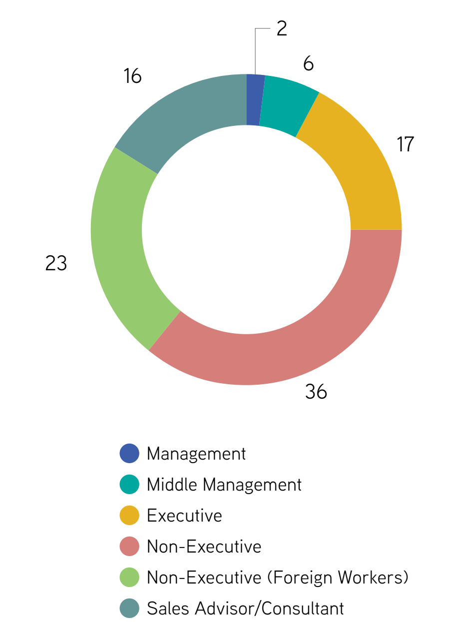
The Group is exposed to labour and working standards-related risks arising from the need to ensure a stable, compliant and well-managed workforce across its operations. These risks are heightened by reliance on foreign labour, which is subject to evolving labour regulations, immigration requirements and heightened stakeholder scrutiny on employee welfare and workplace standards.

Inadequate management of labour and working standards may result in workforce attrition, operational disruptions and regulatory non-compliance, particularly in its labour-intensive auto parts manufacturing segment. Changes in the legal environment may further increase compliance obligations, with potential consequences including penalties, operational restrictions or reputational impact.

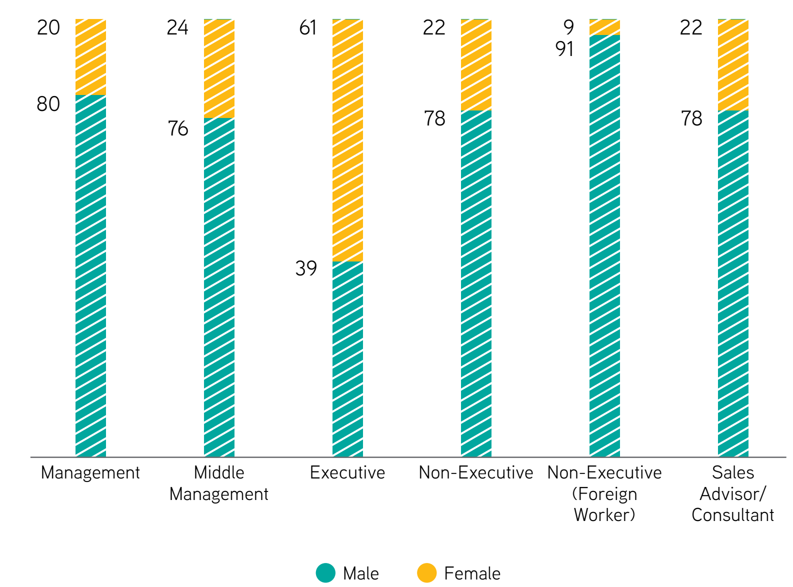
As at end-2025, approximately 23% of the Group's workforce comprised foreign workers. Accordingly, maintaining consistent labour practices, safe working conditions and fair employment standards remain critical to workforce retention, operational continuity and regulatory compliance across the Group and its value chain.

The risk of labour strikes, however, is unlikely given that there have been zero (0) such incidents in the past since the commencement of the Group's operations more than 40 years ago.

Total Group Employees Breakdown FY2025 (%)



Group Employees by Gender & Employment Category (Level) FY2025 (%)



Effects on Strategy and Decision Making

In the short term, the Group focuses on strengthening labour and working standards through enhanced workforce planning, improved employee engagement and closer monitoring of compliance with labour-related requirements. Key measures include reinforcing internal controls over labour practices, improving working conditions and welfare support and enhancing retention initiatives to reduce workforce attrition. The Group also engages closely with relevant authorities and recruitment channels to ensure timely workforce availability while maintaining compliance with applicable labour laws and standards.

The focus on technology enables a longer-term solution towards ultimately reducing reliance on manual workers. These strategies not only provide solutions in addressing labour dependence, but also promote cost and operational efficiencies, improvements in quality and increased cost predictability.

Mitigation and Adaptation

Over the years, MBMR has automated several processes in its auto parts manufacturing segment. These initiatives include the automation of production processes, specifically the Manual Balancer, Lifter System and Conveyor & Vision Inspection systems. The introduction of these solutions is aimed at improving operational efficiency, reducing reliance on manual handling, enhancing workplace safety and supporting consistent quality control within production operations.

MBMR also continues to ensure competitive compensation benefits that commensurate with industry standards, which, beyond salaries, include a wide range of benefits such as workers' accommodation. In addition, MBMR has initiated the increased hiring of local workforce as part of its efforts to reduce reliance on foreign labour.

Anticipated Financial Impact

Potential financial impacts include higher labour and compliance costs, penalties arising from regulatory non-compliance and inefficiencies due to workforce attrition or operational disruption, which may place pressure on operating margins.

Metrics

Labour Practices

Metric	2023	2024	2025
Percentage of active workforce employed under collective agreements	-	24%	**20%**
Percentage of in-store and distribution centre employees earning minimum wage *In-store distribution and distribution centre employees are employed exclusively within the Motor Trading Division.*	33%	31%	**31%**
Total amount of monetary losses as a result of legal proceedings associated with labour law violations (RM'Million)	0	0	**0**

SUSTAINABILITY RELATED RISKS AND OPPORTUNITIES ("SRROs")

M14 ANTI-CORRUPTION

Description

Addressing corruption remains a national priority in Malaysia, with concerns extending across society, industry and public institutions. Recent efforts by regulatory and enforcement bodies have strengthened the country's anti-corruption agenda, encouraging businesses to adopt stronger measures aligned with government policy. This commitment is crucial, as corruption can weaken supply chains, reduce competitiveness, erode stakeholder trust, damage reputation and ultimately lead to financial losses.

Effects to Business Model and Value Chain

Cognisant of the risks, MBMR has a zero-tolerance policy on corruption across its business operations and its value chains.

Equally important is the cascading and enforcement of a no-compromise, zero-tolerance policy consistently across all supply chains. Aligning suppliers, vendors and business partners towards developing a similar disposition is imperative in developing a consistent and effective anti-corruption environment.

Effects on Strategy and Decision Making

The anti-corruption agenda has evolved from a compliance-driven requirement to a recognised driver of business performance. Effective anti-corruption practices are now seen as integral to strengthening the business model by supporting efficiency, competitiveness and merit-based performance. Reflecting this, the Group continues to strengthen its anti-corruption policy and procedures and improved its anti-corruption monitoring mechanisms. The Group aims to build on its zero-incident track record by further enhancing transparency, audits and internal controls to strengthen organisational oversight on anti-corruption matters.

Current and Anticipated Financial Effects

In 2025, MBMR continued to strengthen its anti-corruption agenda through enhanced training, improved systems and processes and periodic audits. These efforts are part of the Group's ongoing commitment to uphold strong governance standards. Looking ahead, MBMR anticipates further enhancement of its anti-corruption measures as regulatory expectations tighten and best-practice standards advance, ensuring the organisation continues to operate with transparency and adherence to regulatory requirements.

Mitigation and Adaptation

MBMR has aligned its management approach with the provision of Section 17A of the Malaysia Anti-Corruption Commission ("MACC") Act 2009. All directors and employees are subject to mandatory annual anti-corruption training across the Group. MBMR has also established its Anti-Bribery & Anti Corruption ("ABAC") Policy since 2020 and the Policy is reviewed annually.

The Group has established a whistleblowing channel for any stakeholder to submit reports on any incidents of known and perceived corruption. The Group's suppliers and business associates are also required to acknowledge and adhere to the Group's ABAC policy as a prerequisite to tender for contracts or enter into supply agreements.

Metrics

	2023	2024	2025
Confirmed incidents of corruption and actions taken	0	0	**0**
Percentage of Employees who completed training on the ABAC & Whistleblowing Policies	100%	99.9%	**99.6%**

STRATEGIC PRIORITIES AND FUTURE ORIENTATION

MBMR's strategic priorities, are driven by its three (3) strategic pillars and one (1) foundation comprising Improve, Grow, Build and Strengthen. Each pillar and foundation is intended to enhance specific aspects of the Group's business towards building long-term resilience, driving organisational transformation and ensuring continued market relevance and competitive advantages.

Strategic Pillars	Initiatives Implemented	Implementation Status	Performance/ Results Achieved	Future Plans/ Next Steps	Resources Allocated
IMPROVE Improve the performance of our Business Units ("BUs") by enhancing the following: • Customer Experience • Operational Efficiency • Management Practices	Upgrading and refurbishment of existing DMMS' outlets: eight (8) outlets in FY2025 and seven (7) outlets in FY2026.	Currently implemented, to be completed over two (2) phases with phase 2 commencing in 2026.	To improve customer satisfaction ratings and drive additional throughput for aftersales.	Completion of phase 2 refurbishment of service centres.	F I S
	Production Efficiency Improvement in HASB.	Currently implemented.	Achieved target cycle time improvement for Dampening Sheets ("DS") and NVH products.	Review and benchmark other operational metrics for improvement.	F I S
	Improvement projects in OMI.	Currently implemented.	Completed three (3) improvement projects focused on quality, productivity, cost, process, safety and environment. The completed projects are 1) press jig hoist life-span improvement, 2) consistent air pressure for over inflator machine and; 3) prevention of loss output count via introduction of a production counter system.	Complete the remaining projects and to develop new improvement projects in 2026.	I M
	Talent acquisition via JV partner, Autoliv for AHSB's operations.	Completed.	Strengthened strategic alignment with Autoliv Asia and Autoliv China to enhance technology capability, cost competitiveness and sourcing efficiency. Appointment of new COO, Mr. Tan Fei, Tony, to drive performance and efficiencies, and appeal to COEMs present in Malaysia.	Continued execution of VA/VE initiatives to support customer cost objectives while sustaining margins. Early engagement with OEMs for upcoming platforms, supported by joint technical, sourcing and programme launch readiness with JV Partner Autoliv. Continue leveraging Autoliv's global competitiveness & technical leadership.	H

Strategic Pillars	Initiatives Implemented	Implementation Status	Performance/ Results Achieved	Future Plans/ Next Steps	Resources Allocated
GROW Grow our BUs through: • New customer acquisition • New market segments • New product lines	Establishment of new outlets and undertaking of expansion, upgrading and relocation activities for existing outlets.	Under development.	Several outlets have been relocated, upgraded including upgrading from 2S to 4S centres. New outlet established in Pasir Mas, Kelantan.	To continue to assess outlets' potential for expansion, upgrades and/ or relocation if necessary.	F M S
	Establishment of a new dealership for Audi vehicles under FAHB.	Currently implemented.	Audi dealership was launched in Skudai, Johor and Sri Hartamas, Kuala Lumpur.	Exploring opening Audi dealerships at new locations, notably in the Klang Valley.	F H
	New customer acquisition for OMI.	In progress.	Secured new project for a Japanese OEM for the purchase, storage, assembly and delivery of spare tyres starting January 2025. Secured mining tyre business from a Swedish multinational.	Leverage market trend of more customers turning to OMI for component purchase service and other value-add services such as handling and warehousing.	F S

Strategic Pillars	Initiatives Implemented	Implementation Status	Performance/ Results Achieved	Future Plans/ Next Steps	Resources Allocated
BUILD Build the Group through organic and inorganic growth strategies such as via mergers and acquisitions ("M&As"): • Adjacent businesses • New growth industries • New geographic locations	Continuous development of high potential pipeline for M&A.	To be considered.	Review and assessment of various proposals for potential M&A.	Identify most effective opportunities, while continuing to source and pursue new potentials in 2026.	F I
	New Business Development for DMSB.	To be considered.	Task force has been formed to study high potential businesses for DMSB to evaluate and execute.	The task force is exploring and evaluating high potential new revenue streams for DMSB.	F I H

STRATEGIC PRIORITIES AND FUTURE ORIENTATION

Strategic Foundation	Initiatives Implemented	Implementation Status	Performance/ Results Achieved	Future Plans/ Next Steps	Resources Allocated
STRENGTHEN Strengthen core Group functions as per the following: • Sustainability • Risk Management • Corporate Governance • IT/Digitalisation • Talent/Human Capital	Talent identification.	Currently implemented.	54 key successors out of 60 key roles have been identified.	To establish development plans for the successors and key talents.	H
	Strengthening risk management via an updated risk identification exercise.	Currently implemented.	Added new risk of the threats of COEMs to all operating companies.	Constant monitoring and periodic monitoring to the Board of Directors.	H
	Digitalisation of systems and processes.	In progress.	• AHSB: Implemented cyber security system; to be renewed annually. • HASB: Installed IoT system at all hydraulic press machines for predictive maintenance. • OMI: Installed 2nd phase of SCADA system at selected operational facilities.	To evaluate and reassess IT systems and processes.	F I
	Enhancements to corporate governance practices.	Currently implemented.	1) Positive outcome and action plans identified from Board and Individual Directors Effectiveness Evaluation. 2) Revision and update of the following Company policies: • Board Diversity Policy • Board Remuneration Policy • Board Charter and Board Committees Terms of Reference 3) Revision and refresh of the following Group Policies: • Anti-Bribery & Anti-Corruption Policy • Whistleblowing Policy • Personal Data Protection Notice	Continuous review of Group Policies and procedures to ensure that they remain relevant to the business operations and ever-changing regulatory environment.	I H
	Installation of solar panels for all subsidiaries.	Currently implemented.	In 2025, additional solar facilities were installed across all operating companies, bringing the Group's total solar capacity to 2,996 kWp.	Expansion to other sites.	F M N

SUSTAINABILITY STATEMENT

In an increasingly dynamic global landscape marked by evolving environment, economic, social and governance ("EESG") considerations, MBM Resources Berhad ("MBMR" or "the Group", collectively with its subsidiaries) remains committed to conducting its business in a sustainable and responsible manner.

The Group's sustainability approach emphasises the effective management of environmental and social impacts, adherence to applicable laws and regulations, and the strengthening of corporate governance across its operations. In addition, the Group seeks to contribute to global and national sustainable development by integrating sustainability considerations into its business strategies and operational undertaking. These efforts are supported by an established governance framework, appropriate leadership oversight and the implementation of targeted sustainability initiatives throughout the Group.

This Sustainability Statement should be read in conjunction with the Group's 2025 Sustainability Report and Integrated Annual Report 2025, which together provide an overview of the Group's approach to sustainability. These reports include detailed disclosures on Sustainability-Related Risks and Opportunities ("SRRO"), as well as further information on the Group's sustainability governance framework, material matters, strategies and performance.

OUR APPROACH TO SUSTAINABILITY

The Group's sustainability framework is governed through an established sustainability governance structure with Board oversight and is supported by stakeholder engagement and an integrated risk management process.

This framework enables sustainability considerations to be incorporated into the Group's business strategies, decision-making and operational activities. Through this approach, the Group seeks to support long-term business continuity and create value for its stakeholders.

MBMR's sustainability focus areas are structured around four (4) key pillars that reflect the Group's areas of focus in managing sustainability-related matters. The environmental pillar addresses the management of resources and the environmental impacts associated with the Group's operations. The social pillar covers matters related to employee welfare, labour practices, human rights, diversity, inclusion and community engagement. The economic pillar relates to the Group's contributions to economic activities, including the development of local supply chains and participation in socio-economic initiatives. The governance pillar underpins the sustainability framework by promoting accountability, ethical practices, transparency and appropriate oversight across the Group.

PILLAR 1: ENVIRONMENT

PILLAR 3: ECONOMIC

PILLAR 2: SOCIAL

PILLAR 4: GOVERNANCE

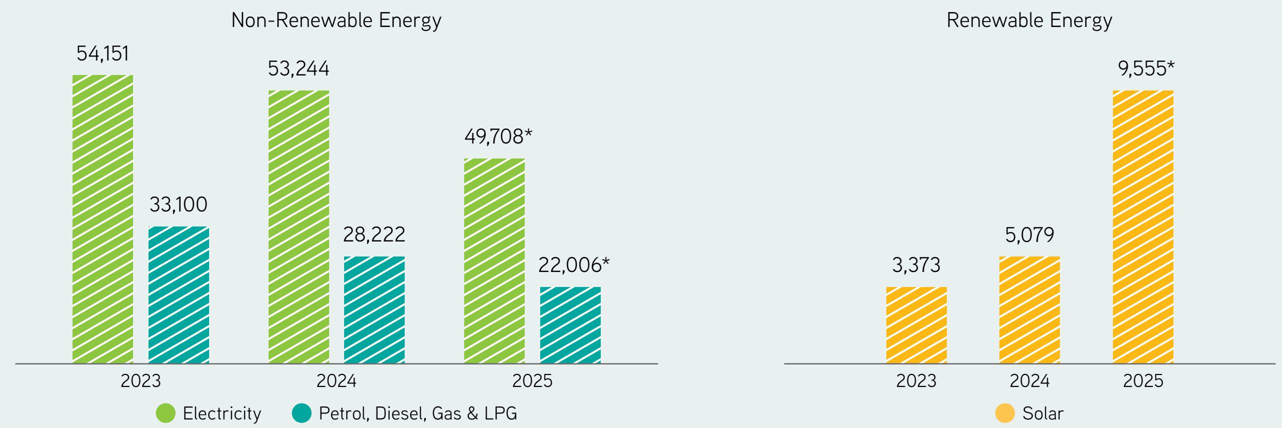
Details of the Group's Sustainability Governance and Framework are provided in the 2025 Sustainability Report.

PILLAR 1: ENVIRONMENT

The environmental pillar outlines the Group's approach to managing environmental impacts associated with its operations. Supported by an established sustainability governance framework, relevant policies and performance monitoring mechanisms, the Group implements initiatives to improve resource efficiency and environmental management. Key areas of focus include energy and water consumption, waste management and the management of climate-related impacts, including greenhouse gas emissions. By integrating environmental considerations into operational practices, the Group supports national environmental priorities and contributes to selected Sustainable Development Goals ("SDGs"), namely Goals 3, 6, 7, 11, 12 and 13.

Key Environment Indicators

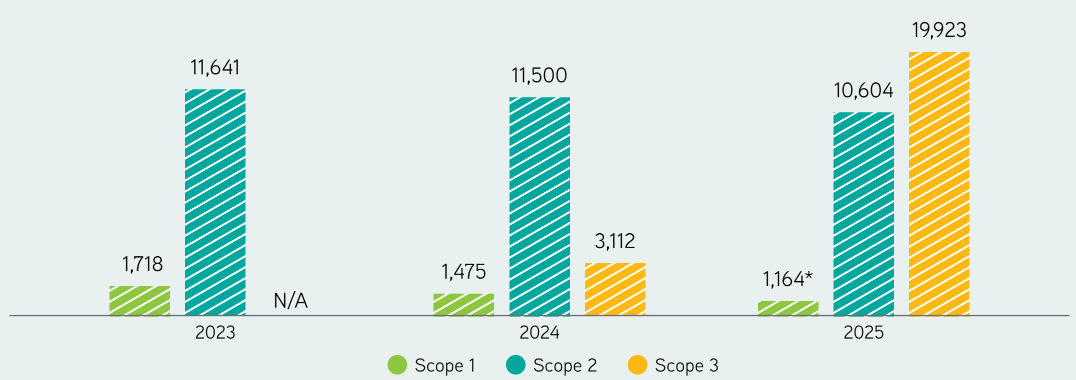
Group Energy Consumption (Gigajoule)



Group Electricity Consumption Intensity Comparison (kilowatt-hour per unit)	1.01 FY2023	0.98 FY2024	**0.94*** FY2025

This data was assured by Deloitte Malaysia PLT. Please refer to the Statement of Assurance in the 2025 Sustainability Report

Group Absolute Carbon Emissions (tCO_2e)



The increase in the Group's Scope 3 emissions in FY2025 was mainly due to the expanded scope of reporting. In FY2025, the Group included Category 4: Upstream Transportation and Distribution in its Scope 3 calculation, whereas disclosure in FY2024 covered only Category 6: Business Travel and Category 7: Employee Commuting.

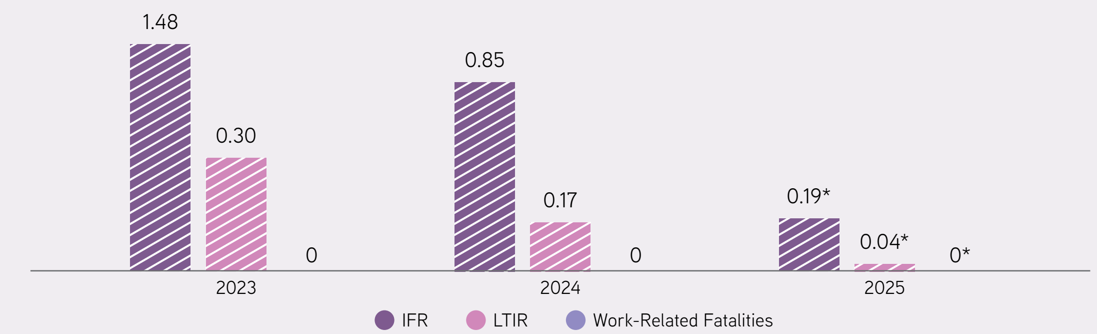
Details of the Group's environmental performance and initiatives are provided in the 2025 Sustainability Report.

PILLAR 2: SOCIAL

The social pillar reflects the Group's approach to managing social considerations across its value chain while supporting sustainable business performance. The Group recognises that maintaining constructive relationships with customers, employees, suppliers and the communities in which it operates, is important to its long-term sustainability. This pillar supports the Group's contribution to selected Sustainable Development Goals, specifically SDGs 3, 4, 5, 8, 10, 11 and 16.

Key Social Indicators

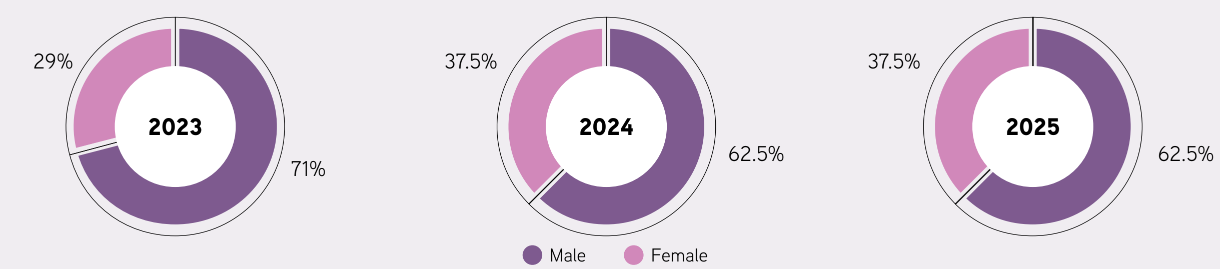
Group Injury Frequency Rate ("IFR"), Lost Time Injury Rate ("LTIR") and Fatalities



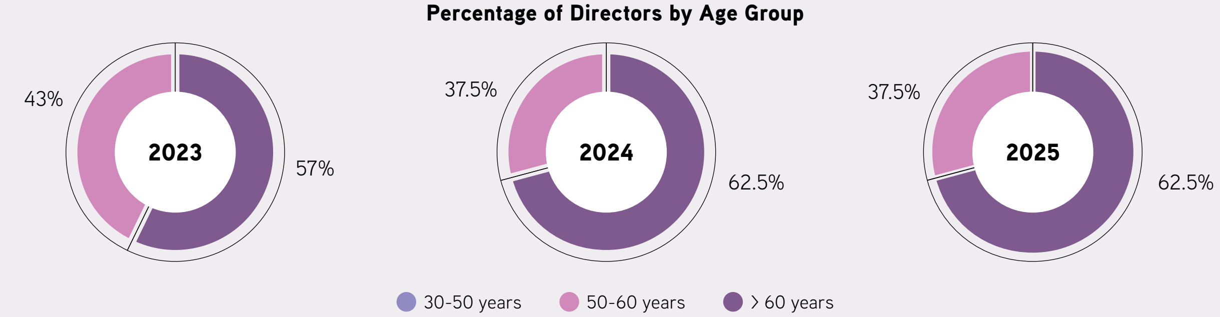
This data was assured by Deloitte Malaysia PLT. Please refer to the Statement of Assurance in the 2025 Sustainability Report

Number of substantiated complaints concerning human rights violations	0 FY2023	0 FY2024	**0** FY2025

Percentage of Directors by Gender

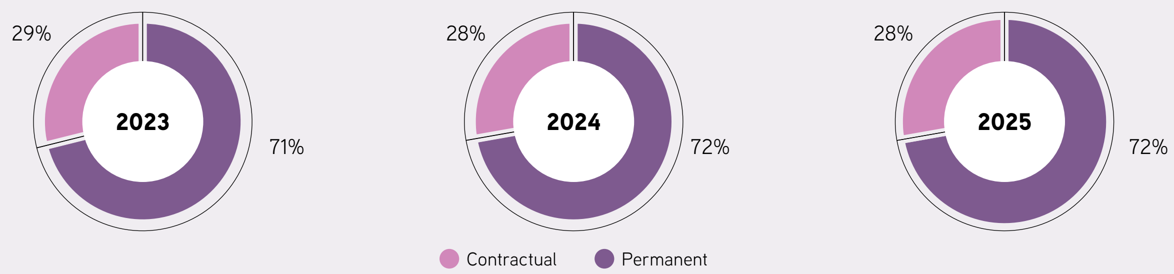


Percentage of Directors by Age Group



PILLAR 2: SOCIAL

Employment Type: Percentage of Employees



Employees with Disabilities

Contractual	FY2025: 0	FY2024: 0
Permanent	FY2025: 9	FY2024: 10

Details of the Group's economic performance and initiatives are provided in the 2025 Sustainability Report.

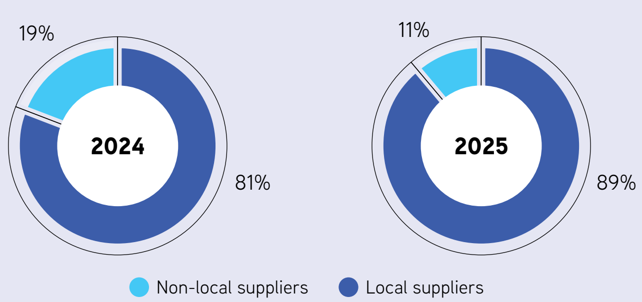
PILLAR 3: ECONOMIC

The automotive sector plays an important role in supporting Malaysia's economic development. The Group's economic contribution is reflected through employment creation, remuneration and the economic value generated from its operations, which contribute to national growth and stakeholder value. Beyond its direct impact, the Group also supports broader economic activities through its engagement with local suppliers, the creation of employment opportunities and the development of skilled professionals across the automotive value chain. In support of these outcomes, the Group prioritises local sourcing where feasible to strengthen domestic supply chains and support the socio-economic development of local businesses within the industry.

Key Economic Indicators

Indirect Economic Impacts

Proportion of spending on local suppliers



Details of the Group's economic performance and initiatives are provided in the 2025 Sustainability Report.

PILLAR 4: GOVERNANCE

The Group implements its governance framework in compliance with applicable laws and regulations, supported by structured policies, training and awareness programmes, and consistent communication throughout the Group. Under the governance pillar, the Group addresses material matters including corporate governance, anti-corruption, data protection and cybersecurity, in alignment with SDG 16: Peace, Justice and Strong Institutions.

The Group is committed to upholding integrity and ethical conduct, supported by established policies and processes. In line with Section 17A of the Malaysian Anti-Corruption Commission Act 2009, the Group has adopted an Anti-Bribery and Anti-Corruption ("ABAC") Policy to address bribery and corruption risks. Together with the Group's Code of Business Conduct and Ethics, these policies provide guidance across the organisation and support responsible and sustainable business practices.

Key Governance Indicators

Indicator	FY2025	FY2024	FY2023
Percentage of Operations Assessed for Corruption Risks	100%	100%	100%
Confirmed Incidents of Corruption	0	0	0
Number of Substantiated Cybersecurity Complaints at the Group	1	0	0
Percentage of Employees Who Have Received Training in Anti-Bribery and Anti-Corruption Policy	99.6%	99.9%	100%

During the year under review, there was one (1) substantiated cybersecurity data breach incident. One of the Group's subsidiaries experienced a ransomware incident that affected its on-premise servers. The subsidiary immediately activated its IT Disaster Recovery Plan and restored operations by retrieving data from a third-party backup provider and transferring it to a secure internal backup server.

The subsidiary has notified the Personal Data Protection Commissioner of Malaysia and informed all affected customers. Comprehensive remediation measures were undertaken to identify and remove all malicious components. System functionality was fully restored, the incident was contained and the subsidiary continues to strengthen its security controls to safeguard system and data integrity.

Details of the Group's governance performance and initiatives are provided in the 2025 Sustainability Report.

SUSTAINABILITY STATEMENT

BURSA MALAYSIA CSI'S PRESCRIBED TABLE

MBM Resources Berhad
IFRS S2

Date & Time: 2026-04-17|16:43:17
FYE 31/12/2025

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Climate	Scope 1 Carbon Emissions	tco2e	1,164	–	External (Limited)
Climate	Scope 2 Carbon Emissions (Location-based)	tco2e	10,604	–	External (Limited)
Climate	Total Scope 3 Carbon Emissions	tco2e	19,923	–	No assurance
Climate	Scope 3 - Category 4: Upstream Transportation and Distribution	tco2e	16,757	–	No assurance
Climate	Scope 3 - Category 6: Business Travel	tco2e	224	–	No assurance
Climate	Scope 3 - Category 7: Employee Commuting	tco2e	2,942	–	No assurance
Climate	Scope 1 Carbon Emissions Intensity	tco2e/volume	0.00008	Reduce 25% carbon emissions intensity (Scope 1) in 2030 compared to the 2024 baseline	External (Limited)
Climate	Scope 2 Carbon Emissions Intensity (Location-based)	tco2e/volume	0.00072	Reduce 36% carbon emissions intensity (Scope 2) in 2030 compared to the 2019 baseline	External (Limited)

This report was generated on the Bursa Malaysia CSI Platform on 2026-04-17|16:43:17

Page 1 of 1

PROFILE OF DIRECTORS

○ Chairman
● Member

BOARD COMMITTEES

- NRC Nominating and Remuneration Committee
- LTIPC Long Term Incentive Plan Committee *(ceased on 20 April 2025)*
- AC Audit Committee
- RMSC Risk Management and Sustainability Committee

ENCIK AQIL BIN AHMAD AZIZUDDIN

Chairman
Non-Independent Non-Executive Director

Board Meetings Attended in the Financial Year

7/7

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

Date of Appointment:	26 January 2023
Designated as a Chairman:	31 January 2023
Length of Tenure:	3 years 3 months
Date of Last Re-election:	01 June 2023
Board Committee Membership(s):	Nil

Encik Aqil has more than 30 years of experience in the automotive industry having built his career with Daihatsu (Malaysia) Sdn. Bhd. since 1991 and has held various senior level positions including Managing Director between 2000 and 2008. He is currently the Chairman of the Board, but he is no stranger to the MBMR Group as he was previously on the Board of MBMR from 2001 until 2017.

He had also served on the Boards of several subsidiaries within the MBMR Group in the past, including as Chairman of Federal Auto Holdings Berhad, Hirotako Acoustics Sdn. Bhd., Hino Motors Sales (Malaysia) Sdn. Bhd. and Director of Autoliv Hirotako Sdn. Bhd.

En. Aqil is currently the Chairman of Med-Bumikar MARA Sdn. Bhd. and Daihatsu (Malaysia) Sdn. Bhd. He also sits on the Board of Perusahaan Otomobil Kedua Sdn. Bhd. (POSB) and its subsidiary, Perodua Sales Sdn. Bhd. and chairs the Nomination and Remuneration Committee of POSB.

Academic/Professional Qualification(s)

- Bachelor of Science Degree in Business Economics from Southern Illinois University, United States of America

Any conflict of interest with MBM Resources Berhad
(Please refer to page 104 of the IAR 2025)

Any family relationship with Director and/or major shareholder of MBM Resources Berhad or any companies that have entered into any transactions with MBM Resources Berhad or its subsidiaries – ***None***

List of convictions for offences within the past 5 years other than traffic offences, if any – ***None***

Details of any interest in the securities of MBM Resources Berhad
(Please refer to page 116 of the IAR 2025)

PROFILE OF DIRECTORS

Y. BHG. DATO' ANWAR BIN HAJI @ AJI

Senior Independent Non-Executive Director

Board Meetings Attended in the Financial Year

7/7

Age 75	Gender Male	Nationality Malaysian

Date of Appointment:	16 January 2018
Length of Tenure:	8 years 3 months
Date of Last Re-election:	29 May 2025
Board Committee Membership(s):	NRC AC LTIPC

Dato' Anwar joined the Malaysian public service in 1973 as Assistant Director in the Industries Division under the Ministry of International Trade and Industry. He continued his career in the Malaysian Government until 1994, where he held various senior positions in the Ministry of Finance and the Prime Minister's Department. In 1994, Dato' Anwar joined Khazanah Nasional Berhad and held various management positions including as Managing Director prior to his departure in 2004.

Dato' Anwar was appointed as the Chairman of Faber Group Berhad from 2001 to 2008, and he was on the Board of CIMB Principal Asset Management Berhad from 2007 to 2021.

He is currently the Chairman of Zelan Berhad.

Academic/Professional Qualification(s)

- Master of Arts in International Studies from Ohio University, United States of America
- Bachelor of Economics (Honours) from University of Malaya

Any conflict of interest with MBM Resources Berhad (Please refer to page 104 of the IAR 2025)

Any family relationship with Director and/or major shareholder of MBM Resources Berhad or any companies that have entered into any transactions with MBM Resources Berhad or its subsidiaries – ***None***

List of convictions for offences within the past 5 years other than traffic offences, if any – ***None***

Details of any interest in the securities of MBM Resources Berhad – ***None***

PROFILE OF DIRECTORS

MR. LOW HIN CHOONG

Non-Independent Non-Executive Director

Board Meetings Attended in the Financial Year

7/7

Age 65	Gender Male	Nationality Malaysian

Date of Appointment:	18 May 2001
Length of Tenure:	24 years 11 months
Date of Last Re-election:	29 May 2025
Board Committee Membership(s):	LTIPC RMSC

Mr. Low has over 30 years of experience in the IT industry. He is the founding director of his own successful software applications company. Mr. Low has since retired but remains a director and advisor to the company.

He is presently a Director of Perusahaan Otomobil Kedua Sdn. Bhd. and an alternate Director at Med-Bumikar MARA Sdn. Bhd. He also holds directorships in Reliance Business Solutions Sdn. Bhd., Rosen Sdn. Bhd., and RBS Technology Sdn. Bhd.

His current directorships in other companies within the MBMR Group include Hirotako Holdings Sdn. Bhd., Hirotako Acoustics Sdn. Bhd., Autoliv Hirotako Sdn. Bhd., Federal Auto Holdings Berhad, Oriental Metal Industries (M) Sdn. Bhd., Daihatsu (Malaysia) Sdn. Bhd. and MBMR Properties Sdn. Bhd.

Academic/Professional Qualification(s)

- Bachelor of Science (Honours) Degree in Business Administration and Computer Science from Queen's University Belfast, United Kingdom

Any conflict of interest with MBM Resources Berhad (Please refer to page 104 of the IAR 2025)

Any family relationship with Director and/or major shareholder of MBM Resources Berhad or any companies that have entered into any transactions with MBM Resources Berhad or its subsidiaries – ***None***

List of convictions for offences within the past 5 years other than traffic offences, if any – ***None***

Details of any interest in the securities of MBM Resources Berhad (Please refer to page 116 of the IAR 2025)

PROFILE OF DIRECTORS

MR. NG SENG KONG
Non-Independent Non-Executive Director

Board Meetings Attended in the Financial Year
7/7

Age **71**	Gender **Male**	Nationality **Malaysian**

Date of Appointment:	01 October 2015
Length of Tenure:	10 years 6 months
Date of Last Re-election:	30 May 2024
Board Committee Membership(s):	LTIPC

Mr. Ng started his career as an auditor at a chartered accounting firm in London from 1975 to 1979. Upon returning to Malaysia, he joined MKS Sdn. Bhd. as a Financial Controller from 1980 to 1981. Presently, Mr. Ng serves as Managing Director of UMS Holdings Berhad and UMS Corporation Sdn. Bhd.

Mr. Ng also currently holds directorships in several companies within the MBMR Group namely, Hirotako Holdings Sdn. Bhd, Hirotako Acoustics Sdn. Bhd., Autoliv Hirotako Sdn. Bhd., Federal Auto Holdings Berhad, Oriental Metal Industries (M) Sdn. Bhd., MBMR Properties Sdn. Bhd., Teck See Plastic Sdn. Bhd., Hino Motors Sales (Malaysia) Sdn. Bhd. and Hino Motors Manufacturing (Malaysia) Sdn. Bhd. He is also a Director on the Board of Med-Bumikar MARA Sdn. Bhd.

Academic/Professional Qualification(s)
- Fellow Member of the Association of Chartered Certified Accountants, United Kingdom
- Fellow Member of the Chartered Institute of Management Accountants, United Kingdom
- Member of Chartered Global Management Accountant

Any conflict of interest with MBM Resources Berhad (Please refer to page 104 of the IAR 2025)

Any family relationship with Director and/or major shareholder of MBM Resources Berhad or any companies that have entered into any transactions with MBM Resources Berhad or its subsidiaries – ***None***

List of convictions for offences within the past 5 years other than traffic offences, if any – ***None***

Details of any interest in the securities of MBM Resources Berhad (Please refer to page 116 of the IAR 2025)

PROFILE OF DIRECTORS

MS. WONG FAY LEE
Non-Independent Non-Executive Director

Board Meetings Attended in the Financial Year
7/7

Age **63**	Gender **Female**	Nationality **Malaysian**

Date of Appointment:	29 May 2019
Length of Tenure:	6 years 10 months
Date of Last Re-election:	30 May 2024
Board Committee Membership(s):	RMSC NRC

Ms. Wong started her career in 1987 as a corporate finance lawyer with Mallesons Stephen Jaques in Sydney, Australia and later as a Senior Associate in Mallesons' South East Asian practice. She then joined the Malaysian Securities Commission as Manager of Product Development from 1993 to 1995.

Her past leadership positions include serving as Chief Executive Officer at Malaysian Derivatives Clearing House Bhd (now known as Bursa Malaysia Derivatives Berhad) from 1995 to 2000, Adviser to the Clearing Division of Hong Kong Exchanges and Clearing Limited from 2001 to 2002 and she was also an Independent Director at KFH Asset Management Sdn. Bhd. from 2002 to 2010.

Ms. Wong was previously appointed as an Executive Director in MBMR from 2014 to 2017 while serving as the Head of Governance, Legal, Risk & Compliance from 2011 until 2018. She was also appointed as Managing Director of Federal Auto Holdings Bhd from 2016 to 2017.

She is currently the Chairman of Federal Auto Holdings Berhad and a Director of Daihatsu (Malaysia) Sdn. Bhd., Med-Bumikar MARA Sdn. Bhd., and Astute Fund Management Berhad (formerly Apex Investment Services Berhad).

Academic/Professional Qualification(s)
- Bachelor's Degree in Law from University of Sydney
- Diploma in Applied Finance and Investments from Securities Institute Australia

Any conflict of interest with MBM Resources Berhad (Please refer to page 104 of the IAR 2025)

Any family relationship with Director and/or major shareholder of MBM Resources Berhad or any companies that have entered into any transactions with MBM Resources Berhad or its subsidiaries – ***None***

List of convictions for offences within the past 5 years other than traffic offences, if any – ***None***

Details of any interest in the securities of MBM Resources Berhad (Please refer to page 116 of the 2025 Integrated Annual Report)

PROFILE OF DIRECTORS

PROFILE OF DIRECTORS

Y. BHG. DATO' ZULFIKRI BIN OSMAN

Non-Independent Non-Executive Director

Board Meetings Attended in the Financial Year

5/7

Age **60**	Gender **Male**	Nationality **Malaysian**

Date of Appointment:	26 January 2023
Length of Tenure:	3 years 3 months
Date of Last Re-election:	01 June 2023
Board Committee Membership(s):	Nil

Dato' Zulfikri is the Director-General of Majlis Amanah Rakyat (MARA). He has more than thirty (30) years of experience in entrepreneurship, education and investment in both the public and private sectors. His position has led to key directorship appointments within the organisation namely Pelaburan MARA Berhad, Asia Aero Technic Sdn. Bhd., PMB Tijari Sdn. Bhd. and also Med-Bumikar MARA Sdn. Bhd.

He was also a member of the Board of Directors for Malaysia Industry-Government Group for High Technology (MIGHT), PMB Investment Berhad, MARA Inc. (London) Limited, and a member of the Malaysia Aerospace Council.

Currently he is on the Industry Advisory Panel for University Tenaga Nasional (UNITEN) and is an Adjunct Professor at Universiti Kuala Lumpur (UniKL) and Universiti Tun Abd Razak (UniRAZAK). He once served as an Attaché at the Malaysian High Commission, London.

Academic/Professional Qualification(s)

- Master of Science in Management from Universiti Utara Malaysia
- Bachelor of Business Administration (Marketing) from Universiti Technology MARA (UiTM)
- Graduated from Advanced Executive Programmes from Harvard Kennedy School and INSEAD Business School

Any conflict of interest with MBM Resources Berhad (Please refer to page 104 of the IAR 2025)

Any family relationship with Director and/or major shareholder of MBM Resources Berhad or any companies that have entered into any transactions with MBM Resources Berhad or its subsidiaries – ***None***

List of convictions for offences within the past 5 years other than traffic offences, if any – ***None***

Details of any interest in the securities of MBM Resources Berhad – ***None***

PUAN NIK FAZILA BINTI NIK MOHAMED SHIHABUDDIN

Independent Non-Executive Director

Board Meetings Attended in the Financial Year

7/7

Age **59**	Gender **Female**	Nationality **Malaysian**

Date of Appointment:	31 January 2023
Length of Tenure:	3 years 2 months
Date of Last Re-election:	01 June 2023
Board Committee Membership(s):	AC NRC

Puan Nik Fazila has more than 30 years of experience in the field of accounting, finance, business assurance and corporate transactions.

She started her career in 1988 at Price Waterhouse (now known as PricewaterhouseCoopers) in audit and business advisory services. After 10 years with Price Waterhouse, she joined Sapura Telecommunications Bhd from 1998 until 2000 as a General Manager of the Corporate Audit Division. Between 2001 to 2012, Puan Nik Fazila held various senior roles which included Group General Manager (Finance) at KUB Malaysia Berhad, Chief Financial Officer at UDA Holding Berhad and Chief Financial Officer at Biotropics Malaysia Berhad, a Khazanah Nasional Berhad investee company. In 2012, she joined Chemical Company of Malaysia Berhad as Group Chief Financial Officer and went on to become the company's Group Managing Director in 2017 until 2021. She had also previously held directorships in FGV Holdings Berhad and MSM Malaysia Holdings Berhad.

She is presently on the Boards of Duopharma Biotech Berhad, Farm Fresh Berhad and Prolintas Managers Sdn. Bhd. (trustee manager for Prolintas Infra Business Trust).

Academic/Professional Qualification(s)

- Bachelor of Economics (Accounting) from Flinders University of South Australia
- Chartered Accountant from the Malaysian Institute of Certified Public Accountants (MICPA) and the Malaysian Institute of Accountants (MIA)

Any conflict of interest with MBM Resources Berhad (Please refer to page 104 of the IAR 2025)

Any family relationship with Director and/or major shareholder of MBM Resources Berhad or any companies that have entered into any transactions with MBM Resources Berhad or its subsidiaries – ***None***

List of convictions for offences within the past 5 years other than traffic offences, if any – ***None***

Details of any interest in the securities of MBM Resources Berhad – ***None***

PROFILE OF DIRECTORS

MS. CHIN MIN MING
Independent Non-Executive Director

Board Meetings Attended in the Financial Year

7/7

Age **56**	Gender **Female**	Nationality **Malaysian**

Date of Appointment:	16 December 2024
Length of Tenure:	1 year 4 months
Date of Last Re-election:	29 May 2025
Board Committee Membership(s):	AC RMSC

Ms. Chin is an experienced Strategist and Consultant in Digital Transformation, Strategic Innovation, and Technology Investment with an in-depth involvement ESG, Risks and Sustainability projects including Renewable Energy, Circular Economy, Financial Inclusion, Cybersecurity, Data Privacy, and Business Continuity Planning.

Between 1999 to 2001, Ms. Chin was a Software Director for MCS Microsystems Sdn. Bhd. Thereafter, she founded DeltaKnot Sdn. Bhd. and was the Chief Executive Officer from 2001 to 2005. Subsequently, Ms. Chin held the position of Managing Director of Advanced BusinessLink (M) Sdn. Bhd. from 2005 to 2007 and Executive Director of Yakin IT Sdn. Bhd. from 2007 to 2010. She then became the Chief Commercial Officer of Maple Icon Sdn. Bhd. from January 2013 to 2015 and was the Executive Vice President of Merchantrade Asia Sdn. Bhd. from January 2018 to October 2020.

She is presently on the Board of AirAsia X Berhad and Tomei Consolidated Berhad.

Academic/Professional Qualification(s)
- Senior Executive Master of Business Administration from Melbourne Business School, Australia
- Bachelor of Science in Computer Science from University of Victoria, Canada
- Certified Information Systems Security Professional (CISSP)

Any conflict of interest with MBM Resources Berhad (Please refer to page 104 of the IAR 2025)

Any family relationship with Director and/or major shareholder of MBM Resources Berhad or any companies that have entered into any transactions with MBM Resources Berhad or its subsidiaries – ***None***

List of convictions for offences within the past 5 years other than traffic offences, if any – ***None***

Details of any interest in the securities of MBM Resources Berhad – ***None***

PROFILE OF MANAGEMENT COMMITTEE

EN. RIZAL BIN MOHD ZIN
Group Chief Executive Officer

Age	Gender	Nationality
50	**Male**	**Malaysian**

En. Rizal bin Mohd Zin was appointed as the Group Chief Executive Officer on 2 January 2024.

En. Rizal currently serves as director on the Boards of several companies in the MBMR Group, namely Daihatsu (Malaysia) Sdn. Bhd., Federal Auto Holdings Berhad, Autoliv Hirotako Sdn. Bhd., Oriental Metal Industries (M) Sdn. Bhd., Hirotako Acoustics Sdn. Bhd. and MBMR Properties Sdn. Bhd.

He is also a director on the Boards of MBMR's associates, Perusahaan Otomobil Kedua Sdn. Bhd. and Teck See Plastic Sdn. Bhd.

En. Rizal holds a Bachelor of Arts in Engineering and a Master's in Engineering from the University of Cambridge, UK. He also completed the High Potentials Leadership Programme by Harvard Business School Executive Education which focuses on leading under pressure, championing change, building teams and developing talent in an organisation.

En. Rizal has over 20 years of experience in the fields of corporate strategy planning and execution, transformation, performance management, mergers and acquisitions (M&A) and investment management.

En. Rizal previously served as a Director of Investments at Ekuiti Nasional Berhad, a government-linked private equity firm, from 2009 to 2019. During his time there he was involved in numerous acquisitions and divestments in various sectors such as private education and FMCG. He also contributed to value-creation for its portfolio companies through initiatives such as market expansion and strengthening their management bench. Prior to joining MBMR, he was the Group Chief Strategy Officer of MNRB Holdings Berhad and a director of Labuan Reinsurance (L) Limited.

MS. CHIN TZE FUI @ ANNIE CHIN
Group Chief Financial Officer

Age	Gender	Nationality
57	**Female**	**Malaysian**

Ms. Chin Tze Fui @ Annie Chin was appointed as the Group Chief Financial Officer on 29 September 2020. She first joined MBMR on 1 November 2016 as the Group Financial Controller and briefly served as the Acting President and Chief Executive Officer of MBMR from October 2020 to February 2021.

Ms. Annie has also previously served on the Board of a number of companies under the MBMR Group, namely Daihatsu (Malaysia) Sdn. Bhd., Federal Auto Holdings Berhad, Autoliv Hirotako Sdn. Bhd. and Teck See Plastic Sdn. Bhd. during her tenure as the Acting President & CEO.

Ms. Annie graduated with a Bachelor of Science in Accounting (Honours) from Oklahoma State University, United States of America and she is a member of Malaysian Institute of Accountants (MIA).

Ms. Annie has over 35 years of experience in the fields of financial management practices covering various aspects of accounting, strategic financial management, business assurance, capital fundings and corporate transactions. She served as an Audit Manager at Ernst & Young Malaysia early in her career and proceeded to join Scomi Group Berhad. During her years with Scomi Group Berhad, Annie held several senior positions including Group and Regional Financial Controller. She later became a Partner at Annbren Management & Consultancy Services from 2011 to 2016 prior to joining MBMR.

PROFILE OF MANAGEMENT COMMITTEE

MS. LEE LYNNIE Head, Group Legal and Governance	Age **41**	Gender **Female**	Nationality **Malaysian**

Ms. Lee Lynnie was designated as the Head of Group Legal and Governance in January 2022 and is responsible for the legal, governance, corporate secretarial and compliance portfolios within the Group.

She holds a Bachelor of Laws (LL.B) from the University of London and brings with her more than 15 years of in-house legal counsel and corporate governance experience.

Ms. Lee started her career at Rockwills Trustee Berhad as a Legal Advisor and thereafter rose the ranks to Assistant Manager before taking on her next role as Assistant Legal Manager for the Tropicana Corporation Berhad Group.

Subsequently, she joined MBMR and held the position of Manager in the Governance, Legal, Risk and Compliance Department. She left briefly to serve as a Legal Specialist of Microvalue Equity Sdn. Bhd. before rejoining the MBMR Group as the Legal & Governance Lead of the Transformation Office in March 2020, where she was instrumental in the transformation of the legal and governance framework for the MBMR Group and acted as the Secretariat for the Board's Group Transformation Committee. She was later redesignated as the Head of Group Legal and Governance upon completion of the Group Transformation Programme.

EN. MUHAMMAD HALIFF BIN KHAIRUMAN Head, Group Risk Management & Sustainability	Age **39**	Gender **Male**	Nationality **Malaysian**

En. Muhammad Haliff bin Khairuman was appointed as Head of Group Risk Management & Sustainability in November 2021. He is responsible for overseeing the risk management and sustainability portfolios within the Group.

He has over 15 years of experience in risk management, business continuity management and sustainability across several public listed companies. Prior to joining the Group, En. Haliff held various positions, including Senior Manager of Risk Management at Top Glove Corporation Berhad and Risk Manager at Malakoff Corporation Berhad. He has also served with Deleum Berhad and Pernec Corporation Berhad.

En. Haliff holds a Bachelor's Degree in International Business Management from Universiti Utara Malaysia. He also holds an International Certificate in Risk Management from the Institute of Risk Management, United Kingdom.

PROFILE OF MANAGEMENT COMMITTEE

MR. SEOW CHOON HUI Head, Group Strategic Human Capital Management	Age **36**	Gender **Male**	Nationality **Malaysian**

Mr. Seow Choon Hui was appointed as the Head of Group Strategic Human Capital Management in June 2024. He brings with him over a decade of experience in Talent Development, HR Business Partnering, and Employee Communications across diverse industries including aviation, e-commerce, fast-moving consumer goods and financial services.

Prior to joining MBMR, Mr. Seow served as the Senior Manager of People Solutions at AirAsia SEA Sdn. Bhd, where he led organisational design, performance management initiatives and oversaw the talent and business partnering functions of the aviation shared services entity. At Shopee Malaysia, he was responsible for HR operations in the warehouse division as the HRBP Lead for SCommerce Fulfillment & Shopee Xpress Malaysia. He also worked at Beiersdorf (NIVEA) as a Senior Human Resource Business Partner focusing on talent development and employer branding.

His earlier roles included crucial positions at AmBank Group and RHB Banking Group, where he managed strategic talent branding and HR strategy projects.

He holds a Bachelor's degree in Communications & Psychology as well as a Master's in Communication & Media Studies from Monash University Malaysia.

EN. SALAHUDDIN BIN KHAIRUDDIN Head, Group Corporate Strategy & Investment	Age **39**	Gender **Male**	Nationality **Malaysian**

En. Salahuddin bin Khairuddin was appointed as the Head of Group Corporate Strategy and Investment in August 2024. He is responsible for outlining the strategies for mergers & acquisitions, overseeing corporate exercises, implementing value creation initiatives and managing investor relations and corporate communications.

He began his career with Maybank Investment Bank Berhad and subsequently joined Ekuiti Nasional Berhad (EKUINAS). He later served UMW Holdings Berhad (UMW) with key highlights of his tenure being the demerger exercise with UMW Oil & Gas Berhad (VELESTO) and a joint venture between Komatsu Ltd and UMW.

Prior to joining the Group, En. Salahuddin held several notable positions namely Head of Investment at VentureTECH Sdn. Bhd. and VentureTECH SBI Sdn. Bhd. as well as Head of Corporate Planning with Central Sugars Refinery Sdn. Bhd. (CSR).

He holds a Bachelor of Science with Highest Honors in Biotechnology from Rochester Institute of Technology, New York.

Unless otherwise stated herein, all members of the Management Committee,
- *have no family relationship with any Director and/or major shareholder of the Company;*
- *have no conflict of interest with the Company except as disclosed on page 104 of the IAR 2025;*
- *have not been convicted of any offences, other than traffic offences, within the past five years nor been imposed any public sanctions or penalties by the relevant regulatory bodies during the financial year ended 31 December 2025.*

PROFILE OF HEADS OF BUSINESS UNITS

MOTOR TRADING & ASSEMBLY DIVISION

EN. NOOR ARMAN PUTRA BIN MOHD MADI
Managing Director,
Daihatsu (Malaysia) Sdn. Bhd.

Age	Gender	Nationality
51	**Male**	**Malaysian**

En. Noor Arman Putra bin Mohd Madi was appointed as the Managing Director of Daihatsu (Malaysia) Sdn. Bhd. ("DMSB") in January 2019. He first joined DMSB in January 2018 as General Manager.

Prior to joining DMSB, he held several key positions at Automotive Corporation (M) Sdn. Bhd. (Isuzu), ABP Group of Companies, Federal Auto Cars Sdn. Bhd. (Volvo), F.A. Automobiles (Ipoh) Sdn. Bhd. (Mitsubishi), and F.A. Wagen Sdn. Bhd. (Volkswagen) where he led several business functions encompassing sales leadership, operational management, network development, and dealership performance enhancement across multiple markets and locations.

En. Arman currently serves as a director on the board of Nagoya Automobile Malaysia Holding Sdn. Bhd. He also holds a post as Secretary General of Malaysia Automotive Association (MAA), actively contributing to industry policies, regulatory engagements, and regional automotive collaborations.

En. Arman holds a credential in Business Studies from Universiti Teknologi MARA and brings approximately 30 years of automotive industry experience across passenger and commercial vehicle segments.

MR. THEE YUAN NIAN, DEREK
Chief Executive Officer,
Federal Auto Holdings Berhad

Age	Gender	Nationality
42	**Male**	**Malaysian**

Mr. Thee Yuan Nian, Derek was appointed Chief Executive Officer of Federal Auto Holdings Berhad ("FAHB") in July 2025.

He began his career as a Product Engineer with Freescale Semiconductor Malaysia before transitioning into the automotive industry with LSH Auto, one of China's leading premium automotive dealer groups.

Over 15 years in China, Mr. Derek held senior leadership roles across headquarters, regional management, and dealership operations, developing a deep understanding of operating at scale in one of the world's fastest-growing automotive markets. His experience spans sales and marketing, aftersales service, customer lifecycle management, and digital transformation, providing him with an end-to-end perspective on driving growth, operational efficiency, and sustainable profitability in automotive retail.

Mr. Derek holds a Bachelor's Degree in Electrical-Electronics Engineering with First Class Honours from Universiti Teknologi Malaysia.

AUTO PARTS MANUFACTURING DIVISION

MR. CHOO CHUON KONG
Acting General Manager,
Oriental Metal Industries (M) Sdn. Bhd.

Age	Gender	Nationality
47	**Male**	**Malaysian**

Mr. Choo Chuon Kong was appointed as the acting General Manager of Oriental Metal Industries (M) Sdn. Bhd. ("OMI") in January 2026. He is responsible for overseeing the financial performance, operational efficiency and overall business performance of OMI.

He has over 20 years of experience in the manufacturing industry. Prior to joining the Group, Mr. Choo held a finance function in Denso (M) Sdn. Bhd. and subsidiaries of Hume Cement Industries Berhad.

He holds a bachelor's degree in Accounting and Finance from Oxford Brooke University, United Kingdom. He also holds a Master of Business Administration (Finance) from Universiti Putra Malaysia.

MR. LOW ENG HONG
General Manager,
Hirotako Acoustics Sdn Bhd

Age	Gender	Nationality
52	**Male**	**Malaysian**

Mr. Low Eng Hong was appointed as General Manager of Hirotako Acoustics Sdn. Bhd. ("HASB") in September 2019.

He is responsible for the overall management of HASB's operations and business performance, encompassing operations, finance, strategic planning and stakeholder management.

Prior to his current appointment, Mr. Low served as General Manager of Oriental Metal Industries (M) Sdn. Bhd. from 2017 to 2019, where he was responsible for overall plant management covering Safety, Quality, Delivery, Cost and Management.

He began his career at Hirose Electric (M) Sdn. Bhd., where he served for more than a decade as Production Manager and Head of Department.

Mr. Low holds a Master of Business Administration from the Graduate School of Management, Universiti Putra Malaysia, and a Bachelor of Science in Chemistry from the University Malaya.

MR. TAN FEI, TONY
Chief Operating Officer,
Autoliv Hirotako Sdn. Bhd.

Age	Gender	Nationality
43	**Male**	**Chinese**

Mr. Tan Fei, Tony was appointed as the Chief Operating Officer of Autoliv Hirotako Sdn. Bhd. ("AHSB") in October 2025. He has over two decades of experience in operations and supply chain management within the automotive and FMCG industries.

Before assuming his current role, Mr. Tony served as the Operations Director of Autoliv's largest facility in China, where he was responsible for overseeing end-to-end plant operations and driving key initiatives in lean transformation, digitalisation and operational excellence.

Prior to joining AHSB, Mr. Tony held various roles in Philips, Kerry Logistics and Procter & Gamble, where he developed extensive expertise in logistics operations, ERP implementation and regional supply chain optimisation. He holds a diploma from the Beijing Language and Culture University.

Unless otherwise stated herein, all Heads of Business Units,
- *have no family relationship with any Director and/or major shareholder of the Company;*
- *have no conflict of interest with the Company except as disclosed on page 104 of the IAR 2025;*
- *have not been convicted of any offences, other than traffic offences, within the past five years nor been imposed any public sanctions or penalties by the relevant regulatory bodies during the financial year ended 31 December 2025.*

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors of MBMR ("Board") is committed to achieving high standards of corporate governance throughout the Group and to the highest level of integrity and ethical standards in all its business dealings.

This Corporate Governance Overview Statement ("CG Overview Statement") sets out MBMR's application of the principles and recommendations of the Malaysian Code on Corporate Governance 2021 ("MCCG") throughout the financial year ended 31 December 2025 ("FYE 2025") and is to be read together with the MBMR Corporate Governance Report 2025 ("CG Report") which is available on the Company's website at www.mbmr.com.my.

This CG Overview Statement is presented based on the following three (3) key principles of good corporate governance as provided in the MCCG:

PRINCIPLE A
BOARD LEADERSHIP AND EFFECTIVENESS
More Information on pages 77 to 83

PRINCIPLE B
EFFECTIVE AUDIT AND RISK MANAGEMENT
More Information on pages 84 to 85

PRINCIPLE C
INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS
More Information on page 86

The CG Overview Statement highlights practices that best illustrates the Company's compliance with the MCCG, which the Board believes is the foundation of continuous and sustainable business growth and not merely for the purpose of meeting regulatory requirements. At the same time, departures from the prescribed practices are identified, explained and presented with alternative practices undertaken by the Company to achieve the intended outcomes as envisioned by the MCCG.

COMPLIANCE WITH MCCG

The Board is of the opinion that the Company has, in all material aspects, complied with the principles and practices set out in the MCCG for FYE 2025, apart from departures on the following practices:

- Practice 5.2 (For Large Companies, the board comprises a majority of independent directors); and
- Practice 8.2 (Disclosure of top five senior management's remuneration component on a named basis).

Explanations on these departures are further elaborated in the CG Report which is available on MBMR's corporate website at www.mbmr.com.my.

PRINCIPLE A BOARD LEADERSHIP AND EFFECTIVENESS

THE MBMR GROUP GOVERNANCE FRAMEWORK

MBMR is led by the Board, who has full and effective control over the business undertakings of the Company subject to the powers reserved for the shareholders under the Company's Constitution, the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and any other applicable laws. The Board provides the overall governing oversight through its Board Committees and the Group Chief Executive Officer ("GCEO") who is supported by the MBMR Management Committee and Heads of Business Units.

The MBMR Group Governance Framework is illustrated as follows:

SHAREHOLDERS

BOARD OF DIRECTORS

Audit Committee	Nominating & Remuneration Committee	Risk Management & Sustainability Committee	Long Term Incentive Plan Committee*

GROUP CHIEF EXECUTIVE OFFICER

Management Committee

GROUP DIVISIONS

Group Finance	Group Legal & Governance	Group Risk Management & Sustainability	Group Strategic Human Capital Management	Group Corporate Strategy & Investments

BUSINESS UNITS

Business Units Board of Directors	Heads of Business Units	Management/Heads of Departments

Board Governance Controls
- Company Secretary
- Board Policies
- Reserved Matters
- Regulatory Requirements & Recommendations

Group Governance Controls
- External Audit
- Internal Audit
- Limits of Authority
- Group Policies
- Standard Operating Procedures
- Industry Regulations

* *ceased 20 April 2025*

ROLES AND RESPONSIBILITIES OF THE BOARD

The Board sets the strategic direction for the Company, ensures that the necessary resources are available for the Company to achieve the strategic direction and provides consistent oversight and review on the Company's progress in meeting the direction. The Board, as guided by the Company's Board Charter, retains effective control over important policies and processes covering areas such as internal controls, risk management and remuneration of employees of the Company. The Board also ensures that the strategic plan of the Company supports long-term value creation and includes strategies on economic, environmental, and social considerations underpinning sustainability and oversees the sustainability governance of the Group including setting the Group's sustainability strategies priorities and targets as outlined in the Company's Sustainability Report.

At MBMR, there is a clear division of responsibilities between the Board and the GCEO to ensure a balance of power, authority and accountability.

The Chairman of the Board, En. Aqil bin Ahmad Azizuddin is responsible to lead the Board in the effective performance of its function and acts as the conduit amongst members to facilitate constructive discussions at meetings. Details of the Board meetings held in 2025 and the Board members' respective attendances are disclosed on page 87.

On the other hand, the GCEO, Encik Rizal bin Mohd Zin, spearheads the business and the day-to-day management of the Group and implements the strategies approved and as directed by the Board.

The Senior Independent Director ("SID"), Dato' Anwar bin Haji @ Aji meanwhile acts as a sounding board to the Chairman and serves as an intermediary for other Directors and point of contact for shareholders and other stakeholders when necessary.

Detailed disclosure on the responsibilities of the Board, Chairman, SID, and GCEO are provided in the Board Charter and the CG Report which are available on the Company's website at www.mbmr.com.my.

The Company Secretaries of the Company are appointed by the Board based on criteria related to the qualifications, experience and competence of the individuals concerned to carry out their duties and functions.

The Company Secretaries of the Company have the requisite credentials and are qualified to act as Company Secretaries under Section 235(2) of the Companies Act 2016.

The Company Secretaries play important roles in good corporate governance by ensuring the Board adheres to all applicable laws and requirements and advocates adoption of corporate governance best practices.

DEMARCATION OF RESPONSIBILITIES OF THE BOARD, BOARD COMMITTEES AND MANAGEMENT

The Board has adopted a formal Board Charter which is available on the Company's website at www.mbmr.com.my. The Board Charter sets out matters reserved for the Board, defines the role and responsibilities of the Chairman, SID, GCEO, Company Secretary, and the Board Committees. The Board Charter assists the Company's stakeholders to better understand the objectives of the Board, and the manner in which the Board exercises its authority and discharges and delegates responsibilities in managing the affairs of the Company.

The Board Charter is subject to an annual review and more frequently, if required, to ensure it remains consistent with any changes in the law, latest developments in regulations, guidelines or best practices issued or recommended by the relevant authorities, or any changes to the Company or the Group's business which may affect the Board Charter. The Board Charter was last reviewed on 27 February 2026.

To facilitate the Board in carrying out its duties as set out in the Board Charter, the Board is assisted by three (3) Board Committees to which the Board has delegated several key functions, namely the Audit Committee ("AC"), the Nominating and Remuneration Committee ("NRC"), and the Risk Management and Sustainability Committee ("RMSC") which operate within the Terms of Reference of the respective Board Committees. The Terms of Reference of the Board Committees are approved by the Board and reviewed annually with the latest version made available on MBMR's website at http://www.mbmr.com.my.

The Long Term Incentive Plan ("LTIP") Committee which was formed pursuant to the establishment of the LTIP on 20 April 2015 has ceased upon expiry of the LTIP on 20 April 2025.

PROMOTING GOOD BUSINESS CONDUCT AND MAINTAINING A HEALTHY CORPORATE CULTURE THAT ENGENDERS INTEGRITY, TRANSPARENCY AND FAIRNESS

The Board has adopted a formal Code of Business Conduct and Ethics ("COBCE") that applies to all Directors and employees of the Group with the objective of providing guidance on the standards of behaviour expected of Directors and employees of the Group and where applicable, third parties including counterparties and business partners.

The Board also adopts a zero-tolerance approach against all forms of bribery and corruption and takes a strong stance against such acts. The Board had approved and implemented the MBMR Group Anti-Bribery and Anti-Corruption Policy ("ABAC Policy") which sets out the Group's position on avoiding bribery and corruption practices in all its

forms in the Group's daily operations. The ABAC Policy is developed based on the "T.R.U.S.T" Principles under the Guidelines on Adequate Procedures issued pursuant to Section 17A(5) of the Malaysian Anti-Corruption Commission Act 2009.

To further supplement the COBCE and the ABAC Policy, the Board has established and approved a Whistleblowing Policy aimed at providing an avenue for all employees and members of the public to disclose any improper conduct or criminal offence committed or about to be committed within the Group including inter alia, suspected and/or known fraud, corruption, and other unlawful acts. The Whistleblowing Policy sets out the processes, procedures and appropriate channels which facilitate whistleblowing, and additionally provides the assurance of protection to the whistleblower.

The COBCE, the ABAC Policy and the Whistleblowing Policy are reviewed periodically by the Board to ensure adequacy and updated from time to time to reflect or incorporate any new regulatory requirements / developments. All Directors and employees are required to periodically attest and acknowledge their acceptance of the aforesaid policies and the latest versions of these policies are made available on the Company's website at www.mbmr.com.my.

BOARD COMPOSITION

The Board comprises eight (8) Non-Executive Directors, of which five (5) are Non-Independent Directors and three (3) are Independent Directors, in compliance with the requirement under Paragraph 15.02(1) of the Listing Requirements of Bursa Securities, i.e. at least two (2) Directors or one third (1/3) of the Board of Directors are Independent Directors.

Although the current Board composition does not meet the recommendation under MCCG Practice 5.2, the Board considers that the Company's interest as a whole will be best served by the Non-Independent Non-Executive Directors forming a majority of the Board and contributing to the strategies and policy decisions of the Company from a highly invested standpoint, while the Independent Directors continue to provide a significant check and balance function to ensure that decisions are free of any conflict of interest.

Additionally, the Company considers the skillsets of the Board members to be complementary and together, they give a balance of industry-specific knowledge and commercial experience to the Company. This balance enables the Board to tap into its holistic view of the business world and make informed and independent judgement to many aspects of the Company's strategy and performance so as to ensure that it maintains the highest standards of conduct, integrity and character.

The Board also recognises the importance of diversity in enhancing its effectiveness and decision-making process. MBMR has achieved the recommended 30% women representation on the Board, in line with the Practice 5.9 of the MCCG with 37.5% women representation on the Board and 33.3% women representation in senior management. This demonstrates the Board's commitment to continuously foster an inclusive leadership team with diverse expertise, perspectives, and experiences, while at the same time upholding its code of conduct on non-discrimination and providing equal opportunities to all based on qualification, merit and performance.

Furthermore, the Company has adopted the recommendation under Practice 1.4 wherein the Chairman, En. Aqil bin Ahmad Azizuddin is not a member of the AC and/or the NRC. En. Aqil bin Ahmad Azizuddin is also not a member of any Board Committee of MBMR.

Details of the members of the Board and Board Committees as of the date of this CG Overview Statement are disclosed on pages 63 to 70.

CRITERIA FOR RECRUITMENT

The NRC is empowered to bring to the Board, recommendations with regards to the appointment of any new Executive or Non-Executive Directors. The NRC periodically reports to the Board on succession planning for the Board Chairman, Directors and Senior Management.

The NRC ensures that the Board has an appropriate balance of a broad range of skills, expertise, experience and competence. This is reflected through its selection, interview and review processes whereby prior to appointment, each of the Company's Directors and/or Senior Management are assessed whether he/she has the requisite character, experience, integrity, competence and time to effectively discharge his/her role and responsibilities. Any prospective candidates for directorship who are active politicians shall not be considered to prevent doubts from being cast on the integrity and governance of the Company.

In addition to these criteria, when considering new candidates to fill a vacancy or to add to its Board, the Company will apply its Board Diversity Policy which generally advocates that the Board recognises the value of appointing individual Directors who bring diverse opinions, skills, experience and backgrounds, characteristics, and competencies to its discussions and decision-making processes. As such, it is the Board's policy during the selection of new Directors and Senior Management to take into account the diversity of the candidate's skills, experience, age, cultural background and gender in line with the Board Skills and Diversity Matrix. The Company's Board Diversity Policy is available on the Company's website at www.mbmr.com.my.

NOMINATION AND ELECTION PROCESS

The NRC regularly reviews the required qualifications, skills and attributes that would form part of a Director's profile. This profile is used to assess the qualifications and suitability as Executive or Non-Executive Directors of candidates sourced from multiple channels, including but not limited to suggestions from Board members, major shareholders, senior management and independent service providers / search firms. All new candidates will be assessed by the NRC taking into account the following factors prior to its recommendation to the Board:

- Skills, knowledge, expertise and experience, time, commitment, character, professionalism and integrity of the candidate (including the requirement that the candidate is not an active politician) in line with the fit and proper criteria as guided by the Company's Directors' Fit and Proper Policy which is made available on the Company's website at www.mbmr.com.my.
- Disclosures of any interest, position or relationship that may result in a conflict of interest or might influence, or reasonably be perceived to influence in a material respect the capacity to bring independent judgement to bear on issues before the Board and to act in the best interests of the Company as a whole; and
- Criteria of independence as prescribed in the Listing Requirements of Bursa Securities (for Independent Directors).

On appointment, Directors take part in an induction programme where they receive a presentation package that provides them with a business and financial overview of the Company as well as latest information about the Group. This is supplemented by visits to key locations and meetings with senior executives. Directors are also advised, upon appointment, of their legal and other obligations as a Director of a public listed company.

Further, in accordance with the Company's Constitution, one-third (1/3) of the Directors shall retire by rotation annually and all Directors shall retire from office once at least in each three (3) years but shall be eligible for re-election. Prior to re-election, the NRC shall ensure that its recommendation shall be subject to a satisfactory performance evaluation outcome of the individual Director (which includes a fit and proper assessment in accordance with the Company's Directors' Fit and Proper Policy), with due consideration to the tenure of the Director and the extent to which the Director's expertise, skills, knowledge, and experience interplay with those of other Board members, as well as their roles as committee members.

The Board will also include its statement of support in the notes accompanying the notice of general meeting together with any information shareholders may require in making an informed decision on the appointment.

BOARD DEVELOPMENT

All Directors of the Company have attended the Mandatory Accreditation Programme as required by the Bursa Securities. The Directors continue to update their knowledge and enhance their skills through appropriate continuing education programmes. This will enable the Directors to effectively discharge duties and sustain active participation in Board deliberations.

The Board, via the recommendations of the NRC, evaluates and determines the training needs of the Directors. In addition, individual Directors may also attend additional training courses according to their respective needs as a director or a member of Board Committees on which they serve.

The Board is notified regularly on training programmes or workshops conducted by various recognised/accredited training providers for its consideration of participation. The Board also receives updates to the Listing Requirements of Bursa Securities from the Company Secretaries from time to time. The external auditors and the Group Chief Financial Officer also brief the Directors on any changes to the Malaysian Financial Reporting Standards and other relevant financial reporting requirements that would affect the Group's financial statements. Additionally, the Board ensures that it stays abreast and understands the sustainability issues relevant to the Company by attending sustainability seminars and training.

Details of the training attended by the Directors in 2025 are listed on pages 88 to 95.

ANNUAL ASSESSMENT

The NRC carries out an annual assessment of the effectiveness of the Board as a whole, the performance of each of the Board Committees and each individual director against a set of criteria (collectively referred to as the "Board Effectiveness Evaluation" or "BEE") and is conducted by way of questionnaires completed by the Directors on a confidential basis. The outcome of the BEE is subsequently prepared and presented to the NRC and the Board in February each year in respect of the preceding calendar year's assessment.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The BEE comprises the following areas:

	BOARD	BOARD COMMITTEES	INDIVIDUAL DIRECTORS
1	Board Structure, Mix and Composition	Terms of Reference	Contribution and Performance
2	Quality of Information and Decision Making	Experience and Expertise	Calibre and Personality
3	Board's Role and Responsibilities	Quality of Recommendations	Fit and Proper
4	Sustainability		

The assessment not only identifies areas of development for the board and individual directors but also promotes awareness on the criteria and obligations in which the Board, Board Committees and individual directors are required to possess and perform.

The outcome of the BEE for the financial year ended 31 December 2025 was as follows:

Among the areas where the Board scored the highest were:

- Directors who have conflict of interest abstain from deliberation and decision making
- Chairman oversees an effective decision-making process and ensures crucial alternatives are considered
- Boardroom culture promotes constructive, candid and rigorous deliberations with diversity of opinions being valued

Although the Board, Board Committees and individual directors generally scored higher than average on its ratings, several key areas for improvement together with their corresponding action plans for the Board and Senior Management were also identified and agreed upon namely.

Succession Planning
Access to Information
Value Creation
Sustainability Strategies
Board Development

Overall, the Board considered the outcome of the BEE satisfactory in terms of its effectiveness and will continue to monitor and review its agreed measures towards further improving its effectiveness.

ASSESSMENT AND TENURE OF INDEPENDENT DIRECTORS

The independence of Directors is assessed against a list of criteria and materiality thresholds that have been incorporated into the Board Charter. Each Director who is listed as an Independent Director complies with the relevant criteria for independence set out in the Board Charter in accordance with the Listing Requirements of Bursa Securities.

The Board Charter provides that the tenure of an Independent Director shall not exceed a cumulative term of nine (9) years. Nonetheless, upon completion of the nine (9) years, the Independent Director may continue to serve the Board as a Non-Independent Director.

As of the date of this CG Overview Statement, there are three (3) Independent Directors on the Board. None of them have served the Board for cumulative terms of nine (9) years.

Additionally, Step-Up Practice 5.4 of the MCCG 2021 has been adopted following the recent approval of a new Board Succession Policy on 10 December 2025 which expressly provides that an Independent Non-Executive Director of the Company shall serve a maximum cumulative term of nine (9) years only as Independent Director without further extension.

REMUNERATION OF DIRECTORS AND SENIOR MANAGEMENT

The NRC and the Board has adopted a Board Remuneration Policy which provides clear and guiding principles in determining the remuneration for the Board of Directors and Senior Management in order to attract, retain and motivate talented and qualified individuals and to align their interests with the interest of the shareholders and the long-term business strategies of MBMR and its subsidiaries. The Board Remuneration Policy is reviewed on an annual basis and is made available on the Company's website at www.mbmr.com.my.

The Board's remuneration is governed through a clearly defined process wherein the NRC makes recommendations to the Board on an annual basis for deliberation. Thereafter, the Board shall upon deliberation make recommendations on the Directors' remuneration (including any benefits payable) as it deems appropriate to the shareholders for approval at the Annual General Meeting ("AGM").

For Executive Directors (where applicable) and Senior Management, the Board shall decide on the appropriate remuneration package which is structured in a manner that it is competitive with variable components that are linked to overall Company performance, as recommended by the NRC.

The remuneration packages for the Directors and Senior Management of the Company comprise the following elements:

Non-Executive Directors	**Director's Fee** Fixed based fee which reflects the level of experience and responsibility
	Allowances and Benefits-in-Kind Meeting, Representative, Travel and Medical
	Short-Term and/or Long-Term Incentive Plans Not entitled to any short-term and/or long-term incentive plans
Executive Directors and Senior Management	**Monthly Base Salary** Reflective of the individual's skills, experience, area and level of responsibility
	Statutory and Regulatory Contributions According to prevailing statutory rates while additional Employees Provident Fund contribution is based on years of service
	Allowances and Benefits-in-Kind As approved by the Board based on the individual's area of responsibility
	Short-Term and/or Long-Term Incentive Plans Linked to Key Performance Indicators and Company performance

To facilitate the NRC in proposing a fair and competitive remuneration for the Directors and Senior Management, a market and/or industry benchmark study against similar organisations in the industry, size and geographies which MBMR operates in will be conducted every three (3) years.

The details of the remuneration of Directors of the Company for FYE 2025 are set out in the Company's CG Report which is available on the Company's website. Additionally, the remuneration of the GCEO has also been disclosed on page 44 of the CG Report in line with the Listing Requirements of Bursa Securities.

While the Board advocates transparency to all stakeholders of the Company, it is of the view that a detailed remuneration disclosure of the Company's top senior management personnel is sensitive information and would not be in the best interest of the Group given the competitive human resource environment which may result in talent retention issues.

As an alternative to the prescribed MCCG practice, the Company discloses the aggregate remuneration of its top five (5) Senior Management excluding the GCEO for FYE 2025 amounting to RM2,796,437 in bands of RM50,000 as per the table below.

RM'000	401 - 450	451 - 500	601 - 650	751 – 800
Top 5 Senior Management	1	2	1	1

Additionally, the NRC oversees the remuneration of the senior management to ensure that the compensation is aligned with role complexity, market benchmarks, and the Group's strategic priorities. Performance based remuneration of the senior management is also tied to each individual's key performance indicators which include financial, operational and sustainability metrics.

The Board understands the importance of enhancing transparency in line with evolving governance expectations and will consider adopting this practice in the future when it is assessed to be appropriate and in the best interest of the Company and its stakeholders.

The following is a summary of the key activities undertaken by the NRC during FYE 2025:

Nomination Function

- Reviewed the Board composition and diversity and recommended amendments to the Board Diversity Policy.
- Reviewed and recommended a new Board Succession Policy.
- Evaluated the effectiveness of the Board, Board Committees and individual Directors and recommended to the Board key areas of improvement for the Board.
- Confirmed the Directors retiring by rotation at the 31st AGM and assessed suitability for re-election of the directors upon taking into account the fit and proper criteria pursuant to the Directors' Fit and Proper Policy.
- Reviewed and assessed the independence of the Directors.
- Reviewed the organisation structure of the Company and its subsidiaries and the succession planning of the Group's key management personnel including Senior Management.
- Reviewed the Directors' Training and Development Programme for FYE 2025.
- Reviewed the Executive Contracts of GCEO and Heads of Business Units.
- Reviewed the Group Manpower Planning for the forthcoming financial year 2026.

Remuneration Function

- Reviewed the report on remuneration benchmarking which is carried out once every three (3) years and recommended changes to the Board Remuneration Policy.
- Reviewed and recommended to the Board the proposed director's fees, benefits and meeting attendance allowance for shareholders' approval at the 31st AGM.
- Evaluated the performance of the Senior Management and made recommendations on the remuneration, benefits, bonus and increments for the year.
- Reviewed and recommended to the Board the balanced scorecard and key performance indicators of the Company for the forthcoming financial year 2026.
- Reviewed the Group's performance against targets in evaluating the robustness and effectiveness of the performance evaluation and compensation framework in arriving at the overall performance bonus quantum.
- Reviewed and recommended amendments to the Group Performance Bonus Policy.

Other Functions

- Reviewed the Terms of Reference of the NRC.
- Reviewed Group Human Capital Policies.

PRINCIPLE B EFFECTIVE AUDIT AND RISK MANAGEMENT

AUDIT COMMITTEE INDEPENDENCE AND EFFECTIVENESS

The AC is chaired by Pn. Nik Fazila binti Nik Mohamed Shihabuddin, adopting Practice 9.1 of the MCCG as she is not the Chairman of the Board. This separation allows an objective review by the Board of the AC's findings and recommendations.

Pn. Nik Fazila binti Nik Mohamed Shihabuddin is a qualified Chartered Accountant from the Malaysian Institute of Certified Public Accountants ("MICPA") and the Malaysian Institute of Accountants ("MIA") and has extensive experience in the fields of accounting, finance and business assurance.

The Board's AC consists solely of Independent Non-Executive Directors which is crucial in ensuring objectivity and independence of the AC while adopting the Step-Up Practice 9.4 of the MCCG. The AC members possess a mixture of requisite financial literacy, business experience and specialised knowledge to carry out their duties and responsibilities under the AC's Terms of Reference. The qualification and experience of each current AC member is detailed in the Board of Directors' Profile on pages 63 to 70 of this IAR 2025.

For FYE 2025, the Company does not have any former partner of the external audit firm of the Company that has been appointed to the AC. The Company's Policy on External Auditors and the Terms of Reference of the AC provide that any former partner of the Company's external audit firm or its affiliates, must have observed a cooling-off period of at least three (3) years before one is eligible for appointment as AC member.

AC ROLES AND RESPONSIBILITIES

The roles and responsibilities of the AC are detailed in the AC Terms of Reference, which is made available on the Company's website at www.mbmr.com.my. For this CG Overview Statement, a summary of the AC's main responsibilities is highlighted as follows:

(1) To ensure the integrity of the Company's financial statements and disclosures as well as the related accounting and financial reporting processes

The AC reviews all quarterly announcements and financial statements along with related notes to ensure that they are complete, in accordance with the applicable approved accounting standards and other legal and regulatory requirements and give a true and fair view of the Company's financial position.

As part of its review of the year-end financial statements, the AC meets at least once with the external auditors in the absence of Management to facilitate a frank discussion on audit challenges or concerns, if any.

The AC members also participated in training and educational programmes as detailed in the Summary of Directors' Training for 2025 on pages 88 to 95 of this IAR 2025 in order to keep abreast of relevant developments in accounting and auditing standards, practices and rules.

(2) To be the point of reference in relation to the appointment of the external auditors

The AC reviews the appointment, terms of engagement and performance of the external auditors prior to making recommendations to the Board on its appointment. The AC assesses the suitability, objectivity and independence of the external auditors annually by way of an assessment form.

During FYE 2025, the AC was satisfied with the outcome of the assessment on the suitability, objectivity and independence of the Company's external auditors. The AC also obtained written assurance from the external auditors confirming that they are in compliance with the independence requirements set out in the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants throughout the conduct of the audit engagement. The AC had also taken note of Deloitte's 2025 Transparency Report on the disclosures of Deloitte's legal structure, governance, and the system of quality controls employed in its Audit and Assurance business.

Further details on the AC's policies and procedures in relation to engagement with the external auditors are stipulated in the AC's Terms of Reference, which is available on the Company's website at www.mbmr.com.my.

(3) To engage and monitor the performance of the internal audit function

The Group's Internal Audit function for FYE 2025 was outsourced to a professional service firm, BDO Governance Advisory Sdn. Bhd. ("BDO"), who reported directly to the AC. BDO carried out the reviews based on the internal audit plan and scope approved by the AC.

The AC is tasked with reviewing the terms of engagement and the performance of the internal audit function. The AC evaluates the adequacy of the scope, functions, competencies, resources and effectiveness of BDO in its capacity of carrying out the Group's internal audit function.

Through independent reviews and assessment, BDO was able to provide objective assurances to the AC on the state of internal control systems within the Group's operations.

(4) To review related party transactions, conflict of interest situations and related procedures

The AC is tasked with the review of related party transactions, conflict of interest situations and related procedures to ensure transactions carried out are not prejudicial to the interests of the Company or its non-major/substantial shareholders.

During FYE 2025, the AC reviewed the circular to shareholders for the purpose of seeking mandate for recurrent related party transactions ("RRPTs") at the 31st AGM as well as the quarterly reports on the RRPTs of the Group. The AC took note that the RRPTs were well within the mandate from the shareholders.

The AC also reviewed quarterly reports of any conflict of interest situations which arose, persist or may arise within the Group in FYE 2025 and was satisfied that the measures taken to resolve, eliminate or mitigate such conflicts were appropriate and sufficient.

Further commentary of the internal audit function of the Company and other activities of the AC during FYE 2025 are provided in the Statement on Risk Management and Internal Control on pages 96 to 100 and the Audit Committee Report on pages 101 to 105 and the CG Report which is available on the Company's website at www.mbmr.com.my.

RISK MANAGEMENT AND INTERNAL CONTROL SYSTEMS

The Board is responsible in overseeing the establishment and implementation of the risk management and internal control systems for the Group. While the Board remains responsible for the risk management and internal control oversight as a whole, it has delegated to the Risk Management and Sustainability Committee ("RMSC"), the responsibility to review the Group's risk management and internal control systems and oversee the development, implementation and execution of the Group's risk management processes.

The Board has established the Enterprise Risk Management ("ERM") Policy and Framework to ensure that risks are effectively managed to achieve the Group's business objectives. The ERM Policy and Framework is aligned with ISO 31000:2018 Risk Management Guidelines which provide a comprehensive guidance and consistent approach in the implementation of risk management across the Group. The ERM Policy and Framework incorporates the processes relating to the identification, analysis, evaluation, treatment, monitoring, review, recording, reporting, communication and consultation of the Group's risks and controls to safeguard the Group from potential losses and to support the Group in achieving its business objectives.

The Group, through the Group Risk Management and Sustainability Department, maintains detailed risk registers which are reviewed and updated on quarterly basis. Significant risks and the corresponding mitigation plans are reported, reviewed and deliberated at RMSC meetings.

Further commentary on risk management and internal control systems of the Group is provided in the Statement on Risk Management and Internal Control on pages 96 to 100.

PRINCIPLE C INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

CONTINUOUS DIALOGUE BETWEEN THE COMPANY AND SHAREHOLDERS/INVESTORS

As part of the Board's responsibility in developing and implementing an investor relations programme, formal and informal dialogues were held between Senior Management and analysts/fund managers throughout the year. Permissible disclosures are made to explain the Group's performance and major development programmes.

The Company is in compliance with the disclosure requirements as set out in the Listing Requirements of Bursa Securities such as nature of information that can be released so as to avoid instances of disseminating unpublished price-sensitive information. The GCEO along with the Group Chief Financial Officer conduct quarterly briefings with the analysts and fund managers to provide updates on the Group's financial and sustainability performance.

ANNUAL GENERAL MEETINGS

The AGM is the principal forum for dialogue with shareholders. The Company makes every effort to encourage maximum participation of shareholders at the AGM and Extraordinary General Meetings. Notice of the AGM is sent out to shareholders at least twenty-eight (28) days before the date of meeting in compliance with the MCCG, Companies Act 2016 and the Listing Requirements of Bursa Securities.

With the exception of emergencies or unforeseen circumstances, all Directors and Senior Management will attend all meetings with shareholders. Attendance is recorded by the Company Secretaries and recorded in the minutes of the meetings. Besides the ordinary agenda items for the AGM, the Board provides opportunities for shareholders to raise questions pertaining to the business activities of the Group. All Directors and Senior Management are available to provide meaningful responses to questions from the shareholders during these meetings.

For re-election of Directors, the Board ensures that necessary information is disclosed through the notice of meeting providing shareholders with relevant details about the Directors standing for re-election. The notice of a general meeting to consider special business is accompanied by explanatory notes which contain the necessary information to enable shareholders to make an informed decision. Such explanatory notes include the details and effects of any proposed resolution in respect of such business.

The Company's 31st AGM on 29 May 2025 was conducted as a fully physical meeting at the Mutiara Ballroom of Royale Chulan Damansara Hotel, No. 2, Jalan PJU 7/3, Mutiara Damansara, 47810 Petaling Jaya, Selangor Darul Ehsan.

Although online participation was not made available by way of a hybrid AGM, the Company leveraged on technology to ensure effective participation by shareholders at the AGM through the "TIIH Online" meeting platform at https://tiih.online provided by Tricor Investor & Issuing House Services Sdn. Bhd. in Malaysia ("TIIH"), the Company's Share Registrar. Shareholders were afforded the opportunity to participate and vote remotely on the resolutions to be tabled at the AGM via the TIIH Online platform as detailed in the Administrative Guide for the 31st AGM circulated with the Notice of AGM.

Shareholders who were unable to participate in the AGM were also allowed to pose questions to the Company via the TIIH Online platform. Responses to these questions were subsequently uploaded on the Company website for ease of reference.

Effective shareholder participation for shareholders who were present at the meeting venue was also facilitated with the use of electronic poll voting via Tricor e-Vote application . Voting results in respect of each resolution were displayed on screen shortly after voting. The Company had also appointed an independent external scrutineer to validate all votes cast at the said general meeting, thereby ensuring the accuracy and transparency of the voting process.

INTEGRATED REPORTING

As MBMR has achieved Large Company status as defined by Bursa Securities for the FYE 31 December 2025, the Company has prepared the Group's IAR 2025 in accordance with the guiding principles and content elements of the International Integrated Reporting ("IR") Framework, which is maintained under the auspices of the IFRS Foundation. Given that integrated reporting is an ongoing journey, the Group is committed to continuously enhancing its integrated reporting practices and making incremental improvements in line with the IR Framework and stakeholder expectations.

FUTURE PRIORITIES IN CORPORATE GOVERNANCE PRACTICES

The Board continues to actively develop, refine and implement various governance policies, processes and procedures within the Group towards achieving the intended outcomes envisioned by the MCCG. The Board is committed to continuously strengthen and improve the standards of corporate governance within the Group in providing assurance and accountability to its stakeholders.

This CG Overview Statement was approved by the Board on 15 April 2026.

ATTENDANCE AT BOARD OF DIRECTORS' MEETINGS, BOARD COMMITTEE MEETINGS AND GENERAL MEETING

	BODM	ACM	NRCM	RMSCM	LTIPCM*	AGM
Independent Non-Executive Directors						
Dato' Anwar bin Haji @ Aji	7/7	5/5	4/4		0/0	1/1
Puan Nik Fazila binti Nik Mohamed Shihabuddin	7/7	5/5	4/4			1/1
Ms Chin Min Ming	7/7	5/5		5/5		1/1
Non-Independent Non-Executive Directors						
Encik Aqil bin Ahmad Azizuddin	7/7					1/1
Dato' Zulfikri bin Osman	5/7					1/1
Mr Ng Seng Kong	7/7				0/0	1/1
Mr Low Hin Choong	7/7			5/5	0/0	1/1
Ms Wong Fay Lee	7/7		4/4	5/5		1/1
Total Number of Meetings for 2025	**7**	**5**	**4**	**5**	**0**	**1**

BODM : Board of Directors Meeting
ACM : Audit Committee Meeting
NRCM : Nominating and Remuneration Committee Meeting
RMSCM : Risk Management and Sustainability Committee Meeting
LTIPCM : Long Term Incentive Plan ("LTIP") Committee Meeting
AGM : Annual General Meeting

Chairman
Member
Non-Member

Notes:

* *There was no LTIPCM held in 2025 as the LTIP Committee has ceased on 20 April 2025 following the expiry of the LTIP in accordance with its by-laws.*

2025 TRAINING ATTENDANCE - DIRECTORS

No.	Date	Training Programme Title	Venue	Speaker/Organiser
1	**Aqil bin Ahmad Azizuddin**			
	2 December 2025	Global Forces Reshaping the Automotive and Manufacturing Sector	Sheraton Hotel, Petaling Jaya	Azrul Reza Aziz, Chief Executive Officer, Malaysia Automotive Robotics and IoT Institute (MARii)
		Segmental Changes and Disruption in Local Automotive Landscape		Aaron Kee, Chief Business Officer, CARSOME
		Signals from the Future: What MBMR Can't Afford to Ignore		William Gaultier, Partner and Vice President of Ecommerce/Retail, Enfactum
		AI and Digitalisation – Rethinking Productivity, Reinventing Customer Journeys & Redefining Risk		Steven Yates, Director and Global Chief Technology Officer, Alumni Services
		Board Culture as a Strategic Advantage in Diverse and Disruptive Contexts		Tay Kay Luan, Chief Executive Officer, FIDE Forum
	12 December 2025	MBMR Group Anti-Bribery and Anti-Corruption Policy Training	Online	Group Legal & Governance, MBM Resources Berhad
		MBMR Group Whistleblowing Policy Training		Group Risk Management & Sustainability, MBM Resources Berhad
2	**Dato' Anwar bin Haji @ Aji**			
	2 December 2025	Global Forces Reshaping the Automotive and Manufacturing Sector	Sheraton Hotel, Petaling Jaya	Azrul Reza Aziz, Chief Executive Officer, Malaysia Automotive Robotics and IoT Institute (MARii)
		Segmental Changes and Disruption in Local Automotive Landscape		Aaron Kee, Chief Business Officer, CARSOME
		Signals from the Future: What MBMR Can't Afford to Ignore		William Gaultier, Partner and Vice President of Ecommerce/Retail, Enfactum
		AI and Digitalisation – Rethinking Productivity, Reinventing Customer Journeys & Redefining Risk		Steven Yates, Director and Global Chief Technology Officer, Alumni Services
		Board Culture as a Strategic Advantage in Diverse and Disruptive Contexts		Tay Kay Luan, Chief Executive Officer, FIDE Forum
	12 December 2025	MBMR Group Anti-Bribery and Anti-Corruption Policy Training	Online	Group Legal & Governance, MBM Resources Berhad
		MBMR Group Whistleblowing Policy Training		Group Risk Management & Sustainability, MBM Resources Berhad

CORPORATE GOVERNANCE OVERVIEW STATEMENT

No.	Date	Training Programme Title	Venue	Speaker/Organiser
3	**Low Hin Choong**			
	17 June 2025	Bursa Malaysia - The Journey into AI Age	Online	Institute of Corporate Directors Malaysia
	29 September 2025	Audit Committee Conference 2025 – Navigating Risk, Driving Resilience	Kuala Lumpur Convention Centre	Malaysian Institute of Accountant and The Institute of Internal Auditor
	17 October 2025	Data to Disclosure (D2D) Forum – Strengthening Data Capacity for NSRF Reporting Facilities	Auditorium, Securities Commission of Malaysia	Securities Commission of Malaysia
	21 October 2025	PNB Knowledge Forum 2025	St Regis, Kuala Lumpur	Permodalan Nasional Berhad
	2 December 2025	Global Forces Reshaping the Automotive and Manufacturing Sector	Sheraton Hotel, Petaling Jaya	Azrul Reza Aziz, Chief Executive Officer, Malaysia Automotive Robotics and IoT Institute (MARii)
		Segmental Changes and Disruption in Local Automotive Landscape		Aaron Kee, Chief Business Officer, CARSOME
		Signals from the Future: What MBMR Can't Afford to Ignore		William Gaultier, Partner and Vice President of Ecommerce/Retail, Enfactum
		AI and Digitalisation – Rethinking Productivity, Reinventing Customer Journeys & Redefining Risk		Steven Yates, Director and Global Chief Technology Officer, Alumni Services
		Board Culture as a Strategic Advantage in Diverse and Disruptive Contexts		Tay Kay Luan, Chief Executive Officer, FIDE Forum
	12 December 2025	MBMR Group Anti-Bribery and Anti-Corruption Policy Training	Online	Group Legal & Governance, MBM Resources Berhad
		MBMR Group Whistleblowing Policy Training		Group Risk Management & Sustainability, MBM Resources Berhad
4	**Ng Seng Kong**			
	15 May 2025	Changing Landscape of ESG and Sustainability Compliance	Online	SGS (Malaysia) Sdn. Bhd.
	21 May 2025	Maximising IMPACT NOW for Sustainability: from Climate to ESG	Online	SGS (Malaysia) Sdn. Bhd.
	25 June 2025	TechInsights Series: AI Monitor – Exploring Trends, Innovations and AI Challenges	Online	Association of Chartered Certified Accountants
	7 August 2025	Charting a Scalable Future for Growing Businesses	The Majestic Hotel, Kuala Lumpur	NTT DATA Business Solutions Malaysia
	26 September 2025	Unlock Sustainable Success with Double Materiality	Online	ESGright Sdn. Bhd.
	16 October 2025	3rd Annual National Conference on Energy Efficiency	Kuala Lumpur Convention Centre	Embassy of Sweden and Business Sweden
	24 October 2025	What It Takes: Southeast Asia – Charting the Region's Path from the Periphery to the Core of Global Consciousness	Faculty of Business, Universiti of Malaya	Institute of Corporate Directors Malaysia
	3 November 2025	CSS Research Day – From Principles to Practice – Advancing Sustainability Together	Asia School of Business	Asia School of Business

CORPORATE GOVERNANCE OVERVIEW STATEMENT

No.	Date	Training Programme Title	Venue	Speaker/Organiser
4	**Ng Seng Kong (cont'd)**			
	17 November 2025	Budget 2026 Highlights & Latest Tax Developments	Bukit Kiara Equestrian & Country Resort	PCCO Tax Services Sdn. Bhd.
	19 November 2025	TechInsights Series: Navigating the AI Frontier – Urgent Ethical Challenges for ACCA Professionals	Online	Association of Chartered Certified Accountants
	20 November 2025	ISO 9001, ISO 14001 and ISO 45001 – What's Changing and How to Prepare	Online	SGS Certification
	21 November 2025	Public Lecture by Professor Joseph E. Stiglitz: Navigating The New World Disorder – A View from The Dismal Science	Khazanah Auditorium, Asia School of Business	Asia School of Business
	2 December 2025	Global Forces Reshaping the Automotive and Manufacturing Sector	Sheraton Hotel, Petaling Jaya	Azrul Reza Aziz, Chief Executive Officer, Malaysia Automotive Robotics and IoT Institute (MARii)
		Segmental Changes and Disruption in Local Automotive Landscape		Aaron Kee, Chief Business Officer, CARSOME
		Signals from the Future: What MBMR Can't Afford to Ignore		William Gaultier, Partner and Vice President of Ecommerce/Retail, Enfactum
		AI and Digitalisation – Rethinking Productivity, Reinventing Customer Journeys & Redefining Risk		Steven Yates, Director and Global Chief Technology Officer, Alumni Services
		Board Culture as a Strategic Advantage in Diverse and Disruptive Contexts		Tay Kay Luan, Chief Executive Officer, FIDE Forum
	3 December 2025	NSRF Preparer's Programme (NPP), Module 1: Sustainability Reporting Using the ISSB Illustrative Sustainability Reports	Securities Commission of Malaysia	Securities Industry Development Corporation (SIDC)
	11 December 2025	Accounting and Business Test, Coca-Cola's Plan Goes Flat	Online	Association of Chartered Certified Accountants
	12 December 2025	MBMR Group Anti-Bribery and Anti-Corruption Policy Training	Online	Group Legal & Governance, MBM Resources Berhad
		MBMR Group Whistleblowing Policy Training		Group Risk Management & Sustainability, MBM Resources Berhad
	23 December 2025	Trade Disruption and Other Headwinds – 2026 Outlook	Online	Association of Chartered Certified Accountants
	24 December 2025	Combatting Fraud – Navigating A Perfect Storm	Online	Association of Chartered Certified Accountants

CORPORATE GOVERNANCE OVERVIEW STATEMENT

No.	Date	Training Programme Title	Venue	Speaker/Organiser
5	**Wong Fay Lee**			
	11 August 2025	Global 500 AI Transformation and AI Roundtable	Global 500 KL office	Global 500
	21 August 2025	ICDM PowerTalk: Reverse Governance	ICDM Penta Training Room, ICDM	Institute of Corporate Directors Malaysia
	25 August 2025	S&P Global Asia-Pacific Emerging Markets Virtual Conference 2025: Changing Currents	Online	S&P Global Ratings
	30 October 2025	AI at the Helm: How Directors Can Govern the Future	Online	Institute of Corporate Directors Malaysia
	2 December 2025	Global Forces Reshaping the Automotive and Manufacturing Sector	Sheraton Hotel, Petaling Jaya	Azrul Reza Aziz, Chief Executive Officer, Malaysia Automotive Robotics and IoT Institute (MARii)
		Segmental Changes and Disruption in Local Automotive Landscape		Aaron Kee, Chief Business Officer, CARSOME
		Signals from the Future: What MBMR Can't Afford to Ignore		William Gaultier, Partner and Vice President of Ecommerce/Retail, Enfactum
		AI and Digitalisation – Rethinking Productivity, Reinventing Customer Journeys & Redefining Risk		Steven Yates, Director and Global Chief Technology Officer, Alumni Services
		Board Culture as a Strategic Advantage in Diverse and Disruptive Contexts		Tay Kay Luan, Chief Executive Officer, FIDE Forum
	12 December 2025	MBMR Group Anti-Bribery and Anti-Corruption Policy Training	Online	Group Legal & Governance, MBM Resources Berhad
		MBMR Group Whistleblowing Policy Training		Group Risk Management & Sustainability, MBM Resources Berhad
6	**Dato' Zulfikri bin Osman**			
	2 January 2025	Majlis Amanat Tahun Baharu 2025 KKDW	Dewan Seri Lestari, KKDW	Kementerian Kemajuan Desa dan Wilayah (KKDW)
	20 January 2025	Asia International Security Summit and Expo 2025	PICC, Putrajaya	KDN, PDRM & Alpine Integrated Solution Sdn. Bhd.
	22 January 2025	Perspektif Sektor Keusahawanan	Anjung Korporat, MARA	Majlis Amanah Rakyat
	14 March 2025	Smart Integriti	Online	Majlis Amanah Rakyat
	10 July 2025	Simposium Pemikiran Tun Abdullah bin Haji Ahmad Badawi	PICC, Putrajaya	Majlis Amanah Rakyat and Universiti Poly-Tech Malaysia
	23 - 24 July 2025	Bengkel Pelan Strategik MARA 2026-2030	The Saujana Hotel, Kuala Lumpur	Majlis Amanah Rakyat

CORPORATE GOVERNANCE OVERVIEW STATEMENT

No.	Date	Training Programme Title	Venue	Speaker/Organiser
6	**Dato' Zulfikri bin Osman (cont'd)**			
	20 - 28 August 2025	Bengkel Pemurniaan Pelan Strategik MARA 2026-2030	Royale Chulan The Curve, Kuala Lumpur	Majlis Amanah Rakyat
	7 September 2025	Program Motivasi Desa (MODE) Jabatan Kemajuan Masyarakat	Masjid Tuminah, Bagan Datuk, Perak	Jabatan Kemajuan Masyarakat
	12 October 2025	Program Pelan Transformasi Ekonomi Bumiputera 2035 (PuTERA35) @ UiTM	UiTM Puncak Alam, Shah Alam	TERAJU & UiTM
	22 October 2025	Amanat Perdana Integriti Nasional dan Penyampaian Anugerah Integiriti, Governans dan Antirasuah	PICC, Putrajaya	Institut Integriti Malaysia
	2 December 2025	Global Forces Reshaping the Automotive and Manufacturing Sector	Sheraton Hotel, Petaling Jaya	Azrul Reza Aziz, Chief Executive Officer, Malaysia Automotive Robotics and IoT Institute (MARii)
		Segmental Changes and Disruption in Local Automotive Landscape		Aaron Kee, Chief Business Officer, CARSOME
		Signals from the Future: What MBMR Can't Afford to Ignore		William Gaultier, Partner and Vice President of Ecommerce/Retail, Enfactum
		AI and Digitalisation – Rethinking Productivity, Reinventing Customer Journeys & Redefining Risk		Steven Yates, Director and Global Chief Technology Officer, Alumni Services
		Board Culture as a Strategic Advantage in Diverse and Disruptive Contexts		Tay Kay Luan, Chief Executive Officer, FIDE Forum
	12 December 2025	MBMR Group Anti-Bribery and Anti-Corruption Policy Training	Online	Group Legal & Governance, MBM Resources Berhad
		MBMR Group Whistleblowing Policy Training		Group Risk Management & Sustainability, MBM Resources Berhad
7	**Nik Fazila binti Nik Mohamed Shihabuddin**			
	15 January 2025	PwC Corporate Directors Survey 2024 Update	Hilton Hotel, Kuala Lumpur	PricewaterhouseCoopers
	21 January 2025	Update on Tax Matters & E-Invoicing	Duopharma Office, CIMB Hub, Kuala Lumpur	Duopharma Biotech Berhad
	21 March 2025	HLB Market Update - Post FOMC + Trump Tariffs - Is the World Heading Towards Recession?	Online	Hong Leong Bank
	4 June 2025	Enhancing Board Performance: Key Considerations	Online	Deloitte Global Boardroom Programme
	17 June 2025	The Journey into the AI Age: Game Changer for Your Digital Transformation Era	Crowne Plaza Hotel, Kuala Lumpur City Centre	Bursa Malaysia/Institute of Corporate Directors Malaysia
	18 June 2025	ESG: Risks & Opportunities	Duopharma Office, CIMB Hub, Kuala Lumpur	Duopharma Biotech Berhad

CORPORATE GOVERNANCE OVERVIEW STATEMENT

No.	Date	Training Programme Title	Venue	Speaker/Organiser
7	**Nik Fazila binti Nik Mohamed Shihabuddin (cont'd)**			
	21 July 2025	AI and Digital Health and How It Is Impacting the Pharma Industry	Duopharma Office, CIMB Hub, Kuala Lumpur	Duopharma Biotech Berhad
	28 July 2025	Strategic Oversight in Strategy Implementation: Getting Execution Right at The Board Level	Crowne Plaza Hotel, Kuala Lumpur City Centre	Bursa Malaysia/Institute of Corporate Directors Malaysia
	25 August 2025	Anti-Corruption & The National Anti-Corruption Strategy (NACS)	Duopharma Office, CIMB Hub, Kuala Lumpur	Duopharma Biotech Berhad
	4 September 2025	Malaysia's Pharmaceutical Regulatory Landscape (Past, Present & Future)	Duopharma Office, CIMB Hub, Kuala Lumpur	Duopharma Biotech Berhad
	10 September 2025	The Audit Committee Chair of the Future	Online	Deloitte Global Boardroom Programme
	6 - 7 October 2025	Khazanah Megatrends Forum (KMF) 2025: Debugging Uncertainty	Online	Khazanah Nasional Berhad
	9 October 2025	Integrity Insights for Directors: Tackling CBT, Conflict of Interest, RPT and Corruption	Online	Institute of Corporate Directors Malaysia
	20 November 2025	Fireside Chat with PNB Investee Companies' BOD	Renaissance Kuala Lumpur Hotel	Permodalan Nasional Berhad
	25 November 2025	Security Commission Malaysia's Audit Oversight Board Conversation with Audit Committees	Online	Securities Commission of Malaysia
	2 December 2025	Global Forces Reshaping the Automotive and Manufacturing Sector	Sheraton Hotel, Petaling Jaya	Azrul Reza Aziz, Chief Executive Officer, Malaysia Automotive Robotics and IoT Institute (MARii)
		Segmental Changes and Disruption in Local Automotive Landscape		Aaron Kee, Chief Business Officer, CARSOME
		Signals from the Future: What MBMR Can't Afford to Ignore		William Gaultier, Partner and Vice President of Ecommerce/Retail, Enfactum
		AI and Digitalisation – Rethinking Productivity, Reinventing Customer Journeys & Redefining Risk		Steven Yates, Director and Global Chief Technology Officer, Alumni Services
		Board Culture as a Strategic Advantage in Diverse and Disruptive Contexts		Tay Kay Luan, Chief Executive Officer, FIDE Forum
	12 December 2025	MBMR Group Anti-Bribery and Anti-Corruption Policy Training	Online	Group Legal & Governance, MBM Resources Berhad
		MBMR Group Whistleblowing Policy Training		Group Risk Management & Sustainability, MBM Resources Berhad
	17 December 2025	Trust on Trial: Fiduciary Duties in the Modern Boardroom	ICDM Penta Training Room, ICDM	Institute of Corporate Directors Malaysia
	18 December 2025	Cybersecurity Awareness	Online	Prolintas Managers Sdn. Bhd.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

No.	Date	Training Programme Title	Venue	Speaker/Organiser
8	**Chin Min Ming**			
	17 February 2025	Carbon Pricing and Markets : EU Insights and Implications for Malaysia	ICDM Penta Training Room, ICDM	Renato Roldao of Member of the Task Force for International Carbon Pricing and Markets Diplomacy, DG CLIMA Datin Seri Sunita Rajakumar, Founder and Non-Independent Director and Council Member, Climate Governance Malaysia
	12 March 2025	Board Leadership in Industry Disruption : Steering Companies Through Market Shifts	ICDM Penta Training Room, ICDM	Dan Wong, Institute of Corporate Directors Malaysia
	7 - 11 April 2025	National Climate Governance Summit 2025	Sasana Kijang, Bank Negara Malaysia	Climate Governance Malaysia
	15 April 2025	Addressing Cybersecurity as A Rising Strategic Risk	Tomei HQ	Steven Yates, Director and Global Chief Technology Officer of Alumni Services, Institute of Corporate Directors Malaysia
		An Introduction to Gold Market	Tomei HQ	Albert Cheng, Singapore Bullion Market Association, Tomei Consolidated Berhad
	21 April 2025	Nominating Committees	Online	Professor Mak Yuen Teen, NUS Business School, Asia School of Business (ASB)
	9 May 2025	E-Invoicing and Its Impact on Directors	ICDM Penta Training Room, ICDM	Institute of Corporate Directors Malaysia
	17 June 2025	The Journey into The AI Age: Game Changer for Your Digital Transformation Era	Crowne Plaza Hotel	Steven Yates, Director and Global Chief Technology Officer of Alumni Services, Bursa Malaysia
	26 June 2025	E-Invoicing for Directors – MyInvois and MyTax Portal Walkthrough with EY Malaysia	ICDM Penta Training Room, ICDM	Institute of Corporate Directors Malaysia
	22 July 2025	Navigating the Opportunities and Trust Challenges of AI	Online	Professor Nicole Gillespie, Dr. Steve Lockey, KPMG and Melbourne Business School
	25 July 2025	Governance in An Era of Trade Uncertainty: Navigating Tariff Risks and Opportunities	ICDM Penta Training Room, ICDM	Institute of Corporate Directors Malaysia
	28 July 2025	Strategic Oversight in Strategy Implementation: Getting Execution Right at The Board Level	Crowne Plaza Hotel	Robin Speculand, Chief Executive Officer of Bridges Business Consultancy, Bursa Malaysia
	31 July 2025	Generative AI : Misconceptions, Expectation and Reality	Online	Dr Mario Bojilov, MBS Academy
	3 September 2025	Boardroom Blindspots: How Our Perceptions of Risk Influence Our Boardroom Effectiveness	Online	David R. Koenig, President and Chief Executive, DCRO Institute and Institute of Corporate Directors Malaysia
	17 October 2025	beVisioneers : Mentor Masterclass on “Building A Growth Mindset”	Online	Stephen Nock, Leadership Coach and beVisioneers by The Mercedes Benz

CORPORATE GOVERNANCE OVERVIEW STATEMENT

No.	Date	Training Programme Title	Venue	Speaker/Organiser
8	**Chin Min Ming (cont'd)**			
	17 October 2025	Data to Disclosures Forum – Strengthening Data Capacity for NSRF Reporting Entities	Auditorium, LG1, Securities Commission Malaysia	Securities Commission of Malaysia
	25 - 26 October 2025	Asean Business and Investment Summit	Malaysia International Trade and Exhibition Centre (MITEC)	Asean Business Advisory Council
	29 October 2025	AirAsia Annual Board Sustainability Briefing	AirAsia HQ	Yap Mun Ching, Chief Sustainability Officer, AirAsia Berhad
	2 December 2025	Global Forces Reshaping the Automotive and Manufacturing Sector	Sheraton Hotel, Petaling Jaya	Azrul Reza Aziz, Chief Executive Officer, Malaysia Automotive Robotics and IoT Institute (MARii)
		Segmental Changes and Disruption in Local Automotive Landscape		Aaron Kee, Chief Business Officer, CARSOME
		Signals from the Future: What MBMR Can't Afford to Ignore		William Gaultier, Partner and Vice President of Ecommerce/Retail, Enfactum
		AI and Digitalisation – Rethinking Productivity, Reinventing Customer Journeys & Redefining Risk		Steven Yates, Director and Global Chief Technology Officer, Alumni Services
		Board Culture as a Strategic Advantage in Diverse and Disruptive Contexts		Tay Kay Luan, Chief Executive Officer, FIDE Forum
	9 December 2025	AllStars International Anti-Corruption Day 2025	AirAsia HQ	Datin Yasmin binti Ahmad Merican, Chairman of MACC Consultation and Corruption Prevention Panel, MACC x AirAsia
	12 December 2025	MBMR Group Anti-Bribery and Anti-Corruption Policy Training	Online	Group Legal & Governance, MBM Resources Berhad
		MBMR Group Whistleblowing Policy Training		Group Risk Management & Sustainability, MBM Resources Berhad

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

This Statement on Risk Management and Internal Control is made in accordance with Paragraph 15.26 (b) of Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities") and guided by the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Companies (SORMIC GUIDE 2025). This is also in line with Practice Note 9 issued by Bursa Securities. This Statement outlines the scope and implementation of the risk management and internal control systems within the Group during the year under review.

BOARD'S RESPONSIBILITIES

The Board is responsible for overseeing the establishment and implementation of the risk management and internal control systems for the Group. While the Board remains responsible for risk management and internal control oversight, the Board has delegated to the Risk Management and Sustainability Committee ("RMSC") and the Audit Committee ("AC") the responsibility to oversee the development and implementation of the Group's risk management framework and internal control systems. The RMSC is responsible for reviewing the Group's risk management framework, processes and responsibilities to assess if they provide reasonable assurance that the Group's risks are being managed within the approved risk appetite and tolerance. The RMSC is also responsible for monitoring the implementation of policies such as the Anti-Bribery and Anti-Corruption Policy and the Legal Review and Compliance Policy, as well as monitoring legal actions involving the Group. As for the AC, it is responsible for monitoring and reviewing the adequacy and effectiveness of the Group's internal control systems.

The Group Chief Executive Officer ("GCEO") and the MBMR Management support the RMSC in integrating risk management practices into the day-to-day management of the Group's business and operations. The GCEO is also responsible for ensuring that the risks are managed according to the risk appetite determined by the Board.

The Board recognises that these systems are designed to manage and mitigate, rather than eliminate the risk of failure in achieving the Group's business and corporate objectives. Given the limitations of any risk management and internal control systems, the Board is aware that these systems can only provide reasonable and not absolute assurance against the risk of material loss or occurrence of unforeseeable circumstances.

ENTERPRISE RISK MANAGEMENT FRAMEWORK

The Enterprise Risk Management ("ERM") Policy and Framework has been established by the Board in accordance with ISO 31000:2018 Risk Management Guidelines which provide comprehensive guidance and a consistent approach in the implementation of risk management across the Group. The ERM Policy and Framework incorporates the processes relating to the identification, analysis, evaluation, treatment, monitoring, review, recording, reporting, communication and consultation of the Group's risks and controls. The elements of the Group's risk management process are as follows:

Based on the ERM Policy and Framework, the risk assessment process of identifying, analysing, evaluating and treating risks is established to safeguard the Group from potential losses and to support the Group in achieving its business objectives. The ERM Policy and Framework also defines the measurement used in determining the risk rating based on the likelihood parameters of the risk occurring and the impact parameters if the risk occurs.

In addition, the Group's ERM Policy and Framework defines ten risk categories that provide a consistent structure for classifying and reporting risks. These categories comprise Strategic and Business, Operational, Information Technology (including cybersecurity), Regulatory and Legal, Safety and Health, Corruption and Fraud, Financial Market, Human Resources, Sustainability, and Reputation risks. This ensures that the Group's risks are assessed and managed in a comprehensive and consistent manner across the organisation.

During the year, the Group enhanced its risk assessment process by incorporating climate related risks under the Sustainability risk category. This enhancement strengthens the Group's ability to systematically assess climate related risks and aligns its practices with the requirements of the National Sustainability Reporting Framework ("NSRF").

The Group has enhanced its risk management practices following the incorporation of Key Risk Indicators ("KRIs") into its periodic risk reporting to the RMSC during the financial year. KRIs have been established for the Group's key risks as early warning indicators and are reported to the RMSC for ongoing monitoring to support effective risk oversight and timely management actions. The Group plans to progressively expand the use of KRIs to cover other significant and emerging risks across the organisation, with the aim of further strengthening its risk monitoring capabilities.

In order to instil a proactive risk management practice, the Group Risk Management and Sustainability Department continuously engages with the subsidiaries and departments through risk review sessions. The objective of these exercises is to evaluate and validate the risk assessments, highlight any emerging risks and review the status of action plans implemented by the subsidiaries and departments.

RISK APPETITE

The Board defines the Group's risk tolerance through a formal Risk Appetite Statement, embedded within the Group's Enterprise Risk Management ("ERM") Policy and Framework. This statement sets out the nature and extent of risks the Group is prepared to accept in achieving its strategic objectives. The core components of the risk appetite are as follows:

Strategic & Growth Risks

The Group recognises that pursuing its strategic objectives and business growth may involve accepting certain levels of business and strategic risks, including those arising from inherent external factors. The Group maintains an appetite for such risks only where they are aligned with long-term value creation and support sustainable business performance. All identified risks will be proactively managed, with mitigation measures implemented as appropriate. The Management, RMSC, and the Board will regularly review and monitor these risks to ensure they remain within acceptable thresholds.

Operational & Information Technology Risks

The Group maintains a low to moderate risk appetite for operational and technology-related risks, including those related to operational performance, asset reliability, and the integrity of information systems. During the year, the Board placed heightened focus on emerging technology risks, particularly cybersecurity risk and digital disruption, and ensured that system performance, security measures, and overall resilience were effectively managed.

Compliance & Safety Risks

The Group enforces a zero tolerance policy toward non-compliance with statutory regulations, health and safety requirements, anti bribery and corruption standards, and internal policies. Any instances of non compliance are deemed unacceptable and require immediate corrective action.

RISK REPORTING STRUCTURE

The Group's risk reporting structure facilitates the risk escalation process as well as providing assurance to the Board. Below is an overview of the Group's reporting structure:

The subsidiaries will provide their respective risk reports which entails the risk assessments and mitigation plans to the Group Risk Management and Sustainability Department every quarter. The Heads of the Subsidiaries are required to identify and assess the risks of their respective companies and to ensure that appropriate controls and mitigation plans are in place to manage the risks.

The Group Risk Management and Sustainability Department would deliberate the risk reports with MBMR Management summarising the risk profile of each subsidiary and the actions taken in addressing the significant risks. These risk reports are subsequently tabled to the RMSC for review and recommendations. The Board notes the report on the Group's risks and the actions implemented to mitigate the risks.

THREE LINES MODEL

The Group adopts the Three Lines Model as the foundation for its risk structure, ensuring clear accountability, effective oversight, and a coordinated approach to risk management across the Group. This is reflected in the roles and responsibilities defined in the Group Policies:

Board – Oversight Roles

The Board of MBMR has overall responsibility for overseeing the establishment and implementation of the Group's risk management and internal control systems. This is consistent with the principal responsibilities of the Board of Directors as outlined in the Malaysian Code of Corporate Governance. The Board has delegated the oversight of these responsibilities to the RMSC.

Head of Subsidiaries/Head of Division or Department – First Line Roles

Subsidiaries are responsible for identifying risks within their areas, implementing appropriate mitigation controls, and monitoring progress. They are also required to report risks and mitigation updates in a timely manner and ensure the accuracy of information submitted for Group risk reporting.

Risk Management and Compliance Functions – Second Line Roles

The Risk Management function coordinates the Group's risk management initiatives by ensuring consistent application of the ERM Policy and Framework, reviewing risk assessments and mitigation plans, and preparing key risk reports for the RMSC and the Board. It also oversees timely risk reporting from subsidiaries and supports Management through risk development initiatives and training.

The Compliance function oversees the monitoring of regulatory and statutory requirements across the Group, including Anti-Bribery and Anti-Corruption, Personal Data Protection, Health and Safety, and other regulatory requirements relevant to the Group's operations. Quarterly regulatory and statutory compliance reports are presented to the RMSC to support its compliance oversight.

Internal Audit Function – Third Line Roles

The Internal Audit function provides independent assurance to the Board and the Audit Committee on the adequacy and effectiveness of the Group's risk management and internal control systems. Details of this function are presented on page 99 of this SORMIC and on page 103 of the IAR 2025.

External Assurance Provider

External assurance providers operate independently and outside the Group's Three Lines Model, providing objective assurance to the Board on specific areas such as financial reporting, sustainability disclosures and regulatory compliance.

INTERNAL CONTROL SYSTEMS

The key elements of the internal control systems that provides reasonable assurance against the occurrence of events that could prevent the achievement of the Group's business objectives are as follows:

Board of Directors

The Board, in discharging its duties, has established the AC, the RMSC and the Nominating and Remuneration Committee ("NRC") (collectively known as "Board Committees"). The Board Committees operate within the defined terms of reference approved by the Board. These terms of reference are reviewed annually to ensure that they are relevant and effective. The Board and Board Committees meet on a scheduled basis and additional meetings may be called by the Chairman of the Committees as and when required.

Policies and Procedures

The Group's internal control policies and procedures are documented to ensure compliance with the business requirements and the relevant regulations. The Group's policies and procedures are reviewed and updated on a continuous basis to ensure that any gaps in controls are addressed.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

Internal Audit Function

The independent Internal Audit function reports directly to the AC and carries out the internal audit reviews based on the internal audit plan approved by the AC. The outcomes are presented to the AC at their quarterly meetings. Follow up reviews are carried out to assess the status of implementation of management action plans, which are based on internal audit recommendations. The findings from these follow up reviews are also highlighted to the AC at their quarterly meetings.

For the financial year ended 31 December 2025, the Group's Internal Audit function was outsourced to BDO Governance Advisory Sdn. Bhd. ("BDO"), an independent professional service firm, who reports directly to the AC. Through independent reviews and assessment, BDO was able to provide objective assurances to the AC on the state and effectiveness of internal control systems within the Group's operations.

Summary of the work carried out by the Internal Audit function during the financial year under review are set out on page 105 of the IAR 2025.

Limits of Authority

The Group has established Limits of Authority ("LOA") which defines the appropriate approving authority limits to govern its business decision process. The LOA sets out a clear line of accountability and responsibility which serves as reference in identifying the approving authority for various transactions including matters that require Board approval.

Business Plan and Budget

There is a budgeting and forecasting system in place that is governed by the policies and guidelines of the Group. The financial results of the companies of the Group are reported monthly in the management reports where variances are analysed against respective budgets and acted on in a timely manner. Where necessary, budgets are revised at mid-year, taking into account any changes in business and economic conditions.

Joint Ventures and Associates

The Group's interests in joint ventures and associates are safeguarded by having Board representations in these entities. Such representations provide the Board with information for timely decision-making on the continuity of the Group's investments based on the performance of the associated companies and joint ventures. The disclosures in this statement do not include the risk management practices and internal control systems of the Group's associates.

Whistleblowing

The Board has established and approved the Group's Whistleblowing Policy aimed at providing an avenue for all employees and the public to report any improper conduct or criminal offences committed or about to be committed within the Group including, inter alia, suspected and/or known fraud, corruption, and other unlawful acts. The Whistleblowing Policy sets out the processes, procedures and appropriate channels which facilitate whistleblowing and provides the assurance of protection to the whistleblower.

Anti-Bribery and Anti-Corruption

The Board has approved and adopted the Group's Anti-Bribery and Anti-Corruption Policy ("ABAC Policy") that sets out the Group's position on avoiding all forms of bribery and corruption practices in the Group's daily operations. The ABAC Policy is developed based on the "T.R.U.S.T" Principles under the Guidelines on Adequate Procedures issued pursuant to Section 17A (5) of the Malaysian Anti-Corruption Commission Act 2009.

Code of Business Conduct and Ethics

The Board has approved and adopted the Group's Code of Business Conduct and Ethics Policy that provides guidance on the standards of behaviour expected of directors and employees of the Group and where applicable, third parties, which include, but not limited to counterparties and business partners.

Conflict of Interest

The Board has approved and adopted the Group's Conflict of Interest Policy that provides guidance on identifying, reviewing and managing any actual, potential and/or perceived conflicts of interest that may arise within the Group.

Business Continuity Management

The Board has approved and adopted the Group's Business Continuity Management ("BCM") Framework, which provides structured guidance for the establishment and implementation of Business Continuity Plans and Information Technology Disaster Recovery Plans. The framework sets out a consistent approach to ensure preparedness, timely response, and effective recovery of critical business operations in the event of disruptions.

MONITORING AND REVIEW OF THE ADEQUACY AND EFFECTIVENESS OF THE RISK MANAGEMENT FRAMEWORK AND INTERNAL CONTROL SYSTEMS

The effectiveness of the Group's risk management framework and internal control systems is monitored through the following:

a) The Group Risk Management and Sustainability Department presents the risk report to the RMSC every quarter to provide an overview of the Group's significant risks, and their respective mitigation plans for RMSC's review and recommendations prior to it being updated to the Board;

b) Internal Audit conducts independent audits on the Group's risk management and internal control systems. It also submits quarterly reports on internal control reviews to the AC. The recommendations from the internal control reviews are implemented by the Management as an improvement to the internal control systems.

c) Review of the Group's compliance and incident reporting to monitor the Group's legal and regulatory compliance status;

d) Review of the Group's actual financial and operational performance against the planned budget and other key financial and operational performance indicators; and

e) Review of the Group's Key Risk Indicators ("KRIs") is performed to provide early warning signals for selected significant risks, and the Group plans to extend the KRI coverage to other significant risks in order to enhance overall risk monitoring.

These monitoring and review processes were conducted throughout the financial year and continued up to the date of approval of this Statement.

CONCLUSION

The Board is of the view that the current risk management and internal control systems in place throughout the Group are sufficient to safeguard the Group's interests. There was no major internal control weakness that requires disclosure in this statement.

In making this statement, the Board had received assurance from the GCEO and Group Chief Financial Officer ("GCFO") that the risk management and internal control processes are operating adequately and effectively, in all material aspects for the reporting period. The Board has reviewed the basis of this assurance from the GCEO and GCFO, supported by regular management reports, internal audit findings, external audit reports and ongoing monitoring of the Group's key risks and key risk indicators throughout the financial year. Based on this assessment, the Board is satisfied that the system remains adequate and effective to safeguard the Group's assets and protect the interests of stakeholders.

The effectiveness of the Group's risk management and internal control systems will continue to be reviewed and updated by the Board through the RMSC and AC, in line with the changes in the operating environment.

REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

The external auditors have reviewed this Statement on Risk Management and Internal Control, in accordance with the Audit and Assurance Practice Guide 3 ("AAPG 3") issued by the Malaysian Institute of Accountants. AAPG 3 does not require them to consider whether this Statement covers all risks and controls, or to form an opinion on the effectiveness of the Group's risk. In accordance with the external auditors' report issued to the Board, nothing has come to their attention that resulted in them believing that this Statement is inconsistent with their understanding of the processes adopted by the Board in reviewing the adequacy and integrity of the internal control and risk management systems of the Group.

This Statement on Risk Management and Internal Control is approved by the Board of Directors on 17 April 2026.

AUDIT COMMITTEE REPORT

MEMBERSHIP OF THE AUDIT COMMITTEE ("AC") AND ATTENDANCE

For the financial year ended 31 December 2025, the AC consists of three (3) members who are all Independent Non-Executive Directors, as follows:

Chairman

Puan Nik Fazila binti Nik Mohamed Shihabuddin
Independent Non-Executive Director

Members

Dato' Anwar bin Haji @ Aji
Senior Independent Non-Executive Director

Ms. Chin Min Ming
Independent Non-Executive Director

The AC meets the requirements of Paragraph 15.09 of the Main Market Listing Requirements ("Listing Requirements") of Bursa Malaysia Securities Berhad ("Bursa Securities").

Puan Nik Fazila binti Nik Mohamed Shihabuddin is a qualified Chartered Accountant and member of the Malaysian Institute of Certified Public Accountants and the Malaysian Institute of Accountants. Accordingly, the Company complies with Paragraph 15.09(1)(c) of the Listing Requirements. In 2025, the AC comprises solely of Independent Non-Executive Directors and remains in full compliance with the Step Up Practice 9.4 of the Malaysian Code on Corporate Governance.

Details of the members of the AC are disclosed on pages 63 to 70 of the IAR 2025.

The performance of the AC was assessed during the year as part of the Board Effectiveness Evaluation wherein the outcome demonstrates that the AC members possess sufficient, recent, and relevant expertise to discharge their duties effectively.

The AC met five (5) times during the financial year ended 31 December 2025, i.e. on 20 February, 09 April, 20 May, 20 August, and 19 November 2025 and recorded full attendance by all members in office.

Committee Members	Number of AC meetings held during members' tenure in office	Number of meetings attended by members
Puan Nik Fazila binti Nik Mohamed Shihabuddin	5	5
Dato' Anwar bin Haji @ Aji	5	5
Ms. Chin Min Ming	5	5

Senior Management and the internal auditors were invited to the meetings to brief the AC on the activities involving their respective areas of responsibility. At appropriate instances, the external auditors and other key management personnel were also invited to attend the AC meetings as and when deemed necessary by the AC.

TERMS OF REFERENCE

The full content of the Terms of Reference is available on the Company's website at www.mbmr.com.my.

AUDIT COMMITTEE REPORT

SUMMARY OF ACTIVITIES DURING THE YEAR

In 2025, the AC discharged its duties and responsibilities in accordance with its Terms of Reference.

The AC undertook the following activities during the financial year ended 31 December 2025:

1. Financial Reporting

- Reviewed the financial statements and the quarterly announcements to Bursa Securities with emphasis on significant changes to accounting policies and practices, compliance with accounting standards and other legal requirements, significant judgement made by the Management, significant or unusual events or transactions, and material adjustments arising from audits, before presentation of these financial statements and announcements to the Board of Directors for their approval, and subsequent release of the quarterly announcements and annual financial reports to Bursa Securities.
- Updated the Directors on new Malaysian Financial Reporting Standards ("MFRS"), if any, that may be adopted into the quarterly and annual financial reports of the Group.

2. External Audit

- Reviewed and discussed with external auditors on their audit plan, scope of work for the year and the audit procedures to be carried out.
- Received updates, if any, on the amendments to the MFRS, including any newly effected standards for the current year and those set to take effect in the future periods.
- Reviewed the Group's audited financial statements together with external auditors' audit findings and recommendations, focusing on the significant changes in the Group's audited financial statements, amendments or newly effected MFRSs and their resulting impacts, if any. Assessed the steps taken to address key external audit matters and the assurances provided by the Group's employees to ensure appropriate actions have been properly implemented before reporting the external audit findings and recommending approval of the audited financial statements to the Board of Directors.
- Received the external auditor's Transparency Report for 2025 which outlines, among others, the firm's governance and ownership structure, commitment to high quality audit and assurance services and independence policies.
- Considered in consultation with Management, the Group's audit fees and provision of non-audit services by the external auditors for 2025 for recommendation to the Board for approval.
- Obtained the written assurance from the external auditors that they are in compliance with the independence requirements set out in the By-Laws (On Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants throughout the conduct of the audit engagement.
- Reviewed the suitability, independence, objectivity, and the performance of the external auditors prior to recommending for reappointment of the external auditors to the Board for approval.
- A private session was held on 9 April 2025 between the AC and the external auditors without the presence of Management. The auditors confirmed that there was no significant event to highlight from the audit of the Group for the Financial Year 2024. The AC enquired about pertinent issues including changes to individuals holding Management positions, Management and staff's responsiveness and competency in dealings with the external auditors, resource adequacy, and the governance processes at the respective subsidiaries. The AC was satisfied with the external auditors' responses.

AUDIT COMMITTEE REPORT

3. Internal Audit

- Reviewed and approved the Group Internal Audit Plan ("IA Plan") covering the activities and processes of the subsidiaries.
- Discussed with internal auditors on their scope of work, adequacy of resources, management and employee cooperation and co-ordination with external auditors.
- Reviewed the internal audit reports prepared by the internal auditors on the audit findings and state of internal control systems and any matters arising therefrom to ensure that appropriate actions in line with the audit recommendations have or will be taken to address any risks and weaknesses identified.
- Received updates from the internal auditors on the follow-up audits and ensured all audit findings and remedial actions recommended in the internal audit reports have been properly addressed. The AC emphasised on the immediate resolution of any critical internal control lapses that could result in the loss of the Group's assets.
- Reviewed the performance of the internal auditors against the approved Group IA Plan; including an assessment of their competencies, audit quality and overall effectiveness.
- Assessed the independence and suitability of the internal auditors and evaluate the fee and scope of work before deciding on the re-appointment of the internal auditor for the financial year 2026.
- A private session was held on 20 August 2025 between the AC and the internal auditors without the presence of Management. During the private session, the internal auditor highlighted the support extended by Management, as well as challenges encountered during the audit process, particularly in relation to the timeliness and availability of requested documentation and the responsiveness of the subsidiaries. The AC noted the matters raised and requested Management to take the appropriate actions to address the issues identified.

4. Internal Control and Reviews of Statements contained in the Integrated Annual Report

- Provided oversight of the Company's programme to review and benchmark the Group's business processes and improve the Group's Standard Operating Procedures.
- Reviewed the Group's Statement on Risk Management and Internal Control and the AC Report for inclusion in the Company's Integrated Annual Report.
- Reviewed the reports of Management and the reports and recommendations of the internal and external auditors on areas of concern relating to the internal control systems of the Group and made the appropriate recommendations to the Board of Directors.

5. Related Party Transactions and Conflicts of Interest ("COI")

- Reviewed related party transactions entered by the Group and its subsidiaries to ensure that they were transacted in accordance with best practices and in compliance with the Listing Requirements of Bursa Securities and relevant accounting and financial reporting standards.
- Reviewed and approved the Circular to Shareholders seeking approval of the Group's recurrent related party transactions ("RRPTs") and reviewed reports on the RRPTs entered into by the Group with related parties within and outside of the shareholders' mandate and took note that the RRPTs were within the mandate from the shareholders.
- Reviewed quarterly reports of any COI situations which arose, persisted or may arise within the Group in 2025, and was satisfied that the measures taken to resolve, eliminate or mitigate such conflicts were appropriate and sufficient.

The following COI was disclosed and reviewed by the AC for the financial year ended 31 December 2025:

No.	Name of Conflicted Directors/ Senior Management	Summary of COI	Measures taken to Resolve COI
1	Wong Fay Lee ("Ms. Wong")	Meeting agenda relating to the remuneration of the Executive Committee ("EXCO") of FAHB was tabled. Ms. Wong, a member of NRC & Board of MBMR, is also a member of the EXCO of FAHB.	• Verbal disclosure followed by COI Declaration Form. • Abstained from discussion and voting on the Agenda.
2	All Directors of MBMR	Agenda on Proposed Amendments to the Board Remuneration Policy.	• Verbal disclosures followed by COI Declaration Form. • The Directors relied on the benchmarking report and proposal put forth by the Management and sought clarifications where required while acknowledging that the Directors' fees and meeting allowances would ultimately be subject to Shareholders' approval at the 31st Annual General Meeting ("AGM") of the Company.
3	Dato' Anwar bin Haji @ Aji Low Hin Choong Chin Min Ming	Agenda on the retirement and re-election of Directors.	• Verbal disclosure followed by COI Declaration Form. • Abstained from deliberation and voting.
4	Rizal bin Mohd Zin	Agenda on proposed renewal of Executive Contract for GCEO.	• Verbal disclosures followed by COI Declaration Form. • Excused himself during the presentation and deliberation of the Agenda.
5	Noor Arman Putra bin Mohd Madi ("En. Arman"), Managing Director of Daihatsu (M) Sdn Bhd	Junior Counterhand at DMMS Pasir Mas, Encik Ahmad Faiq Firdaus bin Rosman, is En. Arman's nephew.	• No direct involvement in performance evaluation of his nephew as it is conducted by the service manager. • Bonus and increment for his nephew are fixed and predetermined in accordance with the Union's collective agreement. • Submitted formal disclosure via COI Declaration Form.

6. Others

- Reviewed the Terms of Reference of the AC.

INTERNAL AUDIT FUNCTION

For the financial year ended 31 December 2025, the Group's Internal Audit function was outsourced to BDO Governance Advisory Sdn Bhd ("BDO"), an independent professional service firm that reported directly to the AC.

Mr. Karthigayan Supramaniam, the BDO's Executive Director in charge of the Group's internal audit for the financial year ended 31 December 2025, has over 20 years' experience in internal audit and risk management in various industries including manufacturing, trading, construction, property development, aviation, and oil and gas. Mr. Karthigayan Supramaniam is a Certified Internal Auditor and Information Systems Auditor. The Engagement team is led by a Director with a team of professional staff that is assigned on a need basis according to the scope of work required for a particular audit cycle.

The primary role of the Group's Internal Audit function is to provide independent assessment to the AC on risk management, internal control and governance by assessing and evaluating the adequacy and effectiveness of the internal control systems implemented. The scope of work of the Group's internal auditors is determined and approved annually by the AC who takes into consideration the feedback from the key management personnel within the Group on their respective areas of concern.

The Group's Internal Audit function as guided by the International Professional Practices Framework, provides objective assurances to the AC on the state and effectiveness of internal control systems within the Group's operations together with corresponding improvement recommendations. The risk management, internal control and governance processes comprise of the policies and procedures established to ensure:

- the achievement of business objectives;
- the appropriate assessment of risk and mitigation factors;
- the reliability of internal and external reporting, and accountability processes;
- compliance with the policies and procedures set by the Company; and
- compliance with applicable guidelines, laws, and regulation.

SUMMARY OF ACTIVITIES OF THE INTERNAL AUDITORS DURING 2025

During the financial year ended 31 December 2025, the Group's internal auditors' activities were as follows:

- Presented the risk-based IA Plan and internal audit fees to the AC.
- Conducted six (6) audit assignments based on the approved IA Plan including:

  ✓ Procurement to payment, Health, Safety and Environment, payroll management, and Anti-Bribery and Anti-Corruption ("ABAC") management for selected entities in the Motor Trading Division; and

  ✓ Payroll management, machine maintenance management and ABAC management for selected entities in the Auto Parts Manufacturing Division.

- Highlighted and discussed the results of the audit findings with relevant key management personnel within the Group and the AC for appropriate action plans and process improvements.
- Conducted follow-up reviews to determine the status of implementation of agreed management action plans.
- Reviewed and provided further recommendations on the Group's policies and procedures to ensure adequate controls are in place.

The cost incurred for the internal audit function for the financial year ended 31 December 2025 was RM271,756.

OTHER INFORMATION REQUIRED
BY THE LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD

1. EMPLOYEE SHARE SCHEME

The Company had on 26 September 2016 implemented a Long Term Incentive Plan ("LTIP") for eligible employees and Executive Directors of the Group. The LTIP was approved by shareholders at the Company's EGM held on 19 November 2014 and comprises of two types of share plans, namely the Restricted Share Plan ("RSP") and Performance Share Plan ("PSP"). The total number of shares which may be granted under the LTIP shall not exceed in aggregate 10% of the issued share capital of the Company. Since the commencement of the LTIP, 0.3% of the issued ordinary share capital of the Company had been granted to eligible employees and Executive Directors of the Group.

The LTIP has ceased on 20 April 2025 pursuant to its prescribed terms and tenure. As at the date of expiry, there were no outstanding grants subsisting under the LTIP. In addition, no shares were granted to the Executive and Non-Executive Directors, and Group Chief Executive Officer during the financial year ended 31 December 2025.

2. UTILISATION OF PROCEEDS

There were no proceeds raised nor any outstanding proceeds unutilised by the Company.

3. AUDIT AND NON-AUDIT FEES

The amount of audit and non-audit fees paid or payable to the external auditors of the Company and its Subsidiaries are as follows:

Fees paid/payable	Group RM'000	Company RM'000
Audit	676	114
Non-Audit	320	98

4. MATERIAL CONTRACTS

There were no material contracts entered into by the Company and its subsidiaries involving the interests of the Directors, chief executive who is not a director or Major Shareholders, either subsisting at the end of the financial year ended 31 December 2025 or entered into since the end of the previous financial year.

5. RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE NATURE ("RRPT")

The Company had at the 31st Annual General Meeting ("AGM") of the Company held on 29 May 2025 obtained shareholders' mandate for the Group to enter into RRPT, which are necessary for its day-to-day operations and are in the ordinary course of business with related parties. The shareholders' mandate shall lapse at the conclusion of the Company's forthcoming AGM. The Company intends to seek the renewal of shareholders' mandate in respect of the RRPT of the Group at the forthcoming AGM of the Company.

The breakdown of the aggregate value of the mandated RRPT transacted during the financial year 2025 is as follows:

Transacting Subsidiary	Transacting Related Party	Interested Major Shareholders of Subsidiary and Persons Connected to Them	Nature & Description of Transaction	Actual Value Transacted During the Financial Year RM'000
Daihatsu (Malaysia) Sdn. Bhd. ("DMSB")	Hino Motors Sales (Malaysia) Sdn. Bhd. ("HMSM")	Hino Motor Ltd ("HML"), whose interest can be illustrated as follows: • MBMR, which holds 51.5% of the shares in DMSB, has a 20% shareholding in HMSM. • Toyota Motor Corporation ("TMC") has a 50.3% shareholding in HML, which holds 80% of the shares in HMSM. • TMC also holds 100% shareholdings in DMC, which in turn holds an 18.5% shareholding in DMSB. None of the representatives from HML, TMC and HMSM sit on the Board of DMSB.	Purchase of vehicle stocks and spare parts from HMSM	18,264

DMM Sales Sdn. Bhd. ("DMMS")	Perodua Sales Sdn. Bhd. ("PSSB")	DMC and Mitsui & Co., Ltd. ("Mitsui") have interests in PSSB as follows:
		• PSSB is a wholly owned subsidiary of Perodua Otomobil Kedua Sdn. Bhd. ("POSB") in which MBMR, DMSB and major shareholders of DMSB, namely Mitsui and DMC, hold shares in POSB as follows:
		  • MBMR – 20%
		  • DMSB – 5%
		  • Mitsui – 7%
		  • DMC – 20%
		The Interested Directors are as follows:
		a. Hirotaka Yanagi (representative of DMC)
		b. Yuko Mochida (representative of DMC)
		c. Isako Yamamoto (representative of Mitsui)
		d. Katsumi Ohori (representative of Mitsui)
			Purchase of vehicle stocks and spare parts from PSSB	1,567,654

DMSB	Daihatsu Motor Co., Ltd ("DMC")	DMC is a Major Shareholder of DMSB, holding 18.5% shareholding in DMSB. The Interested Directors, who are the representatives from DMC, are as follows: a. Hirotaka Yanagi b. Yuko Mochida	Purchase of spare parts from DMC	1,932

6. DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

Pursuant to Paragraph 9.25A of the MAIN Market Listing Requirements, below are the 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 Group's business activities and interest-based financial position.

(a) Group Total Income and Total Assets

	Remarks	Group	
		2025 RM'000	2024 RM'000
Revenue		2,549,215	2,485,617
Other income		57,908	51,395
Interest income		6,477	6,258
Share of results of a joint venture		25,277	29,605
Share of results of associates		308,632	290,818
Total Income		**2,947,509**	**2,863,693**
Total Assets		**2,922,618**	**2,740,156**

(b) Business Activities

	Remarks	Group	
		2025 RM'000	2024 RM'000
Shariah Non-Compliant Activities			
Gain from investment in conventional instruments		1,239	1,122
Insurance income		1,918	1,912
Interest income		4,163	5,960
Rental income received from tenant involved in Shariah non-compliant activities		857	1,039
Total		**8,177**	**10,033**

(c) Component of Financial Position

(i) Cash Component

	Remarks	Group	
		2025 RM'000	2024 RM'000
Islamic Account/Instruments			
Cash at bank (exclude cash in hand)		26,079	20,713
Cash in hand		143	119
Deposits with licensed bank		-	40,000
Money market instruments		5,920	5,712
Total Cash		**32,142**	**66,544**
Conventional Account/Instruments			
Cash at bank (exclude cash in hand)		113,461	86,820
Deposits with licensed bank		38,298	61,215
Money market instruments		89,382	43,743
Total Cash		**241,141**	**191,778**

(ii) Debt Component

	Remarks	Group	
		2025 RM'000	2024 RM'000
Islamic Financing			
Current		N/A	N/A
Non-Current		N/A	N/A
Total Financing		**N/A**	**N/A**
Conventional Borrowing			
Current			
Banker's acceptances		45,707	45,906
Non-Current		N/A	N/A
Total Debts		**45,707**	**45,906**

DIRECTORS' RESPONSIBILITY STATEMENT IN RELATION TO THE FINANCIAL STATEMENTS

This statement is prepared as required by the Companies Act 2016 and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The Directors are responsible to ensure that the financial statements give a true and fair view of the state of affairs of the Group and of the Company as at the end of each financial year, and of the results and cash flows of the Group and of the Company for that year then ended.

The Directors consider that in preparing the financial statements:

- the Group and the Company have used appropriate accounting policies and are consistently applied;
- reasonable and prudent judgements and estimates were made; and
- all applicable approved accounting standards in Malaysia have been adhered to.

The Directors are responsible for ensuring that the Company maintains accounting records that disclose with reasonable accuracy the financial position of the Group and of the Company, and that the financial statements comply with the requirements of the Companies Act 2016.

The Directors have general responsibilities for taking all reasonably necessary steps available to them to safeguard the assets of the Group, and to prevent and detect fraud and other irregularities.

REPORT OF THE DIRECTORS AND AUDITED FINANCIAL STATEMENTS

Directors' Report	112
Statement by Directors	119
Declaration by the Officer Primarily Responsible for the Financial Management of the Company	120
Independent Auditors' Report to the Members of MBM Resources Berhad	121
Statements of Profit or Loss and Other Comprehensive Income	126
Statements of Financial Position	127
Statements of Changes in Equity	129
Statements of Cash Flows	131
Notes to the Financial Statements	134

DIRECTORS' REPORT

The directors of **MBM RESOURCES BERHAD** have pleasure in submitting their report and the audited financial statements of the Group and of the Company for the financial year ended 31 December 2025.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding.

The information on name, principal place of business/country of incorporation, principal activities and proportion of ownership interest and voting rights held by the Company in each subsidiary, joint venture and associate are disclosed in Notes 45, 46 and 47 to the financial statements respectively.

RESULTS

The results of the Group and of the Company for the financial year are as follows:

	The Group RM'000	The Company RM'000
Profit before tax	405,509	229,021
Income tax expense	(20,277)	(70)
Profit for the year	385,232	228,951
Attributable to:		
Equity holders of the Company	339,344	228,951
Non-controlling interests	45,888	-
	385,232	228,951

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

DIVIDENDS

The amounts of dividends paid by the Company since 1 January 2025 are as follows:

	RM'000
In respect of the financial year ended 31 December 2024:	
Final single tier dividend of 9 sen per ordinary share, declared on 29 April 2025 and paid on 26 June 2025	35,180
In respect of the financial year ended 31 December 2025:	
First interim single tier dividend of 7 sen per ordinary share, declared on 28 August 2025 and paid on 29 September 2025	27,362
Special single tier dividend of 15 sen, declared on 28 August 2025 and paid on 29 September 2025	58,633
Second interim single tier dividend of 7 sen per ordinary share, declared on 26 November 2025 and paid on 24 December 2025	27,362
Special single tier dividend of 10 sen, declared on 26 November 2025 and paid on 24 December 2025	39,089
	187,626

The directors proposed a final single tier dividend of 21 sen per ordinary share amounting to RM82,086,000 in respect of the current financial year ended 31 December 2025. The proposed final dividend is subject to the approval by the shareholders at the forthcoming Annual General Meeting of the Company and has not been included as liability in the financial statements. Upon approval by the shareholders, the dividend payment will be accounted for in equity as an appropriation of retained earnings during the financial year ending 31 December 2026.

RESERVES AND PROVISIONS

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

ISSUE OF SHARES AND DEBENTURES

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

SHARE OPTIONS

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

No shares have been issued during the financial year by virtue of the exercise of any option to take up unissued shares of the Company. As at the end of the financial year, there were no unissued shares of the Company under options.

DIRECTORS' REPORT

OTHER STATUTORY INFORMATION

Before the financial statements of the Group and of the Company were prepared, the directors took reasonable steps:

(a) 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 had satisfied themselves that no known bad debts to be written off and that adequate allowance had been made for doubtful debts; and

(b) 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 of the Company had been written down to an amount which the current assets might be expected so to realise.

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

(a) which would require the writing off of bad debts or render the amount of the allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or

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

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

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

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

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

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

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

In the opinion of the directors, no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of operations of the Group and of the Company in the financial year in which this report is made.

DIRECTORS' REPORT

DIRECTORS

The directors of the Company in office during the financial year and during the period from the end of the financial year to the date of this report are:

Aqil bin Ahmad Azizuddin #
Dato' Anwar bin Haji @ Aji
Low Hin Choong #
Ng Seng Kong #
Wong Fay Lee #
Dato' Zulfikri bin Osman
Nik Fazila binti Nik Mohamed Shihabuddin
Chin Min Ming

are also the directors of subsidiaries.

The directors of the subsidiaries in office during the financial year and during the period from the end of the financial year to the date of this report are (excluding directors who are also directors of the Company):

Chong Mung Wooi
Hirotaka Yanagi
Noor Aman Putra bin Mohd Madi
Rizal bin Mohd Zin
Dr. Tan Chor Par
Timothy Liew Thau Ee
Tomoya Ryuse
Wong Wei Khin
Yuko Mochida
Jun Ikeda (appointed on 01.08.2025)
Katsumi Ohori (resigned on 01.08.2025)

DIRECTORS' INTERESTS

The interests in shares in the Company and in a related corporation of those who were directors at the end of the financial year according to the Register of Directors' Shareholdings kept by the Company under Section 59 of the Companies Act, 2016 are as follows:

	As of 1.1.2025	Number of ordinary shares Bought	Sold	As of 31.12.2025
Shares in the Company				
Direct interests				
Aqil bin Ahmad Azizuddin	764,187	-	-	764,187
Low Hin Choong	32,000	-	-	32,000
Ng Seng Kong	160,000	-	-	160,000
Wong Fay Lee	33,100	-	-	33,100
Indirect interests				
Aqil bin Ahmad Azizuddin	277,331	-	-	277,331
Low Hin Choong	1,200,056	-	-	1,200,056
Shares in the holding company, Med-Bumikar Mara Sdn. Bhd.				
Direct interests				
Aqil bin Ahmad Azizuddin	1,309,506	-	-	1,309,506
Ng Seng Kong	446,548	-	-	446,548
Indirect interests				
Aqil bin Ahmad Azizuddin	8,116,536	-	-	8,116,536
Low Hin Choong	8,225,223	-	-	8,225,223

None of the other directors in office at the end of the financial year held shares or had beneficial interests in the shares of the Company or its related corporation during or at the beginning and end of the financial year.

DIRECTORS' BENEFITS

Since the end of the previous financial year, none of the directors of the Company has received or become entitled to receive any benefit (other than the benefit included in the aggregate amount of emoluments received or due and receivable by directors or being fixed salary of a full-time employee of the Company as disclosed below) by reason of a contract made by the Company or a related corporation with the director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest.

	The Group RM'000	The Company RM'000
Directors:		
Fees	812	812
Salaries and other emoluments	858	430
	1,670	1,242

During and at the end of the financial year, no arrangement subsisted to which the Company was a party whereby directors of the Company might acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

INDEMNITY AND INSURANCE FOR DIRECTORS, OFFICERS AND AUDITORS

The Company maintains directors' and officers' liability insurance for purposes of Section 289 of the Companies Act, 2016, throughout the year, which provides appropriate insurance cover for the directors and officers of the Company. The amount of insurance premium paid during the year amounted to RM19,828.

There were no indemnities given to or insurance effected for the auditors of the Company in accordance with Section 289 of the Companies Act, 2016.

HOLDING COMPANY

The immediate and ultimate holding company of the Company is Med-Bumikar Mara Sdn. Bhd., a company incorporated in Malaysia.

AUDITORS

The auditors, Deloitte Malaysia PLT (*formerly known as Deloitte PLT*), have indicated their willingness to continue in office.

AUDITORS' REMUNERATION

The amount paid/payable as remuneration of the auditors of the Group and of the Company for the financial year ended 31 December 2025 amounting to RM676,000 and RM114,000, respectively.

Signed on behalf of the Board, as approved by the Board
in accordance with a resolution of the Directors,

AQIL BIN AHMAD AZIZUDDIN

NIK FAZILA BINTI NIK MOHAMED SHIHABUDDIN

Kuala Lumpur
17 April 2026

STATEMENT BY DIRECTORS

The directors of **MBM RESOURCES BERHAD** state that, in their opinion, the accompanying financial statements are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act, 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025 and of the financial performance and the cash flows of the Group and of the Company for the year ended on that date.

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

AQIL BIN AHMAD AZIZUDDIN

NIK FAZILA BINTI NIK MOHAMED SHIHABUDDIN

Kuala Lumpur
17 April 2026

DECLARATION BY THE OFFICER PRIMARILY RESPONSIBLE FOR THE FINANCIAL MANAGEMENT OF THE COMPANY

I, **CHIN TZE FUI @ ANNIE CHIN (MIA number: 9387)**, the officer primarily responsible for the financial management of **MBM RESOURCES BERHAD**, do solemnly and sincerely declare that the accompanying financial statements are, in my opinion, correct and I make this solemn declaration conscientiously believing the declaration to be true, and by virtue of the Statutory Declarations Act, 1960.

CHIN TZE FUI @ ANNIE CHIN

Subscribed and solemnly declared by the abovenamed **CHIN TZE FUI @ ANNIE CHIN** at **KUALA LUMPUR** on this 17th April 2026.

Before me,

COMMISSIONER FOR OATHS

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MBM RESOURCES BERHAD

(Incorporated in Malaysia)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **MBM RESOURCES BERHAD**, which comprise the statements of financial position of the Group and of the Company as at 31 December 2025, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 126 to 194.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025, and of their financial performance and cash flows for the year 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 Opinion

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

Independence and Other Ethical Responsibilities

We are independent of the Group and 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"), as applicable to audits of financial statements of public interest entities and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

(Forward)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MBM RESOURCES BERHAD

(Incorporated in Malaysia)

Key Audit Matters

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

Key audit matter	How the scope of our audit responded to the key audit matter
Revenue recognition Revenue is recognised at an amount that reflects the consideration in the contracts to which the Group expected to be entitled in exchange for promised goods or services to the customer as and when the Group satisfied its performance obligation by transferring promised goods or services to the customers, which is when the customers obtain control of the goods or services at a point of time. We focused on this area as there is presumed significant risk with regards to revenue recognition of distribution of motor vehicles, and automotive parts and components sales not recorded in the appropriate accounting period and revenue represents the most significant item on the Group's financial statements. Revenue, being one of the key driver of the financial performance of the Group and large volume of transactions, increase the inherent risk that revenue may not be recognised in the appropriate accounting period prior to the year end.	Our audit procedures, among others, included: • Obtained an understanding of the relevant controls over the revenue recognition; • Evaluated the design and implementation of the relevant controls and tested their operating effectiveness; • Performed procedures to corroborate the timing of revenue recognition based on completion of performance obligations, and control of the related goods is transferred to the customers.

We have determined that there is no key audit matter in the audit of the separate financial statements of the Company to be communicated in our auditors' report.

(Forward)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MBM RESOURCES BERHAD
(Incorporated in Malaysia)

Information Other than the Financial Statements and Auditors' Report Thereon

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

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

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

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

Responsibilities of Directors for the Financial Statements

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

(Forward)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MBM RESOURCES BERHAD

(Incorporated in Malaysia)

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

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:

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

(a) 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 of the Company's internal control.

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

(c) 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.

(d) 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.

(e) 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.

(Forward)

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF MBM RESOURCES BERHAD
(Incorporated in Malaysia)

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 the subsidiaries of which we have not acted as auditors, are disclosed in Note 45 to the financial statements.

Other Matters

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

DELOITTE MALAYSIA PLT (LLP0010145-LCA)
Chartered Accountants (AF 0080)

SUDHANYA SAHOO
Partner - 03669/06/2026 J
Chartered Accountant

Kuala Lumpur
17 April 2026

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME
FOR THE YEAR ENDED 31 DECEMBER 2025

	Note	The Group 2025 RM'000	The Group 2024 RM'000	The Company 2025 RM'000	The Company 2024 RM'000
Revenue	5	**2,549,215**	2,485,617	**234,501**	227,659
Cost of sales	6	**(2,333,778)**	(2,274,461)	**-**	-
Gross profit		**215,437**	211,156	**234,501**	227,659
Other income		**57,908**	51,395	**1,417**	1,289
Administrative and other expenses		**(122,579)**	(113,880)	**(8,361)**	(22,923)
Selling and marketing expenses		**(83,885)**	(79,560)	**-**	-
Finance costs	7	**(1,758)**	(1,922)	**(39)**	(40)
Interest income	8	**6,477**	6,258	**1,503**	1,790
Share of results of a joint venture, net of tax	20	**25,277**	29,605	**-**	-
Share of results of associates, net of tax	21	**308,632**	290,818	**-**	-
Profit before tax	9	**405,509**	393,870	**229,021**	207,775
Income tax expense	12	**(20,277)**	(20,820)	**(70)**	(122)
Profit for the year		**385,232**	373,050	**228,951**	207,653
Other comprehensive income, net of tax					
Items that may be reclassified subsequently to profit or loss:					
Share of foreign currency translation reserve of foreign operations of associates		**(553)**	(569)	**-**	-
Other comprehensive loss for the year, net of tax		**(553)**	(569)	**-**	-
Total comprehensive income for the year		**384,679**	372,481	**228,951**	207,653
Profit for the year attributable to:					
Equity holders of the Company		**339,344**	333,390	**228,951**	207,653
Non-controlling interests		**45,888**	39,660	**-**	-
		385,232	373,050	**228,951**	207,653
Total comprehensive income attributable to:					
Equity holders of the Company		**338,794**	332,824	**228,951**	207,653
Non-controlling interests		**45,885**	39,657	**-**	-
		384,679	372,481	**228,951**	207,653
Earnings per share (sen)	13				
Basic		**86.8**	85.3		
Diluted		**86.8**	85.3		
Net dividends per ordinary share (sen)	14	**48.0**	60.0		

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

STATEMENTS OF FINANCIAL POSITION
AS OF 31 DECEMBER 2025

	Note	The Group 2025 RM'000	The Group 2024 RM'000	The Company 2025 RM'000	The Company 2024 RM'000
ASSETS					
Non-current Assets					
Property, plant and equipment	15	**213,009**	194,034	**61**	72
Right-of-use assets	16	**11,059**	9,758	**1,566**	673
Investment properties	17	**63,822**	64,936	**-**	-
Prepaid land lease payments	18	**37,525**	38,104	**-**	-
Investment in subsidiaries	19	**-**	-	**405,896**	405,896
Investment in a joint venture	20	**93,259**	96,105	**-**	-
Investment in associates	21	**1,880,817**	1,767,148	**179,468**	179,468
Other investments	23	**2,300**	2,340	**-**	-
Deferred tax assets	24	**6,981**	5,071	**-**	-
Goodwill on consolidation	25	**1,104**	1,104	**-**	-
Total Non-current Assets		**2,309,876**	2,178,600	**586,991**	586,109
Current Assets					
Hire purchase receivables	22	**-**	-	**-**	-
Inventories	26	**135,614**	114,209	**-**	-
Trade receivables	27	**172,119**	162,086	**-**	-
Other receivables, deposits and prepaid expenses	28	**29,779**	20,209	**121**	138
Amount owing by subsidiaries	29	**-**	-	**240**	314
Tax recoverable		**1,947**	4,147	**35**	146
Cash, bank balances and short-term fund investments	30	**273,283**	258,322	**75,481**	34,379
		612,742	558,973	**75,877**	34,977
Assets classified as held for sale	31	**-**	2,583	**-**	-
Total Current Assets		**612,742**	561,556	**75,877**	34,977
Total Assets		**2,922,618**	2,740,156	**662,868**	621,086

(Forward)

STATEMENTS OF FINANCIAL POSITION
AS OF 31 DECEMBER 2025

	Note	The Group 2025 RM'000	The Group 2024 RM'000	The Company 2025 RM'000	The Company 2024 RM'000
EQUITY AND LIABILITIES					
Capital and Reserves					
Share capital	32	**391,651**	391,651	**391,651**	391,651
Reserves	33	**1,985,874**	1,834,706	**265,974**	224,649
Equity attributable to owners of the Company		**2,377,525**	2,226,357	**657,625**	616,300
Non-controlling interests	19	**327,332**	320,767	**-**	-
Total Equity		**2,704,857**	2,547,124	**657,625**	616,300
Non-current Liabilities					
Deferred tax liabilities	24	**3,352**	3,335	**-**	-
Retirement benefits obligation	35	**2,491**	2,041	**1,400**	1,400
Lease liabilities	36	**9,083**	8,420	**1,118**	359
Total Non-current Liabilities		**14,926**	13,796	**2,518**	1,759
Current Liabilities					
Short-term borrowings	34	**45,707**	45,906	**-**	-
Trade payables	37	**91,487**	79,127	**-**	-
Other payables and accrued expenses	38	**60,160**	49,465	**1,584**	1,995
Amount owing to a subsidiary company	39	**-**	-	**622**	662
Amount owing to holding company	39	**39**	26	**39**	26
Lease liabilities	36	**3,038**	2,201	**480**	344
Tax liabilities		**2,404**	2,511	**-**	-
Total Current Liabilities		**202,835**	179,236	**2,725**	3,027
Total Liabilities		**217,761**	193,032	**5,243**	4,786
Total Equity and Liabilities		**2,922,618**	2,740,156	**662,868**	621,086

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

STATEMENTS OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2025

The Group	Note	Share capital RM'000	Non-distributable reserve – Foreign currency translation reserve RM'000	Distributable reserve – Retained earnings RM'000	Attributable to the equity holders of the Company RM'000	Non-controlling interests RM'000	Total equity RM'000
As of 1 January 2025		**391,651**	**(280)**	**1,834,986**	**2,226,357**	**320,767**	**2,547,124**
Dividends distributed to owners of the Company	14	**-**	**-**	**(187,626)**	**(187,626)**	**-**	**(187,626)**
Dividends paid to non-controlling interests of subsidiaries		**-**	**-**	**-**	**-**	**(39,320)**	**(39,320)**
Profit for the year		**-**	**-**	**339,344**	**339,344**	**45,888**	**385,232**
Other comprehensive loss		**-**	**(550)**	**-**	**(550)**	**(3)**	**(553)**
Total comprehensive (loss)/income for the year		**-**	**(550)**	**339,344**	**338,794**	**45,885**	**384,679**
As of 31 December 2025		**391,651**	**(830)**	**1,986,704**	**2,377,525**	**327,332**	**2,704,857**
As of 1 January 2024		391,651	286	1,736,128	2,128,065	297,895	2,425,960
Dividends distributed to owners of the Company	14	-	-	(234,532)	(234,532)	-	(234,532)
Dividends paid to non-controlling interests of subsidiaries		-	-	-	-	(16,785)	(16,785)
Profit for the year		-	-	333,390	333,390	39,660	373,050
Other comprehensive loss		-	(556)	-	(566)	(3)	(569)
Total comprehensive (loss)/income for the year		-	(556)	333,390	332,824	39,657	372,481
As of 31 December 2024		391,651	(280)	1,834,986	2,226,357	320,767	2,547,124

STATEMENTS OF CHANGES IN EQUITY
FOR THE YEAR ENDED 31 DECEMBER 2025

The Company	Note	Share capital RM'000	Distributable reserve – Retained earnings RM'000	Total Equity RM'000
As of 1 January 2025		**391,651**	**224,649**	**616,300**
Dividends	14	**-**	**(187,626)**	**(187,626)**
Total comprehensive income for the year		**-**	**228,951**	**228,951**
As of 31 December 2025		**391,651**	**265,974**	**657,625**
As of 1 January 2024		391,651	251,528	643,179
Dividends	14	-	(234,532)	(234,532)
Total comprehensive income for the year		-	207,653	207,653
As of 31 December 2024		391,651	224,649	616,300

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

STATEMENTS OF CASH FLOWS
FOR THE YEAR ENDED 31 DECEMBER 2025

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
CASH FLOWS FROM/(USED IN) OPERATING ACTIVITIES				
Profit before tax	**405,509**	393,870	**229,021**	207,775
Adjustments for:				
Depreciation of:				
Property, plant and equipment	**11,026**	11,238	**24**	24
Right-of-use assets	**3,474**	4,322	**418**	336
Investment properties	**1,739**	1,790	**-**	-
Property, plant and equipment written off	**201**	15	**-**	-
Amortisation of prepaid land lease payments	**579**	577	**-**	-
Impairment losses on investment in subsidiaries	**-**	-	**-**	14,762
Gain on liquidation of a subsidiary company	**-**	-	**-**	(10)
Other investment written off	**40**	-	**-**	-
Allowance for slow-moving inventories	**805**	278	**-**	-
Allowance for slow-moving inventories no longer required	**(80)**	(27)	**-**	-
Allowance for expected credit losses on trade receivables	**152**	223	**-**	-
Allowance for expected credit losses on trade receivables no longer required	**(343)**	(142)	**-**	-
Pension costs - defined benefit plans	**1,509**	1,434	**-**	-
Dividend income	**-**	-	**(234,313)**	(227,468)
Finance costs	**1,758**	1,922	**39**	40
Interest income on:				
Bank deposits	**(6,466)**	(6,238)	**(1,503)**	(1,790)
Others	**(11)**	(20)	**-**	-
Share of results of a joint venture	**(25,277)**	(29,605)	**-**	-
Share of results of associates	**(308,632)**	(290,818)	**-**	-
Gain on termination of lease	**(3)**	(9)	**-**	-
Gain on disposal of:				
Property, plant and equipment	**(50)**	(10)	**-**	-
Assets classified as held for sale	**(6,342)**	-	**-**	-
Operating Profit/(Loss) Before Working Capital Changes	**79,588**	88,800	**(6,314)**	(6,331)

(Forward)

STATEMENTS OF CASH FLOWS
AS OF 31 DECEMBER 2025

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Movements in working capital:				
(Increase)/Decrease:				
Inventories	**(22,130)**	46,575	**-**	-
Receivables, deposits and prepaid expenses	**(19,412)**	3,473	**17**	(19)
Net changes in related company balances	**13**	(37)	**47**	63
Increase/(Decrease) in:				
Payables and accrued expenses	**23,055**	(13,522)	**(411)**	729
Cash Generated From/(Used In) Operations	**61,114**	125,289	**(6,661)**	(5,558)
Contributions paid under retirement benefit schemes	**(1,059)**	(1,284)	**-**	-
Income tax refunded	**2,311**	-	**126**	-
Income tax paid	**(20,493)**	(23,418)	**(56)**	(66)
Real property gain tax paid	**(1,866)**	-	**-**	-
Net Cash From/(Used in) Operating Activities	**40,007**	100,587	**(6,591)**	(5,624)
CASH FLOWS FROM/(USED IN) INVESTING ACTIVITIES				
Dividends received from:				
Subsidiaries	**-**	-	**80,069**	87,518
Associates	**194,410**	175,094	**154,244**	139,950
Joint venture	**28,123**	25,500	**-**	-
Interest received	**6,448**	6,182	**1,474**	1,715
Proceeds from disposal of:				
Property, plant and equipment	**360**	10	**-**	-
Assets classified as held for sales	**8,300**	-	**-**	-
Purchase of:				
Property, plant and equipment	**(30,512)**	(18,681)	**(13)**	(53)
Addition to prepaid land lease payments	**-**	(351)	**-**	-
Decrease/(Increase) in deposits with maturities in excess of three months	**2,078**	(1,526)	**-**	-
Placement of deposits pledged as security with a licensed bank	**(112)**	-	**-**	-
Proceeds from liquidation of a subsidiary company	**-**	-	**-**	10
Net Cash From Investing Activities	**209,095**	186,228	**235,774**	229,140

(Forward)

STATEMENTS OF CASH FLOWS
AS OF 31 DECEMBER 2025

	Note	The Group		The Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
CASH FLOWS FROM/(USED IN) FINANCING ACTIVITIES					
Net (decrease)/increase of other borrowings		**(199)**	29,539	**-**	-
Finance costs paid		**(1,758)**	(1,922)	**(39)**	(40)
Payment of lease liabilities		**(3,272)**	(3,564)	**(416)**	(329)
Dividends paid to non-controlling interests of subsidiaries		**(39,320)**	(16,785)	**-**	-
Dividends paid		**(187,626)**	(234,532)	**(187,626)**	(234,532)
Net Cash Used in Financing Activities		**(232,175)**	(227,264)	**(188,081)**	(234,901)
NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS		**16,927**	59,551	**41,102**	(11,385)
CASH AND CASH EQUIVALENTS AT THE BEGINNING OF YEAR		**256,244**	196,693	**34,379**	45,764
CASH AND CASH EQUIVALENTS AT THE END OF YEAR	30	**273,171**	256,244	**75,481**	34,379

Note

(i) **Cash outflows for leases - as lessee**

	Note	The Group		The Company	
		2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Included in net cash from operating activities:					
Payment relating to short-term leases	16	**537**	416	**12**	12
Payment relating to leases of low-value assets	16	**206**	146	**-**	-
Included in net cash from financing activities:					
Interest paid in relation to lease liabilities	36	**488**	1,075	**39**	40
Payment of lease liabilities	36	**3,272**	3,564	**416**	329
Total cash outflows from leases		**4,503**	5,201	**467**	381

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

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

1. GENERAL INFORMATION

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

The principal activity of the Company is investment holding.

The information on name, principal place of business/country of incorporation, principal activities and proportion of ownership interest and voting rights held by the Company in each subsidiary, joint venture and associate are disclosed in Notes 45, 46 and 47 respectively.

There have been no significant changes in the nature of the principal activities of the Group and of the Company during the financial year.

The financial statements are presented in Ringgit Malaysia ("RM"). All values are recorded to the nearest thousand ("RM'000") except where otherwise indicated.

The registered office of the Company is located at Unit 30-01, Level 30, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No.8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia and the principal place of business of the Company is located at No. 23-01, Level 23, Menara MBMR, 1, Jalan Syed Putra, 58000 Kuala Lumpur, Malaysia.

The financial statements of the Group and of the Company were authorised by the Board of Directors for issuance in accordance with a resolution of the Directors on 17 April 2026.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS

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

Application of Amendments to Malaysian Financial Reporting Standard

In the current financial year, the Group and the Company have adopted the Amendments to MFRS issued by the Malaysian Accounting Standards Board ("MASB") that are effective for annual periods beginning on or after 1 January 2025.

Amendments to:	
MFRS 121	Lack of Exchangeability

The adoption of the Amendments to MFRS did not result in significant changes in the accounting policies of the Group and of the Company and has no significant effect on the financial performance or position of the Group and of the Company.

2. BASIS OF PREPARATION OF FINANCIAL STATEMENTS (CONTINUED)

New Standards and Amendments to MFRSs in Issue But Not Yet Effective

At the date of authorisation for issue of these financial statements, the New Standards and Amendments to MFRSs which were in issue but not yet effective and not early adopted by the Group and the Company are as listed below:

MFRS 18	Presentation and Disclosure in Financial Statements[2]
MFRS 19	Subsidiaries without Public Accountability: Disclosures[2]
Amendments to:	
MFRS 1, MFRS 7, MFRS 9, MFRS 10 and MFRS 107	Annual Improvements to MFRS Accounting Standards - Volume 11[1]
MFRS 9 and MFRS 7	Amendments to Classification and Measurement of Financial Instruments[1]
MFRS 9 and MFRS 7	Contracts Referencing Nature-dependent Electricity[1]
MFRS 19	Subsidiaries without Public Accountability: Disclosures[2]
MFRS 121	Translation to a Hyperinflationary Presentation Currency[2]
MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture[3]

[1] Effective for annual periods beginning on or after 1 January 2026, with earlier application permitted.
[2] Effective for annual periods beginning on or after 1 January 2027, with earlier application permitted.
[3] Effective date deferred a date to be determined and announced by MASB.

The directors anticipate that the abovementioned New Standards and Amendments to MFRSs will be adopted in the annual financial statements of the Group and of the Company when they become effective. The adoption of these New Standards and Amendments to MFRSs is not expected to have material financial impact to the current and prior period financial statements of the Group and of the Company except as further discussed below:

MFRS 18 *Presentation and Disclosure in Financial Statements*

MFRS 18 *Presentation and Disclosure in Financial Statements* replaces MFRS 101 *Presentation of Financial Statements*, carrying forward many of the requirements in MFRS 101 unchanged and complementing them with new requirements. MFRS 18 introduces new requirements to improve the reporting of financial performance:

- present specified categories and defined subtotals in the statement of profit or loss;
- provide disclosures on management-defined performance measures in the notes to the financial statements; and
- improve aggregation and disaggregation.

The adoption of MFRS 18 impacts the financial statements of the Group and of the Company in the period of initial application. However, it is not practicable to provide a reasonable estimate of the effect of the adoption of the said MFRS 18 until the Group and the Company undertake a detailed review.

3. MATERIAL ACCOUNTING POLICY INFORMATION

Basis of Accounting

The consolidated financial statements of the Group have been prepared under the historical cost convention unless otherwise indicated in this summary of accounting policies. Historical cost is generally based on the fair value of the consideration given in exchange for goods and services.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, regardless of whether that price is directly observable or estimated using another valuation technique. In estimating the fair value of an asset or a liability, the Group considers the characteristics of the asset or liability that market participants would take into account when pricing the asset or liability at the measurement date. Fair value for measurement and/or disclosure purposes in these consolidated financial statements is determined on such a basis, except for share-based payment transactions that are within the scope of MFRS 2 *Share-based Payment*, leasing transaction that are within the scope of MFRS 16 *Leases*, and measurements that have some similarities to fair value but are not fair value, such as net realisable value in MFRS 102 *Inventories* or value-in-use in MFRS 136 *Impairment of Assets*.

In addition, for financial reporting purposes, fair value measurements are categorised into Level 1, 2 or 3 based on the degree to which the inputs to the fair value measurements are observable and the significance of the inputs to the fair value measurement in its entirety, which are described as follows:

- Level 1 inputs are quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date;
- Level 2 inputs are inputs, other than quoted prices included within Level 1, that are observable for the asset or liability, either directly or indirectly; and
- Level 3 inputs are unobservable inputs for the asset or liability.

The material accounting policies are set out below:

Basis of Consolidation

The consolidated financial statements incorporate the financial statements of the Company and entities controlled by the Company (its subsidiaries). Control is achieved when the Company:

- has power over the investee;
- is exposed, or has rights, to variable returns from its involvement with the investee; and
- has the ability to use its power to affect its returns.

Profit or loss and each component of other comprehensive income are attributed to the owners of the Company and to the non-controlling interests. Total comprehensive income of subsidiaries is attributed to the owners of the Company and to the non-controlling interests even if this results in the non-controlling interests having a deficit balance.

Where necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies.

All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation. Non-controlling interests in subsidiaries are identified separately from the Group's equity therein. The interests of non-controlling shareholders may be initially measured either at fair value or at the non-controlling interests' proportionate share of the fair value of the acquiree's identifiable net assets.

The choice of measurement basis is made on an acquisition-by-acquisition basis. Subsequent to acquisition, the carrying amount of non-controlling interests is the amount of those interests at initial recognition plus the non-controlling interests' share of subsequent changes in equity.

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

Subsidiaries

Investments in subsidiaries which are eliminated on consolidation, are stated at cost less impairment losses, if any, in the Company's separate financial statements.

Investment in Associates and Joint Ventures

An associate is an entity over which the Group has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require unanimous consent of the parties sharing control.

The results and assets and liabilities of associates or joint ventures are incorporated in these consolidated financial statements using the equity method of accounting.

Under the equity method, investment in associate and joint venture is initially recognised in the consolidated statement of financial position at cost and adjusted thereafter to recognise the Group's share of the profit or loss and other comprehensive income of the associate and joint venture. When the Group's share of losses of an associate or a joint venture exceeds the Group's interest in that associate or joint venture (which includes any long-term interests that, in substance, form part of the Group's net investment in the associate or joint venture), the Group discontinues recognising its share of further losses. Additional losses are recognised only to the extent that the Group has incurred legal or constructive obligations or made payments on behalf of the associate or joint venture.

An investment in an associate or a joint venture is accounted for using the equity method from the date on which the investee becomes an associate or a joint venture. On acquisition of the investment in an associate or a joint venture, any excess of the cost of the investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill, which is included within the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities over the cost of the investment, after reassessment, is recognised immediately in profit or loss in the period in which the investment is acquired.

The requirements of MFRS 136 are applied to determine whether it is necessary to recognise any impairment loss with respect to the Group's investment in an associate or a joint venture. When necessary, the entire carrying amount of the investment (including goodwill) is tested for impairment in accordance with MFRS 136 as a single asset by comparing its recoverable amount (higher of value in use and fair value less costs to sell) with its carrying amount. Any impairment loss recognised forms part of the carrying amount of the investment. Any reversal of that impairment loss is recognised in accordance with MFRS 136 to the extent that the recoverable amount of the investment subsequently increases.

When a Group entity transacts with an associate or a joint venture of the Group, profits and losses resulting from the transactions with the associate or joint venture are recognised in the Group's consolidated financial statements only to the extent that the Group's interest in the associate or joint venture is not related to the Group.

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

Revenue Recognition

Revenue from contracts with customers

Revenue is recognised when or as a performance obligation in the contract with customer is satisfied, i.e. when the "control" of the goods or services underlying the particular performance obligation is transferred to the customer.

A performance obligation is a promise to transfer a distinct goods or service (or a series of distinct goods or services that are substantially the same and that have the same pattern of transfer) to the customer that is explicitly stated in the contract or implied in the Group's customary business practices.

Revenue is measured at the amount of consideration to which the Group and the Company expect to be entitled in exchange of transferring the promised goods or services to the customers, excluding amounts collected on behalf of third parties such as sales taxes or goods and services taxes. If the amount of consideration varies due to discounts, rebates, refunds, credits, incentives, penalties or other similar items, the Group and the Company estimate the amount of consideration to which they will be entitled based on the expected value or the most likely outcome. If the contract with customer contains more than one performance obligation, the amount of consideration is allocated to each performance obligation based on the relative stand-alone selling price of the goods or services promised in the contract.

The revenue is recognised to the extent that it is highly probable that a significant reversal in the amount of cumulative revenue recognised will not occur when the uncertainty associated with the variable consideration is subsequently resolved.

The control of the promised goods or services may be transferred over time or at a point in time. The control over the goods or services is transferred over time and revenue is recognised over time if:

- the customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
- the Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced; or
- the Group's performance does not create an asset with an alternative use and the Group has an enforceable right to payment for performance completed to date.

Revenue for performance obligation that is not satisfied over time is recognised at the point in time at which the customer obtains control of the promised goods or services.

(i) Sales of Goods - Motor Vehicles

The Group's primary activity is marketing and sales of motor vehicles. Revenue is recognised when the control of the goods has transferred, being when the vehicle is registered in the name of the customer, delivered to the customer or invoice acknowledged by customer. Following the registration, delivery or acknowledgement, the customer has full discretion over the manner of the uses of the vehicle, and the Group is entitled to the payment of the vehicle.

(ii) Sales of Goods - Manufactured Auto Parts

The Group manufactures and sells auto parts and components.

For the sale of manufactured auto parts, revenue is recognised by the Group at a point in time when control of the goods underlying the performance obligation is transferred to the customers.

(iii) Sales of Services

The Group provides aftersales services including vehicle repairs and maintenance, provision for insurance services as agent and property management and maintenance services. Revenue from these services are recognised when the services are performed.

When the Group acts in the capacity of an agent rather than as principal in a transaction, the revenue recognised is the net amount of commission earned by the Group.

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

Other Revenue

(i) Dividend Income

Dividend income is recognised when the Group's and the Company's right to receive payment is established.

(ii) Interest Income

Interest income is recognised when it is probable that the economic benefits will flow to the Group and to the Company and the amount of income can be measured reliably. Interest income is accrued on a time basis, by reference to the principal outstanding and at the effective interest rate applicable, which is the rate that exactly discounts estimated future cash receipts through the expected life of the financial asset to that asset's net carrying amount on initial recognition.

(iii) Rental income

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

Impairment of Non-financial Assets Excluding Goodwill

At the end of each reporting period, the Group reviews the carrying amounts of its non-financial assets to determine whether there is any indication that those assets have suffered an impairment loss. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any). Where it is not possible to estimate the recoverable amount of an individual asset, the Group estimates the recoverable amount of the cash-generating unit to which the asset belongs. When a reasonable and consistent basis of allocation can be identified, corporate assets are also allocated to individual cash-generating units, or otherwise they are allocated to the smallest group of cash-generating units for which a reasonable and consistent allocation basis can be identified.

Recoverable amount is the higher of fair value less costs to sell and value in use. 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 for which the estimates of future cash flows have not been adjusted.

If the recoverable amount of an asset (or cash-generating unit) is estimated to be less than its carrying amount, the carrying amount of the asset (or cash-generating unit) is reduced to its recoverable amount. An impairment loss is recognised immediately in profit or loss.

Where an impairment loss subsequently reverses, the carrying amount of the asset (or cash-generating unit) is increased to the revised estimate of its recoverable amount, but so that the increased carrying amount does not exceed the carrying amount that would have been determined had no impairment loss been recognised for the asset (or cash-generating unit) in prior years. A reversal of an impairment loss is recognised immediately in profit or loss.

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

Financial Instruments

Financial assets and financial liabilities are recognised when the Group and the Company become a party to the contractual provision of the instrument.

Financial assets and financial liabilities are initially measured at fair value. Transaction costs that are directly attributable to the acquisition or issue of financial assets and financial liabilities (other than financial assets and financial liabilities at fair value through profit and loss) are added to or deducted from the fair value measured on initial recognition of financial asset or financial liability. The transaction costs directly attributable to the acquisition of financial assets and financial liabilities at fair value through profit or loss are immediately recognised in the statement of profit or loss. Where the fair value of a financial asset at initial recognition is different from its transaction price, the difference between the fair value and the transaction price is recognised as a gain or loss in the statement of profit or loss. However, trade receivables that do not contain a significant financing component are measured at transaction price.

(a) Financial Assets

Measurement category	Criteria	Financial assets
Financial assets at amortised cost	Financial assets are subsequently measured at amortised cost if these financial assets are held within a business model whose objective is to hold these assets in order to collect contractual cash flows and the contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.	Hire purchase receivables (Note 22) Trade receivables (Note 27) Other receivables and deposits (Note 28) Amount owing by subsidiaries (Note 29) Cash and bank balances and short-term fund investments (Note 30)
Financial assets measured at fair value through profit or loss ("FVTPL")	Financial asset not measured at amortised cost or at fair value through other comprehensive income ("FVTOCI") is carried at fair value through profit or loss.	Other investments (Note 23) Short-term fund investments (Note 30)

Impairment of financial assets

Loss allowance for expected credit losses is recognised for financial assets measured at amortised cost and fair value through other comprehensive income. The Group and the Company recognise lifetime expected credit losses for all trade receivables that do not constitute a financing transaction. For financial assets whose credit risk has not significantly increased since initial recognition, loss allowance equal to twelve months expected credit losses is recognised. Loss allowance equal to the lifetime expected credit losses is recognised if the credit risk on the financial instruments has significantly increased since initial recognition. The impairment losses and reversals are recognised in the statement of profit or loss.

Derecognition of financial assets

The Group and the Company derecognise a financial asset only when the contractual rights to the cash flows from the asset expire, or when it transfers the financial asset and substantially all the risks and rewards of ownership of the asset to another entity. If the Group and the Company neither transfer nor retain substantially all the risks and rewards of ownership and continue to control the transferred asset, the Group and the Company recognise the retained interest in the asset and an associated liability for amounts it may have to pay. If the Group and the Company retain substantially all the risks and rewards of ownership of a transferred financial asset, the Group and the Company continue to recognise the financial asset and also recognise a collateralised borrowing for the proceeds received. On derecognition of a financial asset (except for financial assets measured at FVTOCI), the difference between the carrying amount and the consideration received is recognised in the statements of profit or loss

3. MATERIAL ACCOUNTING POLICY INFORMATION (CONTINUED)

Financial Instruments (continued)

(b) Financial Liabilities and Equity Instruments

Classification as debt or equity

Financial liabilities and equity instruments issued by the Group are classified according to the substance of the contractual arrangements entered into and the definitions of a financial liability and an equity instrument.

Equity instruments

An equity instrument is any contract that evidences a residual interest in the assets of an entity after deducting all of its liabilities. Equity instruments issued by the Group and by the Company are recognised at the proceeds received, net of direct issue costs.

Financial liabilities

Trade and other payables are initially measured at fair value, net of transaction costs, and are subsequently measured at amortised cost, using the effective interest rate method where the time value of money is significant. Interest bearing bank loans, overdrafts and issued debt are initially measured at fair value and are subsequently measured at amortised cost using the effective interest rate method. Any difference between the proceeds (net of transaction costs) and the settlement or redemption of borrowings is recognised over the term of the borrowings in the statement of profit or loss.

The effective interest method is a method of calculating the amortised cost of a financial liability and of allocating interest expense over the relevant period. The effective interest rate is the rate that exactly discounts estimated future cash payments through the expected life of the financial liability, or a shorter period, to the net carrying amount on initial recognition.

Derecognition of financial liabilities

The Group derecognises financial liabilities when, and only when, the Group's obligations are discharged, cancelled or they expire. The differences between the carrying amount of the financial liability derecognised and the consideration paid is recognised in the statement of profit or loss.

Financial guarantee contract liabilities

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payments when due in accordance with the terms of a debt instrument.

Financial guarantee contract liabilities are initially measured at their fair values and, if not designated as at FVTPL, are subsequently measured at the higher of:

- The amount of the impairment loss determined in accordance with MFRS 9 *Financial Instruments*; and

- The amount initially recognised less, where appropriate, cumulative amortisation recognised in accordance with the revenue recognition policies set out above.

4. CRITICAL ACCOUNTING JUDGEMENTS AND KEY SOURCES OF ESTIMATION UNCERTAINTY

(i) Critical judgements in applying the Group's accounting policies

In the process of applying the Group's accounting policies, the directors are of the opinion that there are no instances of application of judgement which are expected to have significant effect on the amounts recognised in the financial statements except as disclosed below:

(a) Classification between investment properties and property, plant and equipment

The Group has developed certain criteria based on MFRS 140 *Investment Property* in making judgement whether a property qualifies as an investment property. Investment property is a property held to earn rentals or for capital appreciation or both.

Some properties comprise a portion that is held to earn rentals or for capital appreciation and another portion that is held for use in the production or supply of goods or services or for administrative purposes. If these portions could not be sold separately, the property is an investment property only if an insignificant portion is held for use in the production or supply of goods or services or for administrative purposes.

(ii) Key sources of estimation uncertainty

The directors believes that there are no key assumptions made concerning the future, and other key sources of estimation uncertainty at the end of the reporting period, that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year except as disclosed below:

(a) Impairment of investment in subsidiaries

The Company reviews the carrying amount of investment in subsidiaries. The Company assesses impairment indicators for the investment in subsidiaries and if there is any indicator of further impairment or reversal of impairment, the management will compute the recoverable amount of the investment in subsidiaries based on the higher of its fair value less cost of disposal and its value in use. The carrying amount of investment in subsidiaries as of 31 December 2025 is RM405,896,000 (2024: RM405,896,000). Impairment loss amounting to Nil (2024: RM14,762,000) have been recognised in profit or loss during the current year. Further details are disclosed in Note 19.

(b) Impairment of investment in a joint venture

The Group reviews the carrying amount of investment in a joint venture. The Group assesses impairment indicators for the investment in a joint venture and if there is any indicator of further impairment or reversal of impairment, the management will compute the recoverable amount of the investment in the joint venture based on the higher of its fair value less cost of disposal and its value in use. The carrying amount of investment in a joint venture as of 31 December 2025 is RM93,259,000 (2024: RM96,105,000) and an accumulated impairment loss of RM31,030,000 (2024: RM31,030,000) has been recognised. Details are as disclosed in Note 20.

(c) Allowance for slow-moving inventories and write down of inventories to net realisable value

Reviews are made periodically by management on damaged, obsolete and slow-moving inventories. Management analyses the current market and economic trends and also the aging when assessing the allowance for slow-moving inventories. These reviews require judgement and estimates. Possible changes in these estimates could result in revisions to the valuation of inventories. Details are as disclosed in Note 26.

5. REVENUE

Revenue of the Group and of the Company consist of the following:

	The Group		The Company	
	2025 RM'000	**2024 RM'000**	**2025 RM'000**	**2024 RM'000**
Revenue from contracts with customers:				
Sale of goods and services:				
Motor trading	**2,217,066**	2,181,962	**-**	-
Auto parts manufacturing	**329,041**	300,495	**-**	-
Management fee receivable from subsidiaries [Note 40(a)]	**-**	-	**188**	191
	2,546,107	2,482,457	**188**	191
Revenue from other sources:				
Property rental income	**3,108**	3,160	**-**	-
Dividends from:				
Subsidiaries [Note 40(a)]	**-**	-	**80,069**	87,518
Associates [Note 40(a)]	**-**	-	**154,244**	139,950
	3,108	3,160	**234,313**	227,468
	2,549,215	2,485,617	**234,501**	**227,659**
Timing of revenue recognition:				
Revenue from contracts with customers:				
Point in time	**2,546,107**	2,482,457	**44**	47
Over time	**-**	-	**144**	144
	2,546,107	2,482,457	**188**	191

6. COST OF SALES

Cost of sales of the Group represents cost of goods sold and services rendered during the financial year.

7. FINANCE COSTS

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Interest expense on:				
Borrowings	**1,195**	686	**-**	-
Lease liabilities (Note 36)	**488**	1,075	**39**	40
Others	**75**	161	**-**	-
	1,758	1,922	**39**	40

8. INTEREST INCOME

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Interest income on:				
Bank deposits	**6,466**	6,238	**1,503**	1,790
Others	**11**	20	**-**	-
	6,477	6,258	**1,503**	1,790

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

9. PROFIT BEFORE TAX

Profit before tax of continuing operations is arrived at after the following charges/(credits):

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Employee benefits expense (Note 10)	**108,763**	105,279	**5,276**	5,425
Directors' remuneration (Note 11)	**2,977**	2,681	**1,242**	995
Depreciation of:				
Property, plant and equipment (Note 15)	**11,026**	11,238	**24**	24
Right-of-use assets (Note 16)	**3,474**	4,322	**418**	336
Investment properties (Note 17)	**1,739**	1,790	**-**	-
Property, plant and equipment written off (Note 15)	**201**	15	**-**	-
Amortisation of prepaid land lease payments (Note 18)	**579**	577	**-**	-
Impairment losses on investment in subsidiaries (Note 19)	**-**	-	**-**	14,762
Gain on liquidation of a subsidiary company	**-**	-	**-**	(10)
Other investment written off (Note 23)	**40**	-	**-**	-
Allowance for slow-moving inventories (Note 26)	**805**	278	**-**	-
Allowance for slow-moving inventories no longer required (Note 26)	**(80)**	(27)	**-**	-
Allowance for expected credit losses on trade receivables (Note 27)	**152**	223	**-**	-
Allowance for expected credit losses on trade receivables no longer required (Note 27)	**(343)**	(142)	**-**	-
Auditors' remuneration:				
Auditors of the Company	**674**	630	**114**	114
Other auditors	**2**	2	**-**	-
Rental expenses (Note 16(b))	**743**	562	**12**	12
Royalty expenses	**677**	690	**-**	-
Realised (gain)/loss on foreign exchange	**(41)**	117	**-**	-
Rental income from land and buildings	**(4,943)**	(5,087)	**-**	-
Gain on termination of lease	**(3)**	(9)	**-**	-
Gain on disposal of:				
Property, plant and equipment	**(50)**	(10)	**-**	-
Assets classified as held for sale	**(6,342)**	-	**-**	-

10. EMPLOYEE BENEFITS EXPENSE

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Wages and salaries	**84,466**	81,822	**4,529**	4,678
Pension costs:				
Defined contribution plans	**15,094**	14,874	**616**	644
Defined benefit plans (Note 35)	**1,509**	1,434	**-**	-
Social security costs	**1,408**	1,386	**25**	20
Other benefits	**6,286**	5,763	**106**	83
	108,763	105,279	**5,276**	5,425

11. DIRECTORS' REMUNERATION

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Directors of the Company				
Non-executive:				
Salaries and other emoluments	**858**	790	**430**	362
Fees	**812**	633	**812**	633
	1,670	1,423	**1,242**	995
	1,670	1,423	**1,242**	995
Directors of subsidiaries				
Executive [Note 40(b)]:				
Salaries and other emoluments	**1,266**	1,217	**-**	-
Fees	**10**	10	**-**	-
	1,276	1,227	**-**	-
Non-executive:				
Salaries and other emoluments	**1**	1	**-**	-
Fees	**30**	30	**-**	-
	31	31	**-**	-
	1,307	1,258	**-**	-
	2,977	2,681	**1,242**	995

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

12. INCOME TAX EXPENSE

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Income tax expense:				
Current year	**22,082**	20,509	**74**	123
(Over)/Under provision in prior years	**(425)**	93	**(4)**	(1)
Effect of real property gain tax	**513**	-	**-**	-
	22,170	20,602	**70**	122
Deferred tax (Note 24):				
Relating to origination and reversal of temporary differences	**(1,590)**	197	**-**	-
(Over)/Under provision in prior years	**(303)**	21	**-**	-
	(1,893)	218	**-**	-
	20,277	20,820	**70**	122

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

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Profit before tax	**405,509**	393,870	**229,021**	207,775
Tax expense at statutory tax rate of 24% (2024: 24%)	**97,322**	94,529	**54,965**	49,866
Tax effects on share of results of a joint venture	**(6,066)**	(7,105)	**-**	-
Tax effects on share of results of associates	**(74,071)**	(69,796)	**-**	-
Tax effects of:				
Non-deductible expenses	**5,651**	4,765	**2,016**	5,508
Non-taxable income	**(2,236)**	(784)	**(56,907)**	(55,251)
Utilisation of reinvestment allowances	**(129)**	(19)	**-**	-
Deferred tax assets not recognised	**21**	12	**-**	-
Realisation of deferred tax assets previously not recognised	**-**	(896)	**-**	-
Effects of income subject to real property gain tax	**513**	-	**-**	-
(Over)/Under provision in prior years:				
Current tax	**(425)**	93	**(4)**	(1)
Deferred tax	**(303)**	21	**-**	-
	20,277	20,820	**70**	122

13. EARNINGS PER SHARE

Basic and diluted earnings per share

Basic and diluted earnings per share is calculated by dividing the profit for the year attributable to owners of the Company by the number of ordinary shares in issue during the financial year.

	The Group	
	2025 RM'000	**2024 RM'000**
Profit for the year attributable to owners of the Company	**339,344**	333,390

	2025 '000	**2024 '000**
Number of ordinary shares in issue	**390,887**	390,887

	2025	**2024**
Basic and diluted earnings per share (sen)	**86.8**	85.3

The basic and diluted earnings per share are the same as the Company has no dilutive potential ordinary shares.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

14. DIVIDENDS

	The Group and The Company			
	Amount		Net Dividend per Ordinary Share	
	2025 RM'000	**2024 RM'000**	**2025 Sen**	**2024 Sen**
In respect of the financial year ended 31 December 2023:				
Final single tier dividend	-	58,633	-	15.0
In respect of the financial year ended 31 December 2024:				
First interim single tier dividend	-	23,453	-	6.0
Special single tier dividend	-	39,089	-	10.0
Second interim single tier dividend	-	27,362	-	7.0
Special single tier dividend	-	85,995	-	22.0
Final single tier dividend	**35,180**	-	**9.0**	-
In respect of the financial year ended 31 December 2025:				
First interim single tier dividend	**27,362**	-	**7.0**	-
Special single tier dividend	**58,633**	-	**15.0**	-
Second interim single tier dividend	**27,362**	-	**7.0**	-
Special single tier dividend	**39,089**	-	**10.0**	-
	187,626	234,532	**48.0**	60.0

The directors proposed a final single tier dividend of 21 sen per ordinary share amounting to RM82,086,000 in respect of the current financial year ended 31 December 2025. The proposed final dividend is subject to the approval by the shareholders at the forthcoming Annual General Meeting of the Company and has not been included as liability in the financial statements. Upon approval by the shareholders, the dividend payment will be accounted for in equity as an appropriation of retained earnings during the financial year ending 31 December 2026.

15. PROPERTY, PLANT AND EQUIPMENT

The Group	Freehold land RM'000	Buildings RM'000	Plant and machinery RM'000	Renovations and leasehold improvements RM'000	Furniture, fixtures, fittings equipment and tools and implements RM'000	Motor vehicles RM'000	Capital work in progress RM'000	Total RM'000
Cost								
At 1 January 2025	**32,594**	**155,510**	**129,153**	**68,954**	**66,270**	**2,704**	**9,010**	**464,195**
Additions	**-**	**1,739**	**2,780**	**594**	**5,818**	**236**	**19,345**	**30,512**
Disposals	**-**	**-**	**(1,090)**	**-**	**(188)**	**(82)**	**-**	**(1,360)**
Write-offs	**-**	**(332)**	**-**	**(1,221)**	**(928)**	**-**	**-**	**(2,481)**
Reclassification	**-**	**486**	**-**	**(486)**	**-**	**-**	**-**	**-**
Transfer from capital work in progress	**-**	**19,787**	**-**	**-**	**-**	**-**	**(19,787)**	**-**
At 31 December 2025	**32,594**	**177,190**	**130,843**	**67,841**	**70,972**	**2,858**	**8,568**	**490,866**
Accumulated depreciation								
At 1 January 2025	**-**	**43,953**	**120,384**	**46,735**	**54,144**	**2,499**	**-**	**267,715**
Depreciation charge for the year	**-**	**3,158**	**2,340**	**2,047**	**3,374**	**107**	**-**	**11,026**
Disposals	**-**	**-**	**(781)**	**-**	**(187)**	**(82)**	**-**	**(1,050)**
Write-offs	**-**	**(134)**	**-**	**(1,221)**	**(925)**	**-**	**-**	**(2,280)**
At 31 December 2025	**-**	**46,977**	**121,943**	**47,561**	**56,406**	**2,524**	**-**	**275,411**
Accumulated impairment loss								
At 1 January 2025/ 31 December 2025	**-**	**2,446**	**-**	**-**	**-**	**-**	**-**	**2,446**
Net book value								
At 31 December 2025	**32,594**	**127,767**	**8,900**	**20,280**	**14,566**	**334**	**8,568**	**213,009**

15. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

The Group	Freehold land RM'000	Buildings RM'000	Plant and machinery RM'000	Renovations and leasehold improvements RM'000	Furniture, fixtures, fittings equipment and tools and implements RM'000	Motor vehicles RM'000	Capital work in progress RM'000	Total RM'000
Cost								
At 1 January 2024	32,594	137,698	125,794	67,481	62,621	2,564	17,660	446,412
Additions	-	1,320	1,079	1,473	4,362	176	10,271	18,681
Disposals	-	-	-	-	(76)	(36)	-	(112)
Write-offs	-	-	(149)	-	(637)	-	-	(786)
Transfer from capital work in progress	-	16,492	2,429	-	-	-	(18,921)	-
At 31 December 2024	32,594	155,510	129,153	68,954	66,270	2,704	9,010	464,195
Accumulated depreciation								
At 1 January 2024	-	41,448	117,618	44,014	51,832	2,448	-	257,360
Depreciation charge for the year	-	2,505	2,909	2,721	3,016	87	-	11,238
Disposals	-	-	-	-	(76)	(36)	-	(112)
Write-offs	-	-	(143)	-	(628)	-	-	(771)
At 31 December 2024	-	43,953	120,384	46,735	54,144	2,499	-	267,715
Accumulated impairment loss								
At 1 January 2024/ 31 December 2024	-	2,446	-	-	-	-	-	2,446
Net book value								
At 31 December 2024	32,594	109,111	8,769	22,219	12,126	205	9,010	194,034

15. PROPERTY, PLANT AND EQUIPMENT (CONTINUED)

The Company	Furniture, fittings and equipment RM'000	Motor Vehicles RM'000	Renovations RM'000	Total RM'000
Cost				
At 1 January 2024	274	6	-	280
Addition	29	-	24	53
At 31 December 2024/1 January 2025	**303**	**6**	**24**	**333**
Addition	**13**	**-**	**-**	**13**
Write-off	**(21)**	**-**	**-**	**(21)**
At 31 December 2025	**295**	**6**	**24**	**325**
Accumulated depreciation				
At 1 January 2024	237	-	-	237
Depreciation charge for the year	22	1	1	24
At 31 December 2024/1 January 2025	**259**	**1**	**1**	**261**
Depreciation charge for the year	**20**	**1**	**3**	**24**
Write-off	**(21)**	**-**	**-**	**(21)**
At 31 December 2025	**258**	**2**	**4**	**264**
Net book value				
At 31 December 2025	**37**	**4**	**20**	**61**
At 31 December 2024	44	5	23	72

(a) Freehold land and capital work-in-progress are not amortised/depreciated. Depreciation of other property, plant and equipment is computed on the straight-line method to write down the cost of the various property, plant and equipment to their residual values over their estimated useful lives at the following annual rates:

	The Group and the Company	
	2025	2024
Buildings	**1% - 5%**	1% - 5%
Plant and machinery	**5% - 33 1/3%**	5% - 33 1/3%
Renovations and leasehold improvements	**10% - 33 1/3%**	10% - 33 1/3%
Furniture, fixtures, fittings, equipment and tools and implements	**5% - 33 1/3%**	5% - 33 1/3%
Motor vehicles	**20% - 25%**	20% - 25%

16. RIGHT-OF-USE ASSETS

The Group	Freehold land RM'000	Buildings RM'000	Furniture, fittings and equipment RM'000	Total RM'000
Cost				
At 1 January 2024	3,571	4,080	1,021	8,672
Additions	8,524	1,028	700	10,252
Disposal[1]	(424)	(3,306)	-	(3,730)
Write-offs[2]	-	-	(384)	(384)
At 31 December 2024/1 January 2025	**11,671**	**1,802**	**1,337**	**14,810**
Additions	**3,563**	**2,462**	**577**	**6,602**
Disposal[1]	**(2,941)**	**(1,007)**	**(286)**	**(4,234)**
Modification	**(1,576)**	**(105)**	**-**	**(1,681)**
Write-offs[2]	**(291)**	**-**	**-**	**(291)**
At 31 December 2025	**10,426**	**3,152**	**1,628**	**15,206**
Accumulated depreciation				
At 1 January 2024	979	3,201	541	4,721
Depreciation charge for the year	3,143	912	267	4,322
Disposal[1]	(424)	(3,306)	-	(3,730)
Write-offs[2]	-	-	(261)	(261)
At 31 December 2024/1 January 2025	**3,698**	**807**	**547**	**5,052**
Depreciation charge for the year	**2,253**	**906**	**315**	**3,474**
Disposal[1]	**(2,941)**	**(1,007)**	**(286)**	**(4,234)**
Write-offs[2]	**(145)**	**-**	**-**	**(145)**
At 31 December 2025	**2,865**	**706**	**576**	**4,147**
Net book value				
At 31 December 2025	**7,561**	**2,446**	**1,052**	**11,059**
At 31 December 2024	7,973	995	790	9,758

16. RIGHT-OF-USE ASSETS (CONTINUED)

The Company	Buildings RM'000	Motor Vehicles RM'000	Total RM'000
Cost			
At 1 January 2024/31 December 2024/1 January 2025	**1,346**	**-**	**1,346**
Addition	**-**	**332**	**332**
Modification	**979**	**-**	**979**
At 31 December 2025	**2,325**	**332**	**2,657**
Accumulated depreciation			
At 1 January 2024	337	-	337
Depreciation charge for the year	336	-	336
At 31 December 2024/1 January 2025	**673**	**-**	**673**
Depreciation charge for the year	**335**	**83**	**418**
At 31 December 2025	**1,008**	**83**	**1,091**
Net book value			
At 31 December 2025	**1,317**	**249**	**1,566**
At 31 December 2024	673	-	673

[1] Relates to derecognition of right-of-use assets in accordance with MFRS 16 *Leases* following the expiry of the lease agreements.
[2] Relates to write-offs of right-of-use assets due to early termination of lease agreements.

(a) The Group leases several assets including freehold land, buildings, furniture, fittings and equipment. The average lease term of the Group and the Company is 2 to 30 years (2024: 2 to 30 years) and 4 years (2024: 3 years) respectively.

(b) Amounts recognised in profit and loss are as follows:

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Amounts recognised in profit and loss				
Depreciation of right-of-use assets (Note 9)	**3,474**	4,322	**418**	336
Interest expense on lease liabilities (Note 7)	**488**	1,075	**39**	40
Expenses relating to short-term leases	**537**	416	**12**	12
Expenses relating to leases of low-value assets	**206**	146	**-**	-

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

17. INVESTMENT PROPERTIES

The Group	RM'000
Cost	
At 1 January 2024	90,175
Transfer to assets classified as held for sale (Note 31)	(4,100)
At 31 December 2024/1 January 2025	**86,075**
Transfer from assets classified as held for sale (Note 31)	**910**
At 31 December 2025	**86,985**
Accumulated Depreciation	
At 1 January 2024	20,866
Depreciation charge for the year	1,790
Transfer to assets classified as held for sale (Note 31)	(1,517)
At 31 December 2024/1 January 2025	**21,139**
Depreciation charge for the year	**1,739**
Transfer from assets classified as held for sale (Note 31)	**285**
At 31 December 2025	**23,163**
Net Book Value	
At 31 December 2025	**63,822**
At 31 December 2024	64,936

	The Group	
	2025 RM'000	2024 RM'000
Carrying Amounts	**63,822**	64,936
Representing:		
Investment properties:		
Freehold land	**10,060**	10,060
Buildings	**53,762**	54,876
	63,822	64,936

17. INVESTMENT PROPERTIES (CONTINUED)

(a) Amount recognised in profit or loss are as follows:

	The Group	
	2025 RM'000	**2024 RM'000**
Rental income from operating leases	**5,609**	5,692
Direct operating expenses from property that generated rental income	**1,382**	1,668
Direct operating expenses from property that did not generate rental income	**160**	388

(b) Fair value of the investment properties of the Group as at 31 December 2025 is estimated at RM174,159,000 (2024: RM163,563,000) based on directors' assessment of the current prices in an active market for the respective properties within each vicinity.

The fair value of the Group's investment properties is categorised into Level 3 of the fair value hierarchy.

The fair value of investment properties at Level 3 is determined by reference to previous sales of similar properties in the vicinity on a price per square feet basis. Any changes in the price per square feet would result in a higher or a lower fair value of the investment properties.

(c) Investment properties are carried at cost less accumulated depreciation and any impairment losses. Freehold land is not depreciated. Buildings are depreciated on the straight-line method at annual rates of 1% to 5% (2024: 1% to 5%).

18. PREPAID LAND LEASE PAYMENTS

	The Group	
	2025 RM'000	**2024 RM'000**
At 1 January	**38,104**	38,330
Addition	**-**	351
Amortisation for the year (Note 9)	**(579)**	(577)
At 31 December	**37,525**	38,104

As of 31 December 2025, the unexpired lease periods of the Group range from 5 years to 96 years (2024: 6 years to 97 years).

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

19. INVESTMENT IN SUBSIDIARIES

	The Company	
	2025 RM'000	**2024 RM'000**
At cost, in Malaysia:		
Unquoted ordinary shares	**689,565**	689,565
Unquoted preference shares in a direct subsidiary	**20,000**	20,000
Unquoted preference shares in an indirect subsidiary	**69,800**	69,800
	779,365	779,365
Less: Accumulated impairment losses	**(373,469)**	(373,469)
Net	**405,896**	405,896
Movement in impairment losses		
At 1 January	**373,469**	365,625
Amount recognised during the year (Note 9)	**-**	14,762
Derecognised on liquidation of a subsidiary	**-**	(6,918)
At 31 December	**373,469**	373,469

Details of the subsidiaries are disclosed in Note 45.

The carrying amount of the investment in subsidiaries is assessed for impairment during the financial year and the recoverable amount of the investment in subsidiaries is determined based on the higher of its fair value less costs of disposal and value in use of the respective subsidiaries. An impairment loss is recognised immediately in profit or loss if the recoverable amount is less than carrying amount. An earlier provided impairment loss is reversed when recoverable amount is more than the carrying amount less accumulated impairment loss.

The Company had assessed the recoverable amount of investment in subsidiaries based on the adjusted net assets attributable to ordinary shares of these subsidiaries at the end of the financial year. No impairment loss was recognised during the financial year. In prior year, the Company recognised an impairment loss of RM14,762,000.

In prior year, Summit Vehicle Works Sdn. Bhd., a wholly owned subsidiary of the Company, had been dissolved by Members' Voluntary Winding-Up.

19. INVESTMENT IN SUBSIDIARIES (CONTINUED)

Details of non-wholly owned subsidiaries of the Group that have material non-controlling interests:

Name of subsidiaries	Country of incorporation	Proportion of ownership interest and voting rights held by non-controlling interests	Profit/(loss) allocated to non-controlling interests RM'000	Dividend paid to non-controlling interests RM'000	Accumulated non-controlling interests RM'000
2025					
Daihatsu (Malaysia) Sdn. Bhd. ("DMSB")	Malaysia	**48.5%**	**45,951**	**(39,286)**	**325,823**
Individually immaterial subsidiaries with non-controlling interests			**(63)**	**(34)**	**1,509**
			45,888	**(39,320)**	**327,332**
2024					
Daihatsu (Malaysia) Sdn. Bhd. ("DMSB")	Malaysia	48.5%	39,707	(16,751)	319,158
Individually immaterial subsidiaries with non-controlling interests			(47)	(34)	1,609
			39,660	(16,785)	320,767

Summarised financial information in respect of the Group's subsidiary that has material non-controlling interests is set out below. The summarised financial information below represents amounts before intragroup eliminations.

	DMSB	
	2025 RM'000	2024 RM'000
Statement of financial position as of 31 December		
Current assets	**251,336**	260,241
Non-current assets	**145,434**	123,980
Current liabilities	**80,040**	58,202
Non-current liabilities	**9,221**	9,066
Equity attributable to owners of the Company	**307,509**	316,953
Statement of profit or loss and other comprehensive income for the year ended 31 December		
Revenue	**1,798,836**	1,794,729
Profit/Total comprehensive income for the year	**71,558**	59,053
Statement of cash flows as of 31 December		
Net cash from operating activities	**25,840**	92,318
Net cash from investing activities	**25,643**	23,894
Net cash used in financing activities	**(83,536)**	(37,676)
Net (decrease)/increase in cash and cash equivalents	**(32,053)**	78,536

20. INVESTMENT IN A JOINT VENTURE

	The Group	
	2025 RM'000	2024 RM'000
In Malaysia:		
Unquoted shares, at cost	**36,180**	36,180
Share of post-acquisition reserves	**57,079**	59,925
	93,259	96,105

Details of the joint venture are disclosed in Note 46.

The financial year end of the joint venture is coterminous with the financial year end of the Group. For the purpose of applying the equity method of accounting, the share of results of the joint venture is arrived at based on the audited financial statements.

The summarised financial information below represents amounts shown in the joint venture's financial statements prepared in accordance with MFRSs:

The Group	2025 RM'000	2024 RM'000
Assets and liabilities		
Non-current assets	**61,992**	63,409
Current assets	**164,849**	182,153
Total assets	**226,841**	245,562
Non-current liabilities	**1,827**	1,560
Current liabilities	**87,052**	100,461
Total liabilities	**88,879**	102,021
The above amounts of assets and liabilities include the following:		
Cash and cash equivalents	**66,607**	82,251
Current financial liabilities (excluding trade and other payables and provisions)	**542**	341
Results		
Revenue	**434,404**	474,645
Profit/Total comprehensive income for the year	**49,564**	58,049
Group's share of results of joint venture	**25,277**	29,605
The above profit for the year includes the following (expenses)/income:		
Depreciation and amortisation	**(10,149)**	(10,736)
Interest income	**2,228**	2,022
Interest expense	**(32)**	(27)
Income tax expense	**(15,219)**	(18,423)
Dividend received from the joint venture	**(28,123)**	(25,500)

20. INVESTMENT IN A JOINT VENTURE (CONTINUED)

Reconciliation of the above summarised financial information to the carrying amount of the interest in the joint venture recognised in the consolidated financial statements are as follows:

	2025 RM'000	2024 RM'000
Goodwill	**22,899**	22,899
Group's share of net assets	**70,360**	73,206
Group's carrying amount of interest in the joint venture	**93,259**	96,105

21. INVESTMENT IN ASSOCIATES

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
In Malaysia:				
Unquoted shares, at cost	**226,468**	226,468	**179,468**	179,468
Share of post-acquisition reserves	**1,654,349**	1,540,680	**-**	-
	1,880,817	1,767,148	**179,468**	179,468

Details of the associates are disclosed in Note 47.

The summarised financial information of the associates are as follows:

The Group	2025 RM'000	2024 RM'000
Assets and liabilities		
Non-current assets	**6,551,377**	5,864,396
Current assets	**3,784,553**	2,878,163
Total assets	**10,335,930**	8,742,559
Non-current liabilities	**132,248**	134,142
Current liabilities	**2,451,202**	1,312,515
Total liabilities	**2,583,450**	1,446,657
Results		
Revenue	**20,773,234**	21,301,065
Profit for the year	**1,234,742**	1,173,570
Group's share of results of associates	**308,632**	290,818
Dividend received from the associates	**(194,410)**	(175,094)

The financial year ends of the associates are coterminous with the financial year end of the Group, except for Hino Motors Sales (Malaysia) Sdn. Bhd. ("HMS") and Hino Motors Manufacturing (Malaysia) Sdn. Bhd. ("HMM") which have a financial year end of 31 March. For the purpose of applying the equity method of accounting, the share of results of HMS and HMM are arrived at based on the latest management financial statements as of 31 December 2025

21. INVESTMENT IN ASSOCIATES (CONTINUED)

Summarised financial information in respect of the Group's material associate is set out below. The summarised financial information below represents amounts shown in the associate's latest audited financial statements prepared in accordance with MFRSs:

Perusahaan Otomobil Kedua Sdn. Bhd.	2025 RM'000	2024 RM'000
The Group		
Assets and liabilities		
Non-current assets	**6,238,664**	5,569,268
Current assets	**3,360,897**	2,301,081
Total assets	**9,599,561**	7,870,349
Non-current liabilities	**125,072**	127,897
Current liabilities	**2,305,546**	1,039,543
Total liabilities	**2,430,618**	1,167,440
The above amounts of assets and liabilities include the following:		
Cash and cash equivalents	**2,154,238**	1,385,052
Results		
Revenue	**20,144,970**	19,859,895
Profit for the year	**1,222,826**	1,115,176
Total comprehensive income for the year	**1,222,715**	1,115,074
Group's share of results of associate	**305,707**	278,794
The above profit for the year includes the following (expenses)/income:		
Depreciation and amortisation	**(135,399)**	(101,479)
Interest income	**72,651**	52,445
Interest expense	**(6,732)**	(6,455)
Income tax expense	**(250,263)**	(178,468)
Dividend received from the material associate	**(189,767)**	(164,679)

Reconciliation of the above summarised financial information to the carrying amount of the interest in the material associate recognised in the consolidated financial statements are as follows:

	2025 RM'000	2024 RM'000
Goodwill	**6,022**	6,022
Group's share of net assets	**1,781,210**	1,665,297
Group's carrying amount of interest in the material associate	**1,787,232**	1,671,319

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

22. HIRE PURCHASE RECEIVABLES

	The Group	
	2025 RM'000	**2024 RM'000**
Minimum hire-purchase receivables	**1,022**	1,022
Less: Allowance for expected credit losses	**(1,022)**	(1,022)
Net	**-**	-

The hire purchase receivables disclosed above are measured at amortised cost.

The Group has recognised an allowance for expected credit losses of RM1,022,000 (2024: RM1,022,000) against hire purchase receivables based on historical experience and assessment of recoverability of the receivables.

The Group has not accepted any new customer during the year since the Group ceased its provision of hire-purchase financing in prior years.

23. OTHER INVESTMENTS

The Group	2025 RM'000	2024 RM'000
Unquoted shares	**2,300**	2,300
Club membership	**-**	40
	2,300	2,340

Investment in unquoted shares represent the 5.2% equity interest in Nagoya Automobile Malaysia Holding Sdn. Bhd., a company incorporated in Malaysia. During the financial year, the Group wrote off a club membership amounting to RM40,000 (2024: RMNil) as it was no longer available for use.

24. DEFERRED TAX ASSETS/(LIABILITIES)

The Group	2025 RM'000	2024 RM'000
At 1 January	**1,736**	1,954
Recognised in profit or loss (Note 12):		
Property, plant and equipment	**(407)**	(422)
Inventories	**570**	245
Trade receivables	**(46)**	19
Provision for retirement benefits	**108**	36
Provisions	**1,660**	(469)
Others	**(48)**	373
Unabsorbed capital allowance	**56**	-
	1,893	(218)
At 31 December	**3,629**	1,736

Deferred tax assets and deferred tax liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when they relate to income taxes levied by the same taxation authority and the Group intends to settle its current tax assets and liabilities on a net basis. The following is the analysis of the deferred tax balances (after offset) for the statements of financial position purposes:

The Group	2025 RM'000	2024 RM'000
Deferred tax assets	**6,981**	5,071
Deferred tax liabilities	**(3,352)**	(3,335)
	3,629	1,736

24. DEFERRED TAX ASSETS/(LIABILITIES) (CONTINUED)

Deferred tax assets/(liabilities) provided in the financial statements are in respect of the tax effects of the following:

	The Group	
	2025 RM'000	**2024 RM'000**
Deferred tax assets		
Temporary differences arising from:		
Inventories	**1,724**	1,154
Trade receivables	**116**	162
Provisions	**6,426**	4,766
Provision for retirement benefits	**262**	154
Others	**1,719**	1,767
Unabsorbed capital allowances	**56**	-
	10,303	8,003
Offsetting	**(3,322)**	(2,932)
Deferred tax assets (after offsetting)	**6,981**	5,071
Deferred tax liabilities		
Temporary differences arising from:		
Property, plant and equipment	**(6,674)**	(6,267)
Offsetting	**3,322**	2,932
Deferred tax liabilities (after offsetting)	**(3,352)**	(3,335)

The tax effects of deductible temporary differences, unused tax losses and unabsorbed capital allowances which would give rise to net deferred tax assets are recognised to the extent that it is probable that future taxable profits will be available against which the deductible temporary differences, unused tax losses and unabsorbed capital allowances can be utilised. As at 31 December 2025, the estimated amount of deductible temporary differences, unused tax losses and unabsorbed capital allowances, for which the net deferred tax assets are not recognised in the financial statements of the Group due to uncertainty of realisation, is as follows:

	The Group	
	2025 RM'000	**2024 RM'000**
Unused tax losses	**229,303**	229,226
Unabsorbed capital allowances	**96,299**	96,299
Other temporary differences	**10**	(2)
	325,612	325,523

The comparative figures have been restated to reflect the revised unused tax losses, unused capital allowances and other temporary differences available to the Group.

24. DEFERRED TAX ASSETS/(LIABILITIES) (CONTINUED)

The unused tax losses of the Group will expire as follows:

	The Group	
	2025 RM'000	**2024 RM'000**
Financial year ending 31 December		
2029	**222,495**	222,495
2030	**6,471**	6,471
2031	**85**	85
2032	**41**	41
2033	**45**	45
2034	**57**	57
2035	**81**	32
2036	**28**	-
	229,303	229,226

The unabsorbed capital allowances and other temporary differences do not expire under the current tax legislation.

25. GOODWILL ON CONSOLIDATION

	The Group	
	2025 RM'000	**2024 RM'000**
At beginning and end of year	**1,104**	1,104

Impairment test for goodwill

Goodwill has been allocated to the Group's cash generating units ("CGUs") identified according to the particular business segment as follows:

	The Group	
	2025 RM'000	**2024 RM'000**
Manufacturing of automotive parts and components	**436**	436
Trading of motor vehicles, spare parts and other related activities	**668**	668
	1,104	1,104

The Group has concluded that no impairment of the above goodwill is needed in the current financial year as the operations have not deviated materially from that achieved in the previous financial year and any write down in goodwill, if necessary, to its recoverable amount is unlikely to be material to the Group's financial statements.

26. INVENTORIES

	The Group	
	2025 RM'000	**2024 RM'000**
Completed vehicles	**105,681**	85,661
Raw materials	**12,859**	10,600
Work in progress	**967**	923
Parts and consumables	**13,776**	13,179
Finished goods	**3,763**	4,891
	137,046	115,254
Less: Allowance for slow-moving inventories	**(1,432)**	(1,045)
	135,614	114,209

Movement in allowance for slow-moving inventories:

At 1 January	**1,045**	954
Amount recognised during the year (Note 9)	**805**	278
Amount no longer required (Note 9)	**(80)**	(27)
Written off against gross inventories	**(338)**	(160)
At 31 December	**1,432**	1,045

Cost of inventories recognised as cost of sales of the Group amounted to RM2,233,393,000 (2024: RM2,180,097,000).

Inventories are stated at the lower of cost and net realisable value.

Cost is determined using the specific identification method for vehicles and weighted average method for parts and consumables. The cost of raw materials comprises cost of purchase plus the cost of bringing the inventories to their present location. The costs of finished goods and work-in-progress comprise costs of raw materials, direct labour, other direct costs and appropriate proportion of overheads based on normal operating capacity.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

27. TRADE RECEIVABLES

	The Group	
	2025 RM'000	**2024 RM'000**
Trade receivables	**172,643**	162,801
Less: Allowance for expected credit losses	**(524)**	(715)
Net	**172,119**	162,086

Trade receivables disclosed above are classified as financial assets recognised at amortised cost.

The normal credit periods granted on sales of goods and services range from 14 days to 120 days (2024: 14 days to 120 days). Other credit terms are assessed and approved on a case-by-case basis. The Group measures the loss allowance for trade receivables at an amount equal to lifetime expected credit loss (ECL). The expected credit losses on trade receivables are estimated using a provision matrix by reference to past default experience of the debtor and an analysis of the debtor's current financial position, adjusted for factors that are specific to the debtors, general economic conditions of the industry in which the debtors operate, an assessment of both the current as well as the forecast direction of conditions at the reporting date.

Included in trade receivables of the Group is an amount of RM4,387,000 (2024: RM4,410,000) due from the subsidiary and associates of Perusahaan Otomobil Kedua Sdn. Bhd., an associate of the Group.

Trade receivables disclosed above include amounts (see below for aged analysis) that are past due at the end of the financial year but against which the Group has not recognised an allowance for expected credit losses because there has not been a significant change in credit quality and the amounts are still considered recoverable. The Group does not hold any collateral or other credit enhancements over these balances nor does it have a legal right of offset against any amounts owed by the Group to the counterparty.

The Group writes off a trade receivable when there is information indicating that the debtor is in severe financial difficulty and there is no realistic prospect of recovery. None of the trade receivables that have been written off is subject to enforcement activities.

27. TRADE RECEIVABLES (CONTINUED)

The table below is an analysis of trade receivables at the end of the reporting period:

	The Group Trade receivables – days past due						
	Not past due RM'000	< 30 RM'000	31 - 60 RM'000	61 - 90 RM'000	91 - 120 RM'000	> 120 RM'000	Total RM'000
2025							
Carrying amount	**160,981**	**4,682**	**4,616**	**613**	**876**	**875**	**172,643**
Lifetime ECL							**(524)**
							172,119
2024							
Carrying amount	151,435	1,150	2,347	5,223	2,518	128	162,801
Lifetime ECL							(715)
							162,086

The movements in the allowance for impairment losses of trade receivables during the financial year are as follows:

	The Group	
	2025 RM'000	2024 RM'000
Lifetime ECL (simplified approach):		
At 1 January	**715**	634
Impairment loss recognised during the year (Note 9)	**152**	223
Impairment loss no longer required (Note 9)	**(343)**	(142)
At 31 December	**524**	715

In determining the recoverability of a trade receivable, the Group also considers any change in the credit quality of the trade receivable from the date credit was initially granted up to the end of the reporting period. The concentration of credit risk is limited due to the customer base being large and unrelated.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

28. OTHER RECEIVABLES, DEPOSITS AND PREPAID EXPENSES

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Deposits and advances paid	**4,728**	5,229	**111**	110
Prepaid expenses	**3,520**	3,386	**7**	11
Sundry receivables	**21,568**	11,631	**40**	54
	29,816	20,246	**158**	175
Less: Allowance for expected credit losses	**(37)**	(37)	**(37)**	(37)
	29,779	20,209	**121**	138
<u>Movement in allowance for expected credit losses</u>				
At 1 January	**37**	150	**37**	37
Impairment loss written off	**-**	(113)	**-**	-
At 31 December	**37**	37	**37**	37

Included in sundry receivables of the Group is an amount of RM10,300,000 (2024: RM1,883,000) due from a subsidiary of Perusahaan Otomobil Kedua Sdn. Bhd., an associate of the Group, contributing approximately 39% (2024: 11%) of the other receivables balance at the end of the reporting period.

The Group has significant concentration of credit risk that may arise from exposure to this single debtor at the reporting date. In the prior year, no significant concentration of credit risk was identified in respect of exposure to any single debtor or group of debtors.

29. AMOUNT OWING BY SUBSIDIARIES

	The Company	
	2025 RM'000	2024 RM'000
Interest free	**1,940**	2,014
Less: Allowance for expected credit losses	**(1,700)**	(1,700)
	240	314
<u>Movement in allowance for expected credit losses</u>		
At 1 January/31 December	**1,700**	1,700

The amount owing by subsidiaries, which arose from non-trade transactions, is unsecured and is repayable on demand.

30. CASH AND CASH EQUIVALENTS

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Cash on hand and at banks	**139,683**	107,652	**2,300**	2,590
Deposits with licensed banks	**38,298**	101,215	**-**	-
Short-term fund investments (redeemable upon 3 to 7 days notice)	**95,302**	49,455	**73,181**	31,789
Cash, bank balances and short-term fund investments	**273,283**	258,322	**75,481**	34,379
Less:				
Deposits with maturities in excess of three months	**-**	(2,078)	**-**	-
Deposits pledged as security with a licensed bank	**(112)**	-	**-**	-
Cash and cash equivalents	**273,171**	256,244	**75,481**	34,379

Cash equivalents are short-term, highly liquid investments with maturities of three months or less from the date of acquisition and are readily convertible to cash with insignificant risk of changes in value.

The effective interest rates of deposits with licensed banks and short-term fund investments of the Group and of the Company at the end of the reporting period range from 1.35% to 4.20% (2024: 1.60% to 4.20%) per annum and 2.60% to 3.86% (2024: 2.40% to 3.65%) per annum respectively.

The average maturities of deposits with licensed banks and short-term fund investments of the Group and of the Company at the end of the reporting period range from 1 day to 31 days (2024: 1 day to 365 days) and 3 days to 7 days (2024: 3 days to 7 days) respectively.

During the financial year, deposits of the Group amounting to RM112,000 have been pledged as security to a licensed bank for a bank guarantee facility expiring on 9 January 2028.

Analysis of currency profile of cash and bank balances and short-term fund investments is as follows:

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Ringgit Malaysia	**272,185**	257,719	**75,481**	34,379
United States Dollar	**1,082**	602	**-**	-
Japanese Yen	**16**	1	**-**	-
	273,283	258,322	**75,481**	34,379

31. ASSETS CLASSIFIED AS HELD FOR SALE

	The Group	
	2025 RM'000	2024 RM'000
At 1 January	**2,583**	-
Disposal	**(1,958)**	-
Transfer (to)/from investment properties (Note 17)	**(625)**	2,583
At 31 December	**-**	2,583
Assets classified as held for sale		
Freehold land	**-**	795
Buildings	**-**	1,788
	-	2,583

In prior year, Daihatsu (Malaysia) Sdn. Bhd., a subsidiary of the Company, entered into sales and purchase agreements with independent third parties to dispose of the investment properties located at Bukit Beruntung and Api-Api Centre. During the financial year, the Group has completed the disposal for a total consideration of RM8,300,000. The Group determined that the property with net carrying amount of RM625,000 no longer met the criteria based on MFRS 5 *Non-current Assets Held for Sale and Discontinued Operations* to qualify as asset classified as held for sales and has transferred the said asset to investment properties.

Assets classified as held for sale are measured at the lower of their carrying amounts immediately before initial classification and their fair value less costs to sell, and are not depreciated. The differences, if any, are recognised in profit or loss as an impairment loss.

32. SHARE CAPITAL

	The Group and the Company	
	Number of shares '000	Amount RM'000
Issued and fully paid up shares with no par value classified as equity instrument:		
As of 1 January 2024/31 December 2024/1 January 2025/31 December 2025	**390,887**	**391,651**

The holders of ordinary shares are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. Ordinary shares of the Company have no par value.

33. RESERVES

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Non-distributable:				
Foreign currency translation reserve	**(830)**	(280)	**-**	-
Distributable:				
Retained earnings	**1,986,704**	1,834,986	**265,974**	224,649
	1,985,874	1,834,706	**265,974**	224,649

(a) Foreign currency translation reserve

Foreign currency translation reserve represents exchange difference arising from the translation of the financial statements of the Group's foreign associates whose functional currencies are different from that of the Group's presentation currency.

(b) Retained earnings

At the end of the reporting period, the entire retained earnings of the Company is available for distribution as dividends under the single-tier income tax system.

34. SHORT-TERM BORROWINGS

	The Group	
	2025 RM'000	2024 RM'000
Current - at amortised cost		
Secured:		
Bankers' acceptances	**45,707**	45,906

(a) The bank borrowings are secured by corporate guarantee from Federal Auto Holdings Berhad, a wholly owned subsidiary of the Company.

(b) The average effective interest rates per annum of the borrowings are as follows:

	The Group	
	2025 %	2024 %
Bankers' acceptances	**3.5**	3.7

34. SHORT-TERM BORROWINGS (CONTINUED)

(c) Reconciliation of liabilities arising from financing activities

The table below details the changes in the Group's and the Company's liabilities arising from financing activities, including both cash and non-cash changes. Liabilities arising from financing activities are those for which cash flows were, or future cash flows will be, classified in the Group's and the Company's statements of cash flows as cash flows from financing activities.

	Borrowings RM'000	Lease liabilities (Note 36) RM'000
2025		
The Group		
At beginning of year	**45,906**	**10,621**
Non-cash changes	**-**	**4,772**
Finance costs	**1,195**	**488**
Financing cash flows^	**(1,394)**	**(3,760)**
At end of year	**45,707**	**12,121**
2024		
The Group		
At beginning of year	16,367	4,065
Non-cash changes	-	10,120
Finance costs	686	1,075
Financing cash flows^	28,853	(4,639)
At end of year	45,906	10,621

34. SHORT-TERM BORROWINGS (CONTINUED)

(c) Reconciliation of liabilities arising from financing activities (continued)

	Lease liabilities (Note 36) RM'000
2025	
The Company	
At beginning of year	**703**
Non-cash changes	**1,311**
Finance cost	**39**
Financing cash flows^	**(455)**
At end of year	**1,598**
2024	
The Company	
At beginning of year	1,032
Finance cost	40
Financing cash flows^	(369)
At end of year	703

^ The cash flows from borrowings and lease liabilities make up the net amount of proceeds from borrowings and repayments of borrowings, lease liabilities and finance costs paid in the statements of cash flows.

35. RETIREMENT BENEFITS OBLIGATION

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
At 1 January	**2,041**	1,891	**1,400**	1,400
Defined benefit plans (Note 10)	**1,509**	1,434	**-**	-
Contribution paid during the year	**(1,059)**	(1,284)	**-**	-
At 31 December	**2,491**	2,041	**1,400**	1,400

The Company operates an unfunded scheme for its eligible employees based on certain terms of the employment contract. The Company's net obligations in respect of the plan are calculated by estimating the amount of future benefit that employees have earned in return for their service in the current and prior periods.

Daihatsu (Malaysia) Sdn. Bhd. ("DMSB"), a subsidiary of the Company, and DMSB's subsidiaries operate a funded, defined Retirement Benefit Scheme ("Scheme") for its eligible employees. Contributions to the Scheme are made to a separately administrated fund. Under the Scheme, eligible employees are entitled to retirement benefits of final salary on attainment of and up to the retirement age of 55.

35. RETIREMENT BENEFITS OBLIGATION (CONTINUED)

Provision for retirement benefits is made based on an actuarial valuation carried out periodically using the Projected Unit Credit Method. The latest actuarial valuation was undertaken on 26 January 2023.

The amounts recognised in the statements of financial position are determined as follows:

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Provision for unfunded retirement gratuity	**1,400**	1,400	**1,400**	1,400
Present value of funded defined benefit obligations	**16,102**	14,200	**-**	-
Fair value of plan assets	**(15,011)**	(13,559)	**-**	-
	1,091	641	**-**	-
Total	**2,491**	2,041	**1,400**	1,400

The amounts recognised in the profit or loss are as follows:

	The Group	
	2025 RM'000	2024 RM'000
Defined benefit plans		
Current service cost	**1,476**	1,408
Net interest cost	**33**	26
Total, included in employee benefits expense (Note 10)	**1,509**	1,434

The principal actuarial assumptions used are as follows:

	The Group	
	2025 %	2024 %
Discount rate	**5.20**	5.20
Average salary increase	**5.00**	5.00

36. LEASE LIABILITIES

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
As at 1 January	**10,621**	4,065	**703**	1,032
Addition	**6,602**	10,252	**332**	-
Modification	**(1,681)**	-	**979**	-
Finance costs (Note 7)	**488**	1,075	**39**	40
Derecognition[1]	**(149)**	(132)	**-**	-
Payment of lease rental	**(3,760)**	(4,639)	**(455)**	(369)
As at 31 December	**12,121**	10,621	**1,598**	703

1 Relates to write-off of right-of-use assets due to early termination of lease agreement.

	The Group		The Company	
	2025 %	2024 %	2025 %	2024 %
Incremental borrowing rate	**4.5 - 5.0**	4.5 - 5.0	**4.5**	4.5

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

36. LEASE LIABILITIES (CONTINUED)

The minimum lease payments for the lease liabilities are payable as follows:

	Future minimum lease payments RM'000	Interest RM'000	Present value of minimum lease payments RM'000
2025			
The Group			
Less than one year	**3,504**	**(466)**	**3,038**
Between one and two years	**2,547**	**(403)**	**2,144**
Between two and five years	**3,128**	**(903)**	**2,225**
More than five years	**7,288**	**(2,574)**	**4,714**
	16,467	**(4,346)**	**12,121**
The Company			
Less than one year	**542**	**(62)**	**480**
Between one and two years	**455**	**(41)**	**414**
Between one and five years	**737**	**(33)**	**704**
	1,734	**(136)**	**1,598**
2024			
The Group			
Less than one year	2,657	(456)	2,201
Between one and two years	1,393	(429)	964
Between two and five years	2,087	(1,039)	1,048
More than five years	9,619	(3,211)	6,408
	15,756	(5,135)	10,621
The Company			
Less than one year	369	(25)	344
Between one and two years	368	(9)	359
	737	(34)	703

37. TRADE PAYABLES

The normal trade credit terms granted to the Group by trade payables ranges from 2 days to 90 days (2024: 2 days to 90 days).

Included in trade payables of the Group are amounts of RM15,061,000 (2024: RM8,944,000) and RM1,783,000 (2024: RM2,452,000) due to a subsidiary of Perusahaan Otomobil Kedua Sdn. Bhd. and Hino Motors Sales (Malaysia) Sdn. Bhd. respectively, associates of the Group.

Analysis of currency exposure profile of trade payables is as follows:

	The Group	
	2025 RM'000	2024 RM'000
Ringgit Malaysia	**91,335**	78,689
United States Dollar	**86**	407
Japanese Yen	**60**	31
Chinese Yuan	**6**	-
	91,487	79,127

38. OTHER PAYABLES AND ACCRUED EXPENSES

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Sundry payables	**15,825**	12,054	**149**	153
Accruals	**39,588**	34,875	**1,435**	1,842
Deposits received from customers	**4,747**	2,536	**-**	-
	60,160	49,465	**1,584**	1,995

Included in accruals of the Group are amounts relating to dealers and salesmen incentives.

39. AMOUNT OWING TO A SUBSIDIARY AND HOLDING COMPANY

The amount owing to a subsidiary arose mainly from payment made on behalf which is unsecured, interest-free and is repayable on demand.

The amount owing to holding company arose mainly from payment made on behalf which is unsecured, interest-free and is repayable on demand.

40. RELATED PARTY TRANSACTIONS

The immediate and ultimate holding company of the Company is Med-Bumikar Mara Sdn. Bhd., a company incorporated in Malaysia.

Related parties and the relationships are described as follows:

Related Parties	Nature of Relationship
Perusahaan Otomobil Kedua Sdn. Bhd. ("Perodua")	Perodua is an associate of the Company
Hino Motors Sales (Malaysia) Sdn. Bhd. ("HMS")	HMS is an associate of the Company
Hino Motors Manufacturing (Malaysia) Sdn. Bhd. ("HMM")	HMM is an associate of the Company
Mitsui & Co Ltd. ("Mitsui")	Mitsui is a corporate shareholder of a subsidiary of the Company
Daihatsu Motor Co Ltd. ("DMC")	DMC is a corporate shareholder of a subsidiary of the Company

(a) In addition to the transactions detailed elsewhere in the financial statements, the Group and the Company have the following transactions with related parties during the financial year, which were determined based on negotiated terms agreed between the parties:

	The Group	
	2025 RM'000	2024 RM'000
Purchases from a subsidiary of Perodua	**1,567,654**	1,526,697
Purchases from HMS	**18,264**	33,025
Purchases from DMC	**1,932**	1,977
Royalty fees payable to DMC	**30**	36
Sales to Perodua, its subsidiaries and associates	**(51,344)**	(50,680)
Sales to HMM	**(213)**	(911)

	The Company	
	2025 RM'000	2024 RM'000
Dividends from:		
Subsidiaries (Note 5)	**(80,069)**	(87,518)
Associates (Note 5)	**(154,244)**	(139,950)
Management fee receivable from subsidiaries (Note 5)	**(188)**	(191)

40. RELATED PARTY TRANSACTIONS (CONTINUED)

(b) Compensation of key management personnel is as follows:

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Short-term employee benefits	**5,653**	4,795	**3,383**	2,542
Employees Provident Fund	**682**	597	**453**	376
Total compensation of key management personnel	**6,335**	5,392	**3,836**	2,918
Consists of amount paid to:				
Executive directors (Note 11)	**1,276**	1,227	**-**	-
	1,276	1,227	**-**	-

41. CAPITAL COMMITMENTS

As of 31 December 2025, the Group has the following commitments in respect of the acquisition of property, plant and equipment:

	The Group	
	2025 RM'000	2024 RM'000
Approved and contracted for	**5,941**	10,244
Approved but not contracted for	**35,299**	37,378

42. OPERATING LEASE COMMITMENTS

Non-cancellable operating lease commitments - as lessor

	The Group	
	2025 RM'000	2024 RM'000
Future minimum rentals receivable		
Not later than 1 year	**2,096**	1,292
More than 1 year and less than 2 years	**1,518**	700
More than 2 years and less than 5 years	**-**	33
	3,614	2,025

43. SEGMENT INFORMATION

The information reported to the Group's chief operating decision makers for the purposes of resource allocation and assessment of segment performance is specifically focused on the business segments as follows:

(i) Motor trading and assembly: Marketing, distribution and assembly of motor vehicles, spare parts and provision of related services.

(ii) Auto parts manufacturing: Manufacturing of automotive parts and components including steel wheels and discs, noise, vibration and harshness ("NVH") products, airbags, seatbelts, steering wheels, and provision of tyre assembly services.

(iii) All others: Investment holding, corporate headquarters and other dormant companies.

Information regarding the Group's reportable segments is presented below.

2025	Motor trading and assembly RM'000	Auto parts manufacturing RM'000	All others RM'000	The Group RM'000
Revenue from external customers	**2,217,243**	**329,041**	**2,931**	**2,549,215**
Operating profit/(loss) for reportable segments	**51,722**	**21,286**	**(6,127)**	**66,881**
Share of results of a joint venture	**-**	**25,277**	**-**	**25,277**
Share of results of associates	**305,052**	**3,580**	**-**	**308,632**
Finance costs	**(1,710)**	**(48)**	**-**	**(1,758)**
Interest income	**3,247**	**1,625**	**1,605**	**6,477**
Income tax expense	**(13,541)**	**(5,986)**	**(750)**	**(20,277)**
Depreciation and amortisation	**(10,124)**	**(4,990)**	**(1,704)**	**(16,818)**
Other significant non-cash items:				
Property, plant and equipment written off	**(3)**	**(198)**	**-**	**(201)**
Allowance for slow-moving inventories	**(286)**	**(519)**	**-**	**(805)**
Allowance for slow-moving inventories no longer required	**10**	**70**	**-**	**80**
Allowance for expected credit losses	**(152)**	**-**	**-**	**(152)**
Allowance for expected credit losses no longer required	**343**	**-**	**-**	**343**
Capital expenditure	**25,106**	**5,393**	**13**	**30,512**
Segment assets	**604,498**	**203,388**	**140,656**	**948,542**
Investment in a joint venture	**-**	**70,360**	**22,899**	**93,259**
Investment in associates	**1,834,627**	**46,190**	**-**	**1,880,817**
Segment liabilities	**(153,203)**	**(59,348)**	**(5,210)**	**(217,761)**

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

43. SEGMENT INFORMATION (CONTINUED)

2024	Motor trading and assembly RM'000	Auto parts manufacturing RM'000	All others RM'000	The Group RM'000
Revenue from external customers	2,182,372	300,495	2,750	2,485,617
Operating profit/(loss) for reportable segments	51,137	24,770	(6,796)	69,111
Share of results of a joint venture	-	29,605	-	29,605
Share of results of associates	287,210	3,608	-	290,818
Finance costs	(1,873)	(49)	-	(1,922)
Interest income	2,754	1,617	1,887	6,258
Income tax expense	(13,781)	(6,344)	(695)	(20,820)
Depreciation and amortisation	(10,714)	(5,508)	(1,705)	(17,927)
Other significant non-cash items:				
Property, plant and equipment written off	(9)	(6)	-	(15)
Allowance for slow-moving inventories	(262)	(16)	-	(278)
Allowance for slow-moving inventories no longer required	13	14	-	27
Allowance for expected credit losses	(223)	-	-	(223)
Allowance for expected credit losses no longer required	142	-	-	142
Capital expenditure	13,844	5,135	53	19,032
Segment assets	593,680	182,474	100,749	876,903
Investment in a joint venture	-	73,206	22,899	96,105
Investment in associates	1,721,801	45,347	-	1,767,148
Segment liabilities	(138,233)	(47,274)	(7,525)	(193,032)

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

43. SEGMENT INFORMATION (CONTINUED)

Reconciliations of reportable operating segment revenue, profit or loss, assets and liabilities are as follows:

	The Group	
	2025 RM'000	2024 RM'000
Revenue		
Total revenue for the Group's reportable segments	**2,546,284**	2,482,867
All others	**2,931**	2,750
Revenue from continuing operations, as reported	**2,549,215**	2,485,617
Profit or loss		
Total profit for the Group's reportable segments, including finance costs and interest income	**76,122**	78,356
All others	**(4,522)**	(4,909)
Share of results of a joint venture	**25,277**	29,605
Share of results of associates	**308,632**	290,818
Profit before tax, as reported	**405,509**	393,870
Assets		
Total assets for the Group's reportable segments	**807,886**	776,154
All others	**140,656**	100,749
Investment in a joint venture	**93,259**	96,105
Investment in associates	**1,880,817**	1,767,148
Total assets, as reported	**2,922,618**	2,740,156
Liabilities		
Total liabilities for the Group's reportable segments	**212,551**	185,507
All others	**5,210**	7,525
Total liabilities, as reported	**217,761**	193,032

No analysis of geographical segments is presented as the Group operates principally in Malaysia.

Segment assets and liabilities: Segment assets include all operating assets used by a segment and consist principally of operating receivables, inventories and property, plant and equipment, net of allowances and provisions. Capital additions include the total cost incurred to acquire property, plant and equipment and prepaid land lease payments directly attributable to the segment. Segment liabilities include all operating liabilities and consist principally of account payables and accruals.

Investment in associates and a joint venture: Income from associates and joint venture are allocated as they are specifically attributable to business segments, and correspondingly investment in associates and joint venture is included as segment assets of the Group.

44. FINANCIAL RISK MANAGEMENT

Capital Risk Management

The objective of the Group's capital management is to safeguard the Group's ability to continue as a going concern while maximising the return to shareholders through the optimisation of debt and equity balance. The Group's overall strategy has remained unchanged since 2024.

The capital structure of the Group consists of debts and equity.

The Group reviews the capital structure on a regular basis. As part of this review, the Group considers the cost of capital and the risks associated with each class of capital.

Gearing Ratio

The gearing ratio at end of the reporting period was as follows:

	The Group		The Company	
	2025 RM'000	2024 RM'000	2025 RM'000	2024 RM'000
Debts	**57,828**	56,527	**1,598**	703
Equity	**2,704,857**	2,547,124	**657,625**	616,300
Debt to equity ratio	**2.14%**	2.22%	**0.24%**	0.11%

Debts are defined as borrowings and lease liabilities as disclosed in Notes 34 and 36 respectively.

Equity includes capital, reserves and non-controlling interests.

Material accounting policies

Details of the material accounting policies and methods adopted (including the criteria for recognition, the bases of measurement, and the bases for recognition of income and expenses), for each class of financial assets, financial liabilities and equity instruments are disclosed in Note 3.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

44. FINANCIAL RISK MANAGEMENT (CONTINUED)

Classes and Categories of Financial Instruments

	Carrying amount				Fair value		
	Financial assets		Financial liabilities		Level		
	FVTPL designated RM'000	Amortised cost RM'000	Amortised cost RM'000	Total RM'000	1 RM'000	2 RM'000	3 RM'000
2025							
Group							
Other investments	**2,300**	**-**	**-**	**2,300**			**2,300**
Trade receivables	**-**	**172,119**	**-**	**172,119**			
Other receivables and deposits	**-**	**26,259**	**-**	**26,259**			
Cash, bank balances and short-term fund investments	**95,302**	**177,981**	**-**	**273,283**	**95,302**		
Trade payables	**-**	**-**	**91,487**	**91,487**			
Other payables and accrued expenses	**-**	**-**	**55,413**	**55,413**			
Lease liabilities	**-**	**-**	**12,121**	**12,121**			
Borrowings	**-**	**-**	**45,707**	**45,707**			
Amount owing to holding company	**-**	**-**	**39**	**39**			
2024							
Group							
Other investments	2,340	-	-	2,340			2,340
Trade receivables	-	162,086	-	162,086			
Other receivables and deposits	-	16,823	-	16,823			
Cash, bank balances and short-term fund investments	49,455	208,867	-	258,322	49,455		
Trade payables	-	-	79,127	79,127			
Other payables and accrued expenses	-	-	46,929	46,929			
Lease liabilities	-	-	10,621	10,621			
Borrowings	-	-	45,906	45,906			
Amount owing to holding company	-	-	26	26			

44. FINANCIAL RISK MANAGEMENT (CONTINUED)

Classes and Categories of Financial Instruments (Continued)

	Carrying amount				Fair value		
	Financial assets		Financial liabilities		Level		
	FVTPL designated RM'000	Amortised cost RM'000	Amortised cost RM'000	Total RM'000	1 RM'000	2 RM'000	3 RM'000
2025							
Company							
Other receivables and deposits	**-**	**114**	**-**	**114**			
Amount owing by subsidiaries	**-**	**240**	**-**	**240**			
Cash, bank balances and short-term fund investments	**73,181**	**2,300**	**-**	**75,481**	**73,181**		
Other payables and accrued expenses	**-**	**-**	**1,584**	**1,584**			
Lease liabilities	**-**	**-**	**1,598**	**1,598**			
Amount owing to a subsidiary company	**-**	**-**	**622**	**622**			
Amount owing to holding company	**-**	**-**	**39**	**39**			
2024							
Company							
Other receivables and deposits	-	127	-	127			
Amount owing by subsidiaries	-	314	-	314			
Cash, bank balances and short-term fund investments	31,789	2,590	-	34,379	31,789		
Other payables and accrued expenses	-	-	1,995	1,995			
Lease liabilities	-	-	703	703			
Amount owing to a subsidiary company	-	-	662	662			
Amount owing to holding company	-	-	26	26			

44. FINANCIAL RISK MANAGEMENT (CONTINUED)

Financial Risk Management Objectives and Policies

The operations of the Group are subject to a variety of financial risks, including foreign exchange risk, interest rate risk, credit risk and liquidity risk. The Group's principal objective in managing financial risk management is to minimise the Group's exposure to these risks below a risk tolerance level approved by the Board and/or costs associated with the financing, investing and operating activities.

Various risk management policies are formulated and approved by the Board of Directors for observation in the day-to-day operations for controlling and managing the risks associated with financial instruments.

Foreign Exchange Risk Management

The Group undertakes transactions denominated in foreign currencies; consequently, exposures to exchange rate fluctuation arise.

The carrying amounts of the Group's foreign currency denominated monetary assets and monetary liabilities at the end of the reporting period are disclosed in the respective notes.

Foreign currency sensitivity analysis

The Group is mainly exposed to the United States dollar ("USD").

The following table details the Group's sensitivity to a 10% increase and decrease in the Ringgit Malaysia against USD. 10% is the sensitivity rate used when reporting foreign currency risk internally to key management personnel and represents management's assessment of the reasonably possible change in foreign exchange rates. The sensitivity analysis includes only outstanding foreign currency denominated monetary items and adjusts their translation at the period end for a 10% change in foreign currency rates. A positive number below indicates a gain in profit or loss where the Ringgit Malaysia strengthens 10% against USD. For a 10% weakening of the Ringgit Malaysia against USD, there would be a comparable opposite impact in profit or loss, the balances below would be negative.

	The Group	
	2025 RM'000	2024 RM'000
United States dollar	**100**	20

The Group's sensitivity to foreign currency is mainly attributable to the exposure of cash and bank balances and outstanding payables, which are denominated in foreign currencies at the end of the reporting period.

In management's opinion, the sensitivity analysis is unrepresentative of the inherent foreign exchange risk because the year end exposure does not reflect the exposure during the financial year.

44. FINANCIAL RISK MANAGEMENT (CONTINUED)

Credit Risk Management

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group is exposed to credit risk mainly from trade receivables and other receivables.

The Group extends credit to its customers based upon careful evaluation of the customers' financial condition and credit history. The Group also ensures as far as practicable a large number of customers so as to limit high credit concentration in a customer or customers from a particular market.

The Group's exposure to credit risk in relation to its trade and other receivables, should all its customers fail to perform their obligations as at 31 December 2025, is the carrying amount of these receivables as disclosed in the statements of financial position.

The Group places its short-term deposits with credit worthy institutions. The carrying amount of financial assets in the financial statements, net of any provision of losses, represents the Group's maximum exposure to credit risk without taking into account the value of any collateral or other security obtained.

The Group does not have any significant credit risk exposure to any single counterparty or any group of counterparties having similar characteristics at the end of the reporting period. The Group defines counterparties having similar characteristics if they are related entities.

Interest Rate Risk Management

The Group is exposed to interest rate risk through the impact of rate changes on interest-bearing fixed deposits and short-term borrowings. The Group has in place prudent investment policies whereby excess funds are only invested in money market funds or placed as fixed deposits with reputable commercial banks. The Group does not at anytime make placements in non-guaranteed, fluctuating, commercial papers and the like.

The Group's exposures to interest rates are detailed below. The sensitivity analyses below have been determined based on the exposure to interest rates for financial assets and financial liabilities at the end of the reporting period. For floating rate liabilities, the analysis is prepared assuming the amount of the liabilities at the end of the reporting period will remain unchanged for the whole year. A 100 basis point increase or decrease in the interest rate is used when reporting interest rate risk internally to key management personnel and represents management's assessment of the reasonably possible change in interest rates.

If interest rates had been 100 basis points higher/lower and all other variables were held constant, the Group's profit for the year ended 31 December 2025 would be increased/decreased by the following amounts:

	The Group	
	2025 RM'000	2024 RM'000
Increase/Decrease in interest income on bank deposits	**1,768**	1,635
Increase/Decrease in interest expense on bankers' acceptances	**267**	152
	1,501	1,483

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

44. FINANCIAL RISK MANAGEMENT (CONTINUED)

Liquidity Risk Management

Ultimate responsibility for liquidity risk management rests with the board of directors, which has established an appropriate liquidity risk management framework for the management of the Group's short-term, medium and long-term funding and liquidity management requirements. The Group manages liquidity risk by maintaining adequate reserves and banking facilities by continuously monitoring forecast and actual cash flows, and by matching the maturity profiles of financial assets and financial liabilities.

The following tables detail the liquidity analysis for its financial liabilities based on the contractual maturity of these financial instruments. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest contractual date on which the Group can be required to pay.

When the amount payable is not fixed, the amount disclosed has been determined by reference to the fair value as of the end of the reporting period.

The Group	Weighted average rate per annum %	Less than 1 year RM'000	1 to 2 years RM'000	2 to 5 years RM'000	More than 5 years RM'000	Total RM'000
2025						
Financial liabilities						
Non-interest bearing:						
Trade payables		**91,487**	**-**	**-**	**-**	**91,487**
Other payables and accrued expenses		**55,413**	**-**	**-**	**-**	**55,413**
Amount owing to holding company		**39**	**-**	**-**	**-**	**39**
		146,939	**-**	**-**	**-**	**146,939**
Interest bearing:						
Borrowings	**3.5**	**47,307**	**-**	**-**	**-**	**47,307**
Lease liabilities	**4.5 - 5.0**	**3,504**	**2,547**	**3,128**	**7,288**	**16,467**
		50,811	**2,547**	**3,128**	**7,288**	**63,774**
		197,750	**2,547**	**3,128**	**7,288**	**210,713**
Financial guarantee contracts		**528**	**-**	**-**	**-**	**528**

44. FINANCIAL RISK MANAGEMENT (CONTINUED)

Liquidity Risk Management (Continued)

The Group	Weighted average rate per annum %	Less than 1 year RM'000	1 to 2 years RM'000	2 to 5 years RM'000	More than 5 years RM'000	Total RM'000
2024						
Financial liabilities						
Non-interest bearing:						
Trade payables		79,127	-	-	-	79,127
Other payables and accrued expenses		46,929	-	-	-	46,929
Amount owing to holding company		26	-	-	-	26
		126,082	-	-	-	126,082
Interest bearing:						
Borrowings	3.7	47,595	-	-	-	47,595
Lease liabilities	4.5 - 5.0	2,657	1,393	2,087	9,619	15,756
		50,252	1,393	2,087	9,619	63,351
		176,334	1,393	2,087	9,619	189,433
Financial guarantee contracts		470	-	-	-	470

The Company	Weighted average rate per annum %	Less than 1 year RM'000	1 to 2 years RM'000	2 to 5 years RM'000	Total RM'000
2025					
Financial liabilities					
Non-interest bearing:					
Other payables and accrued expenses		**1,584**	**-**	**-**	**1,584**
Amount owing to a subsidiary company		**622**	**-**	**-**	**662**
Amount owing to holding company		**39**	**-**	**-**	**39**
		2,245	**-**	**-**	**2,245**
Interest bearing:					
Lease liabilities	**4.5**	**542**	**455**	**737**	**1,734**
		2,787	**455**	**737**	**3,979**

44. FINANCIAL RISK MANAGEMENT (CONTINUED)

Liquidity Risk Management (Continued)

The Company	Weighted average rate per annum %	Less than 1 year RM'000	1 to 2 years RM'000	2 to 5 years RM'000	Total RM'000
2024					
Financial liabilities					
Non-interest bearing:					
Other payables and accrued expenses		1,995	-	-	1,995
Amount owing to a subsidiary company		662	-	-	662
Amount owing to holding company		26	-	-	26
		2,683	-	-	2,683
Interest bearing:					
Lease liabilities	4.5	369	368	-	737
		3,052	368	-	3,420

Financial guarantee contracts

Corporate guarantees are provided by the Group to a financial institution and a supplier for a joint venture. The directors are of the opinion that the corporate guarantees are not likely to be called upon and regard the value of the credit enhancement provided by the corporate guarantees as minimal.

The maximum exposure of the Group to credit risk in relation to the financial corporate guarantees given amount to RM528,000 (2024: RM470,000) at the end of the reporting period representing the outstanding banking facility and the payable balance to a supplier of the joint venture at the end of financial year.

Fair Values

The directors consider that the carrying amounts of the current financial assets and financial liabilities of the Group and of the Company at the end of the reporting period approximate their fair values due to the relatively short-term maturities of these financial instruments.

The fair value of long-term liabilities is estimated by discounting the expected future cash flows using the current interest rates for borrowing with similar risk profiles. There is no material difference between the carrying amounts and the estimated fair values of long-term liabilities.

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

45. SUBSIDIARIES

Direct Subsidiaries	Principal place of business/ Country of Incorporation	Proportion of ownership interest and voting rights 2025 %	2024 %	Principal Activities
Daihatsu (Malaysia) Sdn. Bhd.	Malaysia	**51.5**	51.5	Marketing and distribution of motor vehicles, spare parts and provision of related motor repair services
Galaxy Waves Sdn. Bhd.	Malaysia	**100**	100	Investment holding
Summit Vehicles Body Works Sdn. Bhd. #	Malaysia	**-**	-	Struck off
Oriental Extrusions Sdn. Bhd.	Malaysia	**100**	100	Investment holding
MBMR Properties Sdn. Bhd.	Malaysia	**100**	100	Investment holding
Inai Benua Sdn. Bhd.	Malaysia	**70**	70	Property development
Hirotako Holdings Sdn. Bhd. (formerly known as Hirotako Holdings Berhad)	Malaysia	**99.9**	99.9	Investment holding and the provision of management services
F.A. Trucks Sdn. Bhd.	Malaysia	**100**	100	Ceased operation in 2019

Indirect Subsidiaries	Principal place of business/ Country of Incorporation	Proportion of ownership interest and voting rights 2025 %	2024 %	Principal Activities
DMM Sales Sdn. Bhd.	Malaysia	**51.5**	51.5	Marketing and distribution of motor vehicles, related spare parts and other related activities
DMM Engineering Sdn. Bhd.	Malaysia	**51.5**	51.5	Repair and touching-up, construction of vehicles body parts for sale, providing handling and accessories installation services to its related companies, distribution of spare parts and provision of insurance services
DMM Credit Sdn. Bhd.	Malaysia	**51.5**	51.5	Provision of hire purchase financing. Ceased operation in 2005
DMM Assembly Services Sdn. Bhd.	Malaysia	**51.5**	51.5	Provision of insurance services
Federal Auto Holdings Berhad	Malaysia	**100**	100	Investment holding, letting,maintenance and management of properties and provision of management services
Federal Auto Cars Sdn. Bhd.	Malaysia	**100**	100	Trading of motor vehicles including used motor vehicles and spare parts and providing ancillary services
F.A. Wagen Sdn. Bhd.	Malaysia	**100**	100	Trading of motor vehicles including used motor vehicles and spare parts and providing ancillary services
F.A. Automobiles (Ipoh) Sdn. Bhd.	Malaysia	**100**	100	Ceased operation in 2019

NOTES TO THE FINANCIAL STATEMENTS
FOR THE YEAR ENDED 31 DECEMBER 2025

45. SUBSIDIARIES (CONTINUED)

Indirect Subsidiaries	Principal place of business/ Country of Incorporation	Proportion of ownership interest and voting rights 2025 %	2024 %	Principal Activities
FA Sino Premium Sdn. Bhd.	Malaysia	**100**	100	Trading of motor vehicle accessories
Kinabalu Motor Assembly Sendirian Berhad	Malaysia	**70**	70	Ceased operation in 2017
KMA Marketing Sdn. Bhd.	Malaysia	**70**	70	Ceased operation in 2017
F.A. Serve Sdn. Bhd.	Malaysia	**100**	100	Operating petrol station and providing workshop services
F.A. Leasing and Credit Sdn. Bhd.	Malaysia	**100**	100	Provision of insurance related services
F.A. Autoprima Sdn. Bhd.	Malaysia	**100**	100	Provision of insurance related services
F.A. Autosoft Sdn. Bhd.	Malaysia	**100**	100	Investment holding
Oriental Metal Industries (M) Sdn. Bhd.	Malaysia	**100**	100	Manufacturing of steel wheel rims for motor vehicles, providing tyre assembly services and related activities
OMI Alloy (M) Sdn. Bhd.	Malaysia	**100**	100	Ceased operation in 2019
Hirotako Acoustics Sdn. Bhd.	Malaysia	**99.9**	99.9	Manufacture and sale of noise and heat reduction material as well as insulator parts for motor vehicles
PC Ventures Sdn. Bhd.*	Malaysia	**99.9**	99.9	Investment holding

* Audited by a firm other than Deloitte Malaysia PLT.
# Summit Vehicles Body Works Sdn. Bhd. has been dissolved by Member's Voluntary Liquidation on 25 April 2024.

46. JOINT VENTURES

Name of Company	Principal place of business/ Country of Incorporation	Proportion of ownership interest and voting rights 2025 %	2024 %	Principal Activities
Autoliv Hirotako Sdn. Bhd. #	Malaysia	**51**	51	Investment holding
Autoliv Hirotako Safety Sdn. Bhd. #	Malaysia	**51**	51	Manufacture and sale of seat belts for motor vehicles
Autoliv Hirotako SRS Sdn. Bhd. #	Malaysia	**51**	51	Manufacture and sale of car airbag modules and steering wheels

\# It is a strategic investment which complements the core operation of the Group in automotive trading and manufacturing. This synergy enhances the Group's value in product offerings by leveraging the Group's manufacturing capabilities.

47. ASSOCIATES

Name of Company	Principal place of business/ Country of Incorporation	Proportion of ownership interest and voting rights 2025 %	2024 %	Principal Activities
Perusahaan Otomobil Kedua Sdn. Bhd.*#	Malaysia	**22.6**	22.6	Investment holding, provision for management and administration services, manufacture, assembly, marketing and distribution of motor vehicles and related spare parts
Hino Motors Sales (Malaysia) Sdn. Bhd.*	Malaysia	**20**	20	Marketing and servicing of commercial vehicles, distribution of related spare parts and provision of ancillary services
Hino Motors Manufacturing (Malaysia) Sdn. Bhd.*	Malaysia	**20**	20	Assembly, manufacture and sale of commercial vehicles, accessories and components
Teck See Plastic Sdn. Bhd.*	Malaysia	**22.1**	22.1	Investment holding, letting of property, plant and equipment, manufacturing and distribution of plastic articles and products

* Audited by a firm other than Deloitte Malaysia PLT.
\# It is a strategic investment, as Perodua is involved in both distribution and manufacturing of automotive products. This scales up and strengthens the Group's presence in the Malaysian automotive sector, creating synergies that align with the Group's manufacturing and distribution capabilities.

LIST OF PROPERTIES

Location	Land Area (Built-up Area) Sq Metre	Description of Property and Existing Use	Approx. Age of Building	Tenure	Date of Acquisition	Book Value as at 31.12.2025 RM'000
Proprietor: Daihatsu (Malaysia) Sdn Bhd						
Lot 1, Jalan Keluli, Section 15 40000 Shah Alam Selangor Darul Ehsan	11,325 (4,860)	Industrial land with building used as showroom, workshop and office	37	Leasehold (expiring on 12-Jan-2086)	18-Jul-1988	4,875
Lot 1A, Jalan Keluli, Section 15 40000 Shah Alam Selangor Darul Ehsan	442	Commercial land with building used as showroom	33	Leasehold (expiring on 12-Jan-2086)	29-Aug-1992	284
Lot 2A, Jalan Keluli, Section 15 40000 Shah Alam Selangor Darul Ehsan	14,302 (4,608)	Industrial land with building used as workshop and store	35	Leasehold (expiring on 26-Jan-2087)	8-Nov-1990	3,497
Lot 2B, Jalan Keluli, Section 15 40000 Shah Alam Selangor Darul Ehsan	9,822	Industrial land with building used as workshop	34	Leasehold (expiring on 26-Jan-2087)	24-Sep-1991	5,938
Lot 1, Lorong 51A/227C 46100 Petaling Jaya Selangor Darul Ehsan	1,677 (674)	Industrial land building used as workshop	33	Leasehold (expiring on 13-Mar-2074)	3-May-1993	1,105
Lot 68-G, 68-1, Lot 69-G, 69-1 Selayang Baru Selangor Darul Ehsan	(944)	2 units of Ground & 1st Floor of shop office building	32	Leasehold (expiring in year 2092)	28-Jul-1993	827
Lot 27, 28 & 29 Selayang Baru Selangor Darul Ehsan	(1,131)	3 units of 1½-storey terrace factory used as workshop	32	Leasehold (expiring in year 2092)	28-Jul-1993	851
Lot 48 & 57, Bukit Beruntung Industrial Park Selangor Darul Ehsan	19,536	Industrial land	30	Freehold	10-Oct-1995	3,397
Lot 2, Jalan Gergaji 15/14, Section 15, 40000 Shah Alam Selangor Darul Ehsan	12,070	Industrial land with building	30	Leasehold (expiring in year 2094)	10-Oct-1995	3,277
47, Jalan Tun Abdul Razak 30100 Ipoh Perak Darul Ridzuan	3,728 (617)	Land with double-storey building used as showroom and workshop	36	Freehold	20-Sep-1989	1,588
32, Jalan Tun Abdul Razak 80200 Johor Bahru Johor Darul Takzim	4,806 (939)	Land with building used as showroom and workshop	35	Leasehold (expiring on 21-Dec-2030)	19-Aug-1990	469
111, Jalan Laksamana Cheng Ho 75000 Melaka	5,263 (814)	Land with double-storey building used as showroom and workshop	35	Freehold	10-Dec-1990	1,491
20, Jalan 54 Desa Jaya, Kepong 52100 Kuala Lumpur	271 (1,080)	4-storey shop lot used as showroom and workshop	34	Leasehold (expiring on 8-Mar-2081)	11-Sep-1991	494
1, Jalan Memanda 7/1 Ampang Triangle Off Jalan Ampang 68000 Kuala Lumpur	304 (1,331)	Corner 4½-storey shop lot used as showroom	34	Freehold	12-Sep-1991	688
5/G8 Ground & First Floor Api-Api Centre 88000 Kota Kinabalu, Sabah	250	Showroom	30	Leasehold (expiring on 6-Feb-2094)	8-Feb-1995	617

LIST OF PROPERTIES

Location	Land Area (Built-up Area) Sq Metre	Description of Property and Existing Use	Approx. Age of Building	Tenure	Date of Acquisition	Book Value as at 31.12.2025 RM'000
B-317, Blue Lagoon Port Dickson Negeri Sembilan Darul Khusus	(78)	2-bedroom condominium used for leisure and recreation	34	Freehold	12-Sep-1991	53
Lot 2702, Palm Spring Port Dickson Negeri Sembilan Darul Khusus	834	Bungalow lot	31	Freehold	29-Jun-1995	188
Units 3, 4, 7, 8, Level 4 Units 4, 7, 8 Level 5, Block K Bandar Bukit Beruntung Apartments Selangor Darul Ehsan	(573)	7 apartment units	30	Freehold	2-Nov-1995	87
Section 93, Sg. Besi Bandar Kuala Lumpur	502	Commercial land with building used as showroom	31	Leasehold (expiring on 12-Jan-2067)	17-Apr-1995	6,318
Block SA-01, The Boulevard Mid Valley City Lingkaran Syed Putra 59200 Kuala Lumpur	(3,063)	11-storey office, commercial building	28	Leasehold (expiring in year 2098)	21-Jul-1997	8,927
2, Jalan 19/36 45300 Petaling Jaya Selangor Darul Ehsan	372	Land with 4-storey corner shophouse	28	Freehold	14-Aug-1997	1,349
1, Jalan 7/3 Kawasan Perindustrian Sri Kembangan 43300 Sri Kembangan	2,530	Industrial land with 2½-storey semi detached factory	23	Leasehold (expiring on 7-Apr-2088)	17-Jan-2003	1,817
120, Lot 65, Section 22 Jalan Tun Abang Haji Openg 93000 Kuching	3,173	Industrial land with building used as showroom and workshop	22	Leasehold (expiring on 31-Dec-2090)	18-Jul-2003	1,946
5 1/2 Miles, Jalan Tuaran PO Box 22432 Kota Kinabalu, Sabah	10,360	Industrial land with building used as showroom, workshop and office	22	Leasehold	26-May-2004	12,251
57, Jalan BRP 1/4 Bukit Rahman Putra 47000 Sg. Buloh Selangor Darul Ehsan	353	Corner 3½-storey shop lot used as showroom	21	Freehold	23-Nov-2004	1,134
29, Jalan SR 1/9 Taman Serdang Raya 43300 Seri Kembangan	181	3½-storey shop lot	19	Leasehold (expiring in 16-Jun-2095)	4-May-2007	813
Lot 12, Jalan Dua Off Jalan Chan Sow Lin 55200 Kuala Lumpur	5,364	Detached factory	17	Leasehold (expiring in 27-Apr-2068)	30-Apr-2008	14,197
1-02, Level 1, Menara MBMR 1 Jalan Syed Putra 58000 Kuala Lumpur	(741)	Showroom	11	Freehold	13-Jul-2018	6,311

LIST OF PROPERTIES

Location	Land Area (Built-up Area) Sq Metre	Description of Property and Existing Use	Approx. Age of Building	Tenure	Date of Acquisition	Book Value as at 31.12.2025 RM'000
Proprietor: DMM Sales Sdn Bhd						
1262, Jalan Baru 13700 Perai, Pulau Pinang	1,001	Industrial land with building	26	Freehold	28-Aug-1999	845
1 & 3, Jalan Damai Utama Taman Industri Damaiplus 83000 Batu Pahat, Johor	631	Industrial land with building	25	Freehold	22-Apr-2000	781
Lot No. D070 Bandar Seremban Utama Seremban Negeri Sembilan Darul Khusus	1,740	Industrial land	13	Freehold	19-Jul-2012	968
Proprietor: Federal Auto Holdings Berhad						
1103TS 910 NED Penang 89-A Jalan Sungai Pinang 10150 George Town, Pulau Pinang	1,874	Industrial land with building used as showroom, workshop and office	43	Freehold	6-Sep-1983	2,482
Lot 4297, Mukim of Kuala Kinta District of Kinta 127, Jalan Kuala Kangsar 30010 Ipoh, Perak	8,465	Industrial land with building used as showroom, workshop and office	43	Freehold	4-Aug-1983	3,380
Lot No. 420 Mukim of Tebrau District of Johor Bahru, Johor	10,652	Industrial land with building used as showroom, workshop and office	41	Freehold	20-Jul-1984	9,935
Lot 43, Jalan Pelukis U1/46 Section U1 40150 Shah Alam Selangor Darul Ehsan	7,657	Industrial land with building used as showroom, workshop and office	19	Freehold	1-Oct-2007	27,816
Ground Floor, Menara MBMR 1 Jalan Syed Putra 58000 Kuala Lumpur	(591)	Showroom	11	Freehold	1-Oct-2015	5,277
19-02, 19-3A, Menara MBMR 1 Jalan Syed Putra 58000 Kuala Lumpur	(500)	2 commercial office lots	11	Freehold	1-Oct-2015	3,604
Proprietor: F.A. Serve Sdn Bhd						
Lot No. PT 13270 Mukim of Batu District of Kuala Lumpur	2,608	Industrial land with building	24	Freehold	31-Oct-2003	1,891

LIST OF PROPERTIES

Location	Land Area (Built-up Area) Sq Metre	Description of Property and Existing Use	Approx. Age of Building	Tenure	Date of Acquisition	Book Value as at 31.12.2025 RM'000
Proprietor: KMA Marketing Sdn Bhd						
Units No. 2-1-14B and 2-1-15 Level 1, Ground Floor Wawasan Plaza Kota Kinabalu, Sabah	333	Shop units for rent	27	Leasehold (expiring on 31-Dec-2086)	2-Feb-1999	1,566
Proprietor: Hirotako Acoustics Sdn Bhd						
No. 18, Persiaran Sabak Bernam Section 26, 40400 Shah Alam Selangor Darul Ehsan	24,212	Industrial land with building used as manufacturing plant and office	20	Freehold	5-Dec-2005	17,548
Lot 308 & 316 Block 26 Lot 604 Block 30, and Lot 308 & Lot 313 Block 39 Jalan Selayang Satu 27/27A Taman Bunga Negara Section 27, 40400 Shah Alam Selangor Darul Ehsan	(344)	5 apartment units	29	Freehold	1-Feb-2009 & 31-May-2011	313
Proprietor: Oriental Metal Industries (M) Sdn Bhd						
Lot 51, Jalan Utas 15/7 Section 15, 40200 Shah Alam Selangor Darul Ehsan	26,756	Industrial land with building used as manufacturing plant and office	41	Leasehold (expiring on 4-May-2074)	30-Jan-2003	12,765
PT 18114, Jalan Platinum 2 Seksyen 20, Mukim Serendah 48200 Serendah Selangor Darul Ehsan	20,236	Industrial land with building used as manufacturing plant and office	2	Leasehold (expiring on 6-Jul-2122)	1-May-2022	24,920
Proprietor: MBMR Properties Sdn Bhd						
3-02, 3A-01, 9-02, 10-3A, 16-01, 16-02, 16-03, 16-3A, 17-02, 17-03, 17-3A, 20-01, 20-02, 20-03, 20-3A, 21-01, 21-02, 21-03, 21-3A, 22-01, 22-03, 23-01, 23A-01 Menara MBMR 1 Jalan Syed Putra 58000 Kuala Lumpur	(5,480)	23 commercial office lots	11	Freehold	11-Nov-2010, 28-Feb-2015 & 24-Sep-2018	45,483
LG1, LG2, LG3 & LG5, Carpark 1&2, B-G-1, B-G-2, B-1-1, B-1-2 The Signature, Jalan 22/70A Desa Sri Hartamas 50480 Kuala Lumpur	(3,791)	8 commercial lots	11	Freehold	16-Feb-2012	21,424
Plots 19, 20 & 21 Desa Lang Indah Jalan Lang Indah 30010 Ipoh, Perak	12,685	Vacant land	-	Freehold	16-May-2013	7,040

ANALYSIS OF SHAREHOLDINGS

AS AT 31 MARCH 2026

Total Number of Issued Shares	:	390,887,653
Class of Shares	:	Ordinary Shares
Number of Shareholders	:	9,622
Voting Rights	:	One (1) vote per ordinary share

SIZE OF SHAREHOLDINGS

As At 31 March 2026

Size of Holdings	No. of Holders	%	No. of Shares	%
1 - 99	1,224	12.72	12,882	0.01
100 - 1,000	2,687	27.93	1,649,593	0.42
1,001 - 10,000	4,449	46.24	17,061,055	4.36
10,001 - 100,000	1,051	10.92	30,441,003	7.79
100,001 - 19,544,381 (*)	208	2.16	166,718,771	42.65
19,544,382 and above (**)	3	0.03	175,004,349	44.77
TOTAL	**9,622**	**100.00**	**390,887,653**	**100.00**

*Remark: * - Less than 5% of issued shares*
*** - 5% and above of issued shares*

SUBSTANTIAL SHAREHOLDINGS

As At 31 March 2026

Name of Shareholder	Direct Interest		Indirect Interest	
	No. of Shares Held	%	No. of Shares Held	%
1. Med-Bumikar Mara Sdn. Bhd.	193,504,349	49.50	2,213,402 [1]	0.57

Note: [1] Deemed interest by virtue of its shareholding in Central Shore Sdn. Bhd.

ANALYSIS OF SHAREHOLDINGS
AS AT 31 MARCH 2026

DIRECTORS' SHAREHOLDINGS
As At 31 March 2026

	Direct Interest		Indirect Interest		Total	
Name of Directors	No. of Shares Held	%	No. of Shares Held	%	No. of Shares Held	%
1. Encik Aqil bin Ahmad Azizuddin	764,187	0.20	277,331 [1]	0.07	1,041,518	0.27
2. Dato' Anwar bin Haji @ Aji	-	-	-	-	-	-
3. Mr Low Hin Choong	32,000	0.01	1,200,056 [2]	0.31	1,232,056	0.32
4. Mr Ng Seng Kong	160,000	0.04	-	-	160,000	0.04
5. Ms Wong Fay Lee	33,100	0.01	-	-	33,100	0.01
6. Dato' Zulfikri bin Osman	-	-	-	-	-	-
7. Puan Nik Fazila binti Nik Mohamed Shihabuddin	-	-	-	-	-	-
8. Ms Chin Min Ming	-	-	-	-	-	-

Note: [1] Deemed interest by virtue of shares held by related company
[2] Deemed interest by virtue of shares held by close family member

GROUP CHIEF EXECUTIVE OFFICER'S SHAREHOLDINGS
As At 31 March 2026

	Direct Interest		Indirect Interest		Total	
Name	No. of Shares Held	%	No. of Shares Held	%	No. of Shares Held	%
1. Encik Rizal bin Mohd Zin	-	-	-	-	-	-

ANALYSIS OF SHAREHOLDINGS
AS AT 31 MARCH 2026

LIST OF TOP 30 HOLDERS
AS AT 31 MARCH 2026

No.	Name	No. of Shares	%
1	MED-BUMIKAR MARA SDN BHD	92,704,349	23.716
2	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR MED-BUMIKAR MARA SDN BHD (SAM)	46,500,000	11.896
3	PUBLIC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR MED-BUMIKAR MARA SDN BHD (PIVB)	35,800,000	9.158
4	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR MED-BUMIKAR MARA SDN BHD (CBD-GR6)	18,500,000	4.732
5	LEMBAGA TABUNG HAJI	15,110,600	3.865
6	CITIGROUP NOMINEES (TEMPATAN) SDN BHD EMPLOYEES PROVIDENT FUND BOARD	9,767,782	2.498
7	AMANAHRAYA TRUSTEES BERHAD PUBLIC ISLAMIC OPPORTUNITIES FUND	9,479,020	2.424
8	CITIGROUP NOMINEES (TEMPATAN) SDN BHD EMPLOYEES PROVIDENT FUND BOARD (ISLAMIC)	8,048,513	2.059
9	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD PEMBANGUNAN SUMBER MANUSIA BERHAD	5,644,800	1.444
10	YAP LIM SEN	3,647,200	0.933
11	FEDERAL REALTY COMPANY SDN BHD	3,596,788	0.920
12	CITIGROUP NOMINEES (TEMPATAN) SDN BHD GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (NON PAR 16)	3,230,000	0.826
13	AMANAHRAYA TRUSTEES BERHAD AMANAH SAHAM BUMIPUTERA 2	3,000,000	0.767
14	ONG CHOO BOO & SONS SDN. BHD.	2,760,233	0.706
15	IFAST NOMINEES (TEMPATAN) SDN BHD GLOBAL SUCCESS NETWORK SDN BHD	2,660,900	0.680
16	CITIGROUP NOMINEES (TEMPATAN) SDN BHD GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (SHF)	2,600,000	0.665

ANALYSIS OF SHAREHOLDINGS
AS AT 31 MARCH 2026

No.	Name	No. of Shares	%
17	CARTABAN NOMINEES (TEMPATAN) SDN BHD PBTB FOR TAKAFULINK DANA EKUITI	2,430,000	0.621
18	TAN AIK YONG	2,231,600	0.570
19	CENTRAL SHORE SDN BHD	2,213,402	0.566
20	CITIGROUP NOMINEES (TEMPATAN) SDN BHD GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (LEEF)	2,037,700	0.521
21	CITIGROUP NOMINEES (TEMPATAN) SDN BHD URUSHARTA JAMAAH SDN. BHD. (MAYBANK 2)	1,756,200	0.449
22	HSBC NOMINEES (ASING) SDN BHD J.P. MORGAN SECURITIES PLC	1,690,085	0.432
23	HSBC NOMINEES (TEMPATAN) SDN BHD BNPP SIN/2S FOR PERTUBUHAN KESELAMATAN SOSIAL (PKSMAMSB EQ)	1,600,000	0.409
24	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD EXEMPT AN FOR PETROLIAM NASIONAL BERHAD (PET-MIAM-EQSH)	1,269,600	0.324
25	CITIGROUP NOMINEES (TEMPATAN) SDN BHD GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (DG)	1,247,500	0.319
26	RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR FONG SILING (CEB)	1,230,000	0.314
27	YAP SIEW CHIN	1,200,056	0.307
28	CITIGROUP NOMINEES (TEMPATAN) SDN BHD GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (LPF)	1,193,000	0.305
29	NGT HOLDINGS SENDIRIAN BERHAD	1,123,715	0.287
30	CITIGROUP NOMINEES (TEMPATAN) SDN BHD GREAT EASTERN LIFE ASSURANCE (MALAYSIA) BERHAD (NON PAR 1)	1,100,000	0.281

NOTICE OF THIRTY-SECOND ANNUAL GENERAL MEETING

NOTICE IS GIVEN that the Thirty-Second (32nd) Annual General Meeting of the Company will be held at Ballroom 1 of KLGCC Convention Centre (formerly known as Sime Darby Convention Centre), 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia on Thursday, 4 June 2026 at 10.00 a.m. to transact the following businesses:-

AGENDA

ORDINARY BUSINESS

1. To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon. [(Please refer to Explanatory Notes II(1)]

2. To re-elect Encik Aqil bin Ahmad Azizuddin, who retires pursuant to Clause 76(3) of the Company's Constitution as Director of the Company. (Resolution 1)

3. To re-elect Dato' Zulfikri bin Osman, who retires pursuant to Clause 76(3) of the Company's Constitution as Director of the Company. (Resolution 2)

4. To re-elect Puan Nik Fazila binti Nik Mohamed Shihabuddin, who retires pursuant to Clause 76(3) of the Company's Constitution as Director of the Company. (Resolution 3)

5. To declare a single tier final dividend of 21 sen per ordinary share for the financial year ended 31 December 2025. (Resolution 4)

6. To approve the payment of Directors' fees of up to RM950,000 and Directors' benefits of up to RM750,000 for the period from this 32nd Annual General Meeting until the next Annual General Meeting of the Company. (Resolution 5)

7. To approve the payment of meeting allowances for each Non-Executive Director for the period from this 32nd Annual General Meeting until the next Annual General Meeting of the Company as follows:- (Resolution 6)

Board and/or Board Committee Position	Allowance (per meeting attended)
Chairman	RM2,000
Member	RM1,800

8. To re-appoint Messrs Deloitte Malaysia PLT (formerly known as Deloitte PLT) as Auditors of the Company for the financial year 2026 and to authorise the Directors of the Company to fix their remuneration. (Resolution 7)

SPECIAL BUSINESS

To consider and if thought fit, pass the following resolution, with or without modifications, as Ordinary Resolution of the Company:-

9. **ORDINARY RESOLUTION** (Resolution 8)
PROPOSED RENEWAL OF SHAREHOLDERS' MANDATE FOR THE COMPANY AND/OR ITS SUBSIDIARIES TO ENTER INTO RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE WITH RELATED PARTIES

"THAT subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Company and/or its subsidiary companies ("the Group") be and are hereby authorised to enter into and give effect to the recurrent related party transactions of a revenue or trading nature with the related parties as set out in Section 1.3 of the Circular to Shareholders dated 30 April 2026 ("the Related Parties") provided that such transactions are:-

NOTICE OF THIRTY-SECOND ANNUAL GENERAL MEETING

(a) necessary for the day-to-day operations;
(b) undertaken in the ordinary course of business and at arm's length basis and on normal commercial terms and transaction prices which are not more favourable to the Related Parties than those generally available to the public; and
(c) are not to the detriment of the minority shareholders of the Company,

("Proposed Renewal of RRPT Mandate").

THAT such approval shall continue to be in force until:-

(a) the conclusion of the next Annual General Meeting ("AGM") of the Company following this AGM at which the Proposed Renewal of RRPT Mandate is passed, at which time it will lapse, unless by a resolution passed at such AGM whereby the authority is renewed; or
(b) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Companies Act 2016 ("the Act") but must not extend to such extension as may be allowed pursuant to Section 340(4) of the Act; or
(c) revoked or varied by resolution passed by the shareholders of the Company at a general meeting,

whichever is the earlier.

AND THAT the Directors of the Company be hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed Renewal of RRPT Mandate."

10. To consider any other business of which due notice shall be given in accordance with the Companies Act 2016.

NOTICE OF DIVIDEND ENTITLEMENT AND PAYMENT

NOTICE IS HEREBY GIVEN THAT, subject to the approval of the shareholders at the 32nd Annual General Meeting to be held on 4 June 2026, a single tier final dividend of 21 sen per ordinary share in respect of the financial year ended 31 December 2025 will be paid on 30 June 2026 to shareholders whose names appear in the Record of Depositors on 22 June 2026.

A depositor shall qualify for entitlement to the dividend only in respect of:-

a) shares transferred to the depositor's securities account before 4.30 p.m. on 22 June 2026 in respect of transfers; and

b) shares bought on Bursa Malaysia Securities Berhad on a cum entitlement basis according to the Rules of Bursa Malaysia Securities Berhad.

By Order of the Board

TAN LAI HONG (MAICSA 7057707)
(SSM PC No. 202008002309)
NG SENG HOO (MAICSA 7068810)
(SSM PC No. 202008004089)
Company Secretaries

Kuala Lumpur
30 April 2026

NOTICE OF THIRTY-SECOND ANNUAL GENERAL MEETING

Notes:-

I. Notes on Appointment of Proxy

(1) For the purpose of determining who shall be entitled to attend and vote at the Annual General Meeting ("AGM"), the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a **Record of Depositors as at 25 May 2026**. Only a member whose name appears on this Record of Depositors shall be entitled to attend and vote at the AGM.

(2) A member who is entitled to attend and vote at the AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his/her place. A proxy may but need not be a member of the Company.

(3) A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to attend and vote instead of the member at the general meeting.

(4) If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("MMLR").

(5) Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.

(6) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provision of Section 25A(1) of the Central Depositories Act.

(7) Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

(8) The appointment of a proxy may be made via hard copy or electronic form in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the persons named in the appointment proposes to vote:

(i) Hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or the Drop-in Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

(ii) Electronic form

The proxy form can be electronically lodged with the Share Registrar of the Company via Vistra Share Registry and IPO (MY) portal ("the Portal") at https://srmy.vistra.com. Please refer to the Administrative Details for the 32nd AGM on the procedures for electronic lodgement of proxy form via the Portal.

(9) Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

(10) Last date and time for lodging the proxy form is Tuesday, 2 June 2026 at 10.00 a.m.

(11) Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or the Drop-in Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

(12) For a corporate member who has appointed an authorised representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or the Drop-in Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur. The certificate of appointment of authorised representative should be executed in the following manner:

(i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.

(ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:

(a) at least two (2) authorised officers, of whom one shall be a director; or

(b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

II. Explanatory Notes on Ordinary Business

(1) **Audited Financial Statements for the financial year ended 31 December 2025**

This Agenda item is meant for discussion only as the provisions of Section 340(1)(a) of the Companies Act 2016 do not require formal approval of the shareholders for the Audited Financial Statements. As such, this Agenda item is not put forward for voting.

(2) **Resolutions 1 to 3: Re-election of Directors**

Encik Aqil bin Ahmad Azizuddin, Dato' Zulfikri bin Osman and Puan Nik Fazila binti Nik Mohamed Shihabuddin are standing for re-election as Directors of the Company and being eligible, have offered themselves for re-election at the 32nd AGM.

Please refer to the Statement Accompanying Notice of 32nd AGM for further details.

(3) **Resolution 4: Declaration of a Single Tier Final Dividend**

Pursuant to Paragraph 8.26(2) of the MMLR, the single tier final dividend, if approved, will be paid on 30 June 2026.

(4) **Resolutions 5 and 6: Proposed Payment of Directors' Fees and Benefits and Meeting Allowance**

Pursuant to Section 230(1) of the Companies Act 2016, the fees of the Directors and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting.

NOTICE OF THIRTY-SECOND ANNUAL GENERAL MEETING

Resolution 5 is to seek shareholders' approval to allow the Company to pay Directors' fees and benefits (excluding meeting allowances) from this 32nd AGM until the next AGM of the Company. The said Directors' fees and benefits are calculated based on the current Board size and Board Remuneration Policy of the Company. In the event the proposed amount is insufficient (e.g. due to enlarged Board size or increased responsibility), approval will be sought at the next AGM for the shortfall.

Resolution 6 is to seek shareholders' approval for the payment of meeting allowance to Non-Executive Directors of the Company for each Board and/or Board Committee meeting attended in accordance with the position held by the Non-Executive Director on the Board or Board Committee. If Resolution 6 is passed, the meeting allowance will be payable for the period from this 32nd AGM until the next AGM of the Company at the quantum specified.

(5) **Resolution 7: Re-appointment of Auditors**

The Board had through the Audit Committee ("AC"), assessed the suitability and independence of the External Auditors, Messrs Deloitte Malaysia PLT (formerly known as Deloitte PLT) ("Deloitte") and considered their re-appointment as Auditors of the Company. The Board and AC collectively agreed and were satisfied that Deloitte has the relevant criteria prescribed by Paragraph 15.21 of the MMLR. The Board approved the AC's recommendation to seek the shareholders' approval for the re-appointment of Deloitte as auditors of the Company.

III. Explanatory Notes on Special Business

(1) **Resolution 8: Proposed Renewal of Recurrent Related Party Transactions Mandate**

This resolution, if passed, will authorise the Company and each of its subsidiaries to enter into recurrent related party transactions of a revenue or trading nature in the ordinary course of business. For further information on the recurrent related party transactions, please refer to the Circular to Shareholders dated 30 April 2026.

STATEMENT ACCOMPANYING NOTICE OF 32ND ANNUAL GENERAL MEETING

(PURSUANT TO PARAGRAPH 8.27(2) OF THE MAIN MARKET LISTING REQUIREMENTS OF BURSA MALAYSIA SECURITIES BERHAD)

DIRECTORS STANDING FOR RE-ELECTION (RESOLUTIONS 1 TO 3)

There are no individuals who are standing for election or appointment as Directors at this 32nd Annual General Meeting ("32nd AGM").

The Directors who are standing for re-election at this 32nd AGM are as follows:

Name	Directorship	Date of Appointment to MBMR
Encik Aqil bin Ahmad Azizuddin	Non-Independent Non-Executive Chairman	• 26 January 2023 • 31 January 2023 (Appointment as Chairman)
Dato' Zulfikri Bin Osman	Non-Independent Non-Executive Director	• 26 January 2023
Puan Nik Fazila binti Nik Mohamed Shihabuddin	Independent Non-Executive Director	• 31 January 2023

(Collectively referred to as the "Retiring Directors")

The Retiring Directors being eligible, have offered themselves for re-election at the 32nd AGM. The full profiles of the Retiring Directors can be found on pages 63 to 70 of the Integrated Annual Report 2025 while details of their interest in securities of the Company and conflict of interest with the Company, if any, can be found on pages 116 and 104 respectively.

The Board through its Nominating and Remuneration Committee ("NRC") had considered the following:

(a) Skills, knowledge, expertise and experience, time, commitment, character, professionalism and integrity (including that the Retiring Directors are not active politicians) in accordance with the fit and proper criteria prescribed in the MBMR Directors' Fit and Proper Policy and the Director's Declaration Form executed by each of the Retiring Directors;
(b) Outcome of the Board and Individual Director Effectiveness Evaluation conducted for the financial year ended 31 December 2025;
(c) Disclosures of any interest, position or relationship that may result in a conflict of interest or might influence, or reasonably be perceived to influence in a material respect the capacity to bring independent judgment to bear on issues before the Board and to act in the best interests of the Company as a whole; and
(d) Criteria for independence pursuant to the Main Market Listing Requirements of Bursa Securities Malaysia Berhad (for independent directors being re-elected).

Based on the above, the Board and the NRC were satisfied that the Retiring Directors met the criteria as prescribed by Paragraph 2.20A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad on character, experience, integrity, competence and time to effectively discharge their roles as Directors and that they met the criteria prescribed by the MBMR Directors' Fit and Proper Policy.

The Board (save for the Retiring Directors, who abstained from deliberation on discussions relating to their own re-election at the Board meeting) supports and recommends the re-election of the Retiring Directors to the shareholders for approval as the Board believes that the Retiring Directors have discharged their duties and responsibilities effectively, demonstrated commitment to their role, and will continue to make a strong contribution to the Board and to the long-term sustainable success of the Company.

ADMINISTRATIVE DETAILS FOR THE THIRTY-SECOND ANNUAL GENERAL MEETING ("32ND AGM")

Day and Date : Thursday, 4th June 2026
Time : 10.00 a.m. or at any adjournment thereof
Venue : Ballroom 1 of KLGCC Convention Centre (formerly known as Sime Darby Convention Centre), 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia

A. REGISTRATION ON THE DAY OF THE 32ND AGM

- Registration will commence at 8.00 a.m. on Thursday, 4th June 2026 at the AGM venue and the registration counter will be closed when the voting session commences.
- Please present your original NRIC/Police report (for loss of NRIC)/Temporary NRIC (Malaysian) or Passport to the registration staff for verification. A photocopy of your NRIC or passport will not be accepted. An identification wristband will be given to you after the verification.
- Registration must be done in person. No person is allowed to register on behalf of another even with the original NRIC or passport of that other person.
- The registration counter will handle verification of identity, registration and revocation of proxy/proxies.

B. ENTITLEMENT TO VOTE AND APPOINTMENT OF PROXY/ATTORNEY/CORPORATE REPRESENTATIVE

Please note that only shareholders whose names appears on the Record of Depositors as of **25th May 2026** shall be eligible to attend or appoint proxies to attend and/or vote on his/her behalf at the 32nd AGM if he/she is unable to attend. A shareholder can appoint a proxy or the Chairman of the meeting as his/her proxy and indicate the voting instructions in the proxy form.

If you wish to participate in the 32nd AGM yourself, please do not submit any proxy form for the 32nd AGM. You will not be allowed to participate in the 32nd AGM together with a proxy appointed by you.

Accordingly, proxy forms and/or documents relating to the appointment of proxy/corporate representative/attorney for the 32nd AGM whether via hard copy or electronic form shall be deposited or submitted in the following manner no later than **Tuesday, 2nd June 2026 at 10.00 a.m.:**

(i) Hard copy form

In the case of an appointment made in a hard copy form, the proxy form must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or the Drop-in Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur.

(ii) Electronic form

The proxy form can be electronically lodged with the Share Registrar of the Company via Vistra Share Registry and IPO (MY) portal ("the Portal") at https://srmy.vistra.com. Please refer to item **(C) PROCEDURES FOR ELECTRONIC SUBMISSION OF PROXY FORM** below on the procedures for electronic lodgement of the proxy form via the Portal.

Please ensure ALL the particulars as required in the proxy form are completed, signed and dated accordingly.

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or the Drop-in Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur no later than **Tuesday, 2nd June 2026 at 10.00 a.m.** to participate in the 32nd AGM. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

ADMINISTRATIVE DETAILS FOR THE THIRTY-SECOND ANNUAL GENERAL MEETING ("32ND AGM")

For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment of authorised representative with the Share Registrar, Tricor Investor & Issuing House Services Sdn Bhd at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or the Drop-in Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8 Jalan Kerinchi, 59200 Kuala Lumpur on or before the 32nd AGM. The certificate of appointment should be executed in the following manner:

(i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.

(ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:-

(a) at least two (2) authorised officers, of whom one shall be a director; or

(b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

C. PROCEDURES FOR ELECTRONIC SUBMISSION OF PROXY FORM

The procedures to submit your proxy form electronically via the Portal are summarised below:-

Procedure	Action
i. Steps for Individual Shareholders	
Register as a User at The Portal	• Visit the website at https://srmy.vistra.com. • Click "Register" and select "Individual Holder" and complete the New User Registration Form. • For guidance, you may refer to the tutorial guide available on the homepage. • Once registration is completed, you will receive an email notification to verify your registered email address. • After verification, your registration will be reviewed and approved within one (1) working day. A confirmation email will be sent once approved. • Once you receive the confirmation, activate your account by creating your password. If you are an existing user of The Portal or our TIIH Online portal previously, you are not required to register again, and may proceed to sign-in.
Proceed with submission of proxy form	1. After the release of the Notice of Meeting by the Company, login with your email address and password. 2. Select the corporate event: "**MBM RESOURCES BERHAD 32ND AGM**" 3. Navigate to the 3 dots at the end of the corporate event and choose "**SUBMISSION OF PROXY FORM**". 4. Read and agree to the Terms and Conditions and confirm the Declaration. 5. Indicate the total number of shares assigned to your proxy(s) to vote on your behalf. 6. Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairman as your proxy. 7. Indicate your voting instructions – FOR or AGAINST or ABSTAIN. 8. Print the proxy form for your record.

ADMINISTRATIVE DETAILS FOR THE THIRTY-SECOND ANNUAL GENERAL MEETING ("32ND AGM")

Procedure	Action
ii. Steps for Corporation or Institutional Shareholders	
Register as a User at The Portal	• Visit the website at https://srmy.vistra.com. • Click "Register" and select "Representative of Corporate Holder" and complete the New User Registration Form. • Complete the registration form with your personal details. • Once registration is completed, you will receive an email notification to verify your registered email address. • After verification, your registration will be reviewed and approval within two (2) working days. A confirmation email will be sent once approved. • Once you receive the confirmation, activate your account by creating your password. *Note: The representative of a corporation or institutional shareholder must register as a user in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact Tricor if you need clarifications on the user registration.*
Proceed with submission of proxy form	1. Login to https://srmy.vistra.com with your email address and password. 2. Select the corporate event: "**MBM RESOURCES BERHAD 32ND AGM**" 3. Navigate to the icon ">" at the end of the corporate event. 4. Read and agree to the Terms and Conditions and confirm the Declaration. 5. Select the corporate holder's name. 6. Proceed to download the submission file. 7. Prepare the file for the appointment of proxy(ies) by inserting the required data. 8. Proceed to upload the duly completed proxy appointment file. 9. Select "**Confirm**" to complete your submission. 10. Print the confirmation report of your submission for your record.

D. PRE-MEETING SUBMISSION OF QUESTIONS TO THE BOARD OF DIRECTORS

The Board recognises that the 32nd AGM is a valuable opportunity for the Board to engage with shareholders. In order to enhance the efficiency of the proceedings of the 32nd AGM, shareholders may submit questions to the Board of Directors via the VISTRA SRMY Portal at https://srmy.vistra.com, by selecting "e-Services" to login, pose questions and submit it electronically no later than **10.00 a.m.** on **Tuesday, 2nd June 2026**. Responses to these questions will be shared at the 32nd AGM.

E. VOTING AT THE MEETING

- The voting at the 32nd AGM will be conducted by poll in accordance with Paragraph 8.29A of Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The Company has appointed Tricor Investor & Issuing House Services Sdn Bhd as Poll Administrator to conduct the poll by way of electronic voting (e-voting) and a scrutineer has been appointed to verify the poll results.

- E-voting for each of the resolutions as set out in the Notice of 32nd AGM will take place only upon the conclusion of the deliberations of all the businesses to be transacted at the 32nd AGM. The registration for attendance will be closed, to facilitate commencement of the poll.

- Each shareholder/proxy will be directed to the e-voting kiosk for voting where he/she must produce the identification wristband issued to him/her during registration for the 32nd AGM.

F. NO RECORDING OR PHOTOGRAPHY

Unauthorised recording or photography of the proceedings of the 32nd AGM is **strictly not allowed**. The Company reserves the rights to take appropriate legal action against anyone who violates this rule.

ADMINISTRATIVE DETAILS FOR THE THIRTY-SECOND ANNUAL GENERAL MEETING ("32ND AGM")

G. PARKING

Free parking is available at the KLGCC Convention Centre subject to availability on that day.

H. INTEGRATED ANNUAL REPORT

- The Integrated Annual Report ("IAR") is available on the Company's website at www.mbmr.com.my and Bursa Malaysia's website at www.bursamalaysia.com under Company's announcements.
- You may request for a printed copy of the IAR at the Portal by selecting "Request for Annual Report/Circular" under the "Investor Services".
- Kindly consider the environment before you decide to request for the printed copy of the IAR.

I. ENQUIRY

If you have any enquiries prior to the meeting, please contact the Company's Share Registrar during office hours on Mondays to Fridays from 8.30 a.m. to 5.30 p.m. (except on public holidays) at:

Tricor Investor & Issuing House Services Sdn Bhd Registration No. 197101000970 (11324-H)	
Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia	General Line : +603-2783 9299 Email : is.enquiry@vistra.com

PROXY FORM

MBM RESOURCES BERHAD
REGISTRATION NO. 199301029757 (284496-V)
(Incorporated in Malaysia)

Number of shares held	CDS Account No.

I/We ____
(Full Name in Block Letters and NRIC No./Passport No./Company Registration No.)

of ____
(Full address)

being a member of **MBM Resources Berhad**, hereby appoint:-

PROXY 1

Full Name (in Block Letters and as per NRIC/Passport)	NRIC/Passport No.*	Proportion of Shareholdings	
		No. of Shares	%
Full Address			
Email Address		Contact No.	

and/or failing *him/her, (delete as appropriate)

PROXY 2

Full Name (in Block Letters and as per NRIC/Passport)	NRIC/Passport No.*	Proportion of Shareholdings	
		No. of Shares	%
Full Address			
Email Address		Contact No.	

OR failing *him/her, the CHAIRMAN OF THE MEETING, as *my/our *proxy/proxies, to vote for *me/us and on *my/our behalf at the 32nd Annual General Meeting ("**AGM**") of the Company to be held at Ballroom 1 of KLGCC Convention Centre (formerly known as Sime Darby Convention Centre), 1A, Jalan Bukit Kiara 1, 60000 Kuala Lumpur, W.P. Kuala Lumpur, Malaysia on Thursday, 4th June 2026 at 10.00 a.m., or at any adjournment thereof *for/against the resolutions to be proposed thereat.

Please indicate with a cross "**X**" in the space(s) provided below whether you wish your votes to be cast for or against the resolution. In the absence of such specific directions, your proxy will vote or abstain as *he/she thinks fit.

Resolution	Relating to	Proxy 1		Proxy 2	
		For	Against	For	Against
1.	To re-elect Encik Aqil bin Ahmad Azizuddin, who retires pursuant to Clause 76(3) of the Company's Constitution as Director of the Company.				
2.	To re-elect Dato' Zulfikri bin Osman, who retires pursuant to Clause 76(3) of the Company's Constitution as Director of the Company.				
3.	To re-elect Puan Nik Fazila binti Nik Mohamed Shihabuddin, who retires pursuant to Clause 76(3) of the Company's Constitution as Director of the Company.				
4.	To declare a single tier final dividend of 21 sen per ordinary share for the financial year ended 31 December 2025.				
5.	To approve the payment of Directors' fees of up to RM950,000 and Directors' benefits of up to RM750,000 for the period from this 32nd Annual General Meeting until the next Annual General Meeting of the Company.				
6.	To approve the payment of meeting allowances for each Non-Executive Director for the period from this 32nd Annual General Meeting until the next Annual General Meeting of the Company as follows:- Board and/or Board Committee Position — Allowance (per meeting attended) Chairman — RM2,000 Member — RM1,800				
7.	To re-appoint Messrs Deloitte Malaysia PLT (formerly known as Deloitte PLT) as Auditors of the Company for the financial year 2025 and to authorise the Directors of the Company to fix their remuneration.				
8.	Proposed Renewal of Recurrent Related Party Transactions Mandate.				

* Delete whichever is inapplicable

Signed this __________ day of ________________ 2026

Signature of Member(s)/Common Seal

* *Manner of execution:*
(a) *If you are an individual member, please sign where indicated.*
(b) *If you are a corporate member which has a common seal, this proxy form should be executed under seal in accordance with the constitution of your corporation.*
(c) *If you are a corporate member which does not have a common seal, this proxy form should be affixed with the rubber stamp of your company (if any) and executed by:*
  (i) *at least two (2) authorised officers, of whom one shall be a director; or*
  (ii) *any director and/or authorised officers in accordance with the laws of the country under which your corporation is incorporated.*

Fold this flap for sealing

32ND ANNUAL GENERAL MEETING

AFFIX
STAMP

The Share Registrar of **MBM RESOURCES BERHAD**
[Registration No. 199301029757 (284496-V)]

TRICOR INVESTOR & ISSUING HOUSE SERVICES SDN BHD
Unit 32-01, Level 32, Tower A
Vertical Business Suite
Avenue 3, Bangsar South
No. 8, Jalan Kerinchi
59200 Kuala Lumpur

1st fold line

2nd fold line

PROXY FORM

NOTES:

I. Notes on Appointment of Proxy

(1) For the purpose of determining who shall be entitled to attend and vote at the Annual General Meeting, the Company shall be requesting Bursa Malaysia Depository Sdn Bhd to make available to the Company, a Record of Depositors as at 25th May 2026. Only a member whose name appears on this Record of Depositors shall be entitled to attend and vote at the 32nd AGM.

(2) A member who is entitled to attend and vote at the 32nd AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, participate, speak and vote in his/her place. A proxy may but need not be a member of the Company.

(3) A member of the Company who is entitled to attend and vote at a general meeting of the Company may appoint not more than two (2) proxies to attend and vote instead of the member at the general meeting.

(4) If two (2) proxies are appointed, the entitlement of those proxies to vote on a show of hands shall be in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

(5) Where a member of the Company is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991 ("Central Depositories Act"), it may appoint not more than two (2) proxies in respect of each securities account it holds in ordinary shares of the Company standing to the credit of the said securities account.

(6) Where a member of the Company is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one securities account ("omnibus account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each omnibus account it holds. An exempt authorised nominee refers to an authorised nominee defined under the Central Depositories Act which is exempted from compliance with the provision of Section 25A(1) of the Central Depositories Act.

(7) Where a member appoints more than one (1) proxy, the proportion of shareholdings to be represented by each proxy must be specified in the instrument appointing the proxies.

(8) The appointment of a proxy may be made via hard copy or electronic form in the following manner and must be received by the Company not less than forty-eight (48) hours before the time appointed for holding this 32nd AGM or adjourned general meeting at which the persons named in the appointment proposes to vote:

(i) Hard copy form

In the case of an appointment made in hard copy form, the proxy form must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or the Drop-in Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur.

(ii) Electronic form

The proxy form can be electronically lodged with the Share Registrar of the Company via Vistra Share Registry and IPO (MY) portal ("the Portal") at https://srmy.vistra.com. Please refer to the Administrative Details for the 32nd AGM on the procedures for electronic lodgement of proxy form via the Portal.

(9) Please ensure ALL the particulars as required in this proxy form are completed, signed and dated accordingly.

(10) Last date and time for lodging this proxy form is Tuesday, 2nd June 2026 at 10.00 a.m.

(11) Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or the Drop-in Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur not less than forty-eight (48) hours before the time appointed for holding the AGM or adjourned general meeting at which the person named in the appointment proposes to vote. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

(12) For a corporate member who has appointed an authorised representative, please deposit the ***ORIGINAL*** *certificate of appointment of authorised representative with the Share Registrar of the Company at Tricor Investor & Issuing House Services Sdn. Bhd. at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or the Drop-in Box located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur. The certificate of appointment of authorised representative should be executed in the following manner:*

(i) If the corporate member has a common seal, the certificate of appointment of authorised representative should be executed under seal in accordance with the constitution of the corporate member.
(ii) If the corporate member does not have a common seal, the certificate of appointment of authorised representative should be affixed with the rubber stamp of the corporate member (if any) and executed by:
(a) at least two (2) authorised officers, of whom one shall be a director; or
(b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

MBM RESOURCES BERHAD
REGISTRATION NO. 199301029757 (284496-V)

23-01, Level 23, Menara MBMR,
1, Jalan Syed Putra, 58000 Kuala Lumpur.
T: +603 2273 8803 | F: +603 2273 6803

www.mbmr.com.my