edaran

TRANQUILITY

OUR ANCHOR...OUR STRENGTH...

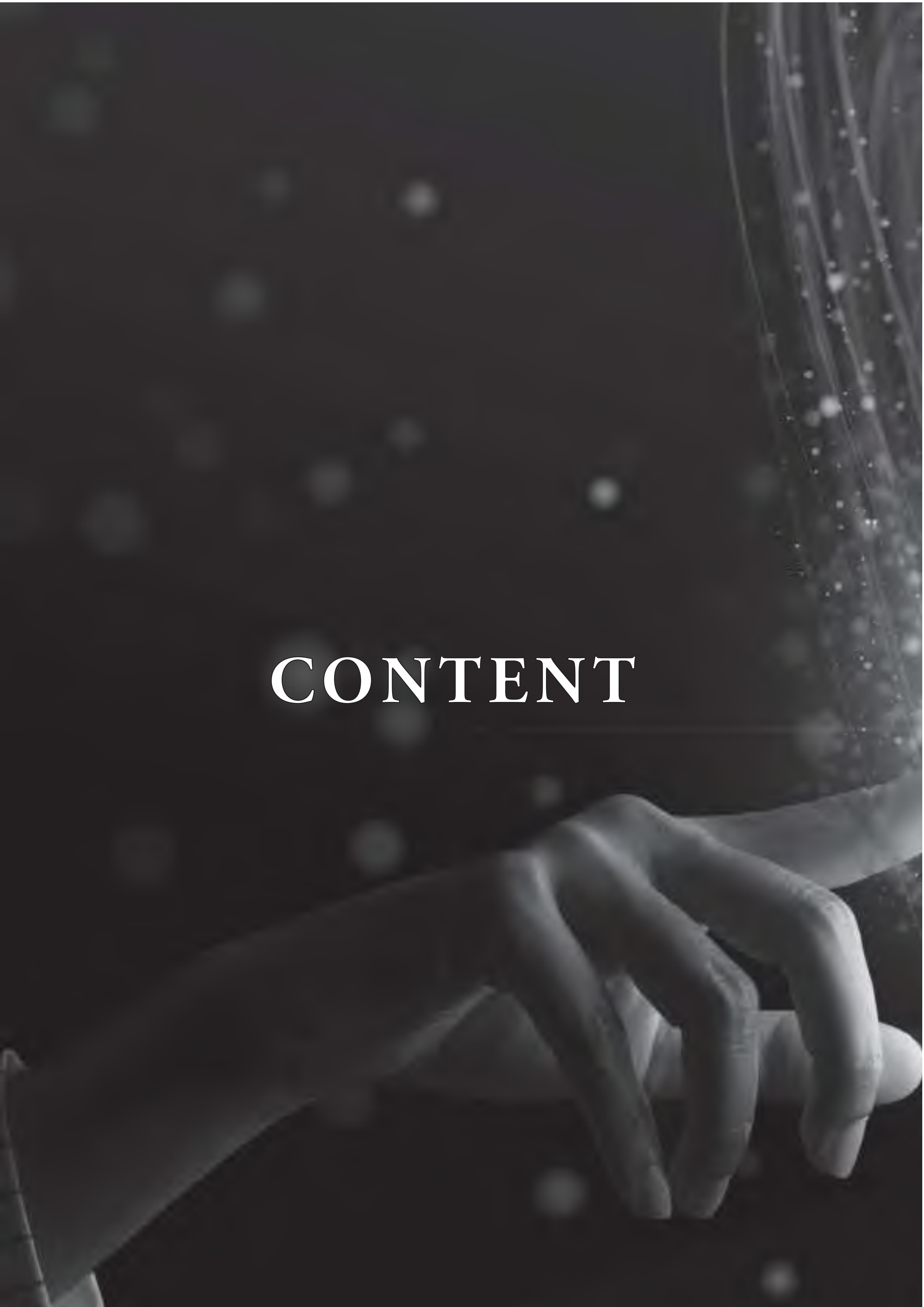
ANNUAL REPORT
2022

TRANQUILLITY
Our Anchor... Our Strength...

Tranquillity is a disposition of strength. Strength that emanates from a state of calm peace and control. The benefit of 'calm and tranquillity' is the beginning of mindfulness. And mindfulness is the beginning of mental and emotional strength.

EDARAN has been continually blessed; not least with the grace of tranquillity, an advantage often overlooked in the busyness of life. The recent turbulent times set off by the worldwide siege of the Covid 19 and other forms of global disturbances such as war, has brought to the fore this blessing of calm and composure. Tranquillity or 'sakinah' as cited in the holy Quran , has been the anchor and bedrock of the Group's strength. It is this very blessing that has kept the Group going over the months of global uncertainties. The continuing disruptions caused by Covid 19, the present political conflicts and social unrests in world as well as menace arising from human failures such as 'hasad' are threats we continue to mitigate. The blessing of tranquillity affords us a disposition of calm, peace and clarity and the benefit of 'calm and tranquillity' is mindfulness. Mindfulness, in turn, is the beginning of mental and emotional focus. In such a disposition of heedfulness , better plans have been hatched and better decisions have been made. Like all enterprises we anticipate unpredictable challenges. But we will move forward, anchoring ourselves in a position of composure and watchfulness.

CONTENT



content

NOTICE OF ANNUAL GENERAL MEETING

annual report 2022

NOTICE OF ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirtieth Annual General Meeting of Edaran Berhad will be held and conducted on virtual basis through live streaming from the Broadcast Venue and online remote voting via the online meeting platform at https://meeting.boardroomlimited.my to be provided by Boardroom Share Registrars Sdn Bhd on Wednesday, 30 November 2022 at 10.00 a.m. to transact the following businesses:

A. Ordinary Business

1. To receive the Audited Financial Statements of the Company and the Group for the financial year ended 30 June 2022 together with the Directors' and Auditors' Reports thereon. **Note a**

2. To re-elect the following Directors retiring under Article 101 of the Company's Articles of Association, and who, being eligible, offer themselves for re-election:

i . Dato' Abdul Malek Ahmad Shazili **Resolution 1**
ii. Encik Ahmad Yasri Mohd Hashim @ Mohd Hassan **Resolution 2**
iii. Encik Md Arif Haji Hasan **Resolution 3**

3. To approve the payment of Directors' Fees for an aggregate amount of up to RM390,000.00 to the Non-Executive Directors for the period from 1 December 2022 until the conclusion of the next Annual General Meeting of the Company. **Resolution 4**

4. To approve the payment of Directors' Benefits (excluding Directors' fee) for an aggregate amount of up to RM280,000.00 to the Non-Executive Directors for the period from 1 December 2022 until the conclusion of the next Annual General Meeting of the Company. **Resolution 5**

5. To re-appoint Messrs. TGS TW as Auditors of the Company and to authorise the Directors to fix their remuneration. **Resolution 6**

B. Special Business

6. Authority to Issue Shares Pursuant to Sections 75 and 76 of the Companies Act, 2016 **Note b**

To consider and, if thought fit, to pass the following Ordinary Resolution, with or without modifications: **Resolution 7**

"THAT pursuant to Sections 75 and 76 of the Companies Act, 2016 full authority be and is hereby given to the Directors to issue shares in the capital of the Company from time to time at such price upon such terms and conditions for such purposes and to such person or persons whomsoever as the Directors may in their absolute discretion deem fit provided that the aggregate number of shares to be issued pursuant to this Resolution does not exceed 10% of the issued share capital of the Company for the time being, subject to the Companies Act, 2016, the Articles of Association of the Company and approval from Bursa Malaysia Securities Berhad and other relevant bodies where such approval is necessary **AND THAT** such authority shall continue in full force until the conclusion of the next annual general meeting of the Company."

7. Continue in Office as Independent Non-Executive Directors. **Note c**

To give an approval to the following Directors who have served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, to continue to act as an Independent Non-Executive Director of the Company:

i. Dato' Abdul Halim Abdullah **Resolution 8**
ii. Datuk Emam Mohd Haniff Emam Mohd Hussain **Resolution 9**
iii. Dato' Hj Abdul Hamid Mustapha **Resolution 10**
iv. Dato' Abdul Malek Ahmad Shazili **Resolution 11**

C. Any Other Ordinary Business

8. To transact any other ordinary business of which due notice has been given in accordance with the relevant authorities.

By Order of the Board

Asbanizam Abu Bakar
LS0006958 / PC201908003079
Company Secretary

Kuala Lumpur
31 October 2022

NOTICE OF ANNUAL GENERAL MEETING

Explanatory Note

a. Explanatory Note on Item 1 of the Agenda
- Audited Financial Statements of the Company and the Group for the financial year ended 30 June 2022.

The Audited Financial Statements in Agenda 1 is meant for discussion only as an approval from shareholders is not required pursuant to the provision of Section 340(1)(a) of the Companies Act, 2016. Hence, this Agenda is not put forward for voting.

b. Explanatory Note on Item 6 of the Agenda
- Resolution pursuant to Sections 75 and 76 of the Companies Act, 2016.

Ordinary Resolution 7 (under item 6 above) is a renewal of the mandate obtained at the last Annual General Meeting which was not utilised during the financial year.

Ordinary Resolution 7, if passed, will give the Directors of the Company, from the date of this General Meeting, an authority to issue and allot ordinary shares from the unissued capital of the Company for the time being for such purposes as the Directors consider would be in the interest of the Company. This authority will provide flexibility to the Company for any possible fund raising exercise including but not limited to placement of shares for the purpose of funding current and/or future investment project(s), working capital and/or acquisitions.

This authority will, unless earlier revoked or varied by the Company in a general meeting, expire at the next annual general meeting.

c. Explanatory Note on Item 7 of the Agenda
- Continue in Office as Independent Non-Executive Directors

Pursuant to the Malaysian Code on Corporate Governance 2021, the Board of Directors has assessed the independence of Dato' Abdul Halim Abdullah, Datuk Emam Mohd Haniff Emam Mohd Hussain, Dato' Hj Abdul Hamid Mustapha and Dato' Abdul Malek Ahmad Shazili who each has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, and recommended them to continue to act as Independent Non-Executive Directors of the Company based on the following justifications:-

(i) each of them fulfills the criteria of an Independent Director pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad;
(ii) having been with the Company for more than 9 year, each of them is familiar with the Company's business operations;
(iii) each of them has during his tenure as Independent Non-Executive Director of the Company, devoted sufficient time and attention to discharge his responsibilities as such; and
(iv) each of them has exercised due care during their tenure as Independent Director of the Company and has carried out his duties in the interest of the Company and shareholders.

Subject to the passing of Resolution No. 1, the proposed Resolutions 8, 9, 10 and 11, if passed, will enable Dato' Abdul Halim Abdullah, Datuk Emam Mohd Haniff Emam Mohd Hussain, Dato' Hj Abdul Hamid Mustapha and Dato' Abdul Malek Ahmad Shazili respectively to continue to act as Independent Non-Executive Directors of the Company.

NOTES:

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint any person or persons, whether a member or not, as his/her proxy or proxies to attend and vote in his/her stead without limitation. Where a member appoints two (2) or more proxies, the member shall specify the proportion of the member's shareholding to be represented by each proxy.

2. Only members registered in the Record of Depositors on or before 5.00 p.m. as at 23 November 2022 shall be eligible to attend the meeting or appoint a proxy to attend and/or vote on such depositor's behalf.

3. A corporation or a corporation sole or a statutory corporation may appoint any person as its representative.

4. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing and if such appointer is a corporation, corporation sole or a statutory corporation; either under its common seal or the hand of its officers or attorney duly authorised and shall be deposited together with the power of attorney (if any) under which it is signed or an office copy or notarially certified copy thereof and shall be deposited at the Registered Office, 33-1 Jalan 2/76C, Desa Pandan, 55100 Kuala Lumpur or via electronic means through the Boardroom Smart Investor Portal at https://investor.boardroomlimited.com (Please follow the procedures as stipulated in the Administrative Guide, attached with this Booklet) not less than forty eight (48) hours before the time for holding this General Meeting or any adjournment thereof.

5. The signature to the instrument appointing the proxy executed outside Malaysia must be attested by a Solicitor, Notary Public, Consul or a Magistrate.

STATEMENT ACCOMPANYING OF ANNUAL GENERAL MEETING

The following are details of the Board meetings held during the financial year ended 30 June 2022 and the attendance of the Directors thereat:-

1. Details of Board meetings held during the financial year

Date	Time	Venue
28 Sep 2021	1:45 p.m.	Board Room, No. 2, Jalan 4/76C, Desa Pandan, 55100 Kuala Lumpur.
05 Oct 2021	11:15 a.m	
30 Nov 2021	11:15 a.m.	
23 Feb 2022	11:30 a.m.	
25 May 2022	11:00 a.m.	

2. Directors' attendance at Board meetings

Details of Directors' attendance at the above Board meetings during their tenure in office:-

Directors	Appointment	Attendance
Dato' Abdul Halim Abdullah	15 Dec 2000	4/5
Datuk Emam Mohd Haniff Emam Mohd Hussain	30 Oct 2001	5/5
Dato' Abdul Malek Ahmad Shazili	06 Nov 2003	5/5
Dato' Hj Abdul Hamid Mustapha	06 Nov 2003	5/5
Datuk Mohd Shu 'aib Ishak	15 Dec 2000	5/5
Encik Fazlan Azri Tajudin	23 May 2006	4/5
Encik Ahmad Yasri Mohd Hashim @ Mohd Hassan	18 Apr 2016	5/5
Encik Md Arif Haji Hasan	16 Jan 2020	5/5
Encik Wan Adlan Affandy Wan Abdul Rahman	15 Mar 2021	5/5

3. Details of Directors who are standing for re-election

The Directors who are standing for re-election at the forthcoming Thirtieth Annual General Meeting of Edaran Berhad are as follows:-

Retiring under Article 101 of the Company's Articles of Association.

i. **DATO' ABDUL MALEK AHMAD SHAZILI**
Independent Non-Executive Director

ii. **AHMAD YASRI MOHD HASHIM @ MOHD HASSAN**
Independent Non-Executive Director

iii. **ENCIK MD ARIF HAJI HASAN**
Independent Non-Executive Director

The profiles of the Directors who are standing for re-election are set out on pages 14 to 16 of the Annual Report.

CORPORATE INFORMATION

annual report 2022

CORPORATE INFORMATION

BOARD OF DIRECTORS

Dato' Abdul Halim Abdullah
Chairman
Independent Non-Executive Director

Datuk Emam Mohd Haniff Emam Mohd Hussain
Senior Independent Non-Executive Director

Dato' Abdul Malek Ahmad Shazili
Independent Non-Executive Director

Dato' Hj Abdul Hamid Mustapha
Independent Non-Executive Director

Datuk Mohd Shu'aib Ishak
Non-Independent Non-Executive Director

Ahmad Yasri Mohd Hashim @ Mohd Hassan
Independent Non-Executive Director

Md Arif Hj Hasan
Independent Non-Executive Director

Wan Adlan Affandy Wan Abdul Rahman
Non-Independent Non-Executive Director

Fazlan Azri Tajudin
Executive Director

AUDIT COMMITTEE

Datuk Emam Mohd Haniff Emam Mohd Hussain
Chairman
Senior Independent Non-Executive Director

Dato' Abdul Malek Ahmad Shazili
Independent Non-Executive Director

Ahmad Yasri Mohd Hashim @ Mohd Hassan
Independent Non-Executive Director

Md Arif Hj Hasan
Independent Non-Executive Director

COMPANY SECRETARY

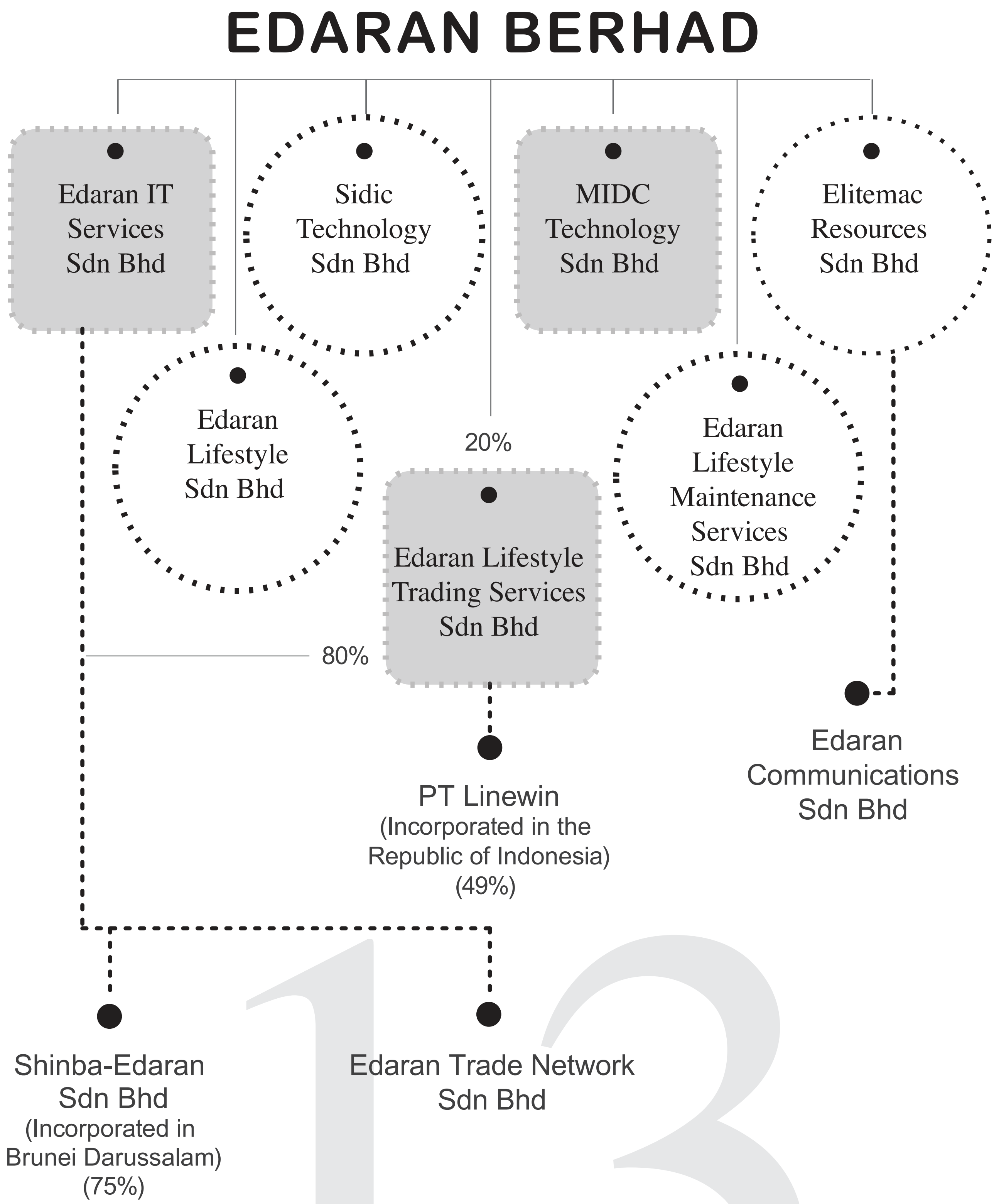
Asbanizam Abu Bakar
LS0006958 / PC201908003079

Registered Office	: No. 33-1, Jalan 2/76C, Desa Pandan, 55100 Kuala Lumpur Tel: 03-9206 7383 Fax: 03-9283 0192
Business Office	: No. 2, Jalan 4/76C, Desa Pandan, 55100 Kuala Lumpur Tel: 03-9206 7200 Fax: 03-9284 3531
Auditors	: Messrs. TGS TW (AF002345) E-5-4, Megan Avenue 1, 189, Jalan Tun Razak, 50400 Kuala Lumpur Tel: 03 – 9771 4326 Fax: 03 – 9771 4327
Share Registrar	: Boardroom Share Registrars Sdn Bhd 11th Floor, Menara Symphony No.5, Jalan Professor Khoo Kay Kim Seksyen 13, 46200 Petaling Jaya, Selangor Tel: 03 - 7890 4700 Fax: 03 - 7890 4670
Principal Bankers	: Malayan Banking Berhad : Bank Islam Malaysia Berhad
Listing	: Main Market Bursa Malaysia Securities Berhad

CORPORATE STRUCTURE

annual report 2022

CORPORATE STRUCTURE



Note: Unless stated, shareholding is 100%

PROFILE OF THE BOARD OF THE DIRECTORS

annual report 2022

PROFILE OF THE BOARD OF THE DIRECTORS

DATO' ABDUL HALIM ABDULLAH
Chairman
Independent Non-Executive Director

Dato' Abdul Halim Abdullah, male, was appointed to the Board of Edaran Berhad on 15 December 2000 and was appointed Chairman of the Company on 30 May 2018. He was appointed Chairman of the Audit and Nominating Committees on 3 October 2001 and was subsequently appointed Chairman of the Remuneration Committee on 27 May 2004. He relinquished his position as Chairman of the Nominating Committee and the Chairman of Audit Committee on 26 November 2008 and 30 May 2018 respectively. On 26 February 2020, he resigned from the Audit Committee. Aged 76, Dato' Abdul Halim holds a Bachelor of Arts (Hons) degree from the University of Malaya. He has served in various government departments and his last position was the State Secretary of Penang (1992-1994). In 1994, after his retirement from government service, Dato' Abdul Halim was appointed Executive Director of Technology Resources Properties Sdn. Bhd. until 8 June 2000.

DATUK EMAM MOHD HANIFF EMAM MOHD HUSSAIN
Senior Independent Non-Executive Director

Datuk Emam Mohd Haniff Emam Mohd Hussain, male, aged 80 was appointed Director of Edaran Berhad on 30 October 2001. He was subsequently appointed Senior Independent Non-Executive Director and a member of the Audit Committee on 22 August 2002. On 26 November 2008, he was appointed a member of the Nominating Committee. He was subsequently appointed Chairman of the Audit Committee on 30 May 2018. Datuk Emam Mohd Haniff obtained his Bachelor of Arts (Hons) degree from the University of Malaya in 1966. He was assigned to the Ministry of Foreign Affairs and had served in various capacities both in the Ministry and in Malaysian diplomatic missions overseas. In the later years of his service, Datuk Emam Mohd Haniff was appointed the Malaysian Ambassador to Pakistan (1983-1986), Ambassador to Philippines (1987-1991) and the High Commissioner to Singapore (1992-1997). He retired from government service in 1997 after attaining the age of 55. Datuk Emam also sits on the board of Lion Corporation Berhad.

DATO' ABDUL MALEK AHMAD SHAZILI
Independent Non-Executive Director

Dato' Abdul Malek Ahmad Shazili, a Malaysian, male, aged 75, was appointed a Director of Edaran Berhad on 6 November 2003 and was subsequently appointed Chairman of the Risk Management Committee on 27 May 2004. He holds a Bachelor of Arts (Hons) degree from the University of Malaya and a Master's Degree in Public Administration from The American University, Washington D.C. Dato' Abdul Malek has served Pos Malaysia Berhad in various capacities since 1972 until his retirement as the Chief Executive Officer in 2002.

DATO' HJ ABDUL HAMID MUSTAPHA
Independent Non-Executive Director

Dato' Hj Abdul Hamid Mustapha, a Malaysian, aged 76, was appointed to the Board of Edaran Berhad on 6 November 2003 and was subsequently appointed a member of the Remuneration Committee and Nominating Committee on 27 May 2004 and 28 February 2008 respectively. He graduated with a Bachelor of Arts degree from the University of Malaya in 1971. Dato' Hj Abdul Hamid has served the Royal Malaysian Police Force in various capacities since 1971 until his retirement as the Commissioner of Police, Director of Public Order and Internal Security in 2002.

DATUK MOHD SHU'AIB ISHAK
Non-Independent Non-Executive Director

Datuk Mohd Shu'aib Ishak, male, aged 63, was appointed to the Board of EDARAN on 15 December 2000. Datuk Mohd Shu'aib, a Malaysian, obtained his degree in Electrical Engineering from the University of Technology Malaysia. He has more than 20 years of experience in the telecommunications industry since his employment with Jabatan Telekom Malaysia in 1982. He was previously attached to Electroscon (M) Sdn. Bhd. and KYM Industries Sdn Bhd.

PROFILE OF THE BOARD OF THE DIRECTORS

AHMAD YASRI MOHD HASHIM @ MOHD HASSAN
Independent Non-Executive Director

Ahmad Yasri Mohd Hashim @ Mohd Hassan, male, aged 56, a member of the Malaysian Institute of Accountant, was appointed to the Board of Edaran Berhad on 18 April 2016 and appointed a member of the Audit Committee on the same date. On 30 May 2018, he was appointed a member of the Remuneration Committee. He started his career with Ernst & Young in 1989. Subsequently, in 1994, he was attached to Kauthar Sdn. Bhd. as Financial Controller until 2003. Presently, Ahmad Yasri is an Agency Manager at Prudential Assurances Malaysia Berhad.

MD ARIF HJ HASAN
Independent Non-Executive Director

Md Arif Hj Hasan, male, aged 63, was appointed to the Board of EDARAN on 16 January 2020 and was subsequently appointed a member of the Audit Committee on 26 February 2020. Upon completion his degree in Mechanical Engineering from University of Sussex, England, he joint Edaran Komputer Sdn. Bhd. on 3 October 1988. Attended NEC Computer Training in NEC Fields Services, Nakagawara, Japan from 4 October 1988 until 2004. He retired as Executive Vice President at the age 55 on 21 November 2014. Currently he is pursuing his own business in chicken poultry with Chareon Pockpand, supplying live chicken to Northern and Eastern Coast of Peninsular Malaysia.

WAN ADLAN AFFANDY WAN ABDUL RAHMAN
Non-Independent Non-Executive Director

Wan Adlan Affandy Wan Abdul Rahman, male, aged 50, was appointed to the Board of EDARAN on 15 March 2021. He earned his Bachelor of Engineering (Hons), Electrical & Electronic degree from the University of Bristol, United Kingdom in 1995. Wan Adlan Affandy is a founder and Executive Director of Disitu Holdings Sdn. Bhd. and Board of Governors, Marlborough College Malaysia. He was previously attached to Juteras Sdn. Bhd. (April 2011 - May 2016), Business Associates Consulting (BAC) Sdn. Bhd. (Director of Technology Services, January 2002 - March 2006), Minconsult Sdn. Bhd. (Project Manager, April 1997 - January 2002) and Petronas (Project Engineer, August 1995 - March 1997). Wan Adlan Affandy is a brother-in-law to the Executive Director of the Company.

FAZLAN AZRI TAJUDIN
Executive Director

Fazlan Azri Tajudin, male, aged 47, was appointed to the Board of EDARAN on 23 May 2006. He was subsequently appointed the Executive Director of the Company on 1 January 2008. He holds an Engineering degree from Imperial College of Science, Technology and Medicine, London. He sits on several private companies, including Kauthar Sdn. Bhd. and was previously attached to Celcom (Malaysia) Berhad.

GROUP CHIEF EXECUTIVE OFFICER

DATO' BISTAMAM RAMLI
Group Chief Executive Officer

Dato' Bistamam Ramli, male, was appointed a Group Chief Executive Officer of Edaran Berhad on 30 May 2018. He was appointed Director of Edaran Berhad on 15 December 2000 and subsequently appointed the Managing Director of the Company on 1 June 2004 until 8 May 2018. Aged 60, he was a Fellow Member of the Chartered Association of Certified Accountants. Dato' Bistamam was previously attached to Celcom (Malaysia) Berhad, Technology Resources Industries Berhad, Bank Negara Malaysia and Ernst & Young.

MESSAGE FROM THE CHAIRMAN

annual report 2022

Tranquillity
– The Bedrock of Our Strength

The turbulence of the world brought by pandemic diseases, war and conflicts has not eluded us. We continue to witness the impact of the on-going crises of Covid 19 and the Russian Ukraine conflict on the economy, global value chain, world health and social stability. The enduring and devastating effects of closed borders, distressed economies, social disharmony and supply chain disruptions have caused many to fall.

But there is also a turbulence created by 'hasad' among men. Instability caused by unappeasable jealousy and envy is even more devastating and destructive.

Even as all these turmoils continue to trouble the world around us, EDARAN has been blessed with a tranquillity and composure that has helped the Group to remain in a stable state of mind. EDARAN recognises this gift of tranquillity with gratitude. Tranquillity or 'sakinah' as cited in the Quran translates to peace and stability of mind. In every instance of jeopardy, EDARAN has been blessed with calm. In this state of composure, we have been able to mitigate difficult situations, remain heedful, alert and rational. Through chaos and threat whether caused by global occurences or by sheer envy, EDARAN has been blessed and protected.

We know that tranquillity gives us strength. It remains our base and our anchor.

Valued Shareholders and Partners,

I am honoured once again to present to you EDARAN Berhad's Annual Report and Financial Statement for year ended June 30, 2022. In the busyness of mitigating the impact of the on-going global pandemic of Covid 19 on our business operations, the close of another financial year for EDARAN seems to have crept up on us.

Financial Performance

While some organisations continue to reel from the onslaught of the pandemic, EDARAN is thankful that it has been able to ride the choppy waters, thanks to the on-going demand for IT services and solutions. We are thankful that we can still steer our course and keep our performance on an even keel.

I am happy to report that the Group recorded a Profit Before Taxation of RM1.685 million despite the challenges we faced over the financial year in review. The Group recorded the aforementioned Profit Before Taxation despite a drop in revenue of 4.5% to RM47.930 million from a revenue of RM50.168 million in the previous year and, despite an overall increase in costs of 17%.

Although Profit After Tax reduced to RM517,384 from RM2.512 million in the previous year, our EBITDA (Earnings Before Interest Tax, Depreciation and Amortisation) remains strong at RM4,959 million. A dividend payment of RM1.01 million was paid on 18 February 2022. An earlier dividend of RM1.01 million was also paid in March 2021.

The Vestiges of Covid 19

As we move forward, it behoves us to assess the overall global situation and trends that may influence our plans and directions. It is now two years and more since the Covid 19 pandemic struck the world. As we have all witnessed, the world economy plunged into a historically deep recession. What was an acute health crisis turned into an economic crisis the world over. The entire human population went into battle with an insidious enemy, an invisible organism.

Even as this message is being penned, no country is completely out of the woods yet. Many parts of the world are still battling the resurgence of the disease and continuing to impose sporadic lockdowns to minimise its spread. This catastrophe has brought upon humankind a global medical emergency and thrown the world economy into chaos as each country came up with their own necessary policy responses to curb the spread and preserve their welfare. The absence of a global properly coordinated response is not surprising given the 'my country first' global politics in recent times. Never has the world witnessed such untold tragedy on such a mammoth scale.

Where do we stand today?

We know much more about the enemy and we are better equipped to fight it. We know how the entire world responds to the pandemic and how far it can adjust. The world is in better state of health though not fully recovered. Some of us are in better shape than others. Recovery will be uneven around the globe and long term consequences cannot be avoided. Its long lasting legacies will remain as challenges the human race must accept and try to overcome.

Malaysia transited from a pandemic to an endemic state on 1 April 2022 after nearly two years of battling the Covid 19 virus. Our government announced this exit strategy to enable Malaysians to return to near-normal life, albeit with caution. Despite a seeming return to normalcy, despite the opening of borders and relaxed pandemic regulations, Malaysians continue to practice precautionary measures, fearful of a return to crippling lockdowns. It is almost second nature for many of us to don face masks in indoor spaces and keep social distances in crowded areas. Trepidations of a recurrence of the pandemic remain within many of us. Life may never return to pre-Covid 19, as it were, but even so, there are perhaps some valuable lessons, we can glean from the pandemic.

Despite the return to a semblance of normalcy with the opening of borders and relaxed pandemic regulations, we will continue to practice precautionary measures and stay alert to the changing tempo of the situation.

EDARAN accepts the challenges and takes heed of the changing economy and social landscape. We take heed of the lessons therein and will continue to adjust our plans and adapt to arising new conditions. Regardless of the changes, the Company will hold onto its promise of bringing the benefits of IT and smart technology to the communities we serve, sharing with them our expertise and know-how so that the lives of these communities are continually enhanced.

much in continually adjusting our business model or launching aggressive marketing strategies but more in seeking recourse to our inherent source of strength. We have always known that in crisis, our strength lies is in remaining calm and seeking a tranquillity that gives us control of our situation. From this position of composure, we recharge, renew and react with more prudence and better judgement. The pandemic, the ensuing crisis of global conflicts and the socio-economic challenges within

In the worst crisis, our strength can be found in remaining calm and seeking tranquillity within us.

our own country have prompted us to stay anchored in a state of inner calm and quietness so as to remain stable and collected in a challenging situation.

Strength In 'Tranquillity'

Through these uncertain times of the global as well as our domestic environment, the Group has been keenly following its own strategy of preservation and survival.

In the thick of the Covid pandemic, unemployment, loneliness, economic shutdowns, climbing death rates, mask-wearing, and social distancing were the order of the day.

The pandemic has left the world more fragmented and fragile in terms of economic growth, social securities and environmental protections. The World Economic Forum predicts a recession much worse than that of the 1930's. The future will continue to be threatened by all kinds of disasters and the endurance of individuals, organisations, businesses and even whole nations will be increasingly

Crises have awakened in us a greater will to contribute towards building a better society. 'Welfare for all' has to be our aim. A better society for all ages, from the very young to the very old, from cradle to the grave.

tested. Industries and businesses will experience incessant volatility as the economic and social landscape changes with the slightest changes in the global socio-economic and political situation. How do we mitigate these constant changes?

At EDARAN, we have come to realise that it is not so

Welfare For All

The restricting lockdowns of the Covid pandemic have awakened in all of humankind, a deeper appreciation for freedom of movement, for friends, for the support of communities, for our social circles, for cleanliness and health, for our jobs and indeed, for life itself.

The pandemic has in truth, shown us how quickly human beings can adapt and make radical changes to our lifestyles. The crisis forced individuals, organisations and countries to rethink and even abandon practices we once thought were essential. The crisis taught us to economise, to save and make sacrifices, put others first, for the sake of the community's wellbeing. Encouragingly, society appears to have adopted a more caring mind-set. We have learnt through the crisis, to prioritise the elderly, the vulnerable and the disadvantaged. What is perhaps a most positive outcome of Covid 19 is a heightened sense of control, calm and responsibility. It has awakened in us a greater will to contribute towards building a better society. 'Welfare for all' has to be our aim. A better society for all ages, from the very young to the very old, from cradle to the grave. Today, sustainability has taken on greater depth. It is not enough to merely preserve the resources at our disposable, we need to act to replenish and regenerate, to increase. Indeed, we must aim for sustainability in a much broader and more comprehensive sense of the word. The bigger equation of sustainability must include environmental, economic and social sustainability.

most fundamental matter that concerns every individual and requiring the attention of all sectors of a country. Essentially, food security means that all people at all times have physical and economic access to sufficient, safe and nutritious food to meet their dietary needs for an active healthy life.

As Mahatma Gandhi once said, "The world has enough for everyone's needs, but not for everyone's greed." And so it is with food. There is surely enough food resources

IT and digital technology will play an indispensable role in ensuring sustainable supply of resources and sustainable food supply as global climate change brings forth new unprecedented challenges.

Anticipating Rougher Weather

The exceptional buoyancy of the IT industry provided us some grace and consolation. Nevertheless, EDARAN, like all other business organisations, did feel the enduring impact of the last two years of the crisis. We had our share of concerns, most especially about the health and general welfare of our employees and partners. Not unlike many organisations, we did not disregard the possible slowdowns in supply and halts in the global logistics chain.

But we are thankful that the uninterrupted demand and in fact, due to the increased reliance of our customers on IT services and support, EDARAN has sustained well through the two year crisis despite the many lockdowns. We are mindful that even as the country cranks up its engines to revive industries immobilised by the pandemic, new challenges have beset the economy, not in the least, challenges brought about by the recent Russian – Ukraine war. The increased geopolitical risks induced by the Russian invasion of Ukraine will weigh adversely on global economic conditions throughout 2022. The world is anticipating weaker growth, stronger inflation and long lasting damage to supply chains, not in the least, food supply. With the growing geopolitical unrests, food insecurity is not the challenge of only certain countries, but of the whole world.

Digital Technologies To The Fore

Beyond diseases and wars, several other global challenges are emerging. The world is battling climate change, resource depletion, rising food and energy prices and supply chain disruptions, to name a few. Today food insecurity is a growing concern. Food is the in the world for every nation if it were not for the man-made barricades that prevent access to those resources. Today, food security has become a foremost concern for many countries.

As a corporate citizen, EDARAN is not removed from these worries. EDARAN believes that IT and significantly, digital technology can and should begin to play an even more crucial role to help mitigate modern day challenges including basic issues such as food insecurity and supply chain dynamics. In some ways, the challenges of food security brought upon first by the Covid 19 crisis and worsened by the prevailing Russian-Ukraine conflict has prompted us to think hard about our role and the role of technology in improving the future of food supply within our own shores.

We must admit that IT and digital technologies such as AI, Analytics, Big Data and Robotics have a central role in ensuring that communities get access to food and various necessary resources. While efforts are made to boost food production, they are futile unless the produce reach the markets efficiently. IT and digital technology hold the key in this matter. Indeed, digital technology is the answer to critical issues such as minimisation of wastage, optimal production, storage, conservation and rapid transportation and distribution. Food is but one example of the world's fundamental needs. There are several other needs and there is therefore, an urgency for IT and digital technology to come to the fore, step up its role in every industry and deliver benefits of efficiency to the entire world community.

The Case Of Sustainable Lifestyles

The issue of sustainability has never been more significant than in present times of shortage and scarce resources. The world community needs to revert to sustainable lifestyles and sustainable lifestyles mean understanding how our lifestyle choices impact our individual selves and the communities around us and making the effort to find ways for everyone to live better and lighter. In my last message, I spoke about life, from the cradle to the grave. I spoke about the Group's belief that life at every stage of its existence needs to be lived as best one can. That 'best' is predicated upon a caring mindset of the community within which one lives. If at every stage of life, human beings considered the sustainability of the next stage EDARAN has always maintained the mindset of sustainability for as long as it has been operating.

The Group believes in the principle of 'habbliminALLAH wa hablimminannas', that is, respect for GOD and respect for man, as its overarching principle. All of creation demands man's due respect because it is the only way co-existence of man and other forms of creation can continue.

Simply put, a sustainability mindset is one that continually considers the effects of one's actions on the surrounding and on our neighbours. For EDARAN, it has consistently been an attempt to understand the manifestations of our environment, to understand the ways of our ecosystem that preserves life and then an introspective examination and focus on personal values and practices in relation to our environment. This mindset is in fact the observation of the Group's principle philosophy. The Group believes in the principle of 'habbliminALLAH wa hablimminannas', that is, respect for God and respect for man, as its overarching philosophy. All of creation demands man's due respect because it is the only way co-existence of man and other forms of creation can continue.

The Environmental, Social and Governance Agendas

The concern of our world today for impact on the Environment, the Society and Governance is a concern that has always been weaved into EDARAN's philosophy of operations. Our response to the ESG agenda is almost summed up in the principles laid out in our Group Charter. Concern for the environment, impact of our actions or in-actions on society and community as well as legal compliance to governance remain central to our sense of corporate responsibility. We share the belief in the need to keep these agendas if we are to sustain this world for the future of our children and our children's children. Indeed EDARAN's journey as a company, has always been a journey towards improving our all sectors of the community by first bringing the enabling benefits of information technology and smart solutions. Beyond building our company's own sustenance, we also aim to improve quality of life by being mindful of the changing needs of human beings at various stages of their lives. We seek to practice sustainable initiatives in IT so that we continue to preserve and enrich our environment, our society and our economy.

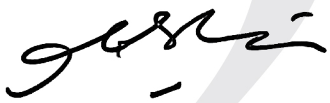
Appreciation

In closing, I once again thank the EDARAN Team, every single member of our team, for continuing to have faith and hope in this Company, for continuing to give your best to ensure we ride the storms and come out better.
I thank all our Directors for similarly keeping faith in the company.

And to all our customers and our partners, we extend our most grateful appreciation for your support and continued confidence.

We look forward to a good future, a sustainable future for all.

Yours sincerely,



Dato' Abdul Halim Abdullah
Chairman

MANAGEMENT DISCUSSIONS AND ANALYSIS

annual report 2022

OPERATIONS REVIEW

MANAGEMENT DISCUSSION AND ANALYSIS
Operations Review 2022

Two years and a little more into the Covid 19 pandemic and the crisis has brought about significant changes in the way individuals carry on with their daily activities and the way companies operate. According to a Mckinsey global survey, companies have accelerated the digitalisation of their customer and supply-chain interactions as well as their internal operations by at least three to four years, a quantum leap by all counts. Fundamentally, technology has made an even more accelerated advent.

At EDARAN, we deem this as a big positive outcome of the pandemic. What would have taken the world many years to achieve, has been achieved in astonishingly quick time. Simply because hindering barriers have finally been broken down, archaic norms and paradigms re-examined and organisational silos which impede progress, eradicated. Technology is a critical component of business, not just a source of cost efficiencies.

Leveraging Enabling Technologies

EDARAN is encouraged by the notably accelerated pace of technology adoption by industries and businesses. Companies and industries now recognise the strategic importance of technology as a critical component of business and not just a source of cost efficiencies. Innovations are speeding up and tech talent is in demand. Data and technology are transforming industries. Businesses are engaging consumers through analytics and speeding up operations with artificial intelligence. The changes we are witnessing are far from fleeting or transitory but will stay for the long haul.

This is an impetus and a mounting momentum that IT services and solutions providers would do well to optimise. More than ever, EDARAN will be vigilant and prepared to leverage upon the digital transformation of companies to drive its own growth and sustain its relevance. The future remains volatile and unpredictable, as has been proven over the last 2 years. Despite that, the Company appreciates too well that it must anticipate and equip itself accordingly so that it may deliver better advantages and benefits to customers and the communities around. As the Company Chairman said, our long term goal, indeed, our long term mission is to work towards ‘welfare for all’ and quality of life from cradle to the grave, with the aid of smart technology. At EDARAN, we believe that as an IT enterprise, with the power of connectivity and the enabling platform of IT in our hands, we can contribute towards that end, if we put our knowledge to the right use.

When the going gets tough, the tough gets going…

Looking Beyond The Crises Of The World

There is an oft-repeated maxim that originates from no other than John F Kennedy, the 35th President of the United States of America, “When the going gets tough, the tough gets going”. We have incorporated that motto and practice into our Company, more than ever. The world today is beset with a plethora of crises, ranging from health to diseases, social unrest, wars, unstable governments, climate change and depleting resources. EDARAN is looking beyond the crises of the world. We have no option but to plot our roadmap for the long term.

Broadening Our Services In Systems Integration

EDARAN’s traditional business activity has been systems integration. For more than 35 years we have honed our skills, built our knowledge base in IT systems and maintenance. For more than 35 years, we have delivered efficient, customised and tailor-made services and solutions to our customers. Systems protocol will continue to change and in the age of the Internet of Things, convergence of systems are expected to happen seamlessly. Leveraging upon our experience and skills, we will strive even harder to maintain our foothold in this area. We aim to broaden our services to serve a wider spectrum of organisations and offer new solutions that meet the demands of an unpredictably changing environment. We will continue to work on retaining customers for the long term and thus secure recurring businesses to create sustainable revenue streams.

Investing In Talent And Knowledge

Our continual investment in human talent, our growing reservoir of expertise and experience have been preparing us to readily welcome opportunities that will emerge from the Malaysian Digital Economy agenda. In our efforts to create innovative business models which can improve efficiencies and productivity across customers, businesses and government, we will count on the combined pool of expertise of our human resources and our committed tech partners. We continue to pursue pertinent skills and know-how in order to authenticate and validate our provision of ICT consultancy services to customers. Our goal in consultancy services will be achieved when our customers are able to respond to industry expectations with appropriate and relevant tech solutions.

Building A Knowledge Base To Stand Future-Ready

EDARAN will remain consistent in its goal to build the Company into a knowledge based organisation that offers customers real value. Continual learning and pursuit of knowledge in emerging technologies, whether they are within the sphere of Big Data Analytics, Project Management Professional or Microsoft technologies, is a must, not an option, for us. It is a commitment that will enable us to stand ready for the future of tech, the future of companies, industries; indeed the future of life.

Bracing Ourselves For New Technologies

Phenomenally amazing technologies continue to be unveiled even before companies and industries can wrap their heads around existing ones. 5G technology for instance, has already introduced a slew of new possibilities. With its advanced fifth generation technology, ultra high speed download and massive capacity, 5G capabilities are set to hasten the internet of things in every sector and bring about life changing technologies. The capabilities of 5G technology will categorically up the ante for individuals, businesses, organisations and governments. In next to no time, all who depend on connectivity and the internet will need to keep pace or else be left behind.

Our goal and mission remains. We aim to simplify the complexities of business operations for our customers and for the communities we serve.

As an IT services provider, all possibilities that spring forth from new technology excite us and we will stand ready to seek out and optimise the best-of-breed solutions and applications, work with them, improve our menu of offerings and deliver better solutions to our customers. We will continue to seek out new technology solutions only because by doing so, can we continue to excel and improve. Only then can we meet our goal and mission to simplify the complexities of business operations for our customers and communities we serve.

OPERATIONS REVIEW

Edaran IT Services - IT Division

The residual impact of the Covid 19 threat has tiresomely lingered and has carried over into the first quarter of 2022. Revenue from our IT operations was slightly set back by rising inflation rate. Edaran IT Services' operations capacity was limited by the on-going Standard Operations Procedures of the National Recovery Plan. On 1 April 2022, the Malaysian government announced the country's transition from pandemic to endemic phase, a welcomed announcement for businesses and industries. Since then, Edaran IT Services has resumed full capacity operations.

Although constrained by the stringent SOP rulings, Edaran IT Services was able to continue serving its customers efficiently; meeting and fulfilling their requirements satisfactorily by adopting some innovative methods and measures. Backlogs were speedily and systematically cleared and derailed projects put back on track.

The opening of every economic sector as the country transited from pandemic to endemic phase resulted in a spike in demand for services and products in several industries. The IT industry, similarly, saw a hike in demand for services and products particularly products and solutions involving Big Data, Artificial Intelligence (AI), Internet of Things (IoT) and cybersecurity technology.

Edaran IT Services is delighted to report the successful procurement of new contracts from both new and existing customers. Fresh contracts from our long term customers including Lembaga Hasil Dalam Negeri (LHDN), Jabatan Kastam Diraja Malaysia (JKDM), Majlis Bandaraya Kuantan (MBK) and Northport gave Edaran IT Services a needed boost. This boost was further enhanced by the procurement of new projects from FELCRA, Institute of Diplomacy and Foreign Relations, Ministry of Foreign Affairs and Universiti Malaysia Pahang.

The year saw Edaran IT Services delivering a good mix of customer orders for products and services. The Company successfully developed customised apps for Jabatan Kastam and NADMA (Agensi Pengurusan Bencana Negara). The Company's internal projects also led to the development of necessary apps. Meantime the Company's rental and warranty services also grew with new customers. The Institute of Diplomacy and Foreign Relations, MBK and Universiti Malaysia Pahang are among the customers who contributed to the Company's personal computer, laptop and printer rental revenue. The area of software maintenance and technical support services continued to be supported by the on-going requirements of the Company's existing customers such as LHDN, JKDM and JPN.

Edaran IT Services is the Group's wholly owned subsidiary, established to undertake all business activities that involve and relate to the area of information technology. Its principal activity has been in systems integration and maintenance. Edaran IT Services is a full fledged IT services and solutions provider, delivering end-to-end systems solutions that includes the provisioning, installation, commissioning, integration and maintenance of IT systems.

MIDC TECHNOLOGY SDN BHD

MIDC Technology has been keeping vigilant throughout the unsettling period of the Covid 19 pandemic lockdowns. The Company has continued to observe the changes in the business environment, anticipating opportunities that may arise in the prevailing climate of uncertainties. An evident observation is that amidst the chaos and distress of the Covid 19 pandemic, dependence of businesses and individuals on the internet and digital technology accelerated. Pandemic SOPs have 'forced' traders and retailers to switch to the internet to vend their products. Consumers similarly shifted online to make their purchases for fear of contracting the virus. While this turn of event augurs well for Malaysia's e-commerce, the obstacles towards increased rate of digitalisation remains, not in the least, the high cost of digitalisation, costs incurred in internet connectivity, subscriptions and/or purchase of digital hardware and software. It is a recognised fact that small and medium enterprises (SME) and micro businesses will need assistance to adopt digital technology in their operations. MyVeteranMall, an initiative of Jabatan Hal Ehwal Veteran(JHEV) in collaboration with MIDC Technology Sdn Bhd, is a fitting and timely initiative in the direction of digitalisation. Through this initiative, MIDC Technology has made a long-term commitment to share expertise and knowledge in digital technology to ensure the continued success of this digital platform project.

MyVeteranMall is a community digital platform specially designed for Veterans of ATM. MyVeteranMall aims to provide 300,000 Veteran members with a digital channel that offers convenience and entrepreneurial opportunities online to the Veteran community. The Mall is a way to enable Veteran members engage and familiarise themselves with digital technology in business. One of the main objectives is to help improve their socio-economic status through various activities such as eInfo, eDagang and eServis.

The MyVeteranMall application was launched on 30 November 2021 by the Deputy Minister of Defence, YB Dato' Sri Ikmal Hisham bin Abdul Aziz.

MIDC Technology Sdn Bhd is a wholly owned subsidiary of EDARAN BHD, involved principally in the development of technology software that supports the digital economy of Malaysia. Among the core products developed by MIDC Technology is PAYJE, a versatile e-payment platform that facilitates e-payment. PAYJE is a widely versatile integrated e-payment app, that is able to also function as a multi-merchant bill aggregator allowing merchants to conveniently process mobile and e-commerce payment without having to set up a bank account.

On The Heels Of 5G

Since December 2019, the Malaysian Communications and Multimedia Commission (MCMC), together with six telecommunications companies have been conducting 5G demonstration projects in Langkawi, Kedah. The country had planned to roll out 5G networks in 2021 under a Single Network model, spearheaded by Digital Nasional Berhad (DNB) a company mandated by the government of Malaysia to accelerate the deployment of 5G nationwide. Following this single network model, DNB will exclusively own, build and operate the 5G infrastructure and provide access to licensed telecommunications providers in the country.

In this area, Elitemac, EDARAN's wholly owned subsidiary continues its efforts to seek out suitable and strategic partners to deploy 5G infrastructure and technology so as to provide solutions that meet with the goals of the Country's plans for its digital economy. The pandemic has nevertheless impacted the momentum of Elitemac's plans even as it has impacted the advancement of the Country's 5G plans.

Overview And Summary

Prolonged preventive measures taken by the Malaysian government to curb the spread of Covid 19 especially during the first half of 2021 led to sluggish conditions in the social and business environment. Like several other businesses, this slowdown was felt by the Group. Our business performance was fortunately buoyed by the on-going IT demands of existing customers. Edaran IT Services continued to receive request for services from customers such as Lembaga Hasil Dalam Negeri (LHDN) and Northport (Malaysia) Berhad who depended on the continual function of their ICT hardware and software. In the disconcerting time of the pandemic lockdowns, we were reassured when Majlis Bandaraya Kuantan (MBK) signed a PC Leasing contract a period of 3 years with Edaran IT Services.

Edaran IT Services also secured a 5-year contract for the leasing of personal computers from Institut Diplomasi Dan Hubungan Luar, Kementerian Luar Malaysia. We anticipate more opportunities for the leasing of personal computers and other endpoint devices from government agencies because of these agencies' gradual move towards cloud computing in their ICT infrastructure.

While we are encouraged by a steady flow of business from both existing and new customers for Edaran IT Services, the Group remains cautiously optimistic and expects the general business environment to be challenging throughout the rest of 2022.

The Group is mindful of the rising prices of commodities and materials caused by the conflict between Russia and Ukraine. EDARAN anticipates higher inflation, supply chain disruption and a weakening Ringgit against the US dollar. These factors will impact upon the Group's business operations over the near and medium term.

Strategically we will adopt measures which include priority spending and setting appropriate and realistic budgets. The Group also takes heed of increasing competition and continues to strengthen its core competencies to stay progressive and relevant in the market.

EVENTS AND HIGHLIGHTS

annual report 2022

EVENTS AND HIGHLIGHTS

Over the financial year in review, the Group engaged in regular training for the members of the staff. Training and development programmes ranged from those that aimed to sharpen management skills to business decision making skills, technical skills, communication softskills as well as programmes that aimed to instill good attitudes and care for the environment. Some highlights on the Group's training and events are as follows.

Alibaba Cloud Certification

To keep our people abreast with the latest demands in digital technology, selected members of the staff were sent on a course to be certified in Alibaba Cloud technology. Alibaba Cloud essentially provides cloud services including elastic compute, data storage, relational databases, big-data processing, anti-DDoS protection and content delivery networks (CDN). In an age of Big Data, IoT and eCommerce, knowledge in cloud computing is key to ensuring efficient online businesses and operations.

i) Alibaba Cloud Certified Associate (ACA)

Alibaba Cloud Certification Associate is a certification designed for those who can use Alibaba Computing products. It covers all of Alibaba Cloud's core products from computing and storage, to networking and security.

ii) Alibaba Cloud Certified Professional Cloud Computing (ACP)

Essentially, the Alibaba Cloud Training covered:
1. An introduction to Alibaba Cloud
2. Alibaba Cloud Core Services
3. Alibaba Cloud Security Services
4. Alibaba Cloud China Gateway
5. Alibaba Cloud Support Services

Alibaba is one of the service providers for Cloud Business Initiative. The Group decided on this course for members of the technical and engineering staff because of the fundamental importance to keep up with evolutionary trends in enterprise digitalization and transformations.

The Group believes that this certification will help trained users to cultivate and tap professional talents, improve an organization's cloud technology capabilities, and significantly, obtain more business opportunities from Alibaba Cloud ecological projects.

Alibaba Cloud technology is valuable to enterprises as it offers business value in terms of driving business innovation, improving customer experience, agile and adaptable business innovations and most of all, it offers users, cost efficiencies.

Launching of MyVeteranMall

On 30 November 2022, the Malaysian Armed Forces (MAF) Veterans Affairs Department launched the 'MyVeteranMall' application, offering 300,000 of its members the opportunity to venture into digital entrepreneurship.

Officiated by the Deputy Defence Minister Datuk Seri Ikmal Hisham Abdul Aziz, the initiative was timely, and could help the members promote products, sell and make purchases through the launch of the virtual mall.

MAF veterans can use this digital platform to explore the potential of digital technology, such as e-Activity, e-Commerce, e-Survey, and the facility can help bridge the digital divide among MAF veterans.

E-payment transactions in MyVeteranMall are platformed on the PAYJE app, an integrated e-payment app developed by MIDC Technology, EDARAN's wholly owned subsidiary company.

Access to the application was limited to MAF veterans. A total of 505 members at point of launch had begun offering their products via the application.

Also present at the launch were Tan Sri Affendi Buang, Chief of Defence Force Gen and Tan Sri Zamrose Mohd Zain, Army Chief Gen.

e-Waste Environment Programme

Kelab Sukan & Kebajikan EDARAN organised an e-Waste Environment Programme from 20 - 25 June 2022, in the spirit of supporting the Environment, Social and Governance (ESG) agenda of the Country. The 6-day programme saw members of the staff actively involving themselves in a recycling programme.

Contributions to the e-waste collection included books, electrical items, clothing, glass bottles and other recyclable items.

The activity is in line with the agenda of character building and nurturing of values stated in EDARAN's Group Charter. It is also in tandem with the Group's sustainability goals stated within its Sustainability Statement.

FINANCIAL HIGHLIGHTS

annual report 2022

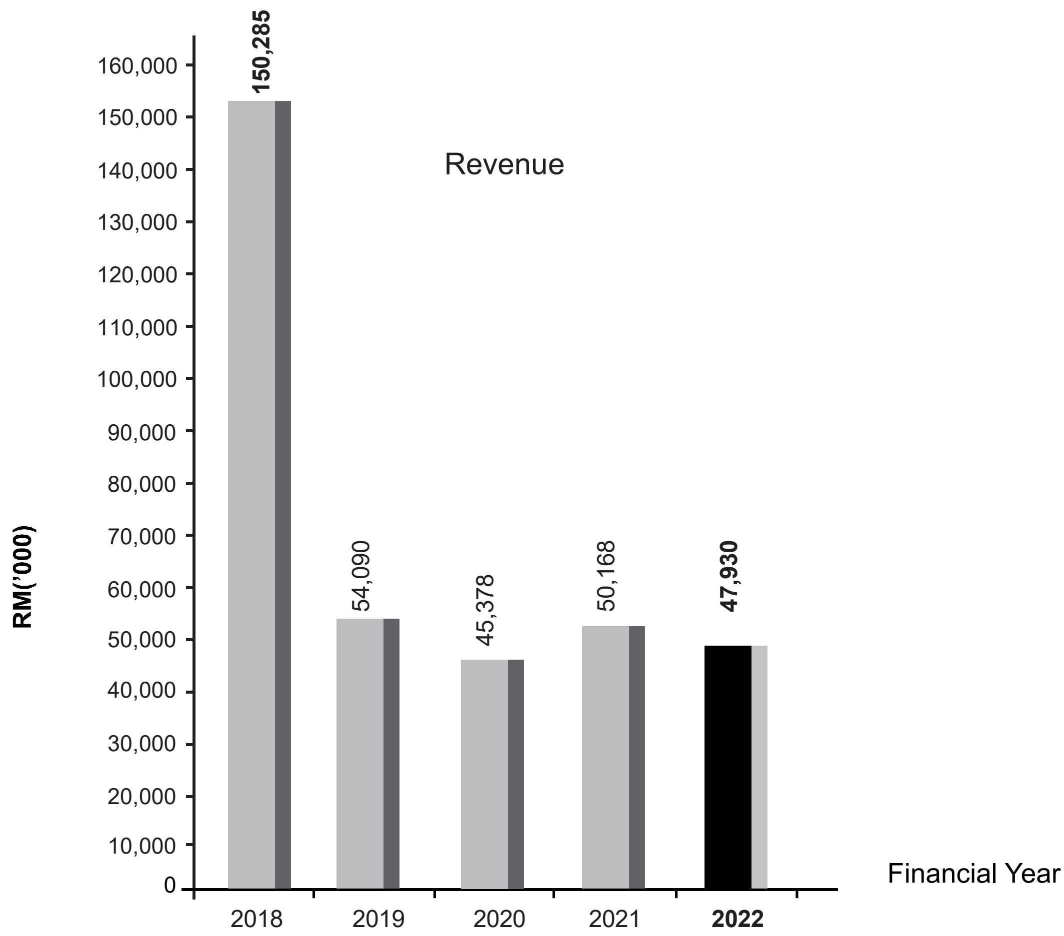
FINANCIAL HIGHLIGHTS

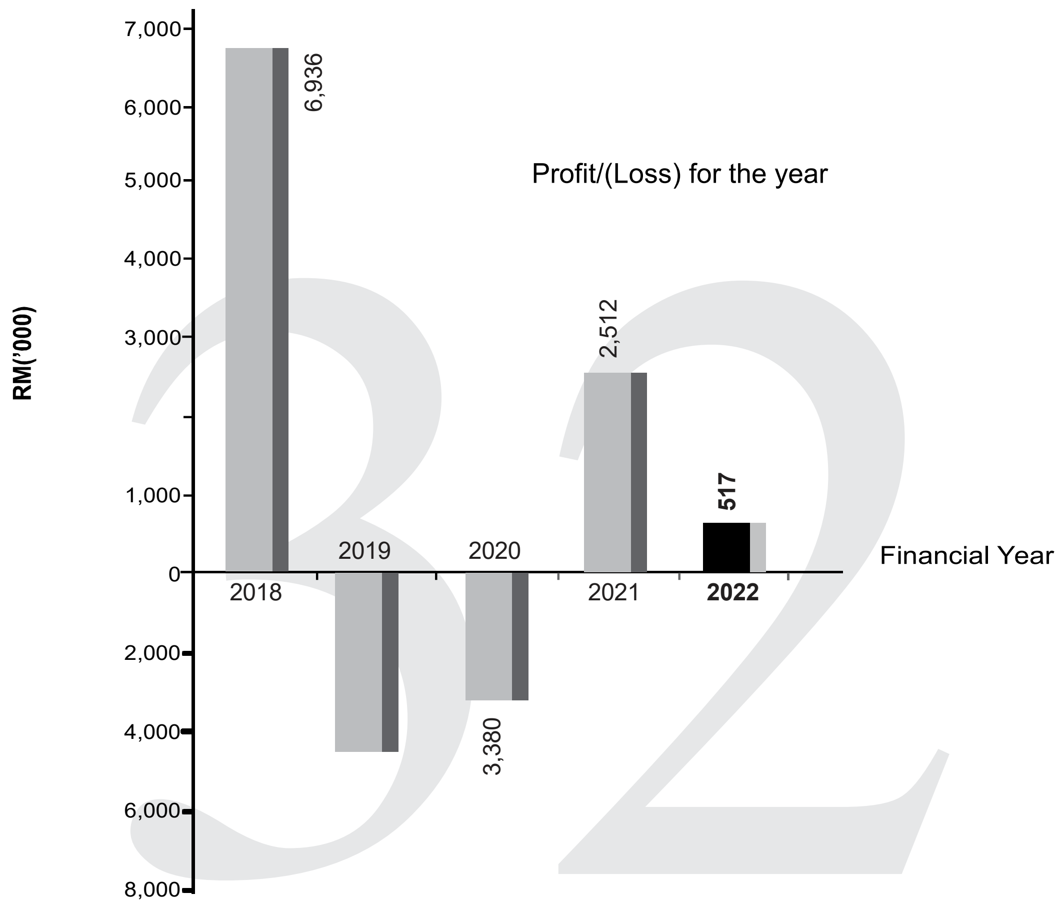
as at 30 June 2022

Five Years Group Financial Highlights

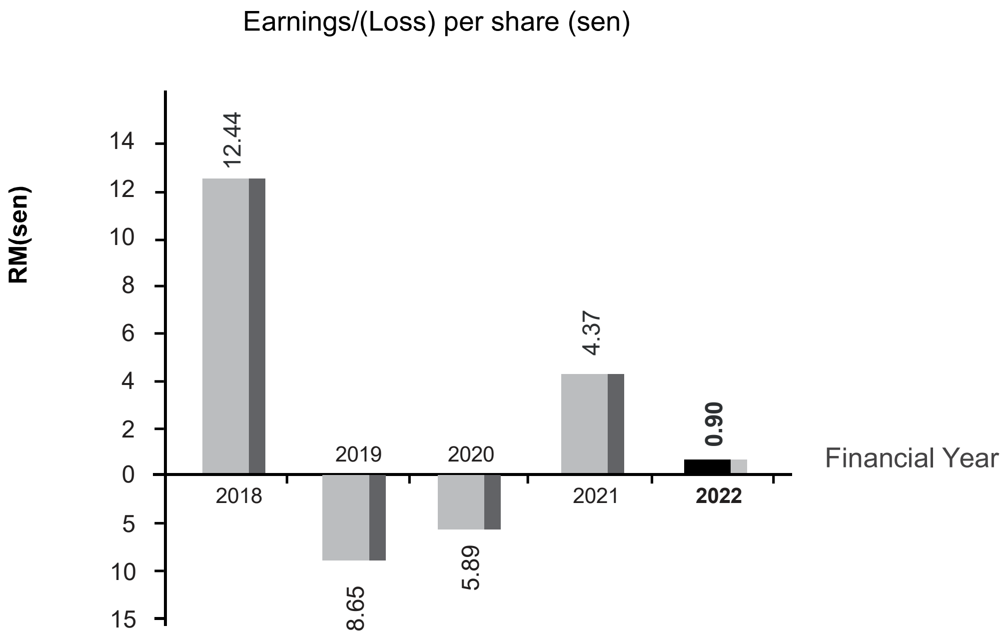
	2022 (RM'000)	2021 (RM'000)	2020 (RM'000)	2019 (RM'000)	2018 (RM'000)
FINANCIAL RESULTS					
Revenue	47,930	50,168	45,378	54,090	150,285
Profit/(Loss) before taxation	1,685	5,291	(2,466)	(4,033)	2,510
Taxation	(1,168)	(2,779)	(914)	(917)	(1,582)
Profit/(Loss)for the year	517	2,512	(3,380)	(4,949)	6,936
Earnings/(Loss) per share (sen)	0.90	4.37	(5.89)	(8.65)	12.44
FINANCIAL POSITION					
Shareholders' Fund	29,191	24,434	22,919	26,331	31,348
Net Current Assets	6,145	4,946	2,779	9,321	12,678
Total Assets	57,506	49,349	52,647	53,538	83,658
Long Term Liabilities	10,435	8,830	7,844	8,398	9,778
Net Assets per share (sen)	49	41	38	44	52

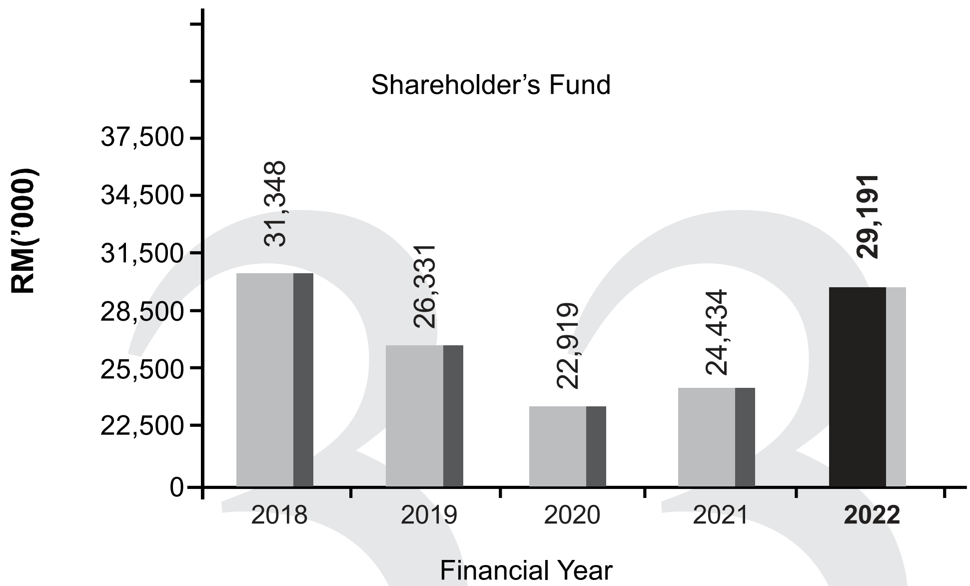
FINANCIAL HIGHLIGHTS
as at 30 June 2022





FINANCIAL HIGHLIGHTS
as at 30 June 2022





STATEMENT ON CORPORATE GOVERNANCE

annual report 2022

STATEMENT ON CORPORATE GOVERNANCE

The Group acknowledges the importance of corporate governance practices in protecting and enhancing stakeholder value, increasing investors' confidence, establishing trust and building a competitive organisation. The Board of Directors ("Board") is committed to ensuring that the Principles and Practices in Corporate Governance established by the Malaysian Code on Corporate Governance ("Code") are observed and practised in order to protect and enhance the interest of all stakeholders. In line with this, the Board continues to conduct its business with integrity and exercises a high level of transparency and objectivity.

The Board's fundamental approach to good corporate governance is to ensure that the right executive leadership, business strategy and internal controls are in place. The Board subscribes to the belief that self-regulation in tandem with observance of statutory requirements is pivotal to sound corporate governance.

In line with the above, the Company continues with various initiatives and measures in achieving the highest standard of good corporate governance. The Company is committed to disclose its corporate governance practices.

BOARD LEADERSHIP AND EFFECTIVENESS

Duties and Responsibilities of the Board
The Board has diligently carried out its responsibilities for the policies and general affairs while retaining full and effective control of the Group. This includes responsibility for the examination and deliberation of the medium and long-term strategies proposed by the management as well as strategies for the development of the Group. The Board's other main duties include regular reviews of the business operations and performance and ensuring that the infrastructure, internal controls and risk management process are well in place. The Board approves the Group's annual business plan and budget and carries out periodic reviews of the progress made by various units of the Group.

Functions reserved for the Board and those delegated to Management
In relation to the functions reserved for the Board and those delegated to Management, there is adequate segregation of duties between the Board and the Management. The company's standard operating procedure has also set out the Limit of Authority.

The Board reviews the yearly business plan. The Board has assigned the responsibility to implement the corporate objectives to the Group Chief Executive Officer.

Roles and responsibilities in discharging Board's fiduciary and leadership functions
The Board has discharged its responsibility to exercise the business judgment and to act in what they reasonably believe to be in the best interests of the company and its shareholders. In discharging the obligation, directors should be entitled to rely on the honesty and integrity of the company's senior executives and its outside advisors and auditors.

In furtherance of its responsibilities, the Board of Directors has assumed, among others, the following responsibilities:

- Reviewing and adopting a strategic plan for the company
- Overseeing the conduct of the company's business

  Identifying principal risks and ensuring the implementations of appropriate internal controls and mitigation measures
- Succession Planning
- Overseeing the development and implementation of a shareholder communications policy for the company
- Reviewing the adequacy and the integrity of the management information and internal controls system of the company

Code of conduct
The Group continues to conduct its day to day business operation and action in accordance to the ethical standards described in the Group Charter. The established Group Charter contains the company's philosophy, values, vision and hope.

In furtherance to create and maintain a culture of high ethical standards and commitment to compliance, guidelines in relation to wrongdoings have been established in the Board of Director's Charter. The procedures apply to all the Directors and employees of the Group as guidance to disclose any improper conduct relating to unlawful activities occurring in the Company.

The Group has also established a new required guideline of Anti-Bribery and Anti-Corruption Policy based on the Group Charter and incorporated in it the other related internal policies.

This Anti-Bribery and Anti-Corruption Policy including the attachments of Group Charter, Memorandum of No-Gift Policy, Whistleblowing Policy, Anti-Bribery and Anti-Corruption Compliance and Code of Conduct are made available for reference at the Company's website at www.edaran.com

Promoting Sustainability
The Company will pursue its success and prosperity only through acceptable and justifiable means, mindful always to others and of the environment pursuant to the Code.

The Company's philosophy established in the Group Charter is adopted as a way to conduct the business and to achieve sustainability. The Sustainability Statement covers the sustainability management activities and its processes.

Supply of information and access to advice
Board meetings are held regularly, at least once every quarter when reports on the financial and operational performance are tabled for review. The Board also evaluates corporate proposals that may give significant financial impact to the Group such as capital expenditure and acquisitions or disposals of assets.

STATEMENT ON CORPORATE GOVERNANCE

During the financial year ended 30 June 2022 the Board held five meetings. All the Directors have complied with the minimum 50% attendance requirement in respect of Board Meetings as stipulated in the Bursa Securities Main Market Listing Requirements. The details of the Directors' attendance are laid out in the Statement Accompanying Notice of Annual General Meeting.

The agenda for every Board meeting, together with comprehensive management reports are furnished to all Directors for their perusal in advance of the meeting date. This gives the Directors ample time to review matters to be deliberated at the Board meeting and to facilitate informed decision-making.

All members of the Board have ready and unrestricted access to the advice and services of the Company Secretaries. The Directors have the liberty to seek independent professional advice if so required by them. Any such request is presented to the Board for approval.

Company Secretary

The appointed Company Secretaries have several years of experience and are qualified to adequately carry out their duties as advisor to the Board in respect of:

- current best practice;
- corporate governance requirements and practices;
- directors' duties under the law;
- board reporting and disclosure obligations;
- listing rule requirements; and
- proper meetings' procedure.

Board Charter

A Board Charter, based on the Group Charter (which was established in March 2010) and Malaysian Code on Corporate Governance 2017 requirements have been established. It provides guidance and clarity on the role of the Board and the Board Committees and the requirements in carrying out their roles and in discharging their duties.

The Board Charter shall be reviewed and updated in accordance to the needs and directions of the Company. It can be accessed on the Company's website www.edaran.com

Composition of the Board

The Group continues to have a strong and experienced Board, comprising members from a wide variety of background with suitable qualifications and experience relevant to the business. All Board members are of high caliber and have skills and knowledge in various industries. The profiles of the Directors set out in the Corporate Information of this Annual Report; reflect clearly the depth and diversity in expertise to allow for an independent and objective analysis of business decisions. The Board currently has nine members, one of whom is Executive Director, six Independent Non-Executive Directors and two Non-Independent Non-Executive Directors. The Independent Directors, fulfil their roles by exercising independent judgment and objective participation in the deliberations of the Board. The Board is headed by a Non-Executive Chairman whose role is clearly differentiated from that of the Chief Operating Officer, to ensure a balance of power and authority.

In accordance with the requirements of the Code, Datuk Emam Mohd Haniff Emam Mohd Hussain has been appointed as the Senior Independent, Non-Executive Director to assist the Board with concerns regarding the Group where it could be inappropriate for these to be dealt with by the Chairman or the Executive Directors.

Committees Established by the Board

The Board has established Board Committees to assist the Board. The functions and terms of reference of the Board Committees as well as the authority delegated by the Board to these Committees are clearly defined. The Board may determine such other responsibilities from time to time. The Committees are as follows:

- **Audit Committee**
  The terms of reference of the Audit Committee are set out in the Audit Committee Report.

- **Nominating Committee**
  The terms of reference of the Nominating Committee are set out in the section 'Appointments and Re-election of Directors' in this Statement on Corporate Governance.

- **Remuneration Committee**
  The terms of reference of the Remuneration Committee are set out in the section 'Directors' Remuneration' in this Statement on Corporate Governance.

- **Risk Management Committee**
  The main function of the Risk Management Committee is to assist the Board in its supervisory role in the management of risks covering external and strategic risks, customer and product risks, regulatory and financial risks, people, operations and internal process risks. The composition of the Risk Management Committee is as follows:

Chairman

: Dato' Abdul Malek Ahmad Shazili

Members

: Dato' Bistamam Ramli
: Datuk Mohd Shu'aib Ishak
: Fazlan Azri Tajudin
: Abdul Shukri Abdullah

The terms of reference of the Risk Management Committee include:

- Developing a risk management framework.
- Identifying the Group's key business risks.
- Developing and implementing mitigating action plans.
- Coordinating and monitoring the effectiveness of the Group's risk management activities.

Board Assessment
The effectiveness of the Board has been evaluated by considering the Board composition and structure, principal responsibilities of the Board, Board process, management performance and succession planning and Board governance.

The Board acknowledges the importance of achieving gender diversity within the organization although currently, the Board does not have any gender diversity policy. As an equal opportunity employer, the Company does not discriminate between any of its applicants based on race or gender. The Company has always created an environment where everyone has equal chance and the opportunity to advance into leadership positions.

Appointments and Re-election of Directors
The proposed appointment of new member(s) of the Board is recommended by the Nominating Committee to the Board for approval. The Nominating Committee comprises Independent, Non-Executive Directors and its composition is as follows:

Appointments and Re-election of Directors
The proposed appointment of new member(s) of the Board is recommended by the Nominating Committee to the Board for approval. The Nominating Committee comprises Independent, Non-Executive Directors and its composition is as follows:

Chairman

: Dato' Hj Abdul Hamid Mustapha

Members

: Datuk Emam Mohd Haniff Emam Mohd Hussain
: Dato' Abdul Halim Abdullah

The Nominating Committee's responsibilities are as follows:

- Recommend to the Board, technically competent persons of integrity with a strong sense of professionalism and who practise the highest standards for appointment as members of the Board of Directors, Managing Director and members of Board Committees.
- Review the Board structure and balance of appointments between Executive and Non-Executive Directors.
- Review the adequacy of the Committee structures of the Audit, Nominating, Remuneration and other Board Committees.
- Review, on an annual basis, the required mix of skills and experience and other qualities, including core competencies which Non-Executive Directors should bring to the Board.
- Carry out the process endorsed by the Board for assessing the effectiveness of the Board as a whole, the Committees of the Board and the contribution of each individual Director.

The Articles of Association states that at each Annual General Meeting (AGM), one-third of the Directors are required to retire from office. All Directors shall retire from office at least once in every three years and shall be eligible for re-election.

In considering candidates for directorship, the Nominating Committee has performed a thorough assessment of the candidate and deliberated the assessment prior recommending it to the Board for approval. The Nominating Committee has taken into account the candidate's experience, skill and technical competency and professionalism before the directorship appointment.

The Nominating Committee has reviewed the required mix of skills and experience and other qualities, including core competencies which Non-Executive Directors should bring to the Board.

Arrangement has been made for the newly appointed Director to attend Mandatory Accreditation Programme (MAP) as prescribed by the Bursa Securities Practice Note 5/2001.

Level and Make-up of Remuneration
The Remuneration Committee carries out reviews whereupon recommendations are submitted to the Board on the level and make-up of remuneration. This is to ensure that the remuneration policy remains competitive and in tandem with the corporate objectives, culture and strategy.

The Remuneration Committee is mainly made up of Non-Executive Directors whose members are as follows:

Chairman

: Dato' Abdul Halim Abdullah

Members

: Dato' Hj Abdul Hamid Mustapha
: Encik Ahmad Yasri Mohd Hashim @ Mohd Hassan

The responsibilities of the Remuneration Committee are as follows:

- Establish a formal and transparent policy and procedure for executive remuneration and the remuneration packages of individual Directors.

- Consider and recommend the level and make-up of the remuneration of the Executive Directors.

- Review all benefits and entitlements of the Board of Directors on a regular basis.

The determination of the remuneration packages for Non-Executive Directors is a matter for the Board as a whole. Fees payable to Non-Executive Directors are recommended by the Board for shareholders' approval at the AGM. The Executive Directors play no part in the decisions made on their remuneration.

The Executive Directors' remuneration consists of salary, allowance, bonus and other customary benefits as deemed appropriate. The Non-Executive Directors' remuneration consists of annual flat fees as a Board member and allowance for attendance of meetings. The Directors' remuneration is disclosed in Note 25 and 29 of the Financial Statements and the components of remuneration for the financial year 2022 are as follows:

were found independent of management and free from any business or other relationship which could interfere with the exercise of independent judgment and able to act in the best interests of the Group.

The Board is recommended by the Code to comprise a majority of Independent Directors if the Chairman is not an Independent Director. The Board adopts the Code recommendation by having the majority of Independent Directors and furthermore, the Chairman is Independent Non-Executive Director.

In furtherance to the above, there is a clear division of roles and responsibilities between the Chairman and Managing Director. The Chairman heads the Board of Directors while the Managing Director manages the Company's operations.

In respect of potential conflicts of interest, the Board is committed in ensuring that there is no undue risk involved. All related party transactions are disclosed and strictly dealt with in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

	Fees	Salaries and Other Emoluments	Benefits-in-Kind	Total (RM)
Executive Directors	36,000	780,246	15,000	831,246
Non-Executive Directors	574,500	-	-	574,500

Range of Remuneration	Number of Director: Executive Director	Number of Director: Non-Executive Director
Below RM50,000	-	1
RM50,001 - RM100,000	-	6
RM100,001 - RM150,000	-	-
RM150,001 - RM200,000	-	1
RM200,001 - RM250,000	-	-
RM250,001 - RM300,000	-	-
RM300,001 - RM350,000	-	-
RM350,001 - RM400,000	-	-
RM400,001 - RM450,000	-	-
RM450,001 - RM500,000	-	-
RM500,001 - RM550,000	1	-

Reinforcing Independence

The Code recommends the Board to undertake an assessment of its independent directors. In line with the recommendation, the Board's standards for determining the independence of a director are set in the Board Charter where the Board shall conduct an annual self-evaluation. The Board Charter has also included the membership and term for the independent director as recommended.

The Board is committed in undertaking the assessment of its independent director annually based on the standards determined by the Nominating Committee. The Nominating Committee has reviewed such standards at least annually and recommends any appropriate changes to the Board for consideration. All Independent directors

committed in ensuring that there is no undue risk involved. All related party transactions are disclosed and strictly dealt with in accordance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

Fostering Commitment

The Board has obtained the commitment from its member at the time of appointment. Directors would notify the chairman before accepting any new directorship. All Directors were found to be complied with the requirements of Main Market Listing Requirements of Bursa Malaysia Securities Berhad with regard to the number of directorships held in the listed companies.

Directors' Training
Members of the Board always keep themselves abreast of industry happenings and advancements.Some members also participate in programmes prescribed by Bursa Malaysia Securities Berhad to keep themselves upadated on knowledge pertaining to the business.

The year 2021/2022 saw the Group exploring the potential within the new wave of technologies that is sweeping across the globe. The technologies that drive the Internet of Things, Cloud Computing, Analytics, Big Data and Artificial Intelligence will continue to converge on common platforms and weave themselves into the lives of every person and every organisation. The Group deemed it expedient and necessary to acquaint themselves adequately with these technologies as quickly as possible and so be in good stead to deploy them in business opportunities that arise. As the Company explored those technologies, the Board of Directors was given a continual programme over the year in review to be kept abreast of the Group's business directions and goals. Among the technologies that the Group briefed the Board on during the year in review were Big Data and Cloud Services.

The Company envisages plentiful potential in Big Data or Data Science. Essentially Big Data refers to the massive volume of structured and unstructured data organisations collect. Immense opportunities lie in store within these data and once organisations are able to process, analyse and see the usefulness within these data, those organisations shall be able to improve operational efficiencies, make intelligent decisions and put the data to beneficial use, and even monetise the analysed data.

Cloud Services in turn, refers to a wide range of services delivered on demand to companies and customers over the internet. Cloud services are designed to provide easy, affordable access to applications and resources, without the need for internal infrastructure or hardware. The Company sees growing demand in Cloud Services because it essentially relieves companies who subscribe to these services of the need to invest in their own resources to make access to applications or solutions they need. It also eliminates the need to pay for pricey on-premises software licenses, allowing subscriber companies to access software, storage and other services without having to invest in infrastructure and maintenance and upgrades.

The on-going training sessions for the Board of Directors are deemed most vital by the Company because only with proper understanding of these emerging technologies, can the Board provide meaningful and well informed input and advice for the Group's progress.

Upholding Integrity in Financial Reporting

Financial Reporting
The Board aims to present a balanced, clear and meaningful assessment of the Group's financial position and prospects in all their reports to shareholders, investors and regulatory authorities. The Audit Committee assists the Board in scrutinising information for disclosure to ensure accuracy, adequacy and completeness. The Statement by Directors pursuant to Section 169 of the Companies Act, 2016 is set out in the Financial Statements of this Annual Report.

Internal Controls
The Board has overall responsibility for maintaining a system on internal controls that provides reasonable assurance of effective and efficient operations and compliance with Standard Operating Procedures and other internal guidelines. The Statement on Internal Control, which is set out in this Annual Report, provides an overview of the risk management process as well as the manner by which the internal control systems have been designed to manage risks and avert failures.

Relationship with External Auditors
The role of the Audit Committee in relation to the external auditors may be found in the Audit Committee Report. The Group maintains a transparent relationship with its external auditors.

Communication with Shareholders and Investors

Investor Relations
The Board acknowledges the need for shareholders to be informed of all material business matters affecting the Group. Timely releases of financial results on a quarterly basis provide the shareholders with an overview of the Group's performance and operations. In addition, information is also available through the various announcements made during the year and through circulars, if necessary.

The AGM is the principal forum for dialogue with shareholders in which they are encouraged to participate. At each AGM, the Board presents the progress and performance of the Group and where appropriate, provides the shareholders with a written clarification.

For the re-election of Directors, the Board ensures that full information is disclosed in notices of meeting regarding Directors who are retiring and who are willing to serve if re-elected.

Each item of special business included in the notice of the meeting will be accompanied by an explanatory statement of the effects of the proposed resolution to facilitate the full understanding and evaluation of issues involved.

The Group's website, www.edaran.com is accessible for the shareholders, investors and members of the public to obtain information on Group's announcements, corporate information, operational updates and financial performance.

AUDIT COMMITTEE

annual report 2022

AUDIT COMMITTEE

COMPOSITION

The Audit Committee members were appointed by the Board of Directors from amongst its Non-Executive Directors and consist of not less than three members at all time. All of the Audit Committee members are independent directors and at least one member is a member of the Malaysian Institute of Accountants or otherwise fulfills the criteria set out in paragraph 15.9 (1C) of the Bursa Securities Main Market Listing Requirements. No alternate Director is appointed as a member of the Audit Committee. The Chairman of the Audit Committee who is an Independent, Non-Executive Director was elected from amongst the members themselves.

SECRETARY

The Company Secretary and/or the Assistant Company Secretary and/or any other person as may be appointed by the Audit Committee shall be the Secretary to the Audit Committee. The minutes of meetings are circulated to the Committee members and briefed to all other members of the Board. Alternatively, the Chairman of the Audit Committee shall present the Audit Committee Report at the earliest Board of Directors' meeting. The Audit Committee Report shall include, among others, a summary of all matters discussed in the Audit Committee meeting including the decisions and recommendations made.

TERMS OF REFERENCE

In line with the provisions of the Listing Requirements, the Audit Committee Terms of Reference is made available on the Company's website at www.edaran.com

ACTIVITIES OF THE AUDIT COMMITTEE DURING THE YEAR

Meetings

During the financial year, a total of five Audit Committee meetings were held on the following dates:

Meeting No.	Date	Time
03-21	28 September 2021	11:45 a.m
04-21	05 October 2021	11:15 a.m
05-21	30 November 2021	11:15 a.m
01-22	23 February 2022	11:30 a.m
02-22	25 May 2022	11:00 a.m

The details of attendance of each member at the committee meetings held are as follows:

Composition and Name of Members	Attendance at Meetings
Datuk Emam Mohd Haniff Emam Mohd Hussain Chairman / Senior Independent Non-Executive Director	5 of 5
Dato' Abdul Malek Ahmad Shazili Member / Independent, Non-Executive Director	5 of 5
Encik Ahmad Yasri Bin Mohd Hashim @ Mohd Hassan Member / Independent Non-Executive Director	5 of 5
Encik Md Arif Hj Hasan Member / Independent, Non-Executive Director	5 of 5

Financial Reporting

- Reviewed the quarterly results and year-end financial statements, prior to the approval by the Board of Directors, focusing particularly on changes in or implementation of major accounting policy changes, significant or unusual events and compliance with accounting standards and other legal requirements.
- Reviewed the draft audited financial statements for the financial year ended 30 June 2021.
- Reviewed the draft announcements to the Bursa Malaysia Securities Berhad on the quarterly report of the Group for the financial quarters ended 30 June 2021, 30 September 2021, 31 December 2021 and 31 March 2022.

Internal Audit

The Head of Internal Audit normally attended the meetings. Other Directors and senior personnel of the Group attended the meetings at the invitation of the Committee. As and when necessary, the external auditors were invited to the meetings.

In accordance with its terms of reference, the following activities were undertaken by the Audit Committee:

- Reviewed the annual audit plan to ensure adequate scope and coverage for the year.
- Reviewed the adequacy of the scope, functions, competency and resources of the internal audit functions and ensure that it has the necessary authority to carry out its work.
- Reviewed the internal audit programme, the results of the internal audit programme, processes or investigations undertaken and whether or not appropriate action is taken on the recommendations of the internal audit function.
- Reviewed the internal audit reports, audit recommendations made and the management's responses thereon. Where appropriate, the Audit Committee has directed action to be taken by the management to rectify and improve the system of internal controls.
- Reviewed the status reports to monitor the implementation of audit recommendations to ensure that all key risks and controls have been addressed.
- Reviewed related party transaction within the Company or Group including transaction, procedure and course of conduct.
- Reviewed appraisal or assessment of the performance of members of the internal audit function.
- Considered other topics as defined by the Board of Directors.
- Provided necessary support to the internal audit activities.

External Auditor

- Reviewed with the external auditor, its audit plan covering the audit objectives and approach, audit plan and key audit areas.
- Reviewed with the external auditor, its evaluation of the system of internal controls together.
- Reviewed with the external auditor, its audit report and the results of the audit, particularly the accounting issues and significant audit adjustments arising from the audit.
- Reviewed the assistance given by the employees of the Company to the external auditor.
- Reviewed the quarterly results and year-end financial statements, prior to the approval by the Board of Directors, focusing particularly on changes in or implementation of major accounting policy changes, significant or unusual events and compliance with accounting standards and other legal requirements.
- Reviewed the external auditor's management letter and the management's response thereto.
- Reviewed the appointment and remuneration of the external auditor and made recommendation thereon.

The Audit Committee updated the Board on the issues and concerns discussed during their meetings including those raised by the external auditors and where appropriate, made the necessary recommendations to the Board

Internal Audit Function

The Group has established an in-house Internal Audit to assist the Audit Committee to oversee that the Management has in place a sound risk management, internal controls and governance systems. The costs incurred for maintaining the Internal Audit function for the financial year 2022 was approximately RM150,000.

The internal audit function is guided by its Audit Charter and reports directly to the Audit Committee. The main role of the Internal Audit is to independently assess the internal control system established by the Management, the adequacy and integrity of the system and to make appropriate recommendations for implementation. The formulation of auditable areas in the annual audit plan is premised on risk-based approach to ensure that the higher risk activities in the Group are audited periodically. The audit plan covers key operational activities that are significant to the overall performance of the Group.

During the financial year ended 30 June 2022, the Internal Audit carried out reviews in accordance with the annual audit plan. The annual audit plan had taken into cognizance, the Group's objectives and business strategies. The Internal Audit also conducts ad hoc assignments and special reviews as instructed by the Audit Committee as and when necessary. Recommendations for improvements were put forward for implementation by the Management.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

annual report 2022

STATEMENT ON RISK MANAGEMENTAND INTERNAL CONTROL

Pursuant to the Bursa Malaysia Securities Berhad Listing Requirements paragraph 15.26(b) and in accordance to the Principle B of Malaysian Code on Corporate Governance (28 April 2021) on the Effective Audit and Risk Management, the Board of Directors ("Board") is pleased to present this Statement on Risk Management and Internal Control.

The Board acknowledges its responsibility for the Group's system of internal controls and its effectiveness to safeguard shareholders' investment and the Group's asset. The Board has established an on-going process for identifying, evaluating and managing significant risks faced by the Group and this process has been in place during the year under review. The management assist the Board in the implementation of the Board's policies and procedures on risks and controls.

Board Responsibility

The Board has overall responsibility for maintaining the system on internal controls and risk management in ensuring effective and efficient operations as well as compliance with Standard Operating Procedures and other internal guidelines. The Board is assisted by the Risk Management Committee and the Audit Committee in monitoring and management of the identified business risks covering the internal and external risks.

The Board is of the view that the Group's risk management and internal control system is operating adequately and effectively, in all material aspects, based on the risk management and internal control framework of the Group and the assurance from the management that the system and procedures put in place is being practised.

The Statement on Risk Management and Internal Control, which is set out in this Annual Report, provides an overview of the risk management process as well as the manner by which the internal control systems have been designed to manage risks and avert failures.

Internal Control Processes

The key processes that have been established by the Board in reviewing the adequacy and integrity of the internal controls system, which provide reasonable assurance against material misstatement or loss, include the following:

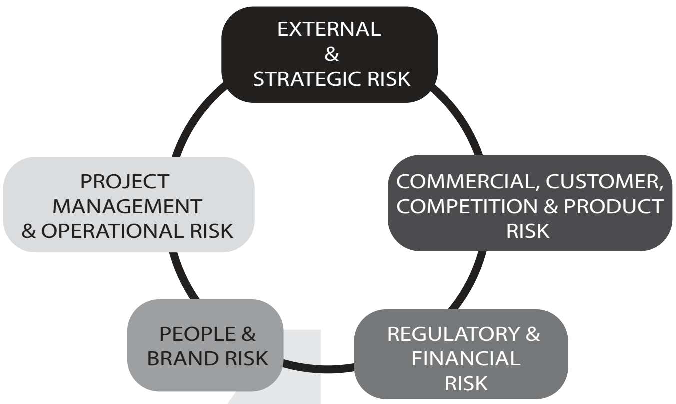
- Internal procedures and limits of authority set out in the Standard Operating Procedures, which are periodically reviewed, facilitate compliance with internal controls and other regulatory requirements.
- The management provides regular and comprehensive information covering financial performance, key business indicators, staff utilisation and cash flow performance.
- The annual budget and business plan are prepared and tabled to the Board for approval.
- The Board receives and reviews financial results on a quarterly basis.
- The Audit Committee reviews internal control issues identified by the Internal Audit Department and monitors compliance with procedures on a regular basis.
- The professionalism and competence of the staff are maintained through a comprehensive recruitment process, performance appraisal, training and development programmes.

The Internal Audit Department performs internal audits on various operating units within Group on a risk-based approach based on the annual audit plan approved by the Audit Committee. The department checks for compliance with policies and procedures and the effectiveness of the internal control system and highlights significant findings of non-compliance in the quarterly Audit Committee meetings of the Group.

Risk Management

Consistent with the Principle B of the Malaysian Code on Corporate Governance (28 April 2021), the Risk Management Committee (RMC) has been established to assist the Board to oversee the overall management of principal areas of risk. The RMC delegates the responsibility to the Risk Management Working Group (RMWG) in ensuring effective risk management process. The RMWG which comprises of senior management staff and business unit heads perform regular risk management assessments and through Internal Audit Department, review the internal control processes, and evaluate the adequacy and effectiveness of the risk mitigation plan and internal controls system in place on a regular basis.
The Groups' key risk profile that identifed the type of threats to the Company has been established and categorised as below.

These risks were assessed and the sensible measures were taken to control the threats.



Conclusion

The Board is of the view that there were no material losses, deficiencies or errors arising from any inadequacy or failure of the Group's internal control system that will require disclosure in the Annual Report. The Board continues to take measures to strengthen the system of internal control maintained by the Group and ensure shareholders' investment and Group's assets are consistently safeguarded.

The external auditor has reviewed this statement for inclusion in the annual report for the financial year ended 30 June 2022 and reported to the Board that the statement is consistent with the process adopted by the Board in reviewing the adequacy and integrity of the system of internal controls.

STATEMENT OF DIRECTORS' RESPONSIBILITY IN RELATION TO THE FINANCIAL STATEMENTS

annual report 2022

STATEMENT OF DIRECTORS' RESPONSIBILITY IN RELATION TO THE FINANCIAL STATEMENTS

The Directors are responsible for ensuring that the annual audited financial statements of the Groupand the Company are drawn up in accordance with the requirements of the applicable financial reporting standards in Malaysia, the provisions of the Companies Act, 2016 and the Bursa Securities Main Market Listing Requirements.

The Directors are also responsible for ensuring that the annual audited financial statements of the Group and the Company are prepared with reasonable accuracy so as to provide a true and fair view of the state of affairs of the Group and the Company as at the end of the financial year and of their results and cash flows for that year then ended.

In preparing the annual audited financial statements, the Directors have:

- Applied the appropriate and relevant accounting policies on a consistent basis.
- Exercised judgment and made estimates that are reasonable and prudent.
- Followed all applicable Financial Reporting Standards in Malaysia.

The Directors are responsible for ensuring that the Group and the Company keep accounting records which disclose with reasonable accuracy the financial position of the Group and the Company, and which enable them to ensure that the financial statements comply with the Companies Act, 2016 and Bursa Securities Main Market Listing Requirements.

The Directors have taken reasonable steps to safeguard the assets of the Group, prevent and detect fraud and other irregularities.

SUSTAINABILITY STATEMENT

annual report 2022

SUSTAINABILITY STATEMENT

Sustainability is a subject matter that EDARAN holds dear and pertinent in its endeavours to be a profitable organisation. Sustainability is indeed the operative principle in the Company's mission to be not just a successful company but to be a company of value. The tenet of sustainability, expectedly, runs central within the Company's Charter and manifests itself in practices, direct and indirect, in every activity of the Company. In 2010, EDARAN made a declaration of its appreciation of sustainability, through its Annual Report. The principle of sustainability will remain a continual guide for EDARAN for as long as the Company shall exist.

The Value Of Sustainability In EDARAN

EDARAN has long been aware that even as profit creation and maximisation remain one of the main thrusts of business, it is sustainable profit creation that will ultimately ensure the continuity and success of the Company. EDARAN remains clear on its long term goal and that, simply, is to stay in the business for the long haul. In essence, to be sustainable. For this reason, EDARAN strives to operate in a sustainable manner on all fronts, not in the least, to adopt sustainable ways of thinking, of producing, of using, of disposing, of organising, of marketing, of development and of action. We will continue to create value not only for the Company but for all stakeholders including the communities and society at large by practising a sustainability strategy and actions that imprints upon the economy, environment and the social front in a beneficial way.

As a Company whose principle activities lie in and around the domain of Information Technology and Connectivity and indeed, as an enabler of technology, our activities and products impact individuals, communities, industries, the business world, the academia and almost every aspect of societal life. The scope of influence of our activities is undeniably vast. It is therefore clearly one of our responsibilities to ensure matters of sustainability such as producing, disposing, marketing, application and use of our products and services are monitored to avoid wastage of resources and accumulation of obsolete 'junk' which malaise our environment. Essentially, sustainability in an IT company is about minimizing the negative impact of information technology use on the social, economic and environmental aspects of life, and using information technology in fact, to help solve sustainability issues.

Monitoring Sustainability In EDARAN

Governance of the Company's sustainability efforts fall upon the shoulder of every member of the organisation beginning with the Board of Directors. The Management and every member of the Staff is empowered to continually identify areas relevant to their function and field of work within the Group, for the consideration of the Board of Directors and the Management and thereafter translated into suitable actions towards sustainability of the issue in question.

Among the main factors taken into consideration in managing the Company's sustainability are Economic Impact, Environmental Impact and Social Impact.
These three priority areas have been identified in order to form an integrated sustainability statement. The material sustainability matters within the areas are also defined below. This Statement provides a narrative of the Company on-going sustainability journey in line with the Bursa Malaysia Sustainability Reporting Guide.

Material Matter	Managing The Matter	Material Matter
Economic Impact		
• **Business Performance** • **Technology / Innovation / Digitalisation System**	At EDARAN, we appreciate that the practice of sustainability translates to reduction of waste, higher economic value, higher productivity, better benefits, good public relations and good will. We regard sustainability as sound business practices as it is essentially not only about next month's profit but it is about future value. We agree as well that leading companies will be those that provide goods and services that reach their customers in ways that address the world's challenges, especially the challenges of climate change, limited resources and loss of species. We believe that more and more, our value as a company will be measured not merely on the merits of its economic value but also by our contribution to sustainability and by our performance on the environmental and social fronts.	▶ **Business Plan** ▶ **Risk Management Committee** ▶ **Key Risk Profile**
• **Ethics & Integrity**	The Company has established and implemented a Group Charter and code of ethics to all members of the staff including supplier and customer.	▶ **Group Charter** ▶ **Code of Conduct** ▶ **No Gift Policy** ▶ **Anti Bribery and Anti Corruption Policy** ▶ **Whistleblowing Policy**
Environment Impact		
• **Biodiversity Awareness**	On the humanitarian front, we strive to practice sustainability of our habitats and surroundings because of the universal good that can be derived from these practices. At its most fundamental level, sustainability means a greener earth, more resources and a high quality of life. For these reasons and several others, we uphold that environmental stewardship is obligatory upon all human beings. We maintain that it is the duty of every person to preserve their immediate environments, their natural heritage and natural resources by reducing their actions that destroy these life giving resources. Unless all human beings begin to appreciate the interdependence of man and all other creations of this planet for survival and harmony, our fear is that we may never learn the value and the exigency of sustainability in our world. And if at length we finally learn, we hope it may not be too late.	▶ **Group Charter** ▶ **Edaran Sports Club - Recycle, Reuse and Reduce**
Social Impact		
• **Human Rights and Community**	A fundamental and early mission of EDARAN was to help young graduates by providing them a platform and opportunity to put into practice their knowledge and competencies in IT. We will continue to provide the avenues and opportunities for the application and pursuit of knowledge, with the aim of developing quality human resources. IT deals with components and knowledge that become obsolete in quick time. Skills taught and knowledge acquired are soon rendered useless as new technology rewrites the script. EDARAN's solution is to share new knowledge, train and re-train and impart new skills necessary to enable its employees as well as its customers and all stakeholders to stay relevant.	▶ **Group Charter** ▶ **Edaran Sports Club - Donations and Fund Raising** ▶ **Occupational Health and Safety at the Workplace Regulation**

SUSTAINABILITY STATEMENT

Growing Along the Sustainability Curve

EDARAN will seek out value that will be unleashed in the pursuit of sustainability across all sectors of society. Beginning within the organisation, sustainable practices as basic as reducing wastage and recycling resources are recognised as a start towards value creation. The observance of sustainable practices stems from the company's group-wide Charter, which espouses the universal principle of reverence for God and reverence for all things created. In Islam, this is encapsulated in the principle of '...hablimminAllah wa hablimminannas...'.

For EDARAN, this widely encompassing principle prescribes that as individual citizens of this planet and as a collective corporate body, we must strive to minimise harm and destruction to our environment. We believe that sustainability begins within the individual.

As a competitive force, sustainability is already changing the world, bringing with it completely new ways to operate businesses, and new ways to produce and deliver goods and services. More and more, businesses will be driven by sustainability strategies which lead to the creation of long term value for all stakeholders. It becomes essential for EDARAN to move forward along the same route, appreciating customers' sustainable strategies and helping them to optimise their operational environment to derive efficiencies and ultimately, value.

ADDITIONAL COMPLIANCE INFORMATION

annual report 2022

The following information is provided in compliance with paragraph 9.25 of Main Market Listing Requirement.

1. **Directors (as at 30 September 2022)**
None of the Directors has any family relationships. The profiles of the respective directors are set out on pages 14 to 16 of this Annual Report.

2. **Offence (as at 30 September 2022)**
None of the Directors has been convicted for offences within the past five years other than traffic offences, if at all there was any.

3. **Conflict of Interest (as at 30 September 2022)**
There has been no conflict of interest between any of the Directors and the Company and its subsidiaries.

4. **Share Buyback**
The Company did not enter into any share buy-back transaction during the financial year.

5. **Options, Warrants or Convertible Securities**
There were no options, warrants or convertible securities exercised during the financial year.

6. **American Depository Receipt ("ADR") or Global Depository Receipt ("GDR") Programme (as at 30 September 2022)**
During the financial year, the Group did not sponsor any AUK or GDR programme.

7. **Imposition of Sanctions and/or Penalties (as at 30 September 2022)**
There were no sanctions and/or penalties imposed on the Company and its subsidiaries, Directors or management by the relevant regulatory bodies during the financial year.

8. **Non-Audit Fees**
There is a non-audit fee payable to Messrs TGS TW PLT for reviewing the Company's Statement of Risk Management and Internal Control for FY2022 as disclosed in Note 25 of the Financial Statement.

9. **Profit Forecast**
The Company did not release any profit estimate, forecast or projection for the financial year. The disclosure requirements for explanatory notes for profit forecast are therefore not applicable.

10. **Profit Guarantee**
During the financial year, there were no profit guarantees given by the Group.

11. **Material Contracts**
There were no material contracts entered into by the Company and its subsidiaries involving Directors' and major shareholders' interests which were still subsisting as at the end of the financial year or if not then subsisting, entered into since the end of the previous financial year.

12. **Revaluation Policy on Landed Properties**
The Group has adopted a policy of regular revaluation on its landed properties in the financial year as disclosed in Note 3 of the Financial Statements.

13. **Related Party Transactions**
Details of the transactions with related parties undertaken by the Group during the period as disclosed in Note 33 of the Financial Statements.

14. **Recurrent Related Party Transactions**
The Company has not sought any mandate from the shareholders for Recurrent Related Party Transactions ("RRPT") and has not entered into any RRPT since the last AGM.

STATISTICS ON SHAREHOLDINGS

annual report 2022

STATISTICS ON SHAREHOLDINGS

Statement of Shareholdings (as at 30 September 2022)

Issued Shares Capital	: 60,000,000 Ordinary shares
Paid Up Capital	: RM68,022,580
Voting Rights	: One vote per shareholder on a show of hands One vote per share on a poll
No. Of Shareholders	: 2,610

Analysis of Shareholdings

A. Distribution of Shareholdings (as at 30 September 2022)

Size of Shareholdings	Shareholders	Shareholding	%
Less than 100	26	842	0.00
100 - 1000	1,262	1,140,780	1.97
1,001 - 10,000	890	4,768,210	8.23
10,001 - 100,000	388	12,209,960	21.09
100,001 to less than 5% of issued shares	41	16,685,675	28.82
5% and above of issued shares	3	23,099,733	39.89
Total	**2,610**	**57,905,200**	**100.00**

B. List of Thirty (30) Largest Shareholders (as at 30 September 2022)

	Name	No. of Shares	%
1	Valiant Chapter Sdn Bhd	13,778,765	23.80
2	Kauthar Sdn Bhd	4,730,832	8.17
3	Unique Pyramid Sdn Bhd	4,590,136	7.93
4	Gigantic Talent Sdn Bhd	2,821,700	4.88
5	Initiative Aims Sdn Bhd	2,725,662	4.71
6	Graphics Divine Sdn Bhd	2,201,100	3.80
7	Mohd Shu'aib Bin Hj Ishak	1,171,428	2.02
8	Gan Tiong Siew	980,000	1.69
9	Wong Mun Sing	708,000	1.22
10	Kauthar General Services Sdn Bhd	563,500	0.97
11	Tan Yau Lam	320,300	0.55
12	Fazlan & Amal Sdn Bhd	289,600	0.50
13	Tan Say Leong	285,000	0.49
14	Caroline Ng Lay Lin	250,000	0.43
15	Alliancegroup Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Sak Kam Wah	234,000	0.40
16	RHB Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Wong Mun Sing	232,000	0.40
17	Yeoh Eng Kong	229,400	0.40
18	Maybank Nominees (Tempatan) Sdn Bhd Zainu Aizana Binti Zainuddin	221,800	0.38

B. List of Thirty (30) Largest Shareholders (as at 30 September 2022) (Continued)

	Name	No. of Shares	%
19	Kenanga Nominees (Tempatan) Sdn Bhd Pledged Securities Account For Phang Yew Ming	212,000	0.37
20	Ahmad Yasri bin Mohd Hashim @ Mohd Hassan	202,385	0.35
21	Lim Boon Seong	202,200	0.35
22	Sundarasan A/L Rajappan	200,000	0.35
23	Yap Hann Boon	195,000	0.34
24	Lee Yuet Chin	173,300	0.30
25	Ong Chee Guan	160,000	0.28
26	Abdul Latif Bin Ibrahim	159,500	0.28
27	Tan Kok Kuan	151,700	0.26
28	Koh Yee Seng	150,000	0.26
29	Tan Hong Chuan	150,000	0.26
30	Tan Kwee Chai	150,000	0.26

Note:
The computation of the above percentage (%) excludes the Treasury Shares of 2,094,800 held by the Company.

C. Substantial Shareholders (as at 30 September 2022)
(as shown in the Register of Substantial Shareholders)

Name of Substantial Shareholders	No. of Shares Held	%
1. Valiant Chapter Sdn Bhd	13,778,765	23.80
2. Kauthar Sdn Bhd	4,730,832	8.17
3. Unique Pyramid Sdn Bhd	4,590,136	7.93

Note:
The computation of the above percentage (%) excludes the Treasury Shares of 2,094,800 held by the Company.

D. Directors' Shareholding (as at 30 September 2022)
(as shown in the Register of Directors' Shareholding)

Directors	No. of Share Held (Direct)	No. of Share Held (Indirect)	%
1. Dato' Abdul Halim Abdullah	0	0	0.00
2. Datuk Emam Mohd Haniff Emam Mohd Hussain	0	0	0.00
3. Dato' Abdul Malek Ahmad Shazili	0	0	0.00
4. Dato' Hj Abdul Hamid Mustapha	0	0	0.00
5. Datuk Mohd Shu'aib Ishak	1,171,428	0	2.02
6. Encik Ahmad Yasri Mohd Hashim @Mohd Hassan	202,385	0	0.35
7. Encik Md Arif Hj Hasan	0	0	0.00
8. Encik Wan Adlan Affandy Wan Abdul Rahman	0	0	0.00
9. Encik Fazlan Azri Tajudin	0	853,100	1.47

Notes:
i. Fazlan Azri Tajudin is deemed interested in the shares held by Fazlan & Amal Sdn Bhd and Kauthar General Services Sdn Bhd by virtue of his 25% and 50% interest therein respectively.
ii. The computation of the above percentage (%) excludes the Treasury Shares of 2,094,800 held by the Company.

E. Directors' Shareholding in subsidiaries and associate companies
(as at 30 September 2022)

Directors	No. of Share Held (Direct)	No. of Share Held (Indirect)	%
1. Dato' Abdul Halim Abdullah			
Nil	-	-	-
2. Datuk Emam Mohd Haniff Emam Mohd Hussain			
Nil	-	-	-
3. Dato' Abdul Malek Ahmad Shazili			
Nil	-	-	-
4. Dato' Hj Abdul Hamid Mustapha			
Nil	-	-	-
5. Datuk Mohd Shu'aib Ishak			
Nil	-	-	-
6. Encik Ahmad Yasri Mohd Hashim @ Mohd Hassan			
Nil	-	-	-
7. Encik Md Arif Hj Hasan			
Nil	-	-	-
8. Encik Wan Adlan Affandy Wan Abdul Rahman			
Nil			
9. Fazlan Azri Tajudin			
Nil			

GROUP PROPERTIES

annual report 2022

GROUP PROPERTIES
as at 30 June 2022

Location	Description/ Current Use of Building	Tenure/ Tenure Period	Date of Revaluation	Approximate Age of Building (years)	Building Area/ Land Area (sq. meters)	Net Book Value (RM'000)
Lot No. 11341 Title No. PN 28142 Mukim of Ampang, District and State of Wilayah Persekutuan Kuala Lumpur. (No. 33, Jalan 2/76C Desa Pandan 55100 Kuala Lumpur)	Terrace Shop/Offices ● Own Occupation (Office space) ● Rented Out (Restaurant)	Leasehold / 99 years expiring on 06.07.2085	30 Sept. 2021	28	950.08 / 334.00	4,938
Lot No. 11332 Title No. PN 36545 Mukim of Ampang, District and State of Wilayah Persekutuan Kuala Lumpur. (No. 32, Jalan 1/76C, Desa Pandan, 55100 Kuala Lumpur)	Terrace Shop/Offices ● Own Occupation (Office space)	Leasehold / 99 years expiring on 06.07.2085.	30 Sept. 2021	28	869.13 / 284.00	4,039
Lot No. 11304 Title No. 28631 Mukim of Ampang, District and State of Wilayah Persekutuan Kuala Lumpur. (No. 2, Jalan 4/76C Desa Pandan 55100 Kuala Lumpur)	Terrace Shop/Offices ● Own Occupation (Office space)	Leasehold / 99 years expiring on 07.07.2085.	30 Sept. 2021	27	547.46 / 294.00	4,582
Lot No. 11303 Title No. 28632 Mukim of Ampang, District and State of Wilayah Persekutuan Kuala Lumpur. (No. 4, Jalan 4/76C Desa Pandan 55100 Kuala Lumpur)	Terrace Shop/Offices ● Own Occupation (Office space)	Leasehold / 99 years expiring on 07.07.2085.	30 Sept. 2021	27	410.00 / 163.00	3,212
Lot No. 11302 Title No. 28633 Mukim of Ampang, District and State of Wilayah Persekutuan Kuala Lumpur. (No. 6 Jalan 4/76C, Desa Pandan 55100 Kuala Lumpur)	Terrace Shop/Offices ● Own Occupation (Office space)	Leasehold / 99 years expiring on 07.07.2085.	30 Sept. 2021	27	443.34 / 163.00	3,312

Location	Description/ Current Use of Building	Tenure/ Tenure Period	Date of Revaluation	Approximate Age of Building (years)	Building Area/ Land Area (sq. meters)	Net Book Value (RM'000)
Lot No. 11348 Title No. 36544 Mukim of Ampang, District and State of Wilayah Persekutuan Kuala Lumpur. (No. 19, Jalan 2/76C Desa Pandan 55100 Kuala Lumpur)	Terrace Shop/Offices ● Own Occupation (Office space)	Leasehold / 99 years expiring on 06.07.2085	30 Sept. 2021	27	434.79 / 153.00	2,756
Lot No. 11347 Title No. 36543 Mukim of Ampang, District and State of Wilayah Persekutuan Kuala Lumpur. (No. 21, Jalan 2/76C Desa Pandan 55100 Kuala Lumpur)	Terrace Shop/Offices ● Own Occupation (Office space) ● Rented Out (Office space)	Leasehold / 99 years expiring on 06.07.2085.	30 Sept. 2021	27	434.79 / 153.00	2,647
Lot No. 11462 Held under Strata Title Pajakan Negeri (WP): 28323/M1/2/2 Mukim of Ampang District and State of Wilayah Persekutuan Kuala Lumpur. (No. 23-1, First Floor, Jalan 5/76B Desa Pandan 55100 Kuala Lumpur)	Terrace Shop/Offices ● Own Occupation (Office space)	Leasehold / 99 years expiring on 06.07.2085.	30 Sept. 2021	28	139.00	473

REPORTS AND FINANCIAL STATEMENTS

annual report 2022

EDARAN BERHAD
(Incorporated in Malaysia)

REPORTS AND FINANCIAL STATEMENTS

30 JUNE 2022

INDEX
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EDARAN BERHAD
(Incorporated in Malaysia)

DIRECTORS' REPORT

The Directors have pleasure in submitting their report together with the audited financial statements of the Group and of the Company for the financial year ended 30 June 2022.

Principal Activities

The Company is principally engaged in the provision of management services and investment holding. The principal activities of its subsidiary companies are disclosed in Note 7 to the financial statements.

Financial Results

	Group RM	Company RM
Profit for the financial year	517,384	2,126,059
Attributable to:		
Owners of the Company	520,155	2,126,059
Non-controlling interests	(2,771)	-
	517,384	2,126,059

Reserves and Provisions

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

Dividends

Since the end of the last financial year, the Company paid:

	RM
An interim single-tier dividend of 1.75 sen per ordinary share in respect of the financial year ended 30 June 2022 on 18 February 2022	1,013,341

The Board of Directors does not recommend any final dividend in respect of the current financial year.

Issue of Shares and Debentures

There was no issuance of shares or debentures during the financial year.

Treasury Shares

As at 30 June 2022, the Company held 2,094,800 treasury shares out of the total 60,000,000 issued ordinary shares. Further relevant details are disclosed in Note 17 to the financial statements.

Options Granted Over Unissued Shares

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

Directors

The Directors in office during the financial year until the date of this report are:

Dato' Abdul Halim Abdullah *
Datuk Emam Mohd Haniff Emam Mohd Hussain *
Dato' Hj Abdul Hamid Mustapha *
Dato' Abdul Malek Ahmad Shazili
Ahmad Yasri Mohd Hashim @ Mohd Hassan
Datuk Mohd Shu'aib Hj Ishak *
Fazlan Azri Tajudin *
Md Arif Hj Hasan *
Wan Adlan Affandy Wan Abdul Rahman

The Directors who held office in the subsidiary companies (excluding Directors who are also Directors of the Company) during the financial year up to the date of this report:

Dato' Bistamam Ramli
Amir Ghani Ahmad Abdul Ghani
Abdul Aziz Shik Razak
Mustafa Rawther Mohamed Rawther
Pg Shariffful Bahri PSI Pg Hj Ismail
Harliana Hj Untong

* *Director of the Company and its subsidiary companies*

The information required to be disclosed pursuant to Section 253 of the Companies Act 2016 in Malaysia is deemed incorporated herein by such reference to the financial statements of the respective subsidiary companies and made a part hereof.

Directors' Interests in Shares

The interests and deemed interests in the shares of the Company and of its related corporations (other than wholly-owned subsidiary companies) of those who were Directors at financial year end according to the Register of Directors' Shareholdings are as follows:

	At 1.7.2021	Bought	Sold	At 30.6.2022
Interests in the Company				
Direct Interests				
Datuk Mohd Shu'aib Hj Ishak	1,321,428	-	150,000	1,171,428
Ahmad Yasri Mohd Hashim @ Mohd Hassan	202,385	-	-	202,385
Indirect Interests				
Fazlan Azri Tajudin *	853,100	-	-	853,100

* Deemed interest by virtue of his interest in Fazlan & Amal Sdn. Bhd. and Kauthar General Services Sdn. Bhd. which holds 289,600 and 563,500 shares in the Company respectively.

Other than as disclosed above, none of the other Directors in office at the end of the financial year have any interest in shares in the Company or its related corporations during the financial year.

Directors' Remuneration and Benefits

During the financial year, the fees and other benefits received and receivable by the Directors of the Group and of the Company are as follows:

	Company RM	Subsidiary companies RM
Fee and other emolument	484,500	126,000
Salaries, allowance and others	455,000	-
Social security contributions	923	-
Defined contribution plans	54,600	-
Estimated money value of benefits-in-kind	15,000	-
	1,010,023	126,000

Since the end of the previous financial year, no Director of the Company has received or become entitled to receive a benefit by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

Directors' Remuneration and Benefits (Cont'd)

Neither during nor at the end of the financial year, was the Company a party to any arrangement whose object was to enable the Directors to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

Indemnity and Insurance Costs

There was no indemnity given to or insurance effected for any Directors, officers and auditors of the Company in accordance with Section 289 of the Companies Act 2016 in Malaysia.

Other Statutory Information

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

    (i) to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and satisfied themselves that adequate allowance had been made for doubtful debts and there were no bad debts to be written off; and

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

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

    (i) which would render it necessary to write off any bad debts or 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

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

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

    (iv) 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.

Other Statutory Information (Cont'd)

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

(i) 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; or

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

(d) In the opinion of the Directors:

(i) no contingent liability 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 will or may affect the ability of the Group and of the Company to meet its obligations as and when they fall due;

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

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

Auditors' Remuneration

Remuneration received and receivable by the Auditors of the Group and of the Company during the financial year are as follows:

	Group RM	**Company RM**
Statutory audits	86,804	40,000
Non-audit services	7,000	7,000
	93,804	47,000

Auditors

The Auditors, Messrs. TGS TW PLT (202106000004 (LLP0026851-LCA) & AF002345), have expressed their willingness to continue in office.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 4 October 2022.

DATO' ABDUL HALIM ABDULLAH	DATUK EMAM MOHD HANIFF EMAM MOHD HUSSAIN

KUALA LUMPUR

EDARAN BERHAD
(Incorporated in Malaysia)

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

We, the undersigned, being two of the Directors of the Company, do hereby state that, in the opinion of the Directors, the financial statements set out on pages 17 to 107 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 30 June 2022 and of their financial performance and cash flows for the financial year then ended.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 4 October 2022.

DATO' ABDUL HALIM ABDULLAH

DATUK EMAM MOHD HANIFF
EMAM MOHD HUSSAIN

KUALA LUMPUR

EDARAN BERHAD
(Incorporated in Malaysia)

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

I, DATO' BISTAMAM RAMLI, being the Officer primarily responsible for the financial management of Edaran Berhad, do solemnly and sincerely declare that to the best of my knowledge and belief, the financial statements set out on pages 17 to 107 are correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by the)
abovenamed at Kuala Lumpur in the)
Federal Territory on 4 October 2022)

DATO' BISTAMAM RAMLI

Before me,

SHI'ARATUL AKMAL SAHARI
Commissioner for Oaths

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EDARAN BERHAD
[Registration No: 199201010141 (241644-W)]
(Incorporated in Malaysia)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of Edaran Berhad, which comprise the statements of financial position as at 30 June 2022 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 17 to 107.

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 30 June 2022, and of their financial performance and their cash flows for the financial 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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EDARAN BERHAD (CONT'D)
[Registration No: 199201010141 (241644-W)]
(Incorporated in Malaysia)

Basis for Opinion (Cont'd)

Independence and Other Ethical Responsibilities

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

Key Audit Matters

Key audit matters are those matters that, in our professional judgement, were of most significance in our audit of the financial statements of the Group and of the Company for the current financial 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 matters	How we addressed the key audit matters
Contract revenue and contract costs recognition	
Refer to Note 3 (Significant Accounting Policies) and Note 10 (Contract Assets and Contract Liabilities).	We evaluated whether the accounting policy adopted by the management is consistent with the requirements of MFRS 15 *Revenue from Contracts with Customers*.
The Group are involved in construction services contract which span more than one accounting period. The revenue from construction service activities is recognised over the period of the contract by reference to the progress towards complete satisfaction of the performance obligations under the contracts.	We verified the total contract sums and material cost elements in the project budgets for selected significant on-going projects against their respective supporting documents including contracts, key assumptions and relevant workings for estimates of contract costs.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EDARAN BERHAD (CONT'D)
[Registration No: 199201010141 (241644-W)]
(Incorporated in Malaysia)

Key Audit Matters (Cont'd)

Key audit matters	How we addressed the key audit matters
Contract revenue and contract costs recognition (Cont'd)	
The Group uses the percentage of completion method in accounting for the progress towards complete satisfaction of the performance obligations. We identified contract revenue and contract costs as key audit matter as significant management judgement and estimates are involved in estimating the total construction service contract costs. The significant judgement includes determining the progress towards satisfaction of performance obligation, the extent of the construction service costs incurred and the estimated total construction service costs. Such judgement involves estimation uncertainty which the changes in these judgements could lead to a material change in the value of revenue recognised.	We inquired the management regarding the status of the ongoing project to ascertain the alignment in determining the revenue recognition and whether the total budgeted cost is estimated reliably. We recomputed and assess the mathematical accuracy of revenue and costs recognised based on percentage of completion method and considered the implications of any identified error and change in estimates. We examined cost and the recognised project revenue on which the determination of completion ratio is based. The mathematical accuracy of the percentage of completion on cost calculation is tested. We assessed the adequacy and reasonableness of the disclosures in the financial statements.
Recoverability of trade receivables	
Refer to Note 3 (Significant Accounting Policies) and Note 11 (Trade Receivables).	We obtained the understanding of the Group's credit risk policy, and tested the processes used by management to assess credit exposures.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EDARAN BERHAD (CONT'D)
[Registration No: 199201010141 (241644-W)]
(Incorporated in Malaysia)

Key Audit Matters (Cont'd)

Key audit matters	How we addressed the key audit matters
Recoverability of trade receivables (Cont'd)	
The Group's trade receivables amounting to RM21 million, representing approximately 85% of the Group's total current assets as at 30 June 2022.	We assessed the reasonableness of the methods and assumptions used by management in estimating the recoverable amount and impairment loss, which include consideration of the current economic.
The assessment of recoverability of receivables involved judgements and estimation uncertainty in analysing historical bad debts, customer concentration, customer creditworthiness and customer payment terms.	We tested the accuracy and completeness of the data used by the management. We reviewed the adequacy of the amount of impairment loss and inquired the management regarding the recoverability of a sample of trade receivables that are pass due but not impaired accounts and review of customers' correspondence. We reviewed the appropriateness of the indicators of impairment and disclosures made in accordance with MFRS 9 *Financial Instruments.*

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.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EDARAN BERHAD (CONT'D)
[Registration No: 199201010141 (241644-W)]
(Incorporated in Malaysia)

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

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

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

Responsibilities of the Directors for the Financial Statements

The Directors of the Company are responsible for the preparation of financial statements of the Group and of the Company that give a true and fair view in accordance with 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.

Auditors' Responsibilities 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:

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

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

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

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

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

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EDARAN BERHAD (CONT'D)
[Registration No: 199201010141 (241644-W)]
(Incorporated in Malaysia)

Auditors' Responsibilities 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: (Cont'd)

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

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

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

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 financial 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 subsidiary company of which we have not acted as auditors, are disclosed in Note 7 to the financial statements.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF EDARAN BERHAD (CONT'D)
[Registration No: 199201010141 (241644-W)]
(Incorporated in Malaysia)

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.

TGS TW PLT
202106000004 (LLP0026851-LCA) & AF002345
Chartered Accountants

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03360/03/2024 J
Chartered Accountant

KUALA LUMPUR
4 October 2022

EDARAN BERHAD
(Incorporated in Malaysia)

STATEMENTS OF FINANCIAL POSITION AS AT 30 JUNE 2022

		Group		Company	
		2022	2021	2022	2021
	Note	RM	RM	RM	RM
ASSETS					
Non-current assets					
Property, plant and equipment	4	9,538,980	9,607,771	1,996,991	2,169,601
Right-of-use assets	5	22,303,884	17,070,438	-	-
Intangible assets	6	629,653	615,929	-	-
Investment in subsidiary companies	7	-	-	40,023,228	40,123,228
Other investments	9	10,350	27,900	-	-
		32,482,867	27,322,038	42,020,219	42,292,829
Current assets					
Contract assets	10	189,564	4,008,280	-	-
Trade receivables	11	21,162,338	7,013,887	-	-
Other receivables	12	583,499	761,483	68,158	66,396
Amount due from subsidiary companies	13	-	-	-	1,496,836
Dividends receivable		-	-	2,150,000	4,800,000
Tax recoverable		24,967	11,149	24,967	11,149
Deposits, bank and cash balances	14	3,062,340	10,231,938	344,175	333,722
		25,022,708	22,026,737	2,587,300	6,708,103
Total assets		57,505,575	49,348,775	44,607,519	49,000,932

EDARAN BERHAD
(Incorporated in Malaysia)

STATEMENTS OF FINANCIAL POSITION
AS AT 30 JUNE 2022 (CONT'D)

		Group		Company	
		2022	2021	2022	2021
	Note	RM	RM	RM	RM
EQUITY					
Share capital	15	68,022,580	68,022,580	68,022,580	68,022,580
Reserves	16	(37,781,730)	(42,538,746)	(53,245,556)	(54,358,274)
Treasury shares	17	(1,049,536)	(1,049,536)	(1,049,536)	(1,049,536)
Equity attributable to owners of the Company		29,191,314	24,434,298	13,727,488	12,614,770
Non-controlling interests		(998,272)	(995,701)	-	-
Total equity		28,193,042	23,438,597	13,727,488	12,614,770
LIABILITIES					
Non-current liabilities					
Loans and borrowings	18	4,408,127	4,283,980	-	-
Lease liabilities	19	1,872,950	1,990,284	-	-
Deferred tax liabilities	20	4,153,719	2,555,336	-	-
		10,434,796	8,829,600	-	-
Current liabilities					
Loans and borrowings	18	3,417,716	478,911	-	-
Lease liabilities	19	1,016,291	1,235,898	-	-
Contract liabilities	10	1,856,284	3,403,471	-	-
Trade payables	21	5,396,524	6,869,904	-	-
Other payables	22	5,758,347	2,735,126	178,418	342,606
Amount due to subsidiary companies	13	-	-	30,701,613	36,043,556
Tax payable		1,432,575	2,357,268	-	-
		18,877,737	17,080,578	30,880,031	36,386,162
Total liabilities		29,312,533	25,910,178	30,880,031	36,386,162
Total equity and liabilities		57,505,575	49,348,775	44,607,519	49,000,932

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

EDARAN BERHAD
(Incorporated in Malaysia)

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 30 JUNE 2022

		Group		Company	
		2022	2021	2022	2021
	Note	RM	RM	RM	RM
Revenue	23	47,929,663	50,168,095	5,550,000	5,355,000
Cost of sales		(25,076,943)	(25,103,269)	-	-
Gross profit		22,852,720	25,064,826	5,550,000	5,355,000
Other income		486,923	266,951	311,453	43,816
Net gain on impairment of financial assets		-	-	724,622	1,328,471
Administrative expenses		(15,369,821)	(13,951,474)	(3,759,601)	(3,639,891)
Other expenses		(5,529,791)	(5,569,882)	(707,159)	(1,314,893)
Profit from operation		2,440,031	5,810,421	2,119,315	1,772,503
Finance costs	24	(755,199)	(519,834)	-	-
Profit before tax	25	1,684,832	5,290,587	2,119,315	1,772,503
Taxation	26	(1,167,448)	(2,778,450)	6,744	(533)
Profit for the financial year		517,384	2,512,137	2,126,059	1,771,970
Other comprehensive income, net of tax					
Item that will not be reclassified to profit or loss					
Revaluation of land and buildings		5,249,604	-	-	-
Item that is or may be reclassified subsequently to profit or loss					
Exchange differences on translation of foreign operations		798	(2,824)	-	-
Other comprehensive income/(loss) for the financial year, net of tax		5,250,402	(2,824)	-	-
Total comprehensive income for the financial year		5,767,786	2,509,313	2,126,059	1,771,970

EDARAN BERHAD
(Incorporated in Malaysia)

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME FOR THE FINANCIAL YEAR ENDED 30 JUNE 2022 (CONT'D)

		Group		Company	
		2022	2021	2022	2021
	Note	RM	RM	RM	RM
Profit for the financial year attributable to:					
Owners of the Company		520,155	2,530,453	2,126,059	1,771,970
Non-controlling interests		(2,771)	(18,316)	-	-
		517,384	2,512,137	2,126,059	1,771,970
Total comprehensive income attributable to:					
Owners of the Company		5,770,357	2,528,335	2,126,059	1,771,970
Non-controlling interests		(2,571)	(19,022)	-	-
		5,767,786	2,509,313	2,126,059	1,771,970
Earnings per share (sen)					
Basic earnings per share	27	0.90	4.37		
Diluted earnings per share	27	0.90	4.37		

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

EDARAN BERHAD
(Incorporated in Malaysia)

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2022

		Attributable to the owners of the Company							
		Non-distributable				Distributable			
Group	**Note**	**Share capital RM**	**Treasury shares RM**	**Revaluation reserve RM**	**Foreign currency translation reserve RM**	**Accumulated losses RM**	**Total RM**	**Non-controlling interests RM**	**Total equity RM**
At 1 July 2021		68,022,580	(1,049,536)	7,945,935	(6,130)	(50,478,551)	24,434,298	(995,701)	23,438,597
Profit for the financial year		-	-	-	-	520,155	520,155	(2,771)	517,384
Revaluation of land and buildings		-	-	5,249,604	-	-	5,249,604	-	5,249,604
Exchange differences on translation of foreign operations		-	-	-	598	-	598	200	798
Total comprehensive income for the financial year		-	-	5,249,604	598	520,155	5,770,357	(2,571)	5,767,786
Transfer from revaluation reserve to retained earnings	16(a)	-	-	(209,229)	-	209,229	-	-	-
Transactions with owners:									
Dividends to owners of the Company	28	-	-	-	-	(1,013,341)	(1,013,341)	-	(1,013,341)
At 30 June 2022		68,022,580	(1,049,536)	12,986,310	(5,532)	(50,762,508)	29,191,314	(998,272)	28,193,042

EDARAN BERHAD
(Incorporated in Malaysia)

STATEMENTS OF CHANGES IN EQUITY
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2022 (CONT'D)

		Attributable to the owners of the Company							
		Non-distributable				Distributable			
Group	**Note**	**Share capital RM**	**Treasury shares RM**	**Revaluation reserve RM**	**Foreign currency translation reserve RM**	**Accumulated losses RM**	**Total RM**	**Non-controlling interests RM**	**Total equity RM**
At 1 July 2020		68,022,580	(1,049,536)	8,093,481	(4,012)	(52,143,209)	22,919,304	(976,679)	21,942,625
Profit for the financial year		-	-	-	-	2,530,453	2,530,453	(18,316)	2,512,137
Other comprehensive loss for the financial year		-	-	-	(2,118)	-	(2,118)	(706)	(2,824)
Total comprehensive income for the financial year		-	-	-	(2,118)	2,530,453	2,528,335	(19,022)	2,509,313
Transfer from revaluation reserve to retained earnings	16(a)	-	-	(147,546)	-	147,546	-	-	-
Transaction with owners:									
Dividends to owners of the Company	28	-	-	-	-	(1,013,341)	(1,013,341)	-	(1,013,341)
At 30 June 2021		68,022,580	(1,049,536)	7,945,935	(6,130)	(50,478,551)	24,434,298	(995,701)	23,438,597

EDARAN BERHAD
(Incorporated in Malaysia)

STATEMENTS OF CHANGES IN EQUITY FOR THE FINANCIAL YEAR ENDED 30 JUNE 2022 (CONT'D)

		Attributable to owners of the Company			
		Non-distributable			
Company	**Note**	**Share capital RM**	**Treasury shares RM**	**Accumulated losses RM**	**Total equity RM**
At 1 July 2021		68,022,580	(1,049,536)	(54,358,274)	12,614,770
Profit for the financial year, representing total comprehensive income for the financial year		-	-	2,126,059	2,126,059
Transactions with owners: Dividends to owners of the Company	28	-	-	(1,013,341)	(1,013,341)
At 30 June 2022		68,022,580	(1,049,536)	(53,245,556)	13,727,488
At 1 July 2020		68,022,580	(1,049,536)	(55,116,903)	11,856,141
Profit for the financial year, representing total comprehensive income for the financial year		-	-	1,771,970	1,771,970
Transactions with owners: Dividends to owners of the Company	28	-	-	(1,013,341)	(1,013,341)
At 30 June 2021		68,022,580	(1,049,536)	(54,358,274)	12,614,770

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

EDARAN BERHAD
(Incorporated in Malaysia)

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2022

	Group		Company	
	2022	**2021**	**2022**	**2021**
	RM	**RM**	**RM**	**RM**
Cash flows from operating activities				
Profit before tax	1,684,832	5,290,587	2,119,315	1,772,503
Adjustments for:				
Amortisation of intangible assets	166,276	-	-	-
Depreciation of:				
- property, plant and equipment	1,535,819	2,220,309	264,058	271,867
- right-of-use assets	1,671,974	1,270,140	-	-
Dividends income	-	(1,480)	(1,950,000)	(1,800,000)
Fair value loss/(gain) on other investments	17,550	(1,001)	-	-
Finance costs	755,199	519,834	-	-
Gain on disposal of:				
- other investments	-	(27,243)	-	-
- property, plant and equipment	-	(2,195)	-	-
Interest income	(97,393)	(107,052)	(51,149)	(43,816)
Impairment losses on:				
- investment in subsidiary companies	-	-	100,000	669,940
- amount due from subsidiary companies	-	-	1,030,529	700,329
Reversal of impairment losses on amount due from subsidiary companies	-	-	(1,755,151)	(2,028,800)
Gain on termination of lease contract	(254)	-	-	-
Payables written back	(260,304)	-	(260,304)	-
Property, plant and equipment written off	892	2	887	2
Operating profit/(loss) before working capital changes	5,474,591	9,161,901	(501,815)	(457,975)
Change in working capital:				
Contract assets/liabilities	2,271,529	(2,695,682)	-	-
Receivables	(13,970,467)	12,691,618	(1,762)	2,933
Payables	1,810,145	(7,283,582)	96,116	19,663
Cash (used in)/generated from operations	(4,414,202)	11,874,255	(407,461)	(435,379)

EDARAN BERHAD
(Incorporated in Malaysia)

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2022 (CONT'D)

		Group		Company	
		2022	**2021**	**2022**	**2021**
	Note	**RM**	**RM**	**RM**	**RM**
Cash flows from operating activities (Cont'd)					
Cash (used in)/generated from operations (Cont'd)		(4,414,202)	11,874,255	(407,461)	(435,379)
Interest paid		(755,199)	(519,834)	-	-
Interest received		97,393	107,052	51,149	43,816
Tax paid		(2,165,345)	(1,911,898)	(7,074)	(12,932)
Net cash (used in)/from operating activities		(7,237,353)	9,549,575	(363,386)	(404,495)
Cash flows from investing activities					
Acquisition of:					
- property, plant and equipment		(412,921)	(243,365)	(92,336)	(43,670)
- right-of-use assets	5(c)	(111,245)	(302,704)	-	-
- intangible assets		(180,000)	(615,929)	-	-
- other investments		-	(67,545)	-	-
- subsidiary company	7(b)	-	-	-	(99,998)
Dividends received		-	1,480	4,600,000	2,600,000
Proceeds from disposal of:					
- property, plant and equipment		1	2,637	1	2
- other investments		-	177,093	-	-
Placement of fixed deposits pledged		(2,660)	(4,089)	-	-
Net cash (used in)/from investing activities		(706,825)	(1,052,422)	4,507,665	2,456,334

EDARAN BERHAD
(Incorporated in Malaysia)

STATEMENTS OF CASH FLOWS
FOR THE FINANCIAL YEAR ENDED 30 JUNE 2022 (CONT'D)

		Group		Company	
		2022	2021	2022	2021
	Note	RM	RM	RM	RM
Cash flows from financing activities					
Repayment to subsidiary companies		-	-	(3,120,485)	(935,437)
Dividends paid	28	(1,013,341)	(1,013,341)	(1,013,341)	(1,013,341)
Payment of lease liabilities	30	(1,278,489)	(1,199,556)	-	-
Proceeds/(Repayment) of borrowings	30	913,925	(505,314)	-	-
Net cash used in financing activities		(1,377,905)	(2,718,211)	(4,133,826)	(1,948,778)
Net (decrease)/increase in cash and cash equivalents		(9,322,083)	5,778,942	10,453	103,061
Cash and cash equivalents at the beginning of the financial year		10,007,889	4,231,771	333,722	230,661
Effect of exchange translation differences		798	(2,824)	-	-
Cash and cash equivalents at the end of the financial year		686,604	10,007,889	344,175	333,722
Cash and cash equivalents at the end of the financial year comprise:					
Cash and bank balances	14	2,030,217	4,696,283	282,495	272,813
Deposits with licensed banks	14	1,032,123	5,535,655	61,680	60,909
Bank overdraft	18	(2,149,027)	-	-	-
		913,313	10,231,938	344,175	333,722
Less: Deposits pledged with licensed banks	14	(226,709)	(224,049)	-	-
		686,604	10,007,889	344,175	333,722

1. Corporate Information

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

The registered office of the Company is located at No. 33-1, Jalan 2/76C, Desa Pandan, 55100 Kuala Lumpur.

The principal place of business of the Company is located at No. 2, Jalan 4/76C, Desa Pandan, 55100 Kuala Lumpur.

The Company is principally engaged in the provision of management services and investment holding. The principal activities of its subsidiary companies are disclosed in Note 7. There have been no significant changes in the nature of these activities of the Company and its subsidiary companies during the financial year.

2. Basis of Preparation

(a) Statement of compliance

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

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

Adoption of new and amendments standards

During the financial year, the Group and the Company have adopted the following amendments to MFRSs issued by the Malaysian Accounting Standards Board ("MASB") that are mandatory for current financial year:

Amendments to MFRS 9, MFRS 139, MFRS 7, MFRS 4 and MFRS 16	Interest Rate Benchmark Reform - Phase 2
Amendment to MFRS 16	COVID-19 - Related Rent Concessions beyond 30 June 2021

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

2. Basis of Preparation (Cont'd)

(a) Statement of compliance (Cont'd)

Standards issued but not yet effective

The Group and the Company have not applied the following new MFRSs and amendments to MFRSs that have been issued by the MASB but are not yet effective for the Group and for the Company:

		Effective dates for financial periods beginning on or after
Amendments to MFRS 3	Reference to the Conceptual Framework	1 January 2022
Amendments to MFRS 116	Property, Plant and Equipment - Proceeds before Intended Use	1 January 2022
Amendments to MFRS 137	Onerous Contracts - Cost of Fulfilling a Contract	1 January 2022
Annual Improvements to MFRS Standards 2018 - 2020		1 January 2022
• Amendments to MFRS 1		
• Amendments to MFRS 9		
• Amendments to Illustrative Examples accompanying MFRS 16		
• Amendments to MFRS 141		
MFRS 17	Insurance Contracts	1 January 2023
Amendments to MFRS 17	Insurance Contracts	1 January 2023
Amendments to MFRS 17	Initial Application of MFRS 17 and MFRS 9 - Comparative Information	1 January 2023
Amendments to MFRS 101	Classification of Liabilities as Current or Non-current	1 January 2023
Amendments to MFRS 101	Disclosure of Accounting Policies	1 January 2023
Amendments to MFRS 108	Definition of Accounting Estimates	1 January 2023
Amendments to MFRS 112	Deferred Tax related to Assets and Liabilities arising from a Single Transaction	1 January 2023
Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred until further notice

The Group and the Company intend to adopt the above new MFRSs and amendments to MFRSs when they become effective.

2. Basis of Preparation (Cont'd)

(a) Statement of compliance (Cont'd)

Standards issued but not yet effective (Cont'd)

The initial applications of the above-mentioned new MFRSs and amendments to MFRSs are not expected to have any significant impacts on the financial statements of the Group and of the Company.

(b) Functional and presentation currency

These financial statements are presented in Ringgit Malaysia ("RM"), which is the Group's and the Company's functional currency. All financial information is presented in RM and has been rounded to the nearest RM except when otherwise stated.

(c) Significant accounting judgements, estimates and assumptions

The preparation of the Group's financial statements requires management to make judgements, estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the disclosure of contingent liabilities at the reporting date. However, uncertainty about these assumptions and estimates could result in outcomes that could require a material adjustment to the carrying amount of the asset or liability affected in the future.

Judgements

The following are the judgements made by management in the process of applying the Group's accounting policies that have most significant effect on the amounts recognised in the financial statements:

<u>Satisfaction of performance obligations in relation to contracts with customers</u>

The Group is required to assess each of its contracts with customers to determine whether performance obligations are satisfied over time or at a point in time in order to determine the appropriate method for recognising revenue. This assessment was made based on the terms and conditions of the contracts, and the provisions of relevant laws and regulations.

The Group recognises revenue over time in the following circumstances:

(a) The customer simultaneously receives and consumes the benefits provided by the Group's performance as the Group performs;
(b) The Group does not create an asset with an alternative use to the Group and has an enforceable right to payment for performance completed to date; and
(c) The Group's performance creates or enhances an asset that the customer controls as the asset is created or enhanced.

2. Basis of Preparation (Cont'd)

(c) Significant accounting judgements, estimates and assumptions (Cont'd)

Judgements (Cont'd)

Satisfaction of performance obligations in relation to contracts with customers (Cont'd)

Where the above criteria are not met, revenue is recognised at a point in time. Where revenue is recognised at a point of time, the Group assesses each contract with customers to determine when the performance obligation of the Group under the contract is satisfied.

Determining the lease term of contracts with renewal option - Group as lessee

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group has a lease contract that include extension option. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise the renewal. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew.

The Group includes the renewal period as part of the lease term for leases of buildings as these are reasonably certain to be exercised because there will be a significant negative effect on operation if a replacement asset is not readily available.

Loss of significant influence in associate company

Note 8 describes that PT Linewin is an associate of the Group although the Group holds a 49% ownership interest in PT Linewin. The Group does not exercise significant influence as there are no material transactions and no interchange of managerial personnel and provision of essential technical information between the Group and PT Linewin.

2. Basis of Preparation (Cont'd)

(c) Significant accounting judgements, estimates and assumptions (Cont'd)

Key sources of estimation uncertainty

The key assumptions 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 reporting period are set out below:

<u>Useful lives of property, plant and equipment and right-of-use ("ROU") asset</u>

The Group regularly reviews the estimated useful lives of property, plant and equipment and ROU asset based on factors such as business plan and strategies, expected level of usage and future technological developments. Future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned above. A reduction in the estimated useful lives of property, plant and equipment and ROU asset would increase the recorded depreciation and decrease the value of property, plant and equipment and ROU asset. The carrying amount at the reporting date for property, plant and equipment and ROU asset are disclosed in Notes 4 and 5 respectively.

<u>Revaluation of property, plant and equipment and right-of- use ("ROU") asset</u>

The Group engaged an independent valuation specialist to assess fair value as at 30 June 2022 for revalued land and buildings. It measures land and buildings at revalued amounts with changes in fair value being recognised in other comprehensive income. Land was valued by reference to market-based evidence, using comparable prices adjusted for specific market factors such as nature, location and condition of the property. The fair value of buildings was determined using the cost approach that reflects the cost to a market participant to construct assets of comparable utility and age, adjusted for obsolescence.

The key assumptions used to determine the fair value of the properties are provided in Notes 4 and 5 respectively.

<u>Impairment of investment in subsidiary companies</u>

The Company reviews its investment in subsidiary companies when there are indicators of impairment. Impairment is measured by comparing the carrying amount of an investment with its recoverable amount. Significant judgement is required in determining the recoverable amount. Estimating the recoverable amount requires the Company to make an estimate of the expected future cash flows from the cash-generating units and also to determine a suitable discount rate in order to calculate the present value of those cash flows. The carrying amount at the reporting date for investment in subsidiary companies is disclosed in Note 7.

2. Basis of Preparation (Cont'd)

(c) Significant accounting judgements, estimates and assumptions (Cont'd)

Key sources of estimation uncertainty (Cont'd)

Product development costs

The Group capitalises product development costs for a project in accordance with the accounting policy as disclosed in Note 3(f)(i). Initial capitalisation of product development costs is based on management's judgement that technological and economic feasibility is confirmed, usually when a product development project has reached a defined milestone according to an established project management model. In determining the amounts to be capitalised, management makes assumptions regarding the expected future cash generations of the project, discount rates to be applied and the expected period of benefits. The carrying amount at the reporting date for product development costs is disclosed in Note 6.

Recoverability of product development costs

During the financial year, the Directors considered the recoverability of the Group's product development costs arising from its development of payment gateway applications.

Change of entity environment would cause the Directors to reconsider their assumptions regarding future market share and anticipated margins of this product. Detailed sensitivity analysis has been carried out and the Directors are confident that the carrying amount of the asset will be recovered in full, even if returns are reduced. This situation will be closely monitored, and adjustments made in future periods, if market activity indicates that such adjustments are appropriate. The carrying amount at the reporting date for product development costs is disclosed in Note 6.

Amortisation of product development costs

Changes in the expected level of usage and technological development could impact the economic useful lives, therefore future amortisation charges could be revised. The carrying amount at the reporting date for product development costs is disclosed in Note 6.

Deferred tax assets

Deferred tax assets are recognised for all unused tax losses, unabsorbed capital allowances and other deductible temporary differences to the extent that it is probable that taxable profit will be available against which the unused tax losses, unabsorbed capital allowances and other deductible temporary differences can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and level of future taxable profits together with future tax planning strategies. The carrying value of recognised and unrecognised deferred tax assets is disclosed in Note 20.

2. Basis of Preparation (Cont'd)

(c) Significant accounting judgements, estimates and assumptions (Cont'd)

Key sources of estimation uncertainty (Cont'd)

Revenue from construction service contracts

Construction service contract revenue and costs are recognised over the period of the contract in the profit or loss by reference to the progress towards complete satisfaction of that performance obligation.

The progress towards complete satisfaction of performance obligation is measured based on the proportion of service contract costs incurred for work performed up to the end of the reporting period as a percentage of the estimated total construction service costs of the contract.

The total estimated construction service contract costs are based on approved budgets, which require assessments and judgements to be made on changes in, for example, work scope, changes in costs and costs to completion. In making the judgement, the Group evaluates based on past experience, the work of specialists and a continuous monitoring mechanism.

The details of contract assets/liabilities related to the construction service contracts are disclosed in Note 10.

Determination of transaction prices

The Group is required to determine the transaction price in respect of each of its contracts with customers. In making such judgement the Group assesses the impact of any variable consideration in the contract due to discounts or penalties in the contract.

There is no estimation required in determining the transaction price, as revenue from sale of goods and rendering of services are based on invoiced value. Discounts are not considered as they are only given in rare circumstances.

Provision for expected credit loss of financial assets at amortised cost

The Group reviews the recoverability of its receivables, include trade and other receivables, contract assets and amount due from subsidiary companies at each reporting date to assess whether an impairment loss should be recognised. The impairment provisions for receivables are based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history and existing market conditions at the end of the reporting period.

The carrying amounts at the reporting date for receivables are disclosed in Notes 10, 11, 12 and 13 respectively.

2. Basis of Preparation (Cont'd)

(c) Significant accounting judgements, estimates and assumptions (Cont'd)

Key sources of estimation uncertainty (Cont'd)

Discount rate used in leases

Where the interest rate implicit in the lease cannot be readily determined, the Group uses the incremental borrowing rate to measure the lease liabilities. The incremental borrowing rate is the interest rate that the Group would have to pay to borrow over a similar term, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment. Therefore, the incremental borrowing rate requires estimation, particularly when no observable rates are available or when they need to be adjusted to reflect the terms and conditions of the lease. The Group estimates the incremental borrowing rate using observable inputs when available and is required to make certain entity specific estimates.

Income taxes

Judgement is involved in determining the provision for income taxes. There are certain transactions and computations for which the ultimate tax determination is uncertain during the ordinary course of business.

The Group recognises liabilities for expected tax issues based on estimates of whether additional taxes will be due. Where the final tax outcome of these matters is different from the amounts that were initially recognised, such differences will impact the income tax and deferred tax provisions in the period in which such determination is made. As at 30 June 2022, the Group and the Company have tax recoverable and tax payable of RM24,967 and RM24,967 (2021: RM11,149 and RM11,149) and RM1,432,575 and RMNil (2021: RM2,357,268 and RMNil) respectively.

3. Significant Accounting Policies

The Group and the Company apply the significant accounting policies set out below, consistently throughout all periods presented in the financial statements unless otherwise stated.

(a) Basic of consolidation

(i) Subsidiary companies

Subsidiary companies are all entities (including structured entities) over which the Group has control. The Group controls an entity when the Group is exposed to, or has rights to, variable returns from its involvement with the entity and has the ability to affect those returns through its power over the entity. Subsidiary companies are fully consolidated from the date on which control is transferred to the Group. They are deconsolidated from the date that control ceases.

3. Significant Accounting Policies (Cont'd)

(a) Basic of consolidation (Cont'd)

(i) Subsidiary companies (Cont'd)

The Group applies the acquisition method to account for business combinations. The consideration transferred for the acquisition of a subsidiary company is the fair values of the assets transferred, the liabilities incurred to the former owners of the acquiree and the equity interests issued by the Group. The consideration transferred includes the fair value of any asset or liability resulting from a contingent consideration arrangement. Identifiable assets acquired and liabilities and contingent liabilities assumed in business combination are measured initially at their fair values at the acquisition date. The Group recognises any non-controlling interest in the acquiree on an acquisition-by-acquisition basis, either at fair value or at the non-controlling interest's proportionate share of the recognised amounts of acquiree's identifiable net assets.

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

If the business combination is achieved in stages, the acquirer's previously held equity interest in the acquiree is re-measured at its acquisition-date fair value and the resulting gain or loss is recognised in profit or loss.

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the combination occurs, the Group reports provisional amounts for the items for which the accounting is incomplete. Those provisional amounts are adjusted during the measurement period (which cannot exceed one year from the acquisition date), or additional assets or liabilities are recognised, to reflect new information obtained about facts and circumstances that existed at the acquisition date, if known, would have affected the amounts recognised at that date.

Any contingent consideration to be transferred by the Group is recognised at fair value at the acquisition date. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of MFRS 9 *Financial Instruments* is measured at fair value with the changes in fair value recognised in profit or loss. Contingent consideration that is classified as equity is not re-measured, and its subsequent settlement is accounted for within equity.

Inter-company transactions, balances and unrealised gains or losses on transactions between Group entities are eliminated. Unrealised losses are eliminated only if there is no indication of impairment. Where necessary, accounting policies of subsidiary companies have been changed to ensure consistency with the policies adopted by the Group.

3. Significant Accounting Policies (Cont'd)

(a) Basic of consolidation (Cont'd)

(i) Subsidiary companies (Cont'd)

In the Company's separate financial statements, investment in subsidiary companies are stated at cost less accumulated impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts are recognised in profit or loss. Where an indication of impairment exists, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. See accounting policy Note 3(n)(i) on impairment of non-financial assets.

(ii) Changes in ownership interests in subsidiary companies without change of control

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

(iii) Loss of control

Upon the loses control of a subsidiary company, the Group derecognised the assets and liabilities of the former subsidiary company, including any goodwill, and non-controlling interests and other components of equity related to the former subsidiary company from the consolidated statement of financial position. Any surplus or deficit arising on the loss of control is recognised in profit or loss. If the Group retains any interest in the former subsidiary company, then such interest is remeasured at fair value at the date that control is lost. Subsequently, it is accounted for as an equity-accounted investee or as a financial asset depending on the level of influence retained.

(iv) Goodwill on consolidation

The excess of the aggregate of the consideration transferred the amount of any non-controlling interest in the acquiree and the acquisition date fair value of any previous equity interest in the acquiree over the fair value of the identifiable net assets acquired is recorded as goodwill. If the total consideration transferred, non-controlling interest recognised and previously held interest measured at fair value is less than the fair value of the net assets of the subsidiary company acquired (i.e. a bargain purchase), the gain is recognised in profit or loss.

3. Significant Accounting Policies (Cont'd)

(a) Basic of consolidation (Cont'd)

(iv) Goodwill on consolidation (Cont'd)

Following the initial recognition, goodwill is measured at cost less accumulated impairment losses. Goodwill is not amortised but instead, it is reviewed for impairment annually or more frequent when there is objective evidence that the carrying value may be impaired. See accounting policy Note 3(n)(i) on impairment of non-financial assets.

(b) Investment in associate

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.

On acquisition of an investment in an associate, any excess of the cost of investment over the Group's share of the net fair value of the identifiable assets and liabilities of the investee is recognised as goodwill and included in the carrying amount of the investment. Any excess of the Group's share of the net fair value of the identifiable assets and liabilities of the investee over the cost of investment is excluded from the carrying amount of the investment and is instead included as income in the determination of the Group's share of associate's profit or loss for the period in which the investment is acquired.

An associate is accounted for either at cost or equity method as described in MFRS 128 from the date on which the investee becomes an associate. Under the equity method, on initial recognition the investment in an associate is recognised at cost, and the carrying amount is increased or decreased to recognise the Group's share of profit or loss and other comprehensive income of the associate after the date of acquisition. When the Group's share of losses in an associate's equals or exceeds its interest in the associate, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payments on behalf of the associate.

Profit or losses resulting from upstream and downstream transactions between the Group and its associate are recognised in the Group's consolidated financial statements only to the extent of unrelated investors' interests in the associate. Unrealised losses are eliminated unless the transaction provide evidence of an impairment of the assets transferred.

The financial statements of the associates are prepared as of the same reporting date as the Company. Where necessary, adjustments are made to bring the accounting policies in line with those of the Group.

2. Significant Accounting Policies (Cont'd)

(b) Investment in associates (Cont'd)

The requirements of MFRS 136 *Impairment of Assets* are applied to determine whether it is necessary to recognise any additional impairment loss with respect to its net investment in the associate. When necessary, the entity carrying amount of the investment 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 is recognised in profit or loss. Reversal of an impairment loss is recognised to the extent that the recoverable amount of the investment subsequently increases.

Upon loss of significant influence over the associate, the Group measures and recognises any retained investment at its fair value. Any difference between the carrying amount of associates upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

In the Company's separate financial statements, investment in associate are either stated at cost less accumulated impairment losses or equity method. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts are recognised in profit or loss. Where an indication of impairment exits, the carrying amount of the investment is assessed and written down immediately to its recoverable amount. See accounting policy Note 3(n)(i) on impairment of non-financial assets.

(c) Foreign currency translation

(i) Foreign currency transactions and balances

Transactions in foreign currency are recorded in the functional currency of the respective Group entities using the exchange rates prevailing at the dates of the transactions. At each reporting date, monetary items denominated in foreign currencies are retranslated at the rates prevailing on that date. Non-monetary items carried at fair value that are denominated in foreign currencies are retranslated at the rates prevailing at the date when the fair value was determined. Non-monetary items that are measured in terms of historical cost in a foreign currency are not retranslated.

Exchange differences arising on the settlement of monetary items or on translating monetary items at the reporting date are included in profit or loss except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operation. These are initially taken directly to the foreign currency translation reserve within equity until the disposal of the foreign operations, at which time they are recognised in profit or loss. Exchange differences arising on monetary items that form part of the Group's net investment in foreign operation are recognised in profit or loss in the Group's financial statements or the individual financial statements of the foreign operation, as appropriate.

3. Significant Accounting Policies (Cont'd)

(c) Foreign currency translation (Cont'd)

(i) Foreign currency transactions and balances (Cont'd)

Exchange differences arising on the translation of non-monetary items carried at fair value are included in profit or loss for the reporting period except for the differences arising on the translation of non-monetary items in respect of which gains and losses are recognised in other comprehensive income. Exchange differences arising from such non-monetary items are also recognised in other comprehensive income.

(ii) Foreign operations

The assets and liabilities of foreign operations denominated in functional currencies other than RM, including goodwill and fair value adjustments arising on acquisition, are translated to RM at the rate of exchange prevailing at the reporting date, except for goodwill and fair value adjustments arising from business combinations before 1 January 2012 (the date of transition to MFRS) which are treated as assets and liabilities of the Company. The income and expenses of foreign operations, excluding foreign operations in hyperinflationary economies, are translated to RM at exchange rates at the dates of the transactions.

Foreign currency differences are recognised in other comprehensive income and accumulated in the foreign currency translation reserve ("FCTR") in equity. However, if the operation is a non-wholly owned subsidiary company, then the relevant proportionate share of the translation difference is allocated to the non-controlling interests. When a foreign operation is disposed off such that control and significant influence is lost, the cumulative amount in the FCTR related to that foreign operation reclassified to profit or loss as part of the gain or loss on disposal.

When the Group disposes of only part of its interest in a subsidiary company that includes a foreign operation, the relevant proportion of the cumulative amount is reattributed to non-controlling interests. When the Group disposes of only part of its investment in an associate that includes a foreign operation while retaining significant influence, the relevant proportion of the cumulative amount is reclassified to profit or loss.

(d) Property, plant and equipment

Property, plant and equipment are stated at cost less accumulated depreciation and accumulated impairment losses. The policy of recognition and measurement of impairment losses is in accordance with Note 3(n)(i) on impairment of non-financial assets.

3. Significant Accounting Policies (Cont'd)

(d) Property, plant and equipment (Cont'd)

(i) Recognition and measurement (Cont'd)

Costs includes expenditures that are directly attributable to the acquisition of the assets and any other costs directly attributable to bringing the asset to working condition for its intended use, cost of replacing component parts of the assets, and the present value of the expected cost for the decommissioning of the assets after their use. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs. All other repair and maintenance costs are recognised in profit or loss as incurred.

The cost of property, plant and equipment recognised as a result of a business combination is based on fair value at acquisition date. The fair value of property is the estimated amount for which a property could be exchange on the date of valuation between a willing buyer and a willing seller in an arm's length transaction after proper marketing wherein the parties had each acted knowledgeably, prudently and without compulsion. The fair value of other items of plant and equipment is based on the quoted market prices for similar items.

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

Property, plant and equipment are derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in profit or loss.

Buildings are measured at fair value less accumulated depreciation and impairment losses recognised after the date of the revaluation. Valuations are performed with sufficient regularity, usually every five years, to ensure that the carrying amount does not differ materially from the fair value of the buildings at the end of the reporting period.

As at the date of revaluation, accumulated depreciation, if any, is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Any revaluation surplus arising upon appraisal of buildings are recognised in other comprehensive income and credited to the revaluation reserve in equity. To the extent that any revaluation decreases or impairment loss has previously been recognised in profit or loss, a revaluation increase is credited to profit or loss with the remaining part of the increase recognised in other comprehensive income. Downward revaluations of buildings are recognised upon appraisal or impairment testing, with the decrease being charged to other comprehensive income to the extent of any revaluation surplus in equity relating to this asset and any remaining decrease recognised in profit or loss. Any revaluation surplus remaining in equity on disposal of the asset is transferred to other comprehensive income.

3. Significant Accounting Policies (Cont'd)

(d) Property, plant and equipment (Cont'd)

(ii) Subsequent costs

The cost of replacing part of an item of property, plant and equipment is recognised in the carrying amount of the item if it is probable that the future economic benefits embodied within the part will flow to the Group and its cost can be measured reliably. The costs of the day-to-day servicing of property, plant and equipment are recognised in the profit or loss as incurred.

(iii) Depreciation

Depreciation is recognised in the profit or loss on straight-line basis to write off the cost or valuation of each asset to its residual value over its estimated useful life.

Property, plant and equipment are depreciated based on the estimated useful lives of the assets as follows:

Buildings	2%
Renovations	5% - 20%
Motor vehicles	20%
Office equipment	20% - 50%
Furniture and fittings	20%

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

(e) Leases

(a) As lessee

The Group and the Company recognise a ROU asset and a lease liability at the lease commencement date. The ROU asset is initially measured at cost, which comprises the initial amount of the lease liability adjusted for any lease payments made at or before the commencement date, plus any initial direct costs incurred and an estimate of costs of dismantle and remove the underlying asset or to restore the underlying asset or site on which it is located, less any lease incentives received.

The ROU asset is subsequently measured at cost less any accumulated depreciation, accumulated impairment loss and, if applicable, adjusted for any remeasurement of lease liabilities. The policy of recognition and measurement of impairment losses is in accordance with Note 3(n)(i) on impairment of non-financial assets.

3. Significant Accounting Policies (Cont'd)

(e) Leases (Cont'd)

(a) As lessee (Cont'd)

Land is measured at fair value less accumulated depreciation and impairment losses recognised after the date of the revaluation. Valuations are performed with sufficient regularity, usually every five years, to ensure that the carrying amount does not differ materially from the fair value of the land at the end of the reporting period.

As at the date of revaluation, accumulated depreciation, if any, is eliminated against the gross carrying amount of the asset and the net amount is restated to the revalued amount of the asset. Any revaluation surplus arising upon appraisal of land is recognised in other comprehensive income and credited to the revaluation reserve in equity. To the extent that any revaluation decreases or impairment loss has previously been recognised in profit or loss, a revaluation increase is credited to profit or loss with the remaining part of the increase recognised in other comprehensive income. Downward revaluations of land is recognised upon appraisal or impairment testing, with the decrease being charged to other comprehensive income to the extent of any revaluation surplus in equity relating to this asset and any remaining decrease recognised in profit or loss. Any revaluation surplus remaining in equity on disposal of the asset is transferred to other comprehensive income.

The ROU asset is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the ROU asset or the end of the lease term. The estimated useful lives of the ROU assets are determined on the same basis as those of property, plant and equipment as follows:

Leasehold land	Over the remaining lease period
Office buildings	Over the remaining lease period
Motor vehicles	20%
Office equipment	20%
Computers for hire	33%

The lease liability is initially measured at the present value of future lease payments at the commencement date, discounted using the respective Group entities' incremental borrowing rates. Lease payments included in the measurement of the lease liability include fixed payments, any variable lease payments, amount expected to be payable under a residual value guarantee, and exercise price under an extension option that the Group and the Company are reasonably certain to exercise.

Variable lease payments that do not depend on an index or a rate and are dependent on a future activity are recognised as expenses in profit or loss in the period in which the event or condition that triggers the payment occurs.

3. Significant Accounting Policies (Cont'd)

(e) Leases (Cont'd)

(a) As lessee (Cont'd)

The lease liability is measured at amortised cost using the effective interest method. It is remeasured when there is a change in future lease payments arising from a change in rate, or if the Group or the Company changes its assessment of whether it will exercise an extension or termination option.

Lease payments associated with short-term leases and leases of low value assets are recognised as an expense in profit or loss. Short-term leases are leases with a lease term of 12 months or less and do not contain a purchase option. Low value assets are those assets valued at less than RM20,000 each when purchased new.

The Group applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value.

(b) As lessor

When the Group acts as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease. Leases in which the Group does not transfer substantially all the risks and rewards of ownership of an asset are classified as operating leases.

If the lease arrangement contains lease and non-lease components, the Group applies MFRS 15 *Revenue from Contracts with Customers* to allocate the consideration in the contract based on the stand-alone selling price.

The Group recognises assets held under a finance lease in its statements of financial position and presents them as a receivable at an amount equal to the net investment in the lease. The Group uses the interest rate implicit in the lease to measure the net investment in the lease.

The Group recognises lease payments under operating leases as income on a straight-line basis over the lease term unless another systematic basis is more representative of the pattern in which benefit from the use of the underlying asset is diminished. The lease payment recognised as revenue. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

3. Significant Accounting Policies (Cont'd)

(f) Intangible assets

(i) Internally-generated intangible assets - research and development costs

Research costs are expensed as incurred. Development expenditures on an individual project are recognised as an intangible asset when the Group can demonstrate:

- the technical feasibility of completing the intangible asset so that the asset will be available for use or sale;
- its intention to complete and its ability and intention to use or sell the assets;
- how the asset will generate future economic benefits;
- availability of resources to complete; and
- the ability to measure reliably the expenditure during development.

The amount initially recognised for internally-generated intangible assets is the sum of the expenditure incurred from the date when the intangible asset first meets the recognition criteria listed above. Where no internally-generated intangible asset can be recognised, development expenditure is recognised in profit or loss in the period in which it is incurred.

Following initial recognition of the development expenditure as an asset, the asset is carried at cost less any accumulated amortisation and accumulated impairment losses. Amortisation of the asset begins when development is complete and the asset is available for use. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful lives and amortisation methods are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

(ii) Intangible assets acquired separately

Intangible assets with finite useful lives that are acquired separately are carried at cost less accumulated amortisation and accumulated impairment losses. Amortisation is recognised on a straight-line basis over their estimated useful life. The estimated useful lives and amortisation methods are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis. Intangible assets with indefinite useful lives that are acquired separately are carried at cost less accumulated impairment losses.

3. Significant Accounting Policies (Cont'd)

(f) Intangible assets (Cont'd)

(iii) Intangible assets acquired in a business combination

Intangible assets acquired in a business combination and recognised separately from goodwill are initially recognised at fair values at the acquisition date (which is regarded as their cost).

Subsequent to initial recognition, intangible assets acquired in a business combination are reported at cost less accumulated amortisation and accumulated impairment losses, on the same basis as intangible assets that are acquired separately.

(iv) Derecognition of intangible assets

An intangible asset is derecognised on disposal, or when no future economic benefits are expected from use or disposal. Gains or losses arising from derecognition of an intangible asset, measured as the difference between the net disposal proceeds and the carrying amount of the asset, are recognised in profit or loss when the asset is derecognised.

See accounting policy Note 3(n)(i) on impairment of non-financial assets for intangible assets.

(g) Financial assets

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

A financial asset (unless it is a trade receivable without financing component) is initially measured at fair value plus or minus, for an item not at fair value through profit or loss ("FVTPL"), directly attributable transaction costs. A trade receivable without a significant financing component is initially measured at the transaction price.

The Group and the Company determine the classification of their financial assets at initial recognition, and are not reclassified subsequent to their initial recognition unless the Group and the Company change their business model for managing financial assets in which case all affected financial assets are reclassified on the first day of the first reporting period following the change in the business model.

3. Significant Accounting Policies (Cont'd)

(g) Financial assets (Cont'd)

(i) Financial assets at amortised cost

The Group and the Company measure financial assets at amortised cost if both of the following conditions are met:

- The financial asset is held within a business model with the objective to hold financial 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.

Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

(ii) Financial assets at fair value through other comprehensive income

(a) Debt instruments

A debt security is measured at fair value through other comprehensive income ("FVTOCI") if it meets both of the following conditions and is not designated as at FVTPL:

- It is held within a business model whose objective is achieved by both collecting contractual cash flows and selling financial assets; and

- Its contractual terms give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

(b) Equity instruments

On initial recognition of an equity investment that is not held for trading, the Group and the Company may irrevocably elect to present subsequent changes in fair value in other comprehensive income on an investment-by-investment basis.

Financial assets categorised as FVTOCI are subsequently measured at fair value, with unrealised gains and losses recognised directly in other comprehensive income and accumulated under fair value reserve in equity. For debt instruments, when the investment is derecognised or determined to be impaired, the cumulative gain or loss previously recorded in equity is reclassified to the profit or loss. For equity instruments, the gains or losses are never reclassified to profit or loss.

3. Significant Accounting Policies (Cont'd)

(g) Financial assets (Cont'd)

(iii) Financial assets at fair value through profit or loss

All financial assets not classified as measured at amortised cost or FVTOCI, as described above, are measured at FVTPL. This includes derivative financial assets (except for a derivative that is a financial guarantee contract or a designated and effective hedging instrument). On initial recognition, the Group may irrevocably designate a financial asset that otherwise meets the requirements to be measured at amortised cost or at FVTOCI as at FVTPL if doing so eliminates or significantly reduces an accounting mismatch that would otherwise arise.

Financial assets categorised as FVTPL are subsequently measured at their fair value with gains or losses recognised in the profit or loss.

All financial assets, except for those measured at FVTPL and equity investments measured at FVTOCI, are subject to impairment.

Regular way purchases or sales are purchases or sales of financial assets that require delivery of assets within the period generally established by regulation or convention in the marketplace concerned. All regular way purchases and sales of financial assets are recognised or derecognised on the trade date i.e., the date that the Group and the Company commit to purchase or sell the asset.

A financial asset is derecognised where the contractual right to receive cash flows from the asset has expired. On derecognition of a financial asset in its entirety, the difference between the carrying amount and the sum of the consideration received for financial instrument is recognised in profit or loss.

(h) Financial liabilities

Financial liabilities are recognised when, and only when, the Group and the Company become a party to the contractual provisions of the financial instruments. All financial liabilities are recognised initially at fair value plus, in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

After initial recognition, financial liabilities that are not carried at fair value through profit or loss are subsequently measured at amortised cost using the effective interest method. Gains and losses are recognised in profit or loss when the liabilities are derecognised, and through the amortisation process.

3. Significant Accounting Policies (Cont'd)

(h) Financial liabilities (Cont'd)

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires. When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as a derecognition of the original liability and the recognition of a new liability, and the difference in the respective carrying amounts is recognised in profit or loss.

(i) Offsetting of financial instruments

Financial assets and financial liabilities are offset and the net amount is reported in the statements of financial position if, and only if, there is a currently enforceable legal right to offset the recognised amounts and there is an intention to settle on a net basis, or to realise the assets and settle the liabilities simultaneously.

(j) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs when the guaranteed debtor fails to make payment when due.

Financial guarantee contracts are recognised initially as financial liabilities at fair value, net of transaction costs. Subsequently, the liability is measured at the higher of:

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

(k) Construction service contracts

Construction service contracts are contract specifically negotiated for the provisioning, installation, commissioning, integration and maintenance of information technology products and related services and provisioning of technology for the smart technology industry and for the integrated data centre.

Cost incurred to fulfil the contracts, comprising cost of direct materials, direct labour, other direct costs, attributable overheads and payments to subcontractors are recognised as an asset and amortised over to profit or loss systematically to reflect the transfer of the contracted service to the customer.

3. Significant Accounting Policies (Cont'd)

(k) Construction service contracts (Cont'd)

The Group uses the efforts or inputs to the satisfaction of the performance obligations to determine the appropriate amount to recognise in a given period. This is measured by reference to the construction service contract costs incurred for work performed up to the end of the reporting period as a percentage of total estimated costs for each construction service contract. Costs incurred in the financial year in connection with future activity on a contract are excluded from contract costs in determining the stage of completion. They are presented as prepayments or other assets, depending on their nature. When the carrying amount of the asset exceeds the remaining amount of consideration that the Group expects to receive in exchange of the contracted asset, an impairment loss is recognised in profit or loss.

When costs incurred on construction service contracts plus recognised profits (less recognised losses) exceed billings to contract customers, the balance is shown as contract assets. When billings to contract customers exceed costs incurred plus recognised profits (less recognised losses), the balance is shown as contract liabilities.

(l) Contract assets and contract liabilities

Contract asset is the right to consideration for goods or services transferred to the customers. The Group's contract asset is the excess of revenue recognised over the billings to-date and deposits or advances received from customers.

Where there is objective evidence of impairment, the amount of impairment losses is determined by comparing the contract asset's carrying amount and the present value of estimated future cash flows to be generated by the contract asset.

Contract asset is reclassified to trade receivables at the point at which invoices have been billed to customers. Contract assets are subject to impairment assessment in accordance of MFRS 9 *Financial Instruments.*

Contract liability is the obligation to transfer goods or services to customers for which the Group has received the consideration or has billed the customers. The Group's contract liability is the excess of the billing to-date over the revenue recognised. Contract liabilities are recognised as revenue when the Group performs its obligation under the contracts.

(m) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, bank balances, demand deposits, bank overdraft and highly liquid investments that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value. For the purpose of statements of cash flows, cash and cash equivalents are presented net of bank overdraft and pledged deposits, if any.

3. Significant Accounting Policies (Cont'd)

(n) Impairment of assets

(i) Non-financial assets

The carrying amounts of non-financial assets (except for deferred tax assets and contract assets) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. For goodwill and intangible assets that have indefinite useful lives, or that are not yet available for use, the recoverable amount is estimated each period at the same time.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or cash-generating units. Subject to operating segment ceiling test, for the purpose of goodwill impairment testing, cash-generating units to which goodwill has been allocated are aggregated so that the level at which impairment testing is performed reflects the lowest level at which goodwill is monitored for internal reporting purposes. The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to a cash-generating unit or a group of cash-generating units that are expected to benefit from the synergies of the combination.

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

An impairment loss is recognised if the carrying amount of an asset or cash-generating unit exceeds its estimated recoverable amount. Impairment loss is recognised in profit or loss, unless the asset is carried at a revalued amount, in which such impairment loss is recognised directly against any revaluation surplus for the asset to the extent that the impairment loss does not exceed the amount in the revaluation surplus for that same asset. Impairment losses recognised in respect of cash-generating units are allocated first to reduce the carrying amount of any goodwill allocated to the cash-generating unit (group of cash-generating units) and then to reduce the carrying amounts of the other assets in the cash-generating unit (group of cash-generating units) on a pro rata basis.

3. Significant Accounting Policies (Cont'd)

(n) Impairment of assets (Cont'd)

(i) Non-financial assets (Cont'd)

An impairment loss in respect of goodwill is not reversed. In respect of other assets, impairment losses recognised in prior periods are assessed at the end of each reporting period for any indications that the loss has decreased or no longer exits. An impairment loss is reversed only if there has been a change in the estimates used to determine the recoverable amount since the last impairment loss was recognised. The reversal is limited so that the carrying amount of the asset does not exceed its recoverable amount, nor exceed the carrying amount that would have been determined, net of depreciation or amortisation, had no impairment loss been recognised for asset in prior years. Such reversal is recognised in the profit or loss unless the asset is carried at a revalued amount, in which case the reversal is treated as a revaluation increase.

(ii) Financial assets

The Group and the Company recognise an allowance for expected credit losses ("ECLs") for all debt instruments not held at FVTPL. ECLs are based on the difference between the contractual cash flows due in accordance with the contract and all the cash flows that the Group and the Company expect to receive, discounted at an approximation of the original effective interest rate. The expected cash flows will include cash flows from the sale of collateral held or other credit enhancements that are integral to the contractual terms.

For trade receivables, other receivables, contract assets and inter-company balances, the Group and the Company apply a simplified approach in calculating ECLs. Therefore, the Group and the Company do not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date. The Group and the Company have established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

(o) Share capital

(i) Ordinary shares

An equity instrument is any contract that evidences a residual interest in the assets of the Group and of the Company after deducting all of its liabilities. Ordinary shares are equity instruments. Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transaction costs. Ordinary shares are classified as equity.

3. Significant Accounting Policies (Cont'd)

(o) Share capital (Cont'd)

(i) Ordinary shares (Cont'd)

Dividend distribution to the Company's shareholders is recognised as a liability in the period they are approved by the Board of Directors except for the final dividend which is subject to approval by the Company's shareholders.

(ii) Treasury shares

When issued shares of the Company are repurchased, the amount of the consideration paid, including directly attributable costs, net of any tax effects, is recognised as a deduction from equity as treasury shares until the shares are cancelled, reissued or disposed of. No gain or loss is recognised in profit or loss on the sale, re-issuance or cancellation of the treasury shares.

When treasury shares are distributed as share dividends, the cost of the treasury shares is deducted against the retained earnings of the Company.

When treasury shares are sold or reissued subsequently, the difference between the sales consideration, net of directly attributable costs and the carrying amount of the treasury shares is recognised in equity.

(p) Provisions

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

Provisions are reviewed at each end of the reporting period and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed. If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, where appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

Any reimbursement that the Group can be virtually certain to collect from a third party with respect to the obligation is recognised as a separate asset. However, this asset may not exceed the amount of the related provision. The expense relating to any provision is presented in the statements of profit or loss and other comprehensive income net of any reimbursement.

3. Significant Accounting Policies (Cont'd)

(q) Employee benefits

(i) Short-term employee benefits

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

The expected cost of accumulating compensated absences is measured as additional amount expected to be paid as a result of the unused entitlement that has accumulated at the end of the reporting period.

(ii) Defined contribution plans

As required by law, companies in Malaysia contribute to the state pension scheme, the Employee Provident Fund ("EPF"). Some of the Group's foreign subsidiary companies also make contributions to their respective countries' statutory pension schemes. Such contributions are recognised as an expense in the profit or loss as incurred. Once the contributions have been paid, the Group has no further payment obligations.

(r) Revenue recognition

(i) Revenue from contracts with customers

Revenue is recognised when the Group satisfied a performance obligation ("PO") by transferring a promised good or service to the customer, which is when the customer obtains control of the good or service. A PO may be satisfied at a point in time or over time. The amount of revenue recognised is the amount allocated to the satisfied PO.

The Group recognises revenue from the following major sources:

<u>Revenue from construction service contracts</u>

The Group recognises revenue from construction service contracts over time when control over the asset has been transferred to the customers. The assets have no alternative use to the Group due to contractual restriction and the Group has an enforceable right to payment for performance completed to-date. Revenue from construction service contracts is measured at the transaction price agreed under the construction service contracts.

3. Significant Accounting Policies (Cont'd)

(r) Revenue recognition (Cont'd)

(i) Revenue from contracts with customers (Cont'd)

Revenue from construction service contracts (Cont'd)

Revenue is recognised over the period of the contract using the input method to measure the progress towards complete satisfaction of the performance obligations under the construction service contract i.e. based on the proportion of construction service contract costs incurred for work performed up to the end of the reporting period as a percentage of the estimated total costs of the construction service contract.

The Group becomes entitled to invoice customers for construction of promised asset based on achieving a series of performance-related milestones (i.e. progress billing). The Group previously have recognised a contract asset for any work performed. Any amount previously recognised as a contract asset is reclassified to trade receivables at the point at which it is invoiced to the customer. If the progress billing exceeds the revenue recognised to-date, the Group recognises a contract liability for the difference. There is not considered to be a significant financing component in contracts with customers as the period between the recognition of revenue and the progress billing is always less than one year.

Sale of goods

Revenue is measured at the fair value of consideration received or receivable, net of returns and allowances, trade discount and volume rebates. Revenue from sale of goods is recognised when the transfer of significant risks and rewards of ownership of the goods have been transferred to the customer, recovery of the consideration is probable, the associated costs and possible return of goods can be estimated reliably, and there is no continuing management involvement with the goods, and the amount of revenue can be measured reliably.

Rendering of services

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

3. Significant Accounting Policies (Cont'd)

(r) Revenue recognition (Cont'd)

(ii) Rental income

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

(iii) Dividend income

Dividend income is recognised when the Group's right to receive payment is established.

(iv) Interest income

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

(s) Borrowing costs

Borrowing costs directly attributable to the acquisition, construction or production of a qualifying asset are capitalised as part of the cost of the assets, which are assets that necessarily take a substantial period of time to get ready for theirs intended use or sale, are capitalised as part of the cost of those assets, until such time as the assets are substantially ready for their intended use or sale. All other borrowing costs are recognised in profit or loss in the period in which they are incurred. Borrowing costs consist of interest and other costs that the Group and the Company incurred in connection with the borrowing of funds.

The capitalisation of borrowing costs as part of the cost of a qualifying asset commences when expenditure for the asset is being incurred, borrowing costs are being incurred and activities that are necessary to prepare the asset for its intended use or sale are in progress. Capitalisation of borrowing costs is suspended or ceases when substantially all the activities necessary to prepare the qualifying asset for its intended use or sale are interrupted or completed.

Investment income earned on the temporary investment of specific borrowings pending their expenditure on qualifying assets is deducted from the borrowing costs eligible for capitalisation.

3. Significant Accounting Policies (Cont'd)

(t) Income taxes

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

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

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

The measurement of deferred tax is based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, at the end of the reporting period. Deferred tax assets and liabilities are not discounted.

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

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

(u) Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The chief operating decision-makers are responsible for allocating resources and assessing performance of the operating segments and make overall strategic decisions. The Group's operating segments are organised and managed separately according to the nature of the products and services provided, with each segment representing a strategic business unit that offers different products and serves different markets.

4. Property, Plant and Equipment

	At valuation	At cost				
	Buildings RM	Renovations RM	Motor vehicles RM	Office equipment RM	Furniture and fittings RM	Total RM
Group						
2022						
Cost/Valuation						
At 1 July 2021	6,750,000	5,615,951	799,611	4,603,012	255,455	18,024,029
Additions	-	158,398	-	207,957	46,566	412,921
Disposals	-	-	-	(1,000)	-	(1,000)
Written off	-	-	-	(36,308)	-	(36,308)
Increase resulting from revaluation	1,055,000	-	-	-	-	1,055,000
Elimination of accumulated depreciation on revaluation	(675,000)	-	-	-	-	(675,000)
At 30 June 2022	7,130,000	5,774,349	799,611	4,773,661	302,021	18,779,642
Accumulated depreciation						
At 1 July 2021	641,251	3,459,841	797,966	3,384,676	132,524	8,416,258
Charge for the financial year	140,700	247,782	402	1,112,490	34,445	1,535,819
Disposals	-	-	-	(999)	-	(999)
Written off	-	-	-	(35,416)	-	(35,416)
Elimination of accumulated depreciation on revaluation	(675,000)	-	-	-	-	(675,000)
At 30 June 2022	106,951	3,707,623	798,368	4,460,751	166,969	9,240,662
Carrying amount						
At 30 June 2022	7,023,049	2,066,726	1,243	312,910	135,052	9,538,980

4. Property, Plant and Equipment (Cont'd)

	At valuation	At cost				
	Buildings RM	Renovations RM	Motor vehicles RM	Office equipment RM	Furniture and fittings RM	Total RM
Group						
2021						
Cost/Valuation						
At 1 July 2020	6,750,000	5,611,551	897,452	4,424,756	213,530	17,897,289
Additions	-	4,400	2,008	195,032	41,925	243,365
Disposals	-	-	(99,849)	(6,297)	-	(106,146)
Written off	-	-	-	(10,479)	-	(10,479)
At 30 June 2021	6,750,000	5,615,951	799,611	4,603,012	255,455	18,024,029
Accumulated depreciation						
At 1 July 2020	506,251	3,209,385	897,444	1,605,302	93,748	6,312,130
Charge for the financial year	135,000	250,456	368	1,795,709	38,776	2,220,309
Disposals	-	-	(99,846)	(5,858)	-	(105,704)
Written off	-	-	-	(10,477)	-	(10,477)
At 30 June 2021	641,251	3,459,841	797,966	3,384,676	132,524	8,416,258
Carrying amount						
At 30 June 2021	6,108,749	2,156,110	1,645	1,218,336	122,931	9,607,771

4. Property, Plant and Equipment (Cont'd)

	Renovations RM	Office equipment RM	Furniture and fittings RM	Total RM
Company				
2022				
Cost				
At 1 July 2021	4,697,800	240,170	133,686	5,071,656
Additions	29,718	62,618	-	92,336
Disposals	-	(1,000)	-	(1,000)
Written off	-	(18,299)	-	(18,299)
At 30 June 2022	4,727,518	283,489	133,686	5,144,693
Accumulated depreciation				
At 1 July 2021	2,593,690	201,694	106,671	2,902,055
Charge for the financial year	234,782	20,168	9,108	264,058
Disposals	-	(999)	-	(999)
Written off	-	(17,412)	-	(17,412)
At 30 June 2022	2,828,472	203,451	115,779	3,147,702
Carrying amount				
At 30 June 2022	1,899,046	80,038	17,907	1,996,991
2021				
Cost				
At 1 July 2020	4,697,800	226,902	116,061	5,040,763
Additions	-	26,045	17,625	43,670
Disposals	-	(2,298)	-	(2,298)
Written off	-	(10,479)	-	(10,479)
At 30 June 2021	4,697,800	240,170	133,686	5,071,656
Accumulated depreciation				
At 1 July 2020	2,356,234	197,473	89,254	2,642,961
Charge for the financial year	237,456	16,994	17,417	271,867
Disposals	-	(2,296)	-	(2,296)
Written off	-	(10,477)	-	(10,477)
At 30 June 2021	2,593,690	201,694	106,671	2,902,055
Carrying amount				
At 30 June 2021	2,104,110	38,476	27,015	2,169,601

4. Property, Plant and Equipment (Cont'd)

(a) Assets pledged as securities to licensed banks

The net carrying amount of buildings of the Group pledged as securities for bank borrowings as disclosed in Note 18 amounted to RM7,023,049 (2021: RM6,108,749).

(b) Revaluation of buildings

Buildings of the Group were revalued on 30 September 2021, by Messrs. IM Global Property Consultants Sdn. Bhd., an independent professional valuer.

The fair value of buildings is within level 2 of the fair value hierarchy. The fair value was determined based on comparison method of valuation by using the value of the property being valued by comparing and adopting as a yardstick recent transactions and sale evidences involving other similar properties in the vicinity. Due considerations are given for such factors including location, plot size, improvements made if any, surrounding developments, facilities and amenities available.

There has been no change to the valuation technique during the financial year.

There was no transfer between level 1 and level 2 during the financial year.

Had the buildings been carried at historical cost less accumulated depreciation and impairment loss, the carrying amount would have been RM1,435,300 (2021: RM1,495,808).

5. Right-of-use Assets

	At valuation	At cost				
	Leasehold land RM	Office buildings RM	Motor vehicles RM	Office equipment RM	Computers for hire RM	Total RM
Group						
2022						
Cost/Valuation						
At 1 July 2021	14,350,000	76,543	1,471,708	1,254,952	3,092,569	20,245,772
Additions	-	-	461,857	598,788	-	1,060,645
Increase resulting from revaluation	5,852,373	-	-	-	-	5,852,373
Elimination of accumulated depreciation on revaluation	(1,042,373)	-	-	-	-	(1,042,373)
Termination of lease contracts	-	(22,796)	-	-	-	(22,796)
At 30 June 2022	19,160,000	53,747	1,933,565	1,853,740	3,092,569	26,093,621
Accumulated depreciation						
At 1 July 2021	990,251	23,308	932,083	609,522	620,170	3,175,334
Charge for the financial year	276,652	27,823	302,040	377,145	688,314	1,671,974
Elimination of accumulated depreciation on revaluation	(1,042,373)	-	-	-	-	(1,042,373)
Termination of lease contracts	-	(15,198)	-	-	-	(15,198)
At 30 June 2022	224,530	35,933	1,234,123	986,667	1,308,484	3,789,737
Carrying amount						
At 30 June 2022	18,935,470	17,814	699,442	867,073	1,784,085	22,303,884

5. Right-of-use Assets (Cont'd)

	At valuation	At cost				
	Leasehold land RM	Office buildings RM	Motor vehicles RM	Office equipment RM	Computers for hire RM	Total RM
Group						
2021						
Cost/Valuation						
At 1 July 2020	14,350,000	74,084	1,471,708	864,705	510,000	17,270,497
Additions	-	53,747	-	390,247	2,582,569	3,026,563
Disposals	-	(51,288)	-	-	-	(51,288)
At 30 June 2021	14,350,000	76,543	1,471,708	1,254,952	3,092,569	20,245,772
Accumulated depreciation						
At 1 July 2020	781,777	37,041	637,741	344,090	155,833	1,956,482
Charge for the financial year	208,474	37,555	294,342	265,432	464,337	1,270,140
Disposals	-	(51,288)	-	-	-	(51,288)
At 30 June 2021	990,251	23,308	932,083	609,522	620,170	3,175,334
Carrying amount						
At 30 June 2021	13,359,749	53,235	539,625	645,430	2,472,399	17,070,438

5. Right-of-use Assets (Cont'd)

(a) Assets pledged as securities to licensed banks

The net carrying amount of leasehold land of the Group pledged as securities for bank borrowings as disclosed in Note 18 to the financial statements amounted to RM18,935,470 (2021: RM13,359,749).

(b) Assets held under lease contracts

Included in the above, the motor vehicles, office equipment and computers for hire of the Group pledged as securities for the related lease liabilities.

(c) Acquisition of right-of-use assets

The aggregate costs for the right-of-use assets of the Group during the financial year under leases and cash payments are as follows:

	Group	
	2022	**2021**
	RM	**RM**
Aggregate costs	1,060,645	3,026,563
Less: Lease liabilities	(949,400)	(2,723,859)
Cash payments	111,245	302,704

(d) Revaluation of land

Leasehold land of the Group was revalued on 30 September 2021, by Messrs. IM Global Property Consultants Sdn. Bhd., an independent professional valuer.

The fair value of land is within level 2 of the fair value hierarchy. The fair value was determined based on comparison method of valuation by using the value of the property being valued by comparing and adopting as a yardstick recent transactions and sale evidences involving other similar properties in the vicinity. Due considerations are given for such factors including location, plot size, improvements made if any, surrounding developments, facilities and amenities available.

There has been no change to the valuation technique during the financial year.

There was no transfer between level 1 and level 2 during the financial year.

Had the leasehold land been carried at historical costs less accumulated depreciation and impairment losses, the carrying amount would have been RM5,641,129 (2021: RM5,730,636).

5. Right-of-use Assets (Cont'd)

(e) Leasehold land

The remaining lease term of leasehold land is 63 years (2021: 64 years). There are no lease liabilities associated with this leasehold land as the payment were prepaid at inception.

6. Intangible Assets

	Goodwill RM	Trademark RM	Product development costs RM	Total RM
Group				
2022				
Cost				
At 1 July 2021	1,000	1,970	613,959	616,929
Additions	-	-	180,000	180,000
At 30 June 2022	1,000	1,970	793,959	796,929
Accumulated impairment loss				
At 1 July 2021/ At 30 June 2022	1,000	-	-	1,000
Accumulated amortisation loss				
At 1 July 2021	-	-	-	-
Amortisation for the financial year	-	-	166,276	166,276
At 30 June 2022	-	-	166,276	166,276
Carrying amount				
At 30 June 2022	-	1,970	627,683	629,653
2021				
Cost				
At 1 July 2020	1,000	-	-	1,000
Additions	-	1,970	613,959	615,929
At 30 June 2021	1,000	1,970	613,959	616,929
Accumulated impairment loss				
At 1 July 2020/ At 30 June 2021	1,000	-	-	1,000
Carrying amount				
At 30 June 2021	-	1,970	613,959	615,929

6. Intangible Assets (Cont'd)

(a) Description of trademark and product development costs

Trademark is related to the Group's right of the payment gateway applications and product development costs are related to the development of payment gateway applications.

Amortisation of the asset begins when development is complete and the asset is available for use. Amortisation is recognised on a straight-line basis over their estimated useful lives. The estimated useful lives and amortisation methods are reviewed at the end of each reporting period, with the effect of any changes in estimate being accounted for on a prospective basis.

(b) The Group reviews the carrying amounts of product development costs at the end of each reporting period to determine whether there is any indication of impairment. If any such indications exist, the recoverable amount of the cash-generating units ("CGU") is determined based on its value in use. The value in use was determined by discounting the future cash flows expected to be generated from the continuing use of the CGU based on the financial budgets prepared by the management covering a period of five (5) years.

The key assumptions used in the value in use calculations are as follows:

(i) The anticipated average annual revenue growth rates used in the cash flows budgets and plans of CGU at 5% per annum from years 2023 to 2027.

(ii) Profit margins were projected based on pre-determined profit margin for the products.

(iii) A pre-tax discount rate of 6.25% per annum has been applied in determining the recoverable amount of the CGU. The discount rate was estimated based on the Company's weighted average cost of capital plus a reasonable risk premium.

Based on the assessment, the management are of the view that no impairment loss is required as the recoverable amount of the CGU is higher than its carrying amount as at 30 June 2022.

(c) Sensitivity to changes in assumptions

The management believes that there is no reasonable possible change in any key assumption that would cause the CGU carrying amount to exceed its recoverable amount.

7. Investment in Subsidiary Companies

	Company 2022 RM	Company 2021 RM
At cost		
In Malaysia:		
Unquoted shares	56,784,206	56,784,206
Less: Accumulated impairment losses	(16,760,978)	(16,660,978)
	40,023,228	40,123,228

Movements in the allowance for impairment losses are as follows:

	Company 2022 RM	Company 2021 RM
At 1 July	16,660,978	15,991,038
Charge for the financial year	100,000	669,940
At 30 June	16,760,978	16,660,978

During the financial year, the Company has carried out a review of the recoverable amounts of its investment in certain subsidiary companies that had been persistently making losses. An impairment loss amounting to RM100,000 was recognised during the financial year. In determining value in use, the cash flows were discounted at a rate of 6.25% on a pre-tax basis.

The impairment loss was recognised in other expenses in the statements of profit or loss and other comprehensive income.

Details of the subsidiary companies are as follows:

Name of company	Place of business/ Country of incorporation	Effective interest (%) 2022	Effective interest (%) 2021	Principal activities
Edaran IT Services Sdn. Bhd.	Malaysia	100	100	Provisioning, installation, commissioning, integration and maintenance of information technology products and related services
Edaran Lifestyle Sdn. Bhd.	Malaysia	100	100	Event management and special interest project

7. Investment in Subsidiary Companies (Cont'd)

Details of the subsidiary companies are as follows: (Cont'd)

Name of company	Place of business/ Country of incorporation	Effective interest (%) 2022	Effective interest (%) 2021	Principal activities
Edaran Lifestyle Trading Services Sdn. Bhd.	Malaysia	20	20	Provision of trading services and consultancy
Edaran Lifestyle Maintenance Services Sdn. Bhd.	Malaysia	100	100	Dormant
SIDIC Technology Sdn. Bhd.	Malaysia	100	100	Smart technology, applications and solutions provider
MIDC Technology Sdn. Bhd.	Malaysia	100	100	Information technology, application development and solution provider
Elitemac Resources Sdn. Bhd.	Malaysia	100	100	Investment holding and provisioning of network facilities and services
Held through Edaran IT Services Sdn. Bhd.				
Edaran Trade Network Sdn. Bhd.	Malaysia	100	100	Provisioning, installation, commissioning, integration and maintenance of information technology products and related services
Edaran Lifestyle Trading Services Sdn. Bhd.	Malaysia	80	80	Provisioning of trading services and consultancy
Shinba-Edaran Sdn. Bhd. *	Brunei	75	75	Information technology provider

7. Investment in Subsidiary Companies (Cont'd)

Details of the subsidiary companies are as follows: (Cont'd)

Name of company	Place of business/ Country of incorporation	Effective interest (%) 2022	2021	Principal activities
Held through Elitemac Resources Sdn. Bhd.				
Edaran Communications Sdn. Bhd.	Malaysia	100	100	Provisioning, installation, commissioning and maintenance of power supply equipment for the telecommunication system

* *Subsidiary company not audited by TGS TW PLT*

(a) Material partly-owned subsidiary company

Set out below are the Group's subsidiary company that has material non-controlling interests:

Name of company	Proportion of ownership interests and voting rights held by non-controlling interests		Loss allocated to non-controlling interests		Accumulated non-controlling interests	
	2022	2021	2022	2021	2022	2021
	%	%	RM	RM	RM	RM
Shinba-Edaran Sdn. Bhd.	25	25	(2,571)	(19,022)	(998,272)	(995,701)

Summarised financial information for the subsidiary company that has non-controlling interests that are material to the Group is set out below. The summarised financial information below represents amounts before inter-company eliminations.

7. Investment in Subsidiary Companies (Cont'd)

(a) Material partly-owned subsidiary company (Cont'd)

Summarised statements of financial position

	2022 RM	2021 RM
Shinba-Edaran Sdn. Bhd.		
Current assets	25,145	33,612
Non-current liabilities	(5,868,433)	(5,868,433)
Current liabilities	(5,525)	(3,705)
Net liabilities	(5,848,813)	(5,838,526)

Summarised statements of profit or loss and other comprehensive income

	2022 RM	2021 RM
Shinba-Edaran Sdn. Bhd.		
Loss for the financial year	(11,085)	(73,262)
Other comprehensive income/(loss) for the financial year	798	(2,824)
Total comprehensive loss for the financial year	(10,287)	(76,086)

Summarised statements of cash flows

	2022 RM	2021 RM
Shinba-Edaran Sdn. Bhd.		
Net cash used in operating activities	(7,569)	(244,647)
Net cash from investing activities	-	2,163
Net decrease in cash and cash equivalents	(7,569)	(242,484)

(b) Additional investment in subsidiary companies

MIDC Technology Sdn. Bhd.

In the previous financial year, MIDC Technology Sdn. Bhd. ("MIDC"), a subsidiary company of the Company has increased its paid-up capital from 2 to 100,000 ordinary shares. The Company had subscribed for an additional of 99,998 new ordinary shares in MIDC, for a total cash consideration of RM99,998. MIDC remains as a wholly-owned subsidiary company of the Company.

7. Investment in Subsidiary Companies (Cont'd)

(b) Additional investment in subsidiary companies (Cont'd)

Edaran Lifestyle Trading Services Sdn. Bhd.

In the previous financial year, Edaran Lifestyle Trading Services Sdn. Bhd. ("Edaran Lifestyle Trading"), a subsidiary company of the Company has increased its paid-up capital from 100,000 to 500,000 ordinary shares. Edaran IT Services Sdn. Bhd. ("Edaran IT"), a wholly-owned subsidiary company of the Company has acquired the new 400,000 ordinary shares in Edaran Lifestyle Trading for a cash consideration of RM400,000.

The Company's equity interest in Edaran Lifestyle Trading has been diluted to 20%, whilst Edaran Lifestyle Trading remains as a wholly-owned subsidiary company of the Group.

There was no acquisition during the current financial year.

There are no significant restrictions on the ability of the subsidiary companies to transfer funds to the Group in the form of cash dividends or repayment of loans and advances. Generally, for all subsidiary companies which are not wholly-owned by the Company, non-controlling shareholders hold protective rights restricting the Company's ability to use the assets of the subsidiary companies and settle the liabilities of the Group, unless approval is obtained from non-controlling shareholders.

8. Investment in Associate Company

	Group	
	2022	**2021**
	RM	**RM**
Outside Malaysia:		
At cost		
Unquoted shares	-	1,500,000
Share of post-acquisition loss	-	(1,500,000)
	-	-
Loan to associate company	-	14,356,937
	-	14,356,937
Reclassified to other investments	-	(14,356,937)
	-	-
Accumulated impairment losses		
Balance at the beginning of the financial year	-	14,356,937
Reclassified to other investments	-	(14,356,937)
Balance at the end of the financial year	-	-
Carrying amount	-	-

8. Investment in Associate Company (Cont'd)

Although the Group holds a 49% equity interest in PT Linewin for which the Group has determined that it does not have significant influence over PT Linewin as:

(a) There are no material transactions between the Group and PT Linewin; and

(b) There is no interchange of managerial personnel and provision of essentials technical services between the Group and PT Linewin.

Based on above-mentioned, the Group has been reclassified its interest in PT Linewin to other investment in unquoted shares outside Malaysia.

9. Other Investments

	Group	
	2022	**2021**
	RM	**RM**
Non-current		
At fair value through profit or loss		
Quoted shares in Malaysia		
- Held for trading securities	10,350	27,900
At fair value through other comprehensive income		
Unquoted shares outside Malaysia	14,356,937	14,356,937
Less: Accumulated impairment loss	(14,356,937)	(14,356,937)
	-	-
	10,350	27,900

In the previous financial year, the Group treated its interest in PT Linewin as simple investment as the Group considers that it does not have the power to exercise significant influence over PT Linewin as explained in Note 8.

10. Contract Assets/(Liabilities)

	Group	
	2022	**2021**
	RM	**RM**
Current		
Contract (liabilities)/assets		
Construction service contracts	(1,666,720)	604,809
At the end of financial year:		
Contract assets	189,564	4,008,280
Contract liabilities	(1,856,284)	(3,403,471)
	(1,666,720)	604,809

The contract assets primarily relate to the Group's rights to consideration for work performed but not yet billed at the reporting date for its construction service contracts. The contract assets will be transferred to trade receivables when the rights become unconditional.

The contract liabilities primarily relate to the advance consideration received from customer for construction service contracts, which revenue is recognised over the services period from 1 month to 55 months.

	Group	
	2022	**2021**
	RM	**RM**
Construction service contracts		
At 1 July	604,809	(2,090,873)
Revenue recognised during the financial year	47,828,347	49,674,172
Less: Progress billing during the financial year	(50,099,876)	(46,978,490)
At 30 June	(1,666,720)	604,809
Presented as:		
Contract assets	189,564	4,008,280
Contract liabilities	(1,856,284)	(3,403,471)
	(1,666,720)	604,809

The costs incurred to-date include the following charges made during the financial year:

	Group	
	2022	**2021**
	RM	**RM**
Depreciation of right-of-use assets	688,314	464,337

11. Trade Receivables

	Group	
	2022	2021
	RM	RM
Trade receivables	21,162,338	7,013,887

Trade receivables are non-interest bearing and generally on 30 to 90 days (2021: 30 to 90 days) term. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

Out of the total amount of RM21,162,338 in trade receivables as at 30 June 2022, the Group has received subsequent payment in the month of July 2022 and August 2022 amounting to RM21,054,897 or 99.5%.

The following table provide information about the exposure to credit risk and ECLs for trade receivables and contract assets which are grouped together as they are expected to have similar risk nature:

	2022	2021
	RM	RM
Group		
Not past due	7,385,429	10,509,054
Past due:		
Less than 30 days	3,749,298	493,113
31 to 60 days	6,814,575	10,000
61 to 90 days	3,402,600	10,000
	21,351,902	11,022,167
Trade receivables	21,162,338	7,013,887
Contract assets (Note 10)	189,564	4,008,280
	21,351,902	11,022,167

12. Other Receivables

	Group		Company	
	2022	2021	2022	2021
	RM	RM	RM	RM
Other receivables	6,277	74,505	-	-
Deposits	268,346	280,978	54,633	53,954
Prepayments	308,876	406,000	13,525	12,442
	583,499	761,483	68,158	66,396

Included in prepayment of the Group is an amount of RMNil (2021: RM294,980) related to advance claims paid to sub-contractor for construction service contracts.

13. Amount Due From/(To) Subsidiary Companies

	Company	
	2022	2021
	RM	RM
Amount due from subsidiary companies		
Non-trade related		
Interest bearing	1,715,714	249,920
Non-interest bearing	20,824,353	24,511,605
Less: Accumulated impairment losses	(22,540,067)	(23,264,689)
	-	1,496,836

	Company	
	2022	2021
	RM	RM
Amount due to subsidiary companies		
Non-trade related		
Non-interest bearing	(30,701,613)	(36,043,556)

Movements in the allowance for impairment losses are as follows:

	Company	
	2022	2021
	RM	RM
At 1 July	23,264,689	24,593,160
Charge for the financial year	1,030,529	700,329
Reversal of impairment losses	(1,755,151)	(2,028,800)
At 30 June	22,540,067	23,264,689

Certain amount due from a subsidiary company bear interest at 4% (2021: 4%) per annum are unsecured and repayable on demand.

Amount due from/(to) subsidiary companies with non-interest bearing are unsecured and repayable on demand.

14. Deposits, Bank and Cash Balances

	Group		Company	
	2022	2021	2022	2021
	RM	RM	RM	RM
Cash and bank balances	2,030,217	4,696,283	282,495	272,813
Deposits with licensed banks	1,032,123	5,535,655	61,680	60,909
Total cash and bank balances	3,062,340	10,231,938	344,175	333,722
Less: Deposits pledged with licensed banks	(226,709)	(224,049)	-	-
Total cash and cash equivalents	2,835,631	10,007,889	344,175	333,722

Deposits with licensed banks of the Group amounting to RM226,709 (2021: RM224,049) are pledged as securities for bank borrowings as disclosed in Note 18.

The effective interest rates and maturities of deposits with licensed banks of the Group as at the end of the reporting period are ranged from 1.50% to 4.10% (2021: 1.50% to 4.10%) per annum and overnight to 12 months (2021: 12 months) respectively.

15. Share Capital

	Group and Company			
	Number of shares		Amount	
	2022	2021	2022	2021
	Units	Units	RM	RM
Issued and fully paid:				
Ordinary shares				
At 1 July/At 30 June	60,000,000	60,000,000	68,022,580	68,022,580

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. All ordinary shares rank equally with regard to the Company's residual assets.

16. Reserves

The nature of reserves of the Group are as follows:

(a) Revaluation reserve

	Group	
	2022	2021
	RM	RM
At 1 July	7,945,935	8,093,481
Revaluation of land and buildings	5,249,604	-
Crystallisation of revaluation reserve to retained earnings	(209,229)	(147,546)
At 30 June	12,986,310	7,945,935

The revaluation reserve represents increases in the fair value of land and buildings, and decrease to the extent that such decreases relate to an increase on the same asset previously recognised in other comprehensive income.

(b) Foreign currency translation reserve

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

17. Treasury Shares

The number of treasury shares held by the Company as at 30 June 2022 was 2,094,800 (2021: 2,094,800). The Company did not repurchase any of its own shares during the current and previous financial year.

None of the treasury shares were resold or cancelled during the current and previous financial year. The shares repurchased are being held as treasury shares in accordance with Section 127(4)(b) of the Companies Act 2016 in Malaysia.

As at 30 June 2022, the number of the Company's shares in issue after deducting treasury shares is 57,905,200 (2021: 57,905,200).

18. Loans and Borrowings

	Group 2022 RM	Group 2021 RM
Secured		
Term loans	4,676,816	4,656,891
Bank overdraft	2,149,027	-
Bankers' acceptance	1,000,000	106,000
	7,825,843	4,762,891
Non-current		
Term loans	4,408,127	4,283,980
Current		
Term loans	268,689	372,911
Bank overdraft	2,149,027	-
Bankers' acceptance	1,000,000	106,000
	3,417,716	478,911
	7,825,843	4,762,891

The term loans, bank overdraft and bankers' acceptance are secured by the following:

(i) Legal charge over leasehold land and buildings of the Group as disclosed in Notes 4 and 5 respectively;

(ii) Certain fixed deposits of the Group as disclosed in Note 14;

(iii) Assignment of contract payment; and

(iv) Corporate guarantee by the Company.

The effective interest rates per annum are as follows:

	Group 2022 %	Group 2021 %
Term loans	6.25	6.60
Bank overdraft	7.40	-
Bankers' acceptance	3.46	3.35

19. Lease Liabilities

	Group	
	2022	2021
	RM	RM
Non-current	1,872,950	1,990,284
current	1,016,291	1,235,898
	2,889,241	3,226,182

The maturity analysis of lease liabilities at the end of the reporting period:

	Group	
	2022	2021
	RM	RM
Within 1 year	1,160,444	1,403,439
Between 1 to 2 years	1,604,571	1,409,600
Between 2 to 5 years	412,540	784,575
	3,177,555	3,597,614
Less: Future finance charges	(288,314)	(371,432)
Present value of lease liabilities	2,889,241	3,226,182

The Group leases various office buildings, motor vehicles, office equipment and computers for hire. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

The average effective interest rates per annum at the end of the reporting period for lease liabilities is ranging from 2.10% to 3.60% (2021: 2.31% to 3.60%).

20. Deferred Tax Liabilities

	Group	
	2022	2021
	RM	RM
At 1 July	2,555,336	2,595,244
Recognised in profit or loss		
- Relating to crystallisation of deferred tax liabilities on revaluation reserve	(59,386)	(39,908)
Relating to revaluation of land and buildings	1,657,769	-
At 30 June	4,153,719	2,555,336

20. Deferred Tax Liabilities (Cont'd)

The net deferred tax liabilities and assets shown on the statements of financial position after appropriate offsetting are as follows:

	Group		Company	
	2022	2021	2022	2021
	RM	RM	RM	RM
Deferred tax liabilities	4,211,735	2,817,565	12,917	6,808
Deferred tax assets	(58,016)	(262,229)	(12,917)	(6,808)
	4,153,719	2,555,336	-	-

The components and movements of deferred tax liabilities and assets are as follows:

Group	Accelerated capital allowances RM	Revaluation of assets RM	Total RM
Deferred tax liabilities			
2022			
At 1 July 2021	262,229	2,555,336	2,817,565
Recognised in profit or loss	(19,701)	(59,386)	(79,087)
Over provision in prior years	(184,512)	-	(184,512)
Relating to revaluation of land and buildings	-	1,657,769	1,657,769
At 30 June 2022	58,016	4,153,719	4,211,735
2021			
At 1 July 2020	179,202	2,579,244	2,758,446
Recognised in profit or loss	39,766	(39,908)	(142)
Under provision in prior years	43,261	16,000	59,261
At 30 June 2021	262,229	2,555,336	2,817,565

20. Deferred Tax Liabilities (Cont'd)

The components and movements of deferred tax liabilities and assets are as follows: (Cont'd)

	Unutilised capital allowances RM	Others RM	Total RM
Group			
Deferred tax assets			
2022			
At 1 July 2021	(6,808)	(255,421)	(262,229)
Recognised in profit or loss	(2,450)	22,151	19,701
(Under)/Over provision in prior years	(3,659)	188,171	184,512
At 30 June 2022	(12,917)	(45,099)	(58,016)
2021			
At 1 July 2020	(163,202)	-	(163,202)
Recognised in profit or loss	157,442	(197,208)	(39,766)
Under provision in prior years	(1,048)	(58,213)	(59,261)
At 30 June 2021	(6,808)	(255,421)	(262,229)

	Accelerated capital allowances RM
Company	
Deferred tax liabilities	
2022	
At 1 July 2021	6,808
Recognised in profit or loss	2,450
Under provision in prior years	3,659
At 30 June 2022	12,917
2021	
At 1 July 2020	7,128
Recognised in profit or loss	(1,368)
Under provision in prior years	1,048
At 30 June 2021	6,808

20. Deferred Tax Liabilities (Cont'd)

The components and movements of deferred tax liabilities and assets are as follows: (Cont'd)

	Unutilised capital allowances RM
Deferred tax assets	
2022	
At 1 July 2021	(6,808)
Recognised in profit or loss	(2,450)
Under provision in prior years	(3,659)
At 30 June 2022	(12,917)
2021	
At 1 July 2020	(7,128)
Recognised in profit or loss	1,368
Under provision in prior years	(1,048)
At 30 June 2021	(6,808)

Deferred tax assets have not been recognised in respect of the following items:

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Unutilised tax losses	35,422,715	35,624,418	10,628,529	10,550,942
Unutilised capital allowances	5,555,737	4,835,224	2,302,493	2,270,370
Other deductible temporary differences	18,941,331	17,814,963	-	-
	59,919,783	58,274,605	12,931,022	12,821,312

In accordance with the provision of Financial Act 2018, the unutilised business losses could be carried forward for a maximum of seven consecutive years of assessment. Any balance of the unutilised business losses at the end of the seventh year shall be disregarded.

The Finance Act 2021 stated that the time frame to carry forward unutilised business losses for year of assessment 2019 and subsequent years of assessment be extended from seven to ten consecutive years of assessment. The other temporary differences do not expire under current tax legislation.

Deferred tax assets have not been recognised in respect of this items as they may not have sufficient taxable profits to be used to offset or they have arisen in subsidiary companies that have a recent history of losses.

21. Trade Payables

	Group 2022 RM	Group 2021 RM
Trade payables	5,396,524	6,869,904

Credit terms of trade payables of the Group ranged from 30 to 90 days (2021: 30 to 90 days) depending on the terms of the contracts.

22. Other Payables

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Other payables	1,172,917	829,323	25,080	260,304
Deposits	60,800	60,800	-	-
Accruals	4,524,630	1,845,003	153,338	82,302
	5,758,347	2,735,126	178,418	342,606

Included in accruals of the Group is an amount of RM2,364,127 (2021: RM1,660,514) related to provision of contract costs payable to sub-contractors.

Included in other payables of the Group is an amount of RM1,019,010 (2021: RM553,237) related to sales and services tax payable.

23. Revenue

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Revenue from contract with customers:				
Construction service contract revenue	47,828,347	49,674,172	-	-
Management fee	-	-	3,600,000	3,555,000
Trading revenue	88,789	245,986	-	-
Rendering of services	12,527	247,937	-	-
	47,929,663	50,168,095	3,600,000	3,555,000
Other revenue:				
Dividends income	-	-	1,950,000	1,800,000
	47,929,663	50,168,095	5,550,000	5,355,000

23. Revenue (Cont'd)

Breakdown of the Group's revenue from contracts with customers:

	Information technology and services	
	2022	2021
	RM	RM
Major goods and services:		
Construction service contract revenue	47,828,347	49,674,172
Trading revenue	88,789	245,986
Rendering of services	12,527	247,937
Total revenue from contract with customers	47,929,663	50,168,095
Geographical market:		
Malaysia	47,929,663	50,168,095

	Group		Company	
	2022	2021	2022	2021
	RM	RM	RM	RM
Timing of revenue recognition:				
At a point in time	101,316	493,923	-	-
Over time	47,828,347	49,674,172	3,600,000	3,555,000
	47,929,663	50,168,095	3,600,000	3,555,000

24. Finance Costs

	Group	
	2022	2021
	RM	RM
Interest expenses on:		
Bank overdraft	22,967	7,940
Bankers' acceptance	7,550	28,239
Lease liabilities	179,446	171,897
Term loans	545,236	311,758
	755,199	519,834

25. Profit before Tax

Profit before tax is derived after charging/(crediting) amongst other, the following items:

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Auditors' remuneration				
- statutory audits	86,804	86,705	40,000	40,000
- non-audit services	7,000	9,000	7,000	9,000
Amortisation of intangible assets	166,276	-	-	-
Depreciation of property, plant and equipment	1,535,819	2,220,309	264,058	271,867
Depreciation of right-of-use assets	1,671,974	1,270,140	-	-
Dividends income	-	(1,480)	-	-
Fair value loss/(gain) on other investments	17,550	(1,001)	-	-
Gain on disposal of property, plant and equipment	-	(2,195)	-	-
Gain on disposal of other investments	-	(27,243)	-	-
Interest income	(97,393)	(107,052)	(51,149)	(43,816)
Impairment losses on investment in subsidiary companies	-	-	100,000	669,940
Payables written back	(260,304)	-	(260,304)	-
Property, plant and equipment written off	892	2	887	2
Rental income	(124,740)	(127,980)	-	-
Gain on termination of lease contract	(254)	-	-	-
Lease expenses relating to short-term leases (a)	42,671	37,895	-	-
Lease expenses relating to low-value assets (a)	141,258	128,340	29,850	27,926
Non-executive Directors' remuneration:				
- fees	362,500	316,250	272,500	226,250
- other emoluments	212,000	176,000	212,000	176,000

25. Profit before Tax (Cont'd)

Profit before tax is derived after charging/(crediting) amongst other, the following items: (Cont'd)

	Group		Company	
	2022	2021	2022	2021
	RM	RM	RM	RM
Net loss/(gain) on impairment of financial assets:				
- Impairment losses on amount due from subsidiary companies	-	-	1,030,529	700,329
- Reversal of impairment losses on amount due from subsidary companies	-	-	(1,755,151)	(2,028,800)

(a) The Group leases a number of premises and equipment with contract terms of not more than one year. These leases are short-term term and leases of low value items. The Group or the Company has elected to apply the recognition exemption under MFRS 16 *Leases*.

26. Taxation

	Group		Company	
	2022	2021	2022	2021
	RM	RM	RM	RM
Tax expenses recognised in profit or loss				
Current tax				
- Current year	1,106,006	1,980,750	6,006	12,750
- Under/(Over) provision in prior years	120,828	837,608	(12,750)	(12,217)
	1,226,834	2,818,358	(6,744)	533
Deferred tax				
- Relating to crystallisation of deferred tax liabilities on revaluation reserve	(59,386)	(39,908)	-	-
	1,167,448	2,778,450	(6,744)	533

26. Taxation (Cont'd)

Malaysian income tax is calculated at the statutory tax rate of 24% (2021: 24%) of the estimated assessable profits for the financial year. Taxation for other jurisdiction is calculated at the rates prevailing in the respective jurisdictions.

A reconciliation of income tax expenses applicable to profit before tax at the statutory tax rate to income tax expenses at the effective income tax of the Group and of the Company are as follows:

	Group		Company	
	2022	**2021**	**2022**	**2021**
	RM	**RM**	**RM**	**RM**
Profit before tax	1,684,832	5,290,587	2,119,315	1,772,503
At Malaysian statutory tax rate of 24% (2021: 24%)	404,360	1,269,741	508,636	425,401
Expenses not deductible for tax purposes	368,444	796,179	377,964	489,002
Income not subject to tax	(61,641)	(936,274)	(950,373)	(918,912)
Deferred tax assets not recognised	808,735	1,156,878	26,330	17,259
Claiming adjusted loss surrender from holding company	-	-	43,449	-
Utilisation of previously unrecognised deferred tax assets	(413,892)	(305,774)	-	-
Relating to crystallisation of deferred tax liabilities on revaluation reserve	(59,386)	(39,908)	-	-
	1,046,620	1,940,842	6,006	12,750
Under/(Over) provision of current tax in prior years	120,828	837,608	(12,750)	(12,217)
	1,167,448	2,778,450	(6,744)	533

26. Taxation (Cont'd)

The Group and the Company have estimated unutilised tax losses and unutilised capital allowances available to carry forward to offset against future taxable profits. The said amounts are subject to approval by the tax authorities.

	Group		Company	
	2022	2021	2022	2021
	RM	RM	RM	RM
Unutilised tax losses	35,422,715	35,624,418	10,628,529	10,550,942
Unutilised capital allowances	5,609,559	4,878,838	2,356,315	2,313,984
	41,032,274	40,503,256	12,984,844	12,864,926

27. Earnings Per Share

(a) Basic earnings per share

The basic earnings per share are calculated based on the consolidated profit for the financial year attributable to owners of the capital company and weighted average number of ordinary shares in issue during the financial year as follows:

	Group	
	2022	2021
	RM	RM
Profit attributable to owners of the Company	520,155	2,530,453
Weighted average number of ordinary shares in issue:		
Issued ordinary shares at 1 July	60,000,000	60,000,000
Effect of treasury shares held	(2,094,800)	(2,094,800)
Weighted average number of ordinary shares at 30 June	57,905,200	57,905,200
Basic earnings per ordinary share (in sen)	0.90	4.37

(b) Diluted earnings per share

The Group has no dilution in their earnings per ordinary share as there are no dilutive potential ordinary shares. There have been no other transactions involving ordinary shares or potential ordinary shares since the end of the financial year and before the authorisation of these financial statements.

28. Dividends

	Group and Company	
	2022	2021
	RM	RM
Dividends recognised as distribution to ordinary shareholders of the Company:		
Interim single-tier dividend of 1.75 sen per ordinary share in respect of the financial year ended 30 June 2022	1,013,341	-
Interim single-tier dividend of 1.75 sen per ordinary share in respect of the financial year ended 30 June 2021	-	1,013,341
	1,013,341	1,013,341

The Directors do not recommend the payment of a final dividend for the current financial year.

29. Staff Costs

	Group		Company	
	2022	2021	2022	2021
	RM	RM	RM	RM
Fee	36,000	36,000	-	-
Salaries, wages and other emoluments	8,296,545	8,574,298	2,068,856	2,018,451
Social security contributions	83,832	87,143	15,392	13,838
Defined contribution plans	943,473	953,360	248,297	242,014
Estimated money value of benefits-in-kind	15,000	27,396	15,000	15,000
	9,374,850	9,678,197	2,347,545	2,289,303

29. Staff Costs (Cont'd)

Included in staff costs is aggregate amount of remuneration received and receivable by the Executive Directors of the Company and of the subsidiary companies during the financial year as below:

	Group		Company	
	2022	**2021**	**2022**	**2021**
	RM	**RM**	**RM**	**RM**
Directors of the Company				
Fee	36,000	36,000	-	-
Salaries and other emoluments	455,000	680,000	455,000	480,000
Social security contributions	923	1,268	923	923
Defined contribution plans	54,600	65,600	54,600	57,600
Estimated money value of benefits-in-kind	15,000	27,396	15,000	15,000
	561,523	810,264	525,523	553,523
Directors of the subsidiary companies				
Salaries and other emoluments	240,000	260,000	-	-
Social security contributions	923	923	-	-
Defined contribution plans	28,800	31,200	-	-
	269,723	292,123	-	-

30. Reconciliation of Liabilities Arising from Financing Activities

The table below show the details changes in the liabilities of the Group and of the Company arising from financing activities, including both cash and non-cash changes:

	At 1 July RM	New lease RM	Financing cash flows (i) RM	Other changes (ii) RM	At 30 June RM
Group					
2022					
Other bank borrowings	4,762,891	-	913,925	-	5,676,816
Lease liabilities	3,226,182	949,400	(1,278,489)	(7,852)	2,889,241
	7,989,073	949,400	(364,564)	(7,852)	8,566,057
2021					
Other bank borrowings	5,268,205	-	(505,314)	-	4,762,891
Lease liabilities	1,701,879	2,723,859	(1,199,556)	-	3,226,182
	6,970,084	2,723,859	(1,704,870)	-	7,989,073
Company					
2022					
Amount due to subsidiary companies	36,043,556	-	(4,617,321)	(724,622)	30,701,613
2021					
Amount due to subsidiary companies	36,810,628	-	561,399	(1,328,471)	36,043,556

(i) The cash flows from loans and borrowings, lease liabilities and amount due to subsidiary companies make up the net amount of proceeds from or repayments of borrowings and inter-company balances in the statements of cash flows.

(ii) Other changes include termination of lease contract and recognition of impairment losses on financial assets.

31. Commitments

	Group 2022 RM	Group 2021 RM
Authorised and contracted for:		
Capital expenditures:		
- Product development costs	563,000	40,000
- Property, plant and equipment	417,320	-
- Right-of-use assets	1,617,000	-
	2,597,320	40,000

32. Financial Guarantees

	Group 2022 RM	Group 2021 RM	Company 2022 RM	Company 2021 RM
Unsecured:				
Bank guarantee for performance bond given to third parties	7,500,313	4,954,773	-	-
Unsecured:				
Financial guarantee given to licensed banks for credit facilities granted to a subsidiary company	-	-	17,485,115	13,135,243

33. Related Party Disclosures

(a) Identifying related parties

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

Related parties also include key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly. The key management personnel comprise the Directors and management personnel of the Group, having authority and responsibility for planning, directing and controlling the activities of the Group entities directly or indirectly.

33. Related Party Disclosures (Cont'd)

(b) Significant related party transactions

Related party transactions have been entered into in the normal course of business under negotiated terms. In addition to the related party balances disclosed elsewhere in the financial statements, the significant related party transactions of the Group and of the Company are as follows:

	Group	
	2022	**2021**
	RM	**RM**
Transactions with a Non-Executive Director		
- Consultancy services fee	275,500	148,500

	Company	
	2022	**2021**
	RM	**RM**
Transactions with subsidiary companies		
- Dividends income receivable	1,950,000	1,800,000
- Interest income	50,378	43,816
- Management fee income	3,600,000	3,555,000

(c) Compensation of key management personnel

The remuneration of key management personnel is same as the Directors' remuneration as included in Note 25 and Note 29 respectively.

34. Segment Information

For management purposes, the Group is organised into business units based on their products and services, and has four reportable segments as follows:

Information technology and services	Provisioning, installation, commissioning, integration and maintenance of information technology products and related services and provisioning of technology for the smart technology industry and for the integrated data centre.
Telecommunications	Provisioning, installation, commissioning and maintenance of power supply equipment for telecommunication systems and integration and maintenance of telecommunication equipment and related services.
Investment holding	Investment holding and provision of management services.
Lifestyle	Involve in lifestyle activities and special interest project.

Management monitors the operating results of its business units separately for the purpose of making decisions about resource allocation and performance assessment. Segment performance is evaluated based on profit or loss and is measured consistently with profit or loss in the consolidated financial statements.

Transactions between segments are carried out on agreed terms between both parties. The effects of such inter-segment transactions are eliminated on consolidation. The measurement basis and classification are consistent with those adopted in the previous financial year.

34. Segment Information (Cont'd)

	Investment holding RM	Information technology and services RM	Lifestyle RM	Tele-communications RM	Total segments RM	Elimination RM	Consolidated RM
2022							
Revenue							
External customers	-	47,449,050	-	480,613	47,929,663	-	47,929,663
Inter-segment	5,550,000	2,467,900	-	1,750,000	9,767,900	(9,767,900)	-
Total revenue	5,550,000	49,916,950	-	2,230,613	57,697,563	(9,767,900)	47,929,663
Segment results							
Interest income	51,149	96,622	-	-	147,771	(50,378)	97,393
Finance costs	-	(805,577)	-	-	(805,577)	50,378	(755,199)
Depreciation and amortisation	(264,058)	(2,826,466)	-	(283,545)	(3,374,069)	-	(3,374,069)
Fair value loss on other investments	-	(17,550)	-	-	(17,550)	-	(17,550)
Other non-cash items	363,431	(718,840)	-	-	(355,409)	94,467	(260,942)
Segment profit/(loss)	2,119,315	2,283,666	(378,930)	1,266,314	5,290,365	(3,605,533)	1,684,832
Segment assets	44,607,519	66,417,556	21,679	23,981,590	135,028,344	(77,522,769)	57,505,575
Included in the measurement of segment assets are:							
Capital expenditure	92,336	1,561,230	-	-	1,653,566	-	1,653,566
Segment liabilities	30,880,031	46,609,054	13,845,215	2,721,631	94,055,931	(64,743,398)	29,312,533

34. Segment Information (Cont'd)

	Investment holding RM	Information technology and services RM	Lifestyle RM	Tele-communications RM	Total segments RM	Elimination RM	Consolidated RM
2021							
Revenue							
External customers	-	45,807,872	-	4,360,223	50,168,095	-	50,168,095
Inter-segment	5,355,000	2,094,000	-	-	7,449,000	(7,449,000)	-
Total revenue	5,355,000	47,901,872	-	4,360,223	57,617,095	(7,449,000)	50,168,095
Results							
Interest income	43,816	107,052	-	-	150,868	(43,816)	107,052
Finance costs	-	(563,650)	-	-	(563,650)	43,816	(519,834)
Dividends income	-	1,480	-	-	1,480	-	1,480
Depreciation	(271,867)	(2,975,609)	-	(242,973)	(3,490,449)	-	(3,490,449)
Fair value gain on other investments	-	1,001	-	-	1,001	-	1,001
Other non-cash items	658,529	(2,936,048)	-	4,500	(2,273,019)	2,302,455	29,436
Segment profit/(loss)	1,772,503	3,916,241	(470,577)	(430,035)	4,788,132	502,455	5,290,587
Segment assets	49,000,932	64,820,369	127,264	26,709,701	140,658,266	(91,309,491)	49,348,775
Included in the measurement of segment assets are:							
Capital expenditure	43,670	3,837,787	-	4,400	3,885,857	-	3,885,857
Segment liabilities	36,386,162	47,300,745	13,571,870	7,087,054	104,345,831	(78,435,653)	25,910,178

34. Segment Information (Cont'd)

Adjustments and eliminations

Inter-segment revenues are eliminated on consolidation.

Current taxes, deferred taxes and certain financial assets and liabilities are not allocated to those segments as they are also managed on a group basis.

Capital expenditure consists of additions of property, plant and equipment, intangible assets and right-of-use assets.

Other non-cash items consist of the following as presented on the respective notes to the financial statements:

	Group	
	2022	**2021**
	RM	**RM**
Gain on disposal of property, plant and equipment	-	2,195
Gain on disposal of other investments	-	27,243
Gain on termination of lease contract	254	-
Payable written off	(260,304)	-
Property, plant and equipment written off	(892)	(2)
	(260,942)	29,436

Geographic information

	Revenue		Non-current assets	
	2022	**2021**	**2022**	**2021**
	RM	**RM**	**RM**	**RM**
Group				
Malaysia	47,929,663	50,168,095	32,482,867	27,322,038

Non-current assets for this purpose consist of property, plant and equipment, right-of-use assets, intangible assets and other investments.

Major customers

Revenue from major customers, the Government Ministries and Departments, Local Authorities or government linked companies under of Government of Malaysia amount to RM46,280,910 (2021: RM45,639,037), arising from sales in the information technology and services segment.

35. Financial Instruments

(a) Classification of financial instruments

Financial assets and financial liabilities are measured on an ongoing basis either at fair value or at amortised cost. The principal accounting policies in Note 3 describe how the classes of financial instruments are measured, and how income and expense, including fair value gains and losses, are recognised.

The following table analyses the financial assets and liabilities in the statements of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis:

Group	At amortised cost RM	At FVTPL RM	Total RM
2022			
Financial assets			
Other investments	-	10,350	10,350
Trade receivables	21,162,338	-	21,162,338
Other receivables	274,623	-	274,623
Deposits, bank and cash balances	3,062,340	-	3,062,340
	24,499,301	10,350	24,509,651
Financial liabilities			
Loans and borrowings	7,825,843	-	7,825,843
Lease liabilities	2,889,241	-	2,889,241
Trade payables	5,396,524	-	5,396,524
Other payables	4,739,337	-	4,739,337
	20,850,945	-	20,850,945
2021			
Financial assets			
Other investments	-	27,900	27,900
Trade receivables	7,013,887	-	7,013,887
Other receivables	355,483	-	355,483
Deposits, bank and cash balances	10,231,938	-	10,231,938
	17,601,308	27,900	17,629,208
Financial liabilities			
Loans and borrowings	4,762,891	-	4,762,891
Lease liabilities	3,226,182	-	3,226,182
Trade payables	6,869,904	-	6,869,904
Other payables	2,181,889	-	2,181,889
	17,040,866	-	17,040,866

35. Financial Instruments (Cont'd)

(a) Classification of financial instruments (Cont'd)

The following table analyses the financial assets and liabilities in the statements of financial position by the class of financial instruments to which they are assigned, and therefore by the measurement basis: (Cont'd)

Company	**At amortised cost RM**	**At FVTPL RM**	**Total RM**
2022			
Financial assets			
Other receivables	54,633	-	54,633
Dividends receivable	2,150,000	-	2,150,000
Deposits, bank and cash balances	344,175	-	344,175
	2,548,808	-	2,548,808
Financial liabilities			
Other payables	178,418	-	178,418
Amount due to subsidiary companies	30,701,613	-	30,701,613
	30,880,031	-	30,880,031
2021			
Financial assets			
Other receivables	53,954	-	53,954
Amount due from subsidiary companies	1,496,836	-	1,496,836
Dividends receivable	4,800,000	-	4,800,000
Deposits, bank and cash balances	333,722	-	333,722
	6,684,512	-	6,684,512
Financial liabilities			
Other payables	342,606	-	342,606
Amount due to subsidiary companies	36,043,556	-	36,043,556
	36,386,162	-	36,386,162

35. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies

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

The following sections provide details regarding the Group's exposure to the above-mentioned financial risks and the objectives, policies, processes for the management of these risks.

(i) Credit risk

Credit risk is the risk of a financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises primally from its receivables from customers and deposits with banks and financial institutions. The Company's exposure to credit risk arises principally from advances to subsidiary companies and financial guarantees given to banks for credit facilities granted to a subsidiary company. There are no significant changes as compared to previous financial year.

The Group has adopted a policy of only dealing with creditworthy counterparties. Management has a credit policy in place to control credit risk by dealing with creditworthy counterparties and deposits with banks and financial institutions with good credit rating. The exposure to credit risk is monitored on an ongoing basis and action will be taken for long outstanding debts.

The Company provides unsecured advances to subsidiary companies. It also provides unsecured financial guarantees to banks for banking facilities granted to a subsidiary company. The Company monitors on an ongoing basis the results of the subsidiary companies and repayments made by the subsidiary companies, where risks of default have been assessed to be low.

At each reporting date, the Group and the Company assess whether any of the receivables and contract assets are credit impaired.

The gross carrying amounts of credit impaired trade receivables and contract assets are written off (either partial or full) when there is no realistic prospect of recovery. This is generally the case when the Group or the Company determines that the debtor does not have assets or sources of income that could generate sufficient cash flows to repay the amounts subject to the write-off. Nevertheless, trade receivables and contract assets that are written off could still be subject to enforcement activities.

35. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies (Cont'd)

(i) Credit risk (Cont'd)

The carrying amounts of the financial assets recorded on the statements of financial position at the end of the financial year represent the Group's and the Company's maximum exposure to credit risk except for financial guarantees provided to banks for banking facilities granted to a subsidiary company.

The Company's maximum exposure in this respect is RM17,485,115 (2021: RM13,135,243), representing the outstanding banking facilities to a subsidiary company as at the end of the reporting period. There was no indication that the subsidiary company would default on repayment as at the end of the reporting period.

There are no significant changes as compared to previous financial year.

As at the end of the financial year, the Group had 2 customers (2021: 2 customers) accounted for approximately 96% (2021: 85%) of all the receivables outstanding.

(ii) Liquidity risk

Liquidity risk refers to the risk that the Group or the Company will encounter difficulty in meeting its financial obligations as they fall due. The Group's and the Company's exposure to liquidity risk arises primarily from mismatches of the maturities of financial assets and liabilities.

The Group's and the Company's funding requirements and liquidity risk are managed with the objective of meeting business obligations on a timely basis. The Group finances its liquidity through internally generated cash flows and minimises liquidity risk by keeping committed credit lines available.

The following table analyses the remaining contractual maturity for financial liabilities. The tables have been drawn up based on the undiscounted cash flows of financial liabilities based on the earliest date on which the Group and the Company can be required to pay.

35. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies (Cont'd)

(ii) Liquidity risk (Cont'd)

Group	On demand or within 1 year RM	1 to 2 years RM	2 - 5 years RM	After 5 years RM	Total contractual cash flows RM	Total carrying amount RM
2022						
Non-derivative financial liabilities						
Term loans	553,380	553,380	1,660,140	7,411,761	10,178,661	4,676,816
Lease liabilities	1,160,444	1,604,571	412,540	-	3,177,555	2,889,241
Bank overdraft	2,149,027	-	-	-	2,149,027	2,149,027
Bankers' acceptance	1,000,000	-	-	-	1,000,000	1,000,000
Trade and other payables	10,135,861	-	-	-	10,135,861	10,135,861
Financial guarantee liabilities *	7,500,313	-	-	-	7,500,313	-
	22,499,025	2,157,951	2,072,680	7,411,761	34,141,417	20,850,945
2021						
Non-derivative financial liabilities						
Term loans	584,760	584,760	1,754,728	8,047,048	10,971,296	4,656,891
Lease liabilities	1,403,439	1,409,600	784,575	-	3,597,614	3,226,182
Bankers' acceptance	106,000	-	-	-	106,000	106,000
Trade and other payables	9,051,793	-	-	-	9,051,793	9,051,793
Financial guarantee liabilities *	4,954,773	-	-	-	4,954,773	-
	16,100,765	1,994,360	2,539,303	8,047,048	28,681,476	17,040,866

35. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies (Cont'd)

(ii) Liquidity risk (Cont'd)

	On demand or within 1 year RM	Total contractual cash flows RM	Total carrying amount RM
Company			
2022			
Non-derivative financial liabilities			
Other payables	178,418	178,418	178,418
Amount due to subsidiary companies	30,701,613	30,701,613	30,701,613
Financial guarantee liabilities *	17,485,115	17,485,115	-
	48,365,146	48,365,146	30,880,031
2021			
Non-derivative financial liabilities			
Other payables	342,606	342,606	342,606
Amount due to subsidiary companies	36,043,556	36,043,556	36,043,556
Financial guarantee liabilities *	13,135,243	13,135,243	-
	49,521,405	49,521,405	36,386,162

* *Based on the maximum amount that can be called for under the financial guarantee contracts.*

The Company provides unsecured financial guarantee to banks in respect of credit facilities granted to a subsidiary company and monitors on an ongoing basis the performance of the subsidiary company. At the end of the financial year, there was no indication that the subsidiary company would default on repayment.

Financial guarantee has not been recognised since the fair value on initial recognition was deemed not material and the probability of the subsidiary company defaulting on its credit facilities is remote.

35. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies (Cont'd)

(iii) Market risk

Interest rate risk

The Group's and the Company's fixed rate deposits placed with licensed banks and financial institutions and borrowings are exposed to a risk of change in their value due to changes in interest rates. The Group's and the Company's variable rate borrowings are exposed to a risk of change in cash flows due to changes in interest rates.

The Group manages the interest rate risk of its deposits with licensed banks and financial institutions by placing them at the most competitive interest rates obtainable, which yield better returns than cash at bank and maintaining a prudent mix of short and long-term deposits.

The Group manages its interest rate risk exposure from interest bearing borrowings by obtaining financing with the most favourable interest rates in the market. The Group constantly monitors its interest rate risk by reviewing its debts portfolio to ensure favourable rates are obtained. The Group does not utilise interest swap contracts or other derivative instruments for trading or speculative purposes.

The interest rate profile of the Group's and of the Company's significant interest-bearing financial instruments, based on carrying amounts as the end of the reporting period was:

	2022	**2021**
	RM	**RM**
Group		
Fixed rate instruments		
Financial asset	1,032,123	5,535,655
Financial liabilities	(3,889,241)	(3,332,182)
	(2,857,118)	2,203,473
Floating rate instrument		
Financial liability	(6,825,843)	(4,656,891)
Company		
Fixed rate instrument		
Financial assets	1,777,394	310,829

35. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies (Cont'd)

(iii) Market risk (Cont'd)

Interest rate risk (Cont'd)

Interest rate risk sensitivity analysis

Fair value sensitivity analysis for fixed rate instruments

The Group and the Company do not account for any fixed rate financial assets and liabilities at fair value through profit or loss. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

Cash flow sensitivity analysis for floating rate instruments

A change in 1% interest rate at the end of the reporting period would have increased/(decreased) the Group's profit before tax by RM68,258 (2021: RM46,569), arising mainly as a result of lower/higher interest expense on floating rate loans and borrowings. This analysis assumes that all other variables remain constant. The assumed movement in basis points for interest rate sensitivity analysis is based on the currently observable market environment.

(c) Fair value of financial instruments

The carrying amounts of short-term receivables and payables, cash and cash equivalents and short-term borrowings approximate their fair value due to the relatively short-term nature of these financial instruments and insignificant impact of discounting.

It was not practicable to estimate the fair value of investment in unquoted equity due to the lack of comparable quoted prices in an active market and the fair value cannot be reliably measured.

35. Financial Instruments (Cont'd)

(c) Fair value of financial instruments (Cont'd)

The table below analyses financial instruments carried at fair value and those not carried at fair value for which fair value is disclosed, together with their fair values and carrying amounts shown in the statements of financial position.

	Fair value of financial instruments carried at fair value				Fair value of financial instruments not carried at fair value				Total fair value	Carrying amount
	Level 1 RM	Level 2 RM	Level 3 RM	Total RM	Level 1 RM	Level 2 RM	Level 3 RM	Total RM	RM	RM
Group										
2022										
Financial asset										
Quoted shares	10,350	-	-	10,350	-	-	-	-	10,350	10,350
Financial liability										
Term loans	-	-	-	-	-	4,676,816	-	4,676,816	4,676,816	4,676,816
2021										
Financial asset										
Quoted shares	27,900	-	-	27,900	-	-	-	-	27,900	27,900
Financial liability										
Term loans	-	-	-	-	-	4,656,891	-	4,656,891	4,656,891	4,656,891

35. Financial Instruments (Cont'd)

(c) Fair value of financial instruments (Cont'd)

(i) Policy on transfer between levels

The fair value of an asset to be transferred between levels is determined as of the date of the event or change in circumstances that caused the transfer.

There were no transfers between levels during current and previous financial years.

(ii) Level 1 fair value

Level 1 fair value is derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.

(iii) Level 2 fair value

Level 2 fair value is estimated using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Non-derivative financial instruments

Fair value, which is determined for disclosure purposes, is calculated based on the present value of future principal and interest cash flows, discounted at the market rate of interest at the end of the reporting period.

(iv) Level 3 fair value

Level 3 fair value for the financial assets and liabilities are estimated using unobservable inputs.

36. Capital Management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

36. Capital Management (Cont'd)

The Group monitors capital using a gearing ratio. The Group's policy is to maintain a prudent level of gearing ratio that complies with debt covenants and regulatory requirements. The gearing ratio at the end of the reporting period are as follows:

	Group	
	2022	**2021**
	RM	**RM**
Total loans and borrowings	7,825,843	4,762,891
Lease liabilities	2,889,241	3,226,182
Less: Deposits, bank and cash balances	(3,062,340)	(10,231,938)
Net debts	7,652,744	(2,242,865)
Total equity	28,193,042	23,438,597
Gearing ratio (times)	0.27	N/A

N/A - the gearing ratio is not applicable as the Group has sufficient deposits, bank and cash balances to settle the liabilities as at financial year end.

There were no changes in the Group's approach to capital management during the financial year.

37. Date of Authorisation for Issue

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 4 October 2022.

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PROXY FORM

Number of shares held :
CDS Account No :

I/We ______________________ NRIC/Company No. ______________________
of ______________________
______________________ being a member / members of Edaran Berhad,
hereby appoint ______________________ NRIC No. ______________________
of ______________________
or in his absence, ______________________ NRIC No. ______________________
of ______________________

as my/our proxy to vote for me/us on my/our behalf at the Thirtieth Annual General Meeting of Edaran Berhad to be held and conducted on virtual basis through live streaming from the Broadcast Venue and online remote voting via the online meeting platform at https://meeting.boardroomlimited.my to be provided by Boardroom Share Registrars Sdn Bhd on Wednesday, 30 November 2022 at 10.00 a.m. and at any adjournment thereof.

My / Our proxy is to vote as indicated below :

	RESOLUTIONS	FOR	AGAINST
RESOLUTION 1	To re-elect a Director retiring under Article 101 of the Company's Articles of Association: • **Dato' Abdul Malek Ahmad Shazili**		
RESOLUTION 2	To re-elect a Director retiring under Article 101 of the Company's Articles of Association: • **Encik Ahmad Yasri Mohd Hashim @ Mohd Hassan**		
RESOLUTION 3	To re-elect a Director retiring under Article 101 of the Company's Articles of Association: • **Encik Md Arif Haji Hasan**		
RESOLUTION 4	To approve the payment of Directors' Fees for an aggregate amount of up to RM390,000.00 to the Non-Executive Directors for the period from 1 December 2022 until the conclusion of the next Annual General Meeting of the Company.		
RESOLUTION 5	To approve the payment of Directors' Benefits (excluding Directors' fee) for an aggregate amount of up to RM280,000.00 to the Non-Executive Directors for the period from 1 December 2022 until the conclusion of the next Annual General Meeting of the Company.		
RESOLUTION 6	To re-appoint Messrs. TGS TW as Auditors of the Company and to authorise the Directors to fix their remuneration.		
RESOLUTION 7	To give authority to the Directors to issue shares under Sections 75 and 76 of the Companies Act, 2016.		
RESOLUTION 8	To give an approval to a Director who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, to continue to act as an Independent Non-Executive Director of the Company: • **Dato' Abdul Halim Abdullah**		
RESOLUTION 9	To give an approval to a Director who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, to continue to act as an Independent Non-Executive Director of the Company: • **Datuk Emam Mohd Haniff Emam Mohd Hussain**		
RESOLUTION 10	To give an approval to a Director who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, to continue to act as an Independent Non-Executive Director of the Company: • **Dato' Hj Abdul Hamid Mustapha**		
RESOLUTION 11	To give an approval to a Director who has served as an Independent Non-Executive Director of the Company for a cumulative term of more than nine years, to continue to act as an Independent Non-Executive Director of the Company: • **Dato' Abdul Malek Ahmad Shazili**		

(Please indicate with an "X" in the spaces provided how you wish to cast your votes. If you do not do so, the Proxy will vote or abstain from voting at his/her discretion.)

Signed this ______________ day of ______________ 2022

____
Signature of Member / Common Seal

NOTES :

1. A member entitled to attend and vote at the Annual General Meeting is entitled to appoint any person or persons, whether a member or not, as his/her proxy or proxies to attend and vote in his/her stead without limitation. Where a member appoints two (2) or more proxies, the member shall specify the proportion of the member's shareholding to be represented by each proxy.
2. Only members registered in the Record of Depositors on or before 5.00 p.m. as at 23 November 2022 shall be eligible to attend the meeting or appoint a proxy to attend and/or vote on such depositor's behalf.
3. A corporation or a corporation sole or a statutory corporation may appoint any person as its representative.
4. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing and if such appointer is a corporation, corporation sole or a statutory corporation; either under its common seal or the hand of its officers or attorney duly authorised and shall be deposited together with the power of attorney (if any) under which it is signed or an office copy or notarially certified copy thereof and shall be deposited at the Registered Office, 33-1 Jalan 2/76C, Desa Pandan, 55100 Kuala Lumpur or via electronic means through the Boardroom Smart Investor Portal at https://investor.boardroomlimited.com (Please follow the procedures as stipulated in the Administrative Guide, attached with this Booklet) not less than forty eight (48) hours before the time for holding this General Meeting or any adjournment thereof.
5. The signature to the instrument appointing the proxy executed outside Malaysia must be attested by a Solicitor, Notary Public, Consul or a Magistrate.

Fold this flap for sealing

Then fold here

AFFIX
STAMP

THE COMPANY SECRETARY
EDARAN BERHAD
No. 33-1 Jalan 2/76C
Desa Pandan
55100 Kuala Lumpur

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edaran

Business Office:

No. 2, Jalan 4/76C
Desa Pandan
55100 Kuala Lumpur

Tel : (6) 03-9206 7200
Fax : (6) 03-9284 3531

www.edaran.com

Registered Office:

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55100 Kuala Lumpur

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