

FORWARD

WITH CONFIDENCE



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69th

ANNUAL GENERAL MEETING



Wednesday, 15 July 2026



10:00 AM



**Exhibition Hall 8A, Level 4,
Kuala Lumpur Convention Centre, Kuala
Lumpur City Centre, 50088 Kuala Lumpur,
Malaysia**

AGILE





NOTICE OF SIXTY-NINTH (69TH) ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Sixty-Ninth ("69th") Annual General Meeting ("AGM") of the Company will be physically held at Exhibition Hall 8A, Level 4, Kuala Lumpur Convention Centre, Kuala Lumpur City Centre, 50088 Kuala Lumpur, Malaysia on Wednesday, 15 July 2026 at 10:00 a.m., or any adjournment thereof, to transact the following business:-

AGENDA

AS ORDINARY BUSINESS:

- | | |
|--|---|
| 1. To receive the Audited Financial Statements of the Company for the financial year ended 31 January 2026 together with the Directors' and Auditors' reports thereon. | <i>[Please refer to Note A]</i> |
| 2. To approve the payment of Directors' fees amounting to RM544,900 for the financial year ended 31 January 2026. | Ordinary Resolution 1
<i>[Please refer to Note B]</i> |
| 3. To approve the payment of Directors' fees up to an amount of RM773,500 for the period from 1 February 2026 until the conclusion of the next Annual General Meeting of the Company to be held in 2027. | Ordinary Resolution 2
<i>[Please refer to Note B]</i> |
| 4. To approve the payment of Directors' benefits payable up to an amount of RM60,000 for the period from 16 July 2026 until the conclusion of the next Annual General Meeting of the Company to be held in 2027. | Ordinary Resolution 3
<i>[Please refer to Note B]</i> |
| 5. To re-elect Tan Sri Dato' Seri Shahril bin Shamsuddin, who retires by rotation in accordance with Clause 116 of the Company's Constitution and, being eligible, offers himself for re-election. | Ordinary Resolution 4
<i>[Please refer to Note C]</i> |
| 6. To re-elect Encik Reza bin Abdul Rahim, who retires by rotation in accordance with Clause 116 of the Company's Constitution and, being eligible, offers himself for re-election. | Ordinary Resolution 5
<i>[Please refer to Note C]</i> |
| 7. To re-appoint Ernst & Young PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration. | Ordinary Resolution 6
<i>[Please refer to Note D]</i> |

NOTICE OF SIXTY-NINTH (69TH) ANNUAL GENERAL MEETING

AS SPECIAL BUSINESS:

8. **Authority to Allot and Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016**

"THAT subject always to the Companies Act 2016 ("**the Act**"), the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad ("**Bursa Securities**") and any other relevant governmental and/or regulatory authorities, the Directors of the Company be and are hereby empowered pursuant to Sections 75 and 76 of the Act, to allot and issue shares in the capital of the Company at any 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 always that the aggregate number of shares to be issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company (excluding treasury shares, if any) for the time being;

THAT pursuant to Section 85 of the Act, read together with Clause 14 of the Constitution of the Company, approval be and is hereby given to waive the statutory pre-emptive rights of the shareholders of the Company to be offered new shares ranking equally to the existing issued shares arising from issuance of new shares pursuant to this Mandate.

AND THAT the Directors be and are so empowered to obtain the approval from Bursa Securities for the listing of and quotation for the additional shares to be issued and **THAT** such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next Annual General Meeting of the Company unless revoked or varied by ordinary resolution of the Company at a general meeting;

AND FURTHER THAT the new shares to be issued shall, upon allotment and issuance, rank equally in all respects with the existing shares of the Company, save and except that they shall not be entitled to any dividends, rights, allotments and/or any other forms of distribution that may be declared, made or paid before the date of allotment of such new shares."

9. To transact any other business of which due notice shall have been given in accordance with the Act and the Company's Constitution.

BY ORDER OF THE BOARD

TAI YIT CHAN (MAICSA 7009143) (SSM PC NO. 202008001023)
CHIN CHOOI WEI (MAICSA 7062555) (SSM PC NO. 202308000544)
 Company Secretaries

Selangor Darul Ehsan
 29 May 2026

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Ordinary Resolution 7

[Please refer to Note E]

NOTICE OF SIXTY-NINTH (69TH) ANNUAL GENERAL MEETING

EXPLANATORY NOTES ON THE ORDINARY AND SPECIAL BUSINESS:

A. Audited Financial Statements

This Agenda item is meant for discussion only as the provision of Section 340(1)(a) of the Act does not require formal approval of the shareholders for the Audited Financial Statement. Hence, this Agenda item is not put forward for voting.

B. Payment of Directors' Fees and Benefits Payable

Section 230(1) of the Companies Act 2016 provides that the fees of the Directors and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting.

Ordinary Resolution 1 seeks shareholders' approval for the payment of Directors' fees amounting to RM544,900 for the financial year ended 31 January 2026. The Directors' fees, upon approval, will be payable on a lump sum basis.

Ordinary Resolution 2 seeks shareholders' approval for the payment of Directors' fees up to an amount of RM773,500 for the period from 1 February 2026 until the conclusion of the next AGM of the Company to be held in 2027. The Directors' fees, upon approval, will be paid on a monthly basis.

The proposed Directors' fees structure is as follows:

Annual Directors' Fees	Chairman	Senior Independent Director	Members
Board of Directors ("Board")	RM118,000	RM66,000	RM59,000
Board Audit and Risk Committee ("BARC")	RM30,000	-	RM24,000
Board Nomination and Remuneration Committee ("BNRC")	RM20,000	-	RM14,000

Under Ordinary Resolution 3, the proposed Directors' benefits payable comprised of meeting allowance and other benefits.

The total estimated amount of Directors' benefits payable is calculated based on the number of scheduled Board and Board Committee meetings from 16 July 2026, being the day after the 69th AGM, until the next AGM and other benefits.

If the proposed Directors' benefits payable during the above period exceeds the estimated amount sought at the 69th AGM, approval will be sought at the next AGM for additional Directors' benefits payable to meet the shortfall, before the payment is made.

C. Re-election of Directors

The performance and effectiveness of each Director standing for re-election have been evaluated through the Board's annual assessment process. The BNRC has also conducted an assessment on the fitness and properness of the retiring Directors, including the review of their fit and proper assessment declarations in accordance with the Directors' Fit and Proper Policy of the Company.

Based on these evaluations, the BNRC and the Board are satisfied with the performance, effectiveness and fitness of Tan Sri Dato' Seri Shahril bin Shamsuddin and Encik Reza bin Abdul Rahim, both of whom are retiring as Directors, and being eligible, have offered themselves for re-election at the 69th AGM.

The profiles of the Directors standing for re-election are set out in the Directors' Profiles section of the 2026 Annual Report.

NOTICE OF SIXTY-NINTH (69TH) ANNUAL GENERAL MEETING

D. Re-appointment of Auditors

The BARC had assessed the suitability, objectivity, and independence of the External Auditors and recommended the re-appointment of Ernst & Young PLT as External Auditors of the Company for the financial year ending 31 January 2027. The Board, having reviewed the BARC's recommendation, concurred with the proposal and endorsed the re-appointment to be tabled for shareholders' approval at the forthcoming 69th Annual General Meeting of the Company under Ordinary Resolution 6.

E. Authority to Allot and Issue Shares Pursuant to Sections 75 and 76 of the Act

This is the renewal of the mandate obtained from the members at the last AGM held on 26 June 2025 ("**the Previous Mandate**"). The Previous Mandate was not utilised and accordingly, no proceeds were raised.

The Company wishes to obtain the mandate on the authority to issue shares of not more than 10% of the total issued shares capital for the time being pursuant to the Act at the forthcoming 69th AGM of the Company (hereinafter referred to as the "**General Mandate**").

The proposed General Mandate seeks to provide the Directors of the Company with the authority and flexibility to issue and allot new shares in the Company at any time, to such persons and upon such terms and conditions as the Directors may, in their absolute discretion, deem fit, without the need to convene a general meeting for shareholders' approval. This would allow the Company to respond promptly to business opportunities and market conditions, thereby reducing administrative time and costs associated with convening additional general meetings.

The General Mandate, if approved, may be utilised for fundraising activities, including but not limited to further placements of shares to finance current and/or future projects, working capital requirements, potential acquisitions, investments, or for the issuance of shares as consideration for asset purchases or such other purposes as the Directors may consider to be in the best interests of the Company.

This authority, unless revoked or varied by the Company at a general meeting, shall remain in force until the conclusion of the next Annual General Meeting.

NOTES:

1. This is a physical AGM. Shareholders and/or proxies are invited to attend **in-person** only.
2. In respect of deposited securities, only members whose names appear on the Record of Depositors as at **8 July 2026** (General Meeting Record of Depositors) shall be entitled to participate, speak and vote at this Meeting.
3. A member of the Company who is entitled to participate and vote at the meeting, shall be entitled to appoint more than one (1) proxy to participate, speak and vote in his stead. Where a member appoints more than one (1) proxy in relation to a meeting, the member shall specify the proportion of his/her shareholdings to be represented by each proxy, failing which the appointment shall be invalid.
4. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy without limitation. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at the meeting shall have the same rights as the member to participate, speak and vote at the meeting.
5. The instrument appointing a proxy shall be in writing under the hand of the member or of his attorney duly authorised in writing or, if the member is a corporation, shall either be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.

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NOTICE OF SIXTY-NINTH (69TH) ANNUAL GENERAL MEETING

6. Where a member of the Company is an Exempt Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.

7. Publication of Notice of 69th AGM on corporate website

Pursuant to Section 320(2) of the Act, a copy of this Notice together with the proxy form and Administrative Guide, are available at the corporate website of the Company at <http://www.sapura-resources.com>.

8. Appointment of Proxy(ies)

The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd. of 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time appointed for holding the meeting, i.e., not later than 13 July 2026 at 10:00 a.m. or adjournment thereof.

9. Alternatively, the proxy form can be deposited electronically through the Share Registrar's website, Boardroom Smart Investor Online Portal at <https://investor.boardroomlimited.com> to login and deposit your proxy form electronically not less than forty-eight (48) hours before the time appointed for holding the meeting or adjournment thereof.

The lodging of the Proxy Form does not preclude any shareholder from participating and voting at the meeting should any shareholder subsequently wish to do so, provided that a Notice of Termination of Authority to act as Proxy is given to the Company and deposited at the office of Share Registrar of the Company, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than twenty-four (24) hours before the time stipulated for holding the meeting or any adjournment thereof.

All resolutions set out in the Notice of the Meeting are to be voted by poll voting as per paragraph 8.29A(1) of the MMLR of Bursa Securities via the RPV facilities.

10. Corporate Representatives

As an alternative to the appointment of a proxy, a corporate member may appoint its corporate representative to attend the 69th AGM pursuant to Section 333 of the Act. For this purpose and pursuant to Section 333(5) of the Act, the corporate member shall be provided a certificate under its common seal as prima facie evidence of the appointment of the corporate representative.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to participate, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

CHAIRMAN'S STATEMENT



Encik Ahmad Jauhari bin Yahya
Chairman

CHAIRMAN'S STATEMENT

On behalf of the Board of Directors of Sapura Resources Berhad ("the Board"), I am honoured to present our Annual Report for the financial year ended 31 January 2026 ("FYE2026").

FYE2026 marked the beginning of our efforts to recover from the challenging period we experienced in FYE2025. I wrote to you, our shareholders, in last year's annual report that our focus for FYE2026 was firmly on the future; to rebuild trust, reinforce governance, and ensure the long-term sustainability of the Company. The Board and Management developed and initiated the execution of a recovery plan for all businesses across the Group to affect a turnaround, and I am pleased to inform you that the Group reported a profit after tax of RM7.2 million for FYE2026.

Business Segment Highlights

Our Property segment saw encouraging progress, particularly at Menara Permata Sapura, which has achieved a strong occupancy rate of 95%. However, the departure of the anchor tenant at Sapura@Mines on 31 March 2025 has resulted in tenancy challenges which we are actively working to address. Our property assets in Jalan Tandang and Jalan 219 continue to enjoy full tenancy.

Aviation Services showed improved results due to enhanced operational efficiency, closure of non-sustainable businesses and implementation of cost reduction initiatives. Our business development efforts are also showing progress, with the onboarding of high-activity clients and the initiation of our expansion beyond Subang. We continue to be confident of the ability of this business to perform and deliver results.

The Group's joint ventures and associate company have shown performance improvements as a result of Management's close involvement and monitoring of their operations and their respective turnaround efforts.

With the adoption of fair-value accounting in FYE2026, our financials now better reflect the value of our assets and provide a more relevant measure of our performance.

As a whole, the Board is confident that we now have the right leadership, enhanced governance, and discipline in execution to strengthen and position the Group for future success.

Looking Forward

Whilst this year's results are positive, we must remain focused on the turnaround and growth initiatives for us to achieve our objectives. I continue to urge our shareholders to support the Board and Management through this time, and as I stressed last year; ask the necessary questions, expect transparency and demand performance from Management and the Board, as we navigate the future together.

Thank you for your continued trust and support.

Encik Ahmad Jauhari bin Yahya
Chairman

FINANCIAL HIGHLIGHTS

Revenue

RM59.48 million

↓ FYE2025:
RM82.93 million

Profit/(Loss) Attributable to Equity Holders of the Company

RM7.24 million

↑ FYE2025:
(RM1.39 million)

Shareholders' Equity

RM386.39 million

↑ FYE2025:
RM379.18 million

Basic/Diluted Earnings/(Loss) per Share

2.79 sen

↑ FYE2025:
(0.73 sen)

Net Assets per Share

RM1.49/share

↑ FYE2025:
RM1.46/share

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CORPORATE INFORMATION

BOARD OF DIRECTORS

ENCIK AHMAD JAUHARI BIN YAHYA

Non-Independent Non-Executive Chairman

TAN SRI DATO' SERI SHAHRIL BIN SHAMSUDDIN

Non-Independent Non-Executive Director

MR. ANDREW HENG

Senior Independent Non-Executive Director

DR. YAP LANG LING

Independent Non-Executive Director

PUAN AIZA AZREEN BINTI AHMAD

Independent Non-Executive Director

PUAN NIK AISYAH AMIRAH BINTI MANSOR

Non-Independent Non-Executive Director

ENCIK REZA BIN ABDUL RAHIM

Executive Director/Chief Executive Officer

DATUK MEGAT ABDUL MUNIR BIN MEGAT ABDULLAH RAFAIE

(Alternate Director to Tan Sri Dato' Seri Shahril bin Shamsuddin)

Non-Independent Non-Executive Director

BOARD AUDIT AND RISK COMMITTEE

Mr. Andrew Heng (Chairman)
Dr. Yap Lang Ling
Puan Nik Aisyah Amirah binti Mansor

BOARD NOMINATION AND REMUNERATION COMMITTEE

Dr. Yap Lang Ling (Chairperson)
Mr. Andrew Heng
Puan Aiza Azreen binti Ahmad

INVESTOR RELATIONS SAPURA RESOURCES BERHAD

Mail to:
Sapura@Mines
No. 7 Jalan Tasik
The Mines Resort City
43300 Seri Kembangan
Selangor Darul Ehsan
Email :
investor.relations.srb@sapura.com.my

WEBSITE

www.sapura-resources.com

COMPANY SECRETARIES

Tai Yit Chan (MAICSA 7009143)
SSM PC No. 202008001023
Chin Chooi Wei (MAICSA 7062555)
SSM PC No. 202308000544

PRINCIPAL SOLICITOR

Robert Low + Ooi

PRINCIPAL BANKERS

CIMB Bank Berhad
Malayan Banking Berhad

REGISTERED OFFICE

Sapura@Mines
No. 7 Jalan Tasik
The Mines Resort City
43300 Seri Kembangan
Selangor Darul Ehsan
Tel : 603-8949 7000
Fax : 603-8949 7046

AUDITORS

Ernst & Young PLT
Chartered Accountants
Level 23A, Menara Milenium
Jalan Damanlela
Pusat Bandar Damansara
50490 Kuala Lumpur
Tel : 603-7495 8000
Fax : 603-2095 9076/78

INTERNAL AUDITORS

KPMG Management & Risk Consulting
Sdn. Bhd.
10th Floor, KPMG Tower
No. 8, First Avenue
Bandar Utama
47800 Petaling Jaya
Selangor Darul Ehsan
Fax : 603-7721 3399

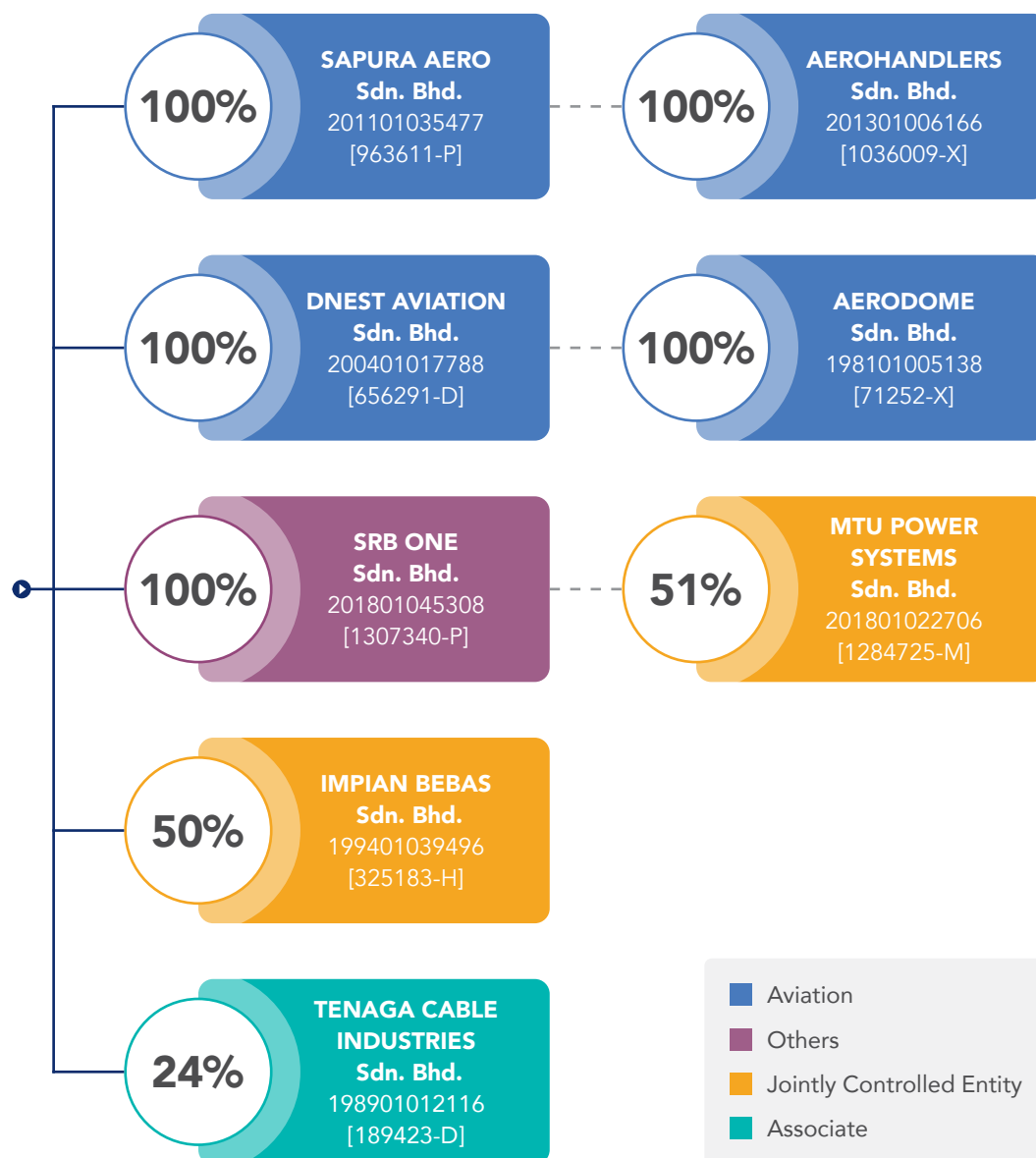
SHARE REGISTRAR

Boardroom Share Registrars Sdn. Bhd.
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan
Tel : 603-7890 4700
Fax : 603-7890 4670

STOCK EXCHANGE LISTING

Main Market
Bursa Malaysia Securities Berhad
Stock Name : SAPRES
Stock Code : 4596

CORPORATE STRUCTURE



Note: The above structure represents the Group's active entities as at 30 April 2026. Dormant or non-operational companies are excluded.

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RESOURCEFUL





MANAGEMENT DISCUSSION AND ANALYSIS

MESSAGE FROM THE CHIEF EXECUTIVE OFFICER



Reza Abdul Rahim
Chief Executive Officer

I am honoured to present the Management Discussion and Analysis of Sapura Resources Berhad for the financial year ended 31 January 2026 ("FYE2026").

This marks my first full year as Chief Executive Officer, and I am pleased to report that the Group has made meaningful progress in its turnaround efforts. I thank you for the trust placed in me and reaffirm my commitment to restoring confidence, delivering results, and creating long-term value for our shareholders and stakeholders.

During FYE2026, the Group focused on stabilising operations and executing its business turnaround. Targeted cost rationalisation initiatives were implemented alongside operational streamlining measures, including the closure of non-sustainable businesses. As a result, margins improved

despite lower revenue, reflecting tighter cost discipline and enhanced operating efficiency. The Group successfully returned to profitability in FYE2026 with a reported net profit of RM7.2 million. It is my intent for the Group to remain focused on delivering the full turnaround strategy, strengthening financial discipline and rebuilding a strong foundation for sustainable growth.

FAIR-VALUE ACCOUNTING

During the financial year, the Group had reassessed the current accounting policy for investment properties and has changed its accounting policy on the measurement of the Group's investment properties from the cost model to the fair value model. The fair value model reflects the Group's investment properties at market value and provides a more relevant measure of financial performance. The fair value model provides timely information on capital appreciation and property market movements. Also, the change aligns its financial reporting with the Group's focus on its portfolio of investment properties.

The change in accounting policy to the fair value model for the investment properties was applied retrospectively and the effects of this change are reflected here, including for the financial year ended 31 January 2025.

GROUP FINANCIAL PERFORMANCE OVERVIEW

The Group recorded revenue of RM59.5 million in FYE2026, a reduction from RM82.9 million in the prior financial year. The decline was primarily attributable to the loss of the anchor tenant at Sapura@Mines and the cessation of the aircraft management and retail businesses.

This was partially offset by improved occupancy and higher rental income at Menara Permata Sapura.

Despite the lower revenue, the Group achieved a net profit of RM7.2 million, compared with a net loss of RM1.4 million in FYE2025. Gross profit margin improved to 95% from 84%, while EBITDA margin increased to 65% from 51% in the previous year. The turnaround from losses to profitability was mainly driven by improved performance from the Group's joint venture and associate company, Impian Bebas Sdn. Bhd. ("IBSB") and Tenaga Cable Industries Sdn. Bhd. ("TCI") respectively, and the improved performance of our Property operations.

MANAGEMENT DISCUSSION AND ANALYSIS

MESSAGE FROM THE CHIEF EXECUTIVE OFFICER

PROPERTY REVIEW

Property Market Outlook

High-quality office properties within the Kuala Lumpur City Centre continue to see strong demand, and Menara Permata Sapura has been able to capitalise on this. In this competitive environment, tenants increasingly favour properties that offer green certifications, strong digital infrastructure, accessibility to public transportation, and premium amenities. Office rental rates outside of the city remain stable, with additional pressure on old and poorly located properties.

Menara Permata Sapura

Menara Permata Sapura is a 52-storey mixed-use development comprising an office tower, convention centre, and retail podium in the KLCC area. The property is owned through Impian Bebas Sdn. Bhd., a 50:50 joint venture between SRB and KLCC (Holdings) Sdn. Bhd.. SRB entered into a 15-year Master Lease Agreement ("MLA") effective 1 October 2021, covering approximately 449,000 square feet of net lettable area ("NLA") of the office tower.

Sub-tenancy occupancy remained stable at 92% as at 31 January 2026 and generated higher rental income, increasing from RM36.1 million in FYE2025 to RM37.3 million in FYE2026. All rental renewals secured during FYE2026, as well as new tenancies post-year-end, were concluded at rates above the MLA rate. As at the date of this report, post-year-end new tenancies have increased the building occupancy to 95%, and additional prospects are expected to increase the building occupancy further to 98% in FYE2027.

Looking ahead in FYE2027, renewals and new tenancies are expected to increase the monthly rental income above the MLA, supporting consistent and sustainable positive cash flow for SRB. In the interim, proceeds from the Rights Issue will continue to be utilised to address the MLA shortfall and cash calls, if required.

Sapura@Mines

Sapura@Mines is a 10-storey office building with an NLA of approximately 291,000 square feet, just south of Kuala Lumpur, favourably located with immediate highway and multiple public transportation connections (MRT, LRT, KTM Komuter) in close proximity. The property generated RM4.2 million in revenue

during FYE2026, compared with RM15.7 million in FYE2025. The reduction was largely due to the departure of the anchor tenant, Sapura Energy Berhad (now known as Vantris Energy Berhad), whose tenancy expired in March 2025.

Two new tenants were secured during the year, including one that will introduce event space and food and beverage offerings to the property, contributing to increased vibrancy and enhanced tenant appeal. The introduction of the event space resulted in a revision of the building's NLA to approximately 291,000 square feet from the previously stated 260,000 square feet. Management expects the addition of food and beverage and events spaces to improve the property's attractiveness to prospective tenants.

The Group's cost rationalisation efforts implemented in FYE2026 mitigated the financial impact of the anchor tenant's departure. These cost savings are expected to be sustained into the future, even as new tenants are progressively added, and improve the performance of the property as a whole.

Jalan Tandang and Jalan 219 Properties

The Group's remaining property holdings comprise an industrial site with warehouses and offices at Jalan Tandang, Petaling Jaya (NLA approximately 166,000 square feet), and a commercial showroom at Jalan 219, Petaling Jaya (NLA approximately 46,000 square feet), both of which are tenanted.

AVIATION SERVICES REVIEW

The Group's Aviation Services segment comprises hangarage and ground handling operations. Revenue declined to RM13.6 million in FYE2026 from RM24.4 million in the prior year, primarily due to cessation of aircraft management services and, to a lesser extent, reduced ground handling activities. Since aircraft management services was largely pass-through in nature, the impact to profit was minimal and mitigated by new long-term hangar and ground handling clients. Hence, the decline in segment revenue had limited impact on profitability.

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MANAGEMENT DISCUSSION AND ANALYSIS

MESSAGE FROM THE CHIEF EXECUTIVE OFFICER

The segment recorded a loss before tax of RM1.8 million in FYE2026, compared with a reported profit of RM5.8 million in FYE2025. This prior-year profit, however, included a reversal of provision amounting to RM8.1 million, and thus excluding this one-off item, the segment would have resulted in a loss before tax in FYE2025 of RM2.3 million. On a comparable basis, the Aviation Services loss narrowed in FYE2026, driven by the cessation of non-sustainable activities and improved operational effectiveness.

Management initiatives implemented during the year to retain clients, improve efficiency, and expand into commercial and government aviation segments have begun to yield encouraging results. Operations are also being extended beyond Subang Airport, beginning in Langkawi, and the Group continues to secure new clients in both hangarage and ground handling, including those involving value-added services.



JOINT VENTURES AND ASSOCIATE COMPANIES

The Group's key joint ventures and associate company are as follows:

- **Impian Bebas Sdn. Bhd. ("IBSB")**
 - A 50:50 joint venture with KLCC (Holdings) Sdn. Bhd., which owns Menara Permata Sapura.
- **Tenaga Cable Industries Sdn. Bhd. ("TCI")**
 - A 24% associate company held jointly with Tenaga Nasional Berhad.
- **MTU Power Systems Sdn. Bhd. ("MPS")**
 - A 51% joint venture with Rolls-Royce Solutions Asia Pte. Ltd.

IBSB generated revenue of RM144.3 million, representing a 29% year-on-year increase, primarily driven by Convention Centre revenue (increased activity particularly from ASEAN Summit-related events) and the Retail Podium (improved occupancy). Consequently, the Group's share of profit from IBSB rose significantly to RM23.9 million, compared with a share of loss of RM9.4 million in FYE2025, reflecting a substantial operational turnaround.

TCI continued to deliver stable performance, contributing a profit share of RM5.1 million, compared with RM2.9 million in the previous year. The Group received a dividend of RM0.5 million from TCI during the financial year. This continued performance reflects the successful execution of a multi-year turnaround strategy by the operating partners.

MPS recorded its second consecutive year of profitability, delivering a profit of RM6.8 million in FYE2026. The previous year's profit was RM7.0 million, which without the one-off gain amounting to RM1.1 million, would have been RM5.9 million. While the Group is currently unable to recognise its share of profits from MPS because the share of losses in the joint venture having exceeded the Group's interest in the joint venture, management expects recognition to resume once the remaining accumulated losses are fully offset.

MANAGEMENT DISCUSSION AND ANALYSIS

MESSAGE FROM THE CHIEF EXECUTIVE OFFICER

Shareholders' Equity **RM386.4 million**

Total Assets **RM958.4 million**

Total Liabilities **RM572.0 million**

FINANCIAL REVIEW

Financial Position

With the return to profitability in FYE2026, shareholders' equity increased from RM379.2 million to RM386.4 million, primarily driven by the Group's profit of RM7.2 million for the year.

Total assets increased marginally from RM957.8 million to RM958.4 million, supported mainly by higher carrying values of investments in joint ventures and associates as a result of their improved financial performance.

Total liabilities decreased from RM578.7 million to RM572.0 million, reflecting reductions in lease liabilities and deferred tax liability but off-set by an increase in the Redeemable Convertible Secured Loan Stocks ("RCSLS") balance.

Cash Flow

Net cash generated from operating activities increased to RM48.8 million from RM29.1 million in the prior year due to improvements in working capital management.

Net cash outflow from investing activities increased slightly to RM6.8 million from RM5.1 million following the cash infusion into IBSB mainly for its loan principal repayment.

Net cash outflow from financing activities increased to RM52.7 million, compared with RM21.2 million in the previous year, mainly due to the Rights Issue in FYE2025.

CONCLUSION AND OUTLOOK

The Group continues to make steady progress in strengthening the foundations of its business turnaround, with a focus on sustainable long-term profitability and growth. Under the Board's guidance and through disciplined execution, targeted cost rationalisation and operational streamlining, including the closure of non-sustainable businesses, have improved margins despite lower revenue.

Within the Property segment, Menara Permata Sapura has maintained high occupancy levels and continues to attract new tenants, with a clear priority on raising rental income above the MLA benchmark. At Sapura@Mines, initial progress has been made in securing new tenants and enhancing the property's appeal, with continued focus on improving occupancy of the remaining lettable space.

In Aviation Services, the Group is executing a revenue growth strategy centred on its core hangarage and ground handling operations, with an expanded focus beyond private aviation at Subang Airport to build a more resilient business.

The Group's joint ventures and associate company delivered encouraging results. IBSB recorded strong convention centre utilisation and improved retail occupancy, while MPS and TCI continued to demonstrate the benefits of sustained turnaround efforts.

Looking ahead, the Group remains cautiously optimistic amid ongoing market, macroeconomic, and geopolitical uncertainties. Management will continue to emphasise cost discipline, improved asset utilisation, and strengthened revenue streams in pursuit of long-term profitability. While the turnaround requires sustained effort, the initial results are encouraging, and the Group remains committed to transparent execution and long-term resilience. I look forward to updating shareholders further at the forthcoming Annual General Meeting.

Reza Abdul Rahim
Chief Executive Officer

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HONOURABLE





BOARD OF DIRECTORS

Sec 03
Leadership



Left to right:

Front

Datuk Megat Abdul Munir bin Megat Abdullah Rafaie

(Alternate Director to Tan Sri Dato' Seri Shahril bin Shamsuddin)

Tan Sri Dato' Seri Shahril bin Shamsuddin

Non-Independent
Non-Executive Director

Encik Ahmad Jauhari bin Yahya

Non-Independent
Non-Executive
Chairman

Mr. Andrew Heng

Senior Independent
Non-Executive Director

Encik Reza bin Abdul Rahim

Executive Director/
Chief Executive Officer

Back

Puan Nik Aisyah Amirah binti Mansor

Non-Independent
Non-Executive Director

Dr. Yap Lang Ling

Independent
Non-Executive Director

Puan Aiza Azreen binti Ahmad

Independent
Non-Executive Director

BOARD OF DIRECTORS' PROFILE



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ENCIK AHMAD JAUHARI BIN YAHYA

Non-Independent Non-Executive Chairman

Date of Appointment
19 January 2016

Length of service (as at 30 April 2026)
10 years 3 months

Board Committees Membership(s)
Nil

Directorships in other public companies and listed issuers

- Cenergi SEA Berhad
 - Non-Executive Director
- Proton Holdings Berhad
 - Non-Executive Director

Board Meeting attendance in FYE2026
11/11

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Encik Ahmad Jauhari bin Yahya was appointed to the Board of Sapura Resources Berhad as an Independent Non-Executive Director on 19 January 2016. On 17 September 2021, he was re-designated as the Chairman of the Board Nomination and Remuneration Committee of the Company. On 20 July 2022, he was re-designated as the Chairman of the Company. On 6 April 2023, he ceased as the Chairman of the Board Nomination and Remuneration Committee and a member of the Board Audit and Risk Committee. On 26 June 2025, Encik Ahmad Jauhari was re-designated as Non-Independent and Non-Executive Chairman.

He holds a Bachelor of Science (Hons) Degree in Electrical and Electronics Engineering from University of Nottingham, United Kingdom. He started his career with ESSO Malaysia Berhad in 1977 before joining The New Straits Times Press (M) Berhad in 1979, where he rose to the rank of Senior Group General Manager, Production and Circulation. He then joined Time Engineering Berhad as the Deputy Managing Director in 1992 and subsequently became Managing Director within the same year. He then served as the Managing Director of Malaysian Resources Corporation Berhad in 1993 before taking the role of Managing Director of Malakoff Berhad from 1994 till 2010.

After 2010, he became a Director at Malaysia Airport Holdings Berhad and the Chairman of Destination Resorts and Hotel Sdn. Bhd. prior to his appointment at Malaysia Airlines Berhad.

Encik Ahmad Jauhari was appointed as the Group Chief Executive Officer of Malaysia Airlines Berhad on 19 September 2011. He was a member of the Board Tender Committee and sat on the Boards of several subsidiaries within Malaysia Airlines Berhad Group of Companies. He stepped down from the role of Group Chief Executive Officer of Malaysia Airlines Berhad on 30 April 2015 but remained on the Board as a Non-Executive Director until December 2015.

Encik Ahmad Jauhari has vast experience in managing organisations on the international front as he had served as the Director and Chairman of the Executive Committee of Central Electricity Generating Company Limited (Jordan), a Director of Shuaibah Expansion Project Company Limited (Saudi Arabia) and a Director of Souk Tieta Independent Water Project (IWP) in Algeria.

Encik Ahmad Jauhari also has vast and diverse working experience in various industries which include oil and gas, media publications, engineering, power generation, gas utilities, telecommunications and IT. He is also the founder member and the former President of Penjanabebas (Association of Independent Power Producers of Malaysia).

Encik Ahmad Jauhari is currently serving as the Chairman of Minconsult Sdn. Bhd..

Encik Ahmad Jauhari does not have any family relationship with the other Directors and/or major shareholders of the Company.

BOARD OF DIRECTORS' PROFILE



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TAN SRI DATO' SERI SHAHRIL BIN SHAMSUDDIN

Non-Independent Non-Executive Director

Date of Appointment
19 February 1990

Length of service (as at 30 April 2026)
36 years 2 months

Board Committees Membership(s)
Nil

Directorships in other public companies and listed issuers

- Sancy Berhad
 - Chairman
- Yayasan Shamsuddin Abdul Kadir
 - Board of Trustees
- Yayasan Siti Sapura Husin
 - Board of Trustees

Board Meeting attendance in FYE2026
11/11

Tan Sri Dato' Seri Shahril bin Shamsuddin was appointed as Managing Director of Sapura Resources Berhad on 19 February 1990, and was redesignated as a Non-Independent Non-Executive Director of the Company on 1 March 2007.

As President and Group Chief Executive Officer of Sapura Group, Tan Sri Shahril oversees a diverse business portfolio including secured communications technologies, aviation and property development. Under his stewardship, Sapura Group through Sapura Secured Technologies now has more than two decades of experience in leading Mission Critical Technology innovation and is a key service provider in Defence Electronics and Homeland Security Solutions. His recent venture is the founding of Velum Labs, a company providing non-intrusive cloud and cyber intelligence solutions. He is also the Chairman of Sancy Berhad, a digital healthcare solutions company.

Tan Sri Shahril has been well-recognised for his contributions to the industry, particularly in promoting technology development. He was conferred an Honorary Doctorate in Technology Management by Universiti Teknologi Malaysia in 2013 and was a member of the Board of Trustees for the UTM Endowment Fund. From 2020 to 2022, Tan Sri Shahril was Chairman of the Malaysian National Applied Research and Development Centre (MIMOS) to spearhead the agency's leading technological innovation and capabilities.

From 2012 to 2021, Tan Sri Shahril was President and Group Chief Executive Officer of Sapura Energy (now known as Vantris Energy), where he spearheaded the Group's transformation from a domestic-focused oil & gas contractor to a global integrated oil & gas services and solutions provider. During his tenure, Sapura Energy

received numerous accolades, including the Fabulous 50 listing by Forbes Asia in 2013 and 2014, Asia's Overall Best Managed Company in Natural Resources by Finance Asia in 2014, New Upstream Player of the Year award by The Oil & Gas Year Malaysia in 2015, Marginal Oil Fields Development Company of the Year award by Frost & Sullivan in 2015, Best Pipe Layer Operator award by Petrobras in 2018 and APAC Company of the Year (Energy Services, Offshore and Marine) by Energy Council in 2019.

Tan Sri Shahril is also an Honorary Brigadier General in the Territorial Army Regiment of the Malaysian Army. He was honoured with the Order of Rio Branco by the government of Brazil in 2019 and was the recipient of the Legion d'Honneur by the Republic of France in 2007. Ernst & Young hailed Tan Sri Shahril as Malaysia's Entrepreneur of the Year in 2009 and he was presented with the Man of the Year award by The Oil & Gas Year Malaysia in 2014.

Tan Sri Shahril has served as a member of the World Economic Forum's ASEAN Regional Strategy Group, the Asian Executive Board of the Massachusetts Institute of Technology's (MIT) Sloan School of Management, the Board of Governors of the Asia School of Business (a collaboration between MIT Sloan and Bank Negara Malaysia), and as an Adjunct Professor at Universiti Kebangsaan Malaysia's Graduate School of Business.

Tan Sri Shahril graduated from the California Polytechnic State University with a B.Sc. in Industrial Technology and obtained a M.Sc. in Management of Technology from MIT Sloan.

Tan Sri Shahril is a major shareholder of the Company.

BOARD OF DIRECTORS' PROFILE



MR. ANDREW HENG
Senior Independent Non-Executive Director

Date of Appointment
3 June 2019

Length of service (as at 30 April 2026)
6 years 10 months

Board Committees Membership(s)

1. Board Audit and Risk Committee
 - Chairman
2. Board Nomination and Remuneration Committee
 - Member

Directorships in other public companies and listed issuers
Nil

Board Meeting attendance in FYE2026
10/11

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Andrew Heng was appointed to the Board of Sapura Resources Berhad as an Independent Non-Executive Director on 3 June 2019 and was re-designated to Senior Independent Non-Executive Director on 21 May 2024. On 17 September 2021, he was re-designated as the Chairman of the Board Audit and Risk Committee. On 20 July 2022, he was appointed as Member of the Board Nomination and Remuneration Committee.

Andrew is a Chartered Accountant with the Malaysian Institute Accountants ("MIA"), a fellow member of CPA Australia, Chartered Accountant Australia New Zealand, a member of the Cambodian Institute of CPAs, a Chartered Valuer and Appraiser with the Institute of Valuers and Appraisers Singapore, a Certified Financial Planner with the Financial Planning Association of Malaysia and a Chartered Internal Auditor with The Institute of Internal Auditors Malaysia.

Andrew graduated from the University of Western Australia with a Bachelor of Commerce and Bachelor of Laws in 1998 and a Master of Business Administration from the University of Manchester. He was also called to the Malaysian Bar in 2000.

Andrew is the Group Managing Partner of Baker Tilly Malaysia and has more than 20 years of experience in corporate restructuring, transaction advisory and corporate recovery.

He is the lead partner in Malaysia for Corporate Advisory and is experienced in Mergers and Acquisitions, Reverse Take Over and Initial Public Offerings of companies, including being an Independent Valuer's/Expert Report's Role in valuation of companies and financial due diligence for application, of admission and listing on the Bursa Malaysia. He also sits on the Baker Tilly International Board and is the Baker Tilly International APAC Regional Chair.

Andrew does not have any family relationship with the other Directors and/or major shareholders of the Company.

BOARD OF DIRECTORS' PROFILE



DR. YAP LANG LING
Independent Non-Executive Director

Date of Appointment
1 November 2022

Length of service (as at 30 April 2026)
3 years 6 months

Board Committees Membership(s)

1. Board Audit and Risk Committee
 - Member
2. Board Nomination and Remuneration Committee
 - Chairperson

Directorships in other public companies and listed issuers

- Well Chip Group Berhad
 - Independent Non-Executive Director
(Retired 23 June 2025)

Board Meeting attendance in FYE2026
11/11

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Dr. Yap Lang Ling was appointed to the Board of Sapura Resources Berhad as an Independent Non-Executive Director on 1 November 2022. She is also a Member of the Board Audit and Risk Committee, and a Member of the Board Nomination and Remuneration Committee. On 6 April 2023, she was re-designated as the Chairperson of the Board Nomination and Remuneration Committee.

Dr. Yap graduated from Universiti Sains Malaysia with a Doctorate in Service Supply Chain Management, a Master's in Human Resource Management, and Bachelor of Economics (Hons) from Universiti Utara Malaysia, a Certificate in Sustainable Development Goals and the Law, and a Certificate in The Paris Agreement, Sustainable Development and the Law from the University of Cambridge, United Kingdom.

Dr. Yap has various leadership experiences in MNCs across the High-Tech, Financial Services and Energy industries; including a local conglomerate for the Real Estate and Healthcare industries.

She has two (2) years of strategic sourcing and procurement experience in managing outsourced business processes with global suppliers for group insurance benefits, occupational health, employee services, finance and administration in Asia and Latin America and four (4) years of manufacturing

operations and systems engineering related experience for global high-paced virtual factories as well as two (2) years of quality, risk management, and infection prevention and control for group healthcare in Malaysia and Singapore.

Dr. Yap also has nineteen (19) years of human resource (HR) experience in various leadership capacities with progressively responsible experience in Pay/Stock/Benefits design and administration for manufacturing, sales and marketing, greenfield, brownfield, start-up and mergers and acquisitions in Asia, Latin America, Europe, the Middle East and Africa which required strong stakeholder management skills. As a Senior Director of HR, she was responsible for the full spectrum of HR and business top strategic priorities and provided outside-in HR consultation and guidance to the senior leadership team. Areas of focus included business transformation and cultural change.

Dr. Yap has served as Independent Director for main market listed issuers in the Financial Services and Healthcare Manufacturing industries, Chair of Group Board Risk Committee, Member of the Audit Committee, Member of the Nomination and Remuneration Committee, and Chair of the ESG Committee.

Dr. Yap does not have any family relationship with the other Directors and/or major shareholders of the Company.

BOARD OF DIRECTORS' PROFILE



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DATUK MEGAT ABDUL MUNIR BIN MEGAT ABDULLAH RAFAIE

Alternate Director to Tan Sri Dato' Seri Shahril bin Shamsuddin

Date of Appointment
29 September 2022

Length of service (as at 30 April 2026)
3 years 7 months

Board Committees Membership(s)
Nil

Directorships in other public companies and listed issuers
Nil

Board Meeting attendance in FYE2026
N/A

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Datuk Megat Abdul Munir bin Megat Abdullah Rafaie was appointed to the Board of Sapura Resources Berhad as the Alternate Director to Tan Sri Dato' Seri Shahril bin Shamsuddin (Non-Independent Non-Executive) on 29 September 2022.

Datuk Megat holds a Bachelor of Laws from the International Islamic University Malaysia, and he was called to the Malaysian Bar in 1994.

Datuk Megat is a founding partner of the legal firm Messrs. Zain Megat & Murad and leads the Kuala Lumpur branch as well as three of the firm's practice areas, namely Litigation, Corporate Commercial and the Foundation Laws. He is not

only heavily involved in corporate and general litigation, but also advises on foreign investments, mergers and acquisitions, listing and compliance requirements as well as matters related to Bursa Malaysia Securities Berhad and Securities Commission Malaysia.

Datuk Megat does not have any family relationship with the other Directors and/or major shareholders of the Company.

BOARD OF DIRECTORS' PROFILE



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ENCIK REZA BIN ABDUL RAHIM
Executive Director/Chief Executive Officer

Date of Appointment
6 April 2023

Length of service (as at 30 April 2026)
3 years

Board Committees Membership(s)
Nil

Directorships in other public companies and listed issuers
Nil

Board Meeting attendance in FYE2026
11/11

Encik Reza bin Abdul Rahim was appointed to the Board of Sapura Resources Berhad as a Non-Independent Non-Executive Director on 6 April 2023.

On 10 October 2024, he was re-designated as an Executive Director and appointed as the Acting Managing Director. Following his re-designation, he ceased to be a Member of the Board Audit and Risk Committee and a Member of the Board Nomination and Remuneration Committee.

Subsequently, on 10 January 2025, Encik Reza Abdul Rahim was appointed and redesignated as the Chief Executive Officer.

Encik Reza is a Fellow of the Institute of Chartered Accountants in England and Wales and is a member of the Malaysian Institute of Accountants. He graduated from the University of Cambridge with an MPhil in Finance and from the London School of Economics and Political Science with a BSc in Accounting and Finance (First Class Honours).

Encik Reza has over 26 years of experience in audit, financial management, corporate finance and mergers and acquisitions as well as in strategy and operations, and has held various senior leadership roles within public listed and private companies with regional and global coverage. His experience spans across several industries, including technology, telecommunications and energy.

Encik Reza has served as the Honorary Treasurer of MERCY Malaysia since 2023.

Encik Reza does not have any family relationship with the other Directors and/or major shareholders of the Company.

BOARD OF DIRECTORS' PROFILE



PUAN AIZA AZREEN BINTI AHMAD
Independent and Non-Executive Director

Date of Appointment
10 January 2025

Length of service (as at 30 April 2026)
1 year 3 months

Board Committees Membership(s)
1. Board Nomination and Remuneration Committee
- Member

Directorships in other public companies and listed issuers
Nil

Board Meeting attendance in FYE2026
11/11

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Puan Aiza Azreen binti Ahmad was appointed to the Board of Sapura Resources Berhad as an Independent and Non-Executive Director and a member of Board Nomination and Remuneration Committee on 10 January 2025.

Puan Aiza graduated from Macquarie University with a Bachelor of Commerce-Accounting.

Puan Aiza served as a Management Consultant during her early career in Australia from the year 2004 to 2007. In her role as a senior accountant, Puan Aiza handled M&A deals, conducted integrity reviews, and performed forensic accounting for clients like Macquarie Leisure and Westpac Bank.

Puan Aiza is an experienced multi-sector leader with 25 years of experience in digital transformation, capacity building, and ecosystem development across healthcare, fintech, education, and media, with a proven success in scaling operations and integrating digital technologies.

Among her notable accomplishments were the successful expansion of lifestyle medicine to GCC countries, pivoting MySejahtera from a Covid-19 tool to a digital health platform, spearheading multi-million ringgit national-level digitalization initiatives with MDEC and pioneering the cashless ecosystem with Boost eWallet by Axiata eCode.

Puan Aiza does not have any family relationship with the other Directors and/or major shareholders of the Company.

BOARD OF DIRECTORS' PROFILE



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PUAN NIK AISYAH AMIRAH BINTI MANSOR

Non-Independent and Non-Executive Director

Date of Appointment
10 January 2025

Length of service (as at 30 April 2026)
1 year 3 months

Board Committees Membership(s)
1. Board Audit and Risk Committee
- Member

Directorships in other public companies and listed issuers
Nil

Board Meeting attendance in FYE2026
11/11

Puan Nik Aisyah Amirah binti Mansor was appointed to the Board of Sapura Resources Berhad as an Independent and Non-Executive Director and a member of Board Audit and Risk Committee on 10 January 2025.

Puan Nik Aisyah is a member of The Malaysian Institute of Certified Public Accountants (MICPA) and graduated with Masters in Business Administration from the Asia School of Business, in collaboration with MIT Sloan Management and from the University of Adelaide with Bachelor of Commerce, double majoring in Accounting and Corporate Finance.

Puan Nik Aisyah has extensive experience in strategy, audit, financial planning and management, corporate finance and operations within complex business structures across MNCs and Malaysian public listed and private entities. She has held various leadership roles in her experience, which spans across several industries such as oil & gas, critical communications, rail systems, digital technology, cybersecurity and real estate.

Puan Nik Aisyah does not have any family relationship with the other Directors and/or major shareholders of the Company.

ADDITIONAL INFORMATION ON BOARD OF DIRECTORS

1. Conflict of Interests

None of the Directors of the Company has any conflict of interest with the Company other than those disclosed in the financial statements of the Company.

2. Convictions for Offences

None of the Directors of the Company has any conviction for offences within the past five (5) years other than traffic offences (if any) or any public sanction or penalty imposed by the relevant regulatory bodies during the financial year ended 31 January 2026.

PROFILES OF KEY SENIOR MANAGEMENT



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MAI ELIZA BINTI MIOR MOHAMAD ZUBIR

Chief Corporate Officer

Date of Appointment

13 January 2014

Length of service (as at 30 April 2026)

12 years 3 months

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Mai Eliza binti Mior Mohamad Zubir was appointed as the Chief Corporate Officer (“**CCO**”) of Sapura Resources Berhad on 16 November 2023. In this role, she is responsible for overseeing corporate strategy, development, and operational functions across the Group. Her portfolio includes driving strategic growth initiatives, ensuring adherence to corporate governance and regulatory compliance, and managing investor relations. She also plays a key role in supporting the Chief Executive Officer in the operational administration of the Group, governance matters, and the execution of strategic business decisions.

Prior to her current appointment, Mai Eliza served as Chief Operating Officer (COO) of Sapura Resources Berhad from October 2022, where she was instrumental in aligning operational execution with the company’s strategic goals.

With over 24 years of professional experience, Mai Eliza brings deep expertise in legal affairs and corporate governance. Her career includes more than eleven years with Sapura Resources Berhad, where she has held several leadership roles. She joined the company in January 2014 as Head of Legal and Secretarial, providing legal counsel and strategic guidance to the Group. She was subsequently promoted to Head of Corporate Services in January 2020 and later redesignated as Head of Corporate Support in August 2020.

Before joining Sapura Resources Berhad, she held a senior leadership position at National Aerospace & Defence Industries Sdn. Bhd. (NADI), where she served for 13 years as Group General Manager for Legal and Corporate Services. In this role, she led legal services across the NADI Group and oversaw Human Resource and Administration functions.

Mai Eliza holds a Bachelor of Laws (LLB) (Hons) from the University of Sheffield, United Kingdom (1996) and obtained her Certificate of Legal Practice from University Malaya (1997).

Mai Eliza does not hold any directorships in other public or listed companies. She has no family relationship with any Director and/or major shareholder of the Company.

PROFILES OF KEY SENIOR MANAGEMENT



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IVAN OH BOON WEE

Chief Financial Officer

Date of Appointment

7 April 2025

Length of service (as at 30 April 2026)

1 year 1 month

Mr. Ivan Oh Boon Wee was appointed as the Chief Financial Officer (“CFO”) of Sapura Resources Berhad on 7 April 2025. He had previously served as the CFO of Sapura Resources Berhad from October 2020 to May 2022.

Ivan is a Certified Public Accountant of the Malaysia Institute of Accountants (MIA) as well as Malaysia Institute of Public Accountants (MICPA).

He has forty-one (41) years of total work experience with in-depth knowledge and capabilities in his areas of responsibility, including listing requirements and corporate governance.

He is experienced in aspects such as tax planning & compliance, including cross-border transactions, corporate restructuring of distressed companies and corporate finance work, including fundraising and mergers & acquisitions.

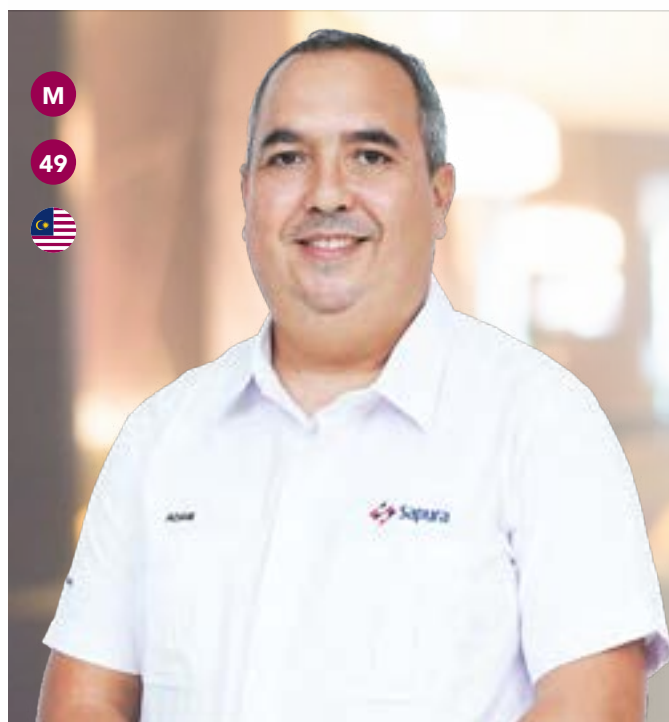
He had served as the Business Controller at Appspace (Malaysia) Sdn. Bhd. and was responsible for the overall finance and accounting functions of a group of companies across multiple jurisdictions ie Switzerland, UK, UAE, Malaysia & Australia. He has held positions as Vice President of Treasury at Asia Broadcast Satellite (HK) Ltd, CFO of Ho Hup Construction Company Berhad and financial and operational leadership roles in TIME dotCom Berhad.

He began his career with PriceWaterhouseCoopers, spanning over fourteen (14) years, which included Assurance and Corporate Advisory services.

Ivan has been an Independent Non-Executive Director at Jaycorp Berhad since October 2022. He currently chairs the Audit Committee, Board Risk Management Committee, and Remuneration Committee, while also serving as a member of the Nomination Committee.

Besides Jaycorp Berhad, Ivan does not hold any directorships in other public or listed companies. He has no family relationship with any Director and/or major shareholder of the Company.

PROFILES OF KEY SENIOR MANAGEMENT



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DR. ADAM BIN BADRI

Chief Strategy and Business Development Officer

Date of Appointment

6 January 2025

Length of service (as at 30 April 2026)

1 year 3 months

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Dr. Adam bin Badri was appointed as the Chief Strategy and Business Development Officer ("CSBDO") of Sapura Resources Berhad (SRB) on 6 January 2025. In this role, he is responsible for driving the Group's strategic direction, identifying new business opportunities, and forging strategic partnerships that support SRB's long-term growth agenda.

Adam holds a Ph.D. and Master of Science in Materials Science and Engineering from Carnegie Mellon University, USA. He also holds a Bachelor of Engineering in Metallurgical Engineering from McGill University, Canada, and a Diploma of Engineering from Dalhousie University, Canada.

He began his career in 2003 with Shell's operations in Sarawak, Malaysia and later in Shell Projects & Technology for the Asia-Pacific region. In 2012, he joined the Boston Consulting Group as a Consultant, based in Kuala Lumpur and Jakarta.

Subsequently, in 2013 he joined SapuraKencana Petroleum Berhad and held various roles in Strategic Business Support (Office of the President and Group Chief Executive Officer) including as Vice President, Strategic Business Support and Vice President, Group Human Resources. In 2017, Adam joined Sapura Secured Technologies Sdn. Bhd. as Chief Operating Officer (New Ventures) and then held the role of Director of Business Development. After that, Adam co-founded and developed Lang Biru Fisheries Sdn Bhd, focusing on sustainable offshore aquaculture.

Adam does not hold any directorships in other public or listed companies. He has no family relationship with any Director and/or major shareholder of the Company.

PROFILES OF KEY SENIOR MANAGEMENT



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**MOHAMAD ASIF
BIN ABD TALIB**
Chief Operating Officer, Aviation Business

Date of Appointment
10 January 2025

Length of service (as at 30 April 2026)
1 year 3 months

Mohamad Asif bin Abd Talib was appointed as the Chief Operating Officer (“**COO, Aviation Business**”) of Sapura Aero Sdn. Bhd. on 10 January 2025.

In this role, he is responsible for driving business strategy, commercial development, and operational execution for the Group’s business aviation segment. His portfolio includes overseeing strategic growth initiatives, strengthening operational efficiency, expanding aviation service offerings, and ensuring alignment between commercial objectives and regulatory requirements.

With over 28 years of professional experience in the aviation industry, Asif brings extensive expertise in business management, operational transformation, contract negotiation, procurement, sales, and stakeholder engagement. Prior to his appointment, he served as Chief Commercial Officer of MNM Aviation Services Sdn. Bhd., where he led enterprise-wide commercial strategies, secured key aviation service contracts, and enhanced operational and financial performance. He was previously the Chief Executive Officer of Pos Aviation Sdn. Bhd. from December 2020 to December 2023, where he steered the organisation through post-pandemic recovery while strengthening operational excellence and leadership capability.

Earlier in his career, Asif held various senior leadership roles within Malaysia Airlines Group and its subsidiaries, including ground handling operations, airport services, customer experience, sales, and large-scale organisational restructuring. He has also been appointed by the Civil Aviation Authority of Malaysia (CAAM) as an Accountable Manager and Nominated Post Holder.

Asif holds a Bachelor of Science in Aerospace Engineering from the Georgia Institute of Technology, Atlanta, USA.

Asif does not hold any directorships in other public or listed companies. He has no family relationship with any Director and/or major shareholder of the Company.

PROFILES OF KEY SENIOR MANAGEMENT

ADDITIONAL INFORMATION ON THE KEY SENIOR MANagements

1. Conflict of Interests

None of the Key Senior Managements of the Company has any conflict of interest with the Company.

2. Convictions for Offences

None of the Key Senior Managements of the Company has any conviction for offences within the past five (5) years other than traffic offences (if any) or any public sanction or penalty imposed by the relevant regulatory bodies during the financial year ended 31 January 2026.

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RESILIENT





SUSTAINABILITY STATEMENT

ABOUT THIS STATEMENT

This Sustainability Statement ("**Statement**") sets out Sapura Resources Berhad ("**SRB**") and its subsidiary companies ("**the Group**", "**we**" or "**our**") approach, commitments, and performance in managing sustainability matters for the financial year ended 31 January 2026 ("**FYE2026**"). In line with Bursa Malaysia's sustainability reporting requirements, the Statement addresses the Group's operations and demonstrates the Group's commitment to advancing sustainability performance.

1. Frameworks and Basis of Preparation

This Statement has been prepared in alignment with the sustainability reporting requirements set out under Bursa Malaysia Securities Berhad's Main Market Listing Requirements ("**MMLR**") and the Sustainability Reporting Guide (3rd Edition) ("**SRG**"). The disclosures are structured to provide a balanced and meaningful overview of the Group's management of material economic, environmental and social ("**EES**") matters.

In preparing this Statement, SRB has continued to build on its reporting approach from prior periods, with progressive enhancements to the overall quality and clarity of information presented. The Statement incorporates relevant internal policies, established governance practices and operational data to reflect how sustainability considerations are embedded within the Group's business activities.

This Statement should be read in conjunction with other sections of SRB's FYE2026 Annual Report, including the Management Discussion and Analysis ("**MD&A**"), Statement of Risk Management and Internal Control ("**SORMIC**") and Corporate Governance Overview Statement, which together provide a comprehensive view of the Group's overall performance and governance framework.

The Group is planning to adopt the International Financial Reporting Standards ("**IFRS**") Sustainability Disclosure Standards on a phased basis and in accordance with the timelines, scope and transitional provisions set out under the National Sustainability Reporting Framework ("**NSRF**").

2. Scope and Boundary

This Statement covers the Group's sustainability performance for the financial year from 1 February 2025 to 31 January 2026, unless otherwise stated. Comparative data from prior financial years are included, and restated where appropriate, to provide context and support the assessment of performance trends.

The reporting boundary for this Statement follows the operational control approach, encompassing operations where the Group has direct authority over day-to-day management and operational decisions. Unless otherwise stated, associates and joint ventures are excluded, as they are not under the Group's operational control.

For the property segment, disclosures are limited to the Group's owned and operated property, Sapura@Mines. Other properties, namely the Jalan 219 Showroom and Jalan Tandang Warehouse, which are fully leased and tenanted to third parties, as well as Menara Permata Sapura, which is operated by a joint venture company, are excluded from the reporting scope.

The aviation segment includes all aviation operations that are under the Group's operational control.

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3. Assurance

The information disclosed in this Statement has not been subjected to assurance by the Group's internal audit function or any independent external assurance provider.

Nonetheless, the Group has in place internal review processes to support the accuracy and consistency of the information presented. Data and disclosures are compiled from the respective business units, reviewed by Management and approved by the Board prior to publication.

The Group will continue to assess the feasibility of obtaining independent assurance in future reporting periods as part of its ongoing efforts to enhance the credibility and reliability of its sustainability disclosures as well as compliance with the requirements under the NSRF.

4. Forward-looking Statements

This Statement includes forward-looking statements on the Group's sustainability initiatives, plans and priorities in managing EES matters. These statements are based on management's current expectations, assumptions and information available as at the reporting date, and are subject to inherent uncertainties and risks, including changes in regulatory requirements, market conditions and operational factors.

As such, actual outcomes may differ from those expressed or implied in these statements. The Group remains committed to continuously reviewing and refining its strategies, targets and disclosures to reflect evolving circumstances and stakeholder expectations.

5. Accessibility

This Statement is available as part of the Group's Annual Report and can be accessed through SRB's corporate website at <http://www.sapura-resources.com>. This enables stakeholders to conveniently access and review the Group's sustainability disclosures.

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OUR APPROACH TO SUSTAINABILITY

Our approach to sustainability focuses on integrating EES considerations into the Group's business strategies, risk management processes and day-to-day operations. This approach supports the Group in managing sustainability material matters across its property and aviation segments, while contributing to long-term value creation.

The Group continues to strengthen its sustainability practices through ongoing improvements in governance, operational processes and internal awareness. Efforts are focused on enhancing accountability, building internal capabilities and ensuring that sustainability considerations are incorporated into key decision-making processes.

In managing sustainability matters, the Group takes into account its business activities, operating environment and stakeholder expectations. This enables the Group to prioritise relevant areas of focus and progressively enhance its sustainability performance in a practical and structured manner.

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6. Business Model and Value Chain

The Group operates across two (2) primary business segments, namely property and aviation, which together form the foundation of its value creation.

Under the property segment, the Group owns a portfolio of properties with the objective of generating stable rental income while achieving long-term capital appreciation. These properties include:

- 10-storey office building at Sapura@Mines located at The Mines Resort City, Seri Kembangan, with an office Net Lettable Area ("**NLA**") of approximately 291,000 square feet;
- Warehouses and offices at Jalan Tandang, Petaling Jaya, with an NLA of approximately 166,000 square feet; and
- Commercial showroom building at Jalan 219, Petaling Jaya, with an NLA of approximately 46,000 square feet.

In addition, the Group holds an interest in Menara Permata Sapura, located at Jalan Pinang, Kuala Lumpur City Centre, via a 50:50 joint venture with KLCC Holdings Sdn. Bhd.. The property, as well as a direct interest in approximately 449,000 square feet of NLA under a Master Lease Agreement ("**MLA**") with Impian Bebas Sdn. Bhd. ("**IBSB**"). The property is an integrated development with office, commercial and convention centre components.

Under the aviation segment, the Group provides aviation services, including hangarage and ground handling. These services are supported by three (3) hangars with the total hangar area of approximately 85,000 square feet and the combination of landside and airside offices with the area of approximately 37,000 square feet. These facilities are compliant with the National Fire Protection Association 409 fire safety and Certificate of Completion and Compliance standards issued by the relevant local authorities.

7. Sustainability Governance

Sustainability oversight is embedded within the Group's overall governance and risk management structure, ensuring that EES considerations are addressed at both Board and Management levels.

The Board of Directors ("**Board**") holds ultimate accountability for the Group's strategic direction and performance, including matters relating to sustainability. In carrying out this role, the Board is supported by the Board Audit and Risk Committee ("**BARC**") and the Group Management Committee ("**GMC**"), which collectively facilitate oversight and management of sustainability-related matters.

The BARC provides an additional layer of oversight by reviewing key risks, including those related to sustainability, through regular updates and deliberations. This supports the Board in ensuring that risk management and internal control processes remain effective and responsive to evolving EES considerations.

At the Management level, the GMC, led by the Chief Executive Officer ("**CEO**") and supported by the management team including the Chief Corporate Officer ("**CCO**"), Chief Financial Officer ("**CFO**"), Chief Strategy and Business Development Officer ("**CSBDO**"), Chief Operating Officer for Aviation Business ("**COO Aviation Business**") and Head of Property Division, plays a central role in operationalising sustainability efforts. This includes overseeing the execution, monitoring and performance of sustainability initiatives within the scope of its authority.

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Through this structure, sustainability is incorporated into the Group's governance, risk management and decision-making processes. Further details on the Group's governance practices and policies are set out in the Corporate Governance Overview Statement of this Annual Report.

In addition, the Group upholds high standards of ethics, integrity and transparency through established policies such as the Code of Conduct, Anti-Bribery and Corruption Policy, and Whistleblowing Policy. These are supported by ongoing risk assessments and management oversight to ensure compliance with regulatory requirements and internal standards, fostering a culture of accountability across the Group.

8. Stakeholder Engagement

The Group recognises that effective engagement with stakeholders is essential in understanding their expectations and addressing matters that may impact or be impacted by its operations. Through ongoing interactions with key stakeholder groups, the Group is able to identify relevant EES considerations, respond to concerns and incorporate feedback into its decision-making processes, supporting sustainable and responsible business practices.

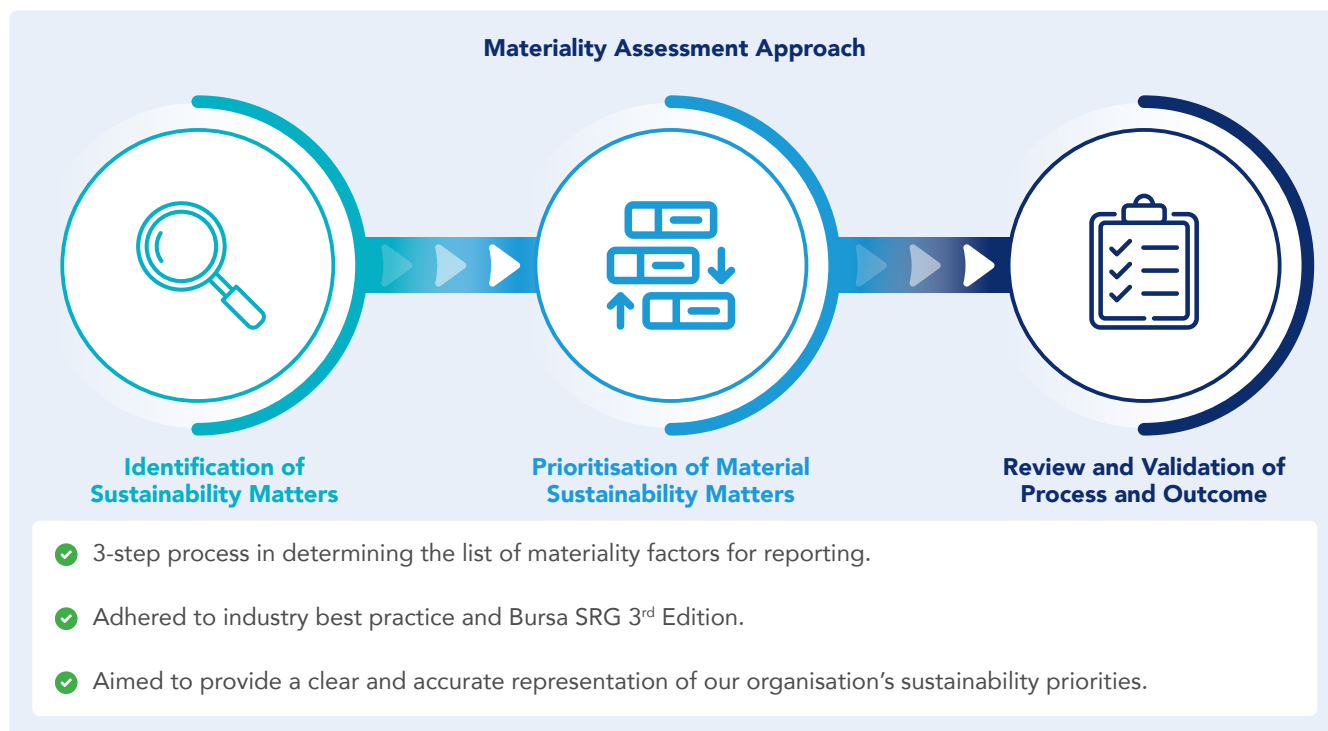
Stakeholders	Areas of Interest	Engagement Channels
Tenants	- Building safety and maintenance - Service quality - Lease terms - Utilities	- Lease agreements - Periodic meetings - Email/phone communications
Employees	- Workplace safety - Employee well-being - Career development - Training	- Internal communications - Training programmes - Performance reviews
Suppliers and Contractors	- Fair procurement practices - Timeliness of payments - Business continuity and compliance	- Procurement processes - Contracts and meetings - Business correspondence

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Stakeholders	Areas of Interest	Engagement Channels
Shareholders	- Financial performance - Business strategy - Governance - Risk management - Compliance & ethics	- Annual General Meeting - Annual Report - Bursa announcements - Company's websites
Regulatory Authorities	- Compliance with laws and regulations - Safety standards - Licensing requirements	- Regulatory submissions - Compliance reporting - Engagements with authorities
Local Communities	Community well-being	Community engagements

9. Materiality Assessment

To ensure ongoing alignment with stakeholder expectations and business priorities, the Group undertakes periodic reviews of its material topics. The approach to materiality assessment is described below:



Consistent with prior years, sustainability matters are identified by considering the Group's business model, regulatory developments, relevant industry frameworks, peer practices and emerging stakeholder expectations.

Inputs from stakeholder engagements are also considered to validate the relevance of identified topics and to capture issues that may influence operational performance and strategic priorities. Operational insights are provided by respective functional heads and subsequently reviewed by Management, including the GMC.

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The final set of material matters is then reviewed and approved by the Board to ensure alignment with the Group's strategic direction and stakeholder expectations. This process supports effective risk management, informed decision-making and the prioritisation of sustainability disclosures in line with the Group's operating environment.

10. Materiality Matrix

The materiality matrix below outlines the sustainability-related matters identified as most relevant to the Group, based on their potential impact on business performance and long-term value creation, as well as their significance to stakeholders. It provides a visual representation to support prioritisation and guide the Group's strategic focus, risk management and sustainability disclosures.



During the review, minor refinements were made to certain material matters to better reflect their scope and intent. This includes the renaming of "Anti-Corruption" to "Business Ethics & Compliance" and "Human Capital Development" to "Human Capital Management".

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SUSTAINABILITY STATEMENT

ECONOMIC PERFORMANCE

The Group's economic performance is underpinned by its ability to generate sustainable income and deliver value across its property and aviation segments.

In the property segment, the Group continues to focus on maintaining stable rental income through active lease management, tenant retention efforts and upkeep of its properties to ensure they remain attractive and fit for purpose. Within the aviation segment, the Group provides aviation services, where emphasis is placed on operational reliability, safety standards and service quality to support customer satisfaction and business continuity. The Group also manages its investment in joint venture and associate companies.

Building on the prior year's disclosures, the Group continues to prioritise operational efficiency and disciplined cost management to support overall financial resilience amid evolving market conditions. The table below presents the economic value generated and distributed by the Group for the financial year:

RM ('million)	FYE2026	FYE2025 (Restated ²)	FYE2024 (Restated ²)
Economic Value Generated¹:			
• Direct Revenue Generated	59.5	82.9	62.8
• Earnings from Joint Venture & Associate Companies	29.0	(6.5)	2.2
Less: Economic Value Distributed, which consists of:			
• Payment to employees	13.2	17.3	21.4
• Payment to capital providers (finance costs)	41.2	40.9	37.5
• Payment to government	0.6	0.7	0.9
• Payment to vendors	12.0	27.8	37.0

¹ Economic value generated is based on revenue from the Group's direct operations and share of results from joint ventures and associates, which are recognised under equity accounting.

² Comparative figures for FYE2025 and FYE2024 have been restated to be consistent with the current year's presentation.

The Group's economic value generated reflects contributions from its direct operations, namely the property and aviation segments as well as its share of results from its joint venture and associate companies. Economic value distributed primarily relates to the Group's direct operations, providing a clearer view of its operational cost structure.

Building on strengthening operational performance and cost discipline, the Group's core operations delivered a notable year-on-year improvement in economic value retained. Over the three-year period, improvements in tenancy performance, targeted cost rationalisation, and the cessation of non-sustainable business segments such as aircraft management services have improved the economic performance.

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Looking ahead, the Group is focused on improving occupancy at Sapura@Mines and its hangar facilities to drive revenue growth and better asset utilisation whilst enhancing financial resilience through disciplined operational efficiency and prudent cost management.

For a detailed discussion of the Group's economic performance and challenges, please refer to the MD&A section of this Annual Report.

Tenant satisfaction

Tenant satisfaction remains an important area of focus for the Group in supporting occupancy levels and sustaining rental income. The Group has initiated a more structured approach to tenant engagement through the introduction of tenant satisfaction surveys conducted for the calendar year 2025 to better understand tenant needs and expectations.

As this initiative was only recently implemented, data and measurable outcomes are not yet available for the current reporting period. The Group intends to leverage insights from future survey results to identify areas for improvement and enhance its ground handling and property management practices over time.



In the interim, the Group continues to maintain regular communication with tenants, customers and clients. The Group endeavours to ensure that its properties are kept in a safe, functional and well-maintained, while its services are delivered reliably to support business operations.

Community investment

The Group recognises the importance of contributing positively to the communities in which it operates. The Group supports selected initiatives and engagements that promote community well-being and foster positive relationships with local stakeholders.

During the financial year, the Group supported community well-being via an in-kind donation made to Pertiwi Soup Kitchen, a non-governmental organisation dedicated to providing food aid and necessities to underserved and vulnerable communities, particularly the urban poor and homeless in Malaysia.

While community-related efforts may not be a primary driver of its operations, the Group remains committed to participating in meaningful initiatives where appropriate, in a manner that aligns with its business activities and values.



Pertubuhan Tindakan
Wanita Islam
(PERTIWI)



PERTIWI
Soup
Kitchen



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SUSTAINABILITY STATEMENT

BUSINESS ETHICS & COMPLIANCE

The Group is committed to upholding high standards of integrity, transparency and accountability in the conduct of its business. Strong ethical practices are essential in maintaining stakeholder trust and ensuring compliance with applicable laws and regulations across its operations.

The Group continues to reinforce its ethical standards through established policies and governance practices, including its Code of Conduct, Anti-Bribery and Corruption Policy, and Whistleblowing Policy. These policies guide employees and business partners in adhering to expected standards of behaviour and in addressing potential misconduct.



During the financial year, the Group continued to strengthen internal awareness and understanding of its anti-corruption commitments. Ongoing training and awareness initiatives remain key to reinforcing the Group's internal control for ABC, ensuring that employees are equipped to uphold the standards set out in our policies and procedures. Employees are reminded of their responsibility to act with integrity and to identify, prevent and report any form of improper conduct. The following table illustrates the extent of participation by employee categories in our formal anti-corruption training for the past three years:

Anti-Corruption Training

Employee Category	FYE2026 (%)	FYE2025 (%)	FYE2024 (%)
Senior Management	100	100	20
Managers	100	100	76
Executives	100	100	78
Non-Executives	100	100	46

SUSTAINABILITY STATEMENT

The Group adopts a zero-tolerance approach towards bribery and corruption. Periodic risk assessments and internal controls are in place to identify and mitigate potential risks, while the whistleblowing channel provides a platform for reporting concerns in a confidential manner.

	FYE2026 (%)	FYE2025 (%)	FYE2024 (%)
Number of confirmed incidents of corruption and action taken	None	None	None

The Group will continue to strengthen its compliance practices by enhancing awareness, reinforcing internal controls and ensuring that ethical considerations remain embedded within its business operations. For additional information on compliance, please refer to the Corporate Governance Overview Statement, the Board Audit & Risk Management Committee Report, and the Statement of Risk Management and Internal Control ("**SORMIC**") in this Annual Report.

SUSTAINABLE DESIGN & GREEN BUILDINGS

The Group recognises the importance of maintaining its properties in a manner that supports operational efficiency, safety and a conducive environment for tenants and users. As the Group’s portfolio primarily comprises existing buildings, its approach focuses on effective building management and the incorporation of practical features that support resource efficiency and overall building performance.

At Sapura@Mines, the Group has incorporated several environmentally considerate features to enhance building efficiency and occupant comfort. These include the use of energy-efficient fittings such as LED lighting and sensor-based systems, as well as design considerations that optimise natural daylight to reduce reliance on artificial lighting. The building also incorporates tempered tinted glass to manage heat and light exposure, contributing to improved indoor comfort and more efficient energy use.

In addition, natural ventilation is utilised in certain areas to support air circulation, while the building’s proximity to a water body contributes to passive cooling effects. The provision of electric vehicle ("**EV**") charging facilities further supports the adoption of more sustainable transportation among tenants and visitors.

The Group continues to explore opportunities to enhance building performance, including potential initiatives such as the adoption of renewable energy or energy-efficient solutions, where feasible and aligned with operational and financial considerations.

Sapura@Mines Key Features

- ✔ LED lighting & sensor-based systems
- ✔ Natural daylight utilisation
- ✔ Tinted glass for heat/light control
- ✔ Natural ventilation (selected areas)
- ✔ EV charging facilities



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SUSTAINABILITY STATEMENT

SUPPLY CHAIN MANAGEMENT

The Group recognises the importance of maintaining a reliable and responsible supply chain to support its operations across the property and aviation segments. Suppliers and service providers play a key role in ensuring the continuity of building maintenance, operational support and service delivery. As such, the Group places emphasis on conducting procurement activities in a fair, transparent and controlled manner, guided by its internal policies and procedures.

The Group continues to manage its supplier engagements through established procurement processes to ensure that operational requirements are met efficiently while maintaining expected standards of service delivery and compliance.

Responsible Procurement Practices



- Procurement guided by internal policies and procedures
- Compliance expectation with applicable laws and regulations
- Vendors evaluated based on service quality, pricing and reliability
- Oversight by Cost, Contracts and Procurement ("CCP") Department

Supply Chain Continuity



- Diversified supplier base to reduce dependency risk
- Ongoing monitoring of supplier performance and service delivery
- Focus on maintaining continuity of operations

Local Procurement



- Property: 100% local procurement (FYE2025: 100%)
- Aviation: 76% local procurement (FYE2025: 60%)
- Overall: 94% local procurement (FYE2025: 75%)

Ongoing Enhancements



- Formalisation of supplier screening and registration processes
- Continued monitoring of supplier performance
- Continued review and update of Procurement Policy



SUSTAINABILITY STATEMENT

Responsible procurement and supply chain continuity

The Group adopts internal procurement practices to guide the selection and management of suppliers and service providers. The Group also expects its suppliers and service providers to comply with applicable laws and regulations and to conduct business in an ethical manner, in line with the Group's standards.

In managing its supply chain, the Group places importance on maintaining continuity of services and monitors potential risks that may impact operations. To mitigate such risks, measures such as maintaining a diversified supplier base and strengthening sourcing practices are implemented to reduce reliance on individual suppliers and support the stability of service delivery.

Local procurement

Where feasible, the Group prioritises engaging local suppliers and service providers, particularly for maintenance and operational requirements. This supports more efficient coordination, improved responsiveness and contributes to the local economy.

Spendings on local suppliers	FYE2026 (%)	FYE2025 (%)	FYE2024 (%)
Property	100	100	100
Aviation	76	60	77
Overall	94	75	86

The overall local supplier spending percentage reflects the combined procurement expenditure across both the property and aviation segments. To ensure that value for money is achieved while safeguarding the Group's interests, procurement activities are overseen by the CCP, which is responsible for ensuring compliance with the Group's Procurement Policies and Procedures.

To further strengthen its supply chain practices, the Group plans to formalise supplier screening and registration processes to ensure that vendors meet the Group's compliance, financial, and operational standards prior to onboarding as approved vendors. Supplier performance is also monitored on an ongoing basis against quality, reliability and contractual obligations to encourage responsible and consistent supply chain practices. In addition, the Group reviewed and updated its Procurement Policy during the year and will continue to do so to ensure they remain relevant and aligned with evolving operational and governance requirements.

WASTE MANAGEMENT

The Group is guided by applicable local laws and regulations in ensuring that appropriate waste management and disposal practices are implemented across its operations. Waste generated by the Group primarily arises from its property and aviation segments, including general operational and maintenance-related activities.

During the financial year, the Group continued to implement recycling initiatives as part of its efforts to reduce waste directed to disposal, with waste diverted comprising materials that are handled by appointed contractors for reuse, recycling or recovery through appropriate channels.

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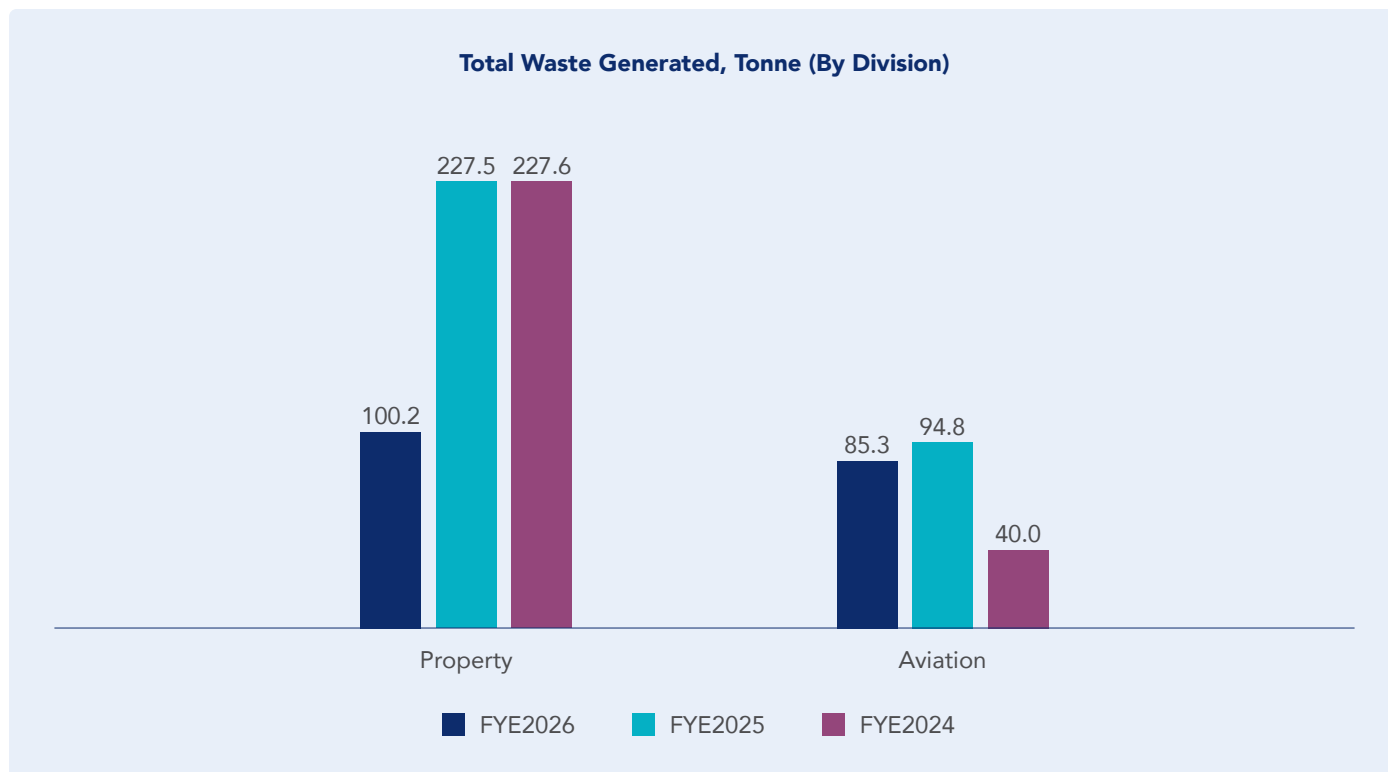
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SUSTAINABILITY STATEMENT

The table below summarises the waste data recorded for the last three years:



Waste category (metric tonne)	FYE2026		FYE2025		FYE2024	
	Property	Aviation	Property	Aviation	Property	Aviation
Waste directed to disposal ¹	98.3	84.3	223.2	93.6	223.3	40.0
Waste diverted from disposal ²	1.9	1.0	4.3	1.2	4.4	Nil
Total waste generated (by division)³	100.2	85.3	227.5	94.8	227.6	40.0
Total waste generated	185.5		322.3		267.6	

¹ Waste directed to disposal refers to waste which is sent to landfill/incinerator.

² Waste diverted from disposal includes waste that is reused, recycled, or subject to other recovery options.

³ Our waste generation includes waste from tenants.

The table above summarises the total waste generated by the Group, comprising waste directed to disposal and waste diverted from disposal. Waste generation remains aligned with the Group's operational activities, with majority of the waste being directed to disposal while recycling initiatives contribute to waste diversion.

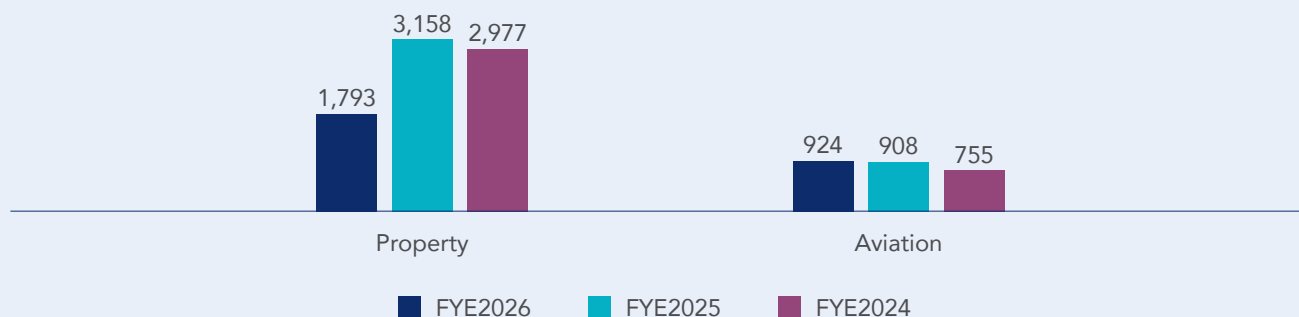
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ENERGY MANAGEMENT

Energy consumption within the Group is primarily driven by building operations across its property portfolio, including lighting, air-conditioning and common area facilities. The Group monitors its energy usage as part of its operational management to support efficient resource utilisation.

During the financial year, the Group continued to implement practical measures to optimise energy usage, including promoting employee awareness, where applicable, to support more efficient energy consumption.

Energy Consumption, MWh (By Division)



Energy consumption (MWh)	FYE2026		FYE2025		FYE2024	
	Property	Aviation	Property	Aviation	Property	Aviation
Purchased electricity	1,793	792	3,089	748	2,936	655
Fuel consumption (petrol, diesel, LPG)	-	132	69	160	41	100
Subtotal	1,793	924	3,158	908	2,977	755
Total	2,717		4,066		3,732	

¹ Energy consumption for the property segment covers office and common areas/facilities.

² Energy conversion factor used for vehicles is based on fuel litre consumption derived from UK Government GHG Conversion Factors for Company Reporting 2025 (Petrol = 8.926 kWh/litre, Diesel = 9.905 kWh/litre).

³ Energy conversion factor used for LPG cylinder is based on gaseous kg consumption derived from UK Government GHG Conversion Factors for Company Reporting 2025. Our calculation is based on the assumption that 1 cylinder of LPG equals 50 kg.

The table above presents the Group's direct energy consumption, comprising purchased electricity and fuel consumption across its property and aviation segments.

The Group's decrease in energy consumption for the property segment in FYE2026 was largely driven by the reduced tenant occupancy during the year and further supported by the implementation of several energy efficiency initiatives, including the replacement of fluorescent lights with LED bulbs, rescheduling of chiller operations, installation of photocell lighting systems, and optimisation of split unit air conditioner temperatures. As a result, energy consumption reflected both improved efficiency and minimal occupancy levels during the financial year.

Implemented Energy Efficiency Initiatives

- ✓ Replacement of fluorescent lights with LED bulbs
- ✓ Rescheduling of chiller operations
- ✓ Installation of photocell lighting systems
- ✓ Optimisation of split unit air conditioner temperatures

The Group will continue to monitor its energy performance and identify opportunities to enhance efficiency over time.

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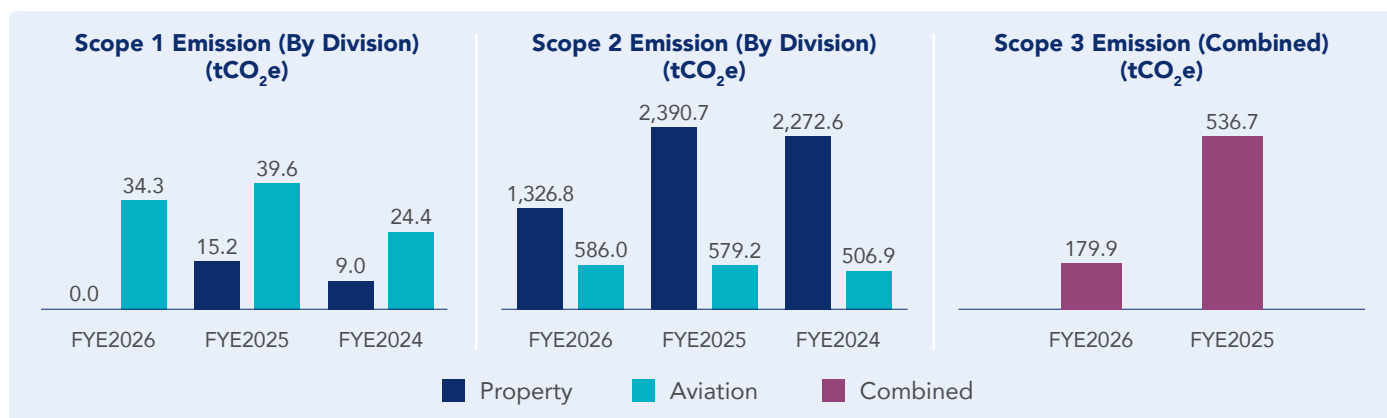
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SUSTAINABILITY STATEMENT

EMISSION MANAGEMENT

The Group monitors its greenhouse gas ("GHG") emissions arising primarily from electricity consumption across its property portfolio and fuel usage within its aviation segment. Emissions tracking enables the Group to better understand its environmental footprint and support ongoing operational management.

During the financial year, the Group continued to focus on managing emissions through optimisation of energy consumption, including electricity usage at its premises and fuel consumption for company vehicles. The Group also continued tracking Scope 3 emissions, currently limited to business travel and employee commuting, as part of its efforts to progressively enhance emissions data coverage. Scope 1 and Scope 3 emissions are derived in accordance with the latest Department for Energy Security and Net Zero ("DESNZ") UK Government GHG Conversion Factors for Company Reporting, while Scope 2 emissions are derived from the latest Suruhanjaya Tenaga ("ST") Grid Emission Factor.



Emission Type (tCO ₂ e)	FYE2026		FYE2025		FYE2024	
	Property	Aviation	Property	Aviation	Property	Aviation
Scope 1: Direct GHG Emissions	-	34.3	15.2	39.6	9.0	24.4
Scope 2: Indirect GHG Emissions	1,326.8	586.0	2,390.7	579.2	2,272.6	506.9
Scope 3 (Business Travel and Employee Commuting)	179.9		536.7		N/A	
Total GHG Emissions	2,127.0		3,561.4		2,812.9	

¹ Scope 1 Emissions – Direct GHG emissions arising from sources owned or controlled by the Group (focusing on petrol and diesel consumption). Emission factors are based on DESNZ's UK Government GHG Conversion Factors for Company Reporting for 2025 and 2024.

² Scope 2 Emissions – FYE2026 Indirect GHG emissions arising from the generation of purchased electricity consumed by the Group. Emission factors are based on ST's Grid Emission Factors for 2024 (0.740).

³ Scope 3 Emissions – Disclosure is limited to business travel and employee commuting by land only. Scope 3 GHG emissions for FYE2026 are calculated based on the Greenhouse Gas Protocol: Technical Guidance for Calculating Scope 3 Emissions (version 1.0), using the approach of distance-based method under Category 6 (Business Travel) and Category 7 (Employee Commuting). Emission factors for transportation modes are based on DESNZ's UK Government GHG Conversion Factors for Company Reporting for 2025 and 2024.

The table above presents the Group's GHG emissions across Scope 1, Scope 2 and Scope 3. Emissions levels remain largely aligned with operational activities and energy consumption patterns. The Group will continue to improve its data collection processes and refine its emissions management approach over time.

SUSTAINABILITY STATEMENT

Climate Change

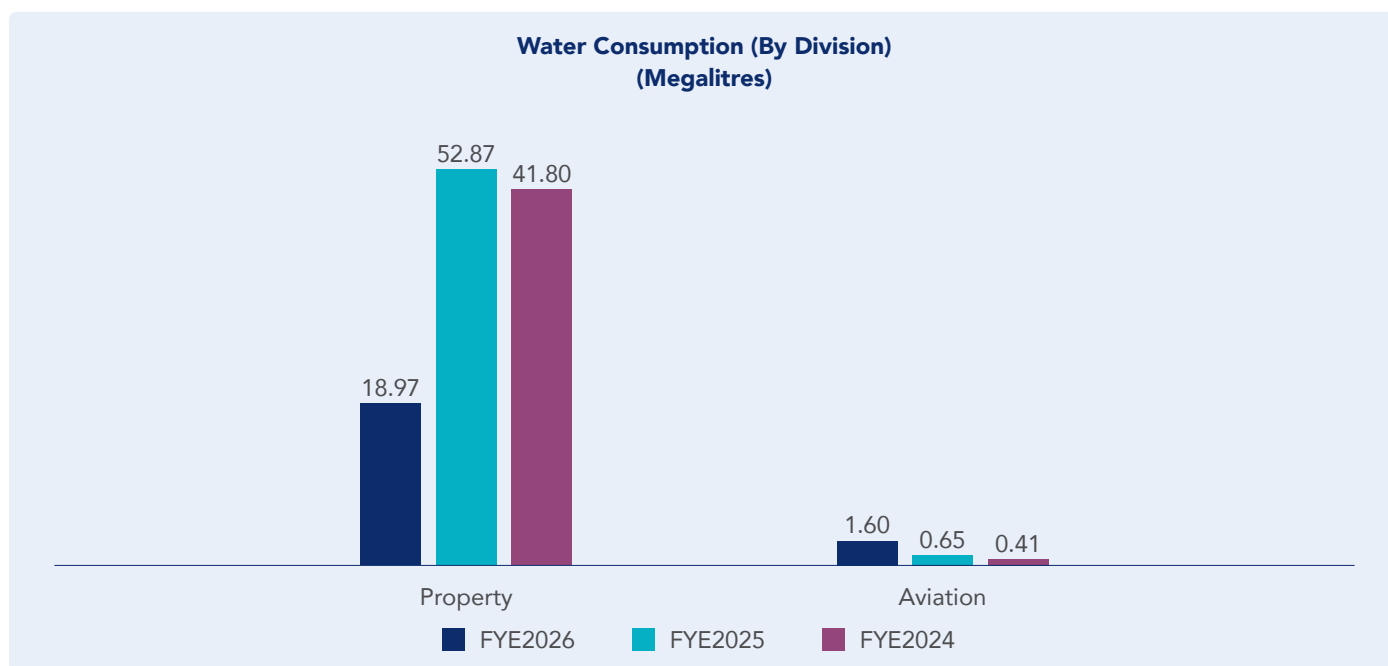
The Group recognises that climate change may present both transitional and physical risks that could impact its operations, including changes in regulatory requirements, energy costs and evolving stakeholder expectations.

While the Group is currently in the early stages of formalising its approach to climate-related matters, it remains committed to strengthening its understanding of climate-related risks and opportunities. The Group will continue to enhance its practices and disclosures over time in line with evolving regulatory and reporting expectations, including progressively aligning with internationally recognised sustainability reporting frameworks such as the IFRS Sustainability Disclosure Standards.

WATER MANAGEMENT

Water consumption within the Group primarily arises from its property operations, with usage largely concentrated at its headquarters in Sapura@Mines for general purposes such as kitchen, washroom and pantry usage. The Group monitors its water usage as part of its operational management to support efficient utilisation of resources.

The Group continues to ensure that its water facilities and piping systems are properly maintained to minimise leakages and avoid unnecessary wastage. Water usage is monitored as part of operational management to support efficient utilisation.



SUSTAINABILITY STATEMENT

Total volume of water consumed (Megalitres)	FYE2026	FYE2025	FYE2024
Property	18.97	52.87	41.80
Aviation	1.60	0.65	0.41
Total	20.57	53.52	42.21

¹ Water consumption is equivalent to water withdrawal, as no significant water discharge is tracked.

² Water consumption includes usage by tenants.

The table above presents the Group's water consumption across its operations. Water consumption remains largely aligned with occupancy levels and operational activities.

The Group's decrease in water consumption for the property segment in FYE2026 was mainly attributed to a reduction in the number of tenants and the implementation of water efficiency initiatives during the year, including the installation of automatic water taps, a dual pump system, and routine plumbing inspections. These measures improved water utilisation across the building, with consumption also reflecting the lower occupancy levels.

Implemented Water Efficiency Initiatives

- ✔ Installation of automatic water taps
- ✔ Dual pump system
- ✔ Routine plumbing inspections

For the aviation segment, the increase in water consumption was primarily attributed to a faulty water meter, which had resulted in lower consumption readings during prior years. The issue has since been rectified in December 2024, and consumption reading is expected to normalise going forward.

The Group will continue to monitor its water performance and identify opportunities to enhance water efficiency over time.

HEALTH, SAFETY AND SECURITY

The Group is committed to maintaining a safe and secure environment for its employees, tenants and visitors across its operations. Health, safety and security are managed through established procedures and controls to minimise risks and support the well-being of all stakeholders.

In its property operations, the Group focuses on maintaining a secure environment through surveillance systems, emergency preparedness measures, and ensuring that its buildings are supported by valid Fire Certificates issued by the Fire and Rescue Department of Malaysia. In the aviation segment, safety remains a key priority given the nature of operations, with ongoing efforts to strengthen risk management practices, incident response processes and operational controls.

During the financial year, the Group continued to implement safety training programmes as well as regular maintenance checks and operational monitoring to reduce the risk of incidents. Where incidents occur, appropriate investigations and corrective actions are undertaken in accordance with established procedures.

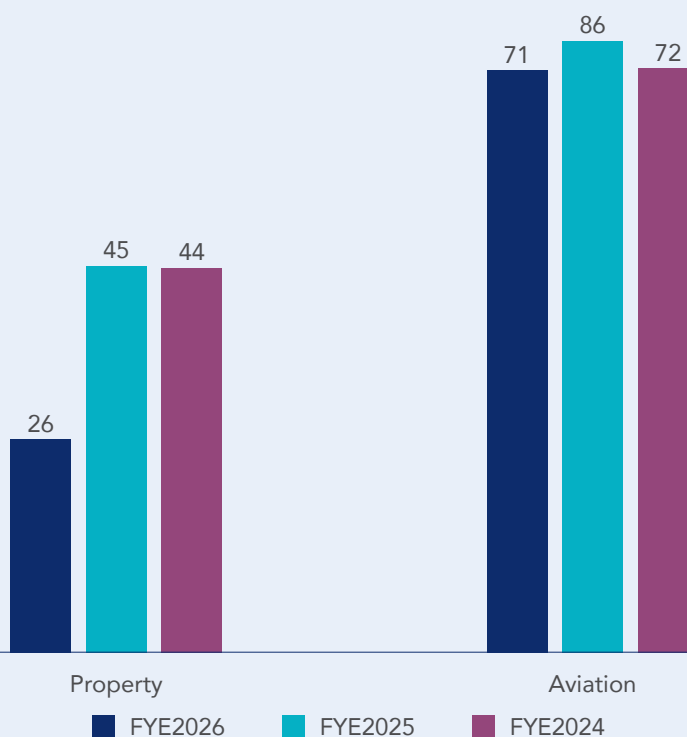
The Group will continue to strengthen its health, safety and security practices through ongoing monitoring, training and improvements to its operational processes.

SUSTAINABILITY STATEMENT

Health and safety training

The Group continues to prioritise health and safety awareness across its operations by providing relevant training to employees. These training programmes are designed to equip personnel with the necessary knowledge to perform their duties safely and to respond appropriately to potential workplace hazards.

Employees Trained on HSE Standards (By Division)



Number of employees trained on Health and Safety Standards	FYE2026	FYE2025	FYE2024
SRB HQ & Property	26	45	44
Aviation	71	86	72
Total	97	131	116

The table above presents the number of employees trained on health and safety standards across the Group's property and aviation segments. The FYE2024 aviation figures have been restated to reflect improved data collection, where the prior disclosure was based on cumulative training attendance rather than employee headcount. The Group will continue to ensure that relevant training is provided to employees to support a safe working environment.

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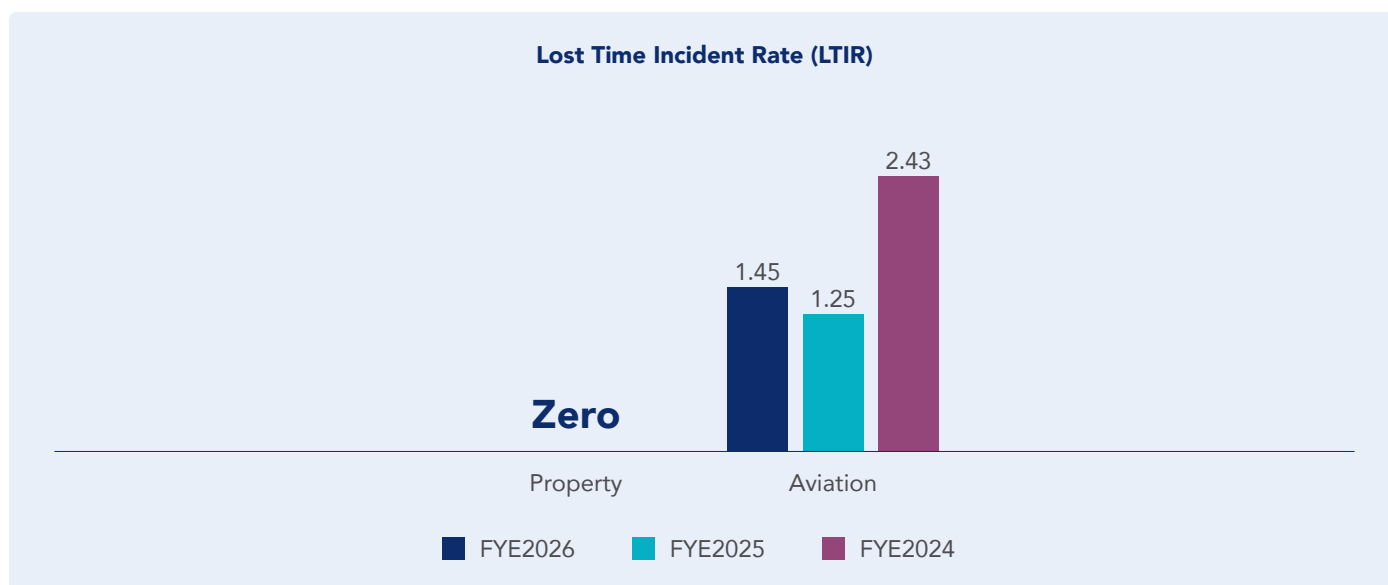
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SUSTAINABILITY STATEMENT

Workplace fatalities and Lost Time Incident Rate

The Group monitors its workplace safety performance through key indicators, including the number of work-related fatalities and the Lost Time Incident Rate ("LTIR"), to assess the effectiveness of its safety measures across its operations.



Safety Statistics	FYE2026		FYE2025		FYE2024	
	Property	Aviation	Property	Aviation	Property	Aviation
Number of work-related fatalities	Nil	Nil	Nil	Nil	Nil	Nil
Loss Time Incident Rate	Nil	1.45	Nil	1.25	Nil	2.43

The table above summarises the Group's safety performance for the financial year. No work-related fatalities were recorded during the year. The LTIR was primarily attributable to a minor incident involving a fall within one of the lavatories on the aviation segment's premises. The Group will continue to strengthen its safety practices and monitoring processes to minimise workplace incidents.

HUMAN CAPITAL MANAGEMENT

The Group recognises that its employees are essential in supporting day-to-day operations across both the property and aviation segments. Our approach to human capital management focuses on maintaining a stable workforce, supporting capability development, and ensuring fair and consistent employment practices aligned with operational needs.

SUSTAINABILITY STATEMENT

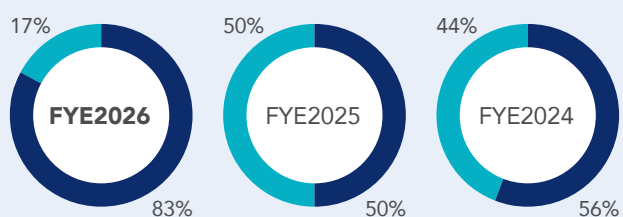
Diversity

The Group is committed to fostering an inclusive workplace by promoting diversity across its workforce. This includes considerations of gender, age, and experience, with hiring and development decisions guided by merit and suitability for the role.

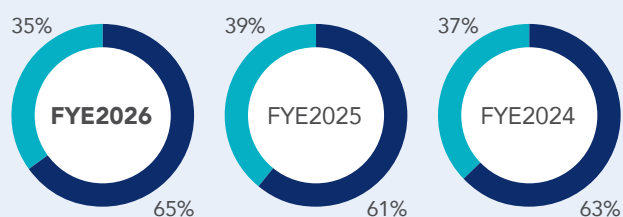
Efforts to maintain a balanced workforce support a range of perspectives and experiences, which contribute to more effective decision-making and operational resilience.

Gender Diversity by Employee Category

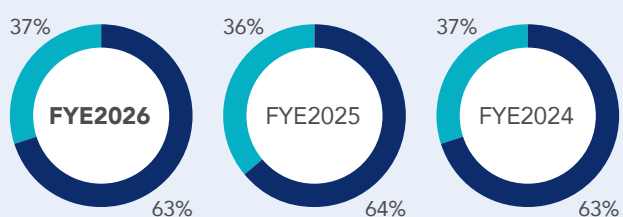
Senior Management



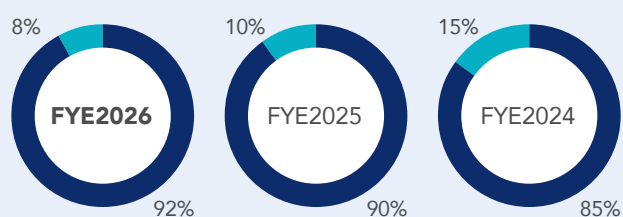
Middle Management



Executive



Non-executive



■ Male ■ Female

Percentage of employees by gender for each employee category	FYE2026		FYE2025		FYE2024	
	Male (%)	Female (%)	Male (%)	Female (%)	Male (%)	Female (%)
Senior Management	83	17	50	50	56	44
Middle Management	65	35	61	39	63	37
Executive	63	37	64	36	63	37
Non-Executive	92	8	90	10	85	15
Total	79	21	76	24	67	33

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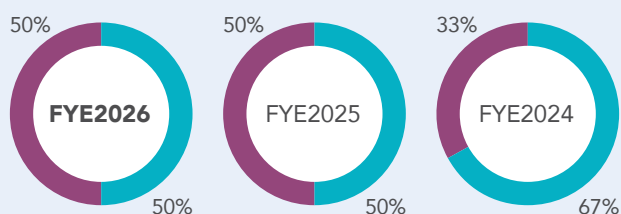
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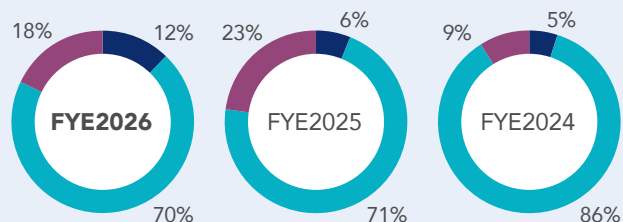
SUSTAINABILITY STATEMENT

Age Diversity by Employee Category

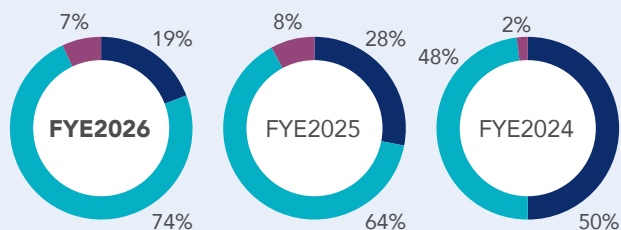
Senior Management



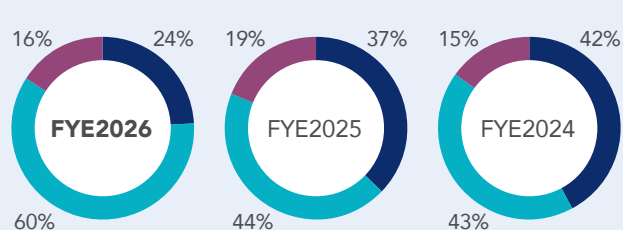
Middle Management



Executive



Non-executive



■ <30 ■ 30-50 ■ >50

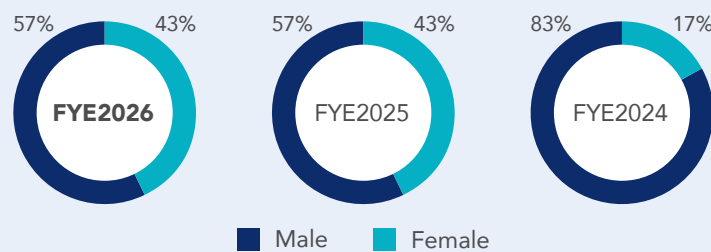
Percentage of employees by age group by each employee category	Age in Years (%)								
	FYE2026			FYE2025			FYE2024		
	<30	30-50	>50	<30	30-50	>50	<30	30-50	>50
Senior Management	Nil	50	50	Nil	50	50	Nil	67	33
Middle Management	12	70	18	6	71	23	5	86	9
Executive	19	74	7	28	64	8	50	48	2
Non-Executive	24	60	16	37	44	19	42	43	15
Total	19	65	16	27	55	18	24	61	15

SUSTAINABILITY STATEMENT

Board composition

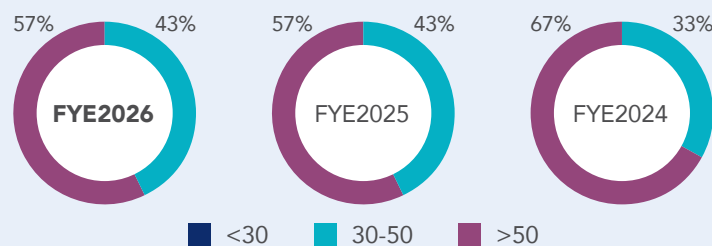
As of the reporting date, the composition of the Board reflects a mix of experience, age groups, and gender representation to support effective oversight and governance. The restated numbers for FYE2025 and FYE2024 were due to exclusion of the alternate director.

Percentage of Directors by Gender



Percentage of directors by gender	FYE2026		FYE2025 (Restated)		FYE2024 (Restated)	
	Male (%)	Female (%)	Male (%)	Female (%)	Male (%)	Female (%)
Board of Directors	57	43	57	43	83	17

Percentage of Directors by Age Group



Percentage of directors by age group	Age in Years (%)								
	FYE2026			FYE2025 (Restated)			FYE2024 (Restated)		
	<30	30-50	>50	<30	30-50	>50	<30	30-50	>50
Board of Directors	Nil	43	57	Nil	43	57	Nil	33	67

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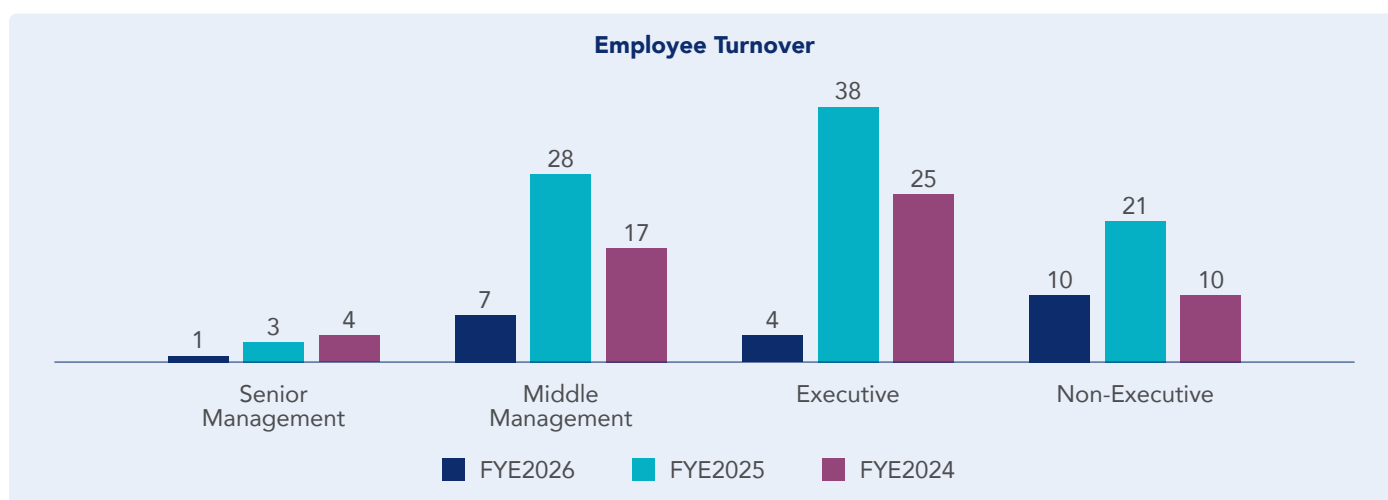
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SUSTAINABILITY STATEMENT

Employee new hires and turnover

Employee movement during the financial year reflects normal operational requirements, including replacements and role expansions where necessary.

The Group recorded a notable reduction in both new hires and employee turnover during FYE2026, reflecting a more stable workforce position compared to the prior year.



Total number of new hires	FYE2026	FYE2025	FYE2024
Total	16	62	68

Total number of employee turnover by employee category	FYE2026	FYE2025	FYE2024
Senior Management	1	3	4
Middle Management	7	28	17
Executive	4	38	25
Non-Executive	10	21	10
Total	22	90	56

The Group monitors hiring and turnover trends to ensure workforce stability and to identify areas requiring further attention, particularly in operational roles.

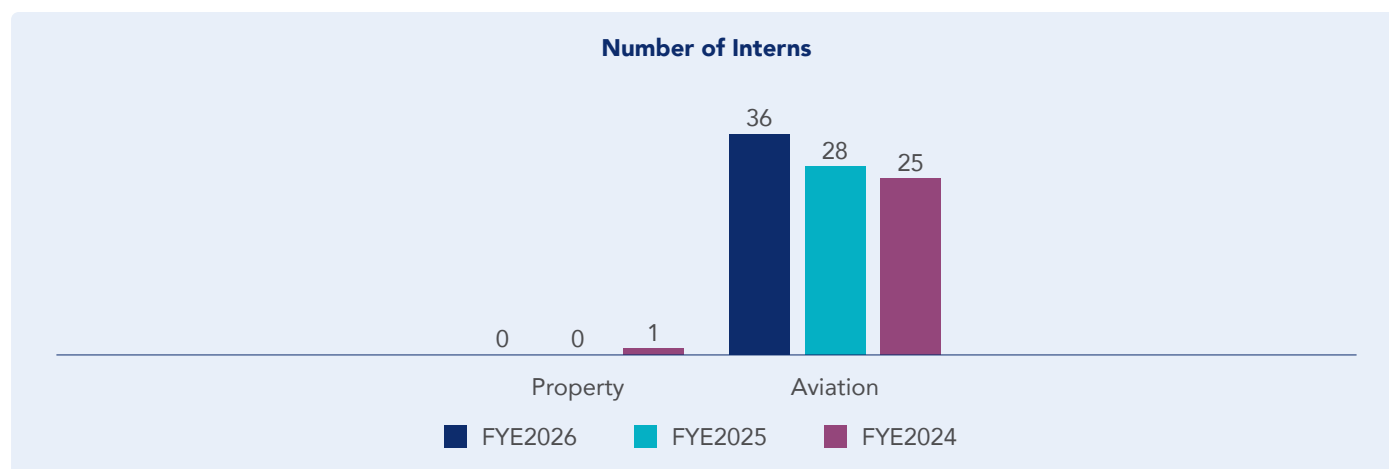
Talent recruitment programmes

Recruitment activities are carried out based on operational needs, with emphasis on attracting suitably qualified candidates to support business continuity. The Group utilises standard recruitment channels and internal referrals to identify candidates with relevant experience and competencies. Hiring processes are guided by internal procedures to ensure consistency and fairness, while aligning with the Group's workforce requirements.

SUSTAINABILITY STATEMENT

Internship programmes

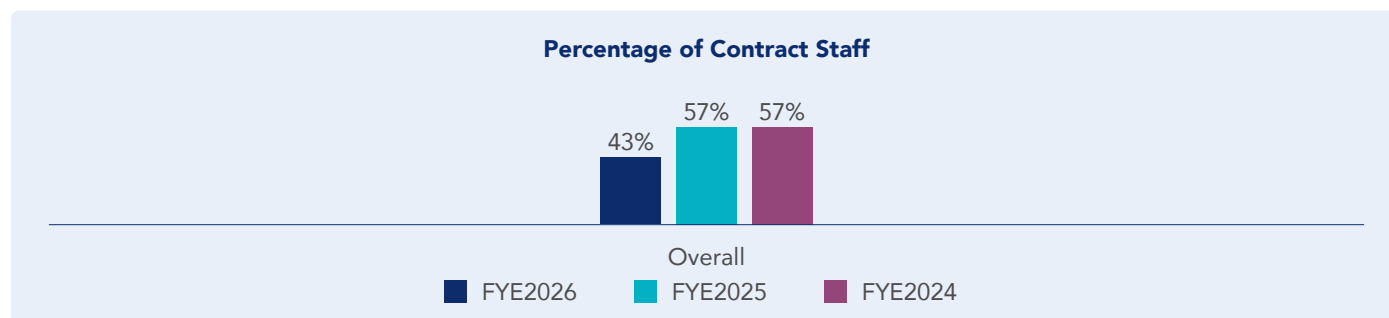
The Group supports internship placements as part of its efforts to provide exposure to students and fresh graduates. These programmes offer practical experience in aviation areas such as flight and ground operations. Internship programmes also serve as a potential pipeline for future recruitment, allowing the Group to identify candidates who are suitable for long-term employment.



Number of interns	FYE2026	FYE2025	FYE2024
HQ/Property	Nil	Nil	1
Aviation	36	28	25
Total	36	28	26

Utilisation of contract staff

Contract staff are engaged as necessary. This approach enables the Group to manage manpower needs efficiently while maintaining continuity in service delivery.



Percentage of contract staff	FYE2026 (%)	FYE2025 (%)	FYE2024 (%)
Overall	43	57	57

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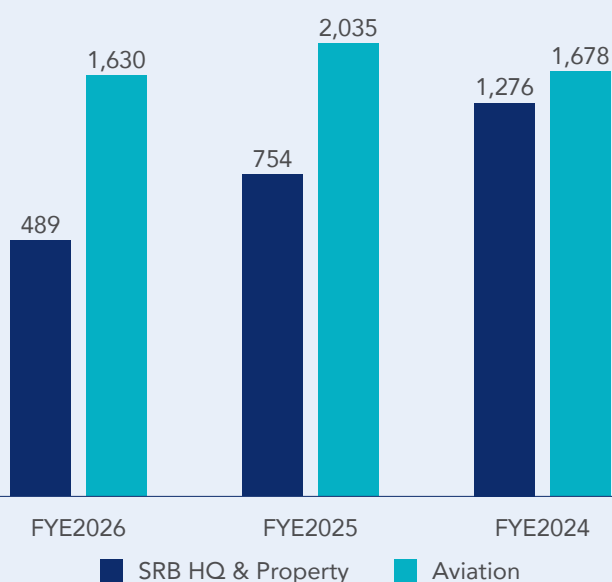
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SUSTAINABILITY STATEMENT

Employee training

Employee training is primarily focused on job-specific skills, operational requirements, and safety practices. Training is conducted through a combination of on-the-job guidance and selected external programmes where relevant.

Total Training Hours (By Division)



Total hours of training by employee category	FYE2026		FYE2025		FYE2024	
	SRB HQ & Property	Aviation	SRB HQ & Property	Aviation	SRB HQ & Property	Aviation
Senior Management	46	30	8	34	23	165
Middle Management	177	407	160	576	351	256
Executive	105	319	436	255	612	252
Non-Executive	161	874	150	1,170	290	1,005
Subtotal	489	1,630	754	2,035	1,276	1,678
Total	2,119		2,789		2,954	

Training participation is monitored internally to ensure employees are equipped with the necessary competencies to perform their roles effectively.

SUSTAINABILITY STATEMENT

Employee appraisals

The Group maintains a structured approach to employee performance assessment, which is conducted periodically in line with internal human resource practices. Performance evaluations are used to assess employees' job performance, identify areas for improvement, and support ongoing workforce development.

Employee Appraisals	FYE2026	FYE2025	FYE2024
Completion Rate (%)	100	100	100

Compensation and benefits

The Group provides compensation and benefits aligned with industry practices and in compliance with applicable labour regulations. Remuneration structures are designed to be fair and commensurate with roles and responsibilities. Employee benefits are periodically reviewed to ensure they remain relevant and support employee well-being and retention.



Employee benefits	Description
Equal Benefits	Promote equitable benefit practices for all employees, free from discrimination.
No Recruitment Fees	Ensure that workers are not charged any fees by agents or subcontractors for securing employment.
Passport Handling	Ensure that passports are kept by their rightful owners and not retained by employers or agents.
Minimum Wages	Comply with local minimum wage requirements.
Overtime, Leaves	Our practices meet, at a minimum, the requirements set forth by local labour laws (i.e. Employment Act 1955).

Zero discrimination and human rights violation

The Group is committed to providing a workplace free from discrimination and upholding fundamental human rights. Employment practices are guided by internal policies that promote fairness, respect, and equal opportunity.

There were no reported incidents of discrimination or human rights violations for FYE2026, FYE2025 and FYE2024.

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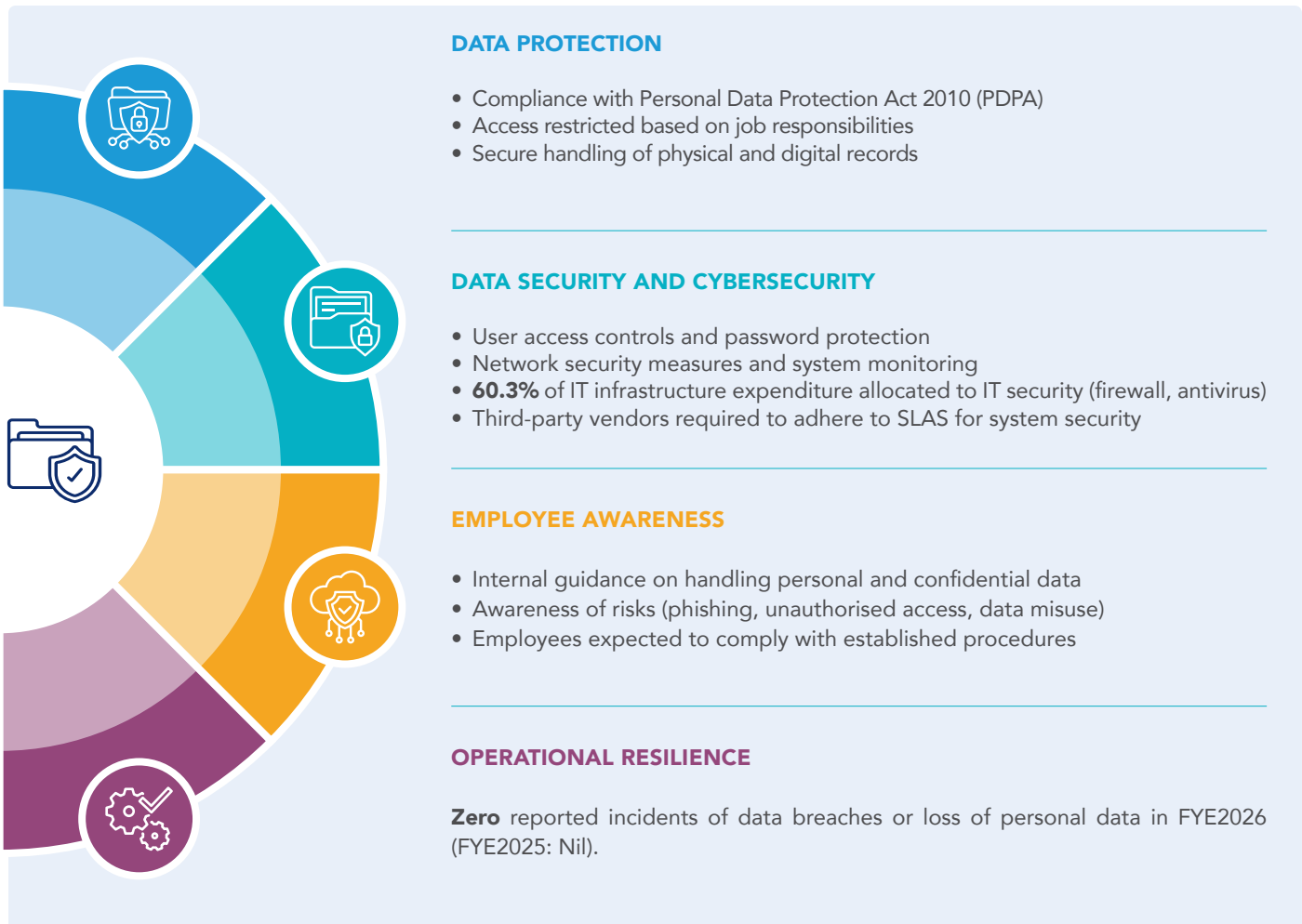
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SUSTAINABILITY STATEMENT

DATA PRIVACY

The Group recognises the importance of safeguarding personal and business information in the course of our operations. Our approach to data privacy focuses on maintaining appropriate controls over the collection, use, and storage of information, particularly in relation to tenant, customer, and employee data.



Data protection

We implement data protection practices guided by applicable regulatory requirements, including the Personal Data Protection Act 2010 ("**PDPA**"). Personal data collected through business operations is managed in accordance with internal procedures, with access restricted to authorised personnel based on job responsibilities.

Measures such as controlled system access, password protection, and secure handling of physical documents are applied to reduce the risk of unauthorised access or disclosure. These practices are implemented across relevant business functions, including property management and administrative operations.

SUSTAINABILITY STATEMENT

Data security and cybersecurity

The Group maintains basic controls to safeguard both physical and digital information, as well as the systems that support its operations. These controls are intended to reduce the risk of unauthorised access, data loss, or system disruption.

Measures implemented include user access controls, password protection, and restricted access to systems based on job responsibilities. In addition, general network security practices and system monitoring are in place to support the reliability and security of digital platforms used in daily operations.

During the financial year, the Group allocated 60.3% of its total IT infrastructure expenditure towards maintaining and enhancing its IT security systems, including firewall and antivirus protection. Where external service providers are engaged, the Group ensures that vendors adhere to their Service Level Agreements to support the reliability and security of systems and services delivered.

Where external service providers are engaged for IT systems or digital solutions, the Group expects such parties to adhere to relevant data protection and security requirements. This helps ensure that information handled by third parties is subject to appropriate safeguards.

These practices are implemented progressively, taking into account the scale of operations and the level of digitalisation across the Group.

Employee awareness on data protection and cybersecurity

Employee awareness plays a role in supporting effective data protection and cybersecurity practices. The Group provides guidance and internal communications to employees on the proper handling of personal and confidential information.

This includes basic awareness on common risks such as phishing, unauthorised access, and improper data handling. Employees are expected to follow procedures and exercise due care when using digital systems and managing sensitive information.

These efforts are intended to promote responsible behaviour and reduce the likelihood of data-related or cybersecurity incidents across the organisation.



There were zero reported incidents of data breaches or loss of personal data for FYE2026, FYE2025 and FYE2024.

CONCLUSION

The Group remains committed to strengthening its sustainability practices in a manner that is aligned with its business operations and current stage of development. During the financial year, efforts have been focused on reinforcing foundational practices across key material matters, including operational efficiency, environmental management, workforce management, and governance-related areas.

While current initiatives are primarily operational in nature, the Group continues to take steps to improve internal processes, enhance data collection, and strengthen oversight where relevant. These efforts are carried out progressively, taking into consideration practical constraints and business priorities.

The Group is also mindful of evolving sustainability reporting requirements, including developments under the IFRS Sustainability Disclosure Standards. In this regard, initial efforts have been made to review existing practices against these emerging requirements to support future alignment where appropriate.

Moving forward, the Group will continue to build on these foundations by improving the consistency and quality of sustainability-related disclosures, while identifying areas for further enhancement in line with evolving regulatory expectations and stakeholder needs.

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SUSTAINABILITY STATEMENT

BURSA MALAYSIA PRESCRIBED TABLE

SAPURA RESOURCES BHD

BMLR Transition Period

Date & Time: 2026-05-21 18:24:29
Main Market | Group 2 | FYE 31/01/2026

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Community Investment	Total amount invested in the community where the target beneficiaries are external to the listed issuer	RM	0	0	—	No assurance
Community Investment	Total number of beneficiaries of the investment in communities	Number	0	1	—	No assurance
Business Ethics & Compliance	Percentage of employees participated in anti-corruption training and awareness – Senior Management	Percentage (%)	100	100	—	No assurance
Business Ethics & Compliance	Percentage of employees participated in anti-corruption training and awareness – Managers	Percentage (%)	100	100	—	No assurance
Business Ethics & Compliance	Percentage of employees participated in anti-corruption training and awareness – Executives	Percentage (%)	100	100	—	No assurance
Business Ethics & Compliance	Percentage of employees participated in anti-corruption training and awareness – Non-Executives	Percentage (%)	100	100	—	No assurance
Business Ethics & Compliance	Number of confirmed incidents of corruption and action taken	Number	0	0	—	No assurance
Supply Chain Management	Percentage of expenditure on local suppliers	Percentage (%)	75	94	—	No assurance
Waste Management	Total waste generated	Metric tonnes	322.3	185.5	—	No assurance
Waste Management	Total waste diverted from disposal	Metric tonnes	5.5	2.9	—	No assurance

SUSTAINABILITY STATEMENT

BURSA MALAYSIA PRESCRIBED TABLE

Date & Time: 2026-05-21 18:24:29
Main Market | Group 2 | FYE 31/01/2026

SAPURA RESOURCES BHD
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Waste Management	Total waste directed to disposal	Metric tonnes	316.8	182.6	—	No assurance
Energy Management	Total energy consumption	MWh	4,066	2,717	—	No assurance
Emission Management	Total GHG emissions (Scope 1)	TCO2e	54.8	34.3	—	No assurance
Emission Management	Total GHG emissions (Scope 2)	TCO2e	2,969.9	1,912.8	—	No assurance
Emission Management	Total GHG emissions (Scope 3)	TCO2e	536.7	179.9	—	No assurance
Water Management	Total water consumption	Megalitres (ML)	53.52	20.57	—	No assurance
Health, Safety, and Security	Number of employees trained in health and safety standards	Number	131	97	—	No assurance
Health, Safety, and Security	Number of work-related fatalities	Number	0	0	—	No assurance
Health, Safety, and Security	Loss-Time Incident Rate	Rate	1.25	1.45	—	No assurance
Human Capital Management	Percentage of employees by gender for each employee category – Senior Management (Male)	Percentage (%)	50	83	—	No assurance
Human Capital Management	Percentage of employees by gender for each employee category – Senior Management (Female)	Percentage (%)	50	17	—	No assurance
Human Capital Management	Percentage of employees by gender for each employee category – Middle Management (Male)	Percentage (%)	61	65	—	No assurance
Human Capital Management	Percentage of employees by gender for each employee category – Middle Management (Female)	Percentage (%)	39	35	—	No assurance

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Main Market | Group 2 | FYE 31/01/2026

SAPURA RESOURCES BHD BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Human Capital Management	Percentage of employees by gender for each employee category – Executive (Male)	Percentage (%)	64	63	—	No assurance
Human Capital Management	Percentage of employees by gender for each employee category – Executive (Female)	Percentage (%)	36	37	—	No assurance
Human Capital Management	Percentage of employees by gender for each employee category – Non-Executive (Male)	Percentage (%)	90	92	—	No assurance
Human Capital Management	Percentage of employees by gender for each employee category – Non-Executive (Female)	Percentage (%)	10	8	—	No assurance
Human Capital Management	Percentage of employees by age group for each employee category – Senior Management (<30 years old)	Percentage (%)	0	0	—	No assurance
Human Capital Management	Percentage of employees by age group for each employee category – Senior Management (30-50 years old)	Percentage (%)	50	50	—	No assurance
Human Capital Management	Percentage of employees by age group for each employee category – Senior Management (>50 years old)	Percentage (%)	50	50	—	No assurance
Human Capital Management	Percentage of employees by age group for each employee category – Middle Management (<30 years old)	Percentage (%)	6	12	—	No assurance

SUSTAINABILITY STATEMENT

BURSA MALAYSIA PRESCRIBED TABLE

Date & Time: 2026-05-21 18:24:29
Main Market | Group 2 | FYE 31/01/2026

SAPURA RESOURCES BHD
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Human Capital Management	Percentage of employees by age group by each employee category – Middle Management (30-50 years old)	Percentage (%)	71	70	—	No assurance
Human Capital Management	Percentage of employees by age group by each employee category – Middle Management (>50 years old)	Percentage (%)	23	18	—	No assurance
Human Capital Management	Percentage of employees by age group by each employee category – Executive (<30 years old)	Percentage (%)	28	19	—	No assurance
Human Capital Management	Percentage of employees by age group by each employee category – Executive (30-50 years old)	Percentage (%)	64	74	—	No assurance
Human Capital Management	Percentage of employees by age group by each employee category – Executive (>50 years old)	Percentage (%)	8	7	—	No assurance
Human Capital Management	Percentage of employees by age group by each employee category – Non-Executive (<30 years old)	Percentage (%)	37	24	—	No assurance
Human Capital Management	Percentage of employees by age group by each employee category – Non-Executive (30-50 years old)	Percentage (%)	44	60	—	No assurance
Human Capital Management	Percentage of employees by age group by each employee category – Non-Executive (>50 years old)	Percentage (%)	19	16	—	No assurance
Human Capital Management	Percentage of directors by gender (Male)	Percentage (%)	57	57	—	No assurance

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Date & Time: 2026-05-21 18:24:29
Main Market | Group 2 | FYE 31/01/2026

SAPURA RESOURCES BHD BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Human Capital Management	Percentage of directors by gender (female)	Percentage (%)	43	43	—	No assurance
Human Capital Management	Percentage of directors by age (<30 years old)	Percentage (%)	0	0	—	No assurance
Human Capital Management	Percentage of directors by age (30-50 years old)	Percentage (%)	43	43	—	No assurance
Human Capital Management	Percentage of directors by age (>50 years old)	Percentage (%)	57	57	—	No assurance
Human Capital Management	Total number of training hours	Hours	2,789	2,119	—	No assurance
Human Capital Management	Utilisation of contract staff	Percentage (%)	57	43	—	No assurance
Human Capital Management	Number of interns	Number	28	36	—	No assurance
Human Capital Management	Percentage of employee performance appraisals completed	Percentage (%)	100	100	—	No assurance
Human Capital Management	Number of new hires	Number	62	16	—	No assurance
Human Capital Management	Number of employee turnover by employee category – Senior Management	Number	3	1	—	No assurance
Human Capital Management	Number of employee turnover by employee category – Middle Management	Number	28	7	—	No assurance
Human Capital Management	Number of employee turnover by employee category – Executive	Number	38	4	—	No assurance
Human Capital Management	Number of employee turnover by employee category – Non-Executive	Number	21	10	—	No assurance

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BURSA MALAYSIA PRESCRIBED TABLE

SAPURA RESOURCES BHD BMLR Transition Period							Date & Time: 2026-05-21_18:24:29 Main Market Group 2 FYE 31/01/2026						
Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance							
Data Privacy	Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	0	—	No assurance							
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PROFESSIONAL





CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors ("**the Board**") of Sapura Resources Berhad ("**SRB**" or "**the Company**") remains committed to upholding sound corporate governance practices across the Company and its subsidiaries ("**the Group**"). During the financial year under review, the Board placed heightened focus on strengthening governance oversight, particularly in addressing internal governance matters and reinforcing accountability across the Group. This commitment is underpinned by the principles of integrity, transparency and professionalism, with the objective of protecting and enhancing shareholders' value while ensuring the Group's long-term sustainability. In discharging its responsibilities, the Board remains mindful of its fiduciary duties and governance obligations.

During the financial year under review, the Board intensified its focus on strengthening the Group's governance framework, particularly in response to governance matters encountered in the preceding financial year. The Board undertook targeted measures to reinforce accountability, enhance oversight and strengthen internal controls across the Group.

Key initiatives included the review and enhancement of the Group's Limits of Authority framework and procurement processes to ensure clearer delineation of responsibilities and more robust control over decision-making. In addition, the Board engaged an independent external consultant to conduct the Board Effectiveness Evaluation, strengthening the objectivity of the assessment process and aligning the Board's practices with recognised governance standards.

These initiatives reflect the Board's commitment to continuous improvement in governance practices and to embed a stronger culture of integrity, transparency and accountability across the Group.

The Board acknowledges its responsibility for ensuring that the Company's corporate governance framework is appropriately designed and effectively implemented.

The Board is pleased to present this Corporate Governance Overview Statement ("**CG Statement**") to shareholders and stakeholders, which outlined the Company's corporate governance practices for the financial year ended 31 January 2026 ("**FYE2026**"). These practices are aligned with the principles and recommendations set out in the Malaysian Code on Corporate Governance ("**MCCG**"), emphasising the following three (3) key principles:

PRINCIPLE A

Board leadership and effectiveness

- ▶ Board responsibilities
- ▶ Board composition
- ▶ Remuneration

PRINCIPLE B

Effective audit and risk management

- ▶ Audit committee
- ▶ Risk management and internal control framework

PRINCIPLE C

Integrity in corporate reporting and meaningful relationship with stakeholders

- ▶ Engagement with stakeholders
- ▶ Conduct of general meetings

This CG Statement is made in compliance with Paragraph 15.25 of the Main Market Listing Requirements ("**Listing Requirements**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and it is to be read in conjunction with the Corporate Governance Report for FYE2026, which is published on the Company's corporate website at www.sapura-resources.com.

This CG Statement should be read in conjunction with the Board Audit & Risk Committee Report, the Statement of Risk Management and Internal Control ("**SORMIC**"), and the Sustainability Statement, all of which are set out in the 2026 Annual Report.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

GOVERNANCE STRUCTURE

The Group's governance structure is designed to ensure clear accountability, effective oversight and sound decision-making, with a distinct demarcation of roles between the Board of Directors ("**Board**"), its Committees and Management.

The Board is supported by the Board Audit and Risk Committee and the Board Nomination and Remuneration Committee, whilst the Group Management Committee ("**GMC**") executes the Group's strategies, risk management process and day-to-day operations. The governance framework is further strengthened by the Internal Audit function, which reports to the Board Audit and Risk Committee, as well as the Company Secretary who provides advice on governance and regulatory compliance matters.

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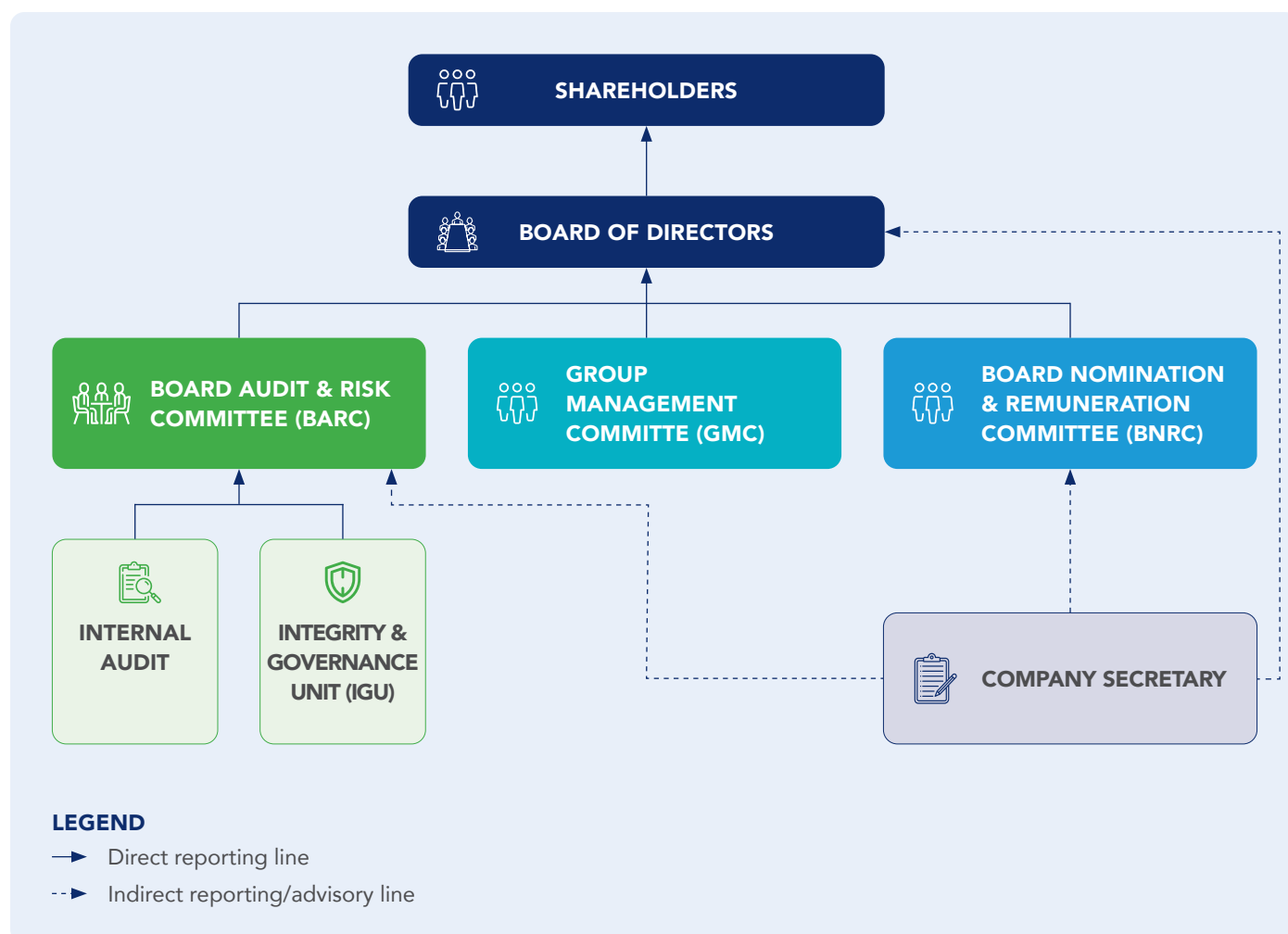
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The above governance structure provides a clear framework for accountability and oversight within the Group. It ensures an appropriate balance between strategic leadership by the Board and operational execution by Management, supported by internal audit function, risk management process and the Company Secretary, thereby promoting transparency, integrity and effective governance across the Group.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE A

BOARD LEADERSHIP AND EFFECTIVENESS

I. Board Responsibilities

The Board assumes primary responsibility for the stewardship of the Group, providing strategic direction and ensuring that appropriate governance, internal control and risk management frameworks are in place. It maintains a clear distinction between matters reserved for the Board and those delegated to Management, thereby ensuring effective oversight while enabling Management to execute operational responsibilities. In FYE2026, the Board's oversight role was further intensified in response to governance developments within the Group, with particular emphasis on ensuring appropriate remedial actions and strengthening internal control processes.

As the governing body, the Board plays a pivotal role in reviewing and guiding the Group's strategic initiatives, including the approval of Group's business plans. It also sets the core values, corporate culture, and standards for the Group, with a view to safeguarding long-term shareholder value and upholding integrity across all levels of the organisation.

Key matters are expressly reserved for the Board's deliberation and decision-making, including major acquisitions, divestment, strategic direction, succession planning, and risk oversight. Operational matters are entrusted to the Management team, led by the Chief Executive Officer ("**CEO**"), in accordance with the Group's Limits of Authority. The roles and responsibilities of the Board are clearly defined in the Board Charter, which serves as a guiding framework for sound governance practices.

Recognising the complexity of SRB's diversified business activities, the Board is acutely aware of the principal risks inherent in its operations and underscores the importance of risk-informed decision-making. The Board is committed to maintaining framework for identifying, monitoring, and mitigating risks, thereby preserving the Group's long-term resilience and sustainability.

To discharge its responsibilities effectively, the Board is supported by two Board Committees: The Board Audit and Risk Committee ("**BARC**") and the Board Nomination and

Remuneration Committee ("**BNRC**"). These Committees are governed by clearly defined Terms of Reference and are entrusted with detailed oversight responsibilities within their respective scopes, reporting to and advising the Board with independent recommendations.

The Chairman and the CEO

The roles of the Chairman of the Board and the CEO are held by separate individuals, with clearly delineated responsibilities. This separation of roles ensures a balance of power and authority, thereby fostering effective oversight, accountability, and governance within the organisation.

The Chairman is responsible for leading the Board and ensuring its effectiveness in all aspects of its role, particularly in providing strategic oversight and monitoring management performance. The CEO, on the other hand, is entrusted with the overall responsibility for managing the operations of the Company and the Group, including the execution of strategies and policies approved by the Board.

The Board is chaired by Encik Ahmad Jauhari bin Yahya, a Non-Independent Non-Executive Chairman, who plays a key leadership role in guiding the Board's deliberations. He sets the tone at the top, promotes high standards of corporate governance, and ensures that the Board focuses on matters related to strategy, governance, and compliance.

The position of CEO is held by Encik Reza bin Abdul Rahim, who is responsible for driving the Group's strategic direction and managing its day-to-day operations. Working closely with the Board, the CEO participates in formulating corporate objectives, including performance targets and long-term goals, and is accountable for delivering these objectives. Reporting directly to the Board, the CEO assumes primary responsibility for the implementation of Board-approved initiatives and the overall operational effectiveness of the Group.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

Company Secretaries

In line with Practice 1.5 of the MCCG, all Board members have unrestricted access to the Company Secretaries. The Company has two (2) Company Secretaries, both of whom are qualified professionals and members of the Malaysian Institute of Chartered Secretaries and Administrators. They are duly qualified to act as Company Secretaries in accordance with Section 235(2) of the Companies Act 2016.

The Company Secretaries play a vital advisory role in supporting the Board and its Committees, particularly in ensuring compliance with applicable laws, regulations, rules, and corporate governance best practices. They serve as a key source of guidance and assurance to the Board in fulfilling its fiduciary duties and statutory obligations.

In addition to their advisory role, the Company Secretaries are responsible for facilitating the smooth conduct of Board and Board Committee meetings. This includes the timely preparation and dissemination of meeting materials, ensuring proceedings are properly documented, and maintaining accurate records of deliberations and resolutions in the Company's statutory registers.

Access to information and advice

The Board has unrestricted access to all information pertaining to the Group, either in its entirety or individually, to enable the effective discharge of its fiduciary duties. Management ensures that relevant and timely information is provided to the Board to facilitate informed decision-making.

Prior to each Board meeting, comprehensive meeting agendas, management reports, operational updates, and proposal papers are circulated to all Directors within a reasonable timeframe. This allows Directors adequate time to review the materials, seek clarification, and request additional information where necessary. During the meetings, Management presents further details and responds to queries raised by Board members to support robust deliberation.

Throughout the FYE2026, members of Senior Management were invited to attend Board and Board Committee meetings where appropriate. Their participation provided the Board with professional insights, expert advice, and clarifications on specific matters within their areas of expertise.

To support the Board in executing its responsibilities, the Directors are also empowered to obtain independent professional advice, at the Company's expense, when necessary. This includes engaging external consultants or subject matter experts to provide briefings or independent views on matters under deliberation.

Board Charter

In accordance with Practice 2.1 of the MCCG, the Company has adopted a comprehensive Board Charter that governs the manner in which the Board conducts its affairs. This Board Charter serves as a vital point of reference for all Directors, acting as a foundational document for Board induction and providing guidance to both existing and prospective Board members in discharging their fiduciary duties.

The Board operates within the parameters defined by the Board Charter, which outlines the Board's roles, responsibilities, and authority. It sets out the structure and composition of the Board, procedures for meetings, and matters specifically reserved for Board deliberation. In addition, the Board Charter addresses the Board's relationship with Management, processes for Board evaluation, remuneration policies, and engagement protocols with key stakeholders including shareholders, institutional investors, media, and customers.

The Board remains committed to upholding the principles and best practices encapsulated in the Board Charter. The Board Charter is reviewed periodically to ensure its continued relevance, consistency with the Board's objectives, and alignment with prevailing statutory requirements and evolving corporate governance standards.

The Board Charter is accessible to the public on the Company's corporate website at www.sapura-resources.com.

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CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE A

BOARD LEADERSHIP AND EFFECTIVENESS

Code of Conduct and Ethics

The Board has adopted a Code of Conduct and Ethics for Directors, which outlines the standards of ethical behaviour and professional conduct expected of all Board members. This Code serves as a fundamental guide to promote integrity, honesty, and accountability in the discharge of Directors' fiduciary duties and responsibilities.

The Code of Conduct and Ethics is designed to ensure that Directors uphold the highest standards of ethical and professional conduct in all dealings, both internally and externally, while acting in the best interests of the Company and its stakeholders.

In addition, the Board is committed to cultivating a corporate culture anchored in trust, shared values, social responsibility, and sound governance. These core principles are intended to be embedded throughout the Group, reinforcing the Board's dedication to fostering a sustainable, transparent, and ethical business environment.

The Code of Conduct and Ethics is available on the Company's corporate website at www.sapura-resources.com.

Whistleblowing Policy

The Board has established a Whistleblowing Policy to provide a secure and confidential avenue for all stakeholders, including employees, vendors, and customers, to raise genuine concerns regarding potential misconduct within the Group. This Policy covers a broad range of concerns, including but not limited to financial reporting irregularities, internal control deficiencies, breaches of compliance, unethical behaviour, and other forms of malpractice.

The Whistleblowing Policy is designed to promote transparency, accountability, and integrity across the Group. It assures whistleblowers that their identities will be protected and that they will not face retaliation, intimidation, or any form of reprisal for reports made in good faith.

The Whistleblowing Policy is accessible on the Company's corporate website at www.sapura-resources.com.

Employees may submit reports directly to any of the designated personnel listed in the Policy via the established whistleblowing reporting channels, using the prescribed Whistleblowing Reporting Form. External parties may report their concerns by emailing the dedicated whistleblowing channel at SRBethicsline@sapura.com.my.

Anti-Bribery and Corruption Policy ("ABC Policy")

A formal ABC Policy was established and adopted on 28 November 2019 and subsequently revised and approved by the Board on 29 April 2025. The ABC Policy applies to the entire Group, encompassing all levels and business/support units within the Group.

The purpose of the ABC Policy is:-

- ❑ to set out the responsibilities of the Company and its employees, officers and Directors in observing and upholding the Company's zero-tolerance stance on bribery and corruption.
- ❑ to provide information and guidance on how the Company expects the employees and those working for them to conduct themselves.
- ❑ to provide guidance on how to recognise bribery and corruption and to set out the procedure on how to raise concerns on breaches of this policy.
- ❑ to ensure that the Group has adequate procedures in place to prevent and detect bribery and corruption.
- ❑ to protect the Group against the possible penalties and repercussions resulting from acts of bribery and corruption.

An Integrity and Governance Unit ("IGU") was established with the primary responsibility of implementing and administering the ABC Policy. The Terms of Reference for IGU was approved by the BARC on 26 September 2022. The IGU is led by the Integrity & Governance Officer ("IG Officer"), who oversees the usage and effectiveness of the ABC Policy and addresses any queries regarding its interpretation. The IGU reports directly to the BARC. Any reports on the breach of the ABC Policy can be made to the designated email address at SRBethicsline@sapura.com.my.

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The ABC Policy and the Terms of Reference for IGU are available on the Company's corporate website at www.sapura-resources.com.

SRB Workplace Sexual Harassment Policy ("WSH Policy")

The WSH Policy of the Company was adopted by the Board on 30 November 2022. The Company strives to create and maintain a work environment where people are treated with dignity, decency and respect through the WSH Policy.

The intention of the WSH Policy is to fulfil the requirements set forth in:

- ▶ the Code of Practice on the Prevention and Eradication of Sexual Harassment in the Workplace published by the Ministry of Human Resources of Malaysia in August 1999; and
- ▶ Part XVA (Sexual Harassment) of the Malaysian Employment Act 1955.

The WSH Policy is available on the Company's corporate website at www.sapura-resources.com.

II. Composition of the Board

During the FYE2026, as at the latest practicable date of 30 April 2026, the Board comprises seven (7) members, as follows:

- Two (2) Independent Non-Executive Directors;
- One (1) Senior Independent Non-Executive Director;
- Three (3) Non-Independent Non-Executive Directors; and
- One (1) Executive Director, namely the CEO.

The composition of the Board reflects a balanced mix of skills, experience, and independence, supporting effective governance and decision-making. The respective tenures of service of each Board member are provided in the table below:-

Name	Designation	Length of service (as at 30 April 2026)
Encik Ahmad Jauhari bin Yahya	Non-Independent Non- Executive Chairman	10 years 3 months
Tan Sri Dato' Seri Shahril bin Shamsuddin (Alternate Director: Datuk Megat Abdul Munir bin Megat Abdullah Rafaie)	Non-Independent Non-Executive Director	36 years 2 months
Encik Reza bin Abdul Rahim	Chief Executive Officer	3 years
Mr. Andrew Heng	Senior Independent Non-Executive Director	6 years 10 months
Dr. Yap Lang Ling	Independent Non-Executive Director	3 years 6 months
Puan Nik Aisyah Amirah binti Mansor	Non-Independent Non-Executive Director	1 year 3 months
Puan Aiza Azreen binti Ahmad	Independent Non-Executive Director	1 year 3 months

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PRINCIPLE A

BOARD LEADERSHIP AND EFFECTIVENESS

Tenure of Independent Director

Practice 5.3 of the MCCG recommends that the tenure of an Independent Director should not exceed a cumulative term of nine (9) years. However, an Independent Director may continue to serve on the Board as a Non-Independent Non-Executive Director upon redesignation. Where the Board intends to retain an Independent Director beyond the nine-year threshold, the retention must be justified and approved by shareholders via a two-tier voting process at a general meeting.

The Board adopts an open and pragmatic approach regarding the tenure of Independent Directors, refraining from imposing arbitrary limits. It is the Board's considered view that the length of service does not, in itself, impair an Independent Director's objectivity, professionalism, or ability to act in the best interests of the Company.

Where a proposal is made to retain an Independent Director beyond the nine (9) years, the Board will provide robust justifications and seek shareholders' approval, based on the recommendation of the BNRC, following a formal review process. On 26 June 2025, Encik Ahmad Jauhari bin Yahya had been redesignated as Non-Independent Non-Executive Chairman after serving as Independent Director of the Company for more than nine (9) years.

In line with good governance practices, the Board, through the BNRC, undertook a comprehensive annual evaluation of the performance and effectiveness of the Board, its committees, and individual Directors for FYE2026. The results of the assessment, including self-assessments, peer evaluations, and the overall Board effectiveness review, confirmed that the Independent Directors continue to uphold strong independence of mind and remain capable of exercising objective judgment in the best interests of the Company.

All Independent Directors continue to demonstrate independence from Management and any other relationships that may impair their judgement. The Board affirms that its Independent Directors contribute impartial and constructive perspectives, strengthening the leadership structure and maintaining effective checks and balances to safeguard the interests of all stakeholders, particularly minority shareholders.

Board Nomination and Remuneration Committee ("BNRC")

The BNRC was established with a clearly defined Terms of Reference and is comprised exclusively of three (3) Non-Executive Directors, the all of whom are Independent Directors. As at the latest practicable date, the BNRC is chaired by Dr. Yap Lang Ling, an Independent Non-Executive Director.

The BNRC held three (3) meetings during FYE2026. This reflects the BNRC's role in supporting the Board on governance and employee-related matters during the financial year.

The attendance of BNRC members during the financial year under review is as follows:

Name	Membership	No. of meetings attended
Dr. Yap Lang Ling	Chairperson	3/3
Mr. Andrew Heng	Member	3/3
Puan Aiza Azreen binti Ahmad	Member	3/3

During the FYE2026, the BNRC carried out the following key activities in line with its Terms of Reference:

- Reviewed and confirmed the minutes of previous BNRC and Special BNRC meetings held during FYE2025;
- Noted Directors' training undertaken during the year, including anti-corruption and integrity training;
- Noted matters arising from special BNRC meetings held during FYE2025, including findings from fact-finding reports, advice from external legal advisers, resignation of the Managing Director, and related disclosure and announcement matters;
- Reviewed and noted the Company's succession planning framework, including talent identification, readiness assessment and organisational structure considerations;
- Reviewed the Performance Management System of the Company and directed Management to enhance calibration, performance appraisal summaries and reporting to the BNRC;

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- f) Reviewed and deliberated on the Company's Key Performance Indicators ("**KPIs**");
- g) Reviewed and approved the Management Scorecard for FYE2026 for tabling to the Board, including Group and segmental scorecards, and agreed to conduct a mid year KPI review;
- h) Reviewed and recommended the retention of an Independent Non-Executive Director who has served as an Independent Director for more than nine (9) years for shareholders' approval at the Annual General Meeting;
- i) Reviewed and assessed the Directors' self and peer performance evaluations, the performance of the Board and Board Committees, the evaluation of the Board Audit and Risk Committee, as well as the effectiveness and independence of the External Auditors and the Internal Audit Function for the financial year ended 31 January 2025;
- j) Reviewed and recommended to the Board the proposed Directors' fees in respect of the financial year ended 31 January 2025 for shareholders' approval at the Sixty Eighth Annual General Meeting ("**AGM**");
- k) Reviewed and recommended the proposed Directors' benefits payable to Directors for the period from 27 June 2025 until the conclusion of the next AGM for shareholders' approval;
- l) Reviewed and deliberated on the presentation and disclosure of Directors' fees in the AGM notice, including the adoption of separate resolutions for each Non Executive Director's fees in line with good corporate governance practices;
- m) To recommend to the Board for approval on the appointment of a new Company Secretary; and
- n) Approved the appointment of Head, Human Resource.

The Terms of Reference of the BNRC has been revised and updated by the Board on 30 April 2026 and is available on the Company's corporate website at www.sapura-resources.com.

Directors' Fit and Proper Policy

The Company instituted the Directors' Fit and Proper Policy in April 2022 for the appointment and reappointment/re-election of Directors of the Company and its subsidiaries to comply with Paragraph 15.01A of the Listing Requirements of Bursa Securities. This policy serves as a guideline for the BNRC and the SRB Board in evaluating and assessing candidates for appointment, reappointment, or re-election to the Board of SRB and its subsidiaries. The primary objective is to ensure that each Director possesses the requisite character, experience, integrity, competence, and availability to effectively fulfil their role as a Director of SRB and its subsidiaries.

The Directors' Fit and Proper Policy is made available on the Company's corporate website at www.sapura-resources.com.

Re-election of Directors

Under the Company's Constitution, any Director appointed during the year is required to retire and may seek re-election by shareholders at the subsequent Annual General Meeting (AGM) following their appointment. Additionally, one-third of the Directors, are required to retire by rotation and seek re-election at each AGM. Each Director must also submit themselves for re-election at least once every three (3) years.

In line with the Directors' Fit and Proper Policy, the BNRC conducts an evaluation of retiring Directors before recommending their re-election to the Board. This evaluation includes a Fit and Proper assessment through diligence, screening, and declarations from the concerned individuals. Furthermore, the assessment considers the results of the Board Effectiveness Evaluation and performance appraisal records.

The Directors standing for re-election at the forthcoming Sixty-Ninth ("**69th**") AGM are detailed in the Notice of the AGM as provided in this Annual Report.

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PRINCIPLE A

BOARD LEADERSHIP AND EFFECTIVENESS

Recruitment Process and Annual Board Evaluation

The Company's Directors' Fit and Proper Policy establishes the fundamental criteria for assessing the fitness and propriety of the Board of the Company and its subsidiaries. The BNRC conducts a thorough assessment of each candidate for a new Director appointment, adhering to the criteria outlined in the Policy before recommending it for Board approval.

During the appointment process, the assessment includes diligence or screening procedures such as third-party verification checks and declarations from the individuals concerned. Additionally, the BNRC considers a mix of skills, competencies, experience, integrity, time commitment, and other essential qualities required for the effective discharge of directorial duties.

Through the annual Board Effectiveness Evaluation, Directors are assessed comprehensively, with the findings consolidated into a performance report. This report is analysed and presented to the BNRC for review and subsequent endorsement by the Board. The evaluation covers aspects like capability, character, integrity, and commitment towards the Company, identifying areas for improvement to enhance each Director's effectiveness.

The Board Effectiveness Evaluation was conducted during the financial year, and the results were reviewed by the BNRC and subsequently noted by the Board. Based on the evaluation outcomes for FYE2026, the BNRC expressed satisfaction with the performance of individual Board members.

Regarding the appointment of key management personnel, the BNRC evaluates candidates based on their skill sets, competencies, experience, integrity, and other essential qualities before recommending them for approval by the Board.

Board Diversity

The Company acknowledges the importance of women's representation on the Board and in Senior Management. When vacancies arise and suitable candidates are identified, consideration will be given to women's representation, while ensuring that the primary goal remains selecting the best candidate to support the achievement of the Company's strategic objectives. The Board Diversity Policy, which outlines these principles, is available on the Company's website at www.sapura-resources.com.

As at the latest practicable date of 30 April 2026, the current diversity in gender, ethnicity and age of the Board and the Key Senior Management of the Company are as follows:

		Directors	Key Senior Management (excluding the CEO)
Race/Ethnicity	Malay	5	3
	Chinese	2	1
	Indian	0	0
	Others	0	0
Age Group	31 to 40	1	0
	41 to 50	0	1
	51 to 60	4	2
	60 to 70	1	1
	Above 70	1	0
Gender	Male	4	3
	Female	3	1

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Board Meetings

The Board mandates that all Directors allocate sufficient time to effectively discharge their responsibilities, including attending and contributing meaningfully to Board and Board Committee meetings. Directors are expected to remain informed of the Group's business and operations, as well as developments in the regulatory and business landscape.

During the FYE2026, the Board convened eleven (11) Board Meetings. These meetings were held to review and deliberate on the Group's quarterly financial results, operational performance, strategic initiatives, and other material matters requiring urgent or strategic Board deliberation. The Chief Executive Officer, Chief Corporate Officer, Chief Strategy and Business Development Officer and Chief Financial Officer were present at these meetings to provide clarifications, insights, and support to the Board.

The BNRC undertook a review of the Directors' attendance at Board and Board Committee meetings and concluded that all Directors demonstrated a strong commitment to their roles by dedicating adequate time and effort throughout FYE2026.

The attendance record of each Director at the Board Meetings during the FYE2026 is as follows:

Name of Directors	Designation	No. of meetings attended
Encik Ahmad Jauhari bin Yahya	Non-Independent Non-Executive Chairman	11/11
Encik Reza bin Abdul Rahim	Chief Executive Officer	11/11
Tan Sri Dato' Seri Shahril bin Shamsuddin (Alternate Director: Datuk Megat Abdul Munir bin Megat Abdullah Rafeaie)	Non-Independent Non-Executive Director	11/11
Mr. Andrew Heng	Senior Independent Non-Executive Director	10/11
Dr. Yap Lang Ling	Independent Non-Executive Director	11/11
Puan Nik Aisyah Amirah binti Mansor	Non-Independent Non-Executive Director	11/11
Puan Aiza Azreen binti Ahmad	Independent Non-Executive Director	11/11

In addition to scheduled Board meetings, the Board also convened ad-hoc meetings to deliberate on urgent matters requiring immediate direction or approval. Where necessary, urgent matters were resolved via circular resolutions accompanied by sufficient background information and justification to facilitate informed decision-making.

The Board is satisfied with the level of commitment demonstrated by all Directors. All Directors have complied with the Listing Requirements of Bursa Securities, with none holding more than five (5) directorships in listed issuers. In addition to that, all Directors have complied with the minimum attendance requirements as prescribed under the Listing Requirements of Bursa Securities.

Recognising the need to remain relevant and competitive in a fast-evolving business environment, the Board places strong emphasis on continuous professional development. It acknowledges that ongoing education is essential for equipping Directors with the latest insights, knowledge, and skills to navigate regulatory and operational challenges effectively.

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BOARD LEADERSHIP AND EFFECTIVENESS

Directors Training

The Board recognizes the importance of continuous professional development to ensure that Directors remain well informed of regulatory changes, accounting standards, and governance best practices. To this end, the Board actively encourages its members to attend relevant training programs to enhance their knowledge and competencies, either through self-enrollment or by participating in in-house training sessions organized by the Group.

The Legal & Secretarial Department play a key role in keeping Directors informed of training opportunities offered by regulatory bodies, industry associations, and external training providers.

All Directors have successfully completed the Mandatory Accreditation Programme (MAP) prescribed by Bursa Securities, as part of their commitment to continuous learning and professional development. All Directors have successfully completed the MAP Part II prescribed by Bursa Securities.

As at the latest practicable date of 30 April 2026, the Directors have participated in various continuing education and training programmes, details of which are provided in the below table.

No.	Director	Programme	Date
1.	Encik Ahmad Jauhari bin Yahya	1. Khazanah Megatrends Forum 2025	6 - 7 October 2025
		2. Enhancing Directors' Roles and Governance Accountability in Alignment with the Ministerial Guidelines on Adequate Procedures	19 November 2025
		3. Integrity at the Core: Protecting Sapura from Corruption, Fraud & Misconduct	3 December 2025
		4. BoardPAC Training	9 January 2026
2.	YBhg. Tan Sri Dato' Seri Shahril bin Shamsuddin	1. Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	26 - 27 November 2025
		2. Integrity at the Core: Protecting Sapura from Corruption, Fraud & Misconduct	3 December 2025
3.	Mr. Andrew Heng	1. Do AMLA: Understanding the perspective	27 March 2025
		2. MIA Webinar Series - Applying MFRS 15 and MPERS S34 Construction Contracts and Property	24 - 25 April 2025
		3. Baker Tilly Malaysia Network Conference 2025	8 - 9 May 2025
		4. AI Powered Investing Strategies with Python	14 May 2025
		5. How to Use Financial Indicators to Derive the Market Outlook	15 May 2025
		6. Annual Ethics Refresher (Including powers and duties of auditors) for Directors & Partners	15 July 2025

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No.	Director	Programme	Date
3.	Mr. Andrew Heng (cont'd.)	7. Audit Townhall	22 July 2025
		8. Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	30 - 31 July 2025
		9. National Tax Conference 2025	5 - 6 August 2025
		10. IVAS-IVSC Business Valuation Conference 2025	27 August 2025
		11. Preview of the Aspiring Directors Immersion Programme (ADIP)	28 August 2025
		12. Persidangan Cukai Kebangsaan 2025	11 - 12 November 2025
		13. CPA Congress 2025	6 November 2025
		14. Seminar Belanjawan 2026	13 November 2025
		15. Integrity at the Core: Protecting Sapura from Corruption, Fraud & Misconduct	3 December 2025
		16. APAC Collaboration Summit 202	9 - 10 December 202
4.	Dr. Yap Lang Ling	1. Nature, Climate & Land: International Law and Public Policy Roundtable	6 February 2025
		2. GenAI – What Boards Need to Know (EMEA/ Americas)	19 February 2025
		3. AI Unlocked: The Future of Corporate Websites in an AI-Driven World)	25 March 2025
		4. National Climate Governance Submit 2025	7 - 8 April 2025
		5. GenAI – What Boards Need to Know (Asia Pacific)	7 May 2025
		6. TNFD's Metrics Architecture in Practice	23 July 2025
		7. Tensions, Tribunals and Transformations: Teaching Sustainable Development Law in Turbulent Times	25 July 2025
		8. Audit Committee Effectiveness: Does Culture Eat Strategy for Breakfast?	10 September 2025
		9. Resilience for Growth	8 October 2025
		10. Reflection from COP30 – The Board Perspective	19 November 2025
		11. Integrity at the Core: Protecting Sapura from Corruption, Fraud & Misconduct	3 December 2025
		12. International Roundtable on Education, Children's Rights and the SDGs	24 January 2026
		13. The Board Agenda in 2026	29 January 2026

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No.	Director	Programme	Date
5.	Encik Reza bin Abdul Rahim	1. ICAEW Ethics CPD Course From Theory to Practice - Verified Learning Award Module Three, Unit 2	4 September 2025
		2. ICAEW Ethics CPD Course From Theory to Practice - Verified Learning Award Module Three, Unit 3	4 September 2025
		3. ICAEW Ethics CPD Course From Theory to Practice - Verified Learning Award Module Three, Unit 4	5 September 2025
		4. ICAEW Ethics CPD Course From Theory to Practice - Verified Learning Award Module Three, Unit 5	8 September 2025
		5. ICAEW Sustainability Certificate Course	23 September 2025
		6. Applying Ethics And Regulation - Responsible GenAI Adoption	10 October 2025
		7. Fundamentals of GenAI	13 October 2025
		8. Integrity at the Core: Protecting Sapura from Corruption, Fraud & Misconduct	3 December 2025
6.	Puan Aiza Azreen binti Ahmad	1. Globalisation vs. Deglobalisation: Navigating Johor's Role in a Fragmented World Johor Corporation Conversations 2025, Series 1	8 July 2025
		2. NCER Entrepreneur Sustainable Transformation Programme (NEST)	16 July 2025
		3. Rewriting the HealthTech Playbook: Women at the Forefront of Medical Innovation InnovateHER: Women in Tech & Leadership Summit	13 August 2025
		4. Unlocking New Potential: Merging Human Insight with AI Power 2 nd Annual Human Resource Development Conference 2025	12 August 2025
		5. Developing Generative AI Applications, Designing Architecture Patterns, and using Amazon Bedrock APIs GITEX Academy Powered by AWS	17 October 2025
		6. GITEX Global 2025, World's Largest AI and Tech Show	13 - 17 October 2025
		7. 15 th Annual Islamic Finance Conference, S&P Global Ratings and the Dubai International Financial Centre	22 October 2025
		8. Empowering SMEs for the Next Leap: Certificates, Policy, Skills and Regional Opportunities NCER Entrepreneur Sustainable Transformation Summit	1 November 2025
		9. Integrity at the Core: Protecting Sapura from Corruption, Fraud & Misconduct	3 December 2025
		10. Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	14 - 15 January 2026

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No.	Director	Programme	Date
7.	Puan Nik Aisyah Amirah binti Mansor	1. Mandatory Accreditation Programme (MAP)	26 - 27 February 2025
		2. Integrity at the Core: Protecting Sapura from Corruption, Fraud & Misconduct	3 December 2025
		3. Mandatory Accreditation Programme Part II: Leading for Impact (LIP)	10 - 11 February 2026

Based on the BNRC's review, the Board is satisfied that the training attended during FYE2026 was adequate. The Board continues to ensure that the Directors to participate in at least one (1) training programme annually, where feasible, to ensure they remain informed of developments relevant to their directorship roles.

III. Remuneration

The Company has established a Board Remuneration Policy designed to support its long-term strategic objectives and business sustainability. This policy provides a structured framework aimed at achieving the following key objectives:

- To attract individuals with the necessary experience, expertise, and commitment to serve on the Board, and to retain them to ensure continuity and effective leadership.
- To incentivise Directors to actively contribute to the Group's strategic goals, performance, and governance, thereby cultivating a results-driven and accountable culture.
- To align Directors' interests with those of shareholders, ensuring long-term value creation and sustainable business growth.

The Board Remuneration Policy was reviewed and approved by the Board on 30 April 2026. The detailed Board Remuneration Policy is accessible on the Company's corporate website at www.sapura-resources.com for reference and transparency. The remuneration framework is reviewed periodically to ensure its continued relevance in supporting the Company's strategic direction and governance objectives.

The Board remains committed to upholding a fair and competitive remuneration policy that appropriately reflects the responsibilities and fiduciary duties of Directors in guiding the Group toward its strategic objectives. The aim is to provide a remuneration package that is sufficiently competitive to attract, retain, and reward Directors for their contributions to the Group's success.

The BNRC is entrusted with the responsibility of reviewing and recommending the framework and remuneration packages for Non-Executive Directors to the Board for approval. Where appropriate, the BNRC engages external consultants to ensure that the remuneration offered is benchmarked against market practices and is sufficient to attract and retain talent critical to the Company's performance. In performing its assessment, the BNRC considers the Directors' fiduciary duties, time commitment, responsibilities, and the overall performance of the Company.

For FYE2026, the total Directors' fees proposed for shareholders' approval at the upcoming AGM of the Company amount to RM544,900. The breakdown of the individual Director remuneration for FYE2026 at both the Company and Group levels is disclosed in the Corporate Governance Report. The Directors' fees up to an amount of RM773,500 for the period from 1 February 2026 until the date of the next AGM of the Company to be held in 2027, payable on a monthly basis, are also proposed for shareholders' approval at the upcoming AGM of the Company.

The Board, through the BNRC, ensures that the remuneration framework remains aligned with the Company's strategic objectives and supports the long-term interests of shareholders.

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CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE A

BOARD LEADERSHIP AND EFFECTIVENESS

Remuneration Committee

The Board is satisfied with the effective and efficient performance of the BNRC in discharging its roles and responsibilities relating to nomination and remuneration matters. The BNRC has demonstrated its capability in supporting the Board's oversight of both functions in a cohesive and well-coordinated manner.

Accordingly, the Board is of the view that there is no necessity at present to separate the nomination and remuneration functions into distinct committees, as the existing structure continues to serve the Company effectively.

PRINCIPLE B

EFFECTIVE AUDIT AND RISK MANAGEMENT

Board Audit and Risk Committee ("BARC")

The Board is responsible for ensuring that the Company's quarterly and annual audited financial statements present a balanced, accurate, and transparent view of the Company's financial position, performance, and prospects, in accordance with applicable financial reporting standards. In fulfilling this responsibility, the Board is supported by the BARC, which plays a pivotal role in overseeing the financial reporting process, reviewing the accuracy of financial results, and ensuring that all disclosures are reliable and compliant with relevant accounting standards.

The BARC reviews the unaudited quarterly financial reports and the year-end audited financial statements prior to recommending them to the Board for approval and submission to Bursa Securities and/or the shareholders, where applicable.

The BARC is chaired by Mr. Andrew Heng, the Senior Independent Non-Executive Director. As at the latest practicable date of 30 April 2026, the BARC comprises three (3) members, the majority of whom are Independent Non-Executive Directors.

In addition to its core responsibilities pertaining to financial oversight, the BARC played a crucial governance role during FYE2026 in managing the Company's legal action filed against the former Managing Director at the High Court of Malaya.

As at the latest practicable date of 30 April 2026, the composition of the BARC is as follows:-

Name	Membership	Designation
Mr. Andrew Heng	Chairman	Senior Independent Non-Executive Director
Dr. Yap Lang Ling	Member	Independent Non-Executive Director
Puan Nik Aisyah Amirah binti Mansor	Member	Non-Independent Non-Executive Director

The Terms of Reference of the BARC is available on the Company's corporate website at www.sapura-resources.com.

Practice 9.2 of the MCCG stipulates that the Audit Committee has a policy that requires a former partner of the external audit firm of the listed company to observe a cooling-off period of at least three (3) years before being appointed as a member of the Audit Committee.

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PRINCIPLE B

EFFECTIVE AUDIT AND RISK MANAGEMENT

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As none of the current Board members were former partners of the external audit firm of SRB, and in line with the commitment to maintain utmost independence, the Board affirms that there are no plans to appoint any former partner of the external audit firm of SRB as a member of the Board.

The BARC continued to support the Board in ensuring effective financial reporting, internal control and governance practices within the Group. The Board, through the BARC, is satisfied that the financial statements of the Company comply with applicable financial reporting standards and present a true and fair view of the financial position of the Group.

Conflict-of-Interest Policy and Procedures

In March 2024, the Group established a standalone Conflict-of-Interest Policy and Procedures to strengthen awareness and ensure effective management of conflict situations. The policy outlines disclosure obligations for Directors, Key Senior Management, and Legal Representatives, and sets out procedures for the timely identification, disclosure, and resolution of actual or potential conflicts of interest.

The policy promotes transparency, integrity, and accountability, and complements existing governance frameworks including the Directors' Code of Conduct and Ethics, Related Party Transactions Policy, and Anti-Bribery and Anti-Corruption Policy.

It was developed in accordance with the Main Market Listing Requirements of Bursa Securities and other relevant regulations and serves as a key reference for the Board and the BARC in overseeing conflict-of-interest matters within the Group.

The Conflict-of-Interest Policy and Procedures is made available on the Company's corporate website at www.sapura-resources.com.

Assessment of Suitability and Independence of External Auditors

For the FYE2026, the BARC conducted an annual assessment on the suitability and independence of the External Auditors of the Company, Ernst & Young PLT.

In evaluating the suitability of the External Auditors, the BARC considered, inter alia, the following factors:

- The adequacy of resources, skills, technical knowledge, and experience of the audit team to carry out the audit effectively and in compliance with approved auditing standards and applicable regulatory and legal requirements;
- The audit firm's geographical coverage to effectively audit the Group's operations;
- Timely updates provided by the audit firm to the BARC on significant issues and developments relating to financial reporting standards, corporate governance, risk management, and internal controls;
- Adherence to deadlines and timely completion of audit work;
- The quality and robustness of the audit firm's internal control procedures, including audit review processes; and
- Adequacy of the audit scope in addressing key financial and operational risks across the Group.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE B

EFFECTIVE AUDIT AND RISK MANAGEMENT

In assessing the independence of the External Auditors, the BARC took into account the following:

- ▶ Confirmation that the engagement partner has not served the Company for a continuous period exceeding seven (7) years, in compliance with professional requirements;
- ▶ Receipt of a written assurance from Ernst & Young PLT confirming their independence throughout the audit engagement, in accordance with all relevant professional and regulatory guidelines; and
- ▶ The overall tenure of Ernst & Young PLT as the Company's External Auditors.

Based on the above, the BARC was satisfied with the technical competence, performance, and independence of Ernst & Young PLT for the financial year under review.

Risk Management and Internal Control Framework

The Board remains steadfast in its commitment to determining the Group's risk appetite and actively overseeing the identification, evaluation, and management of key business risks. This is essential in safeguarding shareholders' investments and the Group's assets. The BARC is entrusted with the responsibility of overseeing risk management and internal control functions, with support from the External Auditors and outsourced Internal Auditors. These parties periodically report to the BARC on the adequacy, effectiveness, and efficiency of internal controls and risk management processes.

To enhance the Group's risk management practices, the Board has adopted a Group Enterprise Risk Management Policy ("**ERM**"). The ERM promotes a consistent and structured approach to risk management across the Group and is embedded as a core management competency. It enables the identification and mitigation of risks that could impede the achievement of strategic objectives. The key elements of the ERM include:

- Identification of business risks that may affect the Group's operations and objectives;
- Assessment and measurement of the significance and likelihood of each identified risk;
- Implementation of control measures or risk mitigation strategies in line with the Group's policies and risk appetite; and
- Ongoing monitoring and communication of risk exposures to facilitate timely responses and to seize potential opportunities.

The Group's internal audit function is outsourced to KPMG Management and Risk Consulting Sdn. Bhd., which is responsible for independently evaluating the adequacy and effectiveness of the Group's risk management, internal control, and governance processes. The internal audit reviews are conducted in accordance with a risk-based audit plan approved by the BARC.

Details on the Group's internal control framework and the assessment of its effectiveness are outlined in the Statement of Risk Management and Internal Control included in this Annual Report.

The Board remains committed to continuously enhancing the effectiveness of the Group's risk management and internal control framework in response to the evolving business and regulatory environment.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE C

INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIPS WITH STAKEHOLDERS

Communication with Stakeholders

The Board places significant importance on transparent, timely, and effective communication with its stakeholders. This commitment is upheld through structured channels and best practices to ensure the accurate dissemination of material information in compliance with the Listing Requirements of Bursa Securities.

Prior to the release of any material information or corporate disclosure, the Board ensures thorough engagement with the Management team. This process ensures that all disclosures are accurate, timely, and comply with the disclosure obligations stipulated by Bursa Securities.

The Board is guided by the Corporate Disclosure Guide issued by Bursa Securities in determining the materiality and timing of disclosures. Adhering strictly to these guidelines reinforces the Company's commitment to transparency, consistency, and accountability in its communication practices.

The Company is committed to ensuring that all material information is disclosed in a timely and equitable manner, in accordance with the principles of fair disclosure.

The Company employs a variety of communication tools and platforms to facilitate continuous and open engagement with shareholders and stakeholders:

(i) Announcements to Bursa Securities

All material developments, quarterly financial results, and corporate disclosures are promptly communicated via announcements to Bursa Malaysia Securities. These announcements are publicly accessible through www.bursamalaysia.com and the Company's own website.

(ii) Corporate Website

The Company's official website, www.sapura-resources.com, serves as a central repository for up-to-date corporate information, including press releases, investor presentations, key policies, and governance documents.

(iii) Annual Reports

The Annual Report is a key medium through which the Company communicates its operational and financial performance, corporate governance practices, sustainability efforts, and strategic direction. It is circulated to all shareholders and made available on the Company's website.

(iv) General Meetings (AGMs/EGMs)

AGMs and EGMs provide valuable platforms for direct interaction between shareholders, the Board, and Senior Management. Shareholders are encouraged to actively participate, raise questions and seek clarification on the Company's performance and governance matters during the AGMs.

(v) Investor Relations

Shareholders and members of the public may contact the Company for queries, feedback, or requests for information through the following channels:

Address	: Sapura@Mines No. 7, Jalan Tasik, The Mines Resort City 43300 Seri Kembangan, Selangor Darul Ehsan Malaysia
Telephone No.:	603-8949 7000
Fax No.	: 603-8949 7046
Email	: investor.relations.srb@sapura.com.my

Conduct of General Meetings

The AGM serves as a principal forum for engagement between the Company and its shareholders. It provides shareholders with the opportunity to receive updates on the Group's performance, strategic direction and key developments, as well as to raise questions and seek clarification from the Board and Senior Management.

The Board encourages active participation by shareholders at general meetings and ensures that sufficient time is allocated for discussion of each agenda item. The Chairman, together with the Board members and Senior Management, are present at the AGM to respond to queries and provide the necessary clarifications.

In line with good corporate governance practices and the provisions of the Board Charter, the Company endeavours to issue the Notice of AGM at least twenty-eight (28) days prior to the meeting. This allows shareholders adequate time to review the agenda, consider the resolutions and make the necessary arrangements to attend or appoint proxies.

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CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE C

INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIPS WITH STAKEHOLDERS

For the forthcoming Sixty-Ninth ("69th") AGM, the Notice of AGM will be issued in accordance with the above timeframe, reflecting the Company's continued commitment to transparency and effective shareholder communication.

All resolutions tabled at general meetings are put to vote by way of poll in accordance with Paragraph 8.29A of the Listing Requirements of Bursa Securities. The poll voting process is conducted electronically, with the results verified by an independent scrutineer and announced to Bursa Securities on the same day.

KEY FOCUS AREAS IN FYE2026

In FYE2026, the Board remained focused on strengthening the Group's governance framework, with particular emphasis on reinforcing accountability, enhancing internal controls and restoring governance discipline across the organisation. The Board's key governance focus areas are as follows:

Governance Framework and Policies Review

The Board undertook a review and enhancement of key governance frameworks, including the Group's Limits of Authority and procurement processes, to strengthen internal controls, improve clarity in decision-making and ensure greater accountability across the Group. The Board remains committed to ensuring continued compliance with applicable laws and regulatory requirements, as well as alignment with evolving corporate governance standards and best practices.

Board and Leadership Effectiveness

The Board continues to place emphasis on maintaining an effective Board composition with an appropriate balance of skills, experience and independence. An independent external consultant was engaged to conduct the Board Effectiveness Evaluation for FYE2026, enhancing the objectivity of the assessment process and benchmarking the Board's performance against recognised governance practices. Succession planning for Directors and key senior management remains a priority to ensure leadership continuity and organisational stability.

Financial Stewardship and Performance Oversight

The Board maintained close oversight over the Group's financial performance and position, with a focus on prudent financial management, integrity of financial reporting and cost discipline. This includes monitoring the sustainability of revenue streams and ensuring that financial decisions are aligned with the Group's long-term strategic objectives.

Stakeholder Engagement and Transparency

The Board recognises the importance of maintaining transparent, timely and meaningful communication with shareholders and stakeholders. Efforts continued to enhance the quality of disclosures to ensure they are clear, balanced and provide relevant insights to support informed decision-making.

Sustainability and Long-Term Value Creation

The Board continues to oversee the integration of sustainability considerations into the Group's strategies and operations, including the management of ESG-related risks and opportunities, to support long-term resilience and sustainable value creation.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

CORPORATE GOVERNANCE PRIORITIES (FYE2027 AND BEYOND)

The Group will continue to assess emerging trends and challenges in the business and regulatory environment. In this regard, the Board remains committed to the continuous enhancement of the Group's governance framework and will focus on the following corporate governance priorities for FYE2027 and beyond:

1. Sustainability Integration

The Board will continue to strengthen the integration of sustainability considerations into the Group's strategies and operations, including oversight of ESG-related risks and opportunities, to support long-term resilience and value creation.

2. Continued Board and Leadership Effectiveness

The Board will continue to ensure that its composition remains appropriate in terms of skills, experience and independence. This includes ongoing Board evaluation processes, engagement of independent external assessors where appropriate, and structured succession planning for Directors and key senior management to support leadership continuity.

3. Continuous Director Development

The Board will continue to support the development of its Directors through relevant training programmes, briefings and updates to ensure they remain abreast of regulatory developments, evolving governance expectations and industry trends.

4. Strategic Risk Management

The Board will further strengthen the Group's risk management and internal control framework, with continued emphasis on the identification, monitoring and mitigation of key and emerging risks, as well as ensuring the effectiveness of internal controls across the Group.

5. Ethical Culture and Code of Conduct

The Board will continue to reinforce a strong culture of integrity, accountability and ethical conduct across the Group, including promoting awareness and adherence to the Code of Conduct and Ethics, as well as strengthening governance practices at all levels of the organisation.

CONCLUSION

The Board is satisfied that the Company has substantially complied with the principles and practices set out in the MCCG for FYE2026. The Board has reviewed and approved this CG Statement and is of the view that it provides a fair and balanced overview of the Company's corporate governance practices.

This CG Statement and the Corporate Governance Report were approved by the Board on 30 April 2026.

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BOARD AUDIT AND RISK COMMITTEE REPORT

The Board Audit and Risk Committee ("**BARC**") was established by the Board of Directors ("**the Board**") with the primary objective of assisting the Board in fulfilling its fiduciary responsibilities related to corporate governance, the system of internal controls, risk management processes and management of financial reporting practices of the Group.

The BARC is pleased to present the BARC Report for the financial year ended 31 January 2026 ("**FYE2026**") in compliance with Paragraph 15.15 of the Main Market Listing Requirements ("**Listing Requirements**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and the Malaysian Code on Corporate Governance ("**MCCG**").

COMPOSITION OF THE BARC

The latest composition of the BARC for FYE2026 consisted of three (3) members, including one (1) Senior Independent Non-Executive Director, one (1) Independent Non-Executive Director and one (1) Non-Independent Non-Executive Director as follows:

Name	Position	Designation
Mr. Andrew Heng	Chairman	Senior Independent Non-Executive Director
Dr. Yap Lang Ling	Member	Independent Non-Executive Director
Puan Nik Aisyah Amirah binti Mansor	Member	Non-Independent Non-Executive Director

NUMBER OF BARC MEETINGS AND DETAILS OF ATTENDANCE

For FYE2026, the BARC held a total of seven (7) meetings. The details of the attendance of each BARC member are as follows: -

BARC Members	Total no. of meetings attended	%
Mr. Andrew Heng	7/7	100
Dr. Yap Lang Ling	7/7	100
Puan Nik Aisyah Amirah binti Mansor	7/7	100

SUMMARY OF WORK OF THE BARC

During the FYE2026, the BARC carried out various activities in line with its responsibilities as set out in its Terms of Reference ("**TOR**"). The key activities undertaken included the following:-

1) Financial Reporting

- Reviewed and deliberated on the unaudited quarterly financial reports for FYE2026 and the audited year-end financial statements of the Group for the FYE2025 prior to submission to the Board for approval and subsequent release to Bursa Securities; and

BOARD AUDIT AND RISK COMMITTEE REPORT

- (b) In reviewing the unaudited quarterly financial reports and the audited year-end financial statements, the BARC engaged with Management and External Auditors to deliberate on the following matters:-

- changes in or implementation of accounting policies and practices;
- any financial reporting developments under the Malaysian Financial Reporting Standards;
- significant audit adjustments arising from the audit;
- significant matters highlighted, including financial reporting issues, significant judgements made by Management, significant and unusual events or transactions, and their resolution;
- assessment of the Group's ability to continue as a going concern; and
- compliance with applicable accounting standards and other legal and regulatory requirements.

- (c) The BARC convened the following meetings during FYE2026 to deliberate on financial reporting matters:-

Date of meetings	Financial Reporting Statements Reviewed
25 March 2025	Unaudited quarterly report on consolidated results of the Company and its Group of Companies for the fourth quarter ended 31 January 2025.
20 May 2025	Audited Financial Statements for the financial year ended 31 January 2025 ("AFS").
24 June 2025	Unaudited quarterly report on consolidated results of the Company and its Group of Companies for the first quarter ended 30 April 2025.
19 September 2025	Unaudited quarterly report on consolidated results of the Company and its Group of Companies for the second quarter ended 31 July 2025.
27 November 2025	Unaudited quarterly report on consolidated results of the Company and its Group of Companies for the third quarter ended 31 October 2025.

2) Fair Value Accounting

Reviewed and deliberated on Management's proposal to adopt the fair value model for investment properties, taking into consideration the rationale for the previous adoption of the cost model, including prevailing market conditions and valuation considerations at the time. At BARC Meeting No. 4/FYE2026 held on 24 June 2025, the Committee concurred with the change in accounting policy as disclosed in the Q1 FYE2026 unaudited financial statements, noting that the fair value model provides a more relevant representation of the Group's financial position and performance, and aligns with the Group's focus on its investment property portfolio.

3) Audit Reports

- (a) Received and reviewed both internal and external audit reports, together with Management's responses. Ensured that significant control or procedural deficiencies identified in the reports were promptly addressed by Management. Monitored the implementation status of prior audit recommendations and the corresponding remedial actions taken.
- (b) Undertook detailed discussions and inquiries into internal audit findings. Reviewed Management's responses and corrective actions to ensure that issues were appropriately resolved and that enhancements to internal controls and procedures were effectively implemented.

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BOARD AUDIT AND RISK COMMITTEE REPORT

4) Matters relating to External Audit

- (a) Reviewed the terms of engagement and the Audit Planning Memorandum by Ernst & Young PLT ("EY"), the external auditors. This included reviewing the nature, scope, key audit matters and timeline of the planned audit for the financial year under review.
- (b) Examined the external auditors' audit report, including the significant audit findings forming the basis of their opinion.
- (c) Reviewed observations on internal controls highlighted by EY in their management letter, together with Management's responses and corrective actions undertaken to address these issues.
- (d) Reviewed the annual AFS of the Company and the Group prior to their submission to the Board for approval.
- (e) Convened a private session with the external auditors on 25 March 2025, without the presence of Management, to allow the auditors to raise any concerns, including those relating to their ability to perform their independence or any limitations encountered during the audit.
- (f) Evaluated the external auditors' independence, objectivity, technical competence, and adequacy of resources. Assessed the reasonableness of proposed audit fees in relation to the Group's size and operational complexity.
- (g) Reviewed both audit and non-audit fees proposed for FYE2026, ensuring that the scope of non-audit services did not compromise the auditors' independence and objectivity.
- (h) Assessed the overall performance and effectiveness of the external auditors and recommended their re-appointment as the Company's external auditors for the ensuing year at the forthcoming Annual General Meeting.

5) Matters relating to Internal Audit

- (a) Assessed the adequacy of the scope, functions, and resources of the outsourced internal auditors, KPMG Management & Risk Consulting Sdn. Bhd. ("KPMG"), to ensure they are equipped with the necessary authority to carry out their responsibilities effectively.
- (b) Reviewed the Internal Audit Plan and its subsequent updates, including any revisions to the audit scope, focus areas and timelines.
- (c) Examined the Internal Audit Report for each audit cycle, encompassing key findings, observations, prioritised areas for improvement, and the recommended corrective actions proposed by KPMG.
- (d) Evaluated the adequacy and overall performance of KPMG for FYE2026, including an assessment on their competency, technical expertise, and adequacy of resources to effectively support the Group's internal audit function.

6) Risk Management and Internal Control

- (a) Reviewed the Company's Statement of Risk Management and Internal Control for inclusion in the Annual Report for FYE2025.
- (b) Reviewed risk management reports prepared by AxcelAsia Sdn. Bhd., the appointed Enterprise Risk Management consultant, covering the Group's risk profile and the risk register for FYE2026.

7) Related Party Transactions

- (a) Scrutinised related party transactions undertaken by the Company and the Group to ensure they were conducted at arm's length, on normal commercial terms, and not favouring the related parties more than what is available to the public.
- (b) Reviewed and assessed potential conflicts of interest within the Company and the Group, including any transactions, procedures, or conduct that could compromise Management's integrity or objectivity.

BOARD AUDIT AND RISK COMMITTEE REPORT

- (c) Monitored and reviewed quarterly report on recurrent related party transactions of a revenue or trading nature entered into by the Group. Ensured compliance with the thresholds and requirements set out under the Listing Requirements of Bursa Securities.

- (b) Reviewed and recommended the revisions to the Limits of Authority, adoption of the Group Investment Policy and revision of the Procurement Policy to the Board for approval.

8) Annual Reporting

Reviewed and endorsed the BARC Report and Statement of Risk Management and Internal Control, Management Discussion and Analysis, Corporate Governance Overview Statement, Directors' Responsibility Statement in respect of the audited financial statements and Sustainability Statement, ensuring alignment with the applicable regulatory reporting requirements. Subsequently recommended all documents to the Board for approval.

9) Whistleblowing Report

During the financial year under review, the Board Audit and Risk Committee did not receive any whistleblowing report. The Group continues to maintain a whistleblowing framework to facilitate the reporting of any concerns in a confidential manner.

10) Conflict of Interest

Reviewed potential conflict of interest situations, including transactions that may give rise to conflicts between the Group and interested parties, and ensured that appropriate governance measures were observed, including the abstention of affected individuals from related deliberations and decision-making. The BARC also monitored the conflict-of-interest matter involving the former Managing Director, including the progress of the related legal proceedings and cause papers filed in court, to ensure that the Company's interests are appropriately safeguarded.

11) Others

- (a) Conducted a self/peer evaluation of the BARC's performance to assess its overall effectiveness in discharging its roles and responsibilities.

SUMMARY OF WORK OF THE INTERNAL AUDIT FUNCTION

The Internal Audit function, supported by KPMG as the outsourced professional internal auditors, plays a key role in assisting the BARC in fulfilling its oversight responsibilities for FYE2026. The following outlines the key aspects of this collaboration:

1) Primary Responsibility:

The Internal Audit function is tasked with supporting the Board in overseeing the establishment and maintenance of an effective risk management, internal control, and governance framework by Management. It provides independent and objective assurance on the adequacy and effectiveness of these processes across the Group.

2) Reporting Structure:

Internal Audit Reports, together with Management's responses, follow a structured reporting process. The reports are first circulated to the Chief Executive Officer and the relevant Heads of Department before being tabled at BARC meetings.

This process ensures that audit findings are appropriately communicated, facilitating informed deliberations and decision-making by the BARC on matters relating to risk management, internal controls, and corporate governance.

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BOARD AUDIT AND RISK COMMITTEE REPORT

The internal audit work undertaken by KPMG for the financial year under review included the following key activities:

1) **Developing the Group Internal Audit Plan:**

KPMG formulated the Internal Audit Plan for FYE2026, detailing the audit scope, timeline, and associated fees. The plan was presented to the BARC for review and approval, ensuring alignment with the Committee's oversight priorities and the Group's key risk areas.

2) **Presenting Internal Audit Reports:**

For each audit cycle, KPMG presented Internal Audit Reports to the BARC. These reports included key findings, observations, identified areas for improvement, and recommended corrective actions for Management.

3) **Conducting Internal Audit Work:**

KPMG conducted internal audit reviews across selected key operational areas. These reviews evaluated the effectiveness and adequacy of the control frameworks and procedures implemented within the Group.

4) **Follow-Up Audit Report:**

A follow-up audit report was also presented by KPMG to monitor the implementation status of previously recommended corrective actions. This report assessed whether Management had effectively addressed prior audit findings and whether the remedial measures were functioning as intended.

KPMG's contributions throughout the year provided independent assurance to the BARC and supported the continuous enhancement of the Group's internal control, risk management, and governance frameworks.

The total cost incurred in maintaining the internal audit function for the FYE2026 amounted to RM132,300 (2025: RM196,248).

BOARD'S CONCLUSION

The Board is satisfied that the BARC has effectively discharged its functions, duties and responsibilities in accordance with its Terms of Reference and the applicable regulatory requirements.

Through the BARC, the Board has maintained appropriate oversight over the Group's financial reporting processes, internal control systems and risk management framework during the financial year under review. Based on the reports and assurances provided by Management, the internal auditors and the external auditors, the Board is of the view that the Group's system of internal control and risk management is generally adequate and effective in safeguarding shareholders' interests and the Group's assets.

The Board remains committed to ensuring that the Group's governance, risk management and internal control systems are continuously reviewed and enhanced, taking into consideration the evolving regulatory requirements and business environment.

STATEMENT OF RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

The Board of Directors ("**Board**") of Sapura Resources Berhad ("**SRB**" or the "**Company**") seeks to promote a risk-conscious culture and is highly committed to maintaining a sound internal control system and risk management framework in the Company and its subsidiaries (collectively referred to as the "**Group**"). To this end, the Board is pleased to present the following Statement of Risk Management and Internal Control (the "**Statement**" or "**SORMIC**"), which outlines the nature and scope of internal control and risk management of the Group for the financial year ended 31 January 2026.

This Statement is made pursuant to paragraph 15.26(b) of the Main Market Listing Requirements ("**MMLR**") of Bursa Malaysia Securities Berhad which calls for the annual report to include a "statement about the state of risk management and internal control of the listed issuer as a group" and Practice 10.2 of the Malaysian Code on Corporate Governance ("**MCCG**") which stipulates that "the board should disclose the features of its risk management and internal control framework, and the adequacy and effectiveness of this framework".

During the financial year under review, the Group undertook initiatives to strengthen its financial and operational performance, including efforts to diversify revenue streams and manage liquidity and funding requirements.

This Statement does not cover the Group's joint ventures and associate companies as the Board of SRB does not have full control and management over the respective companies. The Group's interests in the joint ventures and associate company are served through representations on the boards of the respective companies, review and enquiries of management accounts.

BOARD'S RESPONSIBILITY

The Board acknowledges the importance of maintaining a sound system of internal control and the proper identification and management of risks affecting the Group's operations to safeguard shareholders' investments and other stakeholders' interests. Accordingly, the Board affirms its overall responsibility for the system of risk management and internal control, and for reviewing the adequacy, integrity, and operating effectiveness of the said system. Such a system covers financial, operational, compliance and other relevant risks as well as the relevant controls designed to manage said risks. In view of the inherent limitations in any system of risk management and internal control processes, the system can only provide reasonable, but not absolute assurance, against material misstatements, financial losses, defalcations, or fraud.

The Board Audit and Risk Committee ("**BARC**") assists the Board in overseeing the adequacy and effectiveness of the Group's risk management and internal control systems. This includes reviewing key risks facing the Group, assessing their

potential impact and likelihood, and evaluating Management's ability to manage and mitigate such risks. The BARC also provides regular updates to the Board on these matters.

The BARC is supported by an outsourced risk management consultant, Axcelasia Sdn. Bhd. ("**Axcelasia**") as well as an outsourced internal audit function, KPMG Management & Risk Consulting Sdn. Bhd. ("**KPMG**"), which reports to the BARC on risk management activities and the adequacy, design and operating effectiveness of the Group's internal control, risk management and governance processes respectively.

Notwithstanding the delegated responsibilities, the Board acknowledges its overall responsibility in the establishment and oversight of the Group's risk management and internal control system.

MANAGEMENT'S RESPONSIBILITY

The Management team is responsible for the implementation of the Group's risk management policies and procedures, and for ensuring that appropriate internal controls are established and operating effectively to address risks within the Group's business and service units.

In discharging these responsibilities, Management is accountable for identifying, assessing and monitoring risks across the Group; designing and implementing adequate internal controls and Standard Operating Procedures ("**SOPs**"), review policies and SOPs in a periodic basis ensuring that risk management practices are embedded within day-to-day operations.

Management is also responsible for reporting significant risks, material control breaches or losses to the BARC in a timely manner, and for developing and implementing appropriate action plans to address control weaknesses or deficiencies identified, including those highlighted by the internal audit function.

In addition, Management supports the ongoing review of the Group's risk profile and ensures that risk ownership and accountability are clearly assigned across all levels of the organization.

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STATEMENT OF RISK MANAGEMENT AND INTERNAL CONTROL

RISK MANAGEMENT

Overview

The Board recognises that effective risk management is fundamental to the Group's ability to achieve its strategic objectives, sustain business performance and safeguard shareholder value. As such, the Group adopts an enterprise-wide approach to risk management, ensuring that risks are systematically identified, assessed, managed and monitored across all levels of the organization.

The Group's risk management approach is guided by its Enterprise Risk Management ("**ERM**") Policy ("**ERM Policy**" or the "**Policy**"), which establishes a structured and integrated process for managing risks across strategic, operational, financial and compliance dimensions. Risk management is embedded within the Group's business planning, key decision-making processes and strategic initiatives, enabling timely identification of emerging risks and implementation of appropriate action plans.

The Group adopts a proactive and forward-looking approach to risk management, taking into consideration evolving market conditions, regulatory developments and emerging risk trends. In line with the Group's organizational structure and business activities, the Group's risks are categorised as follows:



Enterprise Risk Management Policy

The Group has established an ERM Policy which sets out the overarching principles and approach for managing risks across the organization, applicable to the Company and its subsidiaries, ensuring a consistent and structured approach to risk management across all business and support units.

Aligned with internationally recognised standards such as International Organization for Standardization ("**ISO**") 31000:2018, the Policy promotes an integrated and enterprise-wide approach where risk management is embedded into the Group's strategic planning, operations and decision-making processes.

The Policy also defines the roles and responsibilities of the BARC and Management, ensuring clear accountability, effective risk governance and timely reporting of key risk matters.

The ERM Policy is reviewed periodically to ensure its continued relevance and effectiveness in supporting the Group's objectives.

STATEMENT OF RISK MANAGEMENT AND INTERNAL CONTROL

Risk Framework

The Group's ERM framework (as defined in the ERM Policy) sets out the core components through which risks are managed and monitored across the organization. The framework comprises the following:



In applying the framework, the Group adopts a structured and comprehensive approach to risk management, ensuring consistency in the identification, assessment and management of risks. The framework is designed to be responsive to changes in the internal and external environment, enabling timely identification of emerging risks and appropriate action plans. The Group also considers environmental, social and governance ("ESG") risk factors as part of the risk assessment process, where relevant. Risk assessment is performed using defined parameters for likelihood and impact, enabling prioritization of key risks in line with the Group's risk appetite levels. Clear accountability is established, with Risk Owners responsible for managing risks within their respective areas, supported by structured reporting and escalation mechanisms.

Risk Governance & Oversight

The Group has an established governance structure to ensure effective oversight and accountability in managing risks. The Board retains overall responsibility for the Group's risk management and internal control systems and supported by the BARC, which oversees effectiveness of risk management framework, reviews key risk exposures and monitors action plans. The Group Management Committee ("GMC") is responsible for overseeing the implementation of risk management framework, including reviewing the Group's risk profile, monitoring risk action plans and ensuring that risks are managed in accordance with established policies and procedures. The Group adopts three lines of defence model, where business and support functions manage risks as the first line (Risk Owners), oversight functions provide guidance and monitoring as the second line, and the Internal Audit function provides independent assurance on the adequacy and effectiveness of the Group's risk management and internal control systems.

SRB's ERM reporting structure is illustrated as follows:



SRB adopts a structured risk management process comprising risk assessment, risk action plans, as well as risk monitoring and reporting.

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STATEMENT OF RISK MANAGEMENT AND INTERNAL CONTROL

Risk Assessment

Risk assessment is carried out through a structured process comprising risk identification, analysis and evaluation.



Risks are identified based on the Group's business objectives and activities, followed by assessment of the risk drivers and existing key controls. The likelihood, impact and control effectiveness of each risk are evaluated to determine the overall risk rating. Risk assessment is typically conducted through facilitated risk assessment sessions and workshops involving relevant risk owners and business units, ensuring that risk ratings reflect current operating conditions and management insights.

Risk Action Plans



Risk action plans are developed based on identified risk drivers and control gaps, with appropriate risk treatment strategies defined to manage the risks. Detailed action plans, including assigned risk owners and target timelines are established. The action plans are reviewed and approved at the management level prior to escalation to GMC and subsequently to the BARC, where applicable. The implementation of risk action plans is monitored on a periodic basis to assess progress against agreed timelines and effectiveness of action plans. Action plans are updated where necessary to reflect changes in risk exposure or implementation outcomes, with key updates reported to the GMC and the BARC.

Risk Monitoring and Reporting

Risk monitoring and reporting are conducted on a quarterly basis to ensure that the Group's risk profile remains current and reflective of the latest business and operating environment. Risk assessments are reviewed and updated accordingly, with changes in key risks and action plans monitored by Risk Owners and escalated to the GMC for deliberation, prior to reporting to the BARC and subsequently to the Board. Risk reporting includes updates on the status of key risks, progress of action plans, as well as any material control weaknesses or breaches.

STATEMENT OF RISK MANAGEMENT AND INTERNAL CONTROL

Integrity and Governance

The Group is committed to upholding high standards of integrity, ethical conduct and accountability in all its business activities. This is supported by established policies and governance practices which guide employees and stakeholders in adhering to expected standards of behaviour and regulatory requirements.

SRB has in place key policies including the Code of Conduct, Anti-Bribery and Corruption Policy ("**ABC Policy**") and Whistleblowing Policy (amongst others), which are approved by the Board and communicated across the organization. These policies provide clear guidance on acceptable conduct, conflict of interest, and the reporting of improper activities.

The Group adopts a zero-tolerance approach towards bribery and corruption. Periodic training and awareness programmes are conducted to reinforce employees' understanding of ethical standards and compliance requirements. Employees are regularly reminded of their responsibility to act with integrity and to identify, prevent and report any form of misconduct.

A whistleblowing channel is established to provide a confidential platform for reporting concerns, with appropriate procedures in place to ensure that reported matters are addressed in a timely and objective manner.

The Integrity and Governance unit supports the implementation and monitoring of these policies, including facilitating awareness initiatives, coordinating compliance-related matters and reporting to Management and the BARC, where applicable. The Group ensures continuous improvement in integrity and governance. Ongoing efforts are undertaken to strengthen integrity and governance practices, including enhancing internal controls and reinforcing accountability across the organization.

INTERNAL CONTROL FRAMEWORK

The Board regularly reviews the evaluation on the adequacy and operating effectiveness of the Group's internal control framework. Relevant elements of the Group's internal control framework are described below.

Governance Framework

Organization Structure

A formal organizational structure is in place with lines of responsibility, authority and accountability to support effective internal control and decision-making. The structure is aligned to the Group's business and operational requirements. Oversight

is provided through established governance committees and functions, supporting the Board and Management in key operational, financial and compliance matters. The structure also facilitates timely escalation of issues and monitoring of the internal control environment. The organizational structure is reviewed periodically to ensure continued alignment with business needs and the effective implementation of internal controls.

Board Charter

A Board Charter is in place, which sets out the roles, responsibilities, composition and authority of the Board, as well as matters reserved for its decision. The Board Charter provides a framework for the division of responsibilities between the Board, Board Committees and Management. It outlines the Board's responsibilities, including setting the Group's strategic direction, overseeing risk management and internal control systems, and monitoring Management's performance. The Board Charter is reviewed periodically to ensure its relevance.

Board Committees

- Board Audit and Risk Committee

The BARC assists the Board in overseeing the Group's financial reporting, risk management and internal control systems. Its scope includes the review of quarterly financial statements, interim financial announcements and annual financial statements, as well as internal and external audit reports. The BARC also oversees matters relating to corporate governance, compliance, integrity and anti-bribery and corruption, including the review of related party transactions and such other functions as may be delegated by the Board. Internal auditors and integrity officers report directly to the BARC.

- Board Nomination and Remuneration Committee

Board Nomination and Remuneration Committee ("**BNRC**") supports the Board in matters relating to Board composition, appointments and performance evaluation. This includes assessing the effectiveness of the Board, Board Committees and individual Directors, as well as reviewing the composition of the Board and Board Committees. The BNRC also reviews the objectives set for the Chief Executive Officer ("**CEO**") and determines the level and structure of the CEO's remuneration. In addition, the BNRC reviews the appointment and remuneration of key senior management. In carrying out their responsibilities, the BNRC ensures that decisions are made with due regard to the interests of shareholders and the long-term sustainability of the Group.

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STATEMENT OF RISK MANAGEMENT AND INTERNAL CONTROL

Subsidiaries Governance Framework

The Subsidiaries Governance Framework (“**SG Framework**”) establishes the corporate governance standards and practices applicable across the Group’s subsidiaries, as well as all levels and business and support units. The SG Framework adopts a centralized governance approach, whereby SRB, as the parent company, retains oversight and control over its subsidiaries. Governance, strategic direction, and key decision-making are driven at the parent level, with subsidiaries operating in alignment with Group-wide policies, processes and Limits of Authority (“**LOA**”). A structured reporting mechanism through Management Committees supports effective oversight, coordination and transparency across the Group. A centralised approach is adopted in managing subsidiaries, with matters reserved for the Board clearly defined within the SG Framework to ensure appropriate oversight and control.

Policies and Procedures

Code of Conduct and Ethics for Directors

The Code of Conduct and Ethics for Directors outlines the expected standards of professional conduct, integrity and ethical behaviour in the discharge of Directors’ duties. It provides guiding principles to support the exercise of sound judgment and the fulfilment of responsibilities in accordance with applicable laws, regulatory requirements and good corporate governance practices. The Code of Conduct and Ethics for Directors is aligned with the Code of Ethics for Company Directors issued by the Companies Commission of Malaysia and is publicly available on the Company’s corporate website.

Code of Conduct for Employees

The Code of Conduct for employees sets out the code of conduct expected from employees and the duties and responsibilities during the continuance of their employment. It emphasizes adherence to the Group’s policies and procedures, upholding professional conduct, and maintaining the confidentiality of information acquired during and after employment. The Code of Conduct for employees serves as a guiding framework covering key areas such as duties and responsibilities, conflict of interest, confidentiality, personal data protection, disciplinary action, and other conduct requirements, and is incorporated within the Group’s Employee Handbook.

Conflict of Interest Policy

A standalone Conflict of Interest Policy was formalized in March 2024 to strengthen the management of conflict-of-interest situations across the Group. The policy sets out the requirements and procedures for the identification, disclosure and management of actual, potential or perceived conflicts of interest involving Directors, key senior management and legal representatives. It establishes disclosure obligations including

periodic declarations and timely reporting of conflict situations and outlines the roles of the Board and the BARC in overseeing and reviewing such matters. The policy promotes transparency, integrity and accountability, and is to be read in conjunction with other governance frameworks, including the Directors’ Code of Conduct and Ethics, Related Party Transactions Policy and ABC Policy. It is aligned with MMLR and other applicable regulatory requirements.

Anti-Bribery and Corruption Policy

An ABC Policy is in place to establish the framework for managing bribery and corruption risks and to set out the expected standards of conduct across the organization. The ABC Policy provides guidance on key risk areas including gifts, hospitality and entertainment, facilitation payments, kickbacks, sponsorships and donations, political contributions, and dealings with public officials and third parties. It applies across the Group and extends to third parties acting on behalf of the Group, with due diligence and compliance expectations embedded within business relationships.

The implementation and monitoring of ABC Policy is overseen by Integrity and Governance Unit, which reports to the BARC. The policy is supported by procedures including declaration requirements, and reporting channels to facilitate the timely escalation and investigation of concerns. Awareness and compliance are reinforced through periodic training programmes and induction sessions, while employees and relevant third parties are required to acknowledge and adhere to the policy. Breaches of the ABC Policy are treated as serious misconduct and may result in disciplinary action. Corruption risk factors are also assessed as part of the Group’s ERM process on an annual basis, in line with the MMLR.

Whistleblowing Policy

Whistleblowing arrangements are established to enable stakeholders, including employees and external parties, to report suspected or actual misconduct, unethical behaviour or breaches of laws and internal policies through formal and confidential channels. The policy sets out structured reporting and investigation procedures, where disclosures are directed to designated persons and managed by the Integrity and Governance Unit, with oversight by the BARC. Safeguards are in place to ensure that disclosures made in good faith are treated with strict confidentiality, and that whistleblowers are protected against retaliation or reprisal. Dedicated reporting channels, including a whistleblowing email (SRBethicsline@sapura.com.my), are made available to facilitate timely reporting. The Whistleblowing Policy is available on the Company’s corporate website.

STATEMENT OF RISK MANAGEMENT AND INTERNAL CONTROL

Board Remuneration Policy

Board Remuneration Policy provides a structured framework for determining Directors' remuneration in support of the Group's long-term strategy. The BNRC reviews and recommends remuneration, considering responsibilities, experience and market practices. The remuneration structure is designed to attract and retain Directors; drive performance aligned with business objectives and align their interests with those of shareholders. The Board Remuneration Policy has been revised and approved by the Board in April 2026.

Board Diversity Policy

The Board Diversity Policy guides the composition of the Board by considering a range of diversity aspects, including professional experience, skills and knowledge, gender, as well as educational, cultural and age diversity. This supports an appropriate mix of perspectives and capabilities for effective oversight and decision-making. Emphasis on cognitive diversity enhances the quality of Board deliberations by leveraging varied perspectives, experience and expertise, thereby supporting effective stewardship and sustaining the Group's competitive advantage.

Business Continuity Management Policy

Business continuity arrangements are guided by the Business Continuity Management Policy ("**BCM Policy**"), which provides a structured framework for building and maintaining resilience across the Group's operations. The policy outlines the approach to ensure that critical business functions can continue or be recovered within defined timeframes in the event of a disruption, based on established Recovery Time Objectives ("**RTO**").

The BCM framework encompasses key components including risk assessment and business impact analysis, formulation of recovery strategies, development of business continuity and disaster recovery plans, as well as ongoing training, testing and review to ensure continued effectiveness. The Group's BCM methodology is illustrated below, outlining the key stages in establishing, implementing and maintaining business continuity capabilities.



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STATEMENT OF RISK MANAGEMENT AND INTERNAL CONTROL

Procurement Policy

All Procurement activities are guided by the policies and procedures to ensure transparency, accountability and value for money in the sourcing of goods and services. These include requirements for vendor selection and evaluation, with defined approval limits and segregation of duties to support effective control over procurement activities. The Procurement Policy was revised and approved by the Board in December 2025.

Procurement decisions are carried out in accordance with the Group's LOA and applicable internal policies, including compliance with relevant regulatory and operational requirements. Ongoing enhancements are undertaken to strengthen procurement practices, reinforce internal controls and support operational efficiency.

Information Security Management System Policy

Information security practices are guided by the Information Security Management System Policy ("ISMS Policy"), which aligns with ISO/IEC 27001:2013 requirements and establishes a structured approach to safeguarding the Group's information assets. ISMS policy emphasizes the protection of information confidentiality, integrity and availability across both physical and electronic environments, while supporting secure information sharing and digital operations.

ISMS policy is supported by a set of controls and guidelines covering areas such as access management, information classification, IT usage, business continuity procedures, and cybersecurity practices, to ensure that information-related risks are managed at acceptable levels.

Document Retention Policy

Requirements for maintaining complete and accurate records and documentation by SRB and its subsidiaries are set out in the Document Retention Policy, to support general operations and to meet contractual, legal or regulatory requirements. The Document Retention Policy also states compliance with applicable legal and regulatory requirements, possession of all documents needed for operational and business purposes and policy to not discard any documents relevant to the subject matter of any lawsuit, investigation or court proceedings. Documents for retention include both paper and electronically stored information.

Employee Grievance Policy

A grievance and complaint SOP is in place to facilitate the fair and timely resolution of employee concerns and workplace disputes. The SOP provide a clear escalation process, beginning with immediate supervisors and progressing to higher levels of management and the Human Resources function where necessary. Formal processes are established to ensure grievances are reviewed, investigated and resolved within defined timelines, with appropriate documentation and oversight.

Authority and Control Mechanisms

Limits of Authority

Decision-making and approval processes across the Group are governed by the LOA, which establishes a structured framework for delegation of authority and accountability in line with the Group's operational and governance requirements. The LOA sets out defined approval thresholds and designated approving authorities across key functional areas, ensuring that decisions are made at the appropriate level and in accordance with established controls.

The LOA was most recently revised and approved by the Board in December 2025 to reflect the Group's current organizational structure, business requirements and risk considerations. The update included the revision of approval thresholds, realignment of approving authorities and enhancements to approval processes across key functional areas to strengthen governance and accountability.

The framework is subject to periodic review to ensure continued relevance and effectiveness in supporting the Group's internal control environment.

Investment Policy

An Investment Policy, which states the framework and criteria for evaluating, approving and monitoring investment decisions was established and approved by the Board in December 2025 and is applicable to the Company and its subsidiaries.

The policy outlines the scope of investments covered as covered in the LOA, including strategic investments, financial investments, tangible and intangible assets, divestments and exits from existing investments, and sets out the required

STATEMENT OF RISK MANAGEMENT AND INTERNAL CONTROL

processes for financial and strategic evaluation to ensure alignment with the Group's objectives and risk appetite. Governance structure is in place, with investment proposals subject to review and approval by the Board, in accordance with established approval thresholds and the LOA, where applicable.

The policy also provides guidance on strategic fit, financial appraisal, risk considerations, governance and control and regulatory requirements, supporting disciplined decision-making and enhancing oversight over capital deployment across the Group.

The Investment Policy is subject to periodic review to ensure continued relevance and effectiveness in supporting the Group's governance and internal control environment.

Business Plan and Budget

The Group undertakes an annual business planning and budgeting process, which serves as a basis for setting strategic priorities, financial targets and operational plans for the financial year. The business plan and budget are reviewed and approved by the Board, with performance monitored against approved targets through periodic management reporting. Variances are analysed and addressed through appropriate management actions to ensure alignment with the Group's objectives. This process supports effective resource allocation, performance accountability and financial discipline across the Group.

Management Reporting System

Management reporting processes are in place to support the timely monitoring and assessment of the Group's financial and operational performance. This includes the preparation and periodic review of management accounts, supported by established reporting structures across business units.

Regular Business Performance Review meetings are conducted to evaluate performance against key financial and operational indicators, identify variances, and facilitate timely decision-making and corrective actions.

At the operational level, business unit meetings are held to provide updates on key activities, operational matters and emerging issues, ensuring that relevant information is communicated and escalated appropriately across the Group.

Financial Controls

Financial control processes are in place, including budgeting, forecasting and variance analysis, to ensure the integrity and reliability of financial reporting. These are supported by established procedures and periodic reviews by Management and the Board.

Safeguards and Risk Transfer

Insurance

Insurance arrangements are maintained as part of the Group's risk management strategy to mitigate the financial impact of unforeseen events. Coverage is in place over key assets, operations and employees, with policies periodically reviewed to ensure adequacy and alignment with the Group's risk profile and operational requirements.

Security Safeguards

Operational and physical security controls are established through formal policies and SOPs to safeguard the Group's premises, personnel and assets. These include access control measures, visitor management protocols, surveillance through CCTV systems, and security monitoring and patrols.

Facilities and property management processes are in place to ensure proper maintenance of assets and oversight of service providers, including the appointment and monitoring of contractors and service vendors. These safeguards are supported by defined roles and responsibilities, incident reporting procedures and periodic reviews to ensure continued effectiveness in addressing evolving security and operational risks.

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INTERNAL AUDIT FUNCTION

The Group's internal audit function provides independent assurance on the effectiveness of the Group's risk management and internal control systems. The function is outsourced to KPMG and reports directly to the BARC.

Internal audit reviews are conducted based on a risk-based internal audit plan, which is reviewed and approved by the BARC prior to the commencement of each financial year. In carrying out its responsibilities, the internal audit function has unrestricted access to the Group's records, personnel and physical properties to enable the effective discharge of its duties.

The internal audit approach is aligned with internationally recognised standards including the International Professional Practices Framework ("IPPF") issued by the Institute of Internal Auditors ("IIA"), ensuring that audit activities are performed in a systematic and disciplined manner.

For the financial year ended 31 January 2026, internal audit reviews were carried out across selected business units and key processes, as noted below, to assess the adequacy and operating effectiveness of internal controls and to identify areas for improvement.

In-scope Companies	Key Processes
Sapura Resources Berhad and its relevant subsidiaries	Strategic Management for Aviation business units
Sapura Resources Berhad's Joint Venture entity – MTU Power Systems Sdn. Bhd.	Compliance with JV agreement

Audit findings, together with recommendations for improvement, were reported to the BARC, with Management responsible for implementing corrective actions within agreed timelines. The status of these actions is monitored and followed up by the internal audit function, with updates reported to the BARC on a periodic basis. The internal audit function maintains its independence and objectivity in performing its duties and is subject to periodic quality assurance reviews to ensure compliance with professional standards.

Further details on the internal audit activities undertaken during the financial year are set out in the BARC Report in this Annual Report.

Review by the External Auditor

In accordance with paragraph 15.23 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the external auditor, Ernst & Young PLT, has reviewed this Statement for inclusion in the Annual Report of the Group for financial year ending 31 January 2026.

The review was conducted in accordance with Audit and Assurance Practice Guide 3 ("AAPG 3"), Guidance for Auditors on Engagements to Report on the Statement of Risk Management and Internal Control included in the Annual Report, issued by the Malaysian Institute of Accountants in February 2018.

Based on their review, the external auditor has reported that nothing has come to their attention that causes them to believe that this Statement is not prepared, in all material respects, in accordance with the disclosure requirements of the relevant guidelines, nor is it factually inaccurate.

The review does not extend to forming an opinion on the adequacy and effectiveness of the Group's risk management and internal control systems, nor does it include an assessment of whether all risks and controls have been identified or whether the measures described will effectively address any identified issues.

STATEMENT OF RISK MANAGEMENT AND INTERNAL CONTROL

Commentary on the Adequacy and Effectiveness of the Risk Management and Internal Control System

For the financial year under review and up to the date of this Statement, the Board of Directors is of the view that the Group's risk management and internal control system is adequate and effective in safeguarding the interests of stakeholders and protecting the Group's assets, notwithstanding the challenging business and operating environment.

The Group's Board of Directors has not identified any material weaknesses or deficiencies in the system of risk management and internal control that have resulted in any material loss to the Group during the financial year.

The Chief Executive Officer and Chief Financial Officer have provided assurance to Board of Directors that the Group's risk management and internal control system is operating adequately and effectively, in all material aspects, based on the established framework.

This Statement should be read in conjunction with the disclosures on key risks and uncertainties set out in the Management Discussion and Analysis and Sustainability Statement of this Annual Report. This Statement is made in accordance with a resolution of the Board dated 30 April 2026.

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STATEMENT OF DIRECTORS' RESPONSIBILITY IN RESPECT OF THE AUDITED FINANCIAL STATEMENTS

Pursuant to Paragraph 15.26(a) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad

The Directors are responsible for ensuring that the financial statements of the Group are drawn up in accordance with the applicable approved Malaysian Financial Reporting Standards issued by the Malaysian Accounting Standards Board, International Financial Reporting Standards issued by the International Accounting Standards Board, the provisions of the Companies Act 2016 and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

The Directors are also responsible for ensuring that the annual audited financial statements of the Group and of the Company are prepared with reasonable accuracy from the accounting records of the Group and of the Company so as to give a true and fair view of the state of affairs of the Group and of the Company as at 31 January 2026, and of the results of their operations and cash flows for the financial year then ended.

In preparing the audited financial statements, the Directors ensure that the Management has:

- a) Applied the appropriate and relevant accounting policies on a consistent basis;
- b) Made judgements and estimates that are reasonable and prudent;
- c) Ensured the adoption of applicable approved accounting standards; and
- d) Prepared the annual audited financial statements on a going concern basis.

The Directors are responsible to ensure that the Group and the Company keep accounting records which disclose the financial position of the Group and the Company with reasonable accuracy, enabling them to ensure that the financial statements comply with the relevant regulatory requirements.

The Directors also have a general responsibility for taking reasonable steps to safeguard the assets of the Group and the Company to prevent and detect fraud and other irregularities.

ADDITIONAL COMPLIANCE INFORMATION

Pursuant to Paragraph 9.25 of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad

1. Utilisation of Proceeds Raised from Corporate Proposals

a) Renounceable Rights Issue of New Ordinary Shares ("Rights Issue")

On 5 September 2024, SRB completed the listing and quotation of 119,657,142 Rights Shares on the Main Market of Bursa Securities raising gross proceeds of RM33.5 million.

As at the latest practical date, the status of the utilisation of proceeds is as below:-

Purpose	Proposed utilisation (RM'000)	Actual utilisation (RM'000)	Balance (RM'000)	Expected time frame for utilisation of proceeds (RM'000)
Payment obligation under Master Lease Agreement and cash call pursuant to the Joint Venture Agreement (if required)	28,904	(18,609)	10,295	Within 4 years
Permata Sapura related expenses to secured tenants	1,000	-	1,000	Within 2 years
Estimated expenses in relation to Corporate Exercise	3,600	(3,410)	190	Immediate
Total	33,504	(22,019)	11,485	

2. Audit and Non-Audit Fees

The details of the audit and non-audit fees paid/payable to the external auditors or a firm or corporation affiliated to the external auditors' firm for the financial year ended 31 January 2026 are as follows:-

	Company (RM)	Group (RM)
Fees paid/payable to Ernst & Young¹		
• Audit	154,100	355,300
• Non-audit		
- Tax fees	48,592	134,115
- Tax advisory services	30,000	30,000
- Assurance related services	82,700	82,700
Fees paid/payable to other auditors		
• Audit	20,000	20,000
• Non-audit	-	-
Grand Total	335,392	622,115

¹ Ernst & Young comprised of Ernst & Young PLT (for audit & assurance related services) and Ernst & Young Tax Consultants (for taxation services).

3. Material Contracts

There was no material contracts entered into by the Company and its subsidiaries (not being contracts entered into in the ordinary course of business) involving the interests of Directors, chief executive and/or major shareholders, either still subsisting at the end of the financial year ended 31 January 2026 or entered into since the end of the previous financial year.

4. Recurrent Related Party Transactions of a Revenue or Trading Nature ("RRPT")

The RRPT entered into by the Company during the financial year ended 31 January 2026 were below the prescribed threshold under the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. Hence, the Company did not seek shareholders' mandate for the RRPT at the last AGM. The Company monitors RRPT regularly and should the RRPT exceed the prescribed threshold, we will make immediate announcement accordingly.

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DIRECTORS' REPORT

The directors are pleased to submit their report and the audited financial statements of the Group and of the Company for the financial year ended 31 January 2026.

Principal activities

The principal activities of the Company are investment holding and property investment.

The principal activities of the subsidiaries and other information relating to the subsidiaries are described in Note 14 to the financial statements.

Holding company

The holding company is Sapura Holdings Sdn. Bhd., which is incorporated in Malaysia.

Results

	Group RM'000	Company RM'000
Profit for the financial year, net of tax	7,238	4,802

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

In the opinion of the directors, 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, other than as disclosed in the financial statements.

Dividends

The directors did not recommend the payment of any dividend in respect of the current financial year.

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DIRECTORS' REPORT

Directors

The names of the directors of the Company in office since the beginning of the financial year to the date of this report are:

Tan Sri Dato' Seri Shahril bin Shamsuddin
 Ahmad Jauhari bin Yahya
 Andrew Heng
 Dr. Yap Lang Ling
 Reza bin Abdul Rahim*
 Datuk Megat Abdul Munir bin Megat Abdullah Rafaie
 (Alternate to Tan Sri Dato' Seri Shahril bin Shamsuddin)
 Aiza Azreen binti Ahmad
 Nik Aisyah Amirah binti Mansor

* Directors of the Company and subsidiaries

The names of the directors of the subsidiaries of the Company since the beginning of the financial year to the date of this report are disclosed in Note 14 to the financial statements.

Directors' benefits

Neither at the end of the financial year, nor at any time during that year, did there subsist any arrangement to which the Company was a party, whereby the directors might acquire benefits by means of the acquisition of shares in or debentures of the Company or any other body corporate.

Since the end of the previous financial year, no director has received or become entitled to receive a benefit (other than directors' remuneration as disclosed below) by reason of a contract made by the Company or a related corporation with any 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, except as disclosed in Note 30 to the financial statements.

**Group and
Company
RM'000**

Directors of the Group and Company

Executive:

Salaries and other emoluments	1,180
Benefits-in-kind	3
	1,183

DIRECTORS' REPORT

Directors' benefits (cont'd.)

The directors' remuneration are as disclosed below (cont'd.):

	Group and Company RM'000
Non-Executive:	
Fees	545
Other emoluments	52
Other benefits	26
	623
Total	1,806

The Company maintains a liability insurance for the directors and officers of the Group. The total amount of sum insured for the directors and officers of the Group for the financial year amounted to RM10,000,000.

The total amount of insurance premium effected for any director and officer of the Group during the financial year is RM20,211.

Directors' interests

According to the register of directors' shareholdings, the interests of directors in office at the end of the financial year in shares in the Company and its related corporations during the financial year were as follows:

	Number of shares		
	At 1.2.2025	Acquired	At 31.1.2026
Sapura Resources Berhad - the Company			
Ordinary Shares			
Direct Interest			
Tan Sri Dato' Seri Shahril bin Shamsuddin	47,733,901	-	47,733,901
Indirect Interest			
Tan Sri Dato' Seri Shahril bin Shamsuddin	133,440,290	-	133,440,290

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DIRECTORS' REPORT

Directors' interests (cont'd.)

According to the register of directors' shareholdings, the interests of directors in office at the end of the financial year in shares in the Company and its related corporations during the financial year were as follows: (cont'd.)

	Number of shares		
	At 1.2.2025	Acquired	Transfer
Sapura Holdings Sdn. Bhd. - holding company			
Ordinary Shares			
Direct Interest			
Tan Sri Dato' Seri Shahril bin Shamsuddin	30,147,187	-	-
Indirect Interest			
Tan Sri Dato' Seri Shahril bin Shamsuddin	11,165,626	-	-
Preference Shares (Class "A")			
Direct Interest			
Tan Sri Dato' Seri Shahril bin Shamsuddin	10,000	-	-

Tan Sri Dato' Seri Shahril bin Shamsuddin by virtue of his interests in shares in the holding company are also deemed interested in shares of all the holding company's subsidiaries to the extent the holding company has an interest.

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

DIRECTORS' REPORT

Other statutory information

- (a) Before the statements of comprehensive income and statements of financial position of the Group and of the Company were made out, the directors took reasonable steps:
 - (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for expected credit losses on receivables and satisfied themselves that there were no known bad debts to be written off and that adequate allowance for expected credit losses had been made for receivables; and
 - (ii) to ensure that any current assets which were unlikely to realise their values as shown in the accounting records in the ordinary course of business had been written down to an amount which they might be expected so to realise.
- (b) At the date of this report, the directors are not aware of any circumstances which would render:
 - (i) the amount written off for bad debts, or the amount of the allowance for expected credit losses on receivables in the financial statements of the Group and of the Company inadequate to any substantial extent; and
 - (ii) the values attributed to the current assets in the financial statements of the Group and of the Company misleading.
- (c) At the date of this report, the directors are not aware of any circumstances which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (d) At the date of this report, the directors are not aware of any circumstances not otherwise dealt with in this report or financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading.
- (e) At the date of this report, there does not exist:
 - (i) any charge on the assets of the Group or of the Company which has arisen since the end of the financial year end which secures the liabilities of any other person; or
 - (ii) any material contingent liability of the Group or of the Company which has arisen since the end of the financial year.
- (f) In the opinion of the directors:
 - (i) no material contingent or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group or of the Company to meet their obligations when they fall due; and
 - (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made, other than as disclosed in the financial statements.

Subsequent event

Details of the subsequent event are disclosed in Note 38 to the financial statements.

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DIRECTORS' REPORT

Auditors

The auditors, Ernst & Young PLT, have expressed their willingness to continue in office.

The auditors' remuneration for the financial year ended 31 January 2026 is as follows:

In RM'000	Group	Company
Audit fees		
Ernst & Young PLT	429	244
Others auditors	20	20
	449	264
Non audit service fees		
Ernst & Young PLT	9	9

To the extent permitted by law, the Company has agreed to indemnify its auditors, Ernst & Young PLT, as part of the terms of its audit engagement against claims by third parties arising from the audit. No payment has been made to indemnify Ernst & Young PLT during or since the financial year.

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

Ahmad Jauhari bin Yahya

Reza bin Abdul Rahim

Date: 29 May 2026

STATEMENT BY DIRECTORS

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

We, Ahmad Jauhari bin Yahya and Reza bin Abdul Rahim, being two of the directors of Sapura Resources Berhad, do hereby state that, in the opinion of the directors, the accompanying financial statements set out on pages 127 to 224 are drawn up in accordance with MFRS Accounting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 January 2026 and of their financial performance and cash flows for the year then ended.

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

Ahmad Jauhari bin Yahya

Reza bin Abdul Rahim

Date: 29 May 2026

STATUTORY DECLARATION

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

I, Ivan Oh Boon Wee, being the officer primarily responsible for the financial management of Sapura Resources Berhad, do solemnly and sincerely declare that the accompanying financial statements set out on pages 127 to 224 are in my opinion 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 Ivan Oh Boon Wee
at Kuala Lumpur in the Federal Territory
on 29 May 2026

Ivan Oh Boon Wee
(MIA membership no.:17911)

Before me,

COMMISSIONER FOR OATH

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INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SAPURA RESOURCES BERHAD
(INCORPORATED IN MALAYSIA)

Report on the audit of the financial statements

Opinion

We have audited the financial statements of Sapura Resources Berhad, which comprise the statements of financial position as at 31 January 2026 of the Group and of the Company, statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 127 to 224.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 January 2026, and of their financial performance and their cash flows for the year then ended in accordance with MFRS Accounting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for opinion

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

Independence and other ethical responsibilities

We are independent of the Group and of the Company in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("**By-Laws**") and the International Code of Ethics for Professional Accountants (including International Independence Standards) ("**IESBA Code**"), as applicable to audits of financial statements of public interest entities and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Key audit matters

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

We have fulfilled the responsibilities described in the Auditors' responsibilities for the audit of the financial statements section of our report, including in relation to these matters. Accordingly, our audit included the performance of procedures designed to respond to our assessment of the risks of material misstatement of the financial statements. The results of our audit procedures, including the procedures performed to address the matters below, provide the basis of our audit opinion on the accompanying financial statements.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SAPURA RESOURCES BERHAD
(INCORPORATED IN MALAYSIA)

Key audit matters (cont'd.)

i. Impairment assessment of property, plant and equipment and right-of-use assets

As at 31 January 2026, the carrying amount of property, plant and equipment and right-of-use assets of the Group stood at RM16.9 million and RM3.2 million respectively as disclosed in Notes 11 and 13 to the financial statements.

MFRS 136 Impairment of Assets ("**MFRS 136**") requires an entity to assess at the end of each reporting period whether there is any indication that an asset may be impaired. If any such indication exists, the entity shall estimate the recoverable amount of the asset.

The Group's market capitalisation is at RM66.1 million as at 31 January 2026 which is lower than its net assets of RM386.4 million, indicating that the carrying amounts of the property, plant and equipment and right-of-use assets may be impaired.

The assessment of the recoverable amount of property, plant and equipment and right-of-use assets require judgement in assessing whether there is an indication that the asset should be impaired or there is an indication that an impairment loss recognised in prior periods may no longer exist or may have decreased and in measuring any such impairment or reversal.

In addressing the area of focus on impairment of property, plant and equipment and right-of-use assets, our procedures included amongst others, the following:

- We assessed the robustness of management's budgeting process by comparing the actual results achieved against previously forecasted budgets;
- We reviewed the key assumptions used in determination of the VIU (such as growth rate, inflation rate, occupancy rates, rental rates, ground handling rates, transient and ancillary rates as well as the related expenses to the respective revenue streams) by making comparisons to historical trends, contracts and available market information;
- We performed sensitivity analysis on the key assumptions to understand the impact that alternative assumptions would have had on the overall carrying amount;
- We assessed the rates used in discounting the future cash flows to its present value by comparing with prevailing market rates;
- We engaged with our internal specialist to evaluate the methodology and assess the key assumptions used in deriving the cash flow projections, in determining the recoverable amount; and
- We also assessed and reviewed the disclosures in the financial statements.

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INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SAPURA RESOURCES BERHAD
(INCORPORATED IN MALAYSIA)

Key audit matters (cont'd.)

ii. *Impairment assessment of investment in a subsidiary and amounts due from subsidiaries and a joint venture*

a) **Impairment assessment of investment in a subsidiary**

As at 31 January 2026, the Company's investment in DNest Aviation Sdn. Bhd. amounted RM4.0 million as disclosed in Note 14 to the financial statements. The continued operating losses reported by this subsidiary is viewed as indicators that the investment may be impaired.

In addressing the area of focus on impairment of investment in a subsidiary, our procedures included amongst others, the following:

- We obtained impairment assessment from the management where the recoverable amount was determined using fair value of the net assets;
- We considered the independence, competence, capabilities and objectivity of the independent valuer;
- As part of our evaluation of the fair value of the net assets, we discussed with the management and independent valuer to obtain an understanding of the assets and related data used as input to the valuation model;
- We obtained an understanding of the methodology adopted by the independent valuer in estimating the fair value of the assets and assessed whether such methodology is consistent with those used in the industry; and
- We also assessed the adequacy of the disclosures made in the financial statements.

b) **Impairment assessment of amounts due from subsidiaries and a joint venture**

As at 31 January 2026, the Company has recorded net amounts due from subsidiaries of approximately, RM7.4 million and the Group and the Company have recorded amount due from a joint venture of approximately RM3.7 million as disclosed in Note 18 to the financial statements. MFRS 9 Financial Instruments requires an entity to recognise a loss allowance for expected credit losses on financial assets that are measured at amortised cost, including amounts due from subsidiaries and joint venture.

In addressing the area of focus on impairment of amounts due from subsidiaries and joint ventures, we performed amongst others, the following procedures:

- We obtained an understanding of the relevant processes and internal controls over the estimation of the estimated future cash flows; and
- We evaluated the key assumptions applied in the determination of the amount and timing of receipts from the subsidiaries in light of the estimation of profits and the resulting cash flows to be derived from the operations.
- We have also reviewed and assessed the adequacy of the disclosure made in financial statements.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SAPURA RESOURCES BERHAD
(INCORPORATED IN MALAYSIA)

Key audit matters (cont'd.)

iii. Fair value of investment properties

The Group changed its accounting policy for the measurement of investment properties from the cost model to the fair value model. This change in accounting policy has been applied retrospectively, with the restatement of opening retained profits for the earliest period presented and the adjustment of comparative information for each period presented. The change in accounting policy also impacted the carrying amount of investment in joint venture as the joint venture also hold investment properties.

The impact of the change on the results for the financial year ended 31 January 2025 amounted to RM50.1 million. The corresponding impact on retained profits as at 1 February 2024 and 31 January 2025 amounted to RM111.6 million and RM161.7 million, respectively.

As at 31 January 2026, the Group's and the Company's investment properties, which are carried at fair value, amounted to RM582.6 million. The carrying amount of the Group's investment in joint ventures, which after the related investment properties carried at fair value is amounted to RM253.2 million. The fair values of the investment properties were determined based on valuations performed by independent external valuers. In determining the fair values, the valuers considered, among other factors, the overall condition of the properties and prevailing market demand.

In addressing the area of focus on fair value of investment properties, we performed amongst others, the following procedures:

- We have obtained an understanding of management's assessments on the voluntary change in accounting policy under the requirement of MFRS 108 - Accounting Policies, Changes in Accounting Estimates and Errors and MFRS 140 - Investment Property.
- We have obtained valuation report as at 31 January 2026, 31 January 2025 and 31 January 2024.
- We have reviewed the restatement of comparative of financial statements workings prepared by management.
- We have updated our understanding of the work and evaluated the appropriateness of the work as audit evidence for the purpose of our audit.
- We have assessed the competency and objectivity of the valuer as part of the requirements of ISA 620 - Using the Work of an Auditor's Expert.
- We have evaluated the adequacy of the work performed by valuer e.g. inquiries of the valuer, corroborate their work, test source data and review basis and assumptions used by the valuer.
- Involved the component auditors from joint venture in performing the above procedures where necessary.
- We have reviewed the disclosure made in the financial statements to determine whether the disclosures are in accordance with the requirements of MFRS 108 - Accounting Policies, Changes in Accounting Estimates and Errors and MFRS 140 - Investment Property.

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INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SAPURA RESOURCES BERHAD
(INCORPORATED IN MALAYSIA)

Information other than the financial statements and auditors' report thereon

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

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

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

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

Responsibilities of the directors for the financial statements

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

In preparing the financial statements of the Group and of the Company, the directors are responsible for assessing the 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.

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SAPURA RESOURCES BERHAD
(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:

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the group as a basis for forming an opinion on the financial statements of the Group. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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

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

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INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF SAPURA RESOURCES BERHAD
(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.

Ernst & Young PLT
202006000003 (LLP0022760-LCA) & AF 0039
Chartered Accountants

Kuala Lumpur, Malaysia
29 May 2026

Abdul Hadi bin Gonawan
No. 03676/07/2026 J
Chartered Accountant

STATEMENTS OF COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR ENDED 31 JANUARY 2026

	Note	Group		Company	
		2026 RM'000	2025 RM'000 Restated	2026 RM'000	2025 RM'000 Restated
Revenue	4	59,475	82,928	45,231	55,677
Operating expenses		(29,477)	(49,406)	(12,732)	(20,311)
Net reversal of/(allowance for) expected credit losses on:					
- trade receivables		1,693	-	1,833	-
- other receivables		1,072	-	86	(47)
- amount due from a joint venture		-	(5,362)	-	(5,362)
Reversal of/(allowance for) impairment losses on investment in a joint venture		-	-	24,062	(9,357)
Fair value (loss)/gain on investment properties		(17,357)	4,478	(17,357)	4,478
Other income		1,220	9,440	1,581	1,966
Profit from operations		16,626	42,078	42,704	27,044
Finance costs	5	(41,211)	(37,046)	(40,769)	(36,433)
Share of result of an associate		5,107	2,894	-	-
Share of result of joint ventures		23,856	(9,356)	-	-
Profit/(loss) before tax	6	4,378	(1,430)	1,935	(9,389)
Taxation	9	2,860	41	2,867	-
Profit/(loss) after tax, representing total comprehensive income/(loss) for the financial year		7,238	(1,389)	4,802	(9,389)
Profit/(loss) per share attributable to the owners of the parent (sen):					
Basic/diluted	10	2.79	(0.73)		

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The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF FINANCIAL POSITION

AS AT 31 JANUARY 2026

	Note	Group		
		31.1.2026 RM'000	31.1.2025 RM'000 Restated	1.2.2024 RM'000 Restated
Assets				
Non-current assets				
Property, plant and equipment	11	16,878	18,566	20,422
Investment properties	12	582,622	588,135	595,603
Right-of-use assets	13	3,160	4,085	4,770
Investment in an associate	15	29,201	24,566	22,742
Investment in joint ventures	16	252,965	225,809	235,165
Finance lease receivables	17	23,002	25,448	31,733
Trade and other receivables	18	9,428	8,987	4,587
		917,256	895,596	915,022
Current assets				
Finance lease receivables	17	2,446	2,446	5,402
Trade and other receivables	18	7,041	15,653	19,310
Prepayments		904	1,965	1,403
Inventories	19	-	71	90
Tax recoverable		-	743	705
Other current financial assets	20	8	20	20
Cash and bank balances	21	30,704	41,355	38,545
		41,103	62,253	65,475
Total assets		958,359	957,849	980,497
Equity and liabilities				
Current liabilities				
Trade and other payables	22	22,847	18,221	167,117
Provisions	23	-	-	9,774
Lease liabilities	24	21,109	18,204	16,306
		43,956	36,425	193,197
Net current (liabilities)/assets		(2,853)	25,828	(127,722)

STATEMENTS OF FINANCIAL POSITION

AS AT 31 JANUARY 2026

	Note	Group		
		31.1.2026 RM'000	31.1.2025 RM'000 Restated	1.2.2024 RM'000 Restated
Non-current liabilities				
Deferred tax liabilities	25	19,097	21,964	41
Trade and other payables	22	4,370	10,763	40,000
Redeemable convertible secured loan stocks - liability portion	28	102,052	94,403	-
Lease liabilities	24	402,496	415,118	453,024
		528,015	542,248	493,065
Total liabilities		571,971	578,673	686,262
Net assets		386,388	379,176	294,235
Equity				
Share capital	26	172,723	172,731	139,600
Other reserves	27	2,581	2,581	2,581
Redeemable convertible secured loan stocks - equity portion	28	53,181	53,199	-
Retained profits		157,903	150,665	152,054
Equity attributable to owners of the parent		386,388	379,176	294,235
Total equity		386,388	379,176	294,235
Total equity and liabilities		958,359	957,849	980,497

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The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF FINANCIAL POSITION

AS AT 31 JANUARY 2026

	Note	Company		
			31.1.2025	1.2.2024
		31.1.2026 RM'000	RM'000 Restated	RM'000 Restated
Assets				
Non-current assets				
Property, plant and equipment	11	428	729	555
Investment properties	12	582,622	588,135	595,603
Investment in subsidiaries	14	3,985	3,985	3,985
Investment in an associate	15	12,000	12,000	12,000
Investment in joint ventures	16	253,171	225,808	235,165
Finance lease receivables	17	23,002	25,448	27,894
Trade and other receivables	18	15,941	15,498	11,098
		891,149	871,603	886,300
Current assets				
Finance lease receivables	17	2,446	2,446	2,090
Trade and other receivables	18	4,821	11,943	15,167
Prepayments		662	1,860	945
Tax recoverable		63	621	621
Other current financial assets	20	8	20	20
Cash and bank balances	21	24,591	34,562	32,894
		32,591	51,452	51,737
Total assets		923,740	923,055	938,037
Equity and liabilities				
Current liabilities				
Trade and other payables	22	16,997	10,937	160,465
Lease liabilities	24	19,843	17,298	13,099
		36,840	28,235	173,564
Net current (liabilities)/assets		(4,249)	23,217	(121,827)

STATEMENTS OF FINANCIAL POSITION

AS AT 31 JANUARY 2026

	Note	Company		
		31.1.2026 RM'000	31.1.2025 RM'000 Restated	1.2.2024 RM'000 Restated
Non-current liabilities				
Deferred tax liabilities	25	19,097	21,964	-
Trade and other payables	22	4,370	10,763	40,000
Redeemable convertible secured loan stocks - liability portion	28	102,052	94,403	-
Lease liabilities	24	398,265	409,350	443,074
		523,784	536,480	483,074
Total liabilities		560,624	564,715	656,638
Net assets		363,116	358,340	281,399
Equity				
Share capital	26	172,723	172,731	139,600
Other reserves	27	1,100	1,100	1,100
Redeemable convertible secured loan stocks - equity portion	28	53,181	53,199	-
Retained profits		136,112	131,310	140,699
Equity attributable to owners of the parent		363,116	358,340	281,399
Total equity		363,116	358,340	281,399
Total equity and liabilities		923,740	923,055	938,037

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The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 JANUARY 2026

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Financial Statements

Group	Attributable to owners of the parent					Total RM'000	Total equity RM'000
	Share capital (Note 26) RM'000	Non- distributable capital reserve (Note 27) RM'000	Redeemable convertible secured loan stocks (Note 28) RM'000	General reserve (Note 27) RM'000	Retained profits RM'000		
At 1 February 2025, as previously stated							
- Effect of change in accounting policy and prior year reclassification	172,731	1,481	53,199	1,100	(11,047)	217,464	217,464
As restated							
Transaction costs	172,731	1,481	53,199	1,100	150,665	379,176	379,176
Total comprehensive income for the financial year	(8)	-	(18)	-	-	(26)	(26)
At 31 January 2026	172,723	1,481	53,181	1,100	157,903	7,238	386,388
At 1 February 2024, as previously stated							
- Effect of change in accounting policy and prior year reclassification	139,600	1,481	-	1,100	40,508	182,689	182,689
As restated							
Issued during the financial year	139,600	1,481	-	1,100	152,054	294,235	294,235
Effect on deferred tax liability on RCSSL	33,504	-	76,394	-	-	109,898	109,898
Transaction costs	-	-	(21,964)	-	-	(21,964)	(21,964)
Total comprehensive loss for the financial year	(373)	-	(1,231)	-	-	(1,604)	(1,604)
At 31 January 2025	172,731	1,481	53,199	1,100	150,665	(1,389)	379,176

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR ENDED 31 JANUARY 2026

Company	Attributable to owners of the parent					Total equity RM'000
	Share capital (Note 26) RM'000	Redeemable convertible secured loan stocks (Note 28) RM'000	General reserve (Note 27) RM'000	Retained profits RM'000		
At 1 February 2025, as previously stated						
- Effect of change in accounting policy and prior year reclassification	172,731	53,199	1,100	8,188		235,218
As restated						
Transaction costs	-	-	-	123,122		123,122
Total comprehensive income for the financial year	172,731	53,199	1,100	131,310		358,340
	(8)	(18)	-	-		(26)
At 31 January 2026	172,723	53,181	1,100	136,112	4,802	363,116
At 1 February 2024, as previously stated						
- Effect of change in accounting policy and prior year reclassification	139,600	-	1,100	60,723		201,423
As restated						
Issued during the financial year	139,600	-	1,100	140,699		281,399
Effect on deferred tax liability on RCSLs	33,504	76,394	-	-		109,898
Transaction costs	-	(21,964)	-	-		(21,964)
Total comprehensive loss for the financial year	(373)	(1,231)	-	-		(1,604)
	-	-	-	(9,389)		(9,389)
At 31 January 2025	172,731	53,199	1,100	131,310		358,340

The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

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STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 JANUARY 2026

	Group		Company	
	2026 RM'000	2025 RM'000 Restated	2026 RM'000	2025 RM'000 Restated
Cash flows from operating activities				
Profit/(loss) before tax	4,378	(1,430)	1,935	(9,389)
Adjustments for:				
Interest income arising from the unwinding of deposits	(630)	(498)	(630)	(498)
Finance income on finance lease receivables	(2,082)	(2,451)	(2,082)	(2,253)
Interest income from short term deposits	(483)	(463)	(457)	(399)
Reversal of interest expense on amount due to a related company	-	(3,893)	-	(3,893)
Finance costs on redeemable convertible secured loan stocks	7,670	4,275	7,670	4,275
Finance costs on lease liabilities	33,541	36,664	33,099	36,051
Net unrealised foreign exchange loss/(gain)	111	(21)	-	-
Depreciation of property, plant and equipment	3,964	3,464	958	900
Depreciation of right-of-use assets	686	685	-	-
Reversal of provision for indemnity	-	(9,044)	-	-
Net (reversal of)/allowance for expected credit losses on:				
- trade receivables	(1,693)	-	(1,833)	-
- other receivables	(1,072)	-	(86)	47
- amount due from joint venture	-	5,362	-	5,362
(Reversal of)/allowance for impairment losses on investment in joint ventures	-	-	(24,063)	9,357
Loss on early lease termination	-	1,011	-	-
Dividend income from an associate	-	-	(472)	(1,070)
Fair value loss/(gain) to investment properties	17,357	(4,478)	17,357	(4,478)
Share of result of an associate	(5,107)	(2,894)	-	-
Share of result of joint ventures	(23,856)	9,356	-	-
Operating profit before working capital changes	32,784	35,645	31,396	34,012
Decrease in inventories	71	19	-	-
Decrease/(increase) in receivables and prepayment	17,270	5,544	14,966	(2,659)
Decrease in trade and other payables and provisions	(2,028)	(12,074)	(380)	(7,849)
Cash generated from operating activities	48,097	29,134	45,982	23,504
Net tax refund	736	3	558	-
Net cash generated from operating activities	48,833	29,137	46,540	23,504

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 JANUARY 2026

	Group		Company	
	2026 RM'000	2025 RM'000 Restated	2026 RM'000	2025 RM'000 Restated
Cash flows from investing activities				
Purchase of property, plant and equipment	(3,855)	(4,404)	(2,236)	(3,593)
Purchase of investment properties	(565)	(2,270)	(565)	(2,270)
Cash call paid to a joint venture	(3,300)	-	(3,300)	-
Dividend income from associate	472	1,070	472	1,070
Interest income received from short term deposit	483	463	457	399
Net cash used in investing activities	(6,765)	(5,141)	(5,172)	(4,394)
Cash flows from financing activities				
Repayment of lease liabilities	(52,719)	(54,317)	(51,339)	(50,573)
Net proceeds from issuance shares	-	33,131	-	33,131
Net cash used in financing activities	(52,719)	(21,186)	(51,339)	(17,442)
Net (decrease)/increase in cash and cash equivalents	(10,651)	2,810	(9,971)	1,668
Cash and cash equivalents at beginning of the financial year	41,355	38,545	34,562	32,894
Cash and cash equivalents at end of financial year	30,704	41,355	24,591	34,562

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The accompanying accounting policies and explanatory notes form an integral part of the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

31 JANUARY 2026

1. Corporate information

Sapura Resources Berhad ("**the Company**") is a public limited liability company incorporated and domiciled in Malaysia, and is listed on the Bursa Malaysia Securities Berhad ("**Bursa Malaysia**"). The registered office of the Company is located at Sapura @ Mines, No. 7, Jalan Tasik, The Mines Resort City, 43300, Seri Kembangan, Selangor Darul Ehsan.

The holding company is Sapura Holdings Sdn. Bhd., a company incorporated in Malaysia.

The principal activities of the Company are investment holding and property investment. The principal activities of the subsidiaries are disclosed in Note 14.

The financial statements dated 29 May 2026 were authorised for issue by the Board of Directors in accordance with a resolution of the Directors.

2. Material accounting policies information

2.1 Basis of preparation of the financial statements

The financial statements of the Group and the Company have been prepared in accordance with MFRS Accounting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

The financial statements have been prepared on the historical cost basis except as disclosed in the accounting policies below.

The financial statements are presented in Ringgit Malaysia (RM) and all values are rounded to the nearest thousand (RM'000) except when otherwise indicated.

The Group and the Company is in net current liabilities position of RM2.9 million and RM4.2 million respectively as at 31 January 2026.

The Directors have assessed the Group's and the Company's financial position, liquidity profile, and future cash flow projections, including assumptions related to the securing of additional new tenants and customers.

While the tenancy agreement with a major tenant in one of the properties expired during the financial year, the Group and the Company maintains a proactive leasing strategy and continues to receive interest from prospective tenants to fill the vacancy. As of the reporting date, the Group and the Company expects an increase in rental received and number of tenants in the coming periods, ensuring adequate headroom to meet operational and financial obligations.

Subsequent after the financial year end, the Group has secured an extension of leases from another major tenant in one of the properties.

The Group and the Company have implemented cost management initiatives and maintains the flexibility to defer capital expenditure.

For the Aviation Segment, initiatives have been taken to retain customers, improve efficiency and expand existing operations into adjacent services, customers and locations.

The Directors are of the view that the combination of expected rental inflows and prudent cash management will enable The Group and the Company to meet its obligations as they fall due. Accordingly, the financial statements have been prepared on a going concern basis.

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.2 Changes in accounting policies

The accounting policies adopted by the Group and the Company are consistent with those of the previous financial year except as follows:

On 1 February 2025, the Group and the Company adopted the following new and amended MFRSs:

Description	Effective for annual periods beginning on or after
Amendments to MFRS 121: The Effects of Changes in Foreign Exchange Rates - Lack of Exchangeability	1 January 2025

Adoption of the above amended standards did not have material effect on the financial performance or position of the Group and of the Company.

During the financial year, the Group and the Company reassessed its accounting policy for investment properties and adopted a change in measurement from the cost model to the fair value model. The fair value model measures investment properties at market value and is considered to provide more relevant and reliable information on the Group's and the Company's financial position and performance.

The adoption of the fair value model enables timely recognition of capital appreciation and reflects movements in the property market. The change in accounting policy also aligns the Group's and the Company's financial reporting with its strategic focus on the management and performance of its investment property portfolio. Details of the impact on changes in accounting policy is summarised in Note 39.

2.3 Standards issued but not yet effective

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

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NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.3 Standards issued but not yet effective (cont'd.)

Description	Effective for annual periods beginning on or after
Amendments to MFRS 9 and MFRS 7: Classification and Measurement of Financial Instruments	1 January 2026
Amendments to MFRS 9 and MFRS 7: Contract Referencing Nature-Dependent Electricity	1 January 2026
Annual Improvements to MFRSs - Volume 11:	1 January 2026
MFRS 1: Hedge accounting by a first-time adopter	
MFRS 7: Gain or loss on derecognition	
MFRS 9: Derecognition of lease liabilities and transaction price	
MFRS 10: Determination of a 'de facto agent'	
MFRS 107: Cost method	
MFRS 18: Presentation and Disclosure in Financial Statements	1 January 2027
MFRS 19: Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 19: Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 121: Translation to Hyperinflationary Presentation	
Currency	1 January 2027
Amendments to MFRS 10 and MFRS 128: Investments in Associates and Joint Venture - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred

The adoption of the above standards and interpretations are not expected to have material impact on the financial statements in the period of application except for the presentation and disclosure required by MFRS 18 which introduces new categories and subtotals in the statement of profit or loss. It also requires disclosure of management-defined performance measures and includes new requirements for the location, aggregation and disaggregation of financial information.

2.4 Subsidiaries and basis of consolidation

(i) Subsidiaries

Subsidiaries are entities controlled by the Company.

The financial statements of subsidiaries are included in the consolidated financial statements from the date that control commences until the date that control ceases.

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.4 Subsidiaries and basis of consolidation (cont'd.)

(i) Subsidiaries (cont'd.)

Control exists when the Group is exposed, 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. Potential voting rights are considered when assessing control when such rights are substantive. The Group considers it has de facto power over an investee when, despite not having the majority of voting rights, it has the current ability to direct the activities of the investee that significantly affect the investee's return.

(ii) Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries as at and for the year ended 31 January of each year.

The financial statements of the subsidiary is prepared for the same reporting period as the Company, using consistent accounting policies. In preparing the consolidated financial statements, all intercompany balances, transactions, unrealised gains and losses resulting from intra-group transactions and dividends are eliminated in full. Subsidiary is the entity over which the Group has the power to govern the financial and operating policies so as to obtain benefits from their activities. The existence and effect of potential voting rights that are currently exercisable or convertible are considered when assessing whether the Group controls an entity.

Subsidiary is consolidated from the date of acquisition, being the date on which the Group obtains control, and continue to be consolidated until the date that such control ceases. Acquisitions of subsidiaries are accounted for using the acquisition method of accounting. The identifiable assets acquired and the liabilities assumed are measured at their fair values at the acquisition date. Acquisition costs incurred are expensed and included in administrative expenses. The difference between these fair values and the fair value of the consideration (including the fair value of any pre-existing investment in the acquiree) is goodwill or a discount on acquisition.

2.5 Foreign currency

(a) Functional and presentation currency

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which the entity operates ("**the functional currency**"). The consolidated financial statements are presented in Ringgit Malaysia ("**RM**"), which is also the Company's functional currency.

(b) Foreign currency transactions

Transactions in foreign currencies are measured in the respective functional currencies of the Company and its subsidiaries and are recorded on initial recognition in the functional currencies at exchange rates approximating those ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the rate of exchange ruling at the reporting date. Non-monetary items denominated in foreign currencies that are measured at historical cost are translated using the exchange rates as at the dates of the initial transactions. Non-monetary items denominated in foreign currencies measured at fair value are translated using the exchange rates at the date when the fair value was determined.

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NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.5 Foreign currency (cont'd.)

(b) Foreign currency transactions (cont'd.)

Exchange differences arising on the settlement of monetary items or on translating monetary items at the reporting date are recognised in profit or loss except for exchange differences arising on monetary items that form part of the Group's net investment in foreign operations, which are recognised initially in other comprehensive income and accumulated under foreign currency translation reserve in equity. The foreign currency translation reserve is reclassified from equity to profit or loss of the Group on disposal of the foreign operation.

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

(c) Foreign operations

The assets and liabilities of foreign operations are translated into RM at the rate of exchange ruling at the reporting date and income and expenses are translated at exchange rates at the dates of the transactions. The exchange differences arising on the translation are taken directly to other comprehensive income. On disposal of a foreign operation, the cumulative amount recognised in other comprehensive income and accumulated in equity under foreign currency translation reserve relating to that particular foreign operation is recognised in the profit or loss.

Goodwill and fair value adjustments arising on the acquisition of foreign operations are treated as assets and liabilities of the foreign operations and are recorded in the functional currency of the foreign operations and translated at the closing rate at the reporting date.

2.6 Property, plant and equipment

All items of property, plant and equipment are initially recorded at cost. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

Subsequent to recognition, property, plant and equipment are measured at cost less accumulated depreciation and accumulated impairment losses. When significant parts of property, plant and equipment are required to be replaced in intervals, the Group and the Company recognise such parts as individual assets with specific useful lives and depreciation, respectively. Likewise, when a major inspection is performed, its cost is recognised in the carrying amount of the property, plant and equipment as a replacement if the recognition criteria are satisfied. All other repair and maintenance costs are recognised in profit or loss as incurred.

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.6 Property, plant and equipment (cont'd.)

Depreciation of other property, plant and equipment is computed on a straight-line basis over the estimated useful lives of the assets, at the following annual rates:

Buildings	1.4% - 4.0%
Hangars	3% - 20%
Office equipment, furniture and fittings	12% - 33%
Motor vehicles	20%
Renovation	10% - 20%
Work-in-progress	Not depreciated until available for use

The carrying values of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable.

The residual value, useful life and depreciation method are reviewed at each year-end, and adjusted prospectively, if appropriate.

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss on derecognition of the asset is included in the profit or loss in the year the asset is derecognised.

2.7 Investment properties

Investment properties are initially recognised at cost, which includes directly attributable transaction costs and borrowing costs, where the investment property qualifies as a qualifying asset.

Subsequent to initial recognition, investment properties are measured at fair value. Fair value is determined by reference to active market prices and adjusted, where necessary, to reflect differences in the nature, location or condition of the specific property. In circumstances where active market prices are not available, the Group and the Company applies alternative valuation techniques, such as recent transaction prices in less active markets or discounted cash flow projections. Valuations are performed at each financial position date by independent professional valuers who possess recognised and relevant professional qualifications and have recent experience in valuing properties in the same location and category.

The fair value of investment properties reflects, among other factors, rental income from existing leases and assumptions that market participants would use when pricing the properties under prevailing market conditions.

Subsequent expenditure is capitalised only when it is probable that the future economic benefits associated with the expenditure will flow to the Group and the Company and the cost can be measured reliably. All other repair and maintenance costs are recognised in profit or loss when incurred. Where part of an investment property is replaced, the carrying amount of the replaced component is derecognised.

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AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.7 Investment properties (cont'd.)

Changes in the fair value of investment properties are recognised in profit or loss in the period in which they arise. An investment property is derecognised upon disposal, or when it is permanently withdrawn from use and no future economic benefits are expected to arise from its disposal.

When the Group and the Company disposes of an investment property in an arm's length transaction at fair value, the carrying amount of the property immediately prior to disposal is adjusted to the transaction price. Any resulting adjustment is recognised in profit or loss as a net gain or loss arising from fair value adjustment on investment properties.

Where a property is transferred to investment property as a result of a change in use, any difference between the carrying amount of the property and its fair value at the date of transfer is recognised in accordance with the applicable MFRS. The fair value of the property at the date of reclassification is deemed to be its cost for subsequent accounting purposes.

2.8 Intangible assets

(a) Goodwill

Goodwill is initially measured at cost. Following initial recognition, goodwill is measured at cost less accumulated impairment losses.

For the purpose of impairment testing, goodwill acquired is allocated, from the acquisition date, to each of the Group's cash-generating units that are expected to benefit from the synergies of the combination.

The cash-generating unit to which goodwill has been allocated is tested for impairment annually and whenever there is an indication that the cash-generating unit may be impaired, by comparing the carrying amount of the cash-generating unit, including the allocated goodwill, with the recoverable amount of the cash-generating unit. Where the recoverable amount of the cash-generating unit is less than the carrying amount, an impairment loss is recognised in the profit or loss. Impairment losses recognised for goodwill are not reversed in subsequent periods.

Where goodwill forms part of a cash-generating unit and part of the operation within that cash-generating unit is disposed off, the goodwill associated with the operation disposed off is included in the carrying amount of the operation when determining the gain or loss on disposal of the operation. Goodwill disposed off in this circumstance is measured based on the relative fair values of the operations disposed off and the portion of the cash-generating unit retained.

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.8 Intangible assets (cont'd.)

(b) Other intangible assets

Intangible assets acquired separately are measured initially at cost. The cost of intangible assets acquired in a business combination is their fair value as at the date of acquisition. Following initial acquisition, intangible assets are measured at cost less any accumulated amortisation and accumulated impairment losses.

Intangible assets with finite useful lives are amortised over the estimated useful lives and assessed for impairment whenever there is an indication that the intangible asset may be impaired. The amortisation period and the amortisation method are reviewed at least at each financial year-end. Changes in the expected useful life or the expected pattern of consumption of future economic benefits embodied in the asset is accounted for by changing the amortisation period or method, as appropriate, and are treated as changes in accounting estimates. The amortisation expense on intangible assets with finite lives is recognised in profit or loss.

Intangible assets with indefinite useful lives or not yet available for use are tested for impairment annually, or more frequently if the events and circumstances indicate that the carrying value may be impaired either individually or at the cash-generating unit level. Such intangible assets are not amortised. The useful life of an intangible asset with an indefinite useful life is reviewed annually to determine whether the useful life assessment continues to be supportable. If not, the change in useful life from indefinite to finite is made on a prospective basis.

Gains or losses arising from derecognition of an intangible asset are measured as the difference between the net disposal proceeds and the carrying amount of the asset and are recognised in profit or loss when the asset is derecognised.

2.9 Impairment of non-financial assets

The Group and the Company assesses at each reporting date whether there is an indication that an asset may be impaired. If any such indication exists, or when an annual impairment assessment for an asset is required, the Group and the Company makes an estimate of the asset's recoverable amount.

An asset's recoverable amount is the higher of an asset's fair value less costs to sell and its value in use. For the purpose of assessing impairment, assets are grouped at the lowest levels for which there are separately identifiable cash flows (cash-generating units ("CGU")).

In assessing value in use, the estimated future cash flows expected to be generated by the asset 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.

Where the carrying amount of an asset exceeds its recoverable amount, the asset is written down to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis. Impairment losses are recognised in profit or loss.

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NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.9 Impairment of non-financial assets (cont'd.)

An assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. A previously recognised impairment loss is reversed only if there has been a change in the estimates used to determine the asset's recoverable amount since the last impairment loss was recognised. If that is the case, the carrying amount of the asset is increased to its recoverable amount. That increase cannot exceed the carrying amount that would have been determined, net of depreciation, had no impairment loss been recognised previously. Such reversal is recognised in profit or loss. Impairment loss on goodwill is not reversed in a subsequent period.

2.10 Investments in associates and joint ventures

An associate is an entity in which the Group and the Company has significant influence. Significant influence is the power to participate in the financial and operating policy decisions of the investee but is not control or joint control over those policies.

A joint venture is a joint arrangement whereby the parties that have joint control of the arrangement have rights to the net assets of the joint arrangement. Joint control is the contractually agreed sharing of control of an arrangement, which exists only when decisions about the relevant activities require the unanimous consent of the parties sharing control.

On acquisition of an investment in associate or joint venture, 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 the associates or joint venture's profit or loss for the period in which the investment is acquired.

An associate or a joint venture is equity accounted for from the date on which the investee becomes an associate or a joint venture.

Under the equity method, on initial recognition the investment in an associate or a joint venture is recognised at cost, and the carrying amount is increased or decreased to recognise the Group's share of the profit or loss and other comprehensive income of the associate or joint venture after the date of acquisition. When the Group's share of losses in an associate or a joint venture equal or exceeds its interest in the associate or joint venture, the Group does not recognise further losses, unless it has incurred legal or constructive obligations or made payment on behalf of the associate or joint venture.

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

The financial statements of the associates and joint ventures 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.

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.10 Investments in associates and joint ventures (cont'd.)

After application of the equity method, the Group applies MFRS 9 *Financial Instruments* ("**MFRS 9**") to determine whether it is necessary to recognise any additional impairment loss with respect to its net investment in the associate or joint venture. When necessary, the entire carrying amount of the investment is tested for impairment in accordance with MFRS 136 *Impairment of Assets* 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.

In the Company's separate financial statements, investments in associates and joint ventures are accounted for at cost less impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts is included in profit or loss.

2.11 Financial assets

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

(a) Recognition and initial measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income ("**OCI**"), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group's and the Company's business model for managing them.

With the exception of trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient, the Group and the Company initially measure a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs.

Trade receivables that do not contain a significant financing component or if the period between performance and payment is 1 year or less under practical expedient of MFRS 15 *Revenue from Contract with Customers* ("**MFRS 15**"), are measured at the transaction price determined under MFRS 15.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are solely payments of principal and interest ("**SPPI**") on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level. Financial assets with cash flows that are not SPPI are classified and measured at fair value through profit or loss, irrespective of the business model.

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NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.11 Financial assets (cont'd.)

(a) Recognition and initial measurement (cont'd.)

The Group's and the Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets or both. Financial assets classified and measured at amortised cost are held within a business model with the objective to hold financial assets in order to collect contractual cash flows while financial assets classified and measured at fair value through OCI are held within a business model with the objective of both holding to collect contractual cash flows and selling.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the market place ("**regular way trades**") are recognised on the trade date, that is the date that the Group or the Company commit to purchase or sell the asset.

(b) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in three categories:

- (i) Financial assets at amortised cost (debt instruments)
- (ii) Financial assets at fair value through OCI (debt instruments)
- (iii) Financial assets at fair value through profit or loss

Financial assets at amortised cost

This category is the most relevant to the Group and the Company. The Group and the Company measure financial assets at amortised cost if both of the following conditions are met:

- (i) The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows, and
- (ii) 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 rate ("**EIR**") method and are subject to impairment. Gains and losses are recognised in profit or loss when the asset is derecognised, modified or impaired.

The Group's and Company's financial assets at amortised cost includes trade and other receivables and cash and cash equivalents.

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.11 Financial assets (cont'd.)

(b) Subsequent measurement (cont'd.)

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the statement of financial position at fair value with net changes in fair value recognised in the statement of profit or loss.

This category includes listed equity investments and short term investments which the Group and the Company had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are also recognised as other income in the statement of profit or loss when the right of payment has been established.

(c) Derecognition

A financial asset (or, where applicable, a part of a financial asset or part of a group of similar financial assets) is primarily derecognised (i.e., removed from the Group's consolidated statement of financial position) when:

- (i) The rights to receive cash flows from the asset have expired; or
- (ii) The Group and the Company have transferred their rights to receive cash flows from the asset or have assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'pass-through' arrangement; and either:
 - The Group and the Company have transferred substantially all the risks and rewards of the asset, or
 - The Group and the Company have neither transferred nor retained substantially all the risks and rewards of the asset, but have transferred control of the asset.

When the Group and the Company have transferred their rights to receive cash flows from an asset or have entered into a pass-through arrangement, they evaluate if, and to what extent, they have retained the risks and rewards of ownership. When they have neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group and the Company continue to recognise the transferred asset to the extent of its continuing involvement. In that case, the Group and the Company also recognise an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group and the Company have retained.

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NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.11 Financial assets (cont'd.)

(c) Derecognition (cont'd.)

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group and the Company would be required to repay.

2.12 Impairment of financial assets

The Group and the Company recognise an allowance for expected credit losses ("**ECLs**") for all debt instruments carried at amortised cost. 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 EIR. 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.

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-month (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables, 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 recognise a loss allowance based on lifetime ECLs at each reporting date.

The Group and the Company consider a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group and the Company may also consider a financial asset to be in default when internal or external information indicates that the Group and the Company are unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group and the Company. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

2.13 Cash and cash equivalents

Cash and cash equivalents consist of cash at banks, cash on hand and short-term highly liquid deposits with maturity of three months or less. For the purpose of cash flow statements, cash and cash equivalents include cash at banks, cash on hand and short-term deposits with banks with an original maturity of three months or less, less restricted cash held in designated accounts on behalf of clients.

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.14 Provisions

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

Provisions are reviewed at each reporting date 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.

2.15 Financial liabilities

Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group's and the Company's financial liabilities include trade and other payables, lease liabilities and redeemable convertible secured loan stocks (RCSLS).

Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

(a) Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group and the Company that are not designated as hedging instruments in hedge relationships as defined by MFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the statement of profit or loss.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in MFRS 9 are satisfied. The Group and the Company have not designated any financial liabilities as at fair value through profit or loss.

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NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.15 Financial liabilities (cont'd.)

Derecognition

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 the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statement of profit or loss.

Offsetting of financial instruments

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

2.16 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 because a specified debtor fails to make payment when due.

Financial guarantee contracts are recognised initially as a liability at fair value, net of transaction costs. Subsequent to initial recognition, financial guarantee contracts are recognised as income in profit or loss over the period of the guarantee. If the debtor fails to make payment relating to financial guarantee contract when it is due and the Group, as the issuer, is required to reimburse the holder for the associated loss, the liability is measured at the higher of the best estimate of the expenditure required to settle the present obligation at the reporting date and the amount initially recognised less cumulative amortisation.

2.17 Employee benefits

(i) Short-term benefits

Wages, salaries, bonuses and social security contributions are recognised as an expense in the year in which the associated services are rendered by employees of the Group and the Company.

(ii) Defined contribution plans

The Group participates in the national pension schemes as defined by the laws of the countries in which it has operations. The Malaysian companies in the Group make contributions to the Employee Provident Fund in Malaysia, a defined contribution pension scheme. Contributions to defined contribution pension schemes are recognised as an expense in the period in which the related service is performed.

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.18 Leases

(a) Definition of a lease

The Group and the Company assess at contract inception whether a contract is, or contains, a lease. That is, if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration.

(b) Recognition and initial measurement

As lessee

The Group and the Company recognise a right-of-use asset and a lease liability at the lease commencement date. The right-of-use 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 less any lease incentives received.

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted using the interest rate implicit in the lease or, if that rate cannot be readily determined, the respective entities' incremental borrowing rate is used. Generally, the Group entities use their incremental borrowing rate as the discount rate.

The lease payments include fixed payments (including in-substance fixed payments), variable lease payments that depend on an index or a rate, amounts expected to be paid under residual value guarantees, and service charges relating to maintenance and other services associated with the leased assets where the Group and the Company has elected to apply the practical expedient not to separate non-lease components from lease components.

The Group and the Company exclude variable lease payments that linked to future performance or usage of the underlying asset from the lease liability. Instead, these payments are recognised in profit or loss in the period in which the performance or use occurs.

The Group and the Company assess at lease commencement whether it is reasonably certain to exercise the extension options in determining the lease term.

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

Right-of-use assets and lease liabilities are presented separately in the statement of financial position.

As a lessor

When the Group and the Company act as a lessor, it determines at lease inception whether each lease is a finance lease or an operating lease.

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NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.18 Leases (cont'd.)

(b) Recognition and initial measurement (cont'd.)

As a lessor (cont'd.)

To classify each lease, the Group and the Company make an overall assessment of whether the lease transfers substantially all of the risks and rewards incidental to ownership of the underlying asset. If this is the case, then the lease is a finance lease; if not, then it is an operating lease.

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

If an arrangement contains lease and non-lease components, the Group and the Company 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 statement 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.

(c) Subsequent measurement

As lessee

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term.

The estimated useful lives of right-of-use assets are determined on the same basis as those of property, plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurements of the lease liability. The useful lives of right-of-use assets are as follows:

Hangar spaces	1 - 20 years
Equipment	2 years

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 an index or rate, if there is a revision of in-substance fixed lease payments, or if there is a change in the Group's and the Company's estimate of the amount expected to be payable under a residual value guarantee, or if the Group and the Company changes its assessment of whether it will exercise a purchase, extension or termination option.

The Group and the Company will reassess whether it is reasonably certain to exercise the extension option if there is a significant change in circumstances within its control.

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.18 Leases (cont'd.)

(c) Subsequent measurement (cont'd.)

As lessee (cont'd.)

When the lease liability is remeasured as described in the above paragraph, a corresponding adjustment is made to the carrying amount of the right-of-use asset or is recorded in profit or loss if the carrying amount of the right-of-use asset has been reduced to zero.

When there is lease modification due to increase in the scope of lease by adding the right-to-use one or more underlying assets, the Group and the Company assess whether the lease modification shall be accounted for as a separate lease or similar to reassessment of lease liability. The Group and the Company account for lease modification as a separate lease when the consideration for the lease increases by an amount commensurate with the stand-alone price for the increase in scope and any appropriate adjustments.

When there is lease modification due to decrease in scope, the Group and the Company decrease the carrying amount of the right-of-use asset and remeasure the lease liability to reflect the partial or full termination of the lease. The corresponding gain or loss shall be recognised in profit or loss. Lease liabilities are remeasured for all other lease modifications with corresponding adjustments to the right-of-use asset.

As a lessor

The Group and the Company recognises lease payments received under operating leases as income on a straight-line basis over the lease term as part of "revenue".

The Group and the Company recognises finance income over the lease term, based on a pattern reflecting a constant periodic rate of return on the Group's and the Company's net investment in the lease. The Group and the Company aims to allocate finance income over the lease term on a systematic and rational basis. The Group and the Company applies the lease payments relating to the period against the gross investment in the lease to reduce both the principal and the unearned finance income. The net investment in the lease is subject to impairment requirements in MFRS 9 (Note 2.12).

2.19 Revenue from contracts with customers

MFRS 15 establishes a five-step model that will apply to revenue arising from contracts with customers.

The core principle of MFRS 15 is that an entity should recognise revenue which depicts the transfer of promised goods or services to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for those goods or services.

The Group and the Company recognise revenue when (or as) a performance obligation is satisfied, i.e. when "control" of the goods or services underlying the particular performance obligation is transferred to the customer.

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NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.19 Revenue from contracts with customers (cont'd.)

Revenue is recognised to the extent that it is probable that the economic benefits will flow to the Group and the Company and the revenue can be reliably measured. Revenue is measured at the fair value of consideration received or receivable. The sales are mainly on credit terms of 30 days.

(a) Revenue from investment properties, other than rental income

Revenue from investment properties, other than rental income includes parking, utilities and maintenance services. The performance obligation is satisfied over time upon services being rendered to the customers.

(b) Grounds operations

The performance obligation is satisfied at a point of time when the services are rendered.

(c) Aircraft management

The performance obligation is satisfied over time upon services being rendered to the customers.

(d) Management fees

The performance obligation is satisfied over time upon services being rendered to the customers.

(e) Sale of food and beverages

The performance obligation is satisfied at a point of time when the services are rendered.

2.20 Income taxes

(a) Current tax

Current tax assets and liabilities are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted by the reporting date.

(b) Deferred tax

Current taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity.

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.20 Income taxes (cont'd.)

(b) Deferred tax (cont'd.)

Deferred tax liabilities are recognised for all temporary differences, except:

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, associates and interests in joint ventures, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be utilised.

Deferred tax assets and liabilities are measured at the tax rates that are expected to apply to the year when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

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NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.21 Segment reporting

For management purposes, the Group is organised into operating segments based on their products and services which are independently managed by the respective segment managers responsible for the performance of the respective segments under their charge. The segment managers report directly to the management of the Company who regularly review the segment results in order to allocate resources to the segments and to assess the segment performance. Additional disclosures on each of these segments are shown in Note 36, including the factors used to identify the reportable segments and the measurement basis of segment information.

2.22 Share capital and share issuance expenses

An equity instrument is any contract that evidences a residual interest in the assets of the Group and 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. Dividends on ordinary shares are recognised in equity in the period in which they are declared.

2.23 Fair value measurements

The Group and the Company measure non-financial assets such as investment properties, at fair value at each reporting date.

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fair value measurement is based on the presumption that the transaction to sell the asset or transfer the liability takes place either:

- (a) In the principal market for the asset or liability, or
- (b) In the absence of a principal market, in the most advantageous market for the asset or liability.

The principal or the most advantageous market must be accessible to by the Group and the Company.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

A fair value measurement of a non-financial asset takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

The Group and the Company use valuation techniques that are appropriate in the circumstances and for which sufficient data are available to measure fair value, maximising the use of relevant observable inputs and minimising the use of unobservable inputs.

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

2. Material accounting policies information (cont'd.)

2.23 Fair value measurements (cont'd.)

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy, described as follows, based on the lowest level input that is significant to the fair value measurement as a whole:

- (a) Level 1 - Quoted (unadjusted) market prices in active markets for identical assets or liabilities.
- (b) Level 2 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is directly or indirectly observable.
- (c) Level 3 - Valuation techniques for which the lowest level input that is significant to the fair value measurement is unobservable.

For assets and liabilities that are recognised in the financial statements on a recurring basis, the Group and the Company determine whether transfers have occurred between Levels in the hierarchy by re-assessing categorisation (based on the lowest level input that is significant to the fair value measurement as a whole) at the end of each reporting period.

The Group and the Company determine the policies and procedures for investment properties. External valuers are involved for valuation of significant assets, such as properties and available-for-sale financial assets, and significant liabilities, such as contingent consideration. Involvement of external valuers is decided upon annually by the management. Selection criteria include market knowledge, reputation, independence and whether professional standards are maintained.

For the purpose of fair value disclosures, the Group and the Company have determined classes of assets and liabilities on the basis of the nature, characteristics and risks of the asset or liability and the level of the fair value hierarchy as explained above.

2.24 Earnings per share

The Group presents basic and diluted earnings per share ("EPS") data for its ordinary shares.

Basic EPS is calculated by dividing the profit and loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period.

Diluted EPS is determined by adjusting the profit and loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilute potential ordinary shares, which comprise convertible notes and share options granted to employees.

2.25 Redeemable convertible secured loan stocks

RCSLS are regarded as compound instruments which consist of an equity component and a liability component.

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NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

3. Significant accounting judgements and estimates

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.

3.1 Judgements made in applying accounting policies

In the process of applying the Group and the Company's accounting policies, management has made the following judgements, apart from those involving estimations, which have the most significant effect on the amounts recognised in the financial statements.

(a) Significant judgements and assumptions in relation to leases

The Group and the Company assess at lease commencement by applying significant judgement whether it is reasonably certain to exercise the extension options. Management consider all facts and circumstances including their past practice and any cost that will be incurred to change the asset if an option to extend is not taken, to help them determine the lease term.

The Group and the Company also applied judgement and assumptions in determining the incremental borrowing rate of the respective leases. Management first determine the closest available borrowing rates before using significant judgement to determine the adjustments required to reflect the term, security, value or economic environment of the respective leases.

3.2 Key sources of estimation uncertainty

The key assumptions concerning the future and other key sources of estimation uncertainty at the reporting date that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(a) Impairment of property, plant and equipment and right-of-use assets

The Group and the Company review the carrying amounts of the non-financial assets at each reporting date to determine whether there is any indication of impairment. If any such indication exists, the Group and the Company shall estimate the recoverable amount of CGU or groups of CGU.

In estimating the recoverable amount using VIU, the estimated future cash flows are discounted to their present value using a discount rate that reflects current market assessments of the time value of money and the risks specific to the assets.

The estimation of the recoverable amounts involves significant judgement and estimations. While the Group and the Company believe that the assumptions are appropriate and reasonable, changes in the assumptions may materially affect the assessment of recoverable amounts.

The accumulated impairment of property, plant and equipment and right-of-use assets as at the reporting date is disclosed in Note 11 and 13 respectively.

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

3. Significant accounting judgements and estimates (cont'd.)

3.2 Key sources of estimation uncertainty (cont'd.)

(b) Impairment of investment in subsidiaries and joint ventures

The management determines whether the carrying amount of its investments are impaired at reporting date. This involves measuring the recoverable amounts which includes fair value less costs to sell and valuation techniques. Valuation techniques include amongst others, discounted cash flows analysis and in some cases, based on current market indicators and estimates that provide reasonable approximations to the detailed computation.

The carrying amounts of investment in subsidiaries and joint ventures as at the reporting date are disclosed in Note 14 and Note 16 respectively.

(c) Impairment of trade and other receivables including amount due from subsidiaries and joint ventures

The Group and the Company use simplified approach to calculate ECL for trade and other receivables including amount due from subsidiaries. The provision rates are based on various historical observed default rates.

The Group and the Company will consider and assess the historical credit loss experience with forward-looking information. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECLs is a significant estimate. The amount of ECLs is sensitive to changes in circumstances and of forecast economic conditions. The Group's and the Company's historical credit loss experience and forecast of economic conditions may also not be representative of receivables' actual default in the future. The information about the ECLs on the Group's and the Company's trade and other receivables are disclosed in Note 18.

For amount due from subsidiaries and joint ventures, the Group and the Company use cash flow projections and assessed the timing of the receipts from the subsidiaries and joint venture. The preparation of the cash flow projection involves significant judgement and estimations. While the Group and the Company believe that the assumptions are appropriate and reasonable, changes in the assumptions may materially affect the assessment of the impairment.

(d) Fair value of investment properties

The fair values of the the Group's and the Company's investment properties are determined by independent external valuers. The valuation process involves a degree of complexity, as it requires the use of significant estimates and judgements in selecting appropriate valuation approaches and in determining the key assumptions applied, taking into account the nature and location of the properties as well as prevailing market conditions. Information on the significant unobservable inputs used and the related sensitivity analysis are disclosed in Note 12 to the financial statements.

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NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

4. Revenue

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Type of goods or services				
Revenue from investment properties, other than rental income	10,881	15,518	10,881	15,518
Grounds operations	7,062	11,853	-	-
Aircraft management	-	5,700	-	-
Sale of food and beverages	652	2,820	-	-
Total revenue from contracts with customers	18,595	35,891	10,881	15,518
Rental income from investment properties	32,268	37,906	32,268	37,906
Rental of hangar and offices	6,530	6,680	-	-
Finance income on lease receivables	2,082	2,451	2,082	2,253
Total revenue from other sources	40,880	47,037	34,350	40,159
	59,475	82,928	45,231	55,677
Geographical markets				
Malaysia	18,595	35,891	10,881	15,518
Total revenue from contracts with customers	18,595	35,891	10,881	15,518
Total revenue from other sources	40,880	47,037	34,350	40,159
	59,475	82,928	45,231	55,677
Timing of revenue recognition				
At a point of time	7,714	14,673	-	-
Over time	10,881	21,218	10,881	15,518
Total revenue from contracts with customers	18,595	35,891	10,881	15,518
Total revenue from other sources	40,880	47,037	34,350	40,159
	59,475	82,928	45,231	55,677

Information on the performance obligations are disclosed in Note 2.19.

The payment is due between 7 to 30 days (2025: 7 to 30 days) from the invoice date.

There are no unfulfilled performance obligations as at year end.

NOTES TO THE FINANCIAL STATEMENTS

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5. Finance costs

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Reversal of interest expense on amount due to a related company	-	(3,893)	-	(3,893)
RCSLS (Note 28)	7,670	4,275	7,670	4,275
Lease liabilities (Note 24)	33,541	36,664	33,099	36,051
	41,211	37,046	40,769	36,433

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6. Profit/(loss) before tax from operations

The following items have been included in arriving at profit/(loss) before tax from operations:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Employee benefits expense (Note 7)	13,244	17,352	6,862	9,858
Non-executive directors' remuneration - excluding benefits-in-kind (Note 8)	597	469	597	469
Direct operating expense arising from investment properties	2,838	5,709	2,838	5,709
Fees for statutory audits:				
- Ernst & Young PLT	429	297	224	143
- other auditors	20	30	20	30
Fees for non-audit services				
- Ernst & Young PLT	9	276	9	276
- Ernst & Young Tax Consultants Sdn. Bhd.	118	211	49	141
Fair value loss/(gain) on investment properties (Note 12)	17,357	(4,478)	17,357	(4,478)
Depreciation of:				
- property, plant and equipment (Note 11)	3,964	3,464	958	900
- right-of-use assets (Note 13)	686	685	-	-
Dividend income from an associate	-	-	(472)	(1,070)

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6. Profit/(loss) before tax from operations (cont'd.)

The following items have been included in arriving at profit/(loss) before tax from operations (cont'd.):

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
(Reversal of)/allowance for expected credit losses on:				
- trade receivables (Note 18(a))	(1,693)	-	(1,833)	-
- other receivables (Note 18(b))	(1,072)	-	(86)	47
- amount due from joint venture (Note 18(b))	-	5,362	-	5,362
(Reversal)/allowance for impairment losses on:				
- investment in a joint venture (Note 16)	-	-	(24,063)	9,357
Reversal of provision for indemnity (Note 23)	-	(9,044)	-	-
Net unrealised foreign exchange loss/(gain)	111	(21)	-	-
Net realised foreign exchange loss	2	836	-	-
Rental expenses of low value and short term leases (Note 24)				
- parking	111	149	111	149
- equipment	225	102	31	56
Loss on early lease termination	-	1,011	-	-
Interest income arising from the unwinding of deposits	(630)	(498)	(630)	(498)
Interests income from short term deposits	(483)	(463)	(457)	(399)

7. Employee benefits expense

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Wages and salaries	10,045	13,782	5,091	7,908
Social security contributions	114	160	37	68
Contributions to defined contribution plan	1,157	1,666	599	964
Other benefits	1,928	1,745	1,136	919
	13,244	17,352	6,862	9,858

Included in employee benefits expense of the Group and of the Company are executive director remuneration, excluding benefits-in-kind amounting to RM1,180,000 (2025: RM2,072,000) as disclosed in Note 8.

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8. Directors' remuneration

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Directors of the Company				
Executive:				
Fees	-	77	-	77
Salaries and other emolument	1,180	1,995	1,180	1,995
Benefits-in-kind	3	63	3	63
	1,183	2,135	1,183	2,135
Non-Executive:				
Fees	545	396	545	396
Other emoluments	52	73	52	73
Benefits-in-kind	26	52	26	52
	623	521	623	521
Total	1,806	2,656	1,806	2,656
Analysis excluding benefits-in-kind:				
Total executive directors' remuneration	1,180	2,072	1,180	2,072
Total non-executive directors' remuneration	597	469	597	469
Total directors' remuneration	1,777	2,541	1,777	2,541

The number of directors of the Company whose total remuneration during the financial year fell within the following bands is analysed below:

	Number of Directors	
	2026	2025
Executive:		
RM400,000 - RM450,000	-	1
RM1,150,000 - RM1,200,000	1	-
RM1,700,000 - RM1,750,000	-	1
Non-executive:		
Below RM100,000	4	4
RM100,001 - RM150,000	3	3

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9. Taxation

Major components of income tax expense

The major components of taxation for the years ended 31 January 2026 and 2025 are:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Statement of comprehensive income:				
Income tax provision	7	-	-	-
Deferred tax (Note 25):				
Relating to origination and reversal of temporary differences	(2,867)	-	(2,867)	-
Overprovision of deferred tax in prior years	-	(41)	-	-
	(2,860)	(41)	(2,867)	-
Taxation	(2,860)	(41)	(2,867)	-

Domestic income tax is calculated at the statutory tax rate of 24% (2025: 24%) of the estimated assessable profit for the financial year.

A reconciliation of taxation applicable to profit/(loss) before taxation at the statutory income tax rate to taxation at the effective income tax rate of the Group and of the Company are as follows:

	2026 RM'000	2025 RM'000 Restated
Group		
Profit/(loss) before tax	4,378	(1,430)
Tax at Malaysian statutory tax rate of 24% (2025: 24%)	1,051	(343)
Non-deductible expenses	3,495	4,531
Share of result of associates and joint ventures	(6,951)	1,551
Utilisation of deferred tax assets previously not recognised	(2,867)	(5,739)
Deferred tax assets not recognised	2,412	-
Overprovision of deferred tax in prior years	-	(41)
Taxation	(2,860)	(41)

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9. Taxation (cont'd.)

	2026 RM'000	2025 RM'000 Restated
Company		
Profit/(loss) before tax	1,935	(9,389)
Tax at Malaysian statutory tax rate of 24% (2025: 24%)	464	(2,253)
Income not subject to tax	(6,559)	(257)
Non-deductible expenses	571	6,069
Utilisation of deferred tax assets previously not recognised	-	(3,559)
Deferred tax assets not recognised	2,657	-
Overprovision of deferred tax in prior years	-	-
Taxation	(2,867)	-

10. Profit/(loss) per share

(a) Basic:

Basic profit/(loss) per share amounts are calculated by dividing profit/(loss) for the year attributable to ordinary equity holders of the Group by the weighted average number of ordinary shares in issued during the financial year.

	2026	2025
Profit/(loss) attributable to owners of the parent (RM'000)	7,238	(1,389)
Weighted average number of ordinary shares issued ('000)	259,257	189,457
Basic, profit/(loss) per share (sen)	2.79	(0.73)

(b) Diluted:

The Company has issued 373,333,333 units of RCSLS in prior year. As at the end of the financial year, no RCSLS were converted into ordinary shares of the Company which has not been included in the calculation of diluted loss per share because they are antidilutive for the financial year.

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11. Property, plant and equipment

	Hangars RM'000	Office equipment, renovation, furniture and fittings RM'000	Motor vehicles RM'000	Work-in- progress RM'000	Total RM'000
Group					
At 31 January 2026					
Cost					
At 1 February 2025, as previously stated	50,868	104,758	2,564	2,243	160,433
- Effect of prior year reclassification	-	(31,287)	-	-	(31,287)
As restated	50,868	73,471	2,564	2,243	129,146
Additions	-	3,855	-	-	3,855
Reclassification to investment properties	-	(1,579)	-	-	(1,579)
At 31 January 2026	50,868	75,747	2,564	2,243	131,422
Accumulated depreciation and impairment					
At 1 February 2025, as previously stated	33,814	94,955	2,393	2,243	133,405
- Effect of prior year reclassification	-	(22,825)	-	-	(22,825)
As restated	33,814	72,130	2,393	2,243	110,580
Depreciation charge for the financial year (Note 6)	2,440	1,480	44	-	3,964
At 31 January 2026	36,254	73,610	2,437	2,243	114,544
Net carrying amount	14,614	2,137	127	-	16,878

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AS AT 31 JANUARY 2026

11. Property, plant and equipment (cont'd.)

	Hangars RM'000	Office equipment, renovation, furniture and fittings RM'000	Motor vehicles RM'000	Work-in- progress RM'000	Total RM'000
Group					
At 31 January 2025					
Cost					
At 1 February 2024, as previously stated	50,868	100,354	2,564	2,520	156,306
- Effect of prior year reclassification	-	(28,768)	-	-	(28,768)
As restated	50,868	71,586	2,564	2,520	127,538
Additions	-	4,404	-	-	4,404
Adjustments*	-	-	-	(277)	(277)
Reclassification to investment properties	-	(2,519)	-	-	(2,519)
At 31 January 2025	50,868	73,471	2,564	2,243	129,146
Accumulated depreciation and impairment					
At 1 February 2024, as previously stated	31,374	91,535	2,371	2,243	127,523
- Effect of prior year reclassification	-	(20,407)	-	-	(20,407)
As restated	31,374	71,128	2,371	2,243	107,116
Depreciation charge for the financial year (Note 6)	2,440	1,002	22	-	3,464
At 31 January 2025	33,814	72,130	2,393	2,243	110,580
Net carrying amount	17,054	1,341	171	-	18,566

* Adjustment pertains to over accrual of work-in-progress

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11. Property, plant and equipment (cont'd.)

	Office equipment, renovation, furniture and fittings RM'000	Motor vehicles RM'000	Total RM'000
Company			
At 31 January 2026			
Cost			
At 1 February 2025, as previously stated	76,984	66	77,050
- Effect of prior year reclassification	(31,287)	-	(31,287)
As restated	45,697	66	45,763
Additions	2,236	-	2,236
Reclassification to investment properties	(1,579)	-	(1,579)
At 31 January 2026	46,354	66	46,420
Accumulated depreciation			
At 1 February 2025, as previously stated	67,795	64	67,859
- Effect of prior year reclassification	(22,825)	-	(22,825)
As restated	44,970	64	45,034
Depreciation charge for the financial year (Note 6)	958	-	958
At 31 January 2026	45,928	64	45,992
Net carrying amount	426	2	428

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AS AT 31 JANUARY 2026

11. Property, plant and equipment (cont'd.)

	Office equipment, renovation, furniture and fittings RM'000	Motor vehicles RM'000	Total RM'000
Company			
At 31 January 2025			
Cost			
At 1 February 2024, as previously stated	73,391	66	73,457
- Effect of prior year reclassification	(28,768)	-	(28,768)
As restated	44,623	66	44,689
Additions	3,593	-	3,593
Reclassification to investment properties	(2,519)	-	(2,519)
At 31 January 2025	45,697	66	45,763
Accumulated depreciation			
At 1 February 2024, as previously stated	64,477	64	64,541
- Effect of prior year reclassification	(20,407)	-	(20,407)
As restated	44,070	64	44,134
Depreciation charge for the financial year (Note 6)	900	-	900
At 31 January 2025	44,970	64	45,034
Net carrying amount	727	2	729

- (a) Included in property, plant and equipment of the Group and the Company are the following cost of fully depreciated assets which are still in use:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Office equipment, renovation, furniture and fittings	50,807	50,344	43,312	42,453
Motor vehicles	65	64	64	64
	50,872	50,408	43,376	42,517

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11. Property, plant and equipment (cont'd.)

- (b) Included in the Group's accumulated depreciation and impairment of property, plant and equipment are impairment losses carried forward of RM21.2 million (2025: RM21.2 million) as follows:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Hangars	7,495	7,495	-	-
Work-in-progress	2,243	2,243	-	-
Motor vehicles	201	201	-	-
Office equipment, renovation, furniture and fittings	11,231	11,231	-	-
	21,170	21,170	-	-

Should the discount rate increase by 0.50% with all other variables held constant, the recoverable amount will decrease by RM281k. This will not result in additional impairment.

12. Investment properties

	Leasehold land RM'000	Buildings and renovation RM'000	Total RM'000
Group/Company			
At 31 January 2026			
At 1 February 2025, as previously stated	30,288	426,263	456,551
- Effect of change in accounting policy and prior year reclassification	11,225	120,359	131,584
As restated	41,513	546,622	588,135
Addition	-	565	565
Transfer from property, plant and equipment (Note 11)	-	1,579	1,579
Remeasurement	-	9,700	9,700
Net changes in fair value on investment properties	-	(17,357)	(17,357)
At 31 January 2026	41,513	541,109	582,622

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12. Investment properties (cont'd.)

	Leasehold land RM'000	Buildings and renovation RM'000	Total RM'000
Group/Company			
At 31 January 2025			
At 1 February 2024	31,328	475,938	507,266
- Effect of change in accounting policy and prior year reclassification	10,185	78,152	88,337
As restated	41,513	554,090	595,603
Addition	-	2,270	2,270
Transfer from property, plant and equipment (Note 11)	-	2,519	2,519
Remeasurement	-	(16,735)	(16,735)
Net changes in fair value on investment properties	-	4,478	4,478
At 31 January 2025	41,513	546,622	588,135

The investment properties were valued on 31 January 2026 by Raine & Horne International Zaki + Partners Sdn. Bhd., an independent professional valuer. The total market value of the investment properties is RM582,622,000 (2025: RM588,135,000; 2024: RM595,603,000) using the investment methods.

Fair value disclosed in the financial statements are categorised within the Level 3 fair value hierarchy which is described as inputs for the assets or liabilities that are based on unobservable market data.

A sensitivity analysis had been performed on the significant assumptions that impact the fair value of the investment properties. Arising thereof, the impact of a 131 basis points increase/decrease in the term and reversion yield would result in a lower/higher fair value change by RM8.2 million (2025: RM8.1 million).

Reconciliation of investment properties measured at market value, excluding accrued rental income.

	Leasehold land RM'000	Buildings and renovation RM'000	Total RM'000
At 31 January 2026			
Market value per valuation report	41,513	544,382	585,895
Accrued rental income	-	(3,273)	(3,273)
Market value of investment properties excluding accrued rental income	41,513	541,109	582,622
At 31 January 2026			
Market value per valuation report	41,513	555,104	596,617
Accrued rental income	-	(8,482)	(8,482)
Market value of investment properties excluding accrued rental income	41,513	546,622	588,135

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12. Investment properties (cont'd.)

Investment property	Valuation technique	Significant unobservable inputs	Inter-relationship between significant unobservable inputs and fair value measurement
- building Sapura @ Mines, No 7, Jalan Tasik, The Mines Resort City, 43300 Seri Kembangan Selangor Darul Ehsan.	Investment method	a) Rental of similar office buildings located within Klang Valley ranges from RM2.65 to RM9.50 per square feet. b) Net yield from comparable buildings ranges from 5.00% to 6.40%. c) 10% allowance for void to account for vacancy period in between tenancies, rent-free period and risk of uncertainty.	The estimated fair value would increase/(decrease) if: - rental per square feet were higher/(lower) - net yield were lower/(higher) - void rate were lower/(higher)
- land & building Lot 5, Jalan 219, Lebuhraya Persekutuan, 46100 Petaling Jaya, Selangor Darul Ehsan.	Investment method	a) Rental of industrial premises located within Petaling Jaya ranges from RM2.50 to RM4.50 per square feet. b) Net yield from comparable industrial premises ranges from 5.74% to 7.19%. c) 5% allowance for void to account for vacancy period in between tenancies, rent-free period and risk of uncertainty.	- rental per square feet were higher/(lower) - net yield were lower/(higher) - void rate were lower/(higher)
- land & building Lot No 10A, Jalan Tandang Seksyen 28, 46050 Petaling Jaya, Selangor Darul Ehsan.	Investment method	a) Rental of industrial premises located within Petaling Jaya ranges from RM2.50 to RM4.50 per square feet. b) Net yield from comparable industrial premises ranges from 5.74% to 7.19%.	The estimated fair value would increase/(decrease) if (cont'd.): - rental per square feet were higher/(lower) - net yield were lower/(higher)
- 70% of office building through Master Lease Agreement Menara Permata Sapura Kuala Lumpur City Centre, Jalan Kia Peng, 50450 Kuala Lumpur	Investment method	a) Rental of similar office buildings located within Kuala Lumpur City Centre ranges from RM8.50 to RM19.01 per square feet. b) Void rate of similar office buildings located within Kuala Lumpur City Centre ranges from 2.5% - 15.0% to account for vacancy period in between tenancies, rent-free period and risk of uncertainty.	- rental per square feet were higher/(lower) - void rate were lower/(higher)

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12. Investment properties (cont'd.)

Investment method

Entails the determination of the probable gross annual rental the property is capable of producing and deducting therefrom the outgoings to arrive at the annual net income. The annual income is capitalised using a rate of interest to arrive at the capital value of the property. The fair value of the investment property is at its highest and current best use.

13. Right-of-use assets

The Group has lease contracts for various items of hangar and other equipment used in its operations. Leases of hangar generally have lease terms of 20 years, while other equipment generally have lease terms between 2 and 3 years.

The Group also has certain leases of office equipment with lease terms of 12 months or less and leases of office equipment with low value. The Group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

Set out below are the carrying amounts of right-of-use assets recognised and the movements during the period:

	Hangar spaces RM'000	Equipment RM'000	Total RM'000
Group			
At 31 January 2026			
Cost			
At 1 February 2025	18,230	1,205	19,435
Adjustment	(214)	-	(214)
Remeasurement	(25)	-	(25)
31 January 2026	17,991	1,205	19,196
Accumulated depreciation and impairment			
At 1 February 2025	14,408	942	15,350
Depreciation charge (Note 6)	581	105	686
At 31 January 2026	14,989	1,047	16,036
Net carrying amount	3,002	158	3,160

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13. Right-of-use assets (cont'd.)

	Hangar spaces RM'000	Equipment RM'000	Total RM'000
Group			
At 31 January 2025			
Cost			
At 1 February 2024/At 31 January 2025	18,230	1,205	19,435
Accumulated depreciation and impairment			
At 1 February 2024	13,828	837	14,665
Depreciation charge (Note 6)	580	105	685
At 31 January 2025	14,408	942	15,350
Net carrying amount	3,822	263	4,085

The Group has lease contracts that include extension options. These options are negotiated by management to provide flexibility in managing the leased-asset portfolio and align with the Group's business needs. Management exercises judgement in determining whether these extension options are reasonably certain to be exercised.

Operating lease commitments - as lessor

The Group has entered into commercial property leases on its investment properties and hangars. These non-cancellable leases have remaining non-cancellable lease terms of between 1 and 3 years. Most leases include a clause to enable upward revision of the rental charge on an annual basis based on prevailing market conditions.

Future minimum rentals receivable under non-cancellable operating leases at the reporting date are as follows:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Future minimum lease receivables:				
Not later than 1 year	48,376	47,212	44,688	46,607
Later than 1 year and not later than 5 years	38,272	39,993	37,113	39,766
	86,648	87,205	81,801	86,373

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14. Investment in subsidiaries

	Company	
	2026 RM'000	2025 RM'000
Unquoted shares in Malaysia, at cost	88,891	88,891
Less: Accumulated impairment losses	(84,906)	(84,906)
	3,985	3,985

In the current financial year, the Company has performed an impairment assessment and this does not result in any additional impairment nor reversal.

On 10 February 2025, Destini Aviation Sdn. Bhd. transferred its 50% shareholdings in Invation Aero Sdn. Bhd. comprising of 500,001 shares to Sapura Aero Sdn. Bhd. for a nominal consideration of RM1.00.

Details of the subsidiaries, all of which are incorporated in Malaysia and audited by Ernst & Young PLT Malaysia are as follows:

Name of subsidiaries	Name of Directors	Principal activities	Country of incorporation and principal business	Proportion of interest	
				2026 %	2025 %
Held by the Company					
SRB Ventures Sdn. Bhd.	Mai Eliza binti Mior Mohamad Zubir Ivan Oh Boon Wee (Appointed w.e.f 8 April 2025) Azian binti Abdul Aziz (Resigned w.e.f 7 April 2025)	Sale of food and beverages; To provide trainings and consultation services; Event management; Facilities management services; General management, administrative and support service activities. The Company has ceased its operations with effect from 31 December 2025.	Malaysia	100	100
DNest Aviation Sdn. Bhd.	Mai Eliza binti Mior Mohamad Zubir Ivan Oh Boon Wee (Appointed w.e.f 8 April 2025) Azian binti Abdul Aziz (Resigned w.e.f 7 April 2025)	Investment holding.	Malaysia	100	100

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14. Investment in subsidiaries (cont'd.)

			Country of incorporation and principal business	Proportion of interest	
Name of subsidiaries	Name of Directors	Principal activities		2026 %	2025 %
Held by the Company (cont'd.)					
Sapura Aero Sdn. Bhd.	Mai Eliza binti Mior Mohamad Zubir Ivan Oh Boon Wee (Appointed w.e.f 8 April 2025) Azian binti Abdul Aziz (Resigned w.e.f 7 April 2025)	Investment holding.	Malaysia	100	100
Mercu Sapura Sdn. Bhd.	Mai Eliza binti Mior Mohamad Zubir Ivan Oh Boon Wee (Appointed w.e.f 8 April 2025) Azian binti Abdul Aziz (Resigned w.e.f 7 April 2025)	Carry out property development transactions and investment holding.	Malaysia	100	100
Sapura Auto Sdn. Bhd.	Mai Eliza binti Mior Mohamad Zubir Ivan Oh Boon Wee (Appointed w.e.f 8 April 2025) Azian binti Abdul Aziz (Resigned w.e.f 7 April 2025)	Sale of vehicles, provision of aftersales services & repair, sale of spare parts & accessories & provision of motor-related services. The Company has ceased its operations with effect from 28 August 2010.	Malaysia	100	100
SRB One Sdn. Bhd.	Reza bin Abdul Rahim	Investment holding.	Malaysia	100	100

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14. Investment in subsidiaries (cont'd.)

			Country of incorporation and principal business	Proportion of interest	
Name of subsidiaries	Name of Directors	Principal activities		2026 %	2025 %
Held by DNest Aviation Sdn. Bhd.					
AeroDome Sdn. Bhd.	Mai Eliza binti Mior Mohamad Zubir Ivan Oh Boon Wee (Appointed w.e.f 8 April 2025) Azian binti Abdul Aziz (Resigned w.e.f 7 April 2025)	Hangarage and other aviation related services.	Malaysia	100	100
Held by Sapura Aero Sdn. Bhd.					
Aerohandlers Sdn. Bhd.	Mai Eliza binti Mior Mohamad Zubir Ivan Oh Boon Wee (Appointed w.e.f 8 April 2025) Azian binti Abdul Aziz (Resigned w.e.f 7 April 2025)	Carry out transactions of aviation related business activities.	Malaysia	100	100
Aerodome Services Sdn. Bhd.	Mai Eliza binti Mior Mohamad Zubir Ivan Oh Boon Wee (Appointed w.e.f 8 April 2025) Azian binti Abdul Aziz (Resigned w.e.f 7 April 2025)	Hangarage, ground handling and other aviation related business activities. The Company has ceased its operations with effect from 1 February 2025.	Malaysia	100	100
Aeromanager Sdn. Bhd.	Mai Eliza binti Mior Mohamad Zubir Ivan Oh Boon Wee (Appointed w.e.f 8 April 2025) Azian binti Abdul Aziz (Resigned w.e.f 7 April 2025)	Provide chartering services and act as brokerage for aircraft. The Company has ceased its operations with effect from 1 June 2019.	Malaysia	100	100

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14. Investment in subsidiaries (cont'd.)

Name of subsidiaries	Name of Directors	Principal activities	Country of incorporation and principal business	Proportion of interest	
				2026 %	2025 %
Held by Sapura Aero Sdn. Bhd. (cont'd.)					
Aerodome Fife Sdn. Bhd.	Mai Eliza binti Mior Mohamad Zubir Ivan Oh Boon Wee (Appointed w.e.f 8 April 2025) Azian binti Abdul Aziz (Resigned w.e.f 7 April 2025)	To design, fabricate and construct aircraft hangars, workshops and offices either inside hangar or as a lean including the installation of aerial or aeronautical facilities and to do all such the civil works, maintenance, servicing and repairs in relation there to and leasing out of hangar.	Malaysia	100	100
Invation Aero Sdn. Bhd.	Ivan Oh Boon Wee (Appointed w.e.f 8 April 2025) Azian binti Abdul Aziz (Resigned w.e.f 7 April 2025) Kamalharris bin Abdul Wahab (Resigned w.e.f 10 February 2025)	Sale of rotary wing and fixed wing aircraft; supply and provision of maintenance, repair and overhaul services in relation to aircraft and helicopters; and provision of programs such as leasing of aircraft and helicopters.	Malaysia	100	50

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15. Investment in an associate

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Unquoted shares at cost	12,000	12,000	12,000	12,000
Share of post-acquisition reserves	17,201	12,566	-	-
	29,201	24,566	12,000	12,000

Details of the associate is as follows:

Name of associate	Country of incorporation	Principal activities	Proportion of interest	
			2026 %	2025 %
Held by the Company				
Tenaga Cable Industries Sdn. Bhd.*	Malaysia	Manufacture and distribution of power and general cables, aluminium rods, other electronic and electric wires, cables and related activities.	24	24

The Group exercises significant influence by virtue of its ability to participate in the financial and operating policy decisions of the associate by way of representation on the board.

* Company is audited by firms of auditors other than Ernst & Young PLT.

The following table illustrates the summarised financial information of the Group's investment in associate:

	2026 RM'000	2025 RM'000
Current assets	126,032	105,615
Non-current assets	87,139	57,764
Total assets	213,171	163,379
Current liabilities	65,814	59,332
Non-current liabilities	25,687	1,687
Total liabilities	91,501	61,019
Total net assets	121,670	102,360

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15. Investment in an associate (cont'd.)

	2026 RM'000	2025 RM'000
Results:		
Revenue	435,038	460,270
Profit for the year representing total comprehensive income for the financial year	21,280	12,058
Group's share of profit for the financial year	5,107	2,894
Reconciliation of net carrying amount		
At 1 February 2025/2024	24,566	22,742
Share of profit for the financial year	5,107	2,894
less: Dividend received	(472)	(1,070)
Group's share of net assets	29,201	24,566

16. Investment in joint ventures

	Group		
	31.1.2026 RM'000	31.1.2025 RM'000 Restated	1.2.2024 RM'000 Restated
Unquoted shares at cost:			
In Malaysia	285,311	282,011	282,011
Share of post-acquisition reserves	(32,346)	(56,202)	(46,846)
	252,965	225,809	235,165

	Company	
	2026 RM'000	2025 RM'000
Unquoted shares at cost:		
In Malaysia	260,311	257,011
Less: Accumulated impairment losses	(7,140)	(31,203)
	253,171	225,808

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16. Investment in joint ventures (cont'd.)

The movement of the provision for impairment losses are as follows:

	Company	
	2026 RM'000	2025 RM'000
At 1 February 2025/2024	(31,203)	(21,846)
Charged/(Reversal) during the financial year (Note 6)	24,063	(9,357)
At 31 January	(7,140)	(31,203)

During the financial year, the Company conducted a review of the recoverable amounts of certain investment in joint ventures and the review has led to a reversal of impairment loss amounting to RM24 million as disclosed in Note 6.

The joint arrangements are structured via separate entities and provided the Group with the rights to the net assets of the entities under the arrangements. Therefore, these entities are classified as joint ventures of the Group. Details of the joint ventures are as follows:

Name of joint ventures	Country of incorporation	Principal activities	2026 %	2025 %
Held by Sapura Resources Berhad				
Impian Bebas Sdn. Bhd.	Malaysia	Property investment.	50	50
Held by Sapura Aero Sdn. Bhd.				
Invasion Aero Sdn. Bhd.	Malaysia	Sale of rotary wing and fixed wing aircraft; supply and provision of maintenance, repair and overhaul services in relation to aircraft and helicopters; and provision of programs such as leasing of aircraft and helicopters.	100	50
Held by SRB One Sdn. Bhd.				
MTU Power Systems Sdn. Bhd.	Malaysia	Provision of engineering services, repair and maintenance of industrial machinery and equipment, wholesales of industrial machinery and equipment and supplies.	51	51

(a) Impian Bebas Sdn. Bhd.

Impian Bebas Sdn. Bhd. ("IBSB") is a joint venture company between the Company and KLCC (Holdings) Sdn. Bhd. ("KLCC") to construct an office tower together with a convention centre and a retail podium. The Company has the following commitments towards the joint venture company:

(i) **Shareholder's advances**

The Company is required to contribute as shareholders' advances in proportion of its equity stake in the joint venture company as and when required.

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16. Investment in joint ventures (cont'd.)

(a) Impian Bebas Sdn. Bhd. (cont'd)

(ii) Master Lease Agreement ("MLA")

Pursuant to the Company's joint venture agreement with KLCCH, the Company has guaranteed and underwritten the lease of 70% of the net lettable area of the office tower for 15 years based on predetermined rates (the "MLA"). In addition, the Company has issued a Letter of Undertaking to IBSB's financiers to guarantee and underwrite the MLA and not to vary or amend any terms of the joint venture agreement which may in any way adversely affect the interests of the financiers of IBSB.

(b) Invation Aero Sdn. Bhd.

Invation Aero Sdn. Bhd. is a joint venture company between the Company and Destini Aviation Sdn. Bhd. On 10 February 2025, Destini Aviation Sdn. Bhd. transferred its 50% shareholdings in Invation Aero Sdn. Bhd. comprising of 500,001 shares to Sapura Aero Sdn. Bhd. for a nominal consideration of RM1.00.

(c) MTU Power Systems Sdn. Bhd.

MTU Power Systems Sdn. Bhd ("MPS") is a joint venture company between the subsidiary of the Company, SRB One Sdn. Bhd. and MTU Asia Pte. Ltd. to undertake the sale and service of "original equipment packaging solutions" in marine, rail, construction and industrial, mining, agriculture oil and gas, and power generation market sectors in Malaysian and such other businesses as may be mutually agreed from time to time.

Pursuant to the Subscription and Joint Venture Agreement, the Group has the commitment to subscribe a total of 25,000,000 Class B shares at the total subscription of RM25,000,000. As at 31 January 2026, the Group had subscribed 10,208,164 Class B shares for a cash consideration of RM10,208,164 (2025: RM10,208,164).

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16. Investment in joint ventures (cont'd.)

The Group regards Impian Bebas Sdn. Bhd. ("**IBSB**") as material joint venture and MTU Power Systems Sdn. Bhd. ("**MPS**") as individual immaterial joint venture. The summarised financial information of the joint ventures, not adjusted for the proportion of the ownership interest held by the Group, is as follows:

	IBSB		MPS	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Current assets	39,436	38,811	27,829	17,841
Non-current assets	1,580,424	1,531,000	81	2,733
Total assets	1,619,860	1,569,811	27,910	20,574
Current liabilities	38,017	32,652	47,353	45,586
Non-current liabilities	1,075,913	1,085,541	81	-
Total liabilities	1,113,930	1,118,193	47,434	45,586
Total net assets/(liabilities)	505,930	451,618	(19,524)	(25,012)
Results:				
Revenue	144,342	111,817	60,388	49,526
Profit/(loss) for the financial year representing total comprehensive income/(loss) for the financial year	47,712	(18,712)	6,783	6,982
Group's share of profit/(loss) for the financial year	23,856	(9,356)	-	-
Group's share of net assets:				
Cost of investment	260,311	257,011	10,208	10,208
Bargain purchase gain	14,292	14,292	-	-
Share of results	(21,638)	(45,494)	(10,208)	(10,208)
	252,965	225,809	-	-

The Group has discontinued the recognition of its share of losses of MPS because the share of losses of the joint venture has exceeded the Group's interest in the joint venture. As at the reporting date, the Group's cumulative unrecognised share of losses in the joint venture amounted to RM3,634,000 (2025: RM7,093,000), which exceeded the Group's interest in the joint venture.

The RCSLS as disclosed in Note 28, are secured by the first party first charge over all the Impian Bebas Sdn. Bhd. shares held by the Company in favour of Jurudata Sdn. Bhd. to secure the redemption of the RCSLS.

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17. Finance lease receivables

Finance lease receivables represent lease rental and interest receivable due from customers in relation to the lease of investment property by the Group and the Company.

Finance lease receivables are presented in the statement of financial position as follow:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Current	2,446	2,446	2,446	2,446
Non-current	23,002	25,448	23,002	25,448
	25,448	27,894	25,448	27,894

Movement of finance lease receivables are as follow:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
At the beginning of the financial year	27,894	37,135	27,894	29,984
Finance income on lease receivables (Note 4)	2,082	2,451	2,082	2,253
Payment received	(4,528)	(7,329)	(4,528)	(4,343)
Termination	-	(4,363)	-	-
At the end of the financial year	25,448	27,894	25,448	27,894

The maturity analysis of lease receivables, including undiscounted lease payment to be received after the reporting date.

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Within one year	4,787	4,528	4,787	4,528
After one year but not more than five years	19,728	19,489	19,728	19,489
More than five years	8,210	13,237	8,210	13,237
Total undiscounted lease payments	32,725	37,254	32,725	37,254
Unearned interest income	(7,277)	(9,360)	(7,277)	(9,360)
Net investment in lease	25,448	27,894	25,448	27,894

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17. Finance lease receivables (cont'd.)

The maturity analysis of lease receivables, including discounted lease payment to be received after the reporting date.

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Within one year	2,446	2,446	2,446	2,446
After one year but not more than five years	15,304	13,502	15,304	13,502
More than five years	7,698	11,946	7,698	11,946
	25,448	27,894	25,448	27,894
Analysed as:				
Due within 12 months	2,446	2,446	2,446	2,446
Due after 12 months	23,002	25,448	23,002	25,448
	25,448	27,894	25,448	27,894

The effective interest rate of the Group's and the Company's finance lease receivables is 7.8% (2025: 7.8%).

18. Trade and other receivables

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Non-current assets				
Other receivables				
Amounts due from subsidiaries	-	-	16,797	16,774
Amounts due from joint venture	9,036	9,036	9,036	9,036
Deposits	5,754	5,313	5,754	5,313
	14,790	14,349	31,587	31,123
Less: Allowance for expected credit losses				
Amounts due from subsidiaries	-	-	(10,284)	(10,263)
Amounts due from joint venture	(5,362)	(5,362)	(5,362)	(5,362)
Other receivables, net	9,428	8,987	15,941	15,498

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18. Trade and other receivables (cont'd.)

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Current assets				
Trade receivables				
Third parties	2,370	2,660	53	107
Amount due from related companies	22	4,311	17	4,172
Total billed receivables	2,392	6,971	70	4,279
Accrued rental income	3,279	8,482	3,273	8,468
Total trade receivables	5,671	15,453	3,343	12,747
Less: Allowance for expected credit losses				
Third parties	(417)	(277)	(51)	(51)
Amount due from related companies	(1)	(1,834)	(1)	(1,834)
	(418)	(2,111)	(52)	(1,885)
Trade receivables, net	5,253	13,342	3,291	10,862
Other receivables				
Amounts due from:				
Subsidiaries	-	-	55,840	55,488
Joint venture company	-	1,251	-	-
	-	1,251	55,840	55,488
Deposits	1,742	2,087	648	654
Sundry receivables	225	224	190	194
	1,967	3,562	56,678	56,336
Less: Allowance for expected credit losses				
Amount due from subsidiaries	-	-	(54,969)	(55,255)
Amount due from a joint venture company	-	(1,251)	-	-
Sundry receivables	(179)	-	(179)	-
	(179)	(1,251)	(55,148)	(55,255)
Other receivables, net	1,788	2,311	1,530	1,081
Total current trade and other receivables	7,041	15,653	4,821	11,943
Total trade and other receivables	16,469	24,640	20,762	27,441

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18. Trade and other receivables (cont'd.)

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Financial asset				
Total trade and other receivables	16,469	24,640	20,762	27,441
Add: Cash and bank balances (Note 21)	30,704	41,355	24,591	34,562
Add: Finance lease receivable (Note 17)	25,448	27,894	25,448	27,894
Less: Accrued rental income	(3,279)	(8,482)	(3,273)	(8,468)
Total financial assets at amortised cost	69,342	85,407	67,528	81,429

(a) Trade receivables

Trade receivables are non-interest bearing and are generally on 30 days credit terms. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

Ageing analysis of trade receivables

The ageing analysis of the Group's and the Company's trade receivables for the financial year are as follows:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Neither past due nor impaired	1	1,981	1	1,626
1 to 30 days past due not impaired	329	515	-	40
31 to 60 days past due not impaired	216	610	-	234
61 to 90 days past due not impaired	155	103	17	31
More than 90 days past due not impaired	1,273	1,651	-	463
	1,973	2,879	17	768
Impaired	418	2,111	52	1,885
	2,392	6,971	70	4,279

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18. Trade and other receivables (cont'd.)**(a) Trade receivables (cont'd.)**Receivables that are impaired

Trade receivables that are individually determined to be impaired at the reporting date relate to debtors that are in significant financial difficulties and have defaulted on payments. These receivables are not secured by any collateral or credit enhancements.

The Group and the Company's trade receivables that are impaired at the reporting date and the movement of the allowance accounts used to record the impairment are as follows:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Individually impaired:				
Trade receivables - nominal amounts	418	2,111	52	1,885
Less: Allowance for expected credit losses	(418)	(2,111)	(52)	(1,885)
	-	-	-	-

Movement in allowance for expected credit losses:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
At the beginning of the financial year	2,111	2,383	1,885	2,076
Charge during the financial year (Note 6)	319	-	179	-
Reversal during the financial year (Note 6)	(2,012)	-	(2,012)	-
Bad debts written off	-	(272)	-	(191)
At the end of the financial year	418	2,111	52	1,885

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18. Trade and other receivables (cont'd.)

(b) Other receivables

The Group and the Company's other receivables that are impaired at the reporting date and the movement of the allowance for expected credit losses used to record the impairment are as follows:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Individually impaired:				
Amounts due from subsidiaries	-	-	65,253	65,518
Amounts due from joint venture company	5,362	6,613	5,362	5,362
Sundry receivables	179	-	179	-
Less: Allowance for expected credit losses	(5,541)	(6,613)	(70,794)	(70,880)
Total	-	-	-	-

Movement in allowance for expected credit losses:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
At the beginning of the financial year	6,613	1,251	70,880	65,471
Net of (reversal)/charge during the financial year (Note 6)	(1,072)	5,362	(86)	5,409
At the financial end of the year	5,541	6,613	70,794	70,880

(c) Related companies

Related companies refer to companies in the Sapura Holdings Sdn. Bhd. group of companies.

The amounts due from related companies are unsecured, non-interest bearing and are repayable upon demand.

(d) Amount due from subsidiaries

Amounts due from subsidiaries arose under normal course of business.

The amounts are unsecured, non-interest bearing and are repayable upon demand.

(e) Amount due from joint venture companies

Amounts due from joint venture companies arose under normal course of business.

The amounts are unsecured, non-interest bearing and are repayable upon demand.

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19. Inventories

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
At cost				
Consumables	-	71	-	-

The cost of inventories recognised as an expense during the financial year of the Group amounted to RM148,516 (2025: RM1,368,135).

20. Other current financial assets

	Group/Company	
	2026 RM'000	2025 RM'000
Held for trading investments		
Quoted equity shares	8	20
Total financial assets at fair value through profit or loss	8	20

21. Cash and bank balances

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Cash in hand and banks	4,617	19,755	1,004	14,562
Short-term deposits	26,087	21,600	23,587	20,000
Total cash and bank balances	30,704	41,355	24,591	34,562
Cash and cash equivalents	30,704	41,355	24,591	34,562

Cash at banks earn interest at floating rates based on daily bank deposit rates. The weighted average effective interest rates applicable to the short-term deposits with licensed banks of the Group and the Company is 2.65% (2025: 2.65%) per annum with a maturity of 30 to 90 days (2025: 30 to 90 days).

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22. Trade and other payables

	Group		Company	
	2026 RM'000	2025 RM'000 Restated	2026 RM'000	2025 RM'000 Restated
Non-current liabilities				
Other payables				
Deposits, representing the total non-current trade and other payables	4,370	10,763	4,370	10,763
Current liabilities				
Trade payables				
Third parties	917	2,119	484	366
Other payables				
Amounts due to:				
Holding company	-	35	-	35
Related companies	325	884	287	874
	325	919	287	909
Deposits	13,449	8,062	12,003	5,990
Accruals	2,357	3,139	2,104	2,802
Other payables	5,799	3,982	2,119	870
Total current trade and other payables	22,847	18,221	16,997	10,937
Total trade and other payables	27,217	28,984	21,367	21,700
Add: Lease liabilities (Note 24)	423,605	433,322	418,108	426,648
Add: RCSLS (Note 28)	102,052	94,403	102,052	94,403
Total financial liabilities at amortised cost	552,874	556,709	541,527	542,751

(a) Trade payables

These amounts are non-interest bearing. Trade payables are normally settled on 30 to 60 (2025: 30 to 60) days terms.

(b) Other payables

These amounts are non-interest bearing. Other payables are normally settled on an average term of 90 (2025: 90) days.

(c) Related companies

Related companies refer to companies in the Sapura Holdings Sdn. Bhd. group of companies.

(d) Amount due to holding company

The amount due to holding company is unsecured, non-interest bearing and repayable upon demand.

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22. Trade and other payables (cont'd.)

(e) Deposits

Mainly relates to deposits refundable to tenants for rental of the Group and the Company's properties. Included in the deposits refundable is an amount of RM4.4 million from a major tenant where they have agreed to extend the lease term in the next 3 years. The deposits will be classified as non-current in the next financial year. The comparative number of refundable deposit has been reclassified between current to non current to reflect the appropriate classification based on contractual terms.

23. Provisions

	Group	
	2026 RM'000	2025 RM'000
Provisions		
At the beginning of financial year	-	9,774
Utilisation of provision	-	(1,566)
Reversal of provision (Note 6)	-	(9,044)
Exchange difference (Note 6)	-	836
At the end of financial year	-	-

In prior financial year, the Group made provision in relation to a claim from a previous customer, among others, claiming for compensation for the loss of market value of an aircraft and loss of use of aircraft amounting to RM9.6 million and RM1 million respectively. Upon the acceptance of the settlement agreement amounting to RM1.6 million, the Group reversed RM9.0 million during the prior financial year.

24. Lease liabilities

Group as a lessee

The Group and the Company has lease contracts for various items of hangar, office, and other equipment used in its operations. Leases of hangar, office and warehouse spaces generally have lease terms between 2 and 15 years, while other equipment generally have lease terms between 2 and 3 years. The Group's obligations under its leases are secured by the lessor's title to the leased assets.

The Group also has certain leases of equipment with lease terms of 12 months or less and leases of office equipment with low value. The Group applies the 'short-term lease' and 'lease of low-value assets' recognition exemptions for these leases.

The right of use assets of office space under the master lease agreement with IBSB has been classified as investment properties as it is used to generate rental income to the Group and the Company.

Details of the carrying amounts of investment properties and right-of-use assets recognised and the movements during the year are disclosed in Note 12 and Note 13 respectively to the financial statements.

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24. Lease liabilities (cont'd.)

The carrying amounts of lease liabilities recognised and the reconciliation of net movement of lease liabilities is as follows:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
At 1 February	433,322	469,330	426,648	456,173
Additions	-	1,732	-	1,732
Remeasurement	9,675	(16,735)	9,700	(16,735)
Adjustment	(214)	-	-	-
Termination	-	(3,352)	-	-
Finance cost (Note 5)	33,541	36,664	33,099	36,051
Payments	(52,719)	(54,317)	(51,339)	(50,573)
At 31 January	423,605	433,322	418,108	426,648
Current	21,109	18,204	19,843	17,298
Non-current	402,496	415,118	398,265	409,350
	423,605	433,322	418,108	426,648

During the financial year, the Group and the Company remeasured its lease liabilities due to changes in rental price and lease terms. The remeasurement resulted in an increase in right-of-use assets and lease liabilities of RM9.7 million.

The remaining maturities of the lease liabilities are as follows:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
On demand or within 1 year	21,109	18,204	19,843	17,298
More than 1 year and less than 2 years	23,815	20,546	22,311	19,246
More than 2 years and less than 5 years	91,646	81,213	89,513	77,648
More than 5 years	287,035	313,359	286,441	312,456
	423,605	433,322	418,108	426,648

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24. Lease liabilities (cont'd.)

The following are the amounts recognised in profit or loss:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Depreciation on right-of-use assets (Note 13)	686	685	-	-
Finance cost on lease liabilities (Note 5)	33,541	36,664	33,099	36,051
Expense relating to short-term leases (Note 6)	111	149	111	149
Expense relating to leases of low-value assets (Note 6)	225	102	31	56
Total amount recognised in profit or loss	34,563	37,600	33,241	36,256

Total cash outflows for leases comprising of payment of lease liabilities and interest paid in relation to lease liabilities, short-term leases and low value leases for Group and Company amounting to RM53,054,000 (2025: RM54,568,000) and RM51,480,000 (2024: RM50,778,000) respectively.

25. Deferred tax liabilities

	Liabilities		Assets		Net	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Group						
Accelerated capital allowances	-	1,959	-	-	-	1,959
Tax losses and unabsorbed capital allowances	-	-	(1)	(1,129)	(1)	(1,129)
Provisions and lease liabilities	-	-	(64,372)	(100,947)	(64,372)	(100,947)
Investment properties and lease assets	64,373	100,117	-	-	64,373	100,117
RCSLs	19,097	21,964	-	-	19,097	21,964
Tax liabilities/(assets)	83,470	124,040	(64,373)	(102,076)	19,097	21,964
Set-off of tax	(64,373)	(102,076)	64,373	102,076	-	-
Net tax liabilities	19,097	21,964	-	-	19,097	21,964
Company						
Accelerated capital allowances	-	1,896	-	-	-	1,896
Provisions and lease liabilities	-	-	(64,370)	(99,128)	(64,370)	(99,128)
Investment properties and lease assets	64,370	97,232	-	-	64,370	97,232
RCSLs	19,097	21,964	-	-	19,097	21,964
Tax liabilities/(assets)	83,467	121,092	(64,370)	(99,128)	19,097	21,964
Set-off of tax	(64,370)	(99,128)	64,370	99,128	-	-
Net tax liabilities	19,097	21,964	-	-	19,097	21,964

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25. Deferred tax liabilities (cont'd.)

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
At the beginning of financial year	21,964	41	21,964	-
Recognised in profit or loss (Note 9)	(2,867)	(41)	(2,867)	-
Recognised in equity	-	21,964	-	21,964
Deferred tax liabilities	19,097	21,964	19,097	21,964

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

Deferred tax assets of the Group:

	Tax losses and unabsorbed capital allowances RM'000	Provisions and lease liabilities RM'000	Total RM'000
At 1 February 2024	(2,108)	(111,253)	(113,361)
Recognised in profit or loss	979	10,306	11,285
At 31 January 2025	(1,129)	(100,947)	(102,076)
Recognised in profit or loss	1,128	36,575	37,703
At 31 January 2026	(1)	(64,372)	(64,373)

Deferred tax liabilities of the Group:

	Accelerated capital allowances RM'000	Investment properties and lease assets RM'000	Redeemable convertible secured loan stocks RM'000	Total RM'000
At 1 February 2024	7,012	106,390	-	113,402
Recognised in profit or loss	(5,053)	(6,273)	-	(11,326)
Recognised in equity	-	-	21,964	21,964
At 31 January 2025	1,959	100,117	21,964	124,040
Recognised in profit or loss	(1,959)	(35,744)	(2,867)	(40,570)
At 31 January 2026	-	64,373	19,097	83,470

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25. Deferred tax liabilities (cont'd.)**Deferred tax assets of the Company:**

	Provisions and lease liabilities RM'000	Total RM'000
At 1 February 2024	(105,648)	(105,648)
Recognised in profit or loss	6,520	6,520
At 31 January 2025	(99,128)	(99,128)
Recognised in profit or loss	34,758	34,758
At 31 January 2026	(64,370)	(64,370)

Deferred tax liabilities of the Company:

	Accelerated capital allowances RM'000	Investment properties and lease assets RM'000	Redeemable convertible secured loan stocks RM'000	Total RM'000
At 1 February 2024	603	105,045	-	105,648
Recognised in profit or loss	1,293	(7,813)	-	(6,520)
Recognised in equity	-	-	21,964	21,964
At 31 January 2025	1,896	97,232	21,964	121,092
Recognised in profit or loss	(1,896)	(32,862)	(2,867)	(37,625)
At 31 January 2026	-	64,370	19,097	83,467

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

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Unused tax losses	146,778	117,975	103,039	89,172
Unabsorbed capital allowances	7,691	7,302	8,815	6,913
Others	210,737	229,879	224,867	229,565
	365,206	355,156	336,721	325,650

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25. Deferred tax liabilities (cont'd.)

Tax losses for which the tax effects have not been recognised in the financial statements:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Unused tax losses:				
- Expiring in 2028	19,553	19,553	-	-
- Expiring in 2029	237	237	-	-
- Expiring in 2030	107	107	-	-
- Expiring in 2031	1,300	1,300	-	-
- Expiring in 2032	1,916	1,916	-	-
- Expiring in 2033	1,164	1,164	-	-
- Expiring in 2034	84,988	84,988	80,894	80,894
- Expiring in 2035	8,710	8,710	8,278	8,278
- Expiring in 2036	28,803	-	13,867	-
	146,778	117,975	103,039	89,172

In accordance with the Ministry of Finance via Finance Bill 2021, the unused tax losses are available for utilisation in the next ten years, with effect from year assessment 2019, for which, any excess at the end of the tenth year will be disregarded. Deferred tax assets have not been recognised in respect of the above items due to history of losses of the Group and the Company and it is not probable that future taxable profits will be available against which they may be utilised.

26. Share capital

	No. of Shares		Group/Company	
	2026 Unit'000	2025 Unit'000	2026 RM'000	2025 RM'000
Issued and fully paid at no par value:				
At beginning of financial year	259,257	139,600	172,731	139,600
Issuance during financial year	-	119,657	-	33,504
Transaction cost	-	-	(8)	(373)
At end of financial year	259,257	259,257	172,723	172,731

The holders of ordinary shares are entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions and rank equally with regard to the Company residual assets.

In prior financial year, the Company raised total proceeds of RM33,504,000 by issuance of 119,657,142 rights shares at RM0.28 per share.

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27. Other reserves

	2026 RM'000	2025 RM'000
Group		
Capital reserve	1,481	1,481
General reserve	1,100	1,100
	2,581	2,581
Company		
General reserve	1,100	1,100

The nature and purpose of each category of reserve are as follows:

(a) Capital reserve

This reserve represents the Group's share of the share premium of the associate.

(b) General reserve

This reserve represents the Company's appropriation of profits in prior years.

28. Redeemable convertible secured loan stocks ("RCSLS")

	Group/Company	
	2026 RM'000	2025 RM'000
Equity component	53,181	53,199
Liability component	102,052	94,403

On 2 July 2024, 373,333,333 units of RCSLS were issued with a nominal value of RM168,000,000 to Jurudata Sdn. Bhd. as part of the settlement of the advances provided. The main features of the RCSLS are as follows:

- i) Jurudata Sdn. Bhd. shall have the right to convert all or any amount of the RCSLS held by it into ordinary shares of the Company during the period from 2 July 2024 to maturity date on 1 July 2033 at the conversion price of RM0.45 each for every 1 new share of the Company;
- ii) any outstanding RCSLS on the 1 July 2033 shall be automatically redeemed by the Company at 109.00% of the nominal value of the outstanding RCSLS;
- iii) the RCSLS shall not be transferable and shall only be held by Jurudata Sdn. Bhd.;
- iv) the RCSLS shall not be listed, quoted or traded on Bursa Securities or any other stock exchange; and
- v) the RCSLS are secured by the first party first charge over all the Impian Bebas Sdn. Bhd. shares held by the Company in favour of Jurudata Sdn. Bhd. to secure the redemption of the RCSLS.

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28. Redeemable convertible secured loan stocks ("RCSLS") (cont'd.)

During the current financial year, no RCSLS were converted into ordinary shares of the Company.

The outstanding of the RCSLS as at 31 January 2026 was 373,333,333 units at the Group and the Company levels.

Equity component movement

	Group/Company	
	2026 RM'000	2025 RM'000
At the beginning of the financial year	53,199	-
Issued during the financial year	-	76,394
Transaction cost	(18)	(1,231)
Deferred tax impact on issuance (Note 25)	-	(21,964)
At the end of the financial year	53,181	53,199

Liability component movement

	Group/Company	
	2026 RM'000	2025 RM'000
At the beginning of the financial year	94,403	-
Issued during the financial year	-	91,606
Accrual of interest (Note 5)	7,670	4,275
Transaction cost	(21)	(1,478)
At the end of the financial year	102,052	94,403

The maturities of the RCSLS as at 31 December are as follows:

	Group/Company	
	2026 RM'000	2025 RM'000
More than 5 years	183,120	183,120

29. Dividends

The directors did not recommend the payment of any dividend in respect of the current financial year.

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30. Related party disclosures

In addition to the related party information disclosed elsewhere in the financial statements, the following transactions between the Group and related parties took place at terms agreed between the parties during the financial year:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Expense/(Income)				
Holding company				
Corporate service fee	268	215	268	215
Rental income	(15)	(15)	(15)	(15)
Subsidiaries				
Recovery of electricity charges	-	-	-	14
Rental of office	-	-	-	12
Joint venture				
Impian Bebas Sdn. Bhd.				
Lease payment including service charge	51,339	50,573	51,339	50,573
Cash call	(3,300)	-	(3,300)	-
Jurudata Sdn. Bhd.				
Waiver of interest expense on amount due to related company	-	(3,893)	-	(3,893)
Sapura Secured Technologies Sdn. Bhd. and its subsidiaries				
Rental income	(8,230)	(5,932)	(8,230)	(5,932)
Information technology outsourcing services	268	264	263	255
Sapura Technology Sdn. Bhd. and its subsidiaries				
Rental income	(131)	(131)	(131)	(131)
Revenue from investment properties, other than rental income	-	(47)	-	(47)
MTU Power Systems Sdn. Bhd.				
Net cash advances	-	(9,036)	-	(9,036)
Directors' related companies				
Rental of hangar and office	(53)	(244)	-	(33)
Ground handling and other aviation related services	(82)	(624)	-	-

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31. Compensation of Key Management Personnel

Key management personnel are those persons having authority and responsibility for planning, directing and controlling the activities of the entity, directly or indirectly, including any Director of the entity.

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Short-term employee benefit	3,499	3,854	3,002	3,424

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32. Capital commitments

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Capital expenditure				
Approved and contracted for:				
Property, plant and equipment	122	2,240	97	1,134
Approved but not contracted for:				
Property, plant and equipment	931	3,138	846	2,443
Share of capital commitment in joint venture	15,000	14,610	15,000	14,610
	16,053	19,988	15,943	18,187

33. Fair value of financial instruments

The carrying amounts of cash and cash equivalents, trade and other receivables, trade and other payables and current portion of lease liabilities are reasonable approximate of their fair values due to the relatively short-term nature of these financial instruments.

The following table analyses financial instruments not carried at fair value for which fair value is disclosed, together with their fair values and carrying amounts shown in the statement of financial position. The different levels have been defined as follows:

- Level 1 - Quoted prices (unadjusted) in active markets for identical assets or liabilities.
- Level 2 - 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).
- Level 3 - Inputs for the asset or liability that are not based on observable market data (unobservable input).

The equity shares of the Group and the Company amounting to RM8,261 (2025: RM19,565) are measured as Level 1 hierarchy based on unadjusted quoted prices in active market for identical financial instrument.

The investment properties of the Group and the Company amounting to RM582,622,000 (2025: RM588,135,000) are measured as Level 3 hierarchy based on unobservable market data.

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34. Financial risk management objectives and policies

The Group and the Company are exposed to financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk, market risk and interest rate risk.

It is, and has been throughout the current and previous financial year, the Group's policy that no derivatives shall be undertaken.

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

(a) Credit risk

Credit risk is the risk of loss that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group's and the Company's exposure to credit risk arises primarily from trade and other receivables. For other financial assets (including short-term investment and cash and bank balances), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

The Group's objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure. The Group trades only with recognised and creditworthy third parties. It is the Group's policy that all customers who wish to trade on credit terms are subject to credit verification procedures. In addition, receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

Exposure to credit risk

At the reporting date, the Group's and the Company's maximum exposure to credit risk is represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

Credit risk concentration profile

The Group determines concentrations of credit risk by monitoring the business segment of its trade receivables on an ongoing basis. As at the reporting date, the Group has a significant concentration of credit risk in the form of outstanding balances due from 2 (2025: 2) debtor representing 23% (2025: 31%) of the total net receivables.

Financial assets that are neither past due nor impaired

Information regarding trade and other receivables that are neither past due nor impaired is disclosed in Note 18. Investment in unit trust and investment securities that are neither past due nor impaired are entered into with reputable financial institutions or companies with high credit ratings and no history of default.

Information regarding financial assets that are either past due or impaired is disclosed in Note 18.

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AS AT 31 JANUARY 2026

34. Financial risk management objectives and policies (cont'd.)

(b) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations due to shortage of funds. 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 objective is to maintain a balance between cashflows for operation and future investment.

As at 31 January 2026, the Group and the Company is in net current liabilities position of RM2.9 million and RM4.2 million respectively. Despite the net current liabilities position of the Group, the directors believe that the Group will be able to meet its obligations as and when they fall due based on the plans as disclosed in Note 2. On this basis, the directors have prepared the financial statements of the Group on a going concern basis.

Analysis of financial instruments by remaining contractual maturities

The table below summarises the maturity profile of the Group's and the Company's liabilities at the reporting date based on contractual undiscounted repayment obligations.

	2026			
	On demand or within one year RM'000	One to five years RM'000	More than five years RM'000	Total RM'000
Financial liabilities:				
Group				
Trade and other payables	22,847	4,370	-	27,217
RCSLS	-	-	183,120	183,120
Lease liabilities	54,238	230,491	361,943	646,672
Total undiscounted financial liabilities	77,085	234,861	545,063	857,009
Company				
Trade and other payables	16,997	4,370	-	21,367
RCSLS	-	-	183,120	183,120
Lease liabilities	52,575	223,779	361,943	638,297
Total undiscounted financial liabilities	69,572	228,149	545,063	842,784

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34. Financial risk management objectives and policies (cont'd.)

(b) Liquidity risk (cont'd.)

Analysis of financial instruments by remaining contractual maturities (cont'd.)

The table below summarises the maturity profile of the Group's and the Company's liabilities at the reporting date based on contractual undiscounted repayment obligations. (cont'd.)

	2025			
	On demand or within one year RM'000	One to five years RM'000	More than five years RM'000	Total RM'000
Financial liabilities:				
Group				
Trade and other payables	18,221	10,763	-	28,984
RCSLS	-	-	183,120	183,120
Lease liabilities	52,844	219,869	408,064	680,777
Total undiscounted financial liabilities	71,065	230,632	591,184	892,881
Company				
Trade and other payables	10,937	10,763	-	21,700
RCSLS	-	-	183,120	183,120
Lease liabilities	51,227	213,840	405,697	670,764
Total undiscounted financial liabilities	62,164	224,603	588,817	875,584

(c) Market risk

Market risk is the risk that the fair value or future cash flows of the Group's financial instruments will fluctuate because of changes in market prices (other than interest or exchange rates).

The Group is exposed to equity price risk arising from its investment in quoted equity instruments in Malaysia which are listed on the Bursa Malaysia and short-term investment. Short-term investment is investment in fund with a financial institution of which the fund is invested into a portfolio the financial institution's assets which have lower risk as compared to equity and commodity investment. These instruments are classified as held for trading financial assets. The Group does not have direct exposure to commodity price risk.

At the reporting date, the exposure to listed equity securities was RM8,261 (2025: RM19,565). An increase or decrease of 10% on the market index of listed equity securities could have an impact of approximately RM826 (2025: RM1,956) on the profit or loss of the Group.

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34. Financial risk management objectives and policies (cont'd.)

(d) Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Group has a minimal exposure to the risk of changes in market interest rates.

The interest rate profile of the Group's and the Company's interest-bearing financial instruments based on carrying amount as at reporting date is as follows:

	Group		Company	
	2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Fixed rate instruments				
Financial assets	25,448	27,894	25,448	27,894
Financial liabilities	(525,657)	(527,725)	(520,160)	(521,051)
	(500,209)	(499,831)	(494,712)	(493,157)
Floating rate instruments				
Financial assets	30,704	41,355	24,591	34,562

35. Capital management

The primary objective of the Group's capital management is to ensure that it maintains a strong credit rating and healthy capital ratios in order to support its business and maximise shareholder value.

The Group and the Company manages its capital structure and makes adjustments to it, in light of changes in economic conditions. To maintain or adjust the capital structure, the Group may adjust the dividend payment to shareholders, return capital to shareholders or issue new shares. No changes were made in the objectives, policies or processes during the years ended 31 January 2026 and 2025.

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35. Capital management (cont'd.)

The Group and the Company monitor capital using a gearing ratio, which is net debt divided by total capital plus net debt. The Group's policy is to keep the gearing ratio at an acceptable level. The Group and the Company include within net debt, trade and other payables, less cash and bank balances. Capital includes equity attributable to the owners of the parent, less non-distributable reserves.

	Note	Group		Company	
		2026 RM'000	2025 RM'000	2026 RM'000	2025 RM'000
Lease liabilities	24	423,605	433,322	418,108	426,648
RCSLS	28	102,052	94,403	102,052	94,403
Trade and other payables	22	27,217	28,984	21,367	21,700
Less: Cash and bank balances	21	(30,704)	(41,355)	(24,591)	(34,562)
Net debt		522,170	515,354	516,936	508,189
Equity attributable to the owners of the parent		386,388	379,176	363,116	358,340
Less: Non-distributable reserves	27	(1,481)	(1,481)	-	-
Total capital		384,907	377,695	363,116	358,340
Capital and net debt		907,077	893,049	880,052	866,529
Gearing ratio		58%	58%	59%	59%

36. Segment information

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

- (i) Investment holding - equity investment, including group-level corporate services and business development functions.
- (ii) Property investment - rental of investment properties.
- (iii) Aviation - Provision of hangarage services, ground handling, aircraft management, engineering services and other aviation related services.

Except as indicated above, no operating segments have been aggregated to form the above reportable operating segments.

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 operating profit or loss which, in certain respects as explained in the table below, is measured differently from operating profit or loss in the consolidated financial statements. Group financing (including finance costs) and income taxes are managed on a group basis and are not allocated to operating segments.

Transfer prices between operating segments are on an arm's length basis in a manner similar to transactions with third parties.

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AS AT 31 JANUARY 2026

36. Segment information (cont'd.)

At 31 January 2026	Investment holdings RM'000	Property investment RM'000	Aviation RM'000	Others RM'000	Adjustments and eliminations RM'000	Note	Per consolidated financial statements RM'000
Revenue	-	45,231	13,592	652	-		59,475
Results:							
Interests income from short-term deposits	457	-	26	-	-		483
Finance income on finance lease receivables	-	2,082	-	-	-		2,082
Depreciation of property, plant and equipment	(285)	(673)	(3,004)	(2)	-		(3,964)
Depreciation of right-of-use assets	-	-	(686)	-	-		(686)
Share of results of an associate	5,107	-	-	-	-		5,107
Share of results of a joint venture	23,856	-	-	-	-		23,856
Dividend income from associate	472	-	-	-	(472)		-
Other non-cash income/ (expenses)	2,765	-	(111)	-	-	A	2,654
Finance costs/(income)	(7,670)	(33,099)	(442)	-	-		(41,211)
Segment (loss)/profit before tax	8,624	(6,689)	(1,806)	104	4,145		4,378
Assets:							
Investment in associates	29,201	-	-	-	-		29,201
Investment in joint venture	252,965	-	-	-	-		252,965
Additions to non-current assets	-	4,420	-	-	-	B	4,420
Segment assets	269,156	501,558	60,621	2,595	124,429	C	958,359
Segment liabilities	121,149	429,554	71,656	65,197	(115,585)	D	571,971

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36. Segment information (cont'd.)

At 31 January 2025 (restated)	Investment holdings RM'000	Property investment RM'000	Aviation RM'000	Others RM'000	Adjustments and eliminations RM'000	Note	Per consolidated financial statements RM'000
Revenue	-	55,677	24,431	2,820	-		82,928
Results:							
Interests income from short-term deposits	463	-	-	-	-		463
Finance income on finance lease receivables	-	2,253	198	-	-		2,451
Depreciation of property, plant and equipment	(285)	(615)	(2,561)	(3)	-		(3,464)
Depreciation of right-of-use assets	-	-	(685)	-	-		(685)
Share of results of an associate	2,894	-	-	-	-		2,894
Share of results of a joint venture	(9,356)	-	-	-	-		(9,356)
Dividend income from associate	1,070	-	-	-	(1,070)		-
Other non-cash (expenses)/ income	(5,362)	-	8,054	-	-	A	2,692
Finance costs/(income)	(382)	(36,051)	(613)	-	-		(37,046)
Segment (loss)/profit before tax	(10,958)	1,569	5,714	192	2,053		(1,430)
Assets:							
Investment in associates	24,566	-	-	-	-		24,566
Investment in joint venture	225,809	-	-	-	-		225,809
Additions to non-current assets	-	6,674	-	-	-	B	6,674
Segment assets	240,793	501,242	59,205	2,002	154,607	C	957,849
Segment liabilities	120,367	432,348	70,317	63,100	(107,459)	D	578,673

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36. Segment information (cont'd.)

Note Nature of adjustments and eliminations to arrive at amounts reported in the consolidated financial statements

- A Other material non-cash expenses/(income) consist of the following items as presented in the respective notes to the financial statements:

	Note	2026 RM'000	2025 RM'000
Net (reversal of)/allowance for expected credit losses on:			
- trade receivables	6	(1,693)	-
- other receivables	6	(1,072)	-
- amount due from joint venture	6	-	5,362
Reversal of provision	6	-	(9,044)
Net unrealised foreign exchange loss/(gain)	6	111	(21)
Loss on early lease termination		-	1,011
		(2,654)	(2,692)

- B Additions to non-current assets consist of:

	2026 RM'000	2025 RM'000
Investment properties	2,144	4,789
Property, plant and equipment	2,276	1,885
	4,420	6,674

- C The following items are added to segment assets to arrive at total assets reported in the consolidated statement of financial position:

	2026 RM'000	2025 RM'000
Inter-segment assets	124,429	154,607

- D The following items are added to segment liabilities to arrive at total liabilities reported in the consolidated statement of financial position:

	2026 RM'000	2025 RM'000
Inter-segment liabilities	(115,585)	(107,459)

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37. Material litigation

On 10 April 2025, Sapura Resources Berhad (1st Plaintiff or SRB) together with its wholly owned subsidiaries, Sapura Aero Sdn. Bhd. (2nd Plaintiff) and Aerodome Fife Sdn. Bhd. (3rd Plaintiff) commenced legal action via the filing of a Generally Endorsed Writ of Summons at the High Court of Malaya at Kuala Lumpur, against Dato' Shahrman bin Shamsuddin (1st Defendant), the former Managing Director/Director of SRB, Syed Haroon bin Omar Alshatrie (2nd Defendant), Syed Muhammad bin Hasan Alsagoff (3rd Defendant), and Explorer Group Sdn. Bhd. (4th Defendant).

Subsequently SRB had on 19 May 2025, filed the Statement of Claim in accordance with the prescribed Rules of Court, 2012.

Particular of Claims Under the Writ of Summons

The plaintiffs sought declaration that:

- 1st Defendant as the then Director and Managing Director of the 1st Plaintiff had breached his fiduciary and/or statutory and/or common law and/or equitable duties and/or trust obligations to the 1st Plaintiff.
- 2nd Defendant as the then employee of the 1st Plaintiff (Contract of Employment dated 10.1.2019) and Consultant of the 1st Plaintiff and/or the 2nd Plaintiff had breached his fiduciary and/or common law and/or equitable duties and/or contractual and/or trust obligations to the 1st Plaintiff and/or 2nd Plaintiff.
- 3rd Defendant as the then employee of the 1st Plaintiff (Contract of Employment dated 8.5.2019) and/or 2nd Plaintiff (Contract of Employment dated 19.10.2023) and as Consultant of the Plaintiff and/or the 2nd Plaintiff had breached his fiduciary and/or common law and/or equitable duties and/or contractual and/or trust obligations to the 1st Plaintiff and/or 2nd Plaintiff.
- 1st Defendant and/or 2nd Defendant and/or 3rd Defendant and/or 4th Defendant had conspired to injure the 1st Plaintiff and/or 2nd Plaintiff and/or 3rd Plaintiff, whether by lawful and/or unlawful means and had unlawfully interfered with the trade or business of the 1st Plaintiff and/or 2nd Plaintiff and/or 3rd Plaintiff.
- 2nd Defendant and/or 3rd Defendant and/or 4th Defendant had aided and abetted and/or was an accessory to and/or knowingly assisted the 1st Defendant's breaches of his duties and/or trust obligations as aforesaid.
- 1st Defendant had induced the 2nd Defendant and or 3rd Defendant to breach separate Deeds of Settlement and Compromise dated 12.5.2023 entered into between the 2nd Defendant and/or 3rd Defendant respectively with the 1st Plaintiff.
- 1st Defendant had induced the 2nd Defendant and or 3rd Defendant to breach the various consultancy services agreements entered between the 2nd Defendant and/or 3rd Defendant respectively with the 1st Plaintiff and/or 2nd Plaintiff respectively and/or the duties and/or trust obligations owed to the 1st Plaintiff and/or 2nd Plaintiff.
- 1st Defendant had induced the 3rd Defendant to breach the latter's employment contract with the 2nd Plaintiff and the duties and/or trust obligations owed to the 2nd Plaintiff.

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37. Material litigation (cont'd.)

The summary of damages sought are as follows:

- In favour of the 2nd Plaintiff and/or 3rd Plaintiff as against the 1st Defendant and/or 2nd Defendant and/or 3rd Defendant and/or 4th Defendant, jointly and severally for the sum of RM150,000 in relation to the deposit paid to Malaysia Airports Sdn. Bhd., RM500,000 in relation to the additional deposit paid to Malaysia Airports Sdn. Bhd., resulted to total sum of RM650,000.
- In favor of the 1st Plaintiff as against the 1st Defendant and/or 2nd Defendant, jointly and severally for the sum of RM539,209.68 in relation to the payment made to the 2nd Defendant under mutual Separation Scheme in 2023.
- In favor of the 1st Plaintiff as against the 1st Defendant and/or 3rd Defendant, jointly and severally for the sum of RM403,654 in relation to the payment made to the 3rd Defendant under the mutual separation scheme in 2023.
- In favor of the 1st Plaintiff as against the 1st Defendant and/or 2nd Defendant and/or 3rd Defendant and/or 4th Defendant, jointly and severally for the sum of RM240,612.90 in relation to the consultancy fees paid to the 2nd Defendant, RM63,225.81 in relation to the consultancy fees paid to the 3rd Defendant, RM53,000 in relation to the fees paid to Quantephi Sdn. Bhd. and RM330,024.46 in relation to the legal expenses incurred, for purposed of legal review and/or opinion, prior to the commencement of this claim resulted to total sum of RM686,863.17.
- In favor of the 2nd Plaintiff as against the 1st Defendant and/or 2nd Defendant and/or 3rd Defendant and/or 4th Defendant, jointly and severally for the sum of RM452,290.32 in relation to the consultancy fees paid to the 2nd Defendant, RM77,454.84 in relation to the consultancy fees paid to the 3rd Defendant, RM17,582.63 in relation to the claim and expenses paid to the 3rd Defendant for the trip to Abu Dhabi in January 2024, resulted to total sum of RM936,166.08.
- In favor of the 1st Plaintiff as against the 1st Defendant and/or 4th Defendant, jointly and severally for the sum of RM5,278.42 in relation to the salary paid to Zurina binti Said.
- In favor of the the 1st Plaintiff and/or 2nd Plaintiff and/or 3rd Plaintiff as against the 1st Defendant and/or 2nd Defendant and/or 3rd Defendant and/or 4th Defendant, jointly and severally for the sum damages whether general and/or aggravated and/or equitable compensation for losses in relation to (but not limited to) the loss of business opportunities (including an initial public offering estimated valuation of RM82.1 million) and/or profit or such other sum as may be assessed and ordered by this Honorable Court and interest at such rate and for such period as this Honorable Court deems fit and/or otherwise appropriate to the damages assessed and awarded.

Further an order:

- That the 1st Defendant and/or 2nd Defendant and/or 3rd Defendant and/or 4th Defendant do, jointly and severally, pay the 1st Plaintiff and/or 2nd Plaintiff and/or 3rd Plaintiff such damages and interest, as assessed and awarded herein.
- That the 1st Defendant and/or 2nd Defendant and/or 3rd Defendant and/or 4th Defendant do render to the solicitors an account verified by affidavit within eight (8) days from the date of the Order herein of all gains, benefits, enrichment or otherwise having arisen, accrued or been derived either directly or indirectly by reason of their said breaches of the duties and/or trust obligations aforesaid and/or their accessory liabilities thereto.
- For inquiry to enable 1st Plaintiff and/or 2nd Plaintiff and/or 3rd Plaintiff to trace and recover any or all gains, benefits, enrichment or otherwise having arisen, accrued or been derived either directly or indirectly by reason of the 1st Defendant's and/or 2nd Defendant's and/or 3rd Defendant's and/or 4th Defendant's breaches of the duties and/or trust obligations aforesaid and/or their accessory liabilities thereto.

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AS AT 31 JANUARY 2026

37. Material litigation (cont'd.)

Further an order (cont'd.):

- That the 1st Defendant and/or 2nd Defendant and/or 3rd Defendant and/or 4th Defendant do disgorge to the 1st Plaintiff and/or 2nd Plaintiff and/or 3rd Plaintiff within eight (8) days from the date of the Order herein of all such gains, benefits, enrichment or otherwise and do and/or cause to be done all acts necessary to be done and/or otherwise facilitate such disgorgement.
- Costs on an indemnity basis or otherwise.
- Interest on such costs awarded at such rate and for such period as this Honorable Court deems fit and just.
- Such further and/or other relief which this Honorable Court deems fit and just.

Status update:

The matter is fixed for full trial on 1 to 5 March 2027, 20 to 31 March 2027, 1 April 2027 and 14 to 15 April 2027 before the High Court in Kuala Lumpur. In the interim, the parties are currently in the process of complying with the Pre-Trial Case Management directions issued by the Court.

Both parties have filed separate discovery applications on 23 April 2026. The Court has issued directions in respect of the exchange of affidavits and submissions in respect of both applications.

The Court also fixed 20 July 2026 for Decision of the discovery applications as well as Case Management of the writ action.

38. Subsequent event - Middle East Conflict

The Middle East Conflict which started on 28 February 2026 and caused the closure of the Strait of Hormuz, has significantly disrupted many business operations around the world.

The financial statements of the Group and the Company have been prepared based on existing conditions as at 31 January 2026 and the Middle East Conflict occurred after this date, its impact is considered to be conditions that arose after the reporting date. Accordingly, no adjustments have been made to the financial statements as at 31 January 2026 in respect to the Middle East Conflict.

As the conflict continues to evolve, it is challenging to predict the full extent and duration of its impact on business and the economy. The Company will continue to monitor the development of these events.

39. Change in accounting policy and prior year reclassification

- (a) Adoption of fair value model for investment properties

As disclosed in Note 2.2 and with reference to Note 2.7, the Group changed its accounting policy for investment properties from the cost model to the fair value model. The change was applied retrospectively, and the comparative information for the earliest period presented has been restated accordingly.

The change in accounting policy has impacted the carrying amount and share of results of investment in joint venture as the joint venture also hold investment properties where previously measured using cost model. The impact as follows:

- i) As at 1 February 2024, the investment properties has increase by RM79,976,000 with corresponding impact to the retain earnings of the same amount contributed from the increase in the fair value of the investment properties and the removal of accumulated depreciation charged. In addition, the investment in joint ventures has increase by RM31,570,000 with the same corresponding impact to retain earnings.
- ii) As at 31 January 2025, the investment properties has increased by RM123,124,000 with corresponding impact to retain earnings of the same amount contributed by restatement of opening balance of the investment properties as explain in (i) above and a removal of depreciation charged for investment properties amounted to RM38,670,000 and as well as recognition of fair value gain of investment properties for financial year ended 31 January 2025 amounted to RM4,478,000. In addition, the investment in joint ventures has increase by RM38,588,000 with the same corresponding impact to retain earnings contributed by restatement of the opening balance of the investment in joint ventures as explain in (i) above and additional recognition of share of profit from joint venture for financial year ended 31 January 2025 amounting to RM7,018,000.

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39. Change in accounting policy and prior year reclassification (cont'd.)

- (b) Prior year reclassification in relation to the reclassification of renovation costs relating to investment properties from property, plant and equipment.

The Group had also made reclassification of renovation costs relating to investment property, which were previously recognised under property, plant and equipment to more appropriately reflect the nature of the cost capitalised and expensed-off. The reclassifications have effect on the following balances.

- i) As at 1 February 2024, the property, plant and equipment has reduced by RM8,361,000 and investment properties has increased with the same amount prior to the adoption of change in accounting policies from cost model to fair value for investment properties.
- ii) As at 31 January 2025, the property, plant and equipment has reduced by RM8,462,000 and investment properties has increase with the same amount prior to the adoption of change in accounting policies from cost model to fair value for investment properties.

The effects of adoption of the change in accounting policy and prior year reclassification on the results for the financial year ended 31 January 2025, the financial positions as at 1 February 2024 and 31 January 2025 and the statement of cash flows for financial year ended 31 January 2025 are as follows:

- i. Reconciliation of statement of comprehensive income for the financial year ended 31 January 2025.

	As previously stated RM'000	Adoption of FV model for IP (a) RM'000	Reclassi- fication (b) RM'000	As restated RM'000
Group				
Revenue	82,928	-	-	82,928
Operating expenses	(88,076)	38,670	-	(49,406)
Allowance for amount due from a joint venture	(5,362)	-	-	(5,362)
Fair value gain of investment properties	-	4,478	-	4,478
Other income	9,440	-	-	9,440
(Loss)/profit from operations	(1,070)	43,148	-	42,078
Finance costs	(37,046)	-	-	(37,046)
Share of result of an associate	2,894	-	-	2,894
Share of result of joint ventures	(16,374)	7,018	-	(9,356)
(Loss)/profit before tax from operations	(51,596)	50,166	-	(1,430)
Taxation	41	-	-	41
(Loss)/profit after tax	(51,555)	50,166	-	(1,389)
Net (loss)/profit for the year	(51,555)	50,166	-	(1,389)
Retained profit b/f	40,508	111,546	-	152,054
Retained profit c/f	(11,047)	161,712	-	150,665

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AS AT 31 JANUARY 2026

39. Change in accounting policy and prior year reclassification (cont'd.)

The effects of adoption of the change in accounting policy and prior year reclassification on the results for the financial year ended 31 January 2025, the financial positions as at 1 February 2024 and 31 January 2025 and the statement of cash flows for financial year ended 31 January 2025 are as follows: (cont'd.)

- i. Reconciliation of statement of comprehensive income for the financial year ended 31 January 2025. (cont'd.)

	As previously stated RM'000	Adoption of FV model for IP (a) RM'000	Reclassi- fication (b) RM'000	As restated RM'000
Company				
Revenue	55,677	-	-	55,677
Operating expenses	(58,981)	38,670	-	(20,311)
Allowance for other receivables	(47)	-	-	(47)
Allowance for amount due from a joint venture	(5,362)	-	-	(5,362)
Allowance for impairment loss on investment in a joint venture	(9,357)	-	-	(9,357)
Fair value gain of investment properties	-	4,478	-	4,478
Other income	1,966	-	-	1,966
(Loss)/profit from operations	(16,104)	43,148	-	27,044
Finance costs	(36,433)	-	-	(36,433)
(Loss)/profit before tax from operations	(52,537)	43,148	-	(9,389)
Taxation	-	-	-	-
(Loss)/profit after tax	(52,537)	43,148	-	(9,389)
Net (loss)/profit for the year	(52,537)	43,148	-	(9,389)
Retained profit b/f	60,723	79,976	-	140,699
Retained profit c/f	8,186	123,124	-	131,310

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

39. Change in accounting policy and prior year reclassification (cont'd.)

The effects of adoption of the change in accounting policy and prior year reclassification on the results for the financial year ended 31 January 2025, the financial positions as at 1 February 2024 and 31 January 2025 and the statement of cash flows for financial year ended 31 January 2025 are as follows: (cont'd.)

ii. Reconciliation of statement of financial position as at 1 February 2024

	As previously stated RM'000	Adoption of FV model for IP (a) RM'000	Reclassi- fication (b) RM'000	As restated RM'000
Group				
Non current assets				
Property, plant and equipment	28,783	-	(8,361)	20,422
Investment properties	507,266	79,976	8,361	595,603
Right of use asset	4,770	-	-	4,770
Investment in associates	22,742	-	-	22,742
Investment in joint venture company	203,595	31,570	-	235,165
Finance lease receivables	31,733	-	-	31,733
Trade and other receivables	4,587	-	-	4,587
	803,476			915,022
Current assets				
Finance lease receivables	5,402	-	-	5,402
Trade and other receivables	19,310	-	-	19,310
Prepayments	1,403	-	-	1,403
Inventories	90	-	-	90
Tax recoverable	705	-	-	705
Other current financial asset	20	-	-	20
Cash and bank balances	38,545	-	-	38,545
	65,475	-	-	65,475
Total assets	868,951	-	-	980,497
Equity and liabilities				
Equity				
Share capital	139,600	-	-	139,600
Other reserves	2,581	-	-	2,581
Retained profits	40,508	111,546	-	152,054
Equity attributable to owners of the parent	182,689	-	-	294,235
Total equity	182,689	-	-	294,235

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AS AT 31 JANUARY 2026

39. Change in accounting policy and prior year reclassification (cont'd.)

The effects of adoption of the change in accounting policy and prior year reclassification on the results for the financial year ended 31 January 2025, the financial positions as at 1 February 2024 and 31 January 2025 and the statement of cash flows for financial year ended 31 January 2025 are as follows: (cont'd.)

ii. Reconciliation of statement of financial position as at 1 February 2024 (cont'd.)

	As previously stated RM'000	Adoption of FV model for IP (a) RM'000	Reclassi- fication (b) RM'000	As restated RM'000
Group				
Current liabilities				
Trade and other payables	167,117	-	-	167,117
Provision	9,774	-	-	9,774
Lease liability	16,306	-	-	16,306
	193,197	-	-	193,197
Non current liabilities				
Deferred tax liabilities	41	-	-	41
Trade and other payables	40,000	-	-	40,000
Lease liability	453,024	-	-	453,024
	493,065	-	-	493,065
Total liabilities	686,262	-	-	686,262
Total equity and liabilities	868,951	-	-	980,497

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

39. Change in accounting policy and prior year reclassification (cont'd.)

The effects of adoption of the change in accounting policy and prior year reclassification on the results for the financial year ended 31 January 2025, the financial positions as at 1 February 2024 and 31 January 2025 and the statement of cash flows for financial year ended 31 January 2025 are as follows: (cont'd.)

ii. Reconciliation of statement of financial position as at 1 February 2024 (cont'd.)

	As previously stated RM'000	Adoption of FV model for IP (a) RM'000	Reclassi- fication (b) RM'000	As restated RM'000
Company				
Non current assets				
Property, plant and equipment	8,916	-	(8,361)	555
Investment properties	507,266	79,976	8,361	595,603
Investment in subsidiaries	3,985	-	-	3,985
Investment in associates	12,000	-	-	12,000
Investment in joint venture company	235,165	-	-	235,165
Finance lease receivables	27,894	-	-	27,894
Trade and other receivables	11,098	-	-	11,098
	806,324			886,300
Current assets				
Finance lease receivables	2,090	-	-	2,090
Trade and other receivables	15,167	-	-	15,167
Prepayments	945	-	-	945
Tax recoverable	621	-	-	621
Other current financial asset	20	-	-	20
Cash and bank balances	32,894	-	-	32,894
	51,737	-	-	51,737
Total assets	858,061	-	-	938,037
Equity and liabilities				
Equity				
Share capital	139,600	-	-	139,600
Other reserves	1,100	-	-	1,100
Retained profits	60,723	79,976	-	140,699
Equity attributable to owners of the parent	201,423	-	-	281,399
Total equity	201,423	-	-	281,399

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39. Change in accounting policy and prior year reclassification (cont'd.)

The effects of adoption of the change in accounting policy and prior year reclassification on the results for the financial year ended 31 January 2025, the financial positions as at 1 February 2024 and 31 January 2025 and the statement of cash flows for financial year ended 31 January 2025 are as follows: (cont'd.)

ii. Reconciliation of statement of financial position as at 1 February 2024 (cont'd.)

	As previously stated RM'000	Adoption of FV model for IP (a) RM'000	Reclassi- fication (b) RM'000	As restated RM'000
Company				
Current liabilities				
Trade and other payables	160,465	-	-	160,465
Lease liability	13,099	-	-	13,099
	173,564	-	-	173,564
Non current liabilities				
Trade and other payables	40,000	-	-	40,000
Lease liability	443,074	-	-	443,074
	483,074	-	-	483,074
Total liabilities	656,638	-	-	656,638
Total equity and liabilities	858,061	-	-	938,037

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AS AT 31 JANUARY 2026

39. Change in accounting policy and prior year reclassification (cont'd.)

The effects of adoption of the change in accounting policy and prior year reclassification on the results for the financial year ended 31 January 2025, the financial positions as at 1 February 2024 and 31 January 2025 and the statement of cash flows for financial year ended 31 January 2025 are as follows: (cont'd.)

iii. Reconciliation of statement of financial position as at 31 January 2025

	As previously stated RM'000	Adoption of FV model for IP (a) RM'000	Reclassi- fication (b) RM'000	As restated RM'000
Group				
Non current assets				
Property, plant and equipment	27,028	-	(8,462)	18,566
Investment properties	456,549	123,124	8,462	588,135
Right of use asset	4,085	-	-	4,085
Investment in associates	24,566	-	-	24,566
Investment in joint venture company	187,221	38,588	-	225,809
Finance lease receivables	25,448	-	-	25,448
Trade and other receivables	8,987	-	-	8,987
	733,884			895,596
Current assets				
Finance lease receivables	2,446	-	-	2,446
Trade and other receivables	15,653	-	-	15,653
Prepayments	1,965	-	-	1,965
Inventories	71	-	-	71
Tax recoverable	743	-	-	743
Other current financial asset	20	-	-	20
Cash and bank balances	41,355	-	-	41,355
	62,253	-	-	62,253
Total assets	796,137	-	-	957,849
Equity and liabilities				
Equity				
Share capital	172,731	-	-	172,731
Other reserves	2,581	-	-	2,581
Redeemable convertible secured loan stocks				
- equity portion	53,199	-	-	53,199
Retained profits	(11,047)	161,712	-	150,665
Equity attributable to owners of the parent	217,464	-	-	379,176
Total equity	217,464	-	-	379,176

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39. Change in accounting policy and prior year reclassification (cont'd.)

The effects of adoption of the change in accounting policy and prior year reclassification on the results for the financial year ended 31 January 2025, the financial positions as at 1 February 2024 and 31 January 2025 and the statement of cash flows for financial year ended 31 January 2025 are as follows: (cont'd.)

iii. Reconciliation of statement of financial position as at 31 January 2025 (cont'd.)

	As previously stated RM'000	Adoption of FV model for IP (a) RM'000	Reclassi- fication (b) RM'000	As restated RM'000
Group				
Current liabilities				
Trade and other payables	18,211	-	-	18,211
Lease liability	18,204	-	-	18,204
	36,425	-	-	36,425
Non current liabilities				
Deferred tax liabilities	21,964	-	-	21,964
Trade and other payables	10,763	-	-	10,763
Redeemable convertible secured loan stocks - liability portion	94,403	-	-	94,403
Lease liability	415,118	-	-	415,118
	542,248	-	-	542,248
Total liabilities	578,673	-	-	578,673
Total equity and liabilities	796,137	-	-	957,849

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39. Change in accounting policy and prior year reclassification (cont'd.)

The effects of adoption of the change in accounting policy and prior year reclassification on the results for the financial year ended 31 January 2025, the financial positions as at 1 February 2024 and 31 January 2025 and the statement of cash flows for financial year ended 31 January 2025 are as follows: (cont'd.)

iii. Reconciliation of statement of financial position as at 31 January 2025 (cont'd.)

	As previously stated RM'000	Adoption of FV model for IP (a) RM'000	Reclassi- fication (b) RM'000	As restated RM'000
Company				
Non current assets				
Property, plant and equipment	9,191	-	(8,462)	729
Investment properties	456,551	123,122	8,462	588,135
Investment in subsidiaries	3,985	-	-	3,985
Investment in associates	12,000	-	-	12,000
Investment in joint venture company	225,808	-	-	225,808
Finance lease receivables	25,448	-	-	25,448
Trade and other receivables	15,498	-	-	15,498
	748,481	-	-	871,603
Current assets				
Finance lease receivables	2,446	-	-	2,446
Trade and other receivables	11,943	-	-	11,943
Prepayments	1,860	-	-	1,860
Tax recoverable	621	-	-	621
Other current financial asset	20	-	-	20
Cash and bank balances	34,562	-	-	34,562
	51,452			51,452
Total assets	799,933	-	-	923,055
Equity and liabilities				
Equity				
Share capital	172,731	-	-	172,731
Other reserves	1,100	-	-	1,100
Redeemable convertible secured loan stocks - equity portion	53,199	-	-	53,199
Retained profits	8,188	123,122	-	131,310
Equity attributable to owners of the parent	235,218	-	-	358,340
Total equity	235,218	-	-	358,340

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39. Change in accounting policy and prior year reclassification (cont'd.)

The effects of adoption of the change in accounting policy and prior year reclassification on the results for the financial year ended 31 January 2025, the financial positions as at 1 February 2024 and 31 January 2025 and the statement of cash flows for financial year ended 31 January 2025 are as follows: (cont'd.)

iii. Reconciliation of statement of financial position as at 31 January 2025 (cont'd.)

	As previously stated RM'000	Adoption of FV model for IP (a) RM'000	Reclassi- fication (b) RM'000	As restated RM'000
Company				
Current liabilities				
Trade and other payables	10,937	-	-	10,937
Lease liability	17,298	-	-	17,298
	28,235	-	-	28,235
Non current liabilities				
Deferred tax liabilities	21,964	-	-	21,964
Trade and other payables	10,763	-	-	10,763
Redeemable convertible secured loan stocks - liability portion	94,403	-	-	94,403
Lease liability	409,350	-	-	409,350
	536,480			536,480
Total liabilities	564,715	-	-	564,715
Total equity and liabilities	799,933		-	923,055

NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

39. Change in accounting policy and prior year reclassification (cont'd.)

The effects of adoption of the change in accounting policy and prior year reclassification on the results for the financial year ended 31 January 2025, the financial positions as at 1 February 2024 and 31 January 2025 and the statement of cash flows for financial year ended 31 January 2025 are as follows: (cont'd.)

iv. Reconciliation of statement of cash flows for the financial year ended 31 January 2025

Group	As previously stated RM'000	Adoption of FV model for IP (a) RM'000	Reclassi- fication (b) RM'000	As restated RM'000
Cashflows from operating activities				
Loss before tax from operations	(51,595)	47,747	2,418	(1,430)
Adjustment for:				
Interest income arising from the unwinding of deposits	(498)	-	-	(498)
Finance income on finance lease receivables	(2,451)	-	-	(2,451)
Interest income from short term deposits	(463)	-	-	(463)
Reversal on amount due to a related company	(3,893)	-	-	(3,893)
Finance costs on redeemable convertible secured loan	4,275	-	-	4,275
Finance costs on lease liabilities	36,664	-	-	36,664
Net unrealised foreign exchange gain	(21)	-	-	(21)
Depreciation of investment properties	36,251	(36,251)	-	-
Depreciation of property, plant and equipment	5,882	-	(2,418)	3,464
Depreciation of right-of-use assets	685	-	-	685
Reversal of provision	(9,044)	-	-	(9,044)
Net provision for amount due from joint venture	5,362	-	-	5,362
Loss on early lease termination	1,011	-	-	1,011
Fair value gain to investment properties	-	(4,478)	-	(4,478)
Share of result of an associate	(2,894)	-	-	(2,894)
Share of result of joint ventures	16,374	(7,018)	-	9,356
Operating profit before working capital changes	35,645	-	-	35,645
Decrease in inventories	19	-	-	19
(Increase)/decrease in receivables and prepayment	5,544	-	-	5,544
Decrease in trade and other payables and provisions	(12,074)	-	-	(12,074)
Cash generated from operating activities	29,134	-	-	29,134
Net tax refund	3	-	-	3
Net cash generated from operating activities	29,137	-	-	29,137

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NOTES TO THE FINANCIAL STATEMENTS

AS AT 31 JANUARY 2026

39. Change in accounting policy and prior year reclassification (cont'd.)

The effects of adoption of the change in accounting policy and prior year reclassification on the results for the financial year ended 31 January 2025, the financial positions as at 1 February 2024 and 31 January 2025 and the statement of cash flows for financial year ended 31 January 2025 are as follows: (cont'd.)

iv. Reconciliation of statement of cash flows for the financial year ended 31 January 2025 (cont'd.)

	As previously stated RM'000	Adoption of FV model for IP (a) RM'000	Reclassi- fication (b) RM'000	As restated RM'000
Company				
Cashflows from operating activities				
Loss before tax from operations	(52,536)	40,729	2,418	(9,389)
Adjustment for:				
Interest income arising from the unwinding of deposits	(498)	-	-	(498)
Finance income on finance lease receivables	(2,253)	-	-	(2,253)
Interest income from short term deposits	(399)	-	-	(399)
Reversal on amount due to a related company	(3,893)	-	-	(3,893)
Finance costs on redeemable convertible secured loan	4,275	-	-	4,275
Finance costs on lease liabilities	36,051	-	-	36,051
Depreciation of investment properties	36,251	(36,251)	-	-
Depreciation of property, plant and equipment	3,318	-	(2,418)	900
Net provision for other receivable	47	-	-	47
Net provision for amount due from joint venture	5,362	-	-	5,362
Impairment loss on investment in investment joint venture	9,357	-	-	9,357
Dividend income from an associate	(1,070)	-	-	(1,070)
Fair value gain to investment properties	-	(4,478)	-	(4,478)
Operating profit before working capital changes	34,012	-	-	34,012
(Increase)/decrease in receivables and prepayment	(2,659)	-	-	(2,659)
Decrease in trade and other payables and provisions	(7,849)	-	-	(7,849)
Cash generated from operating activities	23,504	-	-	23,504
Net tax refund	-	-	-	-
Net cash generated from operating activities	23,504	-	-	23,504

40. Authorisation of financial statements for issue

The financial statements for the financial year ended 31 January 2026 were authorised for issue on 29 May 2026 in accordance with a resolution of the Directors.

DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

Pursuant to Paragraph 9.25A of the MAIN Market Listing Requirements/ Paragraph 9.41(b) of the MAIN Market Listing Requirements/ Rule 9.25A of the ACE Market Listing Requirements/ Rule 6.13A of the LEAP Market Listing Requirements, below are the financial data that are relevant for purpose of Shariah screening by the Shariah Advisory Council of the Securities Commission Malaysia. These include financial data on Shariah non-permissible income arising from the Group's business activities and interest-based financial position.

(A) Group Total Income and Total Assets

	Remarks	Group	
		2026 RM	2025 RM
Total Income			
Revenue		59,474,939	82,928,000
Other income		1,218,679	9,440,000
Share of result of associates		5,107,080	2,893,710
Share of result of joint ventures		23,856,827	(9,355,780)
Total		89,657,525	85,905,930
Total Assets		958,359,000	957,849,000

(B) Business Activities

		Group	
		2026 RM	2025 RM
Remarks			
Shariah Non-Compliant Activities			
Interest income	Interest bearing account	2,762	136,698
Interest income	FD - Conventional	25,869	55,492
Total		28,631	192,190

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DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

(C) Component of Financial Position

i) Cash Component

Remarks	Group	
	2026 RM	2025 RM
Islamic Account/Instruments		
Cash at bank (exclude cash in hand)	4,449,433	11,358,045
Short-term deposits	24,586,532	20,000,000
Total	29,035,965	31,358,045
Conventional Account/Instruments		
Cash at bank (exclude cash in hand) Interest bearing account	167,666	8,396,797
Short-term deposits FD - Conventional	1,500,000	1,600,000
Total	1,667,666	9,996,797

ii) Debt Component

Remarks	Group	
	2026 RM	2025 RM
Islamic Financing		
Current	N/A	N/A
Non-Current	N/A	N/A
Total	N/A	N/A
Conventional Borrowing		
Current	N/A	N/A
Non-Current		
Debentures RCLS	102,052,202	94,403,352
Total	102,052,202	94,403,352

PARTICULARS OF PROPERTIES

AS AT 31 JANUARY 2026

Address	Description/ Existing Use	Land Area (in square meter)	Lease Expiry Date	Approximate Age of Building (years)	Net Book Value (RM'000)/ Date of Acquisition/ Revaluation/ Remeasurement
Lot No. 10, Jalan Tandang, Seksyen 28, 46050 Petaling Jaya, Selangor	Warehouse, office and store	49,927	20.06.2033	35 – 65	25,448 ^{1/} 06.05.1988
P.T. No. 10A, Jalan Tandang, Seksyen 28, 46050 Petaling Jaya, Selangor	Warehouse, office and store	5,681	03.01.2057	49	15,885 ^{2/} 06.05.1988
Lot 5, Jalan 219, Lebuhraya Persekutuan, 46100 Petaling Jaya, Selangor	Commercial Building	4,047	16.03.2068	44	19,000 ^{2/} 13.09.1988
No. 7, Jalan Tasik, The Mines Resort City, 43300 Seri Kembangan, Selangor	Office Building	22,379	20.03.2091	27	126,702 ^{2/} 16.12.1999
70% of office building through Master Lease Agreement	Office Building	41,708	30.09.2036	5	421,035 ^{2/} 31.01.2025
Permata Sapura, Lot 91, Jalan Kia Peng, 50450 Kuala Lumpur					

Notes:

^{1/} Represents the carrying value reflected as Finance Lease Receivables in Note 17 of the audited financial statements.

^{2/} Represents the fair value as at the reporting date, following the Group's transition to the fair value model.

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ANALYSIS OF SHAREHOLDINGS

AS AT 30 APRIL 2026

Total Number of Issued Shares : 259,257,142 ordinary shares
 Class of Shares : Ordinary Shares
 Voting rights : One vote per ordinary share
 No. of shareholders : 5,031

Size of Shareholdings	No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholdings
Less than 100	678	13.48	5,762	0.00
100 - 1,000	2,011	39.97	1,583,574	0.61
1,001 - 10,000	1,731	34.41	6,955,752	2.68
10,001 - 100,000	483	9.60	15,692,323	6.05
100,001 to less than 5% of issued shares	126	2.50	54,975,040	21.21
5% and above of issued shares	2	0.04	180,044,691	69.45
Total	5,031	100.00	259,257,142	100.00

DIRECTORS' SHAREHOLDINGS AS AT 30 APRIL 2026

Name of Directors	Direct Interest	%	Deemed Interest	%
Tan Sri Dato' Seri Shahril bin Shamsuddin	47,733,901	18.41	133,440,290*	51.47
Ahmad Jauhari bin Yahya	-	-	-	-
Andrew Heng	-	-	-	-
Dr. Yap Lang Ling	-	-	-	-
Reza bin Abdul Rahim	-	-	-	-
Datuk Megat Abdul Munir bin Megat Abdullah Rafaie (Alternate Director to Tan Sri Dato' Seri Shahril bin Shamsuddin)	-	-	-	-
Nik Aisyah Amirah binti Mansor	-	-	-	-
Aiza Azreen binti Ahmad	-	-	-	-

* Deemed interested by virtue of his direct and indirect interests in Sapura Holdings Sdn. Bhd. and its wholly-owned subsidiaries, namely Sapura Capital Sdn. Bhd., Indera Permai Sdn. Bhd. and Jurudata Sdn. Bhd. (as the case may be) pursuant to Section 8 of the Companies Act 2016 ("the Act").

SUBSTANTIAL SHAREHOLDERS AS AT 30 APRIL 2026

Name of Substantial Shareholders	Direct Interest	%	Deemed Interest	%
Sapura Holdings Sdn. Bhd.	132,310,790	51.03	1,129,500 ⁽¹⁾	0.44
Tan Sri Dato' Seri Shahril bin Shamsuddin	47,733,901	18.41	133,440,290 ⁽²⁾	51.47
Dato' Shahrman bin Shamsuddin	83,250	0.03	133,440,290 ⁽²⁾	51.47
Brothers Capital Sdn. Bhd.	-	-	133,440,290 ⁽³⁾	51.47

⁽¹⁾ Deemed interested by virtue of its direct interests in its wholly-owned subsidiaries, being Sapura Capital Sdn. Bhd., Indera Permai Sdn. Bhd. and Jurudata Sdn. Bhd. pursuant to Section 8 of the Act.

⁽²⁾ Deemed interested by virtue of his direct and indirect interests in Sapura Holdings Sdn. Bhd. and its wholly-owned subsidiaries, namely Sapura Capital Sdn. Bhd., Indera Permai Sdn. Bhd. and Jurudata Sdn. Bhd. (as the case may be) pursuant to Section 8 of the Act.

⁽³⁾ Deemed interested by virtue of its direct interest in Sapura Holdings Sdn. Bhd. pursuant to Section 8 of the Act.

ANALYSIS OF SHAREHOLDINGS

AS AT 30 APRIL 2026

THIRTY (30) LARGEST SHAREHOLDERS BASED ON RECORD OF DEPOSITORS AS AT 30 APRIL 2026

No.	Category	No. of Shares	%
1	Sapura Holdings Sdn. Bhd.	132,310,790	51.04
2	Shahril bin Shamsuddin	47,733,901	18.41
3	Native Ventures Sdn. Bhd.	3,385,000	1.31
4	Moomoo Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account For Ng Hoon Ho	3,000,400	1.16
5	Lim Boon Liat	2,294,000	0.89
6	Choot Ewe Hin	2,034,500	0.79
7	Tan Yee Kong	1,858,000	0.72
8	Tan Boon Leong	1,785,600	0.69
9	Tan Yee Seng	1,486,000	0.57
10	Ong Seow En	1,400,000	0.54
11	Leong Hon Wah	1,300,000	0.50
12	Low Ah Soi @ Low Cheong Meng	1,240,000	0.48
13	CGS International Nominees Malaysia (Tempatan) Sdn. Bhd. Pledged Securities Account for Low Mei Wan (D'Wangsa-CL)	1,152,000	0.44
14	Public Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Tam Seng @ Tam Seng Sen (E-PTS)	1,100,000	0.42
15	CIMSEC Nominees (Tempatan) Sdn. Bhd. CIMB for Sapura Capital Sdn. Bhd. (PB)	1,098,500	0.42
16	Affin Hwang Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Tan Kian Aik	1,000,701	0.39
17	Kenanga Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Mary Anne Woon Lai Kheng	955,100	0.37
18	RHB Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Ng Chin Chai	940,000	0.36
19	Tan Hock Kien	848,000	0.33
20	Public Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Chow Soon Fong (E-MLB/JPP)	810,000	0.31
21	Yow Wang Yip	750,000	0.29
22	Tan Seow Cheng	741,000	0.29
23	Lam Pun Ying	727,100	0.28
24	Public Nominees (Tempatan) Sdn. Bhd. Pledged Securities Account for Chow Soon Meng (E-MLB/JPP)	700,000	0.27
25	Lee Kim Seng	655,000	0.25
26	Ng Chin Chai	616,400	0.24
27	Tan Tiong Hua	560,000	0.22
28	Phan Choon Lean	558,000	0.22
29	Wong Thong Man	543,000	0.21
30	Kee Tuang Piau	535,000	0.21

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ADMINISTRATIVE DETAILS

FOR SHAREHOLDERS/PROXIES ATTENDING THE SIXTY-NINTH ANNUAL GENERAL MEETING ("69TH AGM")

DATE, TIME AND VENUE OF AGM

Date : Wednesday, 15 July 2026

Time : 10.00 a.m.

Venue : Exhibition Hall 8A, Level 4, Kuala Lumpur Convention Centre, Kuala Lumpur City Centre, 50088 Kuala Lumpur, Malaysia

REGISTRATION

- (a) The registration will commence at 8:00 a.m. and will close at a time as directed by the Chairman of the AGM. At the closure thereof, no person will be allowed to register for the AGM and to enter the meeting venue and no identification tag (as referred to under item (e) hereinafter) will be allocated.
- (b) Please read the signage to ascertain the registration counter to register yourself for the AGM and join the queue accordingly.
- (c) Please produce your original identity card ("IC")/passport to the Share Registrar for verification. Kindly make sure you collect your IC/passport thereafter.
- (d) No person will be allowed to register on behalf of another person even with the original IC/Passport of that person.
- (e) You will be given an identification tag upon verification and registration. Strictly, only person with the identification tag and above the age of 18 will be allowed to enter the meeting venue. There will be no replacement in the event that you lose or misplace the identification tag.
- (f) If you have any questions, please proceed to Help Desk Counter.

SEATING ARRANGEMENTS FOR THE AGM

- (a) Shareholders and proxies are free to sit anywhere they please.
- (b) Shareholders and proxies will be allowed to enter the meeting venue upon registration.
- (c) All shareholders and proxies are encouraged to be seated at least ten (10) minutes before the commencement of the AGM.

MOBILE DEVICES

Kindly switch off or turn to silent mode all mobile devices (i.e. phones/pagers/other sound emitting devices) during the AGM to ensure smooth proceedings.

PERSONAL BELONGINGS

Kindly take care of your personal belongings. The organiser will not be held responsible for any loss of items.

ADMINISTRATIVE DETAILS

FOR SHAREHOLDERS/PROXIES ATTENDING THE SIXTY-NINTH ANNUAL GENERAL MEETING ("69TH AGM")

PARKING

Parking is available at Kuala Lumpur Convention Centre (basement parking) based on first-come, first-served basis.

NO DISTRIBUTION OF DOOR GIFTS

For the upcoming AGM, there will be no distribution of door gifts for Members/Proxies who participate in the AGM.

NO RECORDING OR PHOTOGRAPHY

No recording or photography of the AGM proceedings is allowed without the prior written permission of the Company.

REFRESHMENTS

Pre-packed food can be redeemed at the food counter located at Hall 8B from 8:00 a.m. to 11:00 a.m.

VOTING PROCEDURE

Pursuant to Paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, all resolutions as set out in the Notice of AGM will be put to vote by poll.

The polling processes will be managed by the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd. as Poll Administrator, and Sky Corporate Services Sdn. Bhd. as independent scrutineers appointed to verify and validate the results of the poll at the AGM.

ENQUIRIES

If you have any enquiries prior to the AGM, please contact the following persons during office hours from Monday to Friday (8:30 a.m. – 5:30 p.m.):

Boardroom Share Registrars Sdn. Bhd.

11th Floor, Menara Symphony
No. 5 Jalan Prof. Khoo Kay Kim
Seksyen 13, 46200 Petaling Jaya
Selangor Darul Ehsan

Email: BSR.Helpdesk@boardroomlimited.com

Sapura Resources Berhad

Encik Safarizal Sanusi / Encik Huzaifah Hibatur Rahman
Telephone No. : +603 8949 7000
Fax No. : +603 8949 7046

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FORM OF PROXY

No. of Shares Held	
CDS Account No.	
Telephone No.	



SAPURA RESOURCES BERHAD

[195701000235 (3136-D)]

(Incorporated in Malaysia)

I/We _____ (NRIC/Passport No.) _____

(Full name as per NRIC/Certificate of incorporation in CAPITAL letters)

of _____

(Full address)

_____ (Full address)

being a member of **SAPURA RESOURCES BERHAD**, hereby appoint _____

(Full name as per NRIC in CAPITAL letters)

and or failing *him/her _____ (NRIC/Passport No./Email) _____

of _____

and or failing *him/her _____ (NRIC/Passport No./Email) _____

(Full name as per NRIC in CAPITAL letters)

of _____

or failing *him/her, the *Chairman of the Meeting, as *my/our proxy to vote for *me/us on *my/our behalf at the Sixty-Ninth ("69th") Annual General Meeting ("AGM") of Sapura Resources Berhad to be held at Exhibition Hall 8A, Level 4, Kuala Lumpur Convention Centre, Kuala Lumpur City Centre, 50088 Kuala Lumpur, Malaysia on Wednesday, 15 July 2026 at 10:00 a.m., and any adjournment thereof and to vote as indicated below:

Resolution No.	Resolutions	For	Against
Ordinary Business:			
Ordinary Resolution 1	To approve the payment of Directors' fees amounting to RM544,900 for the financial year ended 31 January 2026.		
Ordinary Resolution 2	To approve the payment of Directors' fees up to an amount of RM773,500 for the period from 1 February 2026 until the conclusion of the next AGM of the Company to be held in 2027.		
Ordinary Resolution 3	To approve the payment of Directors' benefits payable up to an amount of RM60,000 for the period from 16 July 2026 until the conclusion of the next AGM of the Company to be held in 2027.		
Ordinary Resolution 4	To re-elect Tan Sri Dato' Seri Shahril bin Shamsuddin, who retires by rotation in accordance with Clause 116 of the Company's Constitution and, being eligible, offers himself for re-election.		
Ordinary Resolution 5	To re-elect Encik Reza bin Abdul Rahim, who retires by rotation in accordance with Clause 116 of the Company's Constitution and, being eligible, offers himself for re-election.		
Ordinary Resolution 6	To re-appoint Ernst & Young PLT as Auditors of the Company until the conclusion of the next AGM and to authorise the Directors to fix their remuneration.		
Special Business:			
Ordinary Resolution 7	Authority to Allot and Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016.		

Please indicate with an "X" in the space above how you wish your vote to be cast. If no specific direction as to voting is given, the Proxy will vote or abstain from voting at his/her discretion.

Dated this _____ day of _____, 2026

Signature / Common Seal of Shareholder

* Strike out whichever is not applicable

For appointment of two proxies, the percentage of shareholdings to be represented by the proxies:

	No. of shares	Percentage
Proxy 1		
Proxy 2		
Total		100%

NOTES:

1. This is a physical AGM. Shareholders and/or proxies are invited to attend **in-person** only.
2. In respect of deposited securities, only members whose names appear on the Record of Depositors as at 8 July 2026 (General Meeting Record of Depositors) shall be entitled to participate, speak and vote at this Meeting.
3. A member of the Company who is entitled to participate and vote at the meeting, shall be entitled to appoint more than one (1) proxy to participate, speak and vote in his stead. Where a member appoints more than one (1) proxy in relation to a meeting, the member shall specify the proportion of his/her shareholdings to be represented by each proxy, failing which the appointment shall be invalid.
4. A proxy may but need not be a member of the Company and a member may appoint any person to be his proxy without limitation. There shall be no restriction as to the qualification of the proxy. A proxy appointed to participate and vote at the meeting shall have the same rights as the member to participate, speak and vote at the meeting.
5. The instrument appointing a proxy shall be in writing under the hand of the member or of his attorney duly authorised in writing or, if the member is a corporation, shall either be executed under the corporation's common seal or under the hand of an officer or attorney duly authorised.
6. Where a member of the Company is an Exempt Authorised Nominee as defined under the Securities Industry (Central Depositories) Act 1991 which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("**omnibus account**"), there is no limit to the number of proxies which the Exempt Authorised Nominee may appoint in respect of each omnibus account it holds.

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7. Publication of Notice of 69th AGM on corporate website

Pursuant to Section 320(2) of the Companies Act 2016 ("**the Act**"), a copy of this Notice together with the proxy form and Administrative Guide, are available at the corporate website of the Company at <http://www.sapura-resources.com>.

8. Appointment of Proxy(ies)

The instrument appointing a proxy and the power of attorney or other authority, if any, under which it is signed or a duly notarised certified copy of that power or authority, shall be deposited at the Company's Share Registrar, Boardroom Share Registrars Sdn. Bhd. of 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than forty-eight (48) hours before the time appointed for holding the meeting, i.e., not later than 13 July 2026 at 10:00 a.m. or adjournment thereof.

9. Alternatively, the proxy form can be deposited electronically through the Share Registrar's website, Boardroom Smart Investor Online Portal at <https://investor.boardroomlimited.com> to login and deposit your proxy form electronically not less than forty-eight (48) hours before the time appointed for holding the meeting or adjournment thereof.

The lodging of the Proxy Form does not preclude any shareholder from participating and voting at the meeting should any shareholder subsequently wish to do so, provided that a Notice of Termination of Authority to act as Proxy is given to the Company and deposited at the office of Share Registrar of the Company, Boardroom Share Registrars Sdn. Bhd. at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor Darul Ehsan not less than twenty-four (24) hours before the time stipulated for holding the meeting or any adjournment thereof.

All resolutions set out in the Notice of the Meeting are to be voted by poll voting as per paragraph 8.29A(1) of the Main Market Listing Requirements of Bursa Securities via the RPV facilities.

10. Corporate Representatives

As an alternative to the appointment of a proxy, a corporate member may appoint its corporate representative to attend the 69th AGM pursuant to Section 333 of the Act. For this purpose and pursuant to Section 333(5) of the Act, the corporate member shall be provided a certificate under its common seal as prima facie evidence of the appointment of the corporate representative.

Personal data privacy:

By submitting an instrument appointing a proxy(ies) and/or representative(s) to participate, speak and vote at the AGM and/or any adjournment thereof, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies and representatives appointed for the AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the AGM (including any adjournment thereof), and in order for the Company (or its agents) to comply with any applicable laws, listing rules, regulations and/or guidelines (collectively, the "**Purposes**"), (ii) warrants that where the member discloses the personal data of the member's proxy(ies) and/or representative(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) and/or representative(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) and/or representative(s) for the Purposes, and (iii) agrees that the member will indemnify the Company in respect of any penalties, liabilities, claims, demands, losses and damages as a result of the member's breach of warranty.

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The Share Registrar
BOARDROOM SHARE REGISTRARS SDN BHD
(Registration No.: 199601006647 (378993-D))

11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim
Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan

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Sapura Resources Berhad

195701000235 (3136-D)

Sapura@Mines

No. 7, Jalan Tasik

The Mines Resort City

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