# TWL HOLDINGS BERHAD

199401039944 (325631- V)

*(Incorporated in Malaysia)*

## CONDENSED CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME

**FOR THE QUARTER ENDED 31 DECEMBER 2025**

(The figures have not been audited)

| | NOTE | INDIVIDUAL QUARTER 3 MONTHS ENDED 31-12-25 RM'000 | INDIVIDUAL QUARTER 3 MONTHS ENDED 31-12-24 RM'000 | CUMULATIVE QUARTER 6 MONTHS CUMULATIVE TO DATE 31-12-25 RM'000 | CUMULATIVE QUARTER 6 MONTHS PRECEDING YEAR TO DATE 31-12-24 RM'000 |
|---|---|---|---|---|---|
| Revenue | A8 | 41,558 | 20,847 | 68,331 | 40,099 |
| Cost of sales | | (29,145) | (11,106) | (43,567) | (23,160) |
| **Gross profit/(loss) from operation** | | **12,413** | **9,741** | **24,764** | **16,939** |
| Other income | | 14 | 110 | 8,222 | 185 |
| Depreciation of Property, Plant and Equipmnt | | (159) | (159) | (300) | (410) |
| Administrative expenses | | (2,044) | (2,496) | (4,683) | (4,319) |
| **Profit/ (Loss) from operation** | | **10,224** | **7,196** | **28,003** | **12,395** |
| Finance costs | | (419) | (1,120) | (827) | (1,322) |
| **Share-based payments (ESOS)** | | **-** | **-** | **(5,580)** | **-** |
| Profit/(loss) before tax | | **9,805** | **6,076** | **21,596** | **11,073** |
| Taxation | B5 | (347) | (992) | (3,005) | (2,599) |
| Profit/(loss) for the period | | **9,458** | **5,084** | **18,591** | **8,474** |
| Other comprehensive income | | - | - | - | - |
| Total comprehensive income/(loss) for the period | | **9,458** | **5,084** | **18,591** | **8,474** |
| Total comprehensive income/(loss) Attributable to : | | | | | |
| Owners of the parent | | 6,123 | 5,088 | 15,308 | 8,478 |
| Non Controlling Interests | | 3,335 | (4) | 3,283 | (4) |
| | | 9,458 | 5,084 | 18,591 | 8,474 |
| Earnings per share ( sen ) | | | | | |
| Basic | B14 | 0.14 | 0.08 | 0.28 | 0.14 |

**The Condensed Consolidated Statement of Profit or Loss and Other Comprehensive Income should be read in conjunction with the Audited Financial Statements for the financial period ended 30 June 2025 and the accompanying explanatory notes attached to the interim financial statements.**

**TWL HOLDINGS BERHAD**
199401039944 (325631- V)
*(Incorporated in Malaysia)*

## CONDENSED CONSOLIDATED STATEMENT OF FINANCIAL POSITION
### FOR THE QUARTER ENDED 31 DECEMBER 2025

| | UNAUDITED AS AT 31/12/2025 RM'000 | AUDITED AS AT 30/06/2025 RM'000 |
|---|---|---|
| **ASSETS** | | |
| **Non-Current Assets** | | |
| Property, plant and equipment | 2,217 | 2,433 |
| Inventories | 322,620 | 365,726 |
| Trade receivables | 5,662 | 13,027 |
| Other receivables | - | 21,265 |
| Deferred tax assets | 1,334 | - |
| Right-of-use assets | 3,656 | 3,528 |
| | 335,489 | 405,979 |
| **Current Assets** | | |
| Inventories | 211,634 | 88,775 |
| Contract assets | 96,972 | 52,117 |
| Trade receivables | 24,191 | 4,843 |
| Other receivables | 61,699 | 76,036 |
| Fixed deposit placed with Financial institutions | 922 | 952 |
| Cash and bank balances | 36,507 | 67,313 |
| | 431,925 | 290,036 |
| **TOTAL ASSETS** | 767,414 | 696,015 |
| **EQUITY AND LIABILITIES** | | |
| Share capital | 454,503 | 441,317 |
| RCULS Equity | 11,307 | 11,515 |
| Reserves | 100,214 | 85,335 |
| Equity attributable to owners of the parent | 566,024 | 538,167 |
| Non-controlling interest | 38,595 | 34,882 |
| **TOTAL EQUITY** | 604,619 | 573,049 |
| **Non Current Liabilities** | | |
| RCULS - Liabilities | - | 1,651 |
| Borrowings | 25,000 | 23,253 |
| Deferred tax Liabilities | 18,813 | 17,859 |
| Lease Liabilities | 1,100 | 2,070 |
| | 44,913 | 44,833 |
| **Current Liabilities** | | |
| RCULS - Liabilities | 2,556 | 1,430 |
| Trade payables | 13,847 | 5,708 |
| Other payables | 24,398 | 4,596 |
| Amount due to Directors | 583 | 527 |
| Tax payable | 19,460 | 18,091 |
| Borrowings | 55,174 | 46,866 |
| Lease Liabilities | 1,864 | 915 |
| | 117,882 | 78,133 |
| **TOTAL LIABILITIES** | 162,795 | 122,966 |
| **TOTAL EQUITY & LIABILITIES** | 767,414 | 696,015 |
| **Net assets per share (RM)** | 0.09 | 0.09 |
| | - | - |

**The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial period ended 30 June 2025 and the accompanying explanatory notes attached to the interim financial statements.**

# TWL HOLDINGS BERHAD

199401039944 (325631- V)

*(Incorporated in Malaysia)*

## CONDENSED CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

**FOR THE QUARTER ENDED 31 DECEMBER 2025**

(The figures have not been audited)

| | Attributable to owners of the Company | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| | Non-distributable | | | | Distributable | | | |
| | Share capital RM'000 | Warrant Reserve RM'000 | ESOS Reserve RM'000 | RCULS - Equity RM'000 | Retained Earnings RM'000 | Total Equity RM'000 | Non-Controlling Interests RM'000 | Total Equity RM'000 |
| **Balance as at 1 July 2025** | 441,317 | 5,672 | - | 11,515 | 79,663 | 538,167 | 34,882 | 573,049 |
| Profit for the financial period | - | - | - | - | 14,766 | 14,766 | 3,773 | 18,539 |
| **Transactions with owners** | | | | | | | | |
| Issuance of shares pursuant to : | | | | | | | | |
| - Conversion of Rdeemable Convertible Nootes ("RCN") | - | - | - | - | - | - | - | - |
| - Rights Issue With Warrants | - | - | - | - | - | - | - | - |
| - Fair Value of Warrants | - | - | - | - | - | - | - | - |
| - Exercise ESOS | 12,982 | - | - | - | - | 12,982 | - | 12,982 |
| - Exercise of Warrants | | | - | - | - | - | - | - |
| - Conversion of RCULS | 204 | 53 | - | (208) | - | 49 | - | 49 |
| Issuance of Warrants | - | | - | - | - | - | - | - |
| Issuance of RCULS | - | - | - | - | - | - | - | - |
| Share issuance expenses : | | | | | | | | |
| - Conversion of RCN | - | - | - | - | - | - | - | - |
| - Exercise of ESOS | - | - | - | - | - | - | - | - |
| Cancellation of ESOS | - | - | - | - | - | - | - | - |
| Expiry of unexercised warrants 2021/2024 | | | | - | - | - | - | - |
| **Total transactions with owners** | 13,186 | 53 | - | (208) | - | 13,031 | - | 13,031 |
| **At 30 September 2025** | 454,503 | 5,725 | - | 11,307 | 94,429 | 565,964 | 38,655 | 604,619 |
| **At 1 July 2024** | 417,916 | 19,575 | - | 13,431 | 35,630 | 486,552 | 4 | 486,556 |
| Profit/(Loss) for the financial year, representing total comprehensive income/(loss) for the financial year | - | - | - | - | 36,559 | 36,559 | (459) | 36,100 |
| **Transactions with owners :** | | | | | | | | |
| Issuance of shares pursuant to : | | | | | | | | |
| - Exercise of warrant | 20,117 | (6,429) | - | - | - | 13,688 | - | 13,688 |
| - Conversion of RCULS | 3,284 | - | - | (1,916) | - | 1,368 | - | 1,368 |
| Expiry of unexercised Warrants D | - | (7,474) | - | - | 7,474 | - | - | - |
| Acquisition of subsidiary company | - | - | - | - | - | - | 35,337 | 35,337 |
| **Total transactions with owners** | 23,401 | (13,903) | - | (1,916) | 7,474 | 15,056 | 35,337 | 50,393 |
| **At 30 June 2025** | 441,317 | 5,672 | - | 11,515 | 79,663 | 538,167 | 34,882 | 573,049 |

**The Condensed Consolidated Statement of Changes in Equipty should be read in conjunction with the Audited Financial Statements for the financial period ended 30 June 2025 and the accompanying explanatory notes attached to the interim financial statements.**

**TWL HOLDINGS BERHAD**
199401039944 (325631- V)
*(Incorporated in Malaysia)*

## CONDENSED CONSOLIDATED STATEMENT OF CASH FLOWS
**FOR THE QUARTER ENDED 31 DECEMBER 2025**
(The figures have not been audited)

| | 2026<br>06 months ended<br>31 December<br>RM'000 | 2025<br>12 months ended<br>30 June<br>RM'000 |
|---|---|---|
| **CASH FLOWS FROM OPERATING ACTIVITIES** | | |
| Profit/(Loss) before tax | 21,596 | 42,018 |
| | | |
| Adjustments for: | | |
| Depreciation of property, plant and equipment | 235 | 686 |
| Amortisation of right-of-use assets | 129 | 675 |
| Impairment losses on :- | | |
| - Trade receivables | 43 | 43 |
| Property, Plant and equipment written off | 11 | - |
| Interest income | (659) | (658) |
| Interest expenses | 4,017 | 4,019 |
| Gain on bargain purchase arising from acquisition of subsidiary companies | - | (21,199) |
| Gain on disposal of subsidiary | (8,192) | - |
| Gain on modification of lease terms | (63) | (2) |
| | | |
| **Operating profit/(loss) before working capital changes** | 17,117 | 25,582 |
| | | |
| Changes in working capital : | | |
| Inventories | (3,255) | (2,676) |
| Contract Assets | (44,856) | (40,004) |
| Receivables | 27,184 | (43,385) |
| Payables | (20,132) | 1,877 |
| **Cash generated from/ (used in) operations** | (23,942) | (58,606) |
| Interest received | 659 | 658 |
| Interest paid | (4,176) | (4,179) |
| Tax paid | (1,002) | (1,002) |
| **Net cash from/( used in) operating activities** | (28,461) | (63,129) |
| | | |
| **CASH FLOWS FROM INVESTING ACTIVITIES** | | |
| Acquisition of subsidiary companies, net of cash acquired | - | (15,578) |
| Purchase of property,plant and equipment | (59) | (1,079) |
| Purchase of right-of-use assets | 527 | (265) |
| Net Changes of fixed deposit | 29 | (30) |
| **Net cash (used in)/from investing activities** | 497 | (16,952) |
| | | |
| **CASH FLOWS FROM FINANCING ACTIVITIES** | | |
| Repayment of lease liabilities | (756) | (756) |
| Proceeds from borrowings | - | 50,649 |
| Repayment of borrowings | (9,665) | (13,780) |
| RCULS coupon payment | - | (1,251) |
| Net changes in amount due to Directors | 56 | (5) |
| Proceeds fron exercise of warrants | - | 13,688 |
| Proceeds from issuance of ESOS | 7,494 | - |
| Proceeds from conversion of RCULS | - | 1,262 |
| **Net cash from financing activities** | (2,871) | 49,807 |
| | | |
| **NET INCREASE/(DECREASE) IN CASH AND CASH EQUIVALENTS** | (30,835) | (30,274) |
| **CASH AND CASH EQUIVALENTS AT BEGINNING OF THE FINANCIAL PERIOD** | 67,342 | 97,616 |
| **CASH AND CASH EQUIVALENTS AT END OF THE PERIOD** | 36,507 | 67,342 |
| | | |
| Fixed deposits with financial institutions | 922 | 951 |
| Cash and bank balances | 36,507 | 67,313 |
| | 37,429 | 68,264 |
| Less : Fixed deposit pledged to banks | (920) | (920) |
| Fixed deposit with licensed banks with maturity more than three months | (2) | (2) |
| | 36,507 | 67,342 |

**The Condensed Consolidated Statement of Financial Position should be read in conjunction with the Audited Financial Statements for the financial period ended 30 June 2025 and the accompanying explanatory notes attached to the interim financial statements.**

## A. Notes To The Interim Financial Statements

### A1. Basis of Preparation

The interim financial statements are unaudited but have been prepared in accordance with the requirements of Malaysian Financial Reporting Standards (MFRS) 134: Interim Financial Reporting issued by the Malaysia Accounting Standards Board (MASB) and paragraph 9.22 and Appendix 9B of the Listing Requirements of Bursa Malaysia Securities Berhad ("Bursa Malaysia").

The interim financial statements should be read in conjunction with the audited financial statements for the financial period ended 30 June 2024. These explanatory notes attached to the interim financial statements provide an explanation of events and transactions that are significant to an understanding of the changes in the financial position and performance of the Group since the financial year ended 30 June 2025.

The Auditors' Report on the preceding financial statements for the financial year ended 30 June 2025 was not qualified.

### A2. Changes in Accounting Policies

The significant accounting policies adopted during the current quarter under review are consistent with Malaysian Financial Reporting Standards.

### A3. Seasonality or cyclicality of operations

The principal business operations of the Group are not materially affected by seasonal or cyclical factors.

### A4. Unusual Items Due to their Nature, Size or Incidence

There were no unusual items affecting assets, liabilities, equity, net income, or cash flows during the period ended 31 December 2025.

### A5. Changes in Estimates

There were no changes in estimates that have had any material effect in the current quarter.

### A6. Debt and Equity Securities

There were no issuance and repayment of debts and equity securities, share buy-backs, share cancellations, shares held as treasury shares and resale of treasury shares during the period ended 31 December 2025.

### A7. Dividends Paid

No dividend was paid or declared during the current financial year-to-date.

## A8. Segmental results for the financial period ended 31 December 2025 are as follows:

| Cumulative to date | Plantation | | Property Development and Construction | | Batching Plant | | Trading | | Others* | | Eliminations | | Consolidated | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | 2026 | 2025 | 2026 | 2025 | 2026 | 2025 | 2026 | 2025 | 2026 | 2025 | 2026 | 2025 | 2026 | 2025 |
| | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 | RM'000 |
| Revenue | | | | | | | | | | | | | | |
| External sales | - | - | 68,079 | 39,835 | - | - | - | - | 252 | 264 | - | - | 68,331 | 40,099 |
| Inter-segment sales | - | - | 57,035 | 21,619 | 3,145 | 4,125 | - | - | - | - | (60,180) | (25,744) | - | - |
| | - | - | 125,114 | 61,454 | 3,145 | 4,125 | - | - | 252 | 264 | (60,180) | (25,744) | 68,331 | 40,099 |
| Results | | | | | | | | | | | | | | |
| Segment results | (44) | (107) | 21,653 | 10,791 | 122 | 1,030 | (325) | (1) | (6,284) | (89) | 7,301 | 771 | 22,423 | 12,395 |
| Loss from operations | | | | | | | | | | | | | 22,423 | 12,395 |
| Finance costs | | | | | | | | | | | | | (827) | (1,322) |
| Taxation | | | | | | | | | | | | | (3,005) | (2,599) |
| Net profit/ (loss) for the period | | | | | | | | | | | | | 18,591 | 8,474 |

**Others represent investment holding & dormant companies*

**A9. Carrying Amount of Revalued Assets**

There is no revaluation of assets carried out during the current quarter.

The valuations of freehold land and buildings have been brought forward without amendment from the previous annual financial statements.

**A10. Material Subsequent Events**

There were no material subsequent events as at 31 December 2025.

**A11. Changes in the Composition of the Group**

There is no changes in the composition of the Group as at 31 December 2025.

**A12. Changes in Contingent Assets and Contingent Liabilities**

The group has no contingent assets and contingent liabilities as at 31 December 2025.

**A13. Capital Commitments**

There were no capital commitments as at 31 December 2025.

**A14. Related Party Transactions**

The group related party transactions as at 31 December 2025 are for the rental of office premises amounting to RM300,147.00.

## B. Notes Pursuant to Appendix 9B of Main Market Listing Requirements of Bursa Malaysia Securities Berhad

## B1. Review of Performance

| | INDIVIDUAL PERIOD 3 MONTHS | | | CUMULATIVE PERIOD 6 MONTHS | | |
|---|---|---|---|---|---|---|
| | CURRENT YEAR QUARTER 31/12/2025 RM'000 | PRECEDING YEAR CORRESPONDING QUARTER 31/12/2024 RM'000 | CHANGES AMOUNT (%) | CURRENT YEAR TO-DATE 31/12/2025 RM'000 | PRECEDING YEAR CORRESPONDING PERIOD 31/12/2024 RM'000 | CHANGES AMOUNT (%) |
| Revenue | 41,558 | 20,847 | 99 | 68,331 | 40,099 | 70 |
| Gross profit/(loss) from operation | 12,413 | 9,741 | 27 | 24,764 | 16,939 | 46 |
| Profit/ (Loss) from operation | 10,224 | 7,196 | 42 | 28,003 | 12,395 | 126 |
| Profit/(loss) before tax | 9,805 | 6,076 | 61 | 21,596 | 11,073 | 95 |
| Profit/(loss) for the period | 9,458 | 5,084 | 86 | 18,591 | 8,474 | 119 |
| Total comprehensive (loss)/income attributable to Equity holders of the company | 9,458 | 5,084 | 86 | 18,591 | 8,474 | 119 |

### a) Current Quarter vs Previous Year Corresponding Quarter

The Group posted operating revenue of RM41.558 million in current period quarter mainly from sales of housing development. The Group recorded a profit before tax for the current period of RM9.805 million mainly due to higher profit margin from sales of housing development.

Performance of the respective operating business segments for the 2nd quarter ended 31 December 2025 is analyzed as follows:

- Plantation-The division recorded a loss of RM0.021 million before tax due to higher administration expenses.
- Batching Plant-The division recorded a loss of RM0.418 million before tax mainly due to higher administration expenses and depreciation of property, plant and equipment.
- Property Development & Construction-The division recorded a profit of RM15.596 million before tax mainly due to higher margin from sales of housing development and lower administration expenses.
- Trading-The division recorded a loss of RM0.325 million before tax mainly due to higher administration expenses.
- Others-The division recorded a loss before tax of RM0.240 million mainly attributed by higher administration expense.

## B1. Review of Performance (continued)

### b) Current Year-to-date vs Previous Year-to date

Performance of the respective operating business segments for the 2nd quarter ended 31 December 2025 is analyzed as follows:

- Plantation-The division recorded a loss of RM0.044 million before tax due to higher administration expenses.

- Batching Plant-The division recorded a profit of RM0.122 million before tax mainly due to lower administration expenses.

- Property Development & Construction-The division recorded a profit of RM21.653 million before tax mainly due to higher margin from sales of housing development and lower administration expenses.

- Trading-The division recorded a loss of RM0.325 million before tax mainly due to higher administration expenses.

- Others-The division recorded a loss before tax of RM6.284 million mainly attributed by higher administration expense and shared-based payment of ESOS amounting to RM5.580 million.

## B2. Material Changes in the Quarterly Results compared to the Results of the Preceding Quarter

The Group’s revenue of RM41.558 million and profit before tax of RM9.805 million for the current financial period mainly derived from sales of housing development.

## B3. Current Year Prospects

**The Malaysian economy recorded strong growth of 5.2% in the third quarter of 2025**

The Malaysian economy expanded by 5.2% in the third quarter of 2025 (2Q 2025: 4.4%), driven by sustained domestic demand and higher net exports. Household spending was supported by positive labour market conditions, income-related policy measures, and cash assistance programmes. Investment activity was underpinned by continued capital expansion by both private and public sectors. On the external front, net exports registered higher growth as export growth outpaced import growth.

On the supply side, growth was led by the services and manufacturing sectors. Growth in the services sector was mainly contributed by consumer-related sub-sectors, while the manufacturing sector's performance was driven by stronger production in electrical and electronics (E&E) and consumer-related goods. Meanwhile, the mining and quarrying sector rebounded, reflecting a recovery in crude oil and natural gas production post-scheduled maintenance work. On a quarter-on-quarter, seasonally-adjusted basis, growth expanded by 2.4% (2Q 2025: 2.2%).

**Headline inflation remained stable during the quarter while core inflation edged higher**

Headline inflation remained stable at 1.3%, while core inflation increased to 2% (2Q 2025: 1.3% and 1.8%, respectively). While the higher core inflation added impetus to headline inflation during the quarter, this was offset by declines in selected administered prices. In particular, electricity (-4.6%; 2Q 2025: 0%) and diesel (-5%; 2Q 2025: 8%) prices were lower during the quarter, in line with the recent electricity tariff restructuring and moderate global cost conditions. Inflation pervasiveness, measured by the share of CPI items registering monthly price increases, edged higher to 43.8% during the quarter (2Q 2025: 41.8%), while remaining below the historical average of 44.5%.

**The ringgit appreciated against currencies of most trading partners in the third quarter of 2025**

In the third quarter of 2025, the ringgit's nominal effective exchange rate (NEER) appreciated by 0.8% (YTD as of 12 November 2025: 5.3%) against the currencies of Malaysia's major trading partners. The ringgit also remained broadly stable against the US dollar, with a marginal appreciation of 0.05% (YTD as of 12 November 2025: 8.2%). This movement was driven by both external and domestic factors. On the external front, the US Federal Reserve's easing of monetary policy in September coupled with expectations of further rate cuts amid growing concerns about the US economy's outlook, has supported the ringgit during the quarter. In addition, the announcement of trade agreements between the US and several of its trading partners, including Malaysia, has helped ease tariff-related uncertainties and improve sentiment, further supporting the ringgit's performance.

Domestically, Malaysia's positive economic growth prospects, supported by the Government's commitment to domestic structural reforms and fiscal sustainability, will continue to provide support to the ringgit. BNM remains committed to ensuring the orderly functioning of the domestic foreign exchange market.

**Credit growth increased amid higher growth in outstanding corporate bonds and business loans**

Credit to the private non-financial sector grew by 5.9% in the third quarter of 2025 (2Q 2025: 5.2%). Outstanding corporate bonds expanded by 7.3% (2Q 2025: 4.3%) while growth in outstanding loans was sustained at 5.6% (2Q 2025: 5.5%). Business loans grew by 5.4% (2Q 2025: 4.5%) following higher growth in investment-related loans, particularly among non-SMEs. SME loan growth also increased slightly, supported by growth in working capital loans amid sustained level of applications for this purpose. Meanwhile, household loan growth moderated slightly to 5.7% (2Q 2025: 6%) following slower growth for personal use loans. Notwithstanding, household loan demand remained broadly steady across most purposes and was met by sustained approvals.

## B3. Current Year Prospects (continued)

**Resilient domestic demand will support growth going forward**

Despite the challenging external environment, Malaysia's economic outlook remains on track to achieve growth between 4% and 4.8% in 2025, supported by resilient domestic demand. Household spending will be supported by continued employment and wage growth, as well as income-related policy measures. Investment activity will be sustained by progress of infrastructure projects, further realisation of approved private investments, and the implementation of national master plans. On the external front, export growth is expected to be impacted by tariffs and more moderate external demand. However, growth would be supported by continued demand for E&E goods, inbound tourism and the recovery in mining-related exports.

**Bank Negara Malaysia Governor Dato' Sri Abdul Rasheed Ghaffour** says, 'Malaysia's economy grew by 4.7% in the first nine months of 2025, within the official forecast range of 4% – 4.8%, reflecting our continued resilience in the face of global challenges. Looking ahead, global economic conditions will remain challenging and we need to keep strengthening our economic buffers to weather any headwinds that may come our way.'

**Headline inflation is expected to remain moderate in 2025 and 2026**

Both headline and core inflation are expected to remain moderate for the remainder of the year, supported by steady domestic demand and continued easing in global cost conditions. These factors, together with Government measures to cushion the impact of domestic policy reforms on households, will help sustain a low and stable inflation environment. Heading into 2026, inflation is expected to remain moderate amid steady domestic demand, stable labour market conditions, and favourable supply conditions.

*(Source: Economic and Financial Developments in Malaysia in the Third Quarter of 2025, Bank Negara Malaysia)*

## B3. Current Year Prospects (continued)

Malaysia's economic outlook for 2025 is cautiously optimistic, with the IMF projecting Malaysia's real GDP growth to moderate from 5.00% to 4.70% in 2025, reflecting a slight deceleration in investment growth and rising global uncertainty.

The monetary policy landscape in Malaysia also presents a favourable environment. Banks remain forthcoming in providing financing, with outstanding housing loans growing by 6.9% year-on-year basis. BNM has cut the Overnight Policy Rate (OPR) from 3% to 2.75% further supporting borrowing activities by lowering the cost of financing. This combination boosted confidence in the property market which saw increase interest in properties demand and consequently, loan processing and approvals as a whole.

However, the revision in sales tax rate and expansion of scope for service tax may result in cost adjustments for construction activities. While positive labour market conditions, coupled with the recent increase in the minimum wage and revised civil salaries, are expected to sustain strong household spending, which in turn could potentially support property demand.

The 2026 budget signals more social support and continued investment with the total allocated fund for the fourth MADANI Budget 2026 is RM470 billion. Additionally, the government's ongoing efforts to retarget subsidies, particularly for petrol and electricity, may affect overall consumer sentiment. Given limited room for housing prices to increase, development margins across the industry are expected to be under pressure. Nevertheless, the Group remain confident in its ability to perform above the industry average.

As part of the government initiatives, homeownership incentives such as individual income tax relief of up to RM7,000 on the interest payments of residential home loans for first-time homebuyers (available until year 2027), and the full stamp duty exemption for first-time home-buyers for properties priced below RM500,000 remain in place during the year as part of ongoing government efforts to address affordability and encourage homeownership amongst the younger demographic.

Despite rising costs, inflationary pressures and prevailing factors such as increased compliance costs and taxes, continued strong market competition on the whole, the property development segment continues to be optimistic on the back of promising economy growth and overall consumer sentiments due to the expected salary hike in the public sector and the government sector.

Heightened policy uncertainty and shifts in trade policies present challenges, but they also create opportunities for the business to adapt and strengthen supply chain resilience. While potential U.S tariff adjustments may lead to higher import costs, they could also encourage diversification and innovation in global trade networks.

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**B3. Current Year Prospects (continued)**

The Group has the following on-going projects-:

**<u>Development</u>**

(1) The Seri Kembangan Project is an architectural marvel, sited on approximately 1.875 acres of prime freehold land in Seri Kembangan, Selangor. This residential project target to construct three (3) towers consisting of 600 units of stylish modern concept of condominium.

(2) Telaris Alam Impian is the Group's flagship development of a mixed-residential development with medium range condominium, 3-storey semi-detached houses and 2-storey terrace houses. It is situated approximately 42 kilometress due south west of Kuala Lumpur City Centre and is about 8 kilometers due south east of Klang Town Centre that enjoys excellent road connectivity via the Federal Highway, Kemuning-Shah Alam Highway, Kuala Lumpur-Shah Alam Expressway (KESAS), Sprint, LDP and Penchala Link Highways. Furthermore, it will also benefit from the completion of an upcoming MRT station located near to the project.

(3) The Bukit Serdang Project conveys an under-stated stylish simplicity residential concepts that removed from the clamor of the city yet within easy reach of the Kuala Lumpur business centre and its main attractions. It is sited on 2.97 acres of freehold prime real estate, construction of two (2) towers consisting of 300 units of condominium. These comprehensive developments boast a long list of facilities for the enjoyment of all residents with the combination of swimming pool, playground, gymnasium, jogging trail and reflexology path combined with a full range of security.

(4) The Shah Alam affordable housing project is the development of 1000 units of affordable housing units on freehold lands with a total area of 11.9 acres. It is strategically located nearby the growth areas of Shah Alam with easy access to Kuala Lumpur City Centre and the rest of the Klang Valley. It is accessible via the Federal Highway, Kuala Lumpur-Shah Alam Expressway, KESAS, Sprint, LDP and Penchala Link Highways.

(5) The Aster Residence-Cheras, sited on approximately 3.126 acres freehold land in Cheras, Selangor. It is a new masterpiece that epitomize city living on a grand scale. This project is a development of two (2) towers comprising 259 of exclusive condominiums that offering exciting and multiplicity of facilities such as swimming pool, children playground, multipurpose conventional hall, gymnasium and others.

(6) Bangsar South Development is a freehold luxurious residential development of 206 units of luxury condominium on freehold lands in the Mukim Kuala Lumpur, Daerah Kuala Lumpur with a total area of approximately 2 acres.This residential development offers a holistic living with host of luxurious facilities and amenities. Residents will enjoy privacy and security and conveniences with easy access to major shopping malls, office landmarks and educational hubs with Federal Highway just a stone's throw away.

## B3. Current Year Prospects (continued)

(7) Another affordable housing project to be undertaken by the Group is the development of 571 units affordable housing units on freehold lands with the total area of 5.5 acres in Sungai Buloh. The Sungai Buloh affordable housing project is strategically located nearby the growth areas of Sungai Buloh. Developments within the immediate vicinity comprise residential, commercial and industrial premises. Notable landmarks in the vicinity include Kuang Railway Station, The Store Supermarket, Sungai Buloh Hospital. Facilities available within the vicinity include banking, medical centres, shopping offices, marketing and other public amenities

(8) TWL Business Park, Kapar is a new flagship mixed development project of TWL Group, comprising of 5000 residential units, 160 units 2-storey shop offices, F&B drive through restaurant, 7 blocks of Semi-D commercial buildings, budget hotel and Billion Hypermarket. This new mixed development offers conveniences and nearby industrial areas, with rich lands and strong roots, TWL Business Park, Kapar is set to become a hive of activity in Kapar

(9) Pangsapuri Gemilang TWL is an affordable housing project to be undertaken by the Group. The development comprises of 746 units affordable housing units and 14 units of 2 & 3 storey shop-lots on freehold lands with the total area of 6.19 acres in Taman Pinggiran USJ. Geographically, it is located approximately 9 kilometres to the north-west of MBSJ and about 23 kilometres to the south-west of Kuala Lumpur City Centre with convenience access via KESAS Expressway, ELITE Expressway, Lebuhraya Damansara-Puchong ("LDP") and Federal Highway.

(10) Residensi Putra, Putra Heights is another affordable housing project to be undertaken by the Group. This is the development of 30 units shop-office and 1,139 units affordable housing units on freehold land with the total area of 8.75 acres in Putra Heights, Selangor.It is located approximately 11 kilometres to the south-west of MBSJ and about 31 kilometres to the south-west of Kuala Lumpur City Centre respectively with road connectivity access via KESAS Expressway, Lebuhraya Damansara-Puchong ("LDP"), ELITE Expressway and New Pantai Expressway ("NPE").

## B4. Profit Forecast and Profit Guarantee

The Group is not involved in any arrangement whereby it provides profit guarantee(s).

## B5. Tax Expense

| | INDIVIDUAL QUARTER | | CUMULATIVE QUARTER | |
|---|---|---|---|---|
| | 3 months ended 31-12-25 RM'000 | 3 months ended 31-12-24 RM'000 | 6 months ended 31-12-25 RM'000 | 6 months ended 31-12-24 RM'000 |
| Income tax: | | | | |
| - Current period | (347) | (992) | (3,005) | (2,599) |
| - Deferred tax liability | - | - | - | - |
| | (347) | (992) | (3,005) | (2,599) |

## B6. Sale of Unquoted Investments and/or Properties

There is no sale of unquoted investments and/or properties for the quarter ended 31 December 2025.

## B7. Quoted Securities

There is no sale of quoted securities for the quarter ended 31 December 2025.

## B8 Corporate Proposal

1. On 13 January 2021, the Board of Directors of the Company ("Board"), Mercury Securities Sdn Bhd ("Mercury Securities") announced that the Company proposes to undertake the renounceable right issue of up to 1,137,789,807 new ordinary shares in the Company ("Tiger Shares" or "Shares")("Right Shares") together with up to 1,137,789,807 free detachable warrants in the Company ("Warrants D") on the basis of 3 Right Shares together with 3 free Warrants D for every 4 existing Shares held by the entitled shareholders of the Company on an entitlement date to determined ("Proposed Right Issue with Warrants")
Bursa Malaysia Securities Berhad had vide its letter dated 07 July 2021 had approved the following:

a) Listing and quotation of up to 1,101,480,437 Right Shares to be issued pursuant to Proposed Rights Issue with Warrants
b) Admission to the Official List and listing and quotation of up to 1,101,480,437 Warrants D to be issued pursuant to the Proposed Rights Issue with Warrants and
c) Listing and quotation of up to 1,101,480,437 new Shares to be issued arising from the exercise of the Warrants D

Pursuant to the close of acceptance on 27 September 2021, the Company had received valid acceptances and excess applications for a total of 1,385,371,477 Rights Shares representing 125.77% subscription of the total number of Rights Shares available for subscription under the Rights Issue with Warrants.

The Company had announced on 11 October 2021 that the Rights Issue with Warrants has been completed following the listing and quotation of 1,101,479,634 Rights Shares and 1,101,479,634 Warrants D on the Main Market of Bursa Securities.

The utilization of proceeds from the right issue as follows:

| Purpose | Proposed Utilisation RM'000 | Actual Utilisation RM'000 | Balance Unutilised RM'000 | Intended Timeframe for Utilisation |
|---|---|---|---|---|
| Funding for existing property development projects | 30,000 | 30,000 | - | Within 36 months |
| Repayment of borrowings | 11,171 | 11,171 | - | Within 6 months |
| Working capital | 2,067 | 2,067 | - | Within 24 months |
| Estimated expenses for the Rights Issue with Warrants | 821 | 821 | - | Immediate |
| Total | 44,059 | 44,059 | - | |

**B8 Corporate Proposal (continued)**

2. On 10 January, the Board of Directors of TWL announced that TWL had entered into a shares sale agreement with Afandi Bin Amir ("Afandi"), Mohammad Ramadhan Bin Othman ("Ramadhan") and Rising Applause Sdn Bhd ("Rising Applause")( collectively referred to as the "Vendors") for the proposed acquisition of 100% equity in Pembinaan Qaiser Sdn Bhd ("Qaiser") for a total purchase consideration of RM35.0 million ("Purchase Consideration") to be satisfy partly via cash and partly issuance of new ordinary shares in TWL. On 27 January 2022, the Board of Directors of TWL announced that the Company proposed to undertake the following proposal:-

a) Issuance of 555,555,556 Consideration Shares to the Vendors to satisfy part of the Purchase Consideration for the Acquisition ("Proposed Issuance") and
b) Private placement of up to 771,036,000 new TWL Shares ("Placement Shares"), representing 30% of the existing total number of issued Shares, to independent third-party investor to be identified later and at an issue price to be determined later ("Proposed Private Placement") to raise funds mainly to fund the construction of a high rise apartment complex building comprising 1,066 units of 3-bedroom apartments, multi-level car park podium and a podium floor of residence facilities as well as other ancillary works. ("Project").

Bursa Securities had vide its letter dated 18 February approved the listing and quotation of:

a) Up to 555,555,556 Consideration Shares to be issued pursuant to the Proposed Issuance as part of the Purchase Consideration for the Acquisition
b) Up to 771,036,000 Placement Shares to be issued pursuant to the Proposed Private Placement.

The listing and quotation of 771,036,000 Placement Shares had been completed on 15 April 2022.
Bursa Securities had vide its letter dated 11 August 2022 approved the Company's application for an extension of time of 6 months until 18 February 2023 for the Company to complete the implementation of the issuance. On 3 February 2023, the Company had submitted an application to seek Bursa Securities' approval for an extension of time of an additional 6 months to complete the issuance and

Bursa Securities had vide its letter dated 12 April 2023 approved the Company's application for an extension of time of 6 months until 16 August 2023 for the Company to complete the implementation of the issuance.
On 18 August 2023, the Company had announced that TWL had served a notice of termination of the SSA to the Vendors as Harta PMC, the development manager is unable to fulfil the conditions precedent of the DVA which had resulted in the DVA no longer be able to proceed.

The Company had announced on 03 June 2025 that the resolutions set out in the Notice of the Extraordinary General Meeting ("EGM") dated 19.05.2025 were duly passed for the proposed variations for the proposed utilisation of proceeds.

**B8 Corporate Proposal (continued)**

The utilization of proceeds from the private placement as follows:

| Purpose | Revised Utilisation | Actual Utilisation | Balance Unutilised |
|---|---|---|---|
| | RM'000 | RM'000 | RM'000 |
| Funding of the project-EN11 project | 5,000 | - | 5,000 |
| Funding of the project-Kapar project | 24,098 | - | 24,098 |
| | 29,098 | - | 29,098 |

3. On 16 August 2022, the Board of Directors of TWL, announced that the Company proposes to undertake a renounceable rights issue of up to RM120.199 million nominal value of 4,006,633,348 5 year redeemable convertible unsecured loan stocks in the Company ("RCULS" at 100% of its nominal value of RM0.03 each together with up to 1,144,752,385 free detachable warrants in the Company ("Warrant E") on the basis of 7 RCULS together with 2 Warrants E for every 10 existing ordinary shares in the Company held by the entitled shareholders of the Company on an entitlement date to be determined and announced later.
On 26 August 2022, application for the issuance of the RCULS pursuant to the Proposed Rights Issue had been submitted to the Securities Commission and a revised application on 09 November 2022.
On 10 January 2023, application in relation to the Proposed Right Issue has been submitted to Bursa Securities and Bursa Securities had via its letter dated 16 February 2023 approve the listing and quotation of up to 5,563,981,607 RCULS and up to 1,112,796,321 Warrants E to be issued pursuant to the Proposed Rights Issue.

The Company had announced on 20 June 2023 that the Rights Issue with Warrants has been completed following the listing and quotation of 2,614,420,057 RCULS and 522,884,007 Warrants E on the Main Market of Bursa Securities.

The utilization of proceeds from the right issue as follows:

| Purpose | Actual proceeds raised RM'000 | Actual Utilisation RM'000 | Balance Unutilised RM'000 | Intended timeframe for utilisation |
|---|---|---|---|---|
| Purchase Consideration for the Acquisitions | 28,643 | 24,639 | 4,004 | within 36 months |
| Funding for the Projects | 22,450 | 22,450 | 0 | within 36 months |
| Estimated expenses for the Right Issue | 1,195 | 1,195 | 0 | immediate |
| | 52,288 | 48,284 | 4,004 | |

## B9 Borrowings and Debt Securities

| | 31-12-2025 RM'000 | 30-06-2025 RM'000 |
|---|---|---|
| a. Secured borrowings | 83,138 | 11,413 |
| Unsecured borrowings | - | - |
| | 83,138 | 11,413 |
| b. Short term | | |
| - lease liabilities | 1,864 | 915 |
| - term loan | 47,545 | 46,866 |
| - bridging loan | 7,629 | - |
| | 57,038 | 47,781 |
| Long term | | |
| - lease liabilities | 1,100 | 2,070 |
| - term loan | (5,000) | 23,253 |
| - bridging loan | 30,000 | - |
| | 26,100 | 25,323 |
| Total borrowings | 83,138 | 73,104 |

All of the above borrowings are denominated in Ringgit Malaysia.

## B10. Derivative Financial Instruments

The Group does not have any derivative financial instruments as at 31 December 2025.

## B11. Changes in Material Litigation

1. TWL Holdings Berhad ("TWL") wishes to announce that TWL received notices of assessment for the years of assessment 2017,2018,2019,2021,2022, and 2023 ("Notices") by the Inland Revenue Board of Malaysia ("IRB") amounting in aggregate to RM36,025,774.46.

   The additional taxes and penalty are imposed based on the two issues:

   (a) Deemed interest imposed on TWL under section 140A of the Income Tax Act; and

   (b) Disallowing deduction of employee share option scheme ("ESOS") expenses.

   Based on the legal advice and opinion obtained from the tax solicitors, TWL is of the view that it has a good basis in law to contend the said assessment were incorrectly raised by IRB.

   TWL has filed a judicial review against the IRB at the High Court of Malaya to challenge the matters arising from the said Notices. The hearing was held on 22 January 2025. Upon hearing from both parties, the Judge granted an interim stay order to stay the effect and enforcement of all the Notices of Assessment until the disposal of the leave application.

   The original hearing date was vacated, and the Court fixed a new hearing date on **29.04.2026** at the Kuala Lumpur High Court.

## B12. Dividends Payable

The Company has not declared any dividend since the date of the last quarterly report.

## B13. Auditors' Report on Preceding Annual Financial Statements

The auditors' report on the financial statements for the financial year ended 30 June 2025 was not qualified.

## B14. Basic Earnings Per Share

The basic earnings per share were computed based on:

| | INDIVIDUAL QUARTER | | CUMULATIVE QUARTER | |
|---|---|---|---|---|
| | Current year quarter ended 31-12-2025 RM'000 | Comparative quarter ended 31-12-2024 RM'000 | 6 months cumulative to date 31-12-2025 RM'000 | 6 months cumulative to date 31-12-2024 RM'000 |
| Net profit attributable to: | | | | |
| Shareholders of the company | 9,458 | 5,084 | 18,591 | 8,474 |
| EPS-Basic (sen) | 0.14 | 0.08 | 0.28 | 0.14 |
| Weighted average number of Ordinary shares in issue | 6,551,900 | 6,252,570 | 6,551,900 | 6,252,570 |

The diluted earnings per share of the Group is similar to the basic earnings per share as the Group does not have any material potential dilutive ordinary shares in issue.

## B15. Authorization for Issue

The interim financial report was authorized for issue by the Board of Directors in accordance with a resolution of the Directors on 26 February 2026.

By Order of the Board

Heng Chiang Pooh
Company Secretary
26 February 2026