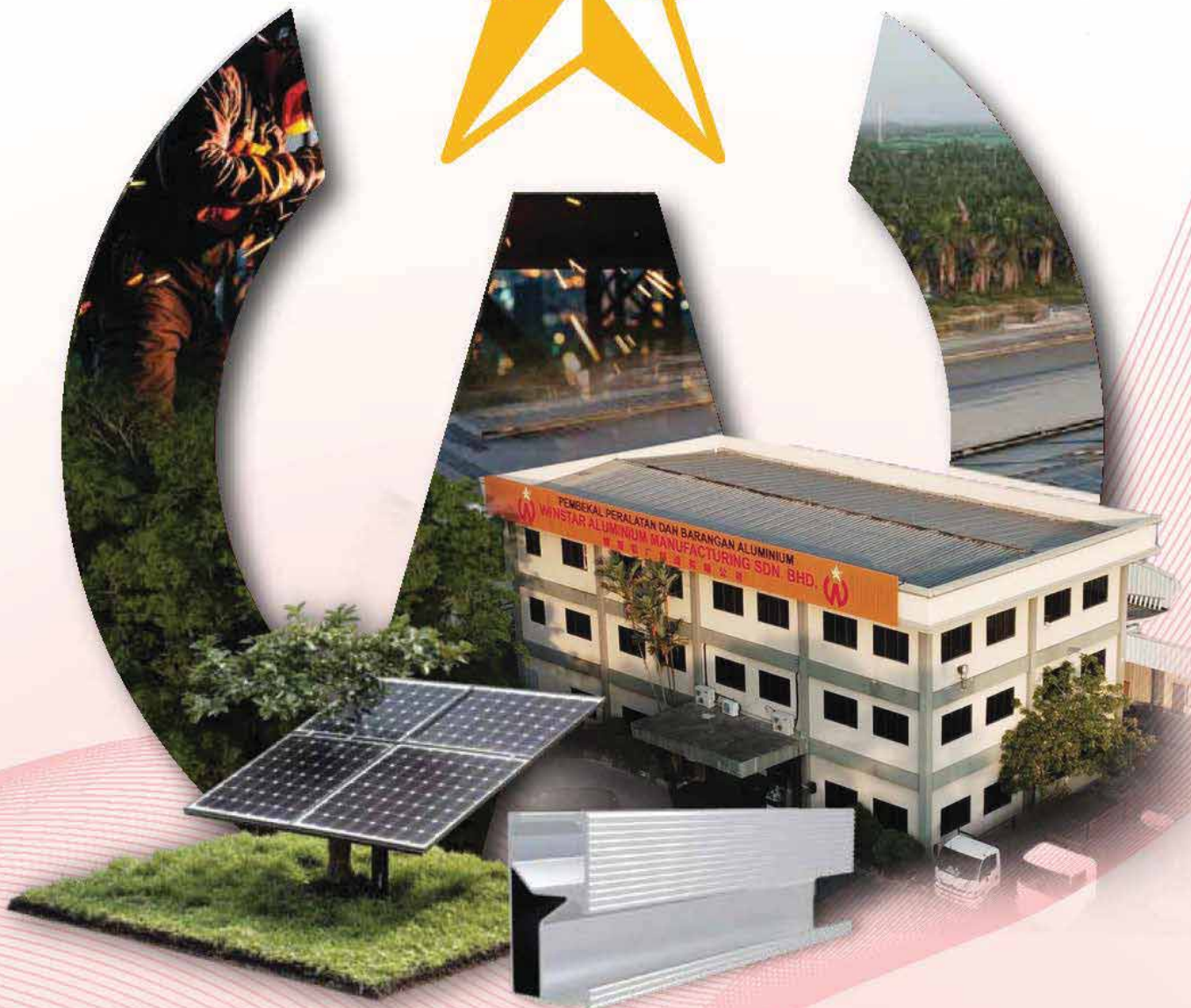




WINSTAR CAPITAL BERHAD
WINSTAR CAPITAL BERHAD

(Registration No. 202301049890 (1543804-K))
(Incorporated in Malaysia under the Companies Act 2016)



**ANNUAL
REPORT | 2025**



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About Us



Established in 2002, Winstar Capital Berhad (“Winstar” or “Company”) and its subsidiaries (collectively, the “Winstar Group” or “Group”) have grown into a reputable player in Malaysia’s aluminium manufacturing industry, earning a strong reputation for quality and innovation. Over the years, we have expanded beyond aluminium extrusion, diversifying into fabrication, trading and renewable energy solutions to meet the evolving needs of various industries.

We are dedicated to providing high-quality, sustainable products and solutions while driving innovation and supporting a greener future through renewable energy. Our well-equipped manufacturing facility, decades of industry expertise and diverse product range enable us to deliver reliable and innovative solutions across multiple sectors.

As we look ahead, we continue to refine our capabilities, explore new market opportunities and integrate sustainable practices into our operations. With a strong foundation and a forward-thinking approach, we remain committed to shaping the future of the aluminium industry while contributing to a more sustainable and energy-efficient world.

Our Business

Our business focuses on aluminium extrusion and fabrication, producing extruded aluminium profiles, aluminium ladders and solar photovoltaic ("solar PV") mounting structures. We are also involved in the trading and distribution of building materials, supplying extruded aluminium profiles, stainless-steel products, aluminium products and silicone sealants to various industries.

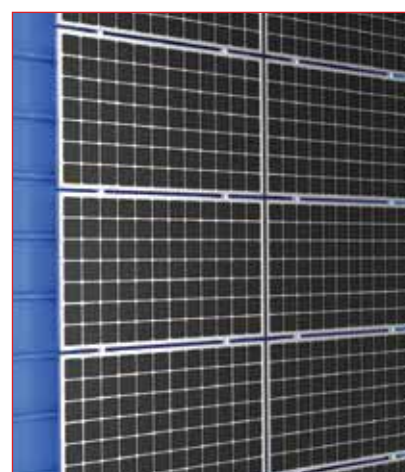
In 2023, we expanded into renewable energy solutions, including the trading of solar-related materials and the installation of solar PV systems. The growth of this segment has also driven demand for extruded aluminium products used in solar PV mounting structures, which are fabricated in-house, reinforcing our commitment to sustainable and energy-efficient solutions.



Aluminium Extrusion



Trading & Distribution



Solar PV System

2025 Awards and Recognition



In 2025, we were honoured to receive the V-Tech Top Partner Award 2025 (Platinum) from Vital Distribution Sdn. Bhd. (“V-Tech”). This recognition reflects the strength of our strategic partnership with V-Tech, built on our consistent delivery of quality products, operational reliability and effective business collaboration.

The award underscores our commitment to fostering long-term partnerships and delivering sustainable value to our stakeholders.



Our Vision, Mission and Corporate Values

Our Vision



To transform the aluminium industry by driving innovation, fostering sustainable progress, creating lasting value and empowering industries to shape a better future.

Our Mission



To lead regionally in providing innovative and sustainable aluminium products, empowering clients through a diversified range of offerings and tailored support to achieve their goals.

Corporate Values



QUALITY

We consistently uphold the highest standards in production, backed by International Organisation for Standardisation ("ISO"), SIRIM QAS, MyHijau Mark and CIDB certifications with a focus on excellence in every detail. Quality is the foundation of our reputation, ensuring reliability and trust with each product and service.

INNOVATION

We drive change through cutting-edge aluminium solutions, from advanced processes to custom-designed products. Innovation is embedded in everything we do, allowing us to deliver breakthrough solutions that keep us, and our clients, ahead in a dynamic market.

EMPOWERMENT

We empower our clients, employees and partners to achieve their full potential through resources, support and shared innovation. By equipping them with opportunities to succeed, we foster growth, inspire confidence and drive transformative progress.

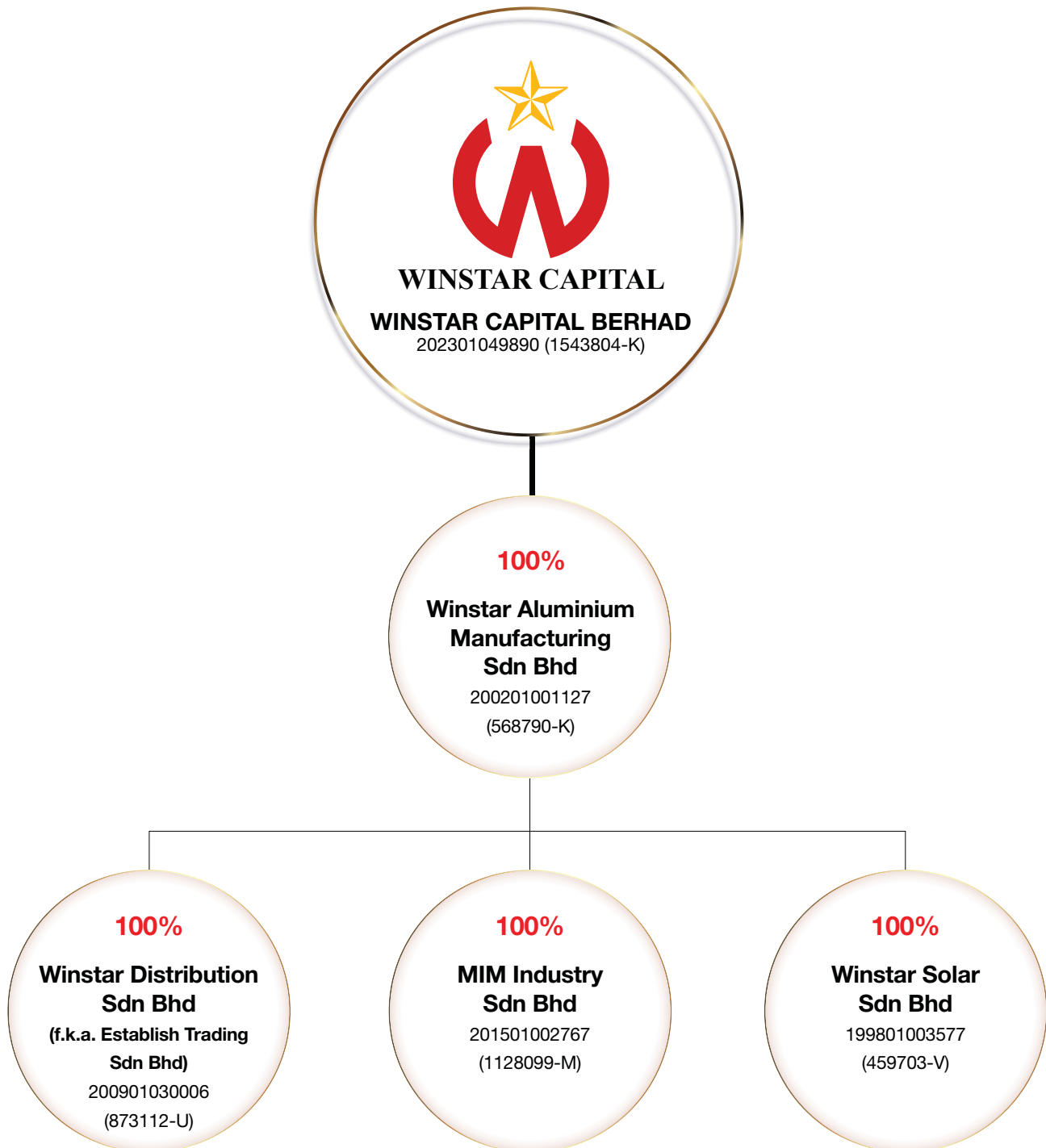
PEOPLE

People are at the heart of our business. Whether with clients, employees or communities, we always work to create solutions that foster success for everyone involved. Collaborative and client-focused, our approach ensures we understand and exceed expectations.

SUSTAINABILITY

At Winstar, we are dedicated to sustainable progress. Our commitment to reducing environmental impact includes green practices, energy-efficient production and expanding into renewable energy sectors, ensuring that our growth supports the planet as much as it supports our clients.

Corporate Structure



Corporate Milestones

2002

- Incorporation of Winstar Aluminium Manufacturing Sdn Bhd in Malaysia on 15 January 2002.
- Commenced operations in a rented factory in Klang, Selangor with one (1) aluminium extrusion line.

2005

- Purchased a factory located at Lot 46A, Wisma NCK 2, 3½ Miles, Jalan Sungai Besi, 57100 Kuala Lumpur.
- Purchased three (3) anodising lines, expanding manufacturing capabilities.

2006

- Acquired 83.33% equity interest in Winstar Solar Sdn Bhd and established its first retail outlet cum warehouse in Klang, Selangor, expanding into the trading and distribution of building materials.

2008

- Began fabricating, assembling and distributing aluminium ladders as an Original Equipment Manufacturer (OEM).

2015

- Acquired the manufacturing plant located at Lot 901 & 902, Batu 29, Jalan Kepong, Ijok, 45600 Batang Berjuntai, Selangor ("Ijok Manufacturing Facility"), significantly increasing production capacity.

2016

- Relocated operations to the Ijok Manufacturing Facility, consolidating aluminium extrusion, anodising and powder coating capabilities.
- Expanded product offerings with the acquisition of MIM Industry Sdn Bhd, introducing the fabrication of aluminium ladders under the "Asteri" brand.
- Acquired a 90.00% equity interest in Establish Trading Sdn Bhd (now known as Winstar Distribution Sdn Bhd), adding aluminium curtain rails and accessories to the product portfolio.



2019

- Acquired an additional three (3) acres of a leasehold land in Ijok, Selangor ("Lot 903") for future expansion.

2020

- Accredited with ISO 9001:2015 certificate from Lloyd's Register Quality Assurance ("LRQA").

2023

- Ventured into the solar PV industry through Winstar Solar Sdn Bhd, engaging in the trading of solar-related materials and solar PV system installation.
- Acquired an additional three (3) acres of leasehold land in Ijok, Selangor ("Lot 904") for future expansion.

2024

- Commenced construction of a new manufacturing facility on Lot 903.
- Began fabricating aluminium solar PV mounting structures.
- Accredited with ISO 14001:2015 and ISO 45001:2018 certifications from LRQA.
- Successfully listed on the ACE Market of Bursa Malaysia Securities Berhad ("Bursa Securities") on 19 December 2024.

2025

- Completed construction of the new manufacturing facility on Lot 903, pending issuance of the Certificate of Completion and Compliance ("CCC").
- Converted Lot 904 into industrial land for future expansion.
- Obtained MyHIJAU Mark certification.

Corporate Information

BOARD OF DIRECTORS ("BOARD")

**Y.M. TENGKU LORETA BINTI
TENGKU DATO' SETIA RAMLI ALHAJ**
Independent Non-Executive Chairperson

CHUA NYOK CHONG
Non-Independent Executive Vice Chairman

CHUA BOON HONG
*Non-Independent Executive Director /
Chief Executive Officer ("CEO")*

LEE YONG ZHI
*Non-Independent Executive Director /
Chief Operating Officer ("COO")*

CHOW KIAN HUNG
Non-Independent Non-Executive Director

**DATUK MASTURA BINTI
TAN SRI DATO' MOHD YAZID**
Independent Non-Executive Director

LOW SUET ANN
Independent Non-Executive Director

BEH OI SIEW
Independent Non-Executive Director

BOARD COMMITTEES

Audit and Risk Management Committee ("ARMC")
Low Suet Ann (*Chairperson*)
Datuk Mastura Binti Tan Sri Dato' Mohd Yazid
Beh Oi Siew

Nomination and Remuneration Committee ("NRC")
Datuk Mastura Binti Tan Sri Dato' Mohd Yazid
(*Chairperson*)
Low Suet Ann
Beh Oi Siew

COMPANY SECRETARIES

Ng Shu Fern
(MAICSA 7062881) (SSM PC No. 201908001840)

Wong Sin Yee
(MAICSA 7071946) (SSM PC No. 202208000421)

REGISTERED OFFICE

Lot 1902, 19th Floor
Tower 1, Faber Towers
Jalan Desa Bahagia, Taman Desa
58100 Kuala Lumpur
Wilayah Persekutuan, Malaysia
Tel : +603-7971 7288
Email : enquiry@prominencecs.com

HEAD OFFICE/ PRINCIPAL PLACE OF BUSINESS

Lot 901 & 902,
Batu 29, Jalan Kepong, Ijok
45600 Batang Berjuntai
Selangor, Malaysia
Tel : +603-3279 3129
Fax : +603-3279 3159
Email : hello@winstargroup.com.my
Website : www.winstargroup.com.my

SPONSOR

TA Securities Holdings Berhad
197301001467 (14948-M)
28th Floor, Menara TA One
22 Jalan P. Ramlee
50250 Kuala Lumpur
Wilayah Persekutuan, Malaysia
Tel : +603-2072 1277

SHARE REGISTRAR

Boardroom Share Registrars Sdn Bhd
199601006647 (378993-D)
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13
46200 Petaling Jaya
Selangor, Malaysia
Tel : +603-7890 4700
Fax : +603-7890 4670
Email : bsr.helpdesk@boardroomlimited.com

AUDITORS

UHY Malaysia PLT
202406000040 (LLP0041391-LCA) & AF 1411
Suite 11.05, Level 11
The Gardens South Tower
Mid Valley City, Lingkaran Syed Putra
59200 Kuala Lumpur
Wilayah Persekutuan, Malaysia
Tel : +603-2279 3088
Fax : +603-2279 3099

PRINCIPAL BANKERS

Affin Bank Berhad
AmBank (M) Berhad
AmBank Islamic Berhad
CIMB Bank Berhad
Hong Leong Bank Berhad
Hong Leong Islamic Bank Berhad
Maybank Islamic Berhad
Public Bank Berhad
RHB Bank Berhad
United Overseas Bank (Malaysia) Bhd

STOCK EXCHANGE LISTING

ACE Market of Bursa Securities
Stock Name : WINSTAR
Stock Code : 0336
Sector : Industrial Products & Services

Profile of Board of Directors



Standing, from left to right:

LEE YONG ZHI

DATUK MASTURA BINTI
TAN SRI DATO' MOHD YAZID

LOW SUET ANN

BEH OI SIEW

CHOW KIAN HUNG

Sitting, from left to right:

CHUA BOON HONG

Y.M. TENGKU LORETA BINTI
TENGKU DATO' SETIA RAMLI ALHAJ

CHUA NYOK CHONG

PROFILE OF BOARD OF DIRECTORS

(Cont'd)



**Y.M. Tengku Loreta Binti
Tengku Dato' Setia Ramli Alhaj**
Independent Non-Executive Chairperson



Malaysian



Female



52 years old

Date of Appointment:

15 May 2024

No. of Board Meetings Attended in the financial year:

5/5

Board Committee Membership:

NIL

Present Directorship(s):

- **Listed entity:** Puncak Niaga Holdings Berhad
- **Other public company:** Nil

Y.M. Tengku Loreta Binti Tengku Dato' Setia Ramli Alhaj ("Y.M. Tengku Loreta") graduated with a Bachelor of Arts Degree in Communications Studies from Western Michigan University, United States of America ("USA") in 1995. She later obtained a Master of Arts in Telecommunication Management from Ohio University, USA in 1997.

Y.M. Tengku Loreta began her career in 1997 with MEASAT Broadcast Network Systems Sdn Bhd as a broadcast journalist. She later joined Prudential Assurance Malaysia Berhad in 1998 as an insurance agent and a certified financial planner where she was responsible for providing comprehensive and personalised financial advice to her clients. Subsequently, she ventured into takaful insurance business in 2008, where she was authorised as an agent for Prudential BSN Takaful Berhad to market and deal in takaful business.

In 2010, she joined Kontena Nasional Global Logistics Sdn Bhd as a manager in the COO's office and was subsequently transferred to Kontena Nasional Berhad as a manager in the business development unit of the CEO's office where she was responsible for driving the business development unit. Y.M. Tengku Loreta subsequently

pursued her passion in sustainability by venturing into the government sector where she assumed the role of special officer to the group CEO of Malaysian Green Technology Corporation ("MGTC") from 2014 to 2017 and represented Malaysia at the EXPO 2017 Astana, Kazakhstan as the head of protocol & public relations for the Malaysian pavilion.

After MGTC, Y.M. Tengku Loreta returned to the private sector and joined Itramas Corporation Sdn Bhd as a business development director in 2018, where she was responsible to establish and maintain key relationship with customers, suppliers, contractors and stakeholders involving in large scale renewable energy projects.

In addition to her involvement in the government and private sector, Y.M. Tengku Loreta had also founded and officially launched MySayang Malaysia Organization in 2019, a non-government organization that focuses on green initiatives in Malaysia as part of an effort to make Malaysia a more environmentally sustainable country.

Effective 6 February 2026, Y.M. Tengku Loreta was appointed as Trustee of the Education and Research Association for Consumers, Malaysia (ERA Consumer Malaysia), a voluntary non-profit organisation dedicated to consumer rights, human rights advocacy and community empowerment. Concurrently, she serves as Advisor to the Development of Human Resources for Rural Areas, Malaysia (DHRRA Malaysia) for the 2026 to 2029 term, a voluntary non-profit organisation focused on rural empowerment, community development and improving the livelihoods of vulnerable communities.

Currently, Y.M. Tengku Loreta is a member of Institute of Corporate Directors Malaysia ("ICDM") and a member of Malaysian Green Technology and Climate Change Center (formerly known as MGTC). She also holds directorships in several private limited companies.

PROFILE OF BOARD OF DIRECTORS

(Cont'd)



Chua Nyok Chong <i>Non-Independent Executive Vice Chairman</i>	 Malaysian  Male  66 years old
--	---

Date of Appointment:

15 December 2023

No. of Board Meetings Attended in the financial year:

5/5

Board Committee Membership:

NIL

Present Directorship(s):

- **Listed entity:** Nil
- **Other public company:** Nil

Mr. Chua Nyok Chong is a veteran entrepreneur with extensive experience in the construction and aluminium industries. With over 20 years of experience, he has played a crucial role in the growth and expansion of our Group. His journey began in 1975, taking on various roles in the construction industry, including renovation, fabrication, installation and welding works.

In 1993, he started Seng Cheong Aluminium & Glass, which principally carried out aluminium fabrication works. In 1995, he started C N C Engineering, specialising in steel structure work including welding services.

In 1998, he acquired Winstar Solar Sdn Bhd and was appointed as the director of the company. The company was then set up to carry out the business of aluminium trading. In 2002, he founded Winstar Aluminium Manufacturing Sdn Bhd to expand the business of aluminium extrusion. Presently, he is responsible for setting our Group's business direction and strategies and is a member of our Key Senior Management.

Mr. Chua Nyok Chong is a substantial shareholder of our Company and the father of Mr. Chua Boon Hong, the Non-Independent Executive Director and CEO and substantial shareholder of our Company.

PROFILE OF BOARD OF DIRECTORS

(Cont'd)



Chua Boon Hong
Non-Independent Executive
Director and CEO



Malaysian



Male



36 years old

Date of Appointment:

15 December 2023

No. of Board Meetings Attended in the financial year:

5/5

Board Committee Membership:

NIL

Present Directorship(s):

- **Listed entity:** Nil
- **Other public company:** Nil

Mr. Chua Boon Hong has extensive experience in sales, operations and business management, particularly in the aluminium industry. Throughout his career, he has held key leadership roles, driving business growth and operational efficiency within our Group.

Mr. Chua Boon Hong graduated with a London Chamber of Commerce and Industry (LCCI) certificate from Segi College Kuala Lumpur in 2009 and began his career in 2011 when he joined Establish Trading Sdn Bhd (now known as Winstar Distribution Sdn Bhd) as a sales executive, handling general tasks for the day-to-day operations of the company. He was then promoted to sales manager in the same year, where he took on greater responsibilities in business planning and strategy development. In 2015, he was appointed as the director of Establish Trading Sdn Bhd. During the same year, he founded MIM Industry Sdn Bhd to venture into the business of assembling and trading aluminium accessories, where he served as the director and overseeing the daily operations of the company.

In 2017, he joined Winstar Aluminium Manufacturing Sdn Bhd as an operation and sales manager, overseeing the daily operations, sales and marketing activities of the company. Subsequently, he was appointed as a director of Winstar Aluminium Manufacturing Sdn Bhd in 2022, where he played a key role in streamlining business operations and managing the operation department.

On 1 April 2023, he was appointed as the CEO of our Group, where his responsibilities include overseeing the business operations of our Group as well as formulating and implementing our Group's business growth strategies. He is also a member of our Key Senior Management.

Mr. Chua Boon Hong is a substantial shareholder of our Company and the son of Mr. Chua Nyok Chong, the Non-Independent Executive Vice Chairman and substantial shareholder of our Company.

PROFILE OF BOARD OF DIRECTORS

(Cont'd)



Lee Yong Zhi
Non-Independent Executive
Director and COO



Malaysian



Male



43 years old

Date of Appointment:

15 May 2024

No. of Board Meetings Attended in the financial year:

5/5

Board Committee Membership:

NIL

Present Directorship(s):

- **Listed entity:** Nil
- **Other public company:** Nil

Mr. Lee Yong Zhi, with extensive experience in engineering, marketing and operations management, has played a key role in driving business growth and operational efficiency within our Group. His career spans diverse industries, including manufacturing, engineering services and aluminium production. Over the years, he has taken on leadership roles, contributing to business development, process improvements and strategic operations.

Mr. Lee Yong Zhi graduated with a Bachelor of Engineering from Multimedia University in 2006 and he began his career in 2005 as a trainee with Geniursoft Sdn Bhd for approximately three (3) months, assisting the project team in the software testing process, which includes performing system setup as well as the preparation of database for testing. In 2006, he left Geniursoft Sdn Bhd and joined Alps Electric (Malaysia) Sdn Bhd as an engineer, where he was responsible for performing product design, design verification, production oversight and customer support.

In 2007, he left Alps Electric (Malaysia) Sdn Bhd and joined O.Y.L. Manufacturing Company Sdn Bhd as a service engineer, where he was responsible for providing researching, diagnosing, troubleshooting services as well as providing engineering training to the company's employee. Subsequently, he was seconded to Daikin Mcquay Middle East F.Z.E in 2009 as a product marketing engineer, rendering technical support and product marketing services to the company's client in the middle east and Africa region.

In 2010, he left O.Y.L. Manufacturing Company Sdn Bhd and joined Sunway Winstar Sdn Bhd as an assistant marketing manager and was later transferred to Hsing Yeat Sdn Bhd as a marketing manager, overseeing marketing and business development. In 2015, he joined Winstar Aluminium Manufacturing Sdn Bhd as the operation manager. He was subsequently appointed as a director of Winstar Aluminium Manufacturing Sdn Bhd in 2016, Establish Trading Sdn Bhd (now known as Winstar Distribution Sdn Bhd) in 2017, and MIM Industry Sdn Bhd in 2022. During his time at these companies, he was responsible for the day-to-day operations and processes of the business, strategising process improvement plans and overseeing the operation department.

On 1 April 2023, he was appointed as the COO of our Group, where he oversees all aspects of our Group's operations, which includes implementing processes in ensuring our Group's compliance with the relevant regulatory requirements and industry standards as well as conducting regular reviews and assessments of operational processes. He is also a member of our Key Senior Management.

Mr. Lee Yong Zhi is a substantial shareholder of our Company.

PROFILE OF BOARD OF DIRECTORS

(Cont'd)



Chow Kian Hung

Non-Independent Non-Executive Director



Malaysian



Male



40 years old

Date of Appointment:

15 May 2024

No. of Board Meetings Attended in the financial year:

5/5

Board Committee Membership:

NIL

Present Directorship(s):

- **Listed entity:** Sunview Group Berhad
- **Other public company:** ACE Haut Monde Berhad

Mr. Chow Kian Hung graduated with a Bachelor of Arts (Commerce) from Liverpool John Moores University, United Kingdom in 2008 and a Master in Business Administration from Liverpool John Moores University, United Kingdom in 2010.

He began his career in 2010 as a key account representative with Wipro Unza (Malaysia) Sdn Bhd where he was responsible for planning and executing promotional plans, ensuring good product merchandising and maintaining key account sales performance report. In 2012, he was promoted to the key account executive of the company where he was responsible for formulating and implementing sales plan, developing, planning and implementing business and promotion programs and preparing and conducting business review with designated key account customers.

In 2013, he left Wipro Unza (Malaysia) Sdn Bhd and joined Mileon Micron Precision Sdn Bhd as an assistant sales & project manager where he was responsible for supporting the project manager of the company in the planning and execution of a client's project.

In 2013, he left Mileon Micron Precision Sdn Bhd and joined Fabulous Sunview Sdn Bhd as the sales and project manager where he was responsible for resource allocation, developing detailed project plan to monitor and track projects' progress and building and maintaining business relationship with customers. Subsequently, he acquired shares in the company in 2015 and was later appointed as a director in 2018 where he was responsible for monitoring project progress and ensuring project quality, making strategic decisions and leading project managers in implementing the company's strategic plans. Upon the listing of Fabulous Sunview Sdn Bhd's holding company, namely Sunview Group Berhad, in 2022, he was appointed as the executive director cum COO of Sunview Group Berhad where he is responsible for overseeing the Sunview Group's day-to-day operations and project executions. In 2024, he was redesignated as Sunview Group's executive director cum COO.

Mr. Chow Kian Hung is a substantial shareholder of our Company. He is the interested director in the recurrent related party transactions carried out in the ordinary course of business as disclosed in the Circular to Shareholders in relation to the Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.

PROFILE OF BOARD OF DIRECTORS

(Cont'd)



**Datuk Mastura Binti
Tan Sri Dato' Mohd Yazid**
Independent Non-Executive Director



Malaysian



Female



65 years old

Date of Appointment:

15 May 2024

No. of Board Meetings Attended in the financial year:

5/5

Board Committee Membership:

NRC (Chairperson) / ARMC (Member)

Present Directorship(s):

- **Listed entity:** Nil
- **Other public company:** Nil

She began her career as a partner of the law firm of Yazid Baba & Partners and had been practicing as an advocate and solicitor of the High Court of Malaya until 2016.

In 2016, she was elected as the Member of Parliament for the Constituency of Kuala Kangsar. In 2020 to 2022, she was appointed as Deputy Minister in the Prime Minister's Department (Special Functions). Her duties include, among others, carrying out her duties as Deputy Minister as well as assists in answering questions and debates in Parliament for the Prime Minister Department (Special Functions). Presently, she holds directorship in a private limited company.

Datuk Mastura Binti Tan Sri Dato' Mohd Yazid ("Datuk Mastura") graduated with a Bachelor of Arts with Honours (Law) from University of Kent, United Kingdom in 1984 and was admitted into the Honourable Society of Lincoln's Inn and was called to the Degree of an Utter Barrister in 1985. She was admitted as an advocate and solicitor of the High Court of Malaya in 1987. In 1990, she graduated with a Diploma in Syariah Law and Practice from International Islamic University Malaysia. Subsequently, she graduated with a Bachelor of Psychology from Open University Malaysia in 2013.

PROFILE OF BOARD OF DIRECTORS

(Cont'd)



Low Suet Ann

Independent Non-Executive Director



Malaysian



Female



38 years old

Date of Appointment:

15 May 2024

No. of Board Meetings Attended in the financial year:

5/5

Board Committee Membership:

ARMC (Chairperson) / NRC (Member)

Present Directorship(s):

- **Listed entity:** Nil
- **Other public company:** Nil

Ms. Low Suet Ann graduated with a Bachelor of Arts in Accounting & Finance from University of East London in 2010. Subsequently, she was admitted to full membership of Certified Public Accountant Australia in 2014 and was admitted as a Chartered Accountant under the Malaysian Institute of Accountants ("MIA") in 2015.

In 2010, she began her career in SJ Grant Thornton as a junior associate and was promoted to senior associate in 2011 and subsequently to assistant manager in 2013. During her time with the company, she was responsible for performing statutory audit for Malaysia entities and involved with overseas audit engagement.

In 2014, she left SJ Grant Thornton and joined Deloitte Singapore as a senior associate, where she was responsible for performing statutory audit for companies in accordance with Singapore's requirement.

In 2014, she left Deloitte Singapore and joined Team Relocation Asia Sdn Bhd as an assistant general ledger manager, where she was responsible for preparing monthly management report. In the same year, she joined UEM Edgenta Berhad as an assistant manager and was promoted to the position of manager in 2018. During her time with the company, she was responsible for preparing monthly consolidated report and reviewing subsidiaries account as well monitoring the group's cashflow.

In 2018, she founded NV Capital Sdn Bhd, a company principally involved in providing financial reporting and accounting services. In 2022, she resigned as the director of NV Capital Sdn Bhd and founded Anncllo Capital Sdn Bhd, which provides financial reporting, accounting and secretarial services. Presently, she holds directorships in several private limited companies.

PROFILE OF BOARD OF DIRECTORS

(Cont'd)



Beh Oi Siew
Independent Non-Executive Director

 Malaysian
  Female
  51 years old

Date of Appointment:
15 May 2024

No. of Board Meetings Attended in the financial year:
5/5

Board Committee Membership:
ARMC (Member) / NRC (Member)

Present Directorship(s):

- **Listed entity:** Nil
- **Other public company:** Nil

Ms. Beh Oi Siew completed her Association of Chartered Certified Accountants ("ACCA") exams in 2003. She was admitted as a member of MIA in 2005 and later as a fellow of the ACCA in 2008.

She began her career in 1996 as an audit assistant at Kang & Cheah before transitioning into accounting roles at Unique Mix (Penang) Sdn Bhd in 1997 and Hwang-DBS Securities Berhad in 1999. In the same year, she joined Dufu Industries Sdn Bhd as an assistant accountant, where she managed the company's accounts until 2004.

In 2004, she joined ASE Electronics (M) Sdn Bhd as an accountant executive before moving to Yikon Jewellery Industry Sdn Bhd in the same year, where she managed

the company's accounts. She then joined Benchmark Electronics (M) Sdn Bhd in 2005 as an accountant, overseeing the accounts payable function. In 2007, she transitioned to Lean Giap Enterprise Sdn Bhd as an accountant, where she was responsible for managing the full spectrum of the company's accounting and supervising the staff of the company.

In 2008, she joined Cross Country Systems Sdn Bhd as a factory administration manager, overseeing the company's accounts and human resources. She later became the group accountant at Solution Engineering Sdn Bhd in 2011, where she supervised the accounting and purchasing department as well as ensuring timely submission for all quarterly and annual reports. In 2012, she transitioned to Caterpillar Financial Services Malaysia Sdn Bhd as a senior finance manager, managing the finance department and daily operations.

In 2016, she joined Infinitus International (Malaysia) Sdn Bhd as a finance manager before transitioning to the same role at Green Image Organic Enterprise Sdn Bhd later that year, where she was responsible for supervising the finance department as well as managing daily operational issues.

In 2017, she founded Jessie Management, an accounting firm registered under MIA, and continues to provide accounting management, payroll and human resources services through the firm.

Additional information about the Directors:

- Other than as disclosed above, none of the Directors:
 - has any family relationship with any other Director and/or major shareholder of the Company;
 - has any conflict of interest ("COI") or potential COI, including any interest in a competing business with the Company and/or its subsidiaries; or
 - serves on the board of directors of any other listed or public company.
- None of the Directors have been convicted of any offence in the past five (5) years, nor have they been subject to any public sanctions or penalties imposed by relevant regulatory bodies during the financial year.
- Details of the Directors' interests in the securities of the Company are set out in the Analysis of Shareholdings section of this Annual Report.

Profile of **Key Senior Management**



Standing, from left to right:

CHONG JUN KANG

LEE YONG ZHI

KHOO NEE CHENG

Sitting, from left to right:

CHUA BOON HONG

CHUA NYOK CHONG

SHENG TOY SEI

PROFILE OF KEY SENIOR MANAGEMENT

(Cont'd)

**Chua Nyok Chong**

*Non-Independent Executive
Vice Chairman*



Malaysian



Male



66 years old

The profile of **Mr. Chua Nyok Chong** is set out on page 11 of this Annual Report.

**Chua Boon Hong**

*Non-Independent Executive Director
and CEO*



Malaysian



Male



36 years old

The profile of **Mr. Chua Boon Hong** is set out on page 12 of this Annual Report.

**Lee Yong Zhi**

*Non-Independent Executive Director
and COO*



Malaysian



Male



43 years old

The profile of **Mr. Lee Yong Zhi** is set out on page 13 of this Annual Report.

PROFILE OF KEY SENIOR MANAGEMENT

(Cont'd)



KHOO NEE CHENG
Chief Marketing Officer



Malaysian



Male



41 years old

Mr. Khoo Nee Cheng has over 23 years of experience in driving marketing strategies and business growth across the aluminium and renewable energy sectors. He completed the Sijil Pelajaran Malaysia ("SPM") from Sekolah Menengah Jenis Kebangsaan Kwang Hua in 2002.

He began his career in 2002 as a storekeeper with Winstar Enterprise Sdn Bhd where he was responsible for implementing inventory control and disposal procedures. Subsequently, he was promoted to a sales executive in 2004 and as an assistant manager in 2012, where he was responsible for the sales and marketing of the company's products.

In 2016, he left Winstar Enterprise Sdn Bhd and joined Sunway Winstar Sdn Bhd as an assistant manager. In 2017, he was promoted as a manager, where he was responsible for managing the sale and marketing plans and strategies of the company.

In 2019, he left Sunway Winstar Sdn Bhd and joined Winstar Aluminium Manufacturing Sdn Bhd as an operation manager, where he was responsible for implementing marketing campaigns for the company. Subsequently, he was appointed as a director of the company in 2022 and later as the Chief Marketing Officer ("CMO") of our Group in 2023. As our CMO, his responsibilities include formulating and implementing marketing strategies and plans for our Group as well as maintain proper relationship with our Group's customers.

Mr. Khoo Nee Cheng is a substantial shareholder of our Company.

PROFILE OF KEY SENIOR MANAGEMENT

(Cont'd)



SHENG TOY SEI
Chief Financial Officer



Malaysian



Male



40 years old

Mr. Sheng Toy Sei brings 15 years of expertise in financial management, ensuring fiscal excellence and strategic growth for the company. He graduated with a Bachelor of Science, majoring in Applied Accounting from Oxford Brookes University in 2008. He was admitted as a member of the MIA and the ACCA in 2014, and advanced to Fellowship status in 2020.

He began his career in 2010 as an internal audit executive with BDO Governance Advisory where he was responsible for designing internal audit procedures and assessing the adequacy of internal controls. In 2011, he left BDO Governance Advisory and joined Deloitte Malaysia as a senior associate external auditor. During his time there, he was responsible in conducting statutory audits for both private and public listed companies.

In 2012, he joined BDO Malaysia as a senior associate external auditor where he was responsible to plan and perform operational and financial audits for companies to ensure that financial statements are fairly presented in accordance with Malaysian Financial Reporting Standards as well as to prepare and present management reports on audit findings.

In 2013, he left BDO Malaysia and joined SP Setia Berhad as a senior executive where he was responsible for preparing and updating financial feasibility studies on new projects and on-going projects. He was subsequently promoted to the position of assistant manager in 2014 and to the position of manager in 2016 where he was responsible for preparing financial models and analysis with recommendations of feasibility of new projects as well as to prepare investment papers for SP Setia Berhad's board of directors and executive committees. In 2020, he was promoted to the position of Senior Manager with new responsibility in overseeing the financial reporting and management for four (4) major eco-themed developments.

In 2023, he left SP Setia Berhad and joined Winstar Aluminium Manufacturing Sdn Bhd as the Chief Financial Officer where he is responsible for overseeing the financial planning, budgeting and forecasting processes of our Group.

PROFILE OF KEY SENIOR MANAGEMENT

(Cont'd)



CHONG JUN KANG
Chief Sales Officer



Malaysian



Male



34 years old

Mr. Chong Jun Kang has 14 years of experience in driving sales growth and building strategic client relationships in the aluminium and solar industries. He completed the SPM from SMK Raja Jumaat Port Dickson, Negeri Sembilan in 2009.

He began his career in 2009 as a general worker at Acten Marketing Sdn Bhd where he was responsible for overseeing the company's production as well as carrying out marketing activities in relation to the tyre recycling business of the company. In the same year, he was promoted to production and marketing supervisor of the company where he was responsible for liaising with customers and maintaining the existing client base of the company.

In 2011, he left Acten Marketing Sdn Bhd and joined Syarikat Bunga Raya as a sales executive where he was responsible for carrying out the sales and marketing activities.

In 2013, he left Syarikat Bunga Raya and joined Nichi Industries (M) Sdn Bhd as a general manager where he was responsible for overseeing and managing the business operation plans of the company as well as to formulate strategies to expand the company's client base.

In 2017, he joined Winstar Aluminium Manufacturing Sdn Bhd as a sales executive where he was responsible for managing the company's operation, hiring new staffs as well as expanding the company's client base. In 2022, he was promoted to sales and marketing manager where he was responsible for overseeing the sales and marketing department.

In 2023, he was appointed as the Chief Sales Officer of our Group where he is responsible for formulating and implementing plans and strategies to enhance and improve our Group's sales and key performance indicators milestone.

Additional information about the Key Senior Management:

- Other than as disclosed above, none of the Key Senior Management:
 - has any family relationship with any other Director and/or major shareholder of the Company;
 - has any COI or potential COI, including any interest in a competing business with the Company and/or its subsidiaries; or
 - serves on the board of directors of any other listed or public company.
- None of the Key Senior Management has been convicted of any offence in the past five (5) years, nor have they been subject to any public sanctions or penalties imposed by relevant regulatory bodies during the financial year.

Financial Highlights

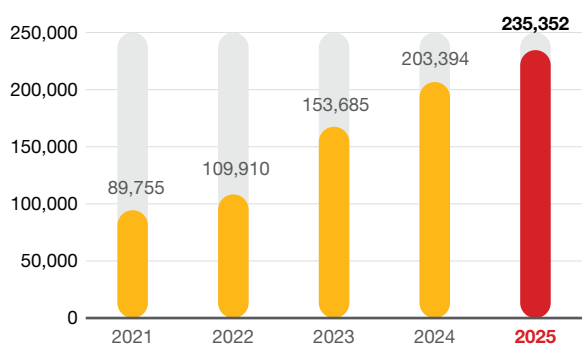
Financial Year Ended 31 December	2021 RM'000	2022 RM'000	2023 RM'000	2024 RM'000	2025 RM'000
Revenue	89,755	109,910	153,685	203,394	235,352
Profit after tax ("PAT")	2,625	5,263	8,017	7,405	10,330
Total assets	119,326	127,613	183,517	259,123	305,553
Total equity/ Net assets ("NA")	49,897	55,160	72,633	98,569	119,954
Basic earnings per share ("EPS") (sen) ⁽¹⁾	1.12	2.25	3.43	3.15	3.54
NA per share (sen) ⁽²⁾	21.37	23.63	31.11	33.99	38.43

Notes:

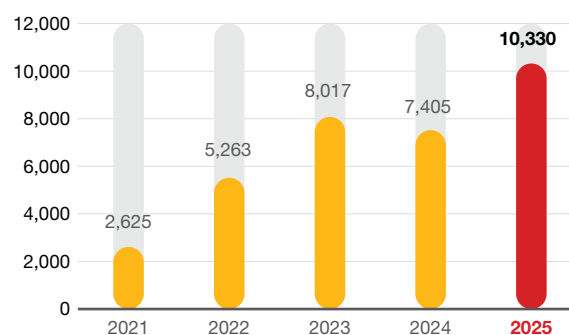
⁽¹⁾ Computed based on PAT over the weighted average number of ordinary shares for the financial year.

⁽²⁾ Computed based on NA over the number of ordinary shares as at the end of the financial year.

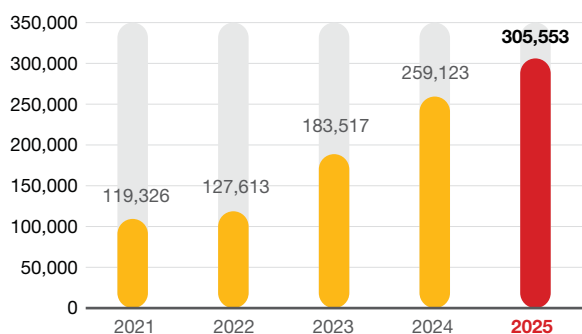
Revenue (RM'000)



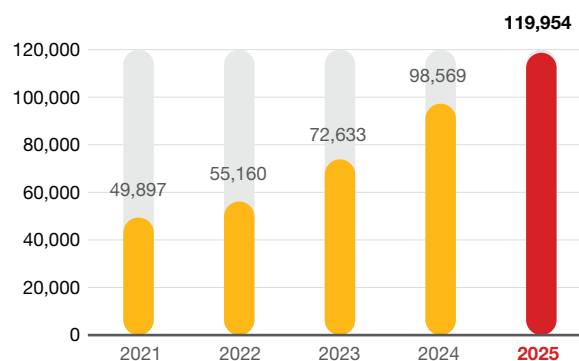
PAT (RM'000)



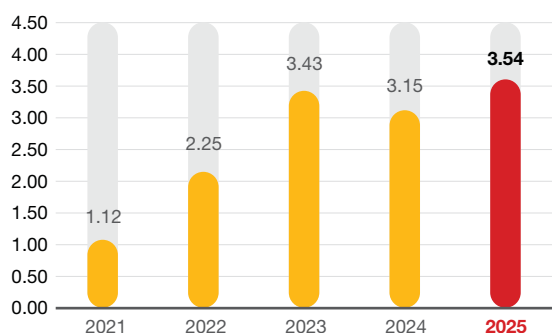
Total Assets (RM'000)



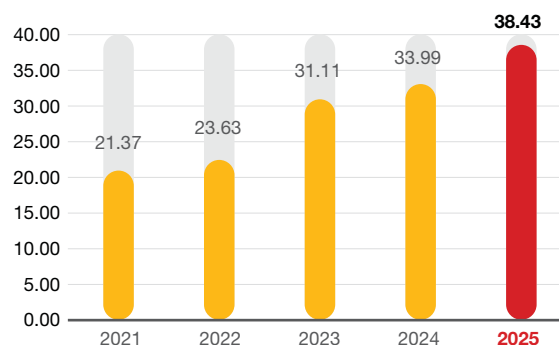
Total Equity (RM'000)



Basic EPS (sen)



NA per Share (sen)

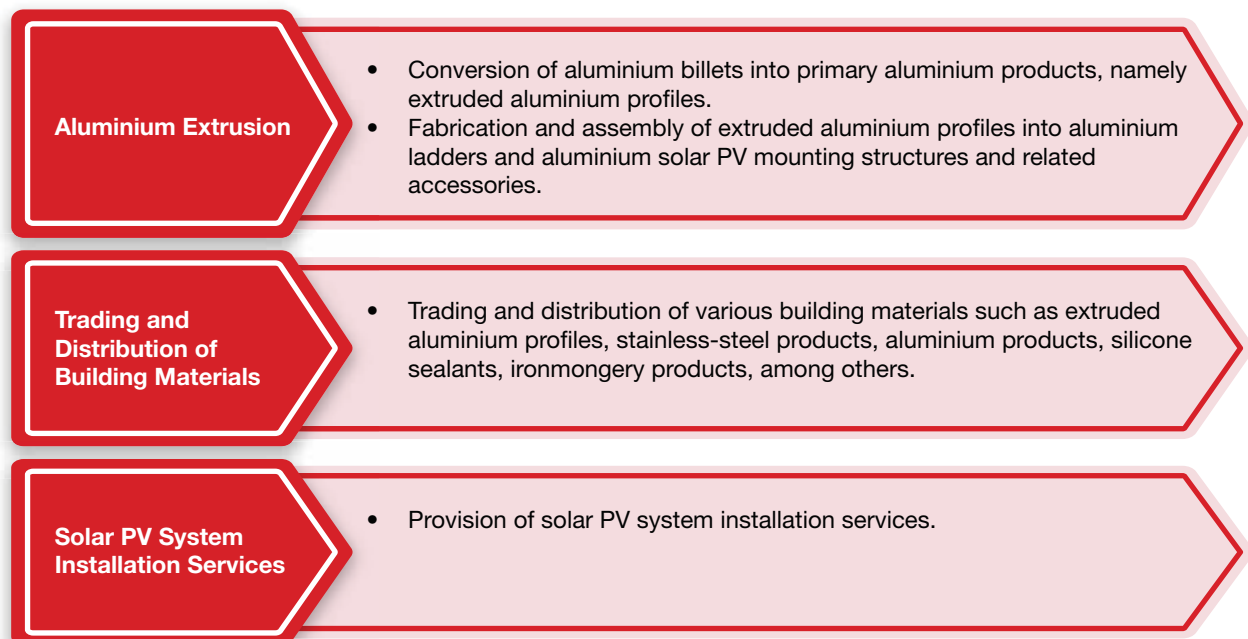


Management Discussion and Analysis

BUSINESS OVERVIEW

Since its inception in 2002, Winstar Group has grown from a rented single-storey factory with one (1) aluminium extrusion line into a well-established player in Malaysia's aluminium extrusion industry. Over the years, we have expanded our operations by strengthening our aluminium extrusion capabilities and also engaging in the trading and distribution of building materials. Our Group has also ventured into the renewable energy industry through the provision of solar PV system installation services.

Currently, our Group operates across three (3) business segments as follows:



Our manufacturing operations are based at our Ijok Manufacturing Facility, which comprises a three-storey office block and four (4) single-storey factories equipped with four (4) aluminium extrusion lines, four (4) anodising lines and one (1) powder coating line. In addition, our Group operates three (3) retail outlets cum warehouses located in the Klang Valley at Kepong, Klang, and Puchong to support our trading and distribution activities.

During the financial year ended 31 December 2025 ("FYE 2025"), our Group achieved a significant milestone with the completion of the construction of our new manufacturing facility, Lot 903 Facility, located adjacent to our existing Ijok Manufacturing Facility. This facility has a built-up area of approximately 80,000 square feet ("sq. ft"), and is designed to house four (4) aluminium extrusion lines with additional storage space. Pending the issuance of the CCC, our Group plans to install two (2) additional aluminium extrusion lines at Lot 903 Facility in the first half of 2026. This expansion will increase our Group's production capacity, enabling us to meet growing market demand and further strengthen our competitive position in the industry.

MANAGEMENT DISCUSSION AND ANALYSIS

(Cont'd)

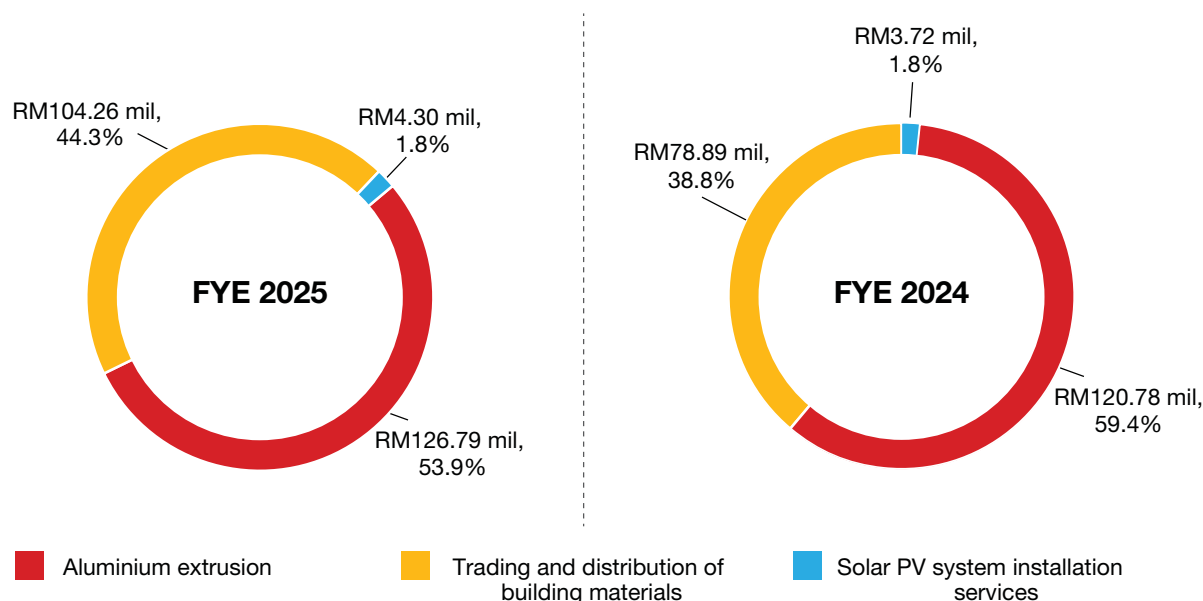
FINANCIAL PERFORMANCE REVIEW

	FYE 2025	FYE 2024	Variance	
	RM'000	RM'000	RM'000	%
Revenue	235,352	203,394	31,958	15.7
Gross profit ("GP")	45,823	36,349	9,474	26.1
Profit before tax ("PBT")	14,154	9,632	4,522	46.9
PAT	10,330	7,405	2,925	39.5
GP margin (%)	19.5	17.9	-	1.6
PBT margin (%)	6.0	4.7	-	1.3
PAT margin (%)	4.4	3.6	-	0.8

Revenue

In FYE 2025, our Group recorded a total revenue of RM235.35 million, representing an increase of RM31.96 million or 15.7% from RM203.39 million in the financial year ended 31 December 2024 ("FYE 2024"). The increase was mainly driven by higher revenue from our trading and distribution of building material segment, which increased by RM25.37 million due to greater demand from our customers in the construction and property development industries.

Our Group's revenue by segment for FYE 2025 and FYE 2024 is shown as follows:



The aluminium extrusion segment remained the largest contributor to our Group's total revenue, generating RM126.79 million or 53.9% of the total revenue in FYE 2025. This represented an increase of RM6.01 million or 5.0% compared to RM120.78 million in FYE 2024, mainly due to higher average selling price of our extruded aluminium profiles.

The trading and distribution of building material segment represented the second largest contributor to our Group's total revenue, accounting for RM104.26 million or 44.3% of total revenue in FYE 2025. Revenue from this segment surged by RM25.37 million or 32.2% as compared to RM78.89 million in FYE 2024, primarily attributable to higher sales volume of aluminium profiles and stainless-steel products.

Revenue contribution from our solar PV system installation services remained relatively modest, representing RM4.30 million or 1.8% of our Group's total revenue in FYE 2025. Revenue from this segment increased by RM0.58 million or 15.6% from RM3.72 million in FYE 2024, driven by higher contract value projects secured during the year.

MANAGEMENT DISCUSSION AND ANALYSIS

(Cont'd)

FINANCIAL PERFORMANCE REVIEW (CONT'D)

GP and GP Margin

Our Group's GP increased by RM9.47 million or 26.1% from RM36.35 million in FYE 2024 to RM45.82 million in FYE 2025, while the GP margin improved by 1.6% from 17.9% in FYE 2024 to 19.5% in FYE 2025. The improvement in both GP and GP margin was primarily due to a higher average selling price of our aluminium profiles, coupled with a higher proportion of higher-margin products sold across our segments.

PBT and PBT Margin

Our Group recorded a higher PBT of RM14.15 million in FYE 2025, representing an increase of RM4.52 million or 46.9% from RM9.63 million in FYE 2024. This was supported by higher revenue and GP, as well as the absence of the one-off Initial Public Offering ("IPO") listing expenses of approximately RM2.95 million recognised in the previous financial year. However, the improvement was partially offset by higher finance costs of RM7.52 million in FYE 2025 compared to RM4.07 million in FYE 2024, mainly arising from increased utilisation of banking facilities to support our Group's expanded operations and working capital requirements. The PBT margin improved by 1.3% to 6.0% in FYE 2025 compared to 4.7% in FYE 2024, reflecting the overall improvement in our GP margin, partially offset by higher finance costs during the year.

PAT and PAT Margin

Our Group's PAT increased by RM2.92 million or 39.5% from RM7.41 million in FYE 2024 to RM10.33 million in FYE 2025. The PAT margin improved to 4.4% from 3.6% in the prior year, in line with the improvement in our PBT margin.

FINANCIAL POSITION REVIEW

	31.12.2025	31.12.2024	Variance	
	RM'000	RM'000	RM'000	%
Non-current assets	79,576	67,558	12,018	17.8
Current assets	225,977	191,565	34,412	18.0
Total assets	305,553	259,123	46,430	17.9
Non-current liabilities	33,759	25,408	8,351	32.9
Current liabilities	151,840	135,146	16,694	12.4
Total liabilities	185,599	160,554	25,045	15.6
Total Equity/ NA	119,954	98,569	21,385	21.7
NA per share (sen)	38.43	33.99	4.44	13.1
Current ratio (times)	1.49	1.42	0.07	4.9
Gearing ratio (times) ⁽¹⁾	1.10	1.06	0.04	3.8

Note:

⁽¹⁾ Computed based on total borrowings over total equity/ NA.

Our Group's total assets increased by RM46.43 million or 17.9% from RM259.12 million as at 31 December 2024 to RM305.55 million as at 31 December 2025. The increase was primarily attributable to the following:

- (i) increase in trade receivables by RM19.31 million, in tandem with our Group's revenue growth;
- (ii) increase in inventories by RM17.84 million, mainly due to higher purchases of aluminium billets and building materials to meet the anticipated demands; and

MANAGEMENT DISCUSSION AND ANALYSIS

(Cont'd)

FINANCIAL POSITION REVIEW (CONT'D)

- (iii) increase in property, plant and equipment ("PPE") by RM11.06 million, primarily arising from the capitalisation of the costs incurred for the construction of Lot 903 Facility as well as the additions of moulds, plant and machinery for our business operations.

However, the overall increase in total assets was partially offset by the decrease of RM3.71 million in fixed deposits with licensed banks, mainly due to withdrawals of unpledged fixed deposits for working capital requirements and capital expenditure during FYE 2025.

Our Group's total liabilities increased by RM25.05 million or 15.6% from RM160.55 million as at 31 December 2024 to RM185.60 million as at 31 December 2025. The increase was mainly attributable to higher bank borrowings by RM27.05 million, arising from higher utilisation of bankers' acceptance and bank overdrafts for working capital purposes. The increase in bank borrowings was also partially due to the drawdown of a new term loan to finance the construction of Lot 903 Facility.

However, the overall increase in total liabilities was partially offset by the decrease of RM3.25 million in trade payables mainly due to prompt payment to our suppliers.

Overall, our Group concluded the financial year with a stronger financial position, with NA improving by RM21.38 million to RM119.95 million as at 31 December 2025, translating to a NA per share at 38.43 sen. The increase in NA was attributable to the issuance of ordinary shares pursuant to the special issue undertaken to fulfil the Bumiputera equity requirement, coupled with higher PAT recorded during the year. As a result of higher bank borrowings as at 31 December 2025, our gearing ratio rose slightly to 1.10 times compared with 1.06 times as at 31 December 2024. Nevertheless, our Group's current ratio remains healthy at 1.49 times.

CASH FLOW REVIEW

	FYE 2025 RM'000	FYE 2024 RM'000
Net cash used in operating activities	(23,854)	(46,179)
Net cash used in investing activities	(14,712)	(4,260)
Net cash from financing activities	36,124	52,760
Net (decrease)/ increase in cash and cash equivalents	(2,442)	2,321
Cash and cash equivalents at the beginning of the financial year	1,953	(368)
Cash and cash equivalents at the end of the financial year	(489)	1,953

Our Group recorded a net cash used in operating activities of RM23.85 million in FYE 2025 as compared to RM46.18 million in FYE 2024. The net cash used in operating activities was mainly attributable to higher working capital requirements, arising from an increase in trade receivables by RM20.08 million in line with our Group's revenue growth, as well as an increase in inventories by RM17.85 million due to higher purchases of inventories to ensure adequate stock levels in anticipation of growing customer orders.

Our Group recorded a net cash used in investing activities of RM14.71 million in FYE 2025. This was primarily attributable to the purchase of PPE of RM14.28 million, including capitalisation of the costs incurred for the construction of Lot 903 Facility as well as additions of moulds, plant and machinery for our business operations.

In FYE 2025, our Group recorded a net cash generated from financing activities of RM36.12 million, mainly due to the net drawdown of bankers' acceptance of RM14.16 million, proceeds of RM11.05 million from the issuance of ordinary shares in conjunction with our special issue to fulfil the Bumiputera equity requirement, net drawdown of term loans of RM8.55 million and decrease in placement of fixed deposits pledged with financial institutions amounting to RM3.71 million. The cash inflow was partially offset by repayment of lease liabilities of RM1.35 million.

MANAGEMENT DISCUSSION AND ANALYSIS

(Cont'd)

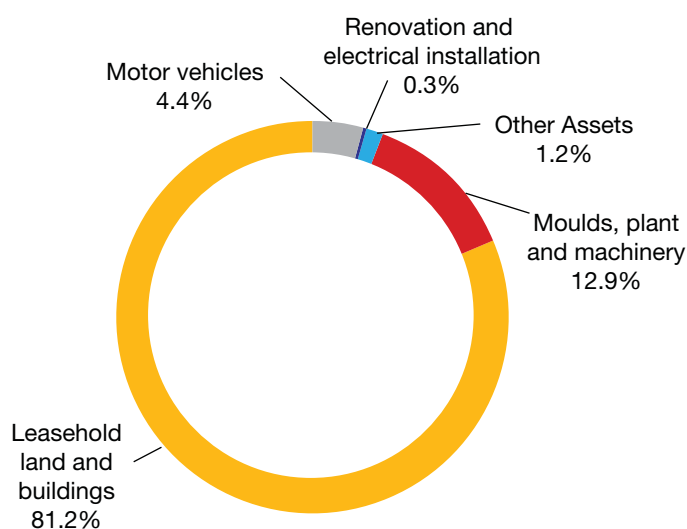
CAPITAL STRUCTURE, RESOURCES AND EXPENDITURE

As at 31 December 2025, the Company's share capital amounted to RM101.95 million, comprising 312,134,900 ordinary shares with a NA per share of 38.43 sen.

We finance our Group's operations with cash generated from operations, available cash and bank balances, credit extended by suppliers and banking facilities secured from financial institutions. Our banking facilities include bank overdrafts, bankers' acceptance, term loans and finance leases.

During FYE 2025, our Group invested a total of RM14.94 million for the following capital expenditure:

Capital Expenditure	RM'000
Moulds, plant and machinery	1,923
Leasehold land and buildings	12,128
Motor vehicles	655
Renovation and electrical installation	47
Other assets (Computer and software, furniture and fittings, office equipment)	186
Total	14,939



As at 31 December 2025, our Group's capital commitment is as follows:

Capital Commitment	RM'000
Approved and contracted for:	
- Construction of Lot 903 Facility	2,043
Approved but not contracted for:	
- Purchase of new aluminium press machines and equipment	9,550
Total	11,593

MANAGEMENT DISCUSSION AND ANALYSIS

(Cont'd)

ANTICIPATED OR KNOWN RISK

Dependent on major supplier

Our Group relies on a single major supplier for aluminium billets, which constitute the primary raw materials for our aluminium extrusion activities. Such dependency exposes us to potential risks such as supply disruptions and price volatility. Any major disruption or sudden cessation of supply may result in raw material shortages or increased production costs, which could materially and adversely affect our operational efficiency and profitability.

To manage this exposure, we maintain a strong and long-term relationship with our major supplier to ensure a consistent and reliable supply of aluminium billets on favourable terms. We have also identified alternative suppliers locally and overseas as part of our contingency planning. While there is no guarantee that we could secure supply from these alternative suppliers on favourable prices or in a timely manner, we believe these measures help to minimise potential supply disruptions and manage cost fluctuations.

Fluctuations in raw material prices

Our Group is exposed to the fluctuations in raw material prices, particularly aluminium billets, the price of which is closely linked to aluminium, a globally traded commodity denominated primarily in United States Dollars ("USD"). Aluminium prices are influenced by factors beyond our Group's control, including global economic and political conditions, supply and demand dynamics, suppliers' inventory levels, potential supply chain disruptions and currency exchange rates. As our aluminium products are priced in accordance with prevailing global aluminium prices, our Group is exposed to margin pressure when market prices of aluminium are higher at the point of purchase and lower at the point of sale.

To manage this risk, we maintain our aluminium billets inventory of up to two (2) weeks' supply to reduce delays and mitigate potential supply chain disruptions. We also procure aluminium billets in bulk during periods of favourable pricing, which assists in reducing exposure to future price increases. In addition, we are generally able to pass on increases in raw material costs to our customers, which helps mitigate the effect on our profitability.

Competition risk

The aluminium extrusion industry is highly competitive, with numerous market participants, including both established producers and new entrants. Our Group competes on various factors such as pricing, delivery times, product and service offerings, customer service quality as well as supplier and customer relationships. We also face competition from substitute materials such as conventional steel, composites and plastics, which customers may consider based on cost considerations or specific project requirements. In the event that our Group is unable to respond effectively to these competitive dynamics, we may experience a loss of market share, which could have an adverse effect on our business operations and financial performance.

To manage this risk, our Group continues to strengthen operational capabilities through investments in comprehensive manufacturing facilities equipped with advanced machinery and equipment, including the completion of our new Lot 903 Facility which will increase our production capacity upon commissioning of additional aluminium extrusion lines. Our broad range of products and services also enables us to serve a wider customer base and enhance our market presence. By focusing on continuous innovation, maintaining strong customer relationships and responding to evolving market needs, we aim to preserve our competitive position and reduce the risks arising from substitute materials and new market entrants.

FUTURE PROSPECT AND OUTLOOK

Malaysia's economy is expected to grow between 4.0% and 4.5% in 2026, with headline inflation projected to range between 1.3% and 2.0%, supported by resilient domestic demand and a stable external sector. Private consumption is anticipated to remain firm due to favourable labour market conditions, proactive policy measures and strong tourism activity during Visit Malaysia 2026. Investment activity is expected to benefit from increased capital expenditure in high impact strategic sectors, while growth continues to be driven by the services and manufacturing sectors together with sustained contributions from construction and agriculture.

MANAGEMENT DISCUSSION AND ANALYSIS

(Cont'd)

FUTURE PROSPECT AND OUTLOOK (CONT'D)

The aluminium extrusion market in Malaysia remains favourable, underpinned by rising demand of aluminium extrusion products across various end-user industries, particularly the construction, renewable energy and transportation sectors. Notably, the construction sector is expected to grow at 6.1% in 2026, driven by approved strategic investments under national policies and projects under the Thirteenth Malaysia Plan. These include major infrastructure and utilities development, sustained demand for industrial facilities, logistics hubs and data centres, as well as government led affordable housing programmes and targeted home ownership initiatives. Such projects are expected to increase the activities of our customers in the construction and property development industries, which will in turn drive higher demand for our products and benefit our aluminium extrusion and building material segments.

In addition, the Ministry of Finance in China has announced the elimination of export tax rebates for certain products including aluminium and copper, effective from 1 December 2024. This policy change is expected to make China's aluminium products more expensive in international markets, creating opportunities for local manufacturers such as our Group, as customers may increasingly source from domestic suppliers, while other countries may also seek alternatives beyond China.

In response to growing market opportunities, we are expanding our production capabilities. Following the completion of the construction of Lot 903 Facility in FYE 2025, which is currently pending issuance of CCC, we plan to install two (2) new aluminium extrusion lines in the first half of 2026 upon receipt of the necessary approvals. This expansion will increase our production capacity, allowing us to progressively convert our aluminium trading activities to in-house production. By having greater control over our production, we can respond more quickly to customer requirements, reduce lead times and strengthen quality assurance. Additionally, the increased production capacity positions us to explore overseas markets once the new capacity comes on stream.

Amid the climate crisis, the Malaysian government has continuously strengthened efforts since the first National Climate Change Policy in 2009, subsequently revised into the National Climate Change Policy 2.0, aligning with the National Energy Transition Roadmap and New Industrial Master Plan 2019-2030 to pursue a low carbon economy and enhance climate resilience. Notable initiatives like the Large-Scale Solar Programme and the introduction of the Solar Accelerated Tariff Adjustment Programme ("ATAP") create opportunities for growth in our aluminium extrusion and solar PV system installation services segments. With the release of the detailed ATAP guidelines on 31 December 2025, demand visibility for both extruded aluminium profiles and solar mounting structures is expected to gradually improve as market participants gain greater clarity on the new regulatory framework.

To capitalise on opportunities within the renewable energy sector, we entered into a strategic partnership agreement in FYE 2025 with SolaX Power Network Technology Co Ltd ("SolaX"), a global leader in smart energy technologies. This collaboration enables us to expand our product offerings beyond the manufacturing of mounting structures and components to include the trading of hybrid inverters and solar batteries.

Looking ahead, we remain positive about our Group's long-term prospects. By leveraging our expanded production capacity, strategic partnerships, and favourable market developments both locally and globally, we are well-positioned to capitalise on emerging opportunities, drive sustainable growth, and deliver continued value to our stakeholders.

DIVIDEND

No dividend was declared or paid in FYE 2025 as we are currently prioritising business expansion as well as strengthening our business operations to ensure a sustainable long-term growth.

Moving forward, we aim to declare dividends of 30.0% of our audited consolidated PAT for each financial year, while our Board will take into consideration several factors, including our Group's financial performance, capital expenditure requirements, overall financial condition, and any other factors deemed relevant before recommending the dividends.

Sustainability Statement

Dear
Valued Stakeholders



The growing emphasis on sustainable development has reshaped the expectations placed upon organisations, highlighting the importance of decisions that pursue growth with an awareness of relevant sustainability considerations. Winstar Group remains attentive to the sustainability agenda and continues to integrate Economic, Environment, Social and Governance (“EESG”) considerations into the way we operate and the goals we pursue, ensuring that our development remains aligned with the wider interests of our stakeholders.

In this aspect, the Board is pleased to present the Sustainability Statement for FYE 2025, offering insights into our Group’s approach to managing sustainability risks and opportunities across EESG.

SCOPE AND REPORTING PERIOD

This Sustainability Statement provides an overview of Winstar Group’s sustainability strategies, initiatives and performance across the EESG pillars for the period from 1 January 2025 to 31 December 2025, unless otherwise specified.

BASIS, GUIDELINE AND REFERENCE

This Sustainability Statement was prepared based on all available internal information in accordance with Bursa Securities ACE Market Listing Requirements (“AMLR”) relating to Sustainability Statement and its Sustainability Reporting Guide 3rd Edition. In addition, the United Nations Sustainable Development Goals (“UNSDG”) was further referenced as a guideline in mapping our material sustainability matters and developing our sustainability strategies.

STATEMENT OF ASSURANCE

To enhance the credibility of this Sustainability Statement, the disclosures relating to the material matters, namely “Energy and Emission Management”, “Water Management” and “Occupational Safety and Health” have been subjected to an internal review by the Company’s internal auditor. Based on the review performed, the internal auditor concluded that the relevant disclosures are fairly stated, properly prepared, and adequately supported by underlying documentation, and are presented in a consistent and reliable manner.

FEEDBACK

As part of our ongoing effort to improve our sustainability measures and reporting standards, we welcome all stakeholder feedbacks, suggestions and comments on this Sustainability Statement and other relevant sustainability matters. Any feedback or enquiries may be directed to our email at support@winstargroup.com.my.

SUSTAINABILITY STATEMENT

(Cont'd)

SUSTAINABILITY GOVERNANCE STRUCTURE

Against the backdrop of growing sustainability awareness, Winstar Group is dedicated to integrating sustainability principles into our business strategies, processes and decisions, thereby reducing potential adverse impacts arising from business operations. As part of our commitment, our Group formalised and adopted a Sustainability Policy on 8 April 2025, which serves as an overarching framework for our sustainability initiatives. This milestone represents a significant step in our sustainability journey and advances our progress towards a more sustainable future. Our Sustainability Policy outlines our dedication in the following areas: -

Economic Sustainability

To conduct business transparently and ethically, uphold high standards of products and services whilst supporting the local economy through local procurement when viable.

Supply Chain Sustainability

To maintain strong relationships with suppliers and encourage sustainability practices across the supply chain.

Innovation and Technology Sustainability

To improve operational efficiency and reduce environmental impacts through innovative technologies and practices.

Environmental Sustainability

To minimise environmental footprint and comply with relevant environmental regulatory and legal requirements.

Social Sustainability

To promote safe, healthy, inclusive and transparent workplace whilst contributing to the well-being and development of local community.

Governance Sustainability

To maintain the highest standards of business ethics, integrity and corporate governance structures and processes.

Our Sustainability Policy is complemented by a Sustainability Governance Structure designed to monitor and manage sustainability matters alongside daily operational management, ensuring the effective integration of sustainability principles. We have adopted a “tone from the top” approach, with the Board holding ultimate responsibility for overseeing the Group’s sustainability management and performance, thereby ensuring that sustainability initiatives are aligned with business objectives. The Board is supported by the ARMC, which is further assisted by the Sustainability Working Committee (“SWC”), comprising members from various departments and led by the COO.

SUSTAINABILITY STATEMENT

(Cont'd)

SUSTAINABILITY GOVERNANCE STRUCTURE (CONT'D)

The roles and responsibilities of our Board, ARMC and SWC with respect to the sustainability governance are as follows:

Board

- To oversee sustainability management and performance across the Group.
- To define the strategic direction guiding the Group's sustainability management.
- To ensure adequate resources are allocated to support effective implementation of sustainability strategies and initiatives.
- To review and approve the annual Sustainability Statement.



ARMC

- To ensure key decisions on sustainability matters align with the Group's overall business strategies and objectives.
- To ensure adequate resources are allocated to support effective implementation of sustainability strategies and initiatives.
- To review and report on the progress of sustainability management and performance to the Board periodically.



SWC

- To assess material sustainability matters relevant to the Group.
- To oversee the integration of sustainability strategies and initiatives into daily operations.
- To recommend sustainability initiatives aimed at enhancing the Group's sustainability performance.
- To track data related to sustainability initiatives and monitor the relevant progress across the Group.
- To establish and monitor key performance indicators to achieve sustainability objectives.
- To report material sustainability matters, progress and performance to the ARMC periodically.

SUSTAINABILITY STATEMENT

(Cont'd)

STAKEHOLDER ENGAGEMENT

At Winstar Group, we believe that stakeholder engagement serves as an essential bridge that keeps us informed of evolving demands and expectations. This enables us to develop sustainability strategies and initiatives that remain relevant and impactful, supporting our long-term growth and overall business sustainability. During FYE 2025, we continued to engage our stakeholders through various formal and informal channels as outlined below:

Stakeholders	Areas of Concern	Engagement Approaches
Shareholders/ Investors 	- Share price performance - Investment risk and returns - Financial and operational performance - Corporate governance and risk management - Business strategies and future plans	- Quarterly financial results - Annual report - General meetings - Company website - Announcements made on Bursa Securities website
Customers 	- High quality products and services - Competitive pricing - On-time delivery - Customer satisfaction and experience - Customer data privacy	- Physical and virtual communications - Company website - Highlight to customers that the Group's product quality meets the standards set by the ISO Certification
Suppliers and Contractors 	- Long-term business relationships - Efficient and transparent procurement procedures - Credit terms and timely payments	- Periodic suppliers' evaluation - Physical and virtual communications - Contractual agreements
Employees 	- Competitive remuneration and benefits package - Occupational health and safety - Training, upskilling opportunities and career development - Employee welfare	- Internal communications - Equal employment opportunities - Periodic performance assessment and appraisal - Training and development programs
Communities 	- Environmental impact from business operations - Local job creations and economic support	- Company website - Community outreach programs - Corporate Social Responsibility ("CSR") projects and sponsorship
Government/ Authorities 	- Regulatory compliance - Corporate governance	- Compliance audit - Announcements made on Bursa Securities website - Renewal of licenses and permits
Industry Association 	- Recyclability of aluminium - Material sourcing, innovation and efficiency	- Research and development - Training programs - Active collaborations
Media/ Analyst 	- Financial and operational performance - Business growth and expansion plan - Corporate governance - Share price performance	- Quarterly financial results - Annual report - General meetings - Interview sessions - Company website - Announcements made on Bursa Securities website

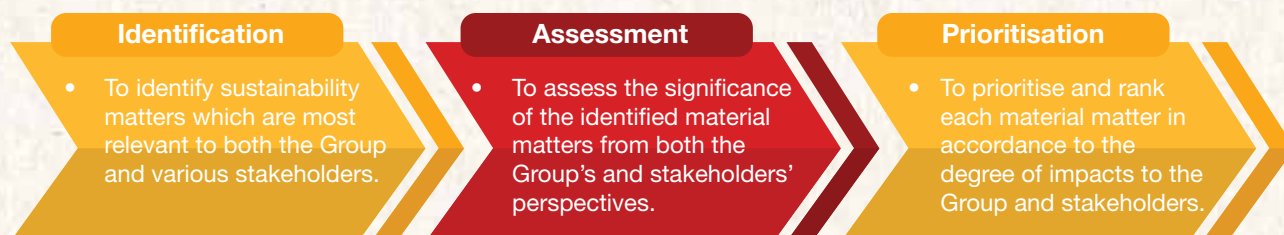
SUSTAINABILITY STATEMENT

(Cont'd)

MATERIALITY ASSESSMENT & SUSTAINABILITY STRATEGIES

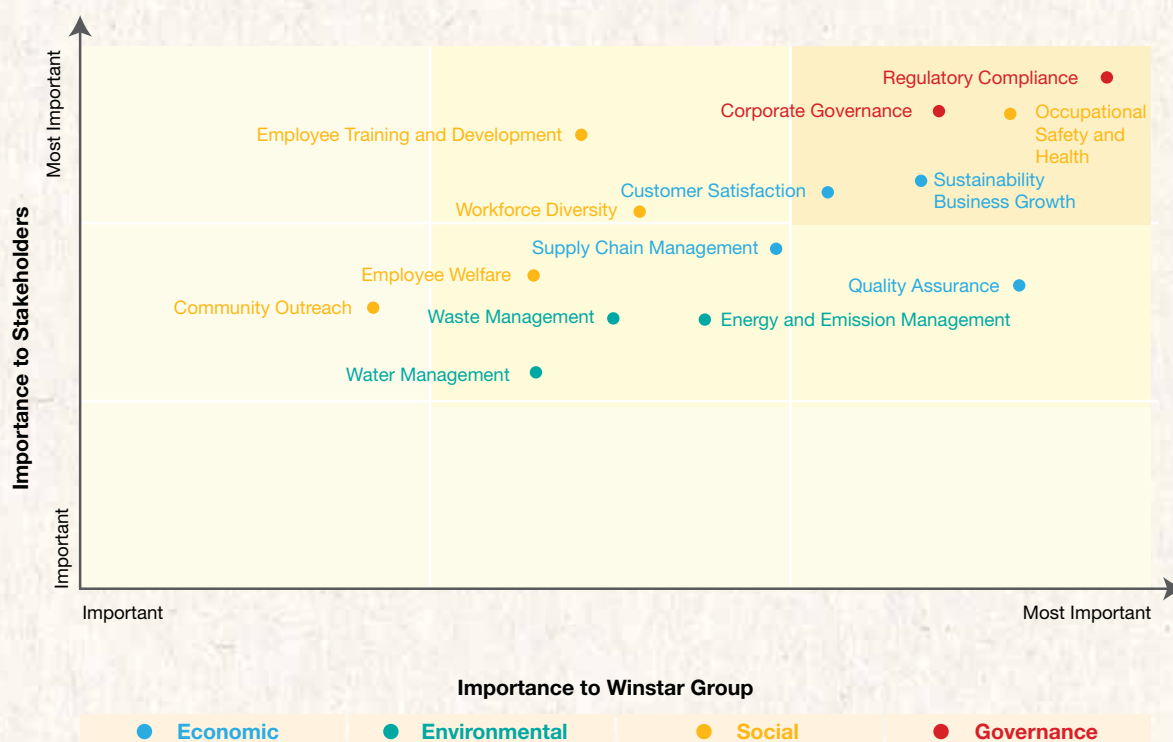
Materiality Assessment Process

Building on our commitment to stakeholder engagement, we conduct an annual materiality assessment by integrating stakeholder insights to ensure that our efforts remain focused and impactful. We continue to adopt a three (3)-step approach in performing our materiality assessment as outlined below:



Materiality Matrix

In FYE 2025, we have reviewed and reassessed the sustainability matters identified in previous financial year to ensure their continued relevance to our Group and various stakeholders. As a result, we concluded that all fourteen (14) material matters remained relevant, with their significance ranging from "Important" to "Most Important", as illustrated in the Material Matters Matrix below:



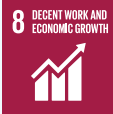
SUSTAINABILITY STATEMENT

(Cont'd)

MATERIALITY ASSESSMENT & SUSTAINABILITY STRATEGIES (CONT'D)

Sustainability Strategies & UNSDG Mapping

Based on the material matters identified, we also take into consideration the UNSDG when developing our sustainability strategies in order to manage sustainability risks and opportunities. This approach enables us to address stakeholder expectations while contributing meaningfully to the global sustainability agenda. As all fourteen (14) material matters remain relevant, our sustainability strategies continue to be largely consistent with the previous financial year and are mapped to eight (8) relevant UNSDG as follows:

	Materials Matters	Sustainability Strategies	UNSDGs
ECONOMIC	- Sustainable Business Growth - Customer Satisfaction - Supply Chain Management - Quality Assurance	- To drive business growth and operational efficiency in pursuit of long-term value creation - To continuously monitor and respond to customers' requirements with a focus on delivering quality products and services to achieve a high level of customers satisfaction - To build strong and sustainable relationships with suppliers/ subcontractors, ensuring supply chain efficiency while supporting the local economy, whenever viable	
ENVIRONMENT	- Energy and Emission Management - Waste Management - Water Management	- To embrace renewable energy solutions in our business operations, thereby reducing our environment footprint - To minimise waste generation and adopt responsible waste disposal methods in accordance with environmental regulations - To deploy water efficiency measures throughout our business operations	  
SOCIAL	- Workforce Diversity - Employee Training and Development - Occupational Safety and Health - Employee Welfare - Community Outreach	- To foster a safe, healthy and inclusive workplace that attracts, motivates and retains talent - To safeguard our employees' rights, interests and welfare at all times - To equip our employee with adequate training and development opportunities that facilitate continuous learning and development - To organise company events and activities that strengthen camaraderie amongst employees across the Group - To advance the well-being and development of the local community	   
GOVERNANCE	- Regulatory Compliance - Corporate Governance	To ensure full adherence to all applicable regulation and laws, policies and procedures for robust regulatory compliance and corporate governance.	

SUSTAINABILITY STATEMENT

(Cont'd)

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SUSTAINABLE BUSINESS GROWTH

Following our successful listing on the ACE Market of Bursa Securities in FYE 2024, we completed a special issue on 18 December 2025 to fulfil the Bumiputera equity requirement, which became applicable upon meeting the profit threshold prescribed for Main Market listed entities. The special issue raised RM11.29 million, which will further support our Group's growth initiatives.

Whilst FYE 2025 marked ongoing global uncertainties, our Group remains cautiously optimistic and committed to sustaining business growth, enhancing our market presence and strengthening operational efficiency in alignment with UNSDG Target 8.1. During FYE 2025, our operational highlights and strategic initiatives are as follows:



Commencement of Operations at New Manufacturing Facility

In FYE 2025, we marked a significant milestone in our corporate journey with the completion of the construction of our new manufacturing facility at Lot 903, which is adjacent to our existing Ijok Manufacturing Facility. The new manufacturing facility has a built-up area of approximately 80,000 sq. ft and is designed to extend our manufacturing capabilities by accommodating four (4) additional extrusion lines, together with increased storage capacity. As at 31 December 2025, the facility is in the final stages of obtaining the CCC and fire safety certification. Upon receipt of the necessary approvals, we will proceed with the installation and commissioning of the extrusion lines in phases, which is expected to progressively raise our total production capacity to 15,285 tonnes per annum.

Enhancing Capabilities Through Strategic Partnership

In FYE 2025, we signed a strategic partnership agreement with SolaX, a global leader in smart energy technologies. This collaboration marks another significant milestone following our expansion into the solar PV industry in the financial year ended 31 December 2023 ("FYE 2023"), further strengthening our position as an all-in-one solar solution provider. Through this partnership, we have expanded our product offerings beyond the manufacturing of mounting structures and components to include the trading of hybrid inverters, on-grid inverters and solar batteries, enabling us to deliver a complete system lineup to support diverse commercial and industrial project requirements.

Moving forward, we will continue to seek strategic collaborations whenever feasible to enhance our capabilities, expand our market presence and create long-term value for our Group.



Development of Business Opportunities and Awareness of Emerging Technologies

In FYE 2025, we continue to enhance our market presence and build strategic relationships through the following engagements:

Events and Exhibitions	
22 Aug 2025	Corporate Visit by SBS Digital Media Sdn Bhd (ShangHai Business Media) to our Ijok Manufacturing Facility
15 – 17 Oct 2025	International Greentech & Eco Products Exhibition & Conference Malaysia 2025

SUSTAINABILITY STATEMENT

(Cont'd)

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SUSTAINABLE BUSINESS GROWTH (CONT'D)

Development of Business Opportunities and Awareness of Emerging Technologies (Cont'd)

Through participation in these initiatives, we gained valuable exposure to the latest industry developments and technological advancements, while also enhancing our market presence and visibility. The engagements enabled us to build strategic relationships, reach new customers and explore new opportunities. Moving forward, we are committed to exploring additional opportunities to gain further insights and expand our network that support growth and strengthen our market position.



CUSTOMER SATISFACTION

Recognising that customer satisfaction is a key driver of long-term business sustainability, we are committed to maintaining ongoing engagement with our customers to better understand their expectations and ensure high standards of service delivery.

We continue to assess customer satisfaction through the use of feedback forms that evaluate key areas, including product quality, delivery time, responsiveness to enquiry, payment terms and our overall performance, based on a rating scale from 1 to 5.

In circumstances involving defects or delivery concerns, customers may raise a complaint and our sales team will respond in a timely manner. Our commitment to ongoing enhancement remains steadfast and feedback is encouraged through support@winstargroup.com.my. During FYE 2025, we are pleased to highlight that positive feedback was received from our customers, with an average customer satisfaction score of 4.5 out of 5, and no complaints were received.

SUSTAINABILITY STATEMENT

(Cont'd)

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SUPPLY CHAIN MANAGEMENT

Effective supply chain management is critical to our business continuity and operational resilience. Given that our key raw materials, particularly aluminium billets, are globally traded commodities subject to price volatility and supply fluctuations, we place strong emphasis on maintaining robust supplier relationships and monitoring supplier performance to minimise disruptions that could affect our ability to meet customer demand.

In line with our commitment, we conduct annual supplier performance evaluations using a rating approach of “Excellent, Good, Fair, or Poor” to assess suppliers in terms of quality, delivery, service, pricing and payment terms, and ESG compliance. Suppliers that do not meet all of our expectations are subject to close monitoring and improvement initiatives, while suppliers that fail to meet basic requirements may be considered for discontinuation of engagement. In addition, we perform background checks, such as Credit Tip Off Service (“CTOS”) searches, to assess supplier credibility.

For FYE 2025, we are pleased to report that 85.6% of our suppliers met all our expectations, while 14.4% of our suppliers met most of our expectations. We are also pleased to report that no supply disruptions were experienced across our supply chain. In addition to maintaining supplier performance standards, we remain committed to supporting local economic growth by prioritising procurement from local suppliers whenever feasible, in alignment with UNSDG Target 8.1. In FYE 2025, 92.5% of our raw materials were sourced locally, reflecting our ongoing efforts to strengthen domestic supply chains, contribute to the local economy, and reduce our carbon footprint by minimising transportation emissions from overseas shipments.

TARGET 8.1



**SUSTAINABLE
ECONOMIC GROWTH**



QUALITY ASSURANCE

At Winstar Group, we recognise that delivering high quality products and services is fundamental to our business sustainability, enabling us to respond effectively to evolving customer demands and maintain a competitive edge within the industry. Accordingly, we are committed to implementing rigorous quality control measures across the key areas of our operations as follows:

Aluminium Extrusion and Fabrication

Pre-production



- Perform inspection of aluminium billets by verifying specifications against the mill certificate and weigh the weight of the aluminium billets.
- Perform inspection of extruded aluminium profiles to ensure they meet the specifications required for aluminium ladders and solar PV mounting structures.

Production



- Conduct in-process quality control at each stage of aluminium extrusion, fabrication and final product assembly to ensure compliance with the specific requirements.

Post-production



- Conduct final visual check on the aluminium profiles/ ladders/ solar PV mounting structures to ensure no visible defects and final check on the required quantities prior to delivery.

SUSTAINABILITY STATEMENT

(Cont'd)

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QUALITY ASSURANCE (CONT'D)

Trading and Distribution

Incoming Stock



- Perform inspection of products to identify any visible defects and verify the quantity against the amount ordered.

Order received



- Check the product availability, required quantity, and specifications upon receiving an order. If the requested products are not in stock, we will proceed with procurement from suppliers.

Outgoing stock



- Conduct final visual check on the products to ensure no visible defects and final check on the required quantities prior to delivery.

Solar PV System Installation Services

Our Group maintains high service quality by carefully selecting subcontractors and overseeing their project execution. Initially, subcontractors must pass pre-qualification assessments, which include evaluations of their company profiles and prior project experience. During installation, we actively track their work and validate task completion using status reports and project progress claims at specific intervals during the installation process.

Demonstrating our unwavering commitment, our quality management system is certified under ISO 9001:2015, under the scope of “manufacturing of aluminium extrusion parts”. In addition, our products are also certified under MS 2289:1010 and SIRIM ECO 099:2023, underscoring the excellent quality and safety of our products.



ISO 9001:2015



MS 2289:1010

SUSTAINABILITY STATEMENT

(Cont'd)

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ENERGY AND EMISSION MANAGEMENT

In view of increasing climate related risks, we recognise the growing importance of addressing environmental challenges in a responsible and forward-looking manner. We are committed to integrating sustainable practices into our operations to support long term business sustainability.

As part of our commitment to environmental sustainability, we have installed a rooftop solar PV system at our Ijok Manufacturing Facility. In FYE 2025, our total energy consumption amounted to 5,001.30 megawatt-hours ("mWh"), of which 677.64 mWh was generated by the solar PV system, resulting in cost savings of RM66,101. This initiative reduces our reliance on conventional energy sources and supports the global transition to renewable energy in line with UNSDG Target 7.2, contributing to a greener and more sustainable future.

In addition, we note that greenhouse gas ("GHG") emissions and energy consumption from our operations contribute to the Group's carbon footprint. This includes the diesel and petrol used in our company-owned vehicles, natural gas consumed by our production machineries, as well as electricity used at our Ijok Manufacturing Facility and retail outlet cum warehouses. Accordingly, we track and monitor our GHG emissions in line with UNSDG Target 13.2 with our total GHG emissions for FYE 2025 as shown below:

	FYE 2024 (tCO ₂ e)	FYE 2025 (tCO ₂ e)
Direct (Scope 1) GHG emissions	595.43	661.00
Indirect (Scope 2) GHG emissions	2,842.29	3,346.51
	3,437.72	4,007.51

In FYE 2025, we recorded a total emission of 4,007.51 tonnes of carbon dioxide equivalent ("tCO₂e"), with Scope 1 and Scope 2 accounted for 16.5% and 83.5%, respectively. Scope 1 emission represents direct emission arising from the fuel consumption of our Group vehicles, while Scope 2 emission is directly associated with the purchased electricity. The increase in GHG emissions in FYE 2025 was mainly attributable to greater liquefied petroleum gas ("LPG") usage for extrusion machines following higher extrusion activity, as well as higher petrol and diesel consumption as a result of an increase in the number of lorry trips made to deliver goods to customers.

Our commitment to environmental stewardship was further reinforced through the conduct of isokinetic stack and air emission monitoring by ChemVi Laboratory Sdn Bhd in February and May during FYE 2025, which confirmed that all tested parameters were below the limits specified under the Environmental Quality (Clean Air) Regulations 2014.

Looking ahead, we remain committed to ongoing monitoring of energy consumption and to improving energy efficiency within our production processes as part of our sustainability efforts.

TARGET 7-2

 INCREASE GLOBAL
PERCENTAGE OF
RENEWABLE ENERGY

TARGET 13-2

 INTEGRATE CLIMATE
CHANGE MEASURES
INTO POLICIES AND
PLANNING


WASTE MANAGEMENT

Waste generation and improper disposal contribute significantly to environmental pollution and landfill accumulation. Recognising this, we place strong emphasis on waste reduction through reuse and recycling practices embedded within our operations in line with UNSDG Target 12.5. In our aluminium extrusion processes, excess cuts are reused wherever feasible. Aluminium scraps that cannot be directly reused are collected and returned to our aluminium billet supplier, which will be recycled into new billets. Beyond our manufacturing activities, our employees are encouraged to repurpose printed documents as scrap paper. Through these initiatives, we strive to minimise waste across our Group while maximising resource utilisation.

TARGET 12-5

 SUBSTANTIALLY
REDUCE WASTE
GENERATION

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WASTE MANAGEMENT (CONT'D)

Notwithstanding ongoing waste reduction efforts, our aluminium extrusion activities generate unavoidable scheduled waste, specifically sludges containing metals. During FYE 2025, a total of 39,782 kilograms ("kg") sludges was generated. We engage licensed waste contractors to ensure that these sludges are disposed of properly and safely, in accordance with UNSDG Target 12.4. In addition, we have one (1) environmental officer responsible for overseeing waste management and ensuring adherence to proper disposal practices in line with the Environmental Quality (Scheduled Wastes) Regulations 2005 ("EQSWR"). We also rent roll-on, roll-off bins to ensure our general waste is disposed of responsibly.

Our steadfast commitment to environmental sustainability is demonstrated through our environmental management system certified with ISO 14001:2015 under the scope of "manufacturing of aluminium extrusion parts" since 2024. For FYE 2025, we are pleased to report that no environmental law infringements or fines were incurred.

TARGET 12-4

**RESPONSIBLE
MANAGEMENT OF
CHEMICALS AND
WASTE**


WATER MANAGEMENT

Water plays a critical role in our aluminium extrusion and anodising processes, where it is used extensively for cleaning, cooling and within the electrolyte bath. Recognising this, we are committed to effective water management to conserve natural resources, reduce our environmental impact and lower operational costs. As the anodising process may result in the discharge of water containing pollutants such as acids and heavy metals, we implement wastewater treatment measures to remove these contaminants prior to discharge, ensuring compliance with environmental regulations.

Beyond our manufacturing activities, we actively encourage our employees to turn off water taps when not in use in order to minimise unnecessary water consumption. In FYE 2025, we recorded a total water consumption of 57.6 megalitres, marking a decrease of 8.0 megalitres from 65.6 megalitres in FYE 2024. This reduction was mainly driven by improved production scheduling and operational planning in our aluminium extrusion processes, particularly in the anodising and powder coating finishing stages. With better coordination of production activities and finishing requirements, our Group was able to optimise water usage, resulting in lower overall water consumption. Moving forward, we will continue to maintain effective water management practices and remain committed to exploring additional measures to further enhance our water management strategies.



OTHER SUSTAINABILITY INITIATIVES

In FYE 2025, we obtained the MyHIJAU Mark certification for three (3) specifications of our products, namely aluminium alloy 6063-T5 with mill finished, powder paint coated and natural anodized. The MyHIJAU Mark is a government-endorsed certification that recognises environmentally-friendly products and services, and our certified products are now listed in the MyHIJAU Directory as a reference for green procurement. This achievement reflects our continued commitment to environmental responsibility and sustainable business practices.



SUSTAINABILITY STATEMENT

(Cont'd)

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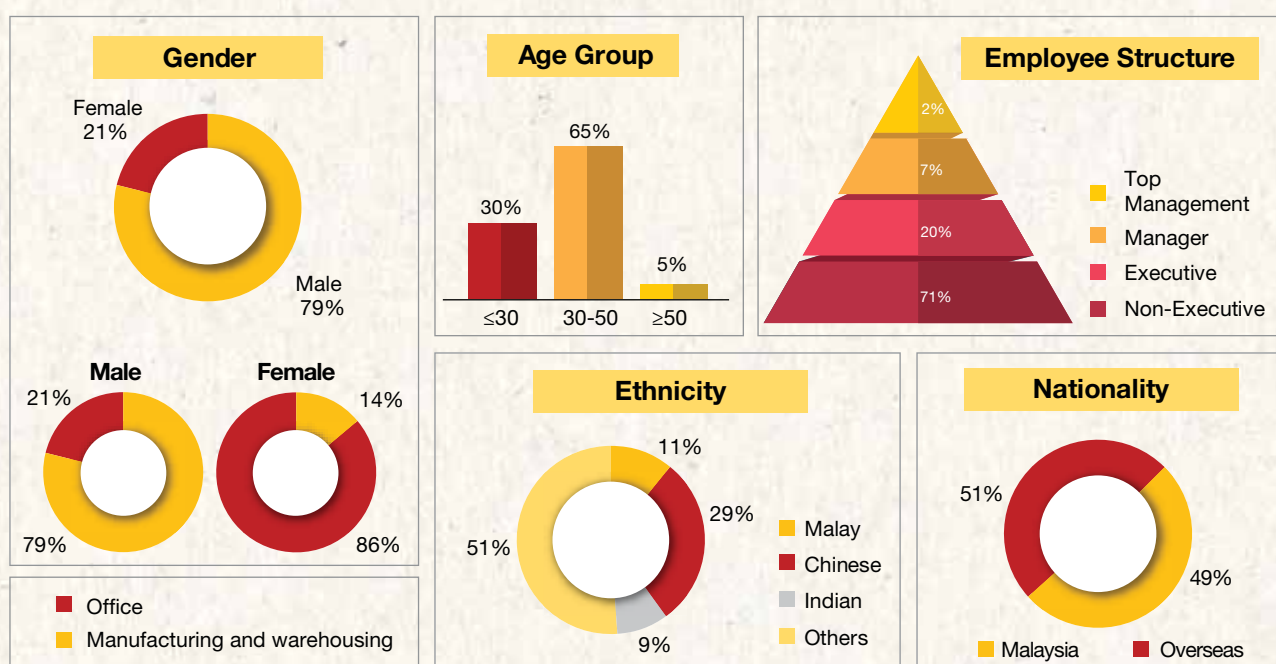
GOVERNANCE



WORKFORCE DIVERSITY

At Winstar Group, we value our employees and regard them as key drivers of our long-term sustainability and success. As such, we are committed to building a diverse workforce that fosters innovation and creativity by bringing together talents from varied backgrounds, perspectives and experiences, thereby strengthening organisational resilience and enhancing problem-solving capabilities.

As at 31 December 2025, our Group has a total of 300 employees with the demographics as follows: -



In line with UNSDG Target 5.5 and 10.3, we are committed to upholding fair and inclusive employment practices that ensure equal access to opportunities for all, regardless of age, gender, ethnicity, religion, national origin, disability or other personal attributes. At the Board level, women represent 50.0% of our Board as at 31 December 2025, including the Independent Non-Executive Chairperson and three (3) Independent Non-Executive Directors, underscoring our commitment to gender equality and the empowerment of women in leadership.

In terms of our employee workforce, the higher proportion of male employees (78.7%) is largely attributable to the nature of our manufacturing and warehousing operations. Nevertheless, we remain committed to fostering an inclusive workplace, as reflected in our office workforce which maintains a more balanced gender composition of 52.9% and 47.1%.

Our commitment to inclusivity extends across our workforce, which comprises local employees as well as foreign workers from Bangladesh, Myanmar, Nepal, China and India. This diversity reflects our openness to embracing a wide range of ideas and perspectives, which strengthens decision-making, fosters mutual respect and cultivates a resilient organisational culture.

Beyond diversity, we recognise that workforce stability is a critical enabler of sustainable business operations. In FYE 2025, our annual employee turnover remained similar at 21.9%, compared to 21.0% in FYE 2024, reflecting our ongoing efforts to retain talent. Moving forward, we remain committed to fostering a supportive working environment that promotes both diversity and employee retention.

TARGET 5-5



ENSURE FULL PARTICIPATION IN LEADERSHIP AND DECISION-MAKING

TARGET 10-3



ENSURE EQUAL OPPORTUNITIES AND END DISCRIMINATION

SUSTAINABILITY STATEMENT

(Cont'd)

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EMPLOYEE TRAINING AND DEVELOPMENT

Recognising that our employees are the backbone of our operations, we are committed to equipping them with the skills and knowledge needed to perform effectively and contribute to the Group's sustained growth. In alignment with UNSDG Target 4.4, we actively invest in training and development programmes that support employees' personal development and career progression, while strengthening the Group's overall competitiveness. For FYE 2025, we invested approximately RM77,600 for both internal and external trainings, amounting to a total of 1,251 training hours. The training programmes attended by our employees during FYE 2025 are summarised below:

TARGET

4.4



INCREASE THE NUMBER
OF PEOPLE WITH
RELEVANT SKILLS FOR
FINANCIAL SUCCESS

Training Programmes

February 2025	SEDA Malaysia Grid-Connected Photovoltaic Systems Design Course
March 2025	From Zero to Hero: Rooftop Solar Installation & Maintenance Workshop
April 2025	- E-Learning English Communication - Employment Act 1955 - Mastering E-Invoicing Implementation - Project Management Skills for Rooftop Photovoltaic Installations - Designing Grid-Connected PV Systems using PVSYST
May 2025	Microsoft Excel Intermediate to Advance Level
June 2025	- Certified Human Resource Officer (CHRO) - Emergency Response Plan & Preparedness Training - Fire Fighting Training
August 2025	AI Adoption for head of department ("HOD")
September 2025	- Personal Protective Equipment Awareness Briefing - Safety and Environmental Refreshment Training
October 2025	- Workplace Harassment Awareness - SolaX Product Training
November 2025	- Malaysian Customs Procedures 1-Day Advanced Generative AI for Marketing and Sales Workshop
December 2025	- Anti-Bribery and Anti-Corruption, Anti-Money Laundering and Human Rights - Forklift Skills, Safety & Daily Maintenance Course



SolaX Product Training



1-Day Advanced Generative AI for Marketing
and Sales Workshop

SUSTAINABILITY STATEMENT

(Cont'd)

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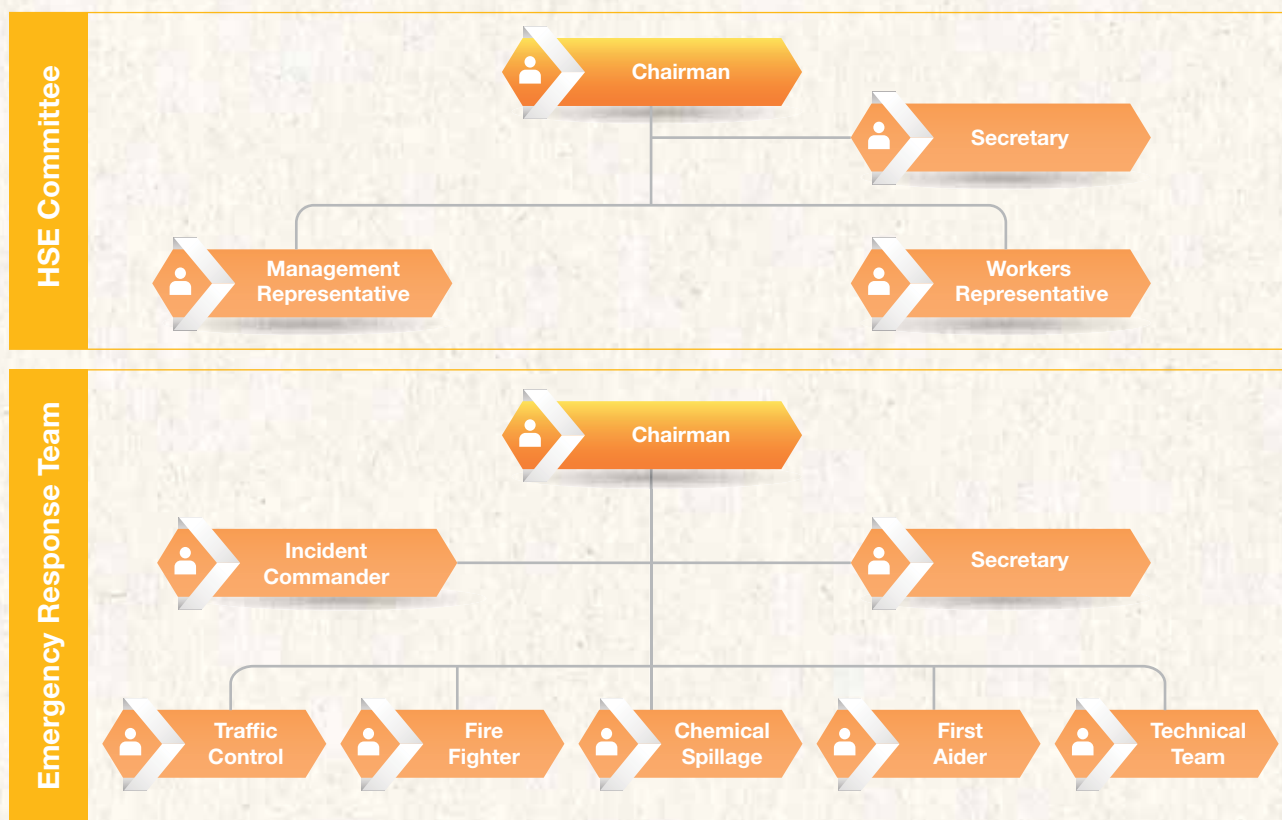
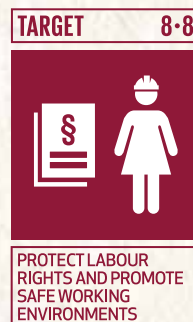


OCCUPATIONAL SAFETY AND HEALTH

A safe and healthy work environment remains a key priority in safeguarding our employees' well-being and contributing to our Group's long-term sustainability. Accordingly, we continuously uphold high standards of occupational safety and health management across all our operations. This commitment is underpinned by our Safety, Health and Environment ("SHE") Policy, which provides a structured framework for workplace safety initiatives, environmental management practices and employee well-being programmes, in alignment with UNSDG Target 8.8.

The SHE Policy is supported by our Health, Safety & Environment ("HSE") Committee and the Emergency Response Team, which oversee workplace health and safety matters and ensure compliance with the Occupational Safety and Health Act 1994 ("OSHA").

Our Group's latest HSE Committee and Emergency Response Team structure are as follows: -



Our commitment to occupational safety and health is further reinforced by our ISO 45001:2018 certification, obtained in 2024, under the scope of "manufacturing of aluminium extrusion parts". This certification affirms that our occupational health and safety management system meets international standards, supporting our ongoing efforts to maintain a safe and healthy work environment.

SUSTAINABILITY STATEMENT

(Cont'd)

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OCCUPATIONAL SAFETY AND HEALTH (CONT'D)

During FYE 2025, we have organised the following safety and health trainings:

Safety and Health Training

- Safety and Environmental Refreshment Training
- Emergency Response Plan & Preparedness ("ERP") Training
- Fire Fighting Training
- Workplace Harassment Awareness
- Personal Protective Equipment Awareness Briefing



Safety and Environmental Refreshment Training



ERP Training



Fire Fighting Training



Personal Protective Equipment Awareness Briefing

Beyond providing training, we actively manage workplace safety through comprehensive assessments and testing. Independent professionals are engaged externally to perform audiometric testing, noise risk assessments and chemical health risk assessments, while internally, our Ijok Manufacturing Facility conducts regular hazard identification, risk assessment and risk control processes. Together, these measures help identify and evaluate potential health hazards, reduce the risk of workplace injuries and illnesses, ensure compliance with safety regulations and promote overall employee well-being. For FYE 2025, we are pleased to report that there were zero work-related injuries and no fines or non-monetary sanctions for non-compliance with OSHA regulations.



Audiometric Testing

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(Cont'd)

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EMPLOYEE WELFARE

Employee welfare is an important aspect of our sustainability approach. We are committed to cultivating a supportive and inclusive workplace that motivates our employees, fosters a strong sense of belonging and connection and promotes a healthy work life balance. By prioritising the overall well-being of our workforce, we aim to enhance employee engagement, satisfaction and long-term commitment, thereby supporting sustainable organisational performance. Building on our commitment to employee welfare, we have our Employee Handbook in place to safeguard the rights and benefits of our employees, with some of the benefits as follows:

Employee Welfare	
➤ Medical and hospitalisation leaves	➤ Car allowance
➤ Compassionate leaves	➤ Outpatient and treatment claims
➤ Maternity and paternity leaves	➤ Travelling claims
➤ Marriage leaves	➤ Training and developments

To further safeguard employee rights, we have established a formal complaint procedure. Employees are able to submit their complaints by following the steps outlined below:

01

Lodged In Compliant

Fill in the Employee Complaint Form

02

Received and Define

Human Resource ("HR") Department received Employee Complaint Form and define the issues

03

Investigation

HR Department conduct investigation individually with complainant and employee who participated in this incident

04

Counselling

HR Department conduct counselling session with both parties, with HOD present if deemed necessary

05

Disciplinary Action

HR Department take necessary actions to against employee if crime is convicted

06

Record and Filling

Record and filling as deemed appropriate

In addition, we engaged our employees through the following events and activities during FYE 2025:

Durian Fiesta



During the peak of durian season, our employees came together to enjoy a Durian Fiesta, savouring the king of fruits in a relaxed and enjoyable setting.

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(Cont'd)

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EMPLOYEE WELFARE (CONT'D)

Celebration of Chinese New Year



Our employees came together to celebrate the Chinese New Year, embracing a spirit of festivity, unity and positive energy. The celebration reflected shared aspirations for prosperity and success, as our employees participated in meaningful traditions and exchanged well wishes for the year ahead. The occasion fostered a warm and joyful atmosphere that strengthened interpersonal connections and mutual appreciation, contributing to a renewed sense of optimism and collective motivation as the new year commenced.

"Kai Gong Da Ji"

Following the Chinese New Year holiday, employees returned to work with a ceremonial commencement symbolising kai gong da ji, representing an auspicious and prosperous start to the new working year. The occasion was marked by the lighting of red firecrackers, which conveyed traditional wishes for good fortune, success and positive momentum. The vibrant red elements and celebratory practices created an uplifting and energetic atmosphere, reinforcing collective optimism and setting a confident tone for continued progress in the year ahead.



Garmin Run Asia Series

Our employees took part in the Garmin Run Asia Series, encouraging work life balance and strengthening physical and mental resilience. The event supports a healthy workforce culture and reinforces our commitment to employee wellbeing, fostering energy, engagement and a sustainable approach to personal and professional growth.



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(Cont'd)

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EMPLOYEE WELFARE (CONT'D)

Christmas Festive Lunch

In celebration of Christmas festive season, we organised a Christmas Festive Lunch for employees, fostering a positive and inclusive workplace culture. The event provided an opportunity for employees to come together in a relaxed setting, participate in a gift exchange and share a meal, thereby strengthening workplace camaraderie and promoting employee well-being.



COMMUNITY OUTREACH

Community engagement remains an integral component of our Group's sustainability agenda. We are committed to building positive and enduring relationships with the communities in which we operate through meaningful outreach initiatives that support social well-being, promote inclusivity and contribute to local development. Through these efforts, we seek to create shared value while fostering long term social resilience within our surrounding communities.

In FYE 2025, we contributed to our community through the following events: -



Donation for the Hari Raya 2025

We donated RM500 to Jawatankuasa Pembangunan dan Keselamatan Kampung ("JPKK") Kampung Harmoni for the celebration of Hari Raya 2025, fostering community engagement and strengthening relationships with the local community.



Donation to the Persatuan Ibubapa dan Guru ("PIBG") Sekolah Menengah Persendirian Chung Hwa

We donated RM10,000 to PIBG Sekolah Menengah Persendirian Chung Hwa, benefiting 251 students. The contribution supports the school's efforts in enhancing student welfare, strengthening academic programmes and improving school infrastructure, fostering a more conducive learning environment for the students.

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(Cont'd)

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REGULATORY COMPLIANCE

Regulatory compliance forms the foundation of our business operations and we are committed to upholding strict adherence to all relevant laws and regulations, ensuring that our practices meet both legal requirements and industry standards. Notable laws, rules, and regulations applicable to our business operations include the following:

Laws, Rules and Regulations

- Industrial Co-ordination Act 1975
- Local Government Act 1976
- OSHA
- Street, Drainage and Building Act 1974
- Construction Industry Development Board Act 1994
- Employees' Minimum Standards of Housing, Accommodations and Amenities Act 1990
- Environmental Quality Act 1974
- Environmental Quality (Clean Air) Regulations 2014
- Environmental Quality (Industrial Effluent) Regulations 2009
- EQSWR
- Personal Data Protection Act 2010 ("PDPA")

In addition, we regard data privacy as extending beyond mere regulatory compliance with the PDPA. We are committed to safeguarding our customers' data by entering into Non-Disclosure, Solicitation, and Competition Agreements ("NDSC") as well as CTOS Consent Forms with customers, ensuring a legally binding relationship to protect their sensitive information.

During FYE 2025, we are pleased to report that no fines or penalties were imposed on our Group by regulatory authorities for any violations of laws or regulations. We remain dedicated to strengthening our compliance measures and addressing operational shortcomings to prevent any future occurrences.



CORPORATE GOVERNANCE

Complementing our commitment to regulatory compliance, we place strong emphasis on corporate governance to support long-term business sustainability by fostering transparency, accountability, and integrity within our Group.

Guided by our Code of Conduct and Ethics Policy ("the Code"), employees and Directors are expected to adhere to the fundamental principles and standards while fulfilling their responsibilities within our Group. The Code sets out clear standards for honesty, fairness and integrity in professional conduct, while also providing guidance to prevent unethical actions and conflicts of interest.

In line with UNSDG Target 16.5, our Group enforces a strict zero-tolerance stance against bribery, corruption and money laundering through our Anti-Bribery & Anti-Corruption Policy ("ABC Policy"). The ABC Policy provides clear guidance on recognising and addressing potential corruption and bribery issues, reinforcing our commitment to integrity across all business dealings.

To reinforce the Code and ABC Policy, we have in place a Whistleblowing Policy, which offers a secure and confidential platform for employees and stakeholders to report genuine concerns about any wrongdoing or improper conduct within our Group. Reports made by whistleblowers in good faith are fully protected, with all information maintained in strict confidence and handled with the utmost discretion. All whistleblowing reports will be investigated independently and appropriate actions are taken in accordance with the findings.





SUSTAINABILITY STATEMENT

(Cont'd)

ECONOMIC	ENVIRONMENT	SOCIAL	GOVERNANCE
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CORPORATE GOVERNANCE (CONT'D)

Beyond policies governing ethical conduct, we also maintain strong governance over Board composition. Our Directors' Fit and Proper Policy guides the NRC in objectively assessing director appointments and re-appointments, ensuring alignment with the Group's governance standards.

All the abovementioned policies are publicly accessible on the Company's website at www.winstargroup.com.my. During FYE 2025, no complaints or incidents of bribery, corruption, fraud or money laundering were reported, nor were any fines or penalties imposed on our Group.

SUSTAINABILITY STATEMENT

(Cont'd)

Date & Time: 2026-04-20 17:46:57
FYE 31/12/2025

Winstar Capital Berhad
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	Target	Assurance
Anti-Corruption	Confirmed incidents of corruption and action taken	Number	0	-	No assurance
Community/ Society	Total amount invested in the community where the target beneficiaries are external to the listed issuer	RM	10,500	-	No assurance
Community/ Society	Total number of beneficiaries of the investment in communities	Number	251	-	No assurance
Diversity	Gender Group by Employee: Male / Female	Percentage	78.7 / 21.3	-	No assurance
Diversity	Gender Group by Directors: Male / Female	Percentage	50.0 / 50.0	-	No assurance
Energy Management	Total energy consumption - Non Renewable - Electricity	Megawatt-hours	4,323.66	-	Internal
Energy Management	Total energy consumption - Renewable - Solar	Megawatt-hours	67764	-	Internal
Health and Safety	Number of workplace injuries	Number	0	-	Internal
Labour Practices and Standards	Total hours of training	Hours	1,251	-	No assurance
Labour Practices and Standards	Annual employee turnover rate	Percentage	21.9	-	No assurance
Supply Chain Management	Proportion of spending on local suppliers	Percentage	92.5	-	No assurance
Data Privacy and Security	Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	-	No assurance
Water	Total volume of water used	Megalitres	576	-	Internal
Emissions Management	Scope 1 emissions	Tonnes of CO2e	661.00	-	Internal
Emissions Management	Scope 2 emissions	Tonnes of CO2e	3,346.51	-	Internal

Page 1 of 1

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CORPORATE GOVERNANCE OVERVIEW STATEMENT

INTRODUCTION

The Board recognises the importance of sound corporate governance practices across the Group as a fundamental responsibility in safeguarding and enhancing shareholder value and protecting stakeholders' interests. The Board remains committed to upholding high standards of corporate governance in alignment with the recommendations of the Malaysian Code on Corporate Governance ("MCCG").

The Board is pleased to present this Corporate Governance Overview Statement ("CG Statement"), which outlines the key initiatives and commitments undertaken to promote good corporate governance across the Group during the FYE 2025, and provides shareholders with an overview of the Group's corporate governance framework and practices. This CG Statement has been prepared in accordance with Rule 15.25(1) and Guidance Note 11 of the AMLR, with the application of the following three (3) key corporate governance principles as guided by the MCCG:

- Principle A:** Board Leadership and Effectiveness
- Principle B:** Effective Audit and Risk Management
- Principle C:** Integrity in Corporate Reporting and Meaningful Relationship with Stakeholders

Shareholders are encouraged to read this CG Statement together with the Company's Corporate Governance Report ("CG Report"), which provides detailed disclosures on the application of each corporate governance practice. The CG Report is available on the Company's website at www.winstargroup.com.my and the website of Bursa Securities at www.bursamalaysia.com.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

PART I: BOARD RESPONSIBILITIES

1.1 Board Leadership and Strategic Oversight

Functions of the Board

The Board assumes full responsibility for the stewardship of the Company, ensuring that its vision, mission and corporate values guide strategic decisions. In fulfilling its governance role, the Board is committed to:

- Establishing the Company's values, ethical standards and strategic objectives while integrating EESG considerations into long-term planning.
- Reviewing and challenging management proposals to ensure sound business conduct and adherence to corporate governance principles.
- Identifying key risks and ensuring the implementation of internal controls and risk mitigation measures.
- Overseeing senior management's competency and ensuring effective succession planning for leadership continuity.
- Reviewing and approving financial statements, the annual report and Board Committee reports to ensure transparency and accountability.
- Promoting a strong corporate governance culture, overseeing the implementation of anti-corruption measures and ensuring effective governance across the Group.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART I: BOARD RESPONSIBILITIES (CONT'D)

1.1 Board Leadership and Strategic Oversight (Cont'd)

Board Committees

The Board is supported by the following Board Committees, which operate under their respective Terms of Reference to enhance governance and decision-making:

- **ARMC:** Oversees the financial reporting process, monitors the risk management framework and internal control systems, and evaluates the performance of internal and external auditors.
- **NRC:** Reviews and recommends appointments to the Board, Board Committees and senior management, conducts performance evaluations, oversees succession planning and recommends a remuneration structure aligned with Company's policies, performance and best practices.

Details of the Board Charter and Terms of Reference for each Board Committees are available on the Company's website at www.winstargroup.com.my.

1.2 Board Chairman's Role and Independence

The Independent Non-Executive Chairperson, Y.M. Tengku Loreta, provides overall leadership to the Board by fostering a culture of good governance, facilitating balanced discussions and ensuring informed decision-making. Her key responsibilities include:

- promoting sound corporate governance practices and fostering ethical leadership;
- setting Board agendas and ensuring members receive complete and accurate information in a timely manner;
- encouraging open discussions and allowing dissenting views to be expressed;
- acting as a liaison between the Board and management; and
- facilitating engagement with stakeholders and conveying their perspectives to the Board.

To maintain a clear segregation of responsibilities and prevent undue concentration of power, the roles of the Board Chairperson and CEO are held by separate individuals. The Board Chairperson focuses on Board leadership, corporate governance and stakeholder engagement, while the CEO, Mr. Chua Boon Hong, is responsible for executing the Company's strategy, managing operations and ensuring business continuity.

In additional, Y.M. Tengku Loreta is not a member of the ARMC or NRC, nor does she participate in any Board Committee meetings. This separation preserves her objectivity and independence, ensuring that the Board's deliberations on the observations and recommendations of the Board Committees remain impartial and free from potential conflicts of interest or self-review risks.

The Board Charter outlines the distinct roles and responsibilities of both positions to ensure balance, accountability and effective governance.

1.3 Board Support and Governance Practices

Company Secretaries

The Board is supported by two (2) qualified Company Secretaries, Ms. Ng Shu Fern and Ms. Wong Sin Yee, both of whom are members of the Malaysian Institute of Chartered Secretaries and Administrators (MAICSA). They ensure compliance with corporate governance requirements and provide guidance to the Board and management on regulatory matters.

Key responsibilities of the Company Secretaries include:

- advising the Board on governance, corporate disclosures and regulatory compliance;
- managing meeting logistics, attending meetings and maintaining accurate statutory records;
- monitoring regulatory developments and ensuring adoption of best governance practices; and
- assisting in Board training and professional development.

The Board is satisfied with the competency and performance of the Company Secretaries in supporting effective governance of the Company.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART I: BOARD RESPONSIBILITIES (CONT'D)

1.3 Board Support and Governance Practices (Cont'd)

Board Meetings and Decision-Making Process

Board and Board Committee meetings are scheduled in advance through an annual meeting calendar to ensure Directors' availability. The Company Secretaries, in consultation with the Chairpersons of the Board and Board Committees, assist in preparing meeting agendas. To facilitate meaningful and informed discussions, the meeting materials are circulated to the Directors at least seven (7) days prior to the scheduled meeting.

Meeting minutes are recorded, reviewed and confirmed at the next meeting to maintain an accurate record of deliberations. For routine or administrative matters, circular resolutions may be used, while complex issues are deliberated at Board meetings to ensure comprehensive consideration.

To support effective decision-making, the Board has full and unrestricted access to relevant information, and may obtain professional advice and services from the Company Secretaries, internal auditors and external auditors when required.

1.4 Board Charter

The Board has adopted a Board Charter that serves as a guiding framework for governance, outlining the distinct roles, responsibilities and authorities of the Board, Board Committees, individual Directors and management. It provides a clear demarcation of responsibilities while upholding accountability and transparency in decision-making.

The Board Charter covers key governance areas, including Board composition and structure, delegation of authority, financial oversight, corporate policies and engagement with shareholders and stakeholders. It also defines matters reserved for the Board's approval, such as strategic direction, risk management, succession planning, financial reporting and major transactions.

The Board Charter is periodically reviewed to ensure alignment with evolving regulatory requirements and best practices, and to maintain continued adherence to the MCCG, the AMLR and other applicable laws.

1.5 Ethical Governance and Whistleblowing

The Board is committed to fostering an ethical corporate culture by establishing and implementing appropriate internal control systems. To this end, the Board has established the Code, which sets clear expectations and standards for Directors and employees. The Code outlines principles and measures for managing conflicts of interest, preventing corruption, safeguarding confidential information and ensuring compliance with legal and regulatory requirements. It also provides guidance on interactions with external stakeholders.

To reinforce its zero-tolerance stance on bribery and corruption, the Company has adopted an ABC Policy in accordance with the Malaysian Anti-Corruption Commission (Amendment) Act 2018. The policy sets out principles, reporting mechanisms and governance structures to address corruption risks, and is overseen by the ARMC to ensure effective implementation.

In addition, the Board has adopted a Whistleblowing Policy to provide a secure avenue for employees and stakeholders to report any misconduct. It provides guidance on improper conducts, actions or behaviours that violate corporate policies, enables whistleblowers to exercise their judgement. The policy ensures confidentiality and protection for whistleblowers acting in good faith while outlining clear reporting channels to the ARMC Chairperson.

The Code, ABC Policy and Whistleblowing Policy are periodically reviewed to ensure continued effectiveness and alignment with best practices. These documents are available on the Company's website at www.winstargroup.com.my.

For the FYE 2025, the Board is pleased to report that the Group has not received any whistleblower reports concerning breaches of the Company's policies or applicable laws.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART I: BOARD RESPONSIBILITIES (CONT'D)

1.6 Sustainability Governance and Oversight

The Board, in collaboration with Management, oversees sustainability governance to ensure that sustainability strategies, priorities and targets are effectively integrated into business operations. A structured sustainability governance framework has been established to define roles and responsibilities at various levels, including the Board, ARMC and the SWC. This ensures accountability and alignment with the Group's strategic objectives.

To enhance transparency and stakeholder engagement, the Group communicates its sustainability strategies, priorities and performance through the Sustainability Statement in the Annual Report, which is accessible on the Company's website and Bursa Securities' platform. Additionally, the Company conducts stakeholder engagement exercises to assess material sustainability matters, ensuring alignment between sustainability strategies and stakeholder expectations.

The Board remains committed to equipping its Directors with the necessary knowledge of sustainability issues, including climate-related risks and opportunities. To support continuous learning and awareness, the NRC is responsible for identifying and recommending relevant training programmes for Directors, while the SWC provides regular updates and briefings to the Board.

This commitment is further reinforced through the Board's annual performance evaluation, which incorporates sustainability considerations. Based on the FYE 2025 evaluation, the Board noted that overall performance in sustainability governance was moderate, with the Board-level sustainability oversight framework still in the early stages of development. In line with this, efforts will be made to strengthen sustainability governance, performance communication and executive accountability in managing material sustainability risks and opportunities. Additionally, the SWC, led by the COO, will oversee and monitor sustainability related initiatives.

PART II: BOARD COMPOSITION

2.1 Board Governance, Independence and Diversity

Board Composition

As of 31 December 2025, the Board composition of the Company is as follows:

No.	Directors	Directorship
1.	Y.M. Tengku Loreta	Independent Non-Executive Chairperson
2.	Chua Nyok Chong	Non-Independent Executive Vice Chairman
3.	Chua Boon Hong	Non-Independent Executive Director and CEO
4.	Lee Yong Zhi	Non-Independent Executive Director and COO
5.	Chow Kian Hung	Non-Independent Non-Executive Director
6.	Datuk Mastura	Independent Non-Executive Director
7.	Low Suet Ann	Independent Non-Executive Director
8.	Beh Oi Siew	Independent Non-Executive Director

Throughout the FYE 2025, the Board composition remained in compliance with:

- **Rule 15.02 of the AMLR**, which requires at least one-third (1/3) of the Board to be independent;
- **Practice 5.2 of the MCGG**, which requires at least half of the Board to comprise Independent Non-Executive Directors; and
- **Practice 5.9 of the MCGG**, which requires at least 30% of the Board to be women.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART II: BOARD COMPOSITION (CONT'D)

2.1 Board Governance, Independence and Diversity (Cont'd)

Board Composition (Cont'd)

The presence of Independent Non-Executive Directors strengthens the Board's governance by ensuring objective and independent deliberation, review and decision-making. Meanwhile, gender diversity brings varied perspectives and insights, further enhancing Board discussions.

With a well-balanced composition, the Board benefits from a diverse mix of skills, experience and industry knowledge, enabling effective oversight of the Group's businesses. The Directors' collective expertise supports informed decision-making and strategic leadership.

The profiles of the Directors are presented on pages 9 to 17 of this Annual Report.

Board Committees

As of 31 December 2025, the composition of each Board Committee is as follows:

Directors	ARMC	NRC
Datuk Mastura (Independent Non-Executive Director)	Member	Chairperson
Low Suet Ann (Independent Non-Executive Director)	Chairperson	Member
Beh Oi Siew (Independent Non-Executive Director)	Member	Member

The Board Committees are established to oversee specific matters, while the Board retains ultimate responsibility for all decisions. Each Board Committee operates within clearly defined Terms of Reference, ensuring effective delegation of responsibilities and enabling the Board to focus on strategic priorities.

The summary of key activities undertaken by the NRC during the FYE 2025 is as follows:

- reviewed the size, composition and effectiveness of the Board and Board Committees through the annual performance evaluation;
- assessed the performance of individual Directors and the ARMC;
- evaluated the independence of Independent Directors;
- reviewed and recommended the re-election of the Directors due for retirement at the annual general meeting ("AGM");
- identified relevant training programmes to enhance the Directors' skillset, knowledge and effectiveness;
- reviewed the annual remuneration package of Directors and Key Senior Management, including fees, allowances and benefits-in-kind.

Meanwhile, the summary of ARMC activities carried out during the FYE 2025 is provided in the ARMC Report on pages 66 to 68 of this Annual Report.

Tenure of Independent Non-Executive Directors

The Board maintains a maximum cumulative tenure of nine (9) years for Independent Non-Executive Directors, ensuring alignment with best governance practices. Should any Independent Non-Executive Director be considered for retention beyond this tenure, shareholders' approval would be sought through a two-tier voting process. As of 31 December 2025, all Independent Non-Executive Directors of the Company have served for less than three (3) years.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART II: BOARD COMPOSITION (CONT'D)

2.1 Board Governance, Independence and Diversity (Cont'd)

Tenure of Independent Non-Executive Directors (Cont'd)

The NRC has conducted an annual assessment of the Independent Non-Executive Directors and confirms that they continue to meet the independence criteria and demonstrate objectivity in discharging their duties. They also remain free from conflicts of interest and devote sufficient time and commitment to their roles, ensuring effective oversight and decision-making.

Appointment of New Directors and Senior Management

The selection of Directors follows a formal and transparent process, guided by the Board Charter, Directors' Fit and Proper Policy and Board Diversity Policy. The NRC evaluates potential candidates based on merit, expertise and alignment with the Company's strategic needs, leveraging both independent sources and internal recommendations.

To maintain objectivity, all appointments are assessed against clearly defined criteria, including integrity, leadership capability, financial literacy and industry knowledge. For Independent Non-Executive Directors, the NRC further assesses their ability to meet the independence criteria set out in the AMLR and to effectively discharge their responsibilities.

Similarly, the NRC reviews new senior management appointments based on objective criteria, taking into consideration merit, experience, age, cultural background, gender, and fit and proper criteria.

During the FYE 2025, no new Directors or senior management appointments were made.

The Directors' Fit and Proper Policy and Board Diversity Policy are available on the Company's website at www.winstargroup.com.my.

Re-election of Retiring Directors

During the FYE 2025, all Directors retired at the 1st AGM in accordance with the Company's Constitution and were duly re-elected by shareholders.

In accordance with Clause 102 of the Company's Constitution, one-third (1/3) of the Directors shall retire by rotation at each AGM of the Company and shall be eligible for re-election. To ensure the continued effectiveness of the Board, the NRC conducts an annual performance evaluation to assess the tenure, skills mix, experience, diversity, core competencies and independence (where applicable) of each Director. The NRC also considers Directors' attendance, engagement levels and strategic contributions before recommending their re-election.

Following the annual performance evaluation, the NRC and the Board (*excluding the retiring Directors, who abstained from deliberation and voting on their own re-election*) reviewed the suitability and fit-and-proper criteria of the Directors retiring at the forthcoming 2nd AGM, namely Y.M. Tengku Loreta, Mr. Chua Nyok Chong and Mr. Chua Boon Hong.

The Board is satisfied that the retiring Directors meet the fit-and-proper criteria and has resolved to recommend their re-election at the forthcoming 2nd AGM for shareholders' approval. The Board's statement of support is set out in the Notice of the 2nd AGM for shareholders' consideration. Additionally, the profiles of the Directors standing for re-election are also included in this Annual Report to facilitate informed decision-making by shareholders.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART II: BOARD COMPOSITION (CONT'D)

2.1 Board Governance, Independence and Diversity (Cont'd)

Gender Diversity of Board and Senior Management

As guided by its Board Diversity Policy, the Company is committed to fostering diversity at both the Board and Senior Management levels, encompassing professional and business experiences, skills, knowledge, gender, age, ethnicity and cultural background. The policy sets a target of achieving at least 30% representation of women in both Board and senior management levels.

As of 31 December 2025, the Board comprises 50% women Directors, exceeding the 30% target. However, there is currently no women representation in senior management. To address this, the NRC remains committed to enhancing gender diversity through structured human capital and succession planning, as well as leadership development. Efforts will be made to identify, develop and promote qualified women candidates for leadership positions as vacancies or opportunities arise, in alignment with the Company's growth and business needs.

Beyond gender diversity, the Board embraces a broader spectrum of diversity, including professional background, industry experience and competencies. By fostering an inclusive leadership approach, the Company promotes innovation, enhances decision-making and ensures equitable opportunities at all levels.

2.2 Annual Performance Evaluation

The Board, through the NRC, conducted its annual assessment to evaluate the effectiveness of the Board, Board Committees and individual Directors for the FYE 2025. The evaluation was conducted internally through a secure online platform managed by the Company Secretaries without engaging an independent expert. The Board is satisfied with the process, which was structured, objective and aligned with the Corporate Governance Guide issued by Bursa Securities.

The assessment reaffirmed that the Board possesses the necessary skills and experience to guide the Company's long-term growth while maintaining sound governance practices. It also confirmed that the Board Committees carried out their responsibilities effectively and objectively. Areas for further enhancement were identified and will be addressed through structured initiatives to strengthen governance effectiveness.

The evaluation further indicated that individual Directors demonstrated a strong understanding of their roles and responsibilities, with active participation and constructive engagement during Board deliberations. Independent Directors have been assessed to have satisfied all the prescribed independence criteria and continue to demonstrate a strong commitment to independence, governance and ethical responsibilities.

Overall, the Board is satisfied with the evaluation results for the FYE 2025, reflecting the effectiveness of the Board, Board Committee and individual Directors, and the continued maintenance of high standards of corporate governance.

2.3 Meeting Attendance

During the FYE 2025, the number of meetings held and attended by each member of the Board and Board Committees are as follows

Directors	Board	ARMC	NRC
Y.M. Tengku Loreta	5/5	-	-
Chua Nyok Chong	5/5	-	-
Chua Boon Hong	5/5	-	-
Lee Yong Zhi	5/5	-	-
Chow Kian Hung	5/5	-	-
Datuk Mastura	5/5	5/5	1/1
Low Suet Ann	5/5	5/5	1/1
Beh Oi Siew	5/5	5/5	1/1

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART II: BOARD COMPOSITION (CONT'D)

2.3 Meeting Attendance (Cont'd)

Based on the attendance of Directors who held office during the FYE 2025, the Board is satisfied with their level of commitment in fulfilling their roles and responsibilities. Their active participation in meetings demonstrates their dedication to maintaining high governance standards and contributing to the Company's overall effectiveness.

2.4 Directors' Training

The Board recognises the importance of continuous training and education to ensure that Directors possess the necessary skills and knowledge to discharge their responsibilities effectively. In compliance with Rule 15.08 of the AMLR, the Directors attended the following training programmes during the FYE 2025:

Name of Director	Date	Training/Seminar Attended
Y.M. Tengku Loreta	20.01.2025	Green Leadership Conference 2025
	12.03.2025	Board Leadership in Industry Disruption: Steering Companies Through Market Shifts
	24.05.2025 - 25.05.2025	ASEAN Women Economic Summit 2025
	28.05.2025	A Director's Approach to Handling Conflicts of Interest
	05.08.2025	Urban Biodiversity Conference 2025
	12.08.2025 - 13.08.2025	Sustainable and Valuable Energy Conference (SAVE2025) & B2B Meetings
	18.08.2025 - 22.08.2025	World Library & Information Conference and Assembly, 89th IFLA General Conference and Assembly
	10.09.2025	PLCT Event on Investor Relations
	26.11.2025	Strengthening Board Succession Planning for Sustainable Leadership
Chua Nyok Chong	22.09.2025 - 23.09.2025	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)
Chua Boon Hong	04.03.2025 - 06.03.2025	Executive Leadership Program (3-Day Intensive)
	21.08.2025	AI Adoption for HOD
	22.09.2025 - 23.09.2025	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)
	22.11.2025 - 23.11.2025	Advanced Executive Leadership Program (Recruitment Strategy)
Lee Yong Zhi	19.08.2025 - 20.08.2025	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)
	13.11.2025	Greenhouse Gases Implementer Program 2025
	15.12.2025 - 17.12.2025	Executive Leadership Program (3-Day Intensive)
Chow Kian Hung	27.02.2025	Key Amendments to the ACE Market Listing Requirements
	23.06.2025	Introduction to Corporate Directorship in the New Era of ESG

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART II: BOARD COMPOSITION (CONT'D)

2.4 Directors' Training (Cont'd)

Name of Director	Date	Training/Seminar Attended
Datuk Mastura	12.03.2025	ICDM PowerTalk - Board Leadership in Industry Disruption: Steering Companies Through Market Shifts
	19.08.2025 - 20.08.2025	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)
Low Suet Ann	21.03.2025	Sustainability Reporting Workshop
	30.06.2025	Sales Tax & Service Tax Expansion
	22.09.2025 - 23.09.2025	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)
	04.11.2025	Post Budget 2026
Beh Oi Siew	11.03.2025	ESG Matters@ACCA - Carbon Trading: Navigating Opportunities in Malaysia's Low-Carbon Future
	22.05.2025	Ethics in Sustainability Reporting
	26.08.2025	Lead the Change: e-Invoicing and the Future of Digital Practice
	28.08.2025	TechInsights: Building An AI Literate Finance Team – From Buzzwords to Business Impact
	22.09.2025 - 23.09.2025	Mandatory Accreditation Programme Part II: Leading for Impact (LIP)
	17.12.2025	November SST Alert for Construction Works Amended Policy

As of 31 December 2025, all Directors have completed the Mandatory Accreditation Programme Part II: Leading for Impact, and remain committed to continuously enhancing their knowledge and skill sets.

In addition to formal training programmes, the Directors stay informed of relevant changes in listing requirements, regulatory updates, laws and accounting standards through periodic updates from the Company Secretaries, as well as briefings by external auditors and Management.

The Board, through the NRC, remains committed to regularly assessing and addressing the training needs of its Directors, ensuring they are well-equipped to perform their roles effectively.

PART III: REMUNERATION

3.1 Remuneration Policies, Procedures and Oversight

The Board has established a structured Remuneration Policy for Directors and Senior Management, with the NRC overseeing its application to ensure alignment with the Company's business structure, performance and strategic objectives. To uphold objective review, the NRC comprises exclusively Independent Non-Executive Directors as of 31 December 2025, in line with Practice 7.2 of the MCCG. Details of the NRC membership are provided in Section 2.1 of this CG Statement.

The remuneration framework distinguishes the compensation structure for non-executive directors, executive directors and senior management based on their roles and level of responsibilities, incorporating both fixed and performance-based components. Performance-linked remuneration is tied to key performance indicators (KPIs) to drive sustainable business growth and enhance shareholder value.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART III: REMUNERATION (CONT'D)

3.1 Remuneration Policies, Procedures and Oversight (Cont'd)

During the FYE 2025, the NRC reviewed and recommended the remuneration structure for the Non-Executive Directors, Executive Directors and Key Senior Management to ensure it remained competitive, equitable and aligned with industry standards. The Board reviewed the NRC's recommendations and was satisfied that the remuneration framework was appropriate and consistent with good governance practices. To uphold transparency and avoid conflicts of interest, Directors abstained from deliberations and voting at the Board on matters relating to their own remuneration.

The Remuneration Policy for Directors and Senior Management is subject to periodic review and is available on the Company's website at www.winstargroup.com.my.

3.2 Remuneration of Directors and Key Senior Management

The details of Directors' remuneration on Company and Group basis for the FYE 2025 are as follows:

The Company

	Fee	Allowance	Salary	Bonus	Benefits -in kind	Other emoluments*	Total
	(RM'000)						
Executive Director							
Chua Nyok Chong	-	-	-	-	-	-	-
Chua Boon Hong	-	-	-	-	-	-	-
Lee Yong Zhi	-	-	-	-	-	-	-
Non-Executive Director							
Y.M. Tengku Loreta	60	3	-	-	-	-	63
Datuk Mastura	36	3	-	-	-	-	39
Low Suet Ann	36	3	-	-	-	-	39
Beh Oi Siew	36	3	-	-	-	-	39
Chow Kian Hung	-	3	-	-	-	-	3
Total	168	15	-	-	-	-	183

Note:

* Other emoluments include the Employees Provident Fund ("EPF"), Social Security Organisation ("SOCSO") and Employment Insurance System ("EIS").

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS (CONT'D)

PART III: REMUNERATION (CONT'D)

3.2 Remuneration of Directors and Key Senior Management (Cont'd)

The Group

	Fee	Allowance	Salary	Bonus	Benefits -in kind	Other emoluments*	Total
	(RM'000)						
Executive Director							
Chua Nyok Chong	-	-	978	210	-	144	1,332
Chua Boon Hong	-	-	722	150	-	107	979
Lee Yong Zhi	-	-	438	90	-	66	594
Non-Executive Director							
Y.M. Tengku Loreta	60	3	-	-	-	-	63
Datuk Mastura	36	3	-	-	-	-	39
Low Suet Ann	36	3	-	-	-	-	39
Beh Oi Siew	36	3	-	-	-	-	39
Chow Kian Hung	-	3	-	-	-	-	3
Total	168	15	2,138	450	-	317	3,088

Note:

* Other emoluments include the Employees Provident Fund ("EPF"), Social Security Organisation ("SOCSO") and Employment Insurance System ("EIS").

The Board has determined that disclosing the remuneration of Key Senior Management on a named basis may not serve the best interests of the Company, as it could lead to challenges in talent retention, particularly in a highly competitive industry.

To balance transparency with confidentiality, the Board has opted to disclose the aggregate remuneration and benefits of Key Senior Management for the FYE 2025 on an unnamed basis, presented in bands of RM50,000. Save for Mr. Chua Nyok Chong, Mr. Chua Boon Hong and Mr. Lee Yong Zhi, whose remuneration details are disclosed above and in Practice 8.1 of the CG Report, the remuneration of the remaining Key Senior Management members is presented as follows:

Range of Remuneration*	Number of Key Senior Management
RM250,001 to RM300,000	1
RM350,001 to RM400,000	1
RM550,001 to RM600,000	1

Note:

* The remuneration includes salary, bonuses and other emoluments comprising EPF, SOCSO and EIS. Successive bands of RM50,000 are not shown entirely as they are not represented.

The Board ensures that the remuneration of Key Senior Management is aligned with their experience, contributions and commitment to fulfilling their responsibilities. This alignment also considers the Company's overall performance and aims to maintain competitive remuneration packages that attract, retain and motivate key talent.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

PART I: AUDIT COMMITTEE

4.1 Effective and Independent ARMC Oversight

ARMC Governance

The ARMC is chaired by Ms. Low Suet Ann, whereas the Board is chaired by Y.M. Tengku Loreta, both of whom are Independent Non-Executive Directors of the Company. These roles are held by two (2) separate individuals to ensure independent oversight and objective reviews, in line with Practice 1.4 of the MCCG, which requires the chairman of the board is not a member of the audit, nomination or remuneration committees. As of 31 December 2025, the ARMC consists solely of Independent Non-Executive Directors, in line with Practice 9.4 of the MCCG, and none of its members are alternate Directors in compliance with Rule 15.09(2) of the AMLR. Details of the ARMC membership are provided in Section 2.1 of this CG Statement.

The ARMC provides independent oversight of the Group's financial reporting process, as well as risk management and internal control systems. To reinforce its independence, the ARMC observes a cooling-off period of at least three (3) years for any former partner of the Group's external audit firm and/or its affiliate firm before such individual may be considered for appointment as a member of the ARMC. As of 31 December 2025, none of the ARMC members are former partners of the Group's external audit firm and/or its affiliate firm.

All ARMC members are financially literate and possess diverse industry expertise. Two (2) out of the three (3) members, including the ARMC Chairperson, are qualified accountants and members of the MIA, strengthening the ARMC's financial oversight. The ARMC members also actively participate in relevant professional development programmes to remain updated on evolving accounting and auditing standards. Details of the training attended by the ARMC members are provided in Section 2.4 of this CG Statement.

Based on the annual assessment of its performance for the FYE 2025, the ARMC operated at a satisfactory level, with an appropriate composition and a strong commitment to fulfilling its responsibilities. The ARMC also provided valuable recommendations to the Board, supported by the Chairperson's effective leadership in ensuring robust oversight and reporting.

External Auditors

The ARMC relies on the external auditors to support its oversight function, ensuring that the Company's financial statements remain a reliable source of information. Accordingly, the quality and independence of the external auditors are of paramount importance.

Guided by its Terms of Reference, the ARMC conducted an annual assessment of the external auditors in respect of the FYE 2025, based on key factors including independence, technical competency, audit execution and the reasonableness of audit fees in relation to the quality of services provided. The ARMC evaluated the performance of Messrs. UHY Malaysia PLT ("UHY") and received written confirmation of their independence in relation to the Group's audit for the financial year under review. In addition, the ARMC held private sessions with the external auditors, in the absence of Management, to facilitate open and independent discussions on audit-related matters.

Based on this assessment, the ARMC is satisfied with UHY's performance and independence, and the Board has resolved to recommend their re-appointment at the forthcoming 2nd AGM for shareholders' approval. The details of the proposed re-appointment are set out in the Notice of the 2nd AGM for shareholders' consideration.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT (CONT'D)

PART II: RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

5.1 Effective Risk Governance and Internal Controls

The Board is committed to maintaining a strong risk management and internal control framework to safeguard shareholders' interests and ensure business resilience. An Enterprise Risk Management ("ERM") Framework has been adopted to systematically identify, assess, mitigate, monitor and report risks in alignment with the Group's strategic objectives. Rather than eliminating risks, the framework ensures they are managed proactively to support informed decision-making.

The ARMC oversees the adequacy and effectiveness of the Group's risk management and internal control system. This includes reviewing key risks, monitoring mitigation strategies and recommending improvements to the Board. Senior management plays a crucial role in risk reporting and compliance with the ERM Framework, while employees are required to report emerging risks for further assessment.

The Board ensures transparency by disclosing key features of its risk management and internal control framework, including periodic risk assessments and internal control reviews for continuous improvement. In line with this, the ARMC actively reviews risk reports, audit findings and corrective actions to enhance the Group's overall governance and risk management effectiveness.

Further details on the Group's risk management and internal control framework and practices are provided in the Statement on Risk Management and Internal Control on pages 69 to 72 of this Annual Report.

5.2 Internal Audit Function

The ARMC is committed to maintaining an independent and effective internal audit function to enhance the Group's risk management and internal control processes. The internal audit function is outsourced to Eco Asia Governance Advisory Sdn Bhd ("Eco Asia"), an independent professional firm, which reports directly to the ARMC.

During the FYE 2025, the ARMC reviewed and deliberated on internal audit review reports covering key business processes and risk areas across the Group. The internal audit function conducted three (3) audit cycles in accordance with the approved internal audit review plan, providing assurance on the effectiveness of the Group's internal controls and risk management processes. The reports included the scope of the audit, key findings and recommendations for improvement. Based on these reviews, no significant weaknesses were identified that could result in material losses, contingencies or uncertainties requiring separate disclosure in this Annual Report.

The ARMC also monitored the implementation status of prior audit recommendations to ensure that Management had taken appropriate corrective actions.

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL ENGAGEMENT WITH STAKEHOLDERS

PART I: ENGAGEMENT WITH STAKEHOLDERS

6.1 Continuous Communication with Stakeholders

The Board is committed to maintaining effective, transparent and regular communication with its stakeholders. Beyond providing timely and accurate information, the Board actively seeks and values stakeholders' feedback, views and concerns as part of its continuous improvement efforts.

Engagement with stakeholders is conducted through various initiatives to better understand their key areas of concern. These efforts are outlined in the Sustainability Statement on pages 31 to 51 of this Annual Report, which highlights stakeholder expectations and the Company's approach to addressing them.

To facilitate meaningful engagement, the Company has established structured communication channels to ensure that stakeholders' queries, feedback and complaints are appropriately addressed. The Board reviews and considers such feedback in a timely manner and takes necessary actions, where appropriate, to enhance decision-making and governance practices. The Company also adheres to corporate disclosure requirements as guided by the AMLR, keeping stakeholders informed of material developments.

Further details on the Group's engagement channels and disclosure practices are provided in the CG Report.

CORPORATE GOVERNANCE OVERVIEW STATEMENT (Cont'd)

PRINCIPLE C: INTEGRITY IN CORPORATE REPORTING AND MEANINGFUL ENGAGEMENT WITH STAKEHOLDERS (CONT'D)

PART II: CONDUCT OF GENERAL MEETINGS

7.1 General Meetings and Shareholder Engagement

The Board is committed to fostering effective shareholder engagement through well-structured general meetings, in line with the MCCG's best practices. During the FYE 2025, the Company convened its 1st AGM on 29 May 2025 and an Extraordinary General Meeting ("EGM") on 8 October 2025, in accordance with its Constitution and the AMLR. These meetings provided shareholders with a platform to interact with the Board, raise queries and participate in decision-making on key matters affecting the Company.

Notices of meetings and relevant meeting materials were circulated to shareholders within the prescribed notice period, allowing sufficient time for review and preparation. Shareholders unable to attend were able to appoint proxies to attend, speak and vote on their behalf, provided that the proxy forms were lodged to the Company's share registrar at least 48 hours before the meetings.

All Directors, including the Chairpersons of the ARMC and the NRC, attended and actively participated in the 1st AGM and EGM, facilitating meaningful engagement, direct interaction and timely responses to shareholders' queries. The external auditors were present at the 1st AGM to address questions relating to the audited financial statements and audit process.

All questions received during the meetings were addressed by the Board, with responses recorded in the minutes. The minutes were reviewed and confirmed by the Board before being published on the Company's website at www.winstargroup.com.my within 30 business days, ensuring transparency and accountability.

Further details on shareholder engagement practices are provided in the CG Report.

COMPLIANCE STATEMENT

The Group has consistently upheld corporate governance principles and practices in all material aspects, in accordance with the MCCG and the relevant provisions of the AMLR, except for the departures disclosed in the Company's CG Report. The Board remains committed to maintaining robust corporate governance by continuously adopting the principles and best practices outlined in the MCCG and other applicable laws, as appropriate.

This CG Statement and the CG Report are issued in accordance with a resolution of the Board dated 2 April 2026.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

The Board is pleased to present the ARMC Report for the FYE 2025 in compliance with Rule 15.15 of the AMLR, outlining the activities undertaken by the ARMC in discharging its responsibilities during the financial year.

The ARMC is established to support the Board in fulfilling its fiduciary duties in accordance with its Terms of Reference, particularly in overseeing the integrity of the Group's corporate accounting, financial reporting, risk management and internal control systems. Additionally, the ARMC is entrusted with maintaining the independence and quality of both external and internal audit functions within the Group.

This ARMC Report provides an overview of how the ARMC carried out its roles and responsibilities during the FYE 2025, as set out below:

COMPOSITION OF THE ARMC

The ARMC comprises the following members, all of whom are Independent Non-Executive Directors of the Company:

Name of Committee Members	Designation	Directorship
Low Suet Ann	Chairperson	Independent Non-Executive Director
Datuk Mastura	Member	Independent Non-Executive Director
Beh Oi Siew	Member	Independent Non-Executive Director

The ARMC comprises qualified accountants who are members of the MIA, namely the ARMC Chairperson, Ms. Low Suet Ann, and ARMC member, Ms. Beh Oi Siew. Ms. Low Suet Ann does not hold the position of Chairperson of the Board, ensuring the independence of the ARMC. Accordingly, the composition of the ARMC complies with Rule 15.09 of the AMLR and Practices 9.1 and 9.4 of the MCCG.

Furthermore, none of the ARMC members are alternate Directors of the Company or former partners of the Group's external audit firm, UHY, thereby safeguarding the objectivity and independence of the ARMC.

The authorities, functions and responsibilities of the ARMC are set out in its Terms of Reference, which is available on the Company's website at www.winstargroup.com.my.

MEETINGS AND ATTENDANCE

During the FYE 2025, the ARMC convened a total of five (5) meetings. The meeting attendance of each ARMC member is set out below:

Name of Committee Members	Designation	Meeting Attendance
Low Suet Ann	Chairperson	5/5
Datuk Mastura	Member	5/5
Beh Oi Siew	Member	5/5

As stipulated in its Terms of Reference, the ARMC is required to meet at least four (4) times each financial year. During FYE 2025, the ARMC exceeded this minimum requirement by convening five (5) meetings. Each meeting was conducted in a structured manner, with detailed agendas and relevant materials distributed in advance, enabling ARMC members to prepare thoroughly for discussions.

The ARMC may invite the external auditors and/or internal auditors to attend meetings as necessary. Additionally, other Board members and management of the Group may also be invited to provide relevant insights and assistance on specific matters.

The Company Secretaries play a key role in supporting the ARMC's effective functioning by recording the minutes of each meeting. Draft minutes are circulated to members for review before confirmation at the following ARMC meeting and are subsequently presented to the Board for notation.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT

(Cont'd)

SUMMARY OF THE WORK OF THE ARMC

The summary of key activities undertaken by the ARMC during the FYE 2025 is as follows:

(1) Financial Reporting

Reviewed the unaudited quarterly financial results and the annual audited financial statements, and recommended them to the Board for approval, with particular focus on changes in or implementation of major accounting policies, significant or unusual events, and compliance with accounting standards and other legal requirements.

(2) External Audit

- Reviewed the audit planning memorandum, which outlined the audit scope, key areas of focus, applicable accounting standards, target audit timeline and proposed audit fees for the statutory audit of the Group's financial statements.
- Reviewed the audit progress reports and engaged with the external auditors to assess significant accounting adjustments and audit findings, including recommendations and management actions.
- Held a private meeting with the external auditors without the presence of Executive Directors and management, to discuss audit matters and ensure timely resolution of issues.
- Reviewed the independent auditors' report, including their opinion on the financial statements, key audit matters and the management letter highlighting identified weaknesses or deficiencies, together with management's responses.
- Assessed the suitability, objectivity and independence of the external auditors, considering their competency, audit quality, resource capacity, and the appropriateness of audit fees and non-audit services. Following this evaluation, the ARMC recommended their re-appointment to the Board for shareholders' approval.

(3) Internal Audit

- Reviewed the appointment of outsourced internal auditors and recommended their engagement to the Board for approval.
- Reviewed and approved the internal audit review plan including audit scope and timelines, and recommended the proposed fees for internal audit services to the Board for approval.
- Reviewed and discussed the internal audit review reports to ensure adequacy of the Group's internal controls and risk management processes.

(4) Related Party Transactions ("RPT"), Recurrent RPT ("RRPT") and COI

- Reviewed the RPT and/or RRPT within the Group to ensure that the transactions were conducted at arm's length and on normal commercial terms that are not more favourable than those generally available to the public.
- Reviewed the circular to shareholders in relation to the proposed new shareholders' mandate for RRPT of a revenue or trading nature and recommended it to the Board for approval.
- Reviewed the COI or potential COI declarations submitted by Directors and Key Senior Management. Based on this review, no COI or potential COI was identified that required further examination and specific mitigation measures.

AUDIT AND RISK MANAGEMENT COMMITTEE REPORT (Cont'd)

SUMMARY OF THE WORK OF THE ARMC (CONT'D)

The summary of key activities undertaken by the ARMC during the FYE 2025 is as follows (Cont'd):

(5) Others

- Reviewed the Sustainability Policy and recommended it to the Board for approval.
- Reviewed and recommended the ARMC Report, Statement on Risk Management and Internal Control, Sustainability Statement, CG Statement and CG Report to the Board for approval and inclusion in the Annual Report.

INTERNAL AUDIT FUNCTION

The Group's internal audit function is outsourced to Eco Asia, an independent professional firm, which reports directly to the ARMC. The objective of the function is to provide the ARMC and the Board with reasonable assurance on the effectiveness of the Group's internal controls and risk management processes, as well as to provide recommendations on areas for improvement.

During the FYE 2025, the ARMC reviewed and deliberated on internal audit review reports covering key business processes and risk areas across the Group. The internal audit function conducted three (3) audit cycles in accordance with the approved internal audit review plan, providing assurance on the effectiveness of the Group's internal controls and risk management processes. The reports included the scope of the audit, key findings and recommendations for improvement. Based on these reviews, no significant weaknesses were identified that could result in material losses, contingencies or uncertainties requiring separate disclosure in this Annual Report.

The ARMC also monitored the implementation status of previously agreed audit recommendations to ensure that management had taken appropriate corrective actions.

The total professional fee incurred for the outsourced internal audit function for the FYE 2025 amounted to approximately RM52,500.00.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

The Board is pleased to present the Statement on Risk Management and Internal Control, which outlines the framework and key features governing the Group's risk management and internal control systems during the FYE 2025. This statement is prepared in accordance with Rule 15.26(b) of the AMLR and aligns with Part II of Principle B of the MCCG. The disclosure is guided by the *Statement on Risk Management and Internal Control (SORMIC) Guidelines for Directors of Listed Companies*.

BOARD RESPONSIBILITIES

The Board acknowledges its overall responsibility for maintaining a sound system of risk management and internal control to safeguard shareholders' investments, the Group's assets and stakeholders' interests. This includes an ongoing process of identifying, evaluating, managing significant risks that may affect the achievement of the Group's strategic and operational objectives.

The Board, through the ARMC, oversees the adequacy and effectiveness of the Group's risk management and internal control framework. Management is responsible for implementing the risk management processes and internal control systems, and for reporting significant risk matters to the ARMC and the Board.

The Board also establishes the Group's risk appetite, which provides clear guidance to management in addressing risks while pursuing the Group's business objectives. It recognises that risk management and internal control systems are designed to mitigate risks rather than eliminate them and, due to inherent limitations, such systems can only provide reasonable, but not absolute, assurance against material misstatements, losses or fraud. The Board remains committed to continually enhancing the robustness and effectiveness of the Group's risk management and internal control framework, ensuring it evolves in line with emerging risks, regulatory expectations and best practices.

RISK MANAGEMENT SYSTEM

The Board considers risk management a fundamental aspect of Winstar Group's operations and has established an ERM Framework integrated into the Group's management processes and daily business activities. The framework provides a structured approach to identifying, assessing, managing and monitoring risks that may affect the Group's objectives. The process includes risk identification, evaluation of likelihood and impact, implementation of mitigation measures and ongoing monitoring to ensure that risks are effectively managed.

The Group's ERM processes are depicted in the diagram below:



IDENTIFY	Systematically recognising and categorising risks across strategic, financial, operational and compliance domains
ANALYSE	Evaluating risks based on their likelihood, potential impact and velocity, using qualitative and quantitative assessment models
RESPOND	Implementing tailored risk response strategies, including avoidance, reduction, transfer or acceptance
MONITOR	Continuously tracking risk exposure and control effectiveness through structured reporting mechanisms, providing management and the Board with actionable insights
REPORT	Periodically reviewing the framework's effectiveness and refining risk strategies to align with emerging threats and business dynamics

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

(Cont'd)

RISK MANAGEMENT SYSTEM (CONT'D)

Within the ERM system, the Group has adopted the ORCA methodology, Objectives, Risks, Control, and Alignment as its ERM approach, covering the following key elements:

- communicating the Group's objectives and goals;
- identifying potential risks that may hinder the achievement of these objectives;
- implementing control measures and response strategies to address identified risks; and
- ensuring alignment of objectives, risks and controls across all levels of the organisation.

The ERM Framework establishes a structured reporting hierarchy to ensure effective oversight, accountability and clear communication of risk related matters. The Board holds ultimate oversight responsibility, setting the overall risk appetite and governance expectations to guide risk management practices. Where applicable, the ARMC provides dedicated oversight, reviewing significant risk matters and mitigation strategies reported by management to ensure alignment with the Company's corporate strategy and effective monitoring.

Senior management plays a critical role in implementing risk management strategies, monitoring mitigation measures and escalating significant risks to the Board for further deliberation. They also continuously track emerging risks arising from economic, technological, regulatory and sustainability developments. At the operational level, staff members serve as the first line of defence, identifying and managing risks within their areas and reporting to the risk management function. This structured reporting hierarchy ensures a seamless flow of information, enabling proactive risk management and reinforcing the Group's commitment to resilience and strategic oversight.

INTERNAL CONTROL SYSTEM

The Board recognises the importance of robust internal controls in supporting the Group's risk management framework. The internal control system is periodically reviewed and enhanced to ensure its continued relevance and effectiveness in addressing evolving circumstances.

In line with this, the Group has implemented the following key internal control measures to support effective governance, operational efficiency and regulatory compliance:

(1) Formal Organisational Structure

A clearly defined organisational structure is in place, outlining accountability, reporting lines and approving authorities. The organisation structure promotes appropriate segregation and delegation of responsibilities, supporting sound governance and operational efficiency.

(2) Board Charter and Terms of Reference for Board Committees

The Company has formalised the Board Charter and Terms of Reference for its Board Committees, defining the scope of duties and authorities. These documents enhance governance practices, accountability and oversight at the Board level.

(3) Corporate Policies

To uphold integrity and ethical conduct, the Group has adopted key corporate policies, including the Code, ABC Policy and Whistleblowing Policy. These policies serve as a guiding framework for Directors, employees, and stakeholders in fostering ethical business practices and ensuring compliance with regulatory standards.

In addition, the Directors' Fit and Proper Policy, Board Diversity Policy and Remuneration Policy for Directors and Senior Management provide objective criteria for Board appointments, promote diversity, and establish fair and competitive remuneration structures that align with the Group's strategic goals.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

(Cont'd)

INTERNAL CONTROL SYSTEM (CONT'D)

(4) Standard Operating Procedures ("SOPs") for Operational Consistency

The Group has developed and implemented comprehensive SOPs across various operational areas to ensure consistency and uniformity in internal processes, supporting the achievement of the Group's strategic business objectives.

(5) Employee Training

Regular training programmes are conducted to enhance employees' awareness of health, safety and environmental regulations, particularly for roles involving heavy machinery. These sessions reinforce safety protocols, promote a secure work environment and support regulatory compliance, reducing workplace and operational risks.

(6) Enhanced Financial Reporting Procedures

The Group has reinforced financial reporting processes by implementing structured review mechanisms. This includes the assessment of unaudited quarterly financial results, annual audited financial statements, RPT, RRPT and COI scenarios (if any) by the ARMC prior submission to the Board for approval.

INTERNAL AUDIT FUNCTION

The internal audit function plays a vital role in evaluating and enhancing the effectiveness of the Group's risk management, internal control and governance processes. It provides independent and objective assurance to the Board, through the ARMC, on the adequacy and efficiency of these systems while identifying areas for improvement.

To support this function, the Company has outsourced its internal audit function to Eco Asia, an independent professional firm, to conduct internal audit reviews across the Group. The internal auditors adopt a risk-based approach in carrying out their reviews, focusing on key business processes and risk areas to assess the adequacy and effectiveness of the Group's internal control system.

The internal auditors report directly to the ARMC, where audit findings and recommendations are presented for deliberation. Management is responsible for ensuring that appropriate corrective actions are implemented to address the issues identified. Follow-up reviews are conducted by the internal auditors to monitor the implementation status of the agreed action plans.

The ARMC also conducts periodic assessments of the internal audit function to ensure its effectiveness, independence and adequacy of resources.

REVIEW OF THE STATEMENT BY EXTERNAL AUDITORS

Pursuant to Rule 15.23 of the AMLR, the Company's external auditors have reviewed this statement for inclusion in this Annual Report, and have reported to the Board that nothing has come to their attention that causes them to believe that this statement is not prepared, in all material aspects, in accordance with the disclosures required by the Statement on Risk Management and Internal Control (SORMIC) Guidelines for Directors of Listed Companies, nor is the statement factually inaccurate.

The external auditors' review was conducted in accordance with the Audit and Assurance Practice Guide 3 ("AAPG 3"), a guidance issued by the MIA for auditors on engagements to report on this statement to be included in the Annual Report. Under the AAPG 3, the external auditors are not required to consider whether this statement covers all risks and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control systems, including the assessment and opinion by the Board and management thereon.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

(Cont'd)

CONCLUSION

The Board is of the view that the Group's risk management and internal control system for the financial year under review is adequate and effective in safeguarding shareholders' investments, protecting stakeholders' interests and preserving the Group's assets, while supporting the achievement of the Group's business objectives within the established risk appetite.

In addition, the Board has received assurance from the CEO, COO and Chief Financial Officer that the risk management and internal control systems are functioning effectively and are adequate in all material aspects, in accordance with the Group's established framework. There were also no material losses incurred during the financial year under review up to the date of this Annual Report as a result of weaknesses in internal control that would require separate disclosure in the Annual Report.

Recognising the need for continuous improvement in response to an evolving business environment, the Board remains committed to strengthening the Group's risk management and internal control framework to ensure its continued effectiveness in addressing evolving business and operational risks.

This statement is made in accordance with a resolution of the Board dated 2 April 2026.

STATEMENT OF DIRECTORS' RESPONSIBILITY IN RELATION TO THE FINANCIAL STATEMENTS

In connection with the preparation of the annual audited financial statements of the Group, the Directors are responsible for ensuring that the financial statements are prepared in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 ("Act"), so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025, as well as their financial performance and cash flows for the financial year then ended.

In preparing the financial statements for the FYE 2025, the Directors have taken the necessary measures and actions as follows:

- appropriate accounting policies have been adopted and applied consistently;
- judgements and estimates have been made on a reasonable and prudent basis;
- all applicable accounting standards have been followed; and
- the financial statements have been prepared on a going concern basis.

In addition, the Directors are responsible for ensuring that the Group and the Company maintain accounting records which disclose the financial position of the Group and of the Company with reasonable accuracy, enabling the preparation of financial statements that comply with the requirements of the Act.

The Directors have also taken the necessary steps to ensure that proper internal controls are in place to safeguard the assets of the Group and the Company and to detect and prevent fraud and other irregularities.

ADDITIONAL COMPLIANCE INFORMATION

1. UTILISATION OF PROCEEDS

1.1. Utilisation of Proceeds from the IPO

The Company was listed on the ACE Market of Bursa Securities on 19 December 2024 ("Listing"). In conjunction with the Listing, the Company undertook a public issue of 56,550,000 new ordinary shares at an issue price of RM0.35 per share, raising total gross proceeds of RM19.79 million ("IPO Proceeds").

As at 28 February 2026, the status of the utilisation of the IPO Proceeds is as follows:

Details of utilisation of proceeds	Proposed Utilisation (RM'000)	Amount Utilisation (RM'000)	Balance Unutilised (RM'000)	Estimated Timeframe for Utilisation from the Listing
Capital expenditure for the purchase of new aluminium extrusion press machines and equipment	9,550	2,550	7,000	Within 24 months
Working capital requirements	6,242	6,242	-	Within 12 months
Defray fees and expenses relating to the Listing	4,000	4,000	-	Within 2 months
Total	19,792	12,792	7,000	

The utilisation of the IPO Proceeds as disclosed above should be read in conjunction with the Company's Prospectus dated 26 November 2024.

1.2. Utilisation of Proceeds from the Special Issue of up to 41,450,000 new ordinary shares in Winstar to Bumiputera investors which are approved or recognised by the Ministry of Investment, Trade and Industry ("MITI") ("Special Issue")

During the FYE 2025, the Company completed a special issue of 22,134,900 new ordinary shares at an issue price of RM0.51 per share to Bumiputera investors which are approved or recognised by the MITI, raising total gross proceeds of RM11.29 million.

The Special Issue was undertaken in compliance with the Bumiputera equity requirement imposed by the Securities Commission Malaysia ("SC"), and the Company was deemed to have complied with the Bumiputera equity requirement pursuant to a letter from the SC dated 24 December 2025.

As at 28 February 2026, the status of the utilisation of proceeds from the Special Issue is as follows:

Details of utilisation of proceeds	Proposed Utilisation (RM'000)	Actual Utilisation (RM'000)	Reallocation (RM'000)	Balance Unutilised (RM'000)	Estimated timeframe for utilisation from the listing date of Special Issue shares
Working capital requirements	10,789	10,996	207	-	Within 12 months
Defray fees and expenses relating to the Special Issue	500	293	(207)	-	Upon completion of the Special Issue
Total	11,289	11,289	-	-	

ADDITIONAL COMPLIANCE INFORMATION

(Cont'd)

1. UTILISATION OF PROCEEDS (CONT'D)

1.2. Utilisation of Proceeds from the Special Issue of up to 41,450,000 new ordinary shares in Winstar to Bumiputera investors which are approved or recognised by the Ministry of Investment, Trade and Industry ("MITI") ("Special Issue") (Cont'd)

The unutilised proceeds initially allocated for the defray fees and expenses relating to the Special Issue have been partially reallocated to working capital.

The utilisation of proceeds in relation to the Special Issue as disclosed above should be read in conjunction with the Circular to Shareholders dated 23 September 2025.

2. AUDIT AND NON-AUDIT FEES

The audit and non-audit fees paid or payable to the external auditors and its affiliated corporations by the Group and the Company for the FYE 2025 are as follows:

Fees	Group (RM'000)	Company (RM'000)
Audit services	180.0	20.0
Other assurance services	5.0	5.0
- Review of Statement on Risk Management and Internal Control		
Non-assurance services	29.3	2.0
- Tax compliance services		
Total	214.3	27.0

3. MATERIAL CONTRACTS INVOLVING DIRECTORS' AND MAJOR SHAREHOLDERS' INTERESTS

There were no material contracts (other than contracts entered into in the ordinary course of business) entered into by the Company and/or its subsidiaries involving the interests of the Directors and major shareholders, which were subsisting at the end of the FYE 2025 or entered into since the end of the previous financial year.

4. RECURRENT RELATED PARTY TRANSACTIONS

The Company, at its First AGM held on 29 May 2025, obtained a shareholders' mandate to enter into RRPT of a revenue or trading nature with related parties, which are necessary for the day-to-day operations of the Group and are conducted in the ordinary course of business.

During the FYE 2025, the RRPTs entered into by the Group pursuant to the approved shareholders' mandate were as follows:

Transacting parties	Nature of relationship	Nature of transaction	Aggregate value of transactions (RM'000)
Winstar Solar Sdn. Bhd. and Fabulous Sunview Sdn. Bhd.	Fabulous Sunview Sdn. Bhd. is the holding company of Vafe System Sdn. Bhd., a major shareholder of the Company.	(i) Sales of solar PV mounting structures and related accessories	4,019
		(ii) Provision of solar PV system installation services	4,300

All transactions above were conducted on normal commercial terms and on terms not more favourable to the related parties than those generally available to the public.

ADDITIONAL COMPLIANCE INFORMATION

(Cont'd)

5. DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

Pursuant to Rule 9.25A of the AMLR, below are the financial data that are relevant for purpose of Shariah screening by the Shariah Advisory Council of the SC. 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

Total Income	Remark	Group	
		2025 (RM)	2024 (RM)
Revenue		235,352,110	203,394,414
Other Income		794,553	489,733
Total		236,146,663	203,884,147
Total Assets		305,553,166	259,123,571

(b) Business Activities

Shariah Non-Compliant Activities	Remark	Group	
		2025 (RM)	2024 (RM)
Interest Income		296,393	170,289
Total		230,706	103,670

(c) Component of Financial Position

(i) Cash Component

Islamic Account/ Instruments	Remark	Group	
		2025 (RM)	2024 (RM)
Cash and bank balances (exclude cash in hand)		851,110	546,262
Deposits with licensed bank		4,113,044	69,500
Total Cash		4,964,154	615,762

Conventional Account/ Instruments	Remark	Group	
		2025 (RM)	2024 (RM)
Cash and bank balances (exclude cash in hand)		8,398,390	6,807,865
Deposits with licensed bank		5,850,712	13,602,350
Total Cash		14,249,102	20,410,215

ADDITIONAL COMPLIANCE INFORMATION

(Cont'd)

5. DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING (CONT'D)

(c) Component of Financial Position (Cont'd)

(ii) Debt Component

		Group	
Islamic Financing	Remark	2025 (RM)	2024 (RM)
Current			
Banker's acceptances		9,125,000	2,165,558
Term loans		446,125	461,292
Non-Current			
Term loans		177,661	2,860,622
Total Financing		9,748,786	5,487,472

		Group	
Conventional Borrowing	Remark	2025 (RM)	2024 (RM)
Current			
Bank overdrafts		16,739,030	12,401,067
Banker's acceptances		71,554,714	64,358,114
Hire purchase payables		1,528,532	1,018,710
Term loans		4,031,248	3,416,019
Non-Current			
Hire purchase payables		2,566,939	1,860,166
Term loans		26,426,821	15,787,863
Total Debt		122,847,284	98,841,939

DIRECTORS' REPORT

The Directors have pleasure in submitting their report together with the audited financial statements of the Group and of the Company for the financial year ended 31 December 2025.

Principal Activities

The principal activities of the Company is investment holding.

The principal activities of its subsidiary companies are manufacturing, fabricating, processing and selling of aluminium products, trading and distribution of building materials, solar photovoltaic ("PV") installation services as well as trading of solar PV system related materials and accessories.

Financial Results

	Group RM	Company RM
Profit/(Loss) for the financial year	10,329,981	(242,240)

Reserves and Provisions

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

Dividends

There were no dividends proposed, declared or paid by the Company since the end of the previous financial period. The Directors do not recommend any dividend in respect of the current financial year.

Issue of Shares and Debentures

On 4 December 2025, the Company increased its issued and paid-up share capital through the issuance of 22,134,900 new ordinary shares pursuant to the Special Issue Shares at an issue price of RM0.51 per ordinary share.

The ordinary shares issued during the financial year rank pari passu in all respects with the existing ordinary shares of the Company.

There was no issuance of debentures during the financial year.

Options Granted Over Unissued Shares

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

DIRECTORS' REPORT

(Cont'd)

Directors

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

Chua Nyok Chong*
 Chua Boon Hong*
 Lee Yong Zhi*
 Chow Kian Hung*
 Y.M. Tengku Loreta Binti Tengku Dato' Setia Ramli Alhaj
 Datuk Mastura Binti Tan Sri Dato' Mohd Yazid
 Low Suet Ann
 Beh Oi Siew

* Directors of the Company and of its subsidiary company

The name of director of the Company's subsidiaries who served during the financial year and up to the date of this report, not including those directors mentioned above, is as follows:

Khoo Nee Cheng

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

Directors' Interests in Shares

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

	At 1.1.2025	Number of Ordinary shares		At 31.12.2025
		Bought	Sold	
Interest in the Company				
Direct Interests				
Chua Nyok Chong	75,468,895	-	-	75,468,895
Chua Boon Hong	25,031,144	-	-	25,031,144
Lee Yong Zhi	24,551,380	-	-	24,551,380
Y.M. Tengku Loreta Binti Tengku Dato' Setia Ramli Alhaj	250,000	-	-	250,000
Datuk Mastura Binti Tan Sri Dato' Mohd Yazid	250,000	-	-	250,000
Low Suet Ann	250,000	-	-	250,000
Beh Oi Siew	250,000	-	(50,000)	200,000
Indirect interests:				
Chow Kian Hung*	70,034,999	-	-	70,034,999

* Deemed interest by virtue of his interest in Vafe System Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016.

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 corporation during the financial year.

DIRECTORS' REPORT

(Cont'd)

Directors' Benefits

Since the end of the previous financial period, no Director of the Company has received or become entitled to receive any benefit (other than a benefit included in the aggregate amount of remuneration received or due and receivable by Directors as disclosed below) by reason of a contract made by the Company or its related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest.

	Group RM	Company RM
Directors' Remuneration:		
- Directors' fee	168,000	168,000
- Salaries, wages, allowances and bonus	2,602,700	15,000
- Defined contribution plans	316,879	-
	3,087,579	183,000
Other related parties transactions:		
- Sales of goods to a related party	4,075,362	-
- Solar PV installation services provided to a related party	4,300,244	-
- Purchases from a related party	(4,780)	-
	8,370,826	-

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

Indemnity and Insurance Costs

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

Other Statutory Information

- (a) Before the financial statements of the Group and of the Company were prepared, the Directors took reasonable steps:
- (i) to ascertain that action had been taken in relation to the writing off of bad debts and the making of allowance for doubtful debts and satisfied themselves that adequate allowance had been made for doubtful debts and there were no bad debts to be written off; and
 - (ii) to ensure that any current assets which were unlikely to be realised in the ordinary course of business including the value of current assets as shown in the accounting records of the Group and of the Company have been written down to an amount which the current assets might be expected so to realise.
- (b) At the date of this report, the Directors are not aware of any circumstances:
- (i) which would render it necessary to write off any bad debts or the amount of the allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent; or
 - (ii) which would render the values attributed to current assets in the financial statements of the Group and of the Company misleading; or

DIRECTORS' REPORT

(Cont'd)

Other Statutory Information (Cont'd)

- (b) At the date of this report, the Directors are not aware of any circumstances: (Cont'd)
- (iii) not otherwise dealt with in this report or the financial statements of the Group and of the Company which would render any amount stated in the financial statements misleading; or
 - (iv) which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.
- (c) At the date of this report, there does not exist:
- (i) any charge on the assets of the Group and of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; or
 - (ii) any contingent liability of the Group and of the Company which has arisen since the end of the financial year.
- (d) In the opinion of the Directors:
- (i) no contingent liability or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group and of the Company to meet their obligations when they fall due;
 - (ii) the results of the operations of the Group and of the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature; and
 - (iii) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the financial year in which this report is made.

Subsidiary Companies

The details of the subsidiary companies are disclosed in Note 7 to the financial statements.

Auditors' remuneration

The auditors' remuneration of the Group and of the Company for the financial year ended 31 December 2025 are as follows:

	Group RM	Company RM
Audit fees:		
- Statutory audit	180,000	20,000
- Non-statutory audit	5,000	5,000
	185,000	25,000



DIRECTORS' REPORT

(Cont'd)

Auditors

The auditors, Messrs UHY Malaysia PLT, have expressed their willingness to continue in office.

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

CHUA NYOK CHONG

CHUA BOON HONG

KUALA LUMPUR

2 April 2026

STATEMENT BY DIRECTORS

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

We, the undersigned, being two of the Directors of the Company, do hereby, state that, in their opinion, the accompanying financial statements are drawn up in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025 and of the financial performance and the cash flows for the financial year ended on that date.

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

CHUA NYOK CHONG

CHUA BOON HONG

KUALA LUMPUR

2 April 2026

STATUTORY DECLARATION

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

I, Sheng Toy Sei (MIA Membership No. 38807), being the Officer primarily responsible for the financial management of Winstar Capital Berhad, do solemnly and sincerely declare that to the best of my knowledge and belief, the accompanying financial statements 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.

SHENG TOY SEI

Subscribed and solemnly declared by the abovenamed Sheng Toy Sei at Kuala Lumpur in the Federal Territory, this 2 April 2026.

Before me,

COMMISSIONER FOR OATHS

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF WINSTAR CAPITAL BERHAD

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Winstar Capital Berhad which comprise the statements of financial position as at 31 December 2025 of the Group and of the Company, and the statements of profit or loss and other comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including material accounting policy information, as set out on pages 88 to 146.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 31 December 2025, and of their financial performance and their cash flows for the financial year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

Key Audit Matters

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

We have determined the matter described below to be the key audit matter to be communicated in our report.

Key audit matters	How our audit addressed the key audit matters
1. Valuation of trade receivables The Group's trade receivables as at 31 December 2025 amounts to RM97.91 million (31.12.2024: RM78.60 million). Trade receivables are recognised at their anticipated realisable value, which is the original invoiced amount less an estimated valuation allowance. We determine this as a key audit matter as the measurement of estimated valuation allowance, i.e., Expected Credit Losses ("ECL") requires the application of significant judgement including the identification of credit exposures with significant deterioration in credit quality, assumptions used in the ECL models and application of current and forward-looking economic trends.	We performed the following audit procedures, amongst others: - Assessed the completeness, accuracy and relevance of data used in the impairment review; - Evaluated the reasonableness of management's key judgement and estimates made in determining the ECL, including the assessment in the selection of methods, models, assumptions and data sources for classification and measurement decisions; and - Evaluated the adequacy of disclosures in respect of credit risk, including ageing profile and movement in allowance for expected credit losses.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WINSTAR CAPITAL BERHAD (Cont'd)

Information Other Than the Financial Statements and Auditors' Report Thereon

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

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

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

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

Responsibilities of Directors for the Financial Statements

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

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

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

- Identify and assess the risks of material misstatement of the financial statements of the Group and of the Company, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Group's and of the Company's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Directors.

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF WINSTAR CAPITAL BERHAD (Cont'd)

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

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

- 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 and on 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 and 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 group financial statements. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

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

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.

UHY Malaysia PLT
202406000040 (LLP0041391-LCA) & AF 1411
Chartered Accountants

TAN GIM-HENG
Approved Number: 03595/09/2027 J
Chartered Accountant

KUALA LUMPUR

2 April 2026

STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2025

		Group		Company	
	Note	31.12.2025 RM	31.12.2024 RM	31.12.2025 RM	31.12.2024 RM
Non-Current Assets					
Property, plant and equipment	4	72,666,403	61,603,096	-	-
Right-of-use assets	5	3,699,148	3,145,258	-	-
Investment properties	6	3,117,534	2,717,105	-	-
Investment in a subsidiary	7	-	-	72,369,499	72,369,499
Goodwill on consolidation	8	92,728	92,728	-	-
		79,575,813	67,558,187	72,369,499	72,369,499
Current Assets					
Inventories	9	97,832,675	79,995,727	-	-
Trade receivables	10	97,911,291	78,603,662	-	-
Other receivables	11	9,520,188	9,513,417	218,116	218,116
Contract assets	12	840,617	1,655,582	-	-
Amount due from subsidiary companies	13	-	-	25,908,030	7,934,144
Tax recoverable		659,326	771,019	-	-
Fixed deposits with licensed banks	14	9,963,756	13,671,850	-	7,000,000
Cash and bank balances		9,249,500	7,354,127	296,840	928,513
		225,977,353	191,565,384	26,422,986	16,080,773
Total Assets		305,553,166	259,123,571	98,792,485	88,450,272
Equity					
Share capital	15(a)	101,954,382	90,900,049	101,954,382	90,900,049
Merger deficit	16	(64,309,499)	(64,309,499)	-	-
Reserves	17	16,799,170	16,799,170	-	-
Retained earnings		65,509,524	55,179,543	(3,735,339)	(3,493,099)
Total Equity		119,953,577	98,569,263	98,219,043	87,406,950

STATEMENTS OF FINANCIAL POSITION

AS AT 31 DECEMBER 2025
(Cont'd)

		Group		Company	
	Note	31.12.2025 RM	31.12.2024 RM	31.12.2025 RM	31.12.2024 RM
Non-Current Liabilities					
Bank borrowings	18	26,604,482	18,648,485	-	-
Lease liabilities	19	2,207,004	1,860,166	-	-
Deferred tax liabilities	20	4,947,661	4,899,227	-	-
		33,759,147	25,407,878	-	-
Current Liabilities					
Trade payables	21	44,114,021	47,358,657	-	-
Other payables	22	4,337,047	3,948,465	375,041	1,043,322
Bank borrowings	18	101,896,117	82,802,050	-	-
Lease liabilities	19	1,154,980	1,018,710	-	-
Amount due to a subsidiary company	13	-	-	198,401	-
Tax payables		338,277	18,548	-	-
		151,840,442	135,146,430	573,442	1,043,322
Total Liabilities		185,599,589	160,554,308	573,442	1,043,322
Total Equity and Liabilities		305,553,166	259,123,571	98,792,485	88,450,272

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

STATEMENTS OF PROFIT OR LOSS AND OTHER COMPREHENSIVE INCOME

FOR THE FINANCIAL YEAR/PERIOD ENDED 31 DECEMBER 2025

		Group		Company	
		1.1.2025 to 31.12.2025 RM	1.1.2024 to 31.12.2024 RM	1.1.2025 to 31.12.2025 RM	15.12.2023 to 31.12.2024 RM
	Note				
Revenue	23	235,352,110	203,394,414	-	-
Cost of sales		(189,529,244)	(167,045,073)	-	-
Gross profit		45,822,866	36,349,341	-	-
Other income		794,553	489,733	946,499	6,631
Administrative expenses		(24,155,414)	(23,051,949)	(1,188,739)	(3,499,730)
Net impairment losses on financial instruments		(784,445)	(82,748)	-	-
Profit/(Loss) from operations		21,677,560	13,704,377	(242,240)	(3,493,099)
Finance costs	24	(7,523,350)	(4,072,032)	-	-
Profit/(Loss) before taxation	25	14,154,210	9,632,345	(242,240)	(3,493,099)
Taxation	26	(3,824,229)	(2,226,971)	-	-
Profit/(Loss) for the financial year/period, representing total comprehensive income/(loss) for the financial year/period		10,329,981	7,405,374	(242,240)	(3,493,099)
Earnings per share (Sen)					
Basic	29(a)	3.54	3.15		
Diluted	29(b)	3.54	3.15		

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

STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR/PERIOD ENDED 31 DECEMBER 2025

Group	Note	Share Capital RM	Non-Distributable		Distributable Retained Earnings RM	Total Equity RM
			Merger Deficit RM	Revaluation Reserve RM		
At 1 January 2025		90,900,049	(64,309,499)	16,799,170	55,179,543	98,569,263
Total comprehensive income						
- Profit for the financial year, representing total comprehensive income for the financial year		-	-	-	10,329,981	10,329,981
		-	-	-	10,329,981	10,329,981
Transactions with owners						
- Issuance of ordinary shares	15	11,288,799	-	-	-	11,288,799
- Share issuance expenses	15	(234,466)	-	-	-	(234,466)
		11,054,333	-	-	-	11,054,333
At 31 December 2025		101,954,382	(64,309,499)	16,799,170	65,509,524	119,953,577

STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR/PERIOD ENDED 31 DECEMBER 2025

(Cont'd)

Group (Cont'd)	Note	Share Capital RM	Invested Capital RM	Non-Distributable		Distributable Retained Earnings RM	Total Equity RM
				Merger Deficit RM	Revaluation Reserve RM		
At 1 January 2024		2	8,060,000	-	16,799,170	47,774,169	72,633,341
Total comprehensive income							
- Profit for the financial year		-	-	-	-	7,405,374	7,405,374
- Profit for the financial year representing total comprehensive income for the financial year		-	-	-	-	7,405,374	7,405,374
Transactions with owners							
- Issuance of ordinary shares	15	19,792,500	-	-	-	-	19,792,500
- Share issued for the acquisition of a subsidiary	15	72,369,499	(8,060,000)	(64,309,499)	-	-	-
- Share issuance expenses	15	(1,261,952)	-	-	-	-	(1,261,952)
		90,900,047	(8,060,000)	(64,309,499)	-	-	18,530,548
At 31 December 2024		90,900,049	-	(64,309,499)	16,799,170	55,179,543	98,569,263

STATEMENTS OF CHANGES IN EQUITY

FOR THE FINANCIAL YEAR/PERIOD ENDED 31 DECEMBER 2025

(Cont'd)

	Note	Share Capital RM	Distributable Accumulated Losses RM	Total Equity RM
Company				
At 1 January 2025		90,900,049	(3,493,099)	87,406,950
Total comprehensive loss				
- Loss for the financial year, representing total comprehensive loss for the financial year		-	(242,240)	(242,240)
		-	(242,240)	(242,240)
Transactions with owners				
- Issuance of ordinary shares	15	11,288,799	-	11,288,799
- Share issuance expenses	15	(234,466)	-	(234,466)
		11,054,333	-	11,054,333
At 31 December 2025		101,954,382	(3,735,339)	98,219,043
At 15 December 2023 (Date of incorporation)		2	-	2
Total comprehensive loss				
- Loss for the financial period, representing total comprehensive loss for the financial period		-	(3,493,099)	(3,493,099)
		-	(3,493,099)	(3,493,099)
Transactions with owners				
- Issuance of ordinary shares	15	19,792,500	-	19,792,500
- Share issued for the acquisition of a subsidiary	15	72,369,499	-	72,369,499
- Share issuance expenses	15	(1,261,952)	-	(1,261,952)
		90,900,047	-	90,900,047
At 31 December 2024		90,900,049	(3,493,099)	87,406,950

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

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

	Group		Company	
	1.1.2025 to 31.12.2025 RM	1.1.2024 to 31.12.2024 RM	1.1.2025 to 31.12.2025 RM	15.12.2023 to 31.12.2024 RM
Cash Flows from Operating Activities				
Profit/(Loss) before taxation	14,154,210	9,632,345	(242,240)	(3,493,099)
Adjustments for:				
Bad debts written off	-	124,264	-	-
Depreciation of:				
- property, plant and equipment	2,971,881	3,132,277	-	-
- right-of-use assets	1,328,230	1,045,278	-	-
- investment properties	49,571	45,094	-	-
Gain on disposal of				
- property, plant and equipment	(70,023)	-	-	-
- asset previously written off	-	(23,500)	-	-
Gain on lease modification	-	(3,603)	-	-
Impairment loss on trade receivables	788,595	764,476	-	-
Interest expense	7,523,350	4,072,032	-	-
Interest income	(297,244)	(170,289)	(104,323)	(6,631)
Provision for obsolete stock	8,146	210,485	-	-
Property, plant and equipment written off	249,045	77,044	-	-
Recovery of bad debt written off	(19,198)	(130,728)	-	-
Reversal of impairment loss on trade receivables	(4,151)	(681,728)	-	-
Operating profit/(loss) before working capital changes	26,682,412	18,093,447	(346,563)	(3,499,730)
Changes in working capital				
Inventories	(17,845,094)	(21,604,902)	-	-
Receivables	(20,079,646)	(40,177,056)	-	(218,116)
Payables	(2,856,054)	7,237,251	(668,281)	1,043,322
Contract assets	814,965	(1,272,291)	-	-
	(39,965,829)	(55,816,998)	(668,281)	825,206
Cash used in operations	(13,283,417)	(37,723,551)	(1,014,844)	(2,674,524)
Interest paid	(7,523,350)	(4,072,032)	-	-
Interest received	297,244	170,289	104,323	6,631
Tax paid	(3,395,891)	(4,567,533)	-	-
Tax refund	51,518	13,995	-	-
	(10,570,479)	(8,455,281)	104,323	6,631
Net cash used in operating activities	(23,853,896)	(46,178,832)	(910,521)	(2,667,893)

STATEMENTS OF CASH FLOWS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

	Group		Company	
	1.1.2025 to 31.12.2025 RM	1.1.2024 to 31.12.2024 RM	1.1.2025 to 31.12.2025 RM	15.12.2023 to 31.12.2024 RM
Cash Flows from Investing Activities				
Proceeds from disposal of property, plant and equipment	140,501	23,500	-	-
Purchase of:				
- property, plant and equipment	(14,284,235)	(4,259,948)	-	-
- right of use assets	(118,879)	(23,522)	-	-
- investment properties	(450,000)	-	-	-
Advance to subsidiary companies	-	-	(17,775,485)	(7,934,144)
Net cash used in investing activities	(14,712,613)	(4,259,970)	(17,775,485)	(7,934,144)
Cash Flows from Financing Activities				
Proceeds from issuance of ordinary shares	11,054,333	18,530,548	11,054,333	18,530,548
Repayment to directors	-	(1,470,527)	-	-
Net changes in bankers' acceptance	14,156,042	43,085,672	-	-
Net changes in term loans	8,556,059	(3,050,071)	-	-
Decrease/(Increase) in fixed deposit pledged	3,708,094	(3,147,022)	-	-
Repayment of lease liabilities	(1,350,609)	(1,189,024)	-	-
Net cash from financing activities	36,123,919	52,759,576	11,054,333	18,530,548
Net (decrease)/increase in cash and cash equivalents	(2,442,590)	2,320,774	(7,631,673)	7,928,511
Cash and cash equivalents at the beginning of the financial year/date of incorporation	1,953,060	(367,714)	7,928,513	2
Cash and cash equivalents at the end of the financial year/period	(489,530)	1,953,060	296,840	7,928,513
Cash and cash equivalents at the end of the financial year/period comprises:				
Cash and bank balances	9,249,500	7,354,127	296,840	928,513
Fixed deposits with licensed banks	9,963,756	13,671,850	-	7,000,000
Bank overdrafts	(16,739,030)	(12,401,067)	-	-
	2,474,226	8,624,910	296,840	7,928,513
Less: Deposit pledged with licensed bank	(2,963,756)	(6,671,850)	-	-
	(489,530)	1,953,060	296,840	7,928,513
Cash outflows for leases for a lessee Included in net cash from operating activities:				
Interest paid in relation to lease liabilities	(168,450)	(181,608)	-	-
Included in net cash from financing activities:				
Payment of lease liabilities	(1,350,609)	(1,189,024)	-	-
Total cash outflows for leases	(1,519,059)	(1,370,632)	-	-

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

1. Corporate Information

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

The registered office of the Company is located at Lot 1902, 19th Floor, Tower 1, Faber Towers, Jalan Desa Bahagia, Taman Desa, 58100 Kuala Lumpur.

The principal place of business of the Company is located at Lot 901 & 902, Batu 29, Jalan Kepong, Ijok, 45600, Batang Berjuntai, Selangor.

The principal activities of the Company is investment holding. The principal activities of its subsidiary companies are manufacturing, fabricating, processing and selling of aluminium products, trading and distribution of building materials, solar photovoltaic ("PV") installation services as well as trading of solar PV system related materials and accessories. There have been no significant changes in the nature of these activities during the financial year.

2. Basis of Preparation

(a) Statement of compliance

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

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

Adoption of amended standards

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

Amendments to MFRS 121	Lack of Exchangeability
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The adoption of the amendments to standards did not have any significant impact on the financial statements of the Company.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

2. Basis of Preparation (Cont'd)

(a) Statement of compliance (Cont'd)

Standards issued but not yet effective

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

		Effective dates for financial periods beginning on or after
Amendments to MFRS 1, MFRS 7, MFRS 9, MFRS 10 and MFRS 107	Annual Improvements to MFRS Accounting Standards – Volume 11	1 January 2026
Amendments to MFRS 7 and MFRS 9	Amendments to the Classification and Measurement of Financial Instruments	1 January 2026
Amendments to MFRS 7 and MFRS 9	Contracts Referencing Nature-dependent Electricity	1 January 2026
Amendments to MFRS 18	Presentation and Disclosure in Financial Statements	1 January 2027
Amendments to MFRS 19	Subsidiaries without Public Accountability: Disclosures	1 January 2027
Amendments to MFRS 121	Translation to a Hyperinflationary Presentation Currency	1 January 2027
Amendments to MFRS 10 and MFRS 128	Sale or Contribution of Assets between an Investor and its Associate or Joint Venture	Deferred until further notice

The Company intends to adopt the above amendments to standards, if applicable, when they become effective.

The initial application of the above-mentioned amendments to standards are not expected to have any significant impacts on the financial statements of the Company.

(b) Functional and presentation currency

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

(c) Significant accounting judgements, estimates and assumptions

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

Judgements

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

Determining the lease term of contracts with renewal and termination options - the Group as lessee

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

2. Basis of Preparation (Cont'd)

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

Judgements (Cont'd)

Determining the lease term of contracts with renewal and termination options - the Group as lessee (Cont'd)

The Group has several lease contracts that include extension and termination options. The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. That is, it considers all relevant factors that create an economic incentive for it to exercise either the renewal or termination. After the commencement date, the Group reassess the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).

The Group include the renewal period as part of the lease term for leases of land and building with non-cancellable period included as part of the lease term as these are reasonably certain to be exercised because there will be a significant negative effect on operation if a replacement asset is not readily available. Furthermore, the periods covered by termination options are included as part of the lease term only when they are reasonably certain not to be exercised.

Satisfaction of performance obligations in relation to contracts with customers

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

The Group and the Company recognise revenue over time in the following circumstances:

- (i) the customer simultaneously receives and consumes the benefits provided by the Group's and the Company's performance as the Group and the Company perform;
- (ii) the Group and the Company do not create an asset with an alternative use to the Group and the Company and has an enforceable right to payment for performance completed to date; and
- (iii) the Group's and the Company's performance create or enhance an asset that the customer controls as the asset is created or enhanced.

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

Key sources of estimation uncertainty

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

Useful lives of property, plant and equipment, right-of-use ("ROU") assets and investment properties

The Group regularly reviews the estimated useful lives of property, plant and equipment, ROU assets and investment properties based on factors such as business plan and strategies, expected level of usage and future technological developments. Future results of operations could be materially affected by changes in these estimates brought about by changes in the factors mentioned above. A reduction in the estimated useful lives of property, plant and equipment, ROU assets and investment properties would increase the recorded depreciation and decrease the value of property, plant and equipment, ROU assets and investment properties. The carrying amount at the reporting date for property, plant and equipment, ROU assets and investment properties are disclosed in Notes 4, 5 and 6 respectively.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

2. Basis of Preparation (Cont'd)

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

Key sources of estimation uncertainty (Cont'd)

Revaluation of leasehold land and buildings

Leasehold land and buildings are carried at revalued amount. Revaluation of these assets is based on the valuation performed by independent professional property valuers on 12 January 2024. The independent professional property valuers may exercise judgement in determining discount rates, estimates of future cash flows, capitalisation rate, terminal year value, market freehold rental and other factors used in their valuation process. Judgement has been applied in estimating prices for less readily observable external parameters. Other factors such as model assumptions, market dislocations and unexpected correlations may materially affect these estimates and the resulting valuation estimates.

Determination of transaction prices

The Group and the Company are required to determine the transaction price in respect of each of its contracts with customers. In making such judgement, the Group and the Company assess the impact of any variable consideration in the contract, due to discounts or penalties, the existence of any significant financing component and any non-cash consideration in the contract.

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

Inventories valuation

Inventories are measured at the lower of cost and net realisable value. The Group estimate the net realisable value of inventories based on an assessment of expected sales prices. Demand levels and pricing competition could change from time to time. If such factors result in an adverse effect on the Group's and the Company's products, the Group might be required to reduce the value of its inventories. Details of inventories are disclosed in Note 9.

Provision for expected credit loss of financial assets at amortised cost

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

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

Discount rate used in leases

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

2. Basis of Preparation (Cont'd)

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

Key sources of estimation uncertainty (Cont'd)

Income taxes

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

The Group and the Company recognise liabilities for tax based on estimates of whether additional taxes will be due. Where the final tax outcome of these tax matters is different from the amounts that were initially recognised, such differences will impact the income tax and/or deferred tax provisions in the period in which such determination is made. As at 31 December 2025, the Group has tax recoverable of RM659,326 (31.12.2024: RM771,019) and tax payable of RM338,277 (31.12.2024: RM18,548) respectively.

Revenue from installation of solar photovoltaic system related materials and accessories

Installation of solar photovoltaic system related materials and accessories revenue and costs are recognised over the period of the contract in the profit or loss by reference to the progress towards complete satisfaction of that performance obligation.

The Group recognised installation of solar photovoltaic system related materials and accessories revenue in profit or loss by the progress towards complete satisfaction of performance obligation. The progress towards complete satisfaction of performance obligation is determined by the proportion that costs incurred for work performed to date bear to the estimated total costs expected to be incurred up to the completion of the installation of solar photovoltaic system related materials and accessories. The estimated total construction and other related costs to be incurred up to the completion of installation of solar photovoltaic system related materials and accessories are based on contracted amounts and experience and knowledge of the management to make estimates of the amounts to be incurred.

The contract assets of the Group arising from construction contracts are disclosed in Note 12.

3. Material Accounting Policies

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

- (a) Basis of consolidation

- (i) Subsidiaries

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

3. Material Accounting Policies (Cont'd)

(a) Basis of consolidation (Cont'd)

(i) Subsidiaries (Cont'd)

Business combination - Merger method

A business combination involving entity under common control is a business combination in which all the combining entity or business are ultimately controlled by same party or parties both before or after the business combination, and that control is not transitory. The acquisition of Winstar Aluminium Manufacturing Sdn. Bhd. resulted in a business involving common control entity since the management of all the entity which took part in the acquisition were controlled by common Directors and under common shareholders before and immediately after the acquisition, and accordingly the accounting treatment is outside the scope of MFRS 3. For such common control business combinations, the merger accounting principles are used to include the assets, liabilities, results, equity changes and cash flows of the combining entity in the consolidated financial statements. The merger method of accounting on a retrospective basis and restated its comparative as if the consolidated had taken place before the state of the earliest year presented in the combined financial statements.

Under the merger method of accounting, the results of subsidiary are presented as if the merger had been affected throughout the current period. The assets and liabilities combined are accounted for based on the carrying amounts from the perspective of the common control shareholders at the date of transfer. On consolidation, the cost of the merger is cancelled with the values of the shares received. Any resulting credit difference is classified as equity and regarded as a non-distributable reserve. Any resulting debit difference is adjusted against any suitable reserve. Any reserves which are attributable to share capital of the merged entity, to the extent that they have not been capitalised by a debit difference, are reclassified and presented as movement in other reserves.

Business combination – Acquisition method

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

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

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

3. Material Accounting Policies (Cont'd)

(a) Basis of consolidation (Cont'd)

(i) Subsidiaries (Cont'd)

Business combination – Acquisition method (Cont'd)

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

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

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

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

(ii) Changes in ownership interests in subsidiaries without change of control

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

(iii) Disposal of subsidiaries

If the Group loses control of a subsidiary, the assets and liabilities of the subsidiary, including any goodwill, and non-controlling interests are derecognised at their carrying value on the date that control is lost. Any remaining investment in the entity is recognised at fair value. The difference between the fair value of consideration received and the amounts derecognised and the remaining fair value of the investment is recognised as a gain or loss on disposal in profit or loss. Any amounts previously recognised in other comprehensive income in respect of that entity are accounted for as if the Group had directly disposed of the related assets or liabilities.

(iv) Goodwill on consolidation

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

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

3. Material Accounting Policies (Cont'd)

(b) Property, plant and equipment

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

(i) Recognition and measurement

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

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

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

Property, plant and equipment are derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses arising on the disposal of property, plant and equipment are determined as the difference between the disposal proceeds and the carrying amount of the assets and are recognised in profit or loss. On disposal of a revalued asset, the amounts in revaluation reserve relating to those assets are transferred to retained earnings.

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

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

(ii) Subsequent costs

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

3. Material Accounting Policies (Cont'd)

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

(iii) Depreciation

Depreciation is recognised in the profit or loss on a straight-line basis to write off the cost or valuation of each asset to its residual value over its estimated useful life. Freehold land is not depreciated. Leased assets are depreciated over the shorter of the lease term and their useful lives. Capital work-in-progress are not depreciated until the assets are ready for its intended use.

Property, plant and equipment are depreciated based on the estimated useful lives on straight line basis at the following annual rates:

Leasehold land and buildings	Over the remaining period of the lease
Freehold buildings	2%
Moulds, plant and machinery	10% - 25%
Motor vehicles and forklift	20%
Renovation and electrical installation	10% - 12.5%
Other assets	10% - 20%

Freehold land is not depreciated.

The moulds acquired are capitalised as property, plant and equipment as in the opinion of the directors that moulds have a life span of 5 years, therefore capitalised as fixed asset is more appropriate.

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

(c) Leases

As lessee

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

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

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

Motor vehicles	5 years, or over the lease term, if shorter
Plant and machinery	4 to 10 years, or over the lease term, if shorter
Lease of office, hostel and factory	Over the lease term

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

3. Material Accounting Policies (Cont'd)

(c) Leases (Cont'd)

As lessee (Cont'd)

The ROU assets are subject to impairment.

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

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

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

Lease payments associated with short term leases and leases of low value assets are recognised on a straight-line basis as an expense in profit or loss. Short term leases are leases with a lease term of 12 months or less and do not contain a purchase option.

As lessor

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

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

The Group and the Company recognise 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 and the Company use the interest rate implicit in the lease to measure the net investment in the lease.

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

(d) Investment properties

Investment properties are properties held either to earn rental income or for capital appreciation or for both. Investment properties are measured at cost, including transaction costs, less any accumulated depreciation and impairment losses.

The carrying amount includes the cost of replacing part of an existing investment property at the time that cost is incurred if the recognition criteria are met and excludes the costs of day-to-day servicing of an investment property.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

3. Material Accounting Policies (Cont'd)

(d) Investment properties (Cont'd)

Investment properties are depreciated on a straight-line basis to write down the cost of each asset to their residual values over their estimated useful lives. The principal annual depreciation rates are:

Leasehold buildings	Over the remaining period of the lease
Freehold buildings	Over the remaining period of the lease

The residual values, useful lives and depreciation methods are reviewed, and adjusted if appropriate, at each reporting date.

Where an indication of impairment exists, the carrying amount of the asset is assessed and written down immediately to its recoverable amount. Refer accounting policy Note 3(l)(i) on impairment of non-financial assets.

Investment properties are valued by independent professionally qualified valuers, having appropriate recognised professional qualifications and recent experience in the locations and segments of the investment properties valued. The management team reviewed and discussed the valuations, including valuation processes, performed by the independent valuers for financial reporting purposes.

Investment properties are derecognised upon disposal or when they are permanently withdrawn from use and no future economic benefits are expected from their disposal. Upon disposal, the difference between the net disposal proceeds and the carrying amount is recognised in the profit or loss.

Transfers are made to (or from) investment property only when there is a change in use. For a transfer from investment property to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. If owner-occupied property becomes an investment property, the Group accounts for such property in accordance with the policy stated under property, plant and equipment up to the date of change in use.

(e) Financial assets

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

When financial assets are recognised initially, they are measured at fair value, plus, in the case of financial assets not at fair value through profit or loss ("FVTPL"), directly attributable transaction costs.

The Group and the Company determine the classification of their financial assets at initial recognition, and the categories include trade and other receivables, contract assets, amounts due from subsidiary companies and related parties, fixed deposits with licensed banks and cash and bank balances.

Financial assets at amortised cost

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

- The financial asset is held within a business model with the objective to hold financial assets in order to collect contractual cash flows; and
- The contractual terms of the financial asset give rise on specified dates to cash flows that are solely payments of principal and interest on the principal amount outstanding.

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

3. Material Accounting Policies (Cont'd)

(e) Financial assets (Cont'd)

Financial assets at amortised cost (Cont'd)

The Group and the Company have not designated any financial assets at fair value through other comprehensive income ("FVOCI") and FVTPL.

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

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

(f) Financial liabilities

Financial liabilities 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 instruments. All financial liabilities are recognised initially at fair value plus, in the case of financial liabilities not at fair value through profit or loss, directly attributable transaction costs.

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

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

(g) Financial guarantee contracts

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

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

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

(h) Offsetting of financial instruments

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

(i) Inventories

Raw materials and finished goods are stated at the lower of cost and net realisable.

Cost of raw material comprise cost of purchase and other costs incurred in bringing it to their present location and condition are determined on a weighted average basis. Cost of finished goods consists of direct material, direct labour and an appropriate proportion of production overheads (based on normal operating capacity) are stated on a weighted average cost basis.

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

3. Material Accounting Policies (Cont'd)

(j) Contract assets

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

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

Contract asset is reclassified to trade receivables at the point at which invoices have been billed to customers.

(k) Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, bank balances, deposits with banks, bank overdraft and short-term and highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value. For the purpose of statements of cash flows, cash and cash equivalents are presented net of pledged deposits.

(l) Impairment of assets

(i) Non-financial assets

The carrying amounts of non-financial assets (except for inventories, contract assets, deferred tax assets and investment property measured at fair value) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, the asset's recoverable amount is estimated. For goodwill that have indefinite useful lives, the recoverable amount is estimated each period at the same time.

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

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

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

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

3. Material Accounting Policies (Cont'd)

(l) Impairment of assets (Cont'd)

(ii) Financial assets

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

For 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-months ("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 recognises a loss allowance based on lifetime ECLs at each reporting date. The Group and the Company have established a provision matrix that is based on its historical credit loss experience, adjusted for forward-looking factors specific to the debtors and the economic environment.

Impairment for other receivables and amount due from subsidiaries and related companies are recognised based on the general approach within MFRS 9 using the forward-looking expected credit loss model. The methodology used to determine the amount of the impairment is based on whether there has been a significant increase in credit risk since initial recognition of the financial asset. At the end of the reporting period, the Group and the Company assess whether there has been a significant increase in credit risk for financial assets by comparing the risk of default occurring over the expected life with the risk of default since initial recognition. For those in which the credit risk has not increased significantly since initial recognition of the financial asset, twelve-month expected credit losses along with gross interest income are recognised. For those in which credit risk has increased significantly, lifetime expected credit losses along with the gross interest income are recognised. For those that are determined to be credit impaired, lifetime expected credit losses along with interest income on a net basis are recognised.

The Group and the Company assume that the credit risk on a financial asset has increased significantly if it is more than 30 days past due.

(m) Share capital

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.

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

(n) Provisions

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

3. Material Accounting Policies (Cont'd)

(n) Provisions (Cont'd)

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

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

(o) Employee benefits

(i) Short term employee benefits

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

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

(ii) Defined contribution plans

As required by law, companies in Malaysia contribute to the state pension scheme, the Employees Provident Fund ("EPF"). Such contributions are recognised as an expense in the profit and loss as incurred. Once the contributions have been paid, the Group has no further payment obligation.

(p) Revenue Recognition

(i) Revenue from contracts with customers

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

(1) Revenue from sales of goods

Revenue is recognised upon delivery of goods where control of the goods has been transferred to the customer. Revenue is recognised based on the price specified in the contract, net of rebates and discounts.

(2) Revenue from installation of solar photovoltaic system related materials and accessories

Revenue is recognised over time as the customers simultaneously received and consumed the benefits provided by the Group's performance, and the Group has a present right to payment for the services.

Revenue is recognised over the period of the contract by measuring the progress towards complete satisfaction of that performance obligation. Revenue is measured on the basis of the entity's efforts or inputs to the satisfaction of a performance obligation relative to the total expected inputs to the satisfaction of that performance obligation. The stage of completion is determined by the proportion of contract costs incurred to-date relative to the estimated total contract costs.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

3. Material Accounting Policies (Cont'd)

(p) Revenue Recognition (Cont'd)

(ii) Revenue from other source and other income

(1) Rental income

Rental income are recognised on a straight-line basis over lease term.

(2) Interest income

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

(q) Borrowing costs

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

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

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

(r) Income taxes

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

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

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

The measurement of deferred tax is based on the expected manner of realisation or settlement of the carrying amount of the assets and liabilities, at the end of the reporting period, except for investment properties carried at fair value model. Where investment properties measured using fair value model, the amount of deferred tax recognised is measured using the tax rates that would apply on sale of those assets at their carrying amounts at the reporting date unless the property is depreciable and is held with the objective to consume substantially all of the economic benefits embodied in the property over time, rather than through sale. Deferred tax assets and liabilities are not discounted.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

3. Material Accounting Policies (Cont'd)

(r) Income taxes (Cont'd)

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

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

(s) Fair value measurement

Fair value of an asset or a liability, except for share-based payment and lease transactions, is determined as 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 measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market or in the absence of a principal market, in the most advantageous market.

For non-financial asset, the fair value measurement 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.

When measuring the fair value of an asset or a liability, the Group and the Company use observable market data as far as possible. Fair value is categorised into different levels in a fair value hierarchy based on the input used in the valuation technique as follows:

Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.

Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

Level 3: unobservable inputs for the asset or liability.

The Group and the Company recognise transfers between levels of the fair value hierarchy as of the date of the event or change in circumstances that caused the transfers.

(t) Contingencies

Where it is not probable that an inflow or an outflow of economic benefits will be required, or the amount cannot be estimated reliably, the asset or the obligation is disclosed as a contingent asset or contingent liability, unless the probability of inflow or outflow of economic benefits is remote. Possible obligations, whose existence will only be confirmed by the occurrence or non-occurrence of one or more future events, are also disclosed as contingent assets or contingent liabilities unless the probability of inflow or outflow of economic benefits is remote.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

4. Property, Plant and Equipment

	<Revaluation>		Cost					Total RM
	Leasehold Land and Buildings RM	Freehold lands RM	Freehold buildings RM	Moulds, plant and machinery RM	Motor vehicles and forklift RM	Renovation and electrical installation RM	Other assets RM	
Group								
31.12.2025								
Cost								
At 1 January	47,820,316	6,582,510	157,720	24,088,832	2,271,770	3,142,657	3,864,438	87,928,243
Additions	12,128,207	-	-	1,923,313	-	46,700	186,015	14,284,235
Disposal	-	-	-	-	(616,645)	-	-	(616,645)
Transfer from right-of-use assets	-	-	-	-	857,034	-	-	857,034
Written off	-	-	-	(282,760)	(88,317)	-	-	(371,077)
At 31 December	59,948,523	6,582,510	157,720	25,729,385	2,423,842	3,189,357	4,050,453	102,081,790
Accumulated depreciation								
At 1 January	2,086,311	-	15,770	17,913,344	2,271,747	2,580,334	1,457,641	26,325,147
Charge for the financial year	691,976	-	3,154	1,878,107	-	181,265	217,379	2,971,881
Disposal	-	-	-	-	(546,167)	-	-	(546,167)
Transfer from right-of-use assets	-	-	-	-	786,558	-	-	786,558
Written off	-	-	-	(33,715)	(88,317)	-	-	(122,032)
At 31 December	2,778,287	-	18,924	19,757,736	2,423,821	2,761,599	1,675,020	29,415,387
Carrying amount								
At 31 December	57,170,236	6,582,510	138,796	5,971,649	21	427,758	2,375,433	72,666,403

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

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

	<Revaluation>		Cost					
	Leasehold Land and Buildings RM	Freehold lands RM	Freehold buildings RM	Moulds, plant and machinery RM	Motor vehicles and forklift RM	Renovation and electrical installation RM	Other assets RM	Total RM
Group								
31.12.2024								
Cost								
At 1 January	46,389,125	6,582,510	157,720	22,133,866	1,784,786	2,868,585	3,379,023	83,295,615
Additions	1,431,191	-	-	2,069,270	-	274,072	485,415	4,259,948
Transfer from right-of-use assets	-	-	-	-	486,984	-	-	486,984
Written off	-	-	-	(114,304)	-	-	-	(114,304)
At 31 December	47,820,316	6,582,510	157,720	24,088,832	2,271,770	3,142,657	3,864,438	87,928,243
Accumulated depreciation								
At 1 January	1,389,125	-	12,616	16,080,655	1,784,766	2,260,255	1,215,732	22,743,149
Charge for the financial year	697,186	-	3,154	1,869,949	-	320,079	241,909	3,132,277
Transfer from right-of-use assets	-	-	-	-	486,981	-	-	486,981
Written off	-	-	-	(37,260)	-	-	-	(37,260)
At 31 December	2,086,311	-	15,770	17,913,344	2,271,747	2,580,334	1,457,641	26,325,147
Carrying amount								
At 31 December	45,734,005	6,582,510	141,950	6,175,488	23	562,323	2,406,797	61,603,096

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

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

(a) Assets pledged as securities to financial institution

The carrying amount of property, plant and equipment of the Group pledged as securities for bank borrowings as disclosed in Note 18 are:

	31.12.2025 RM	Group 31.12.2024 RM
Leasehold lands and buildings	57,170,236	45,734,005
Freehold lands and buildings	6,721,306	6,724,460
	<u>63,891,542</u>	<u>52,458,465</u>

(b) The remaining lease period of the leasehold land and buildings range from 58 to 80 (31.12.2024: 59 to 81) years.

(c) Revaluation of leasehold lands and buildings

Land and buildings of the Group were revalued on 31 December 2023 with a report dated 12 January 2024, by City Valuers & Consultants Sdn. Bhd., an independent professional valuer.

The fair value of two pieces of leasehold lands (Lot 903 and Lot 904) is within level 2 of the fair value hierarchy. The fair value was determined by based on market comparable approach that reflects recent transaction price for similar properties.

The fair value of leasehold lands and buildings (Lot 901 and Lot 902) is within level 3 of the fair value hierarchy. The fair value was determined using the cost approach that reflects the cost to a market participant to construct assets of comparable utility and age, adjusted for obsolescence. The significant inputs include the estimated construction costs and other ancillary expenditure of approximately RM19.4 million. A slight increase in the estimated construction costs would result in a significant increase in the fair value of the buildings, and vice versa.

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

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

Had the land and buildings been carried at historical cost less accumulated depreciation and impairment loss, their carrying amounts would have been RM24,612,653 (31.12.2024: RM24,995,936) respectively.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

5. Right-of-Use Assets

	Motor vehicles RM	Plant and machinery RM	Lease of office, hostel and factory RM	Total RM
Group				
31.12.2025				
Cost				
At 1 January	1,278,200	800,000	3,569,954	5,648,154
Additions	654,880	-	1,297,716	1,952,596
Expiration of lease contract	-	-	(339,619)	(339,619)
Transfer to property, plant and equipment	(857,034)	-	-	(857,034)
At 31 December	1,076,046	800,000	4,528,051	6,404,097
Accumulated depreciation				
At 1 January	881,250	160,000	1,461,646	2,502,896
Charge for the financial year	257,498	80,000	990,732	1,328,230
Expiration of lease contract	-	-	(339,619)	(339,619)
Transfer to property, plant and equipment	(786,558)	-	-	(786,558)
At 31 December	352,190	240,000	2,112,759	2,704,949
Carrying amount				
At 31 December	723,856	560,000	2,415,292	3,699,148
Group				
31.12.2024				
Cost				
At 1 January	1,619,039	800,000	3,594,929	6,013,968
Additions	146,145	-	187,976	334,121
Transfer to property, plant and equipment	(486,984)	-	-	(486,984)
Written off	-	-	(212,951)	(212,951)
At 31 December	1,278,200	800,000	3,569,954	5,648,154
Accumulated depreciation				
At 1 January	1,202,678	80,000	819,698	2,102,376
Charge for the financial year	165,553	80,000	799,725	1,045,278
Transfer to property, plant and equipment	(486,981)	-	-	(486,981)
Written off	-	-	(157,777)	(157,777)
At 31 December	881,250	160,000	1,461,646	2,502,896
Carrying amount				
At 31 December	396,950	640,000	2,108,308	3,145,258

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

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

- (a) The net carrying amount of right-of-use assets of the Group acquired under lease arrangement are as follows:

	Group	
	31.12.2025 RM	31.12.2024 RM
Motor vehicles	723,856	396,950
Plant and machinery	560,000	640,000
	<u>1,283,856</u>	<u>1,036,950</u>

Leased assets of the Group are pledged as securities for the related financing facilities.

- (b) The aggregate additional costs for the right-of-use assets of the Group during the financial year acquired under lease financing, term loan financing and cash payments are as follows:

	Group	
	31.12.2025 RM	31.12.2024 RM
Aggregate costs	1,952,596	334,121
Less: Lease financing	(1,833,717)	(310,599)
	<u>118,879</u>	<u>23,522</u>

6. Investment Properties

	Freehold lands and buildings RM	Leasehold lands and buildings RM	Total RM
Group			
31.12.2025			
At cost			
At 1 January	2,002,263	999,235	3,001,498
Addition	-	450,000	450,000
At 31 December	<u>2,002,263</u>	<u>1,449,235</u>	<u>3,451,498</u>
Accumulated depreciation			
At 1 January	240,940	43,453	284,393
Charge for the financial year	34,043	15,528	49,571
At 31 December	<u>274,983</u>	<u>58,981</u>	<u>333,964</u>
Carrying amount			
At 31 December	<u>1,727,280</u>	<u>1,390,254</u>	<u>3,117,534</u>
Fair value			
At 31 December	<u>2,348,693</u>	<u>2,087,576</u>	<u>4,436,269</u>

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

6. Investment Properties (Cont'd)

	Freehold lands and buildings RM	Leasehold lands and buildings RM	Total RM
Group (Cont'd)			
31.12.2024			
At cost			
At 1 January/31 December	2,002,263	999,235	3,001,498
Accumulated depreciation			
At 1 January	206,894	32,405	239,299
Charge for the financial year	34,046	11,048	45,094
At 31 December	240,940	43,453	284,393
Carrying amount			
At 31 December	1,761,323	955,782	2,717,105
Fair value			
At 31 December	2,060,220	1,703,499	3,763,719

(a) Investment properties under leases

Certain investment properties are leasehold properties with remaining lease period range from 81 to 88 (31.12.2024: 82 to 89) years.

(b) Income and expenses recognised in profit and loss

The following are recognised in profit and loss in respect of investment properties.

	Group 31.12.2025 RM	31.12.2024 RM
Rental income	53,900	46,200
Direct operating expenses:		
- Income generating investment properties	(11,934)	(20,305)

(c) Fair value basis of investment properties

Fair value of investment properties is arrived by reference to market evidence of transaction prices for similar properties. The fair value is within Level 3 of the fair value hierarchy.

There were no transfers between levels during the current and previous financial year.

(d) Asset pledged as securities to financial institution

Included in the investment properties of the Group are freehold lands and buildings with the carrying amount of RM1,311,810 (31.12.2024: RM1,334,922) and leasehold lands and buildings with the carrying amount of RM944,754 (31.12.2024: RM955,780), which has pledged to licensed banks as securities for banking facilities granted to the Group as disclosed in Note 18.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

7. Investment in a Subsidiary

	Company	
	31.12.2025	31.12.2024
	RM	RM
In Malaysia		
At cost		
Unquoted shares	72,369,499	72,369,499

Details of the subsidiary companies are as follows:

Name of company	Place of Business/ Country of Incorporation	Effective interest		Principal activities
		2025 %	2024 %	
Direct holding				
Winstar Aluminium Manufacturing Sdn. Bhd. (“WAMSB”)	Malaysia	100	100	Manufacturing, fabricating, processing and selling of aluminium products as well as trading and distribution of building materials
Held through WAMSB				
MIM Industry Sdn. Bhd.	Malaysia	100	100	Fabrication and trading of aluminium products.
Winstar Solar Sdn. Bhd.	Malaysia	100	100	Solar PV installation services and trading of solar PV system related materials and accessories.
Winstar Distribution Sdn. Bhd. (formerly as Establish Trading Sdn. Bhd.)	Malaysia	100	100	Trading and distribution of building materials.

(a) Acquisition of WAMSB

On 13 June 2024, the Company has entered into a conditional share sale agreement to acquire the entire equity interest in WAMSB comprising 8,060,000 ordinary shares for a total purchase consideration of RM72,369,499 only ("Acquisition"). The purchase consideration for the Acquisition will be satisfied by the issuance of 233,449,998 new ordinary shares at an issue price of RM0.31 each.

The Acquisition was completed on 30 October 2024 and consequently, WAMSB became a wholly-owned subsidiary of the Company.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

8. Goodwill on Consolidation

	Group	
	31.12.2025 RM	31.12.2024 RM
Cost		
At 1 January/31 December	164,581	164,581
Accumulated impairment losses		
At 1 January/31 December	71,853	71,853
Carrying amount		
At 1 January/31 December	92,728	92,728

(a) Impairment test for goodwill on consolidation

Goodwill on consolidation has been allocated to Group's cash-generating units ("CGUs") identified according to business segments as follows:

	Group	
	31.12.2025 RM	31.12.2024 RM
Manufacturing	92,728	92,728

(b) Key assumptions used to determine the recoverable amount

The recoverable amount of a CGU is determined based on value in use calculations using cash flow projections based on financial budgets approved by management covering a five years period. The key assumptions used for value in use calculations are based on future projection of the Group in Malaysia are as follows:

	31.12.2025	31.12.2024
Manufacturing		
Discount rate (per annum)	7.98%	8.69%
Growth rate	4.20%	8.70%

The key assumptions that the Directors have used in the cash flow projections to undertake impairment testing are as follows:

- (i) Growth rate - The growth rates used to estimate cash flows for the five years are based on past performance and on the Group's five-year strategic plan, taking into consideration the expected economic conditions and industry trends.
- (ii) Discount rate - The discount rate is based on the Company's weighted average cost of capital ("WACC") after considering the risks associated with the specific reporting unit and the market in which it operates. The WACC is calculated using a combination of the Company's cost of equity and cost of debt.

The values assigned to the key assumptions represent management's assessment of future trends in the industry and are based on both external sources and internal sources.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

8. Goodwill on Consolidation (Cont'd)

(c) Sensitivity to changes in assumptions

The management believes that a reasonably possible change in the key assumptions on which management has based on its determination of the CGU's recoverable amount would not cause the CGU's carrying amount to exceed its recoverable amount.

9. Inventories

	Group	
	31.12.2025 RM	31.12.2024 RM
At cost		
Raw materials	4,622,675	4,684,979
Packing materials	70,043	71,847
Work-in-progress	2,258,379	1,537,474
Finished goods	91,100,209	73,911,912
	98,051,306	80,206,212
Less: Provision for obsolete stock	(218,631)	(210,485)
	97,832,675	79,995,727

Movements in the provision for obsolete stock are as follows:

	Group	
	31.12.2025 RM	31.12.2024 RM
At 1 January	210,485	-
Provision for obsolete stock recognised	8,146	210,485
At 31 December	218,631	210,485

The cost of inventories of the Group recognises as an expense in cost of sales during the financial year was RM186,639,087 (31.12.2024: RM163,945,161).

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

10. Trade Receivables

	Group	
	31.12.2025 RM	31.12.2024 RM
Trade receivables		
- third parties	98,231,398	78,107,322
- related parties	5,188,414	5,220,417
	103,419,812	83,327,739
Less: Accumulated impairment losses	(5,508,521)	(4,724,077)
	97,911,291	78,603,662

Trade receivables are non-interest bearing and are generally on 30 to 90 days (31.12.2024: 30 to 90 days) term. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

Movements in the allowance for impairment losses are as follows:

	Credit impaired RM	Lifetime allowance RM	Total RM
Group			
31.12.2025			
At 1 January	2,882,773	1,841,304	4,724,077
Impairment losses recognised	-	788,595	788,595
Impairment losses reversed	-	(4,151)	(4,151)
At 31 December	2,882,773	2,625,748	5,508,521
31.12.2024			
At 1 January	3,012,999	1,628,330	4,641,329
Impairment losses recognised	495,414	269,062	764,476
Impairment losses reversed	(625,640)	(56,088)	(681,728)
At 31 December	2,882,773	1,841,304	4,724,077

During the financial year, the Group recognised a reversal of impairment losses on trade receivables amounting to RM4,151 (31.12.2024: RM681,728). The reversal was mainly attributable to the recovery of amounts previously impaired, following cash receipts from credit-impaired customers amounting to RMNil (31.12.2024: RM625,640). In addition, certain adjustments were made to the collectively impaired receivables.

Included in the reversal of impairment losses is an amount of RM4,151 (31.12.2024: RM56,088) attributable to lifetime loss allowance which is assessed collectively based on customers' historical data as an assumption for possibility of default.

The loss allowance account in respect of trade receivables is used to record loss allowance. Unless the Group are satisfied that recovery of the amount is possible, the amount considered irrecoverable is written off against the receivable directly.

The Group has purchased policy from insurance provider that provides coverage on losses sustained from unpaid insured receivables by 90%, capped at 50 times of the premium amount paid.

A significantly lower loss allowance was recognised for certain receivables which were individually assessed where the expected realisable value of the underlying collateral was higher than the exposure at default at the reporting date.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

10. Trade Receivables (Cont'd)

The aged analysis of trade receivables as at the end of the reporting year:

	Gross amount RM	Loss allowance RM	Net amount RM
Group			
31.12.2025			
Neither past due nor impaired	62,562,698	(407,295)	62,155,403
Past due not impaired:			
Less than 30 days	11,721,989	(2,039)	11,719,950
31 to 60 days	7,476,502	(2,038)	7,474,464
61 to 90 days	5,295,760	(3,928)	5,291,832
More than 91 days	13,480,090	(2,210,448)	11,269,642
	37,974,341	(2,218,453)	35,755,888
	100,537,039	(2,625,748)	97,911,291
Credit impaired:			
Individually impaired	2,882,773	(2,882,773)	-
	103,419,812	(5,508,521)	97,911,291
31.12.2024			
Neither past due nor impaired	54,522,587	(803,717)	53,718,870
Past due not impaired:			
Less than 30 days	10,251,867	(199,489)	10,052,378
31 to 60 days	5,898,177	(24,544)	5,873,633
61 to 90 days	1,999,713	(11,956)	1,987,757
More than 91 days	7,772,622	(801,598)	6,971,024
	25,922,379	(1,037,587)	24,884,792
	80,444,966	(1,841,304)	78,603,662
Credit impaired:			
Individually impaired	2,882,773	(2,882,773)	-
	83,327,739	(4,724,077)	78,603,662

As at 31 December 2025, trade receivables of the Group amounting to and RM35,755,888 respectively (31.12.2024: RM24,884,792) were past due but not impaired. These relate to a number of independent customers for whom there is no recent history of default.

The trade receivables of the Group that are individually assessed to be impaired amounting to RM2,882,773 (31.12.2024: RM2,882,773), relate to customers that are in financial difficulties and have defaulted on payments. These balances are expected to be recovered through the debt recovery process.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

11. Other Receivables

	Group		Company	
	31.12.2025 RM	31.12.2024 RM	31.12.2025 RM	31.12.2024 RM
Advances	9,600	-	-	-
Other receivables	3,063,966	37,866	-	-
Deposits	3,148,735	625,011	218,116	218,116
Prepayment	3,297,887	8,850,540	-	-
	9,520,188	9,513,417	218,116	218,116

Included in the prepayment of the Group is an amount of RMNil (2024: RM6,007,680) which are contract costs in connection with unsatisfied performance obligations as at the end of the reporting year/period. The costs are to be amortised, consistent with the pattern of recognition of the associated revenue.

12. Contract Assets

	Group	
	31.12.2025 RM	31.12.2024 RM
Contract costs incurred to date	8,874,516	4,830,272
Less: Progress billings	(8,033,899)	(3,174,690)
	840,617	1,655,582
Presented as:		
- Contract assets	840,617	1,655,582

The contract assets primarily relate to the Group's rights to consideration for work completed on installation of solar related materials and accessories contract but not yet billed at the reporting date. Typically, the amount generally will be billed within 30 days and payment is expected within 30 days.

13. Amount Due from/(to) Subsidiary Companies

	Company	
	31.12.2025 RM	31.12.2024 RM
Amount due from subsidiary companies	25,908,030	7,934,144
Amount due to a subsidiary company	(198,401)	-

These represent unsecured, non-interest bearing advances and is repayable on demand.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

14. Fixed Deposits with Licensed Banks

Fixed deposits with licensed banks of the Group amounting to RM2,963,756 (31.12.2024: RM6,671,850) are pledged as security for bank facilities granted to the Group and the Company as disclosed in Note 18.

The effective interest rate of the deposits with licensed banks is 1.25% to 2.70% (31.12.2024: 2.00% to 2.60%) per annum.

15. Share Capital

(a) Share Capital

	Group and Company			
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
	Number of shares		Amount	
	Unit	Unit	RM	RM
Issued and fully paid:				
Ordinary share				
At 1 January 2025/15 December 2023	290,000,000	2	90,900,049	2
Issuance of new shares pursuant to:				
- Acquisition of a subsidiary company	-	233,449,998	-	72,369,499
- Special issue shares	22,134,900	-	11,288,799	-
- Initial Public Offering	-	56,550,000	-	19,792,500
Share issuance expenses	-	-	(234,466)	(1,261,952)
At 31 December 2025/2024	312,134,900	290,000,000	101,954,382	90,900,049

- (i) On 4 December 2025, the Company had issued 22,134,900 new ordinary shares at the price of RM0.51 per ordinary share for a total consideration of RM11,288,799 pursuant to the Special Issue Shares of the Company on ACE Market of Bursa Malaysia Securities Berhad.
- (ii) On 30 October 2024, the Company had issued 233,449,998 new ordinary shares at the price of RM0.31 per ordinary share for a total consideration of RM72,369,499 for the acquisition of 100% equity interest in Winstar Aluminium Manufacturing Sdn. Bhd. pursuant to the share sale agreements dated on 13 June 2024.
- (iii) On 19 December 2024, the Company had issued 56,550,000 new ordinary shares at the price of RM0.35 per ordinary shares for a total consideration of RM19,792,500 pursuant to the Initial Public Offering of the Company on ACE Market of Bursa Malaysia Securities Berhad.
- (iv) The holders of ordinary shares are entitled to receive dividends as declared from time to time, and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regards to the Company's residual assets.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

15. Share Capital (Cont'd)

(b) Invested Capital

	Group		Group	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
	Number of shares	Number of shares	Amount	Amount
	Unit	Unit	RM	RM
Issued and fully paid ordinary shares				
At 1 January	-	8,060,000	-	8,060,000
Adjustments pursuant to the acquisition of a subsidiary company	-	(8,060,000)	-	(8,060,000)
At 31 December	-	-	-	-

Invested capital comprised the aggregate number of issued and paid-up ordinary shares of the combined entities of the Group. During the previous financial year, the amount has been reversed pursuant to the completion of the acquisition of the subsidiary on 30 October 2024.

16. Merger Deficit

The merger deficit arises from the difference between carrying value of the investment and the nominal value of the shares of a subsidiary upon consolidation under merger accounting principles.

17. Reserves

	Group		Company	
	31.12.2025	31.12.2024	31.12.2025	31.12.2024
	RM	RM	RM	RM
Non-distributable reserve:				
Revaluation reserve	16,799,170	16,799,170	-	-
Distributable reserve:				
Retained earnings	65,509,524	55,179,543	(3,735,339)	(3,493,099)
	82,308,694	71,978,713	(3,735,339)	(3,493,099)

The nature of reserves of the Group and the Company is as follows:

Revaluation reserve

This is in respect of revaluation surplus net of deferred tax arising from the revaluation of the Group's land and buildings and is non-distributable.

	Group	
	31.12.2025	31.12.2024
	RM	RM
At 1 January/31 December	16,799,170	16,799,170

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

18. Bank Borrowings

	Group 31.12.2025 RM	31.12.2024 RM
Secured		
Bank overdrafts	16,739,030	12,401,067
Bankers' acceptance	80,679,714	66,523,672
Term loans	31,081,855	22,525,796
	<u>128,500,599</u>	<u>101,450,535</u>
 Analysed as:		
Non-current		
Term loans	26,604,482	18,648,485
	<u>26,604,482</u>	<u>18,648,485</u>
 Current		
Bank overdrafts	16,739,030	12,401,067
Bankers' acceptance	80,679,714	66,523,672
Term loans	4,477,373	3,877,311
	<u>101,896,117</u>	<u>82,802,050</u>
 Total	<u>128,500,599</u>	<u>101,450,535</u>

The banking facilities of the Group obtained from licensed banks are secured by the followings:

- (a) As principal instrument, Facility Agreements;
- (b) A registered open all monies first party charges stamped nominally over the Group's leasehold lands and buildings and the Group's freehold buildings;
- (c) First party, first and legal charges over the Group's freehold and leasehold lands and buildings;
- (d) A specific debenture over the machinery and equipment financed by the bank for RM600,000;
- (e) Pledged of fixed deposits with interest to be capitalised as disclosed in Note 14;
- (f) Essential Life Insurance Policy on director;
- (g) A guarantee by Syarikat Jaminan Pembiayaan Perniagaan Berhad; and
- (h) Jointly and severally guaranteed by the certain directors of the Company.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

18. Bank Borrowings (Cont'd)

Maturity of bank borrowings are as follows:

	Group	
	31.12.2025 RM	31.12.2024 RM
Within one year	101,896,117	82,802,050
Between one to two years	4,192,824	3,901,612
Between two to five years	8,103,529	10,865,151
Later than five years	14,308,129	3,881,722
	128,500,599	101,450,535

The average effective interest rate per annum are as follows:

	Group	
	31.12.2025 %	31.12.2024 %
Bank overdrafts	6.70 - 8.76	7.64 - 8.02
Bankers' acceptance	4.15 - 5.41	4.15 - 5.41
Term loans	3.50 - 7.95	3.50 - 7.95

The Group has outstanding borrowings amounting to RM24,638,078 (31.12.2024: RM27,165,907) under various banking facilities. These facilities are subjected to certain financial covenants agreed with the lenders, including maintaining a level of certain gearing ratio.

Pursuant to the terms of the agreement, the secured term loan is subject to a financial covenant requiring the Group to maintain a debt-to-equity ratio not exceeding 2.0 times at each reporting date. As at 31 December 2025, the Group's debt-to-equity ratio of 0.94 was in compliance with the covenant requirement and, accordingly, the loan is not repayable on demand.

The agreement also includes a covenant restricting the declaration of dividends, whereby the Group shall not declare dividends exceeding 10% of its paid-up capital or 50% of its annual net profit after tax. Any such permissible declaration of dividends may only be made provided that the Group's debt servicing obligations are current.

As at 31 December 2025, the threshold was not exceeded, and the Group was in compliance with the covenant.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

19. Lease Liabilities

	Group 31.12.2025 RM	31.12.2024 RM
At 1 January	2,878,876	3,816,078
Additions	1,833,717	310,599
Payments	(1,519,059)	(1,370,632)
Accretion of interest	168,450	181,608
Lease modification	-	(58,777)
At 31 December	3,361,984	2,878,876
Presented as:		
Non-current	2,207,004	1,860,166
Current	1,154,980	1,018,710
	3,361,984	2,878,876

The maturity analysis of lease liabilities of the Group at the end of the reporting year:

	Group 31.12.2025 RM	31.12.2024 RM
Within one year	1,442,640	1,144,127
Between one to two years	1,163,740	973,060
Between two to five years	1,038,971	1,003,667
Less: Future finance charges	3,645,351 (283,367)	3,120,854 (241,978)
Present value of lease liabilities	3,361,984	2,878,876

The Group leases land and buildings, motor vehicles, plant and machinery. Lease terms are negotiated on an individual basis and contain a wide range of different terms and conditions.

The weighted average incremental borrowing rate applied to lease liabilities of the Group at the reporting date range from 2.24% to 7.70% (31.12.2024: 2.24% to 7.70%) per annum.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

20. Deferred Tax Liabilities

	Group	
	31.12.2025 RM	31.12.2024 RM
At 1 January	4,899,227	6,295,731
Recognised in the profit or loss (Note 26)	48,434	(1,396,504)
At 31 December	4,947,661	4,899,227

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

	Group	
	31.12.2025 RM	31.12.2024 RM
Deferred tax liabilities	6,142,930	6,146,645
Deferred tax assets	(1,195,269)	(1,247,418)
	4,947,661	4,899,227

The components and movement of deferred tax liabilities are as follows:

	Accelerated capital allowances RM	Revaluation reserve RM	Total RM
Group			
Deferred tax liabilities:			
At 1 January 2025	2,946,927	3,199,718	6,146,645
Recognised in the profit or loss	(3,715)	-	(3,715)
At 31 December 2025	2,943,212	3,199,718	6,142,930
At 1 January 2024	4,193,607	3,199,718	7,393,325
Recognised in the profit or loss	(1,246,680)	-	(1,246,680)
At 31 December 2024	2,946,927	3,199,718	6,146,645

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

20. Deferred Tax Liabilities (Cont'd)

	Other temporary differences RM	Trade receivables RM	Total RM
Group			
Deferred tax assets:			
At 1 January 2025	(74,336)	(1,173,082)	(1,247,418)
Recognised in the profit or loss	51,153	996	52,149
At 31 December 2025	(23,183)	(1,172,086)	(1,195,269)
At 1 January 2024	-	(1,097,594)	(1,097,594)
Recognised in the profit or loss	(74,336)	(75,488)	(149,824)
At 31 December 2024	(74,336)	(1,173,082)	(1,247,418)

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

	Group 31.12.2025 RM	31.12.2024 RM
Unutilised tax losses	-	10,271
Other deductible temporary differences	-	6,096
	-	16,367

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

For the Malaysian entities, pursuant to Section 8 of the Finance Act 2021 (Act 833) and the amendment to Section 44(5F) of the Income Tax Act 1967, effective from year of assessment 2019 onwards, the time limit on the carried forward unused tax losses has been extended to maximum of ten (10) consecutive years of assessment. Any unused tax losses accumulated up to the year of assessment 2018 can be carried forward for another ten (10) consecutive years of assessment (i.e.: from year of assessment 2019 to 2028) under the current tax legislation.

The recognised and unrecognised unused tax losses shall be disregarded after the end of the year of assessment as follows:

	Group 31.12.2025 RM	31.12.2024 RM
Unutilised tax losses to be carried forward until:		
- Year of assessment 2034	-	10,271

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

21. Trade Payables

The normal trade credit terms granted to the Group range from 30 to 90 days (31.12.2024: 30 to 90 days). Other credit terms are assessed and approved on a case by case basis.

22. Other Payables

	Group		Company	
	31.12.2025 RM	31.12.2024 RM	31.12.2025 RM	31.12.2024 RM
Other payables	1,778,703	1,808,580	319,881	917,882
Deposits	11,500	11,000	-	-
Accruals	2,546,844	2,128,885	55,160	125,440
	4,337,047	3,948,465	375,041	1,043,322

23. Revenue

	Group	
	1.1.2025 to 31.12.2025 RM	1.1.2024 to 31.12.2024 RM
Revenue from contracts with customers		
Aluminium extrusion	126,792,503	120,785,365
Trading and distribution of building materials	104,259,363	78,887,825
Solar PV system installation services	4,300,244	3,721,224
	235,352,110	203,394,414
Timing of revenue recognition:		
At a point in time	231,051,866	199,673,190
Over time	4,300,244	3,721,224
	235,352,110	203,394,414

In accordance with MFRS 15 Revenue from Contract with Customers, paragraph 121(a), the Group applies the practical expedient to not disclose information about remaining performance obligations that have original expected durations of 1 year or less.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

24. Finance Costs

	Group	
	1.1.2025 to 31.12.2025 RM	1.1.2024 to 31.12.2024 RM
Interest expenses on:		
Bank overdrafts	1,730,482	849,901
Bankers' acceptance	4,146,291	1,670,489
Bank guarantees	134,809	8,628
Lease liabilities	168,451	181,607
Term loans	1,343,317	1,361,407
	7,523,350	4,072,032

25. Profit/(Loss) Before Taxation

Profit/(Loss) before taxation is determined after charging/(crediting) amongst other, the following items:

	Group		Company	
	1.1.2025 to 31.12.2025 RM	1.1.2024 to 31.12.2024 RM	1.1.2025 to 31.12.2025 RM	15.12.2023 to 31.12.2024 RM
Auditors' remuneration:				
- Statutory	180,000	115,000	20,000	20,000
- Non-statutory	5,000	61,350	5,000	61,350
- Others	-	82,369	-	82,369
Bad debts written off	-	124,264	-	-
Depreciation of:				
- Property, plant and equipment	2,971,881	3,132,277	-	-
- Right-of-use assets	1,328,230	1,045,278	-	-
- Investment properties	49,571	45,094	-	-
Impairment loss on trade receivables	788,595	764,476	-	-
Provision for obsolete stock	8,146	210,485	-	-
Lease expenses relating to short term leases:				
- Rental of premises	66,941	58,000	51,341	-
- Rental of others	46,650	53,450	-	-
Listing expenses (excluding auditors' remunerations)	58,088	2,806,783	58,088	2,806,783
Property, plant and equipment written off	249,045	77,044	-	-
Gain on disposal of property, plant and equipment	(70,023)	-	-	-
Gain on disposal of asset previously written off	-	(23,500)	-	-
Realised gain on foreign exchange	(5,942)	-	-	-
Interest income from licensed bank	(297,244)	(170,289)	(104,323)	(6,631)
Rental income from investment properties	(53,900)	(46,200)	-	-
Recovery of bad debts	(19,198)	(130,728)	-	-
Reversal of impairment on trade receivables	(4,151)	(681,728)	-	-

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

26. Taxation

	Group	
	1.1.2025 to 31.12.2025 RM	1.1.2024 to 31.12.2024 RM
Tax expenses recognised in profit or loss:		
Current tax provision	3,649,878	3,288,979
Under provision in prior years	125,917	334,496
	3,775,795	3,623,475
Deferred tax (Note 20):		
Relating to origination and reversal of temporary differences	48,434	38,156
Over provision in prior years	-	(1,434,660)
	48,434	(1,396,504)
Tax expenses for the financial year	3,824,229	2,226,971

The Company does not have any tax charges as there is no chargeable income during the financial year.

Malaysian income tax is calculated at the statutory tax rate of 24% (31.12.2024: 24%) of chargeable income of the estimated assessable profits for the financial year. Taxation for other jurisdiction is calculated at the rates prevailing in the jurisdiction.

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

	Group		Company	
	1.1.2025 to 31.12.2025 RM	1.1.2024 to 31.12.2024 RM	1.1.2025 to 31.12.2025 RM	15.12.2023 to 31.12.2024 RM
Profit/(Loss) before taxation	14,154,210	9,632,345	(242,240)	(3,493,099)
At Malaysian statutory tax rate of 24%	3,397,010	2,311,762	(58,138)	(838,344)
Income not subject to tax	(16,806)	(91,380)	-	-
Expenses not deductible for tax purposes	322,036	1,220,029	58,138	838,344
Deferred tax assets not recognised	-	3,928	-	-
Utilisation of prior year unrecognised tax losses and other temporary differences	(3,928)	(117,204)	-	-
Under provision of income tax expenses in prior year	125,917	334,496	-	-
Over provision of deferred tax in prior year	-	(1,434,660)	-	-
Tax expenses for the financial year	3,824,229	2,226,971	-	-

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

26. Taxation (Cont'd)

The Group has estimated unutilised capital allowances and unused tax losses carry forward, available for offset against future taxable profits as follows:

	Group 31.12.2025 RM	31.12.2024 RM
Unutilised tax losses	-	10,271

27. Staff Costs

	Group 1.1.2025 to 31.12.2025 RM	1.1.2024 to 31.12.2024 RM	Company 1.1.2025 to 31.12.2025 RM	15.12.2023 to 31.12.2024 RM
Directors' fee	168,000	109,800	168,000	109,800
Salaries, bonuses and other benefits	11,607,290	13,973,834	15,000	8,000
Defined contributions plan	738,859	1,491,305	-	-
	12,514,149	15,574,939	183,000	117,800

The staff costs of the Group recognised as an expense in cost of sales during the financial year was RM5,421,730 (31.12.2024: RM4,259,678).

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

	Group 1.1.2025 to 31.12.2025 RM	1.1.2024 to 31.12.2024 RM	Company 1.1.2025 to 31.12.2025 RM	15.12.2023 to 31.12.2024 RM
Executive Directors				
Salaries, bonuses and other benefits	2,602,700	1,751,770	-	-
Defined contributions plan	316,879	232,903	-	-
	2,919,579	1,984,673	-	-
Non-executive Directors				
Directors' fee	168,000	109,800	168,000	109,800
Salaries, bonuses and other benefits	15,000	8,000	15,000	8,000
	183,000	117,800	183,000	117,800
	3,102,579	2,102,473	183,000	117,800

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

28. Dividends

The Directors do not recommend the payment of any dividends in respect of the financial year ended 31 December 2025.

29. Earnings Per Share

(a) Basic earnings per share

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

	Group	
	31.12.2025 RM	31.12.2024 RM
Profit for the financial year, attributable to owners of the parent (RM)	10,329,981	7,405,374
Weighted average number of ordinary shares for basic earnings per share	291,698,020	235,464,110
Basic earnings per ordinary shares (sen)	3.54	3.15

- For the computation of earnings per share for the financial year ended 31 December 2024, it is assumed that the number of ordinary shares arising from the acquisition of subsidiary were in issue throughout the current and previous financial year.

(b) Diluted earnings per share

Diluted earnings per ordinary share equals basic earnings per ordinary share because there are no potentially dilutive instruments in existence as at the end of each reporting year/period.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

30. Reconciliation of Liabilities Arising from Financing Activities

	At 1 January RM	Financing cash flows RM	Non-cash changes		At 31 December RM
			New lease (Note 19) RM	Lease modification (Note 19) RM	
Group					
31.12.2025					
Lease liabilities	2,878,876	(1,350,609)	1,833,717	-	3,361,984
Bankers' Acceptance	66,523,672	14,156,042	-	-	80,679,714
Term loans	22,525,796	8,556,059	-	-	31,081,855
	91,928,344	21,361,492	1,833,717	-	115,123,553
Group					
31.12.2024					
Lease liabilities	3,816,078	(1,189,024)	310,599	(58,777)	2,878,876
Banker's Acceptance	23,438,000	43,085,672	-	-	66,523,672
Term loans	25,575,867	(3,050,071)	-	-	22,525,796
	52,829,945	38,846,577	310,599	(58,777)	91,928,344

31. Contingent Liability

During the financial year ended 31 December 2023, a claim for specific damages amounting to RM171,446 was lodged against the Company, comprising the value of allegedly defective products returned, costs relating to the mould and replacement thereof, and losses arising from cancellation of orders by customers. The claim also included legal costs, general damages for alleged retention of the plaintiff's mould and reputational harm, as well as punitive, exemplary damages and interest.

On 4 December 2025, the High Court of Malaya at Kuala Lumpur dismissed the appeal filed by the plaintiff and ordered costs of RM5,000 to be paid to the Company, subject to allocatur.

Based on the above, the Directors are of the opinion that the matter has been resolved and no material liabilities are expected to arise from this claim.

32. Related Party Disclosures

(a) Identifying related parties

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

Related parties also include key management personnel defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly. The key management personnel include all the Directors of the Group and certain members of senior management and chief executive officers of major subsidiary companies of the Group.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

32. Related Party Disclosures (Cont'd)

(b) Significant related party transactions

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

	1.1.2025 to 31.12.2025 RM	1.1.2024 to 31.12.2024 RM
Group		
Transactions with related parties		
- Sales	8,375,606	10,737,470
- Purchases	(4,780)	(61,469)
- Administrative expenses	-	(100,000)
Company		
Transaction with subsidiary companies		
- Loan interest income received/receivable	816,161	-

(c) Compensation of key management personnel

Information regarding compensation of key management personnel is as follows:

	Group		Company	
	1.1.2025 to 31.12.2025 RM	1.1.2024 to 31.12.2024 RM	1.1.2025 to 31.12.2025 RM	15.12.2023 to 31.12.2024 RM
Directors' fee	168,000	109,800	168,000	109,800
Salaries, bonuses and other benefits	2,602,700	2,564,778	15,000	8,000
Defined contributions plan	316,879	232,903	-	-
	3,087,579	2,907,481	183,000	117,800

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

33. Segmental Information

The Group has three reporting segments, as described below, which are the Group's strategic business units. Segment information is primarily presented in respect of the Group's business segment which is based on the Group's management and internal reporting structure. The following summary describes the operations in each of the Group's reportable segments.

The main business segments of the Group comprise of the following:

Aluminium Extrusion	Conversion of aluminium billets into primary aluminium products, namely extruded aluminium profiles, fabrication and assembly of extruded aluminium profiles into aluminium ladders.
Trading and distribution of building materials	Trading and distribution of various building materials such as extruded aluminium profiles, stainless-steel products, aluminium products, silicone sealants, ironmongery products among others.
Solar PV system installation services	Provision of engineering, procurement, construction and commissioning of solar photovoltaic facilities.

(a) Business segment

	Aluminium extrusion RM	Trading and distribution of building material RM	Solar PV system installation services RM	Total RM
31.12.2025				
Revenue				
Total revenue	126,792,503	104,259,363	4,300,244	235,352,110
Results				
Segment gross profit	20,931,833	23,431,817	1,459,216	45,822,866
31.12.2024				
Revenue				
Total revenue	120,785,365	78,887,825	3,721,224	203,394,414
Results				
Segment gross profit	22,456,808	13,334,455	558,078	36,349,341

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

33. Segmental Information (Cont'd)

(a) Business segment (Cont'd)

Segment assets, segment liabilities and segment profit after taxation are neither included in the internal management report nor provided regularly to the Group's chief operating decision maker for regular review. Accordingly, there is no further disaggregation of segment assets, segment liabilities and segment profit after taxation of the Group.

(b) Geographical segment

In determining the geographical segments of the Group, segment revenue is based on the geographical location of customers. Segment assets and segment capital expenditure are based on geographical location of assets. The geographical location of customers and assets are within Malaysia. As such, segmental reporting by geographical segment is deemed not necessary.

(c) Major customers

There is no significant concentration of revenue from any major customer as the revenue generated by the Group is from many customers.

34. Financial Instruments

(a) Classification of financial instruments

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

	At amortised cost			
	Group		Company	
	31.12.2025 RM	31.12.2024 RM	31.12.2025 RM	31.12.2024 RM
Financial Assets				
Trade receivables	97,911,291	78,603,662	-	-
Other receivables	6,222,301	662,877	218,116	218,116
Amount due from subsidiary companies	-	-	25,908,030	7,934,144
Fixed deposits with licensed banks	9,963,756	13,671,850	-	7,000,000
Cash and bank balances	9,249,500	7,354,127	296,840	928,513
	123,346,848	100,292,516	26,422,986	16,080,773
Financial Liabilities				
Trade payables	44,114,021	47,358,657	-	-
Other payables	4,337,047	3,948,465	375,041	1,043,322
Amount due to a subsidiary company	-	-	198,401	-
Bank borrowings	128,500,599	101,450,535	-	-
Lease liabilities	3,361,984	2,878,876	-	-
	180,313,651	155,636,533	573,442	1,043,322

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

34. Financial Instruments (Cont'd)

(b) Financial risk management objectives and policies

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

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

(i) Credit risk

Credit risk is the risk of a financial loss to the Group and the Company if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's and the Company's exposure to credit risk arises principally from its receivables from customers and deposits with licensed banks and financial institutions. There are no significant changes as compared to prior periods.

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

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

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

The carrying amounts of the financial assets recorded on the statements of financial position at the end of the financial year represents the Group's and the Company's maximum exposure to credit risk except for financial guarantees provided to banks and non-financial institutions for banking facilities and supply of goods and services granted to certain subsidiary companies amounting to RM90,963,880 (31.12.2024: RM45,106,787), representing the outstanding credit facilities of the subsidiaries at the end of the reporting period. There was no indication that any subsidiary would default in repayment at the end of the financial year.

(ii) Liquidity risk

Liquidity risk refers to the risk that the Group and the Company will encounter difficulty in meeting its financial obligations as they fall due. 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 continuity of funding and flexibility through the use of stand-by facilities. The Group and the Company maintain sufficient liquidity and available funds to meet daily cash needs, while maintaining controls and security over cash movements. The Group and the Company use a series of processes to obtain maximum benefits from its flow of funds, such that they are efficiently managed to maximise income from investment and minimise cost on borrowed funds. The Group and the Company also ensure that there are sufficient unutilised stand-by facilities, funding and liquid assets available to meet both short-term and long-term funding requirements. The Group monitors compliance with financial covenants regularly as part of its risk management framework. Any breach could require accelerated repayment or renegotiation of terms.

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

34. Financial Instruments (Cont'd)

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

(ii) Liquidity risk (Cont'd)

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

	On demand or within 1 year RM	1 to 2 years RM	2 to 5 years RM	After 5 years RM	Total contractual cash flows RM	Total carrying amount RM
Group						
31.12.2025						
Trade payables	44,114,021	-	-	-	44,114,021	44,114,021
Other payables	4,337,047	-	-	-	4,337,047	4,337,047
Bank borrowings	102,692,389	4,739,947	8,431,165	15,139,206	131,002,707	128,500,599
Lease liabilities	1,442,640	1,163,740	1,038,971	-	3,645,351	3,361,984
	152,586,097	5,903,687	9,470,136	15,139,206	183,099,126	180,313,651
31.12.2024						
Trade payables	47,358,657	-	-	-	47,358,657	47,358,657
Other payables	3,948,465	-	-	-	3,948,465	3,948,465
Bank borrowings	83,992,792	4,865,979	12,408,240	4,847,282	106,114,293	101,450,535
Lease liabilities	1,144,127	973,060	1,003,667	-	3,120,854	2,878,876
	136,444,041	5,839,039	13,411,907	4,847,282	160,542,269	155,636,533

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

34. Financial Instruments (Cont'd)

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

(ii) Liquidity risk (Cont'd)

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

	On demand or within 1 year RM	1 to 2 years RM	2 to 5 years RM	Later than 5 years RM	Total contractual cash flows RM	Total carrying amount RM
Company						
31.12.2025						
Other payables	375,041	-	-	-	375,041	375,041
Corporate guarantee*	90,963,880	-	-	-	90,963,880	-
	91,338,921	-	-	-	91,338,921	375,041
31.12.2024						
Other payables	1,043,322	-	-	-	1,043,322	1,043,322
Corporate guarantee*	45,106,787	-	-	-	45,106,787	-
	46,150,109	-	-	-	46,150,109	1,043,322

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

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

34. Financial Instruments (Cont'd)

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

(iii) Market risk

(a) Interest rate risk

The Group's and Company's exposures to interest rate risk arises primarily from financing through interest bearing financial assets and financial liabilities. The Group's and the Company's policy is to obtain the financing with the most favourable interest rates in the market.

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

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

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

	Group	
	31.12.2025	31.12.2024
	RM	RM
<u>Fixed rate instruments</u>		
Financial asset		
Fixed deposits with licensed banks	9,963,756	13,671,850
Financial liability		
Lease liabilities	3,361,984	2,878,876
<u>Floating rate instrument</u>		
Financial liability		
Bank borrowings	128,500,599	101,450,535

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

34. Financial Instruments (Cont'd)

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

(iii) Market risk (Cont'd)

(a) Interest rate risk (Cont'd)

Interest rate risk sensitivity analysis

Fair value sensitivity analysis for fixed rate instruments

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

Cash flow sensitivity analysis for floating rate instruments

This analysis assumes that all other variables remain constant. The assumed movement in basis points for interest rate sensitivity analysis is based on the currently observable market environment.

	Group 31.12.2025 RM	31.12.2024 RM
Effect to profit before taxation		
Interest rate increased by 0.5%	642,503	507,253
Interest rate decreased by 0.5%	(642,503)	(507,253)

(c) Fair values of financial instruments

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

35. Capital Commitment

	Group 31.12.2025 RM	31.12.2024 RM
Approved and contracted for		
Construction of building	2,042,740	13,068,809
Approved but not contracted for		
Plant and machineries	9,550,400	9,550,400
	11,593,140	22,619,209

NOTES TO THE FINANCIAL STATEMENTS

FOR THE FINANCIAL YEAR ENDED 31 DECEMBER 2025

(Cont'd)

36. Capital Management

The Group's objectives when managing capital are to safeguard the Group's ability to continue as a going concern in order to provide returns for shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital.

In order to maintain or adjust the capital structure, the Group may adjust the amount of dividends paid to shareholders, return capital to shareholders, issue new shares or sell assets to reduce debt.

The Group monitors capital using a gearing ratio. The Group's policy is to maintain a prudent level of gearing ratio that complies with debt covenants and regulatory requirements. The gearing ratios at end of the reporting period are as follows:

	Group		Company	
	31.12.2025 RM	31.12.2024 RM	31.12.2025 RM	31.12.2024 RM
Bank borrowings	128,500,599	101,450,535	-	-
Lease liabilities	3,361,984	2,878,876	-	-
	131,862,583	104,329,411	-	-
Less:				
Fixed deposit with licensed banks	(9,963,756)	(13,671,850)	-	(7,000,000)
Cash and bank balances	(9,249,500)	(7,354,127)	(296,840)	(928,513)
Net debts	112,649,327	83,303,434	(296,840)	(7,928,513)
Total equity	119,953,577	98,569,263	98,219,043	87,406,950
Debt-to-equity ratio	0.94	0.85	N/A	N/A

N/A – Not applicable

37. Comparative Figures

- The comparative figures of the Group were presented based on the financial statements of subsidiary which were accounted for by using the merger method of accounting as the subsidiary was under common control by the same parties both before and after the acquisition by the Company, and that control is not transitory.
- The figures of the Company for the financial statement of previous financial period were for the financial periods from 15 December 2023 to 31 December 2024. As they reflect the results for more than 12 months, they were not comparable with current year results. This condition is not applicable to the Group financial statements.

38. Date of Authorisation for Issue

The financial statements of the Group and of the Company were authorised for issue by the Board of Directors in accordance with a resolution of the Directors on 2 April 2026.



LIST OF PROPERTIES

AS AT 31 DECEMBER 2025

No.	Property address/ Title details	Description of property/ Existing use	Tenure	Expiry date	Land area/ Built-up area (sq. ft.)	Acquisition date/ Last revaluation date	Approximate age of building	Net book value (RM'000)
1.	Lot 901 & 902, Batu 29, Jalan Kepong, Ijok, 45600 Batang Berjuntai, Selangor / HSM 12428, PT 1224, Mukim Ijok, Daerah Kuala Selangor, Negeri Selangor	3-storey office block and 4 units of single storey factory / Manufacturing factory, office and warehouse	Leasehold for 99 years	5 November 2083	Land area 261,261.63 / Built-up area 231,328	11 April 2016 / 31 December 2023	30 years	31,123
2.	Lot 903, Batu 29, Jalan Kepong, Ijok, 45600 Batang Berjuntai, Selangor / HSD 17567, PT 338, Pekan Simpang Tiga Ijok, Daerah Kuala Selangor, Negeri Selangor	1 unit of single storey factory / Manufacturing factory	Leasehold for 99 years	17 January 2106	Land area 130,684.64	22 May 2020 / 31 December 2023	N/A	20,165
3.	Lot 904, Batu 29, Jalan Kepong, Ijok, 45600 Batang Berjuntai, Selangor / HSD 8542, Lot 904, Pekan Simpang Tiga Ijok, Daerah Kuala Selangor, Negeri Selangor	Vacant industrial land / Vacant land held for future expansion	Leasehold for 99 years	8 June 2102	Land area 131,319.71	12 September 2023 / 31 December 2023	N/A	5,882

LIST OF PROPERTIES

AS AT 31 DECEMBER 2025

(Cont'd)

No.	Property address/ Title details	Description of property/ Existing use	Tenure	Expiry date	Land area/ Built-up area (sq. ft.)	Acquisition date/ Last revaluation date	Approximate age of building	Net book value (RM'000)
4.	No. 197, Jalan 1, Taman Perindustrian Ehsan Jaya, 52100 Kepong, Kuala Lumpur / GM 1329, Lot 58308, Bandar Kepong, Daerah Gombak, Negeri Selangor	1 ½ storey semi-detached light industrial factory / Retail outlet cum warehouse and office	Freehold	N/A	Land area 5,996 / Built-up area 6,796	1 April 2014 / N/A	32 years	3,361
5.	No. 198, Jalan 1, Taman Perindustrian Ehsan Jaya, 52100 Kepong, Kuala Lumpur / GM 1330, Lot 58309, Bandar Kepong, Daerah Gombak, Negeri Selangor	1 ½ storey semi-detached light industrial factory / Retail outlet cum warehouse and office	Freehold	N/A	Land area 5,996 / Built-up area 6,795	1 April 2014 / N/A	32 years	3,361

ANALYSIS OF SHAREHOLDINGS

AS AT 9 APRIL 2026

ISSUED SHARES OF THE COMPANY

Total Number of Issued Shares	:	312,134,900 Ordinary Shares
Class of Shares	:	Ordinary Share
Voting Rights	:	One (1) vote per ordinary share

ANALYSIS BY SIZE OF SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	% of Shareholders	No. of Shares Held	% of Shareholdings
1 – 99	9	0.635	100	0.000
100 – 1,000	272	19.195	129,100	0.041
1,001 – 10,000	598	42.202	3,172,200	1.016
10,001 – 100,000	409	28.864	15,271,400	4.893
100,001 to 15,606,744 (*)	125	8.821	141,381,815	45.295
15,606,745 and above (**)	4	0.282	152,180,285	48.755
Total	1,417	100.000	312,134,900	100.000

Notes:

- * Less than 5% of issued shares
 ** 5% and above of issued shares

SUBSTANTIAL SHAREHOLDERS

(Based on the Register of Substantial Shareholders of the Company)

Name of Substantial Shareholders	Direct Interest		Indirect Interest	
	No. of Shares Held	%	No. of Shares Held	%
1. Chua Nyok Chong	75,468,895	24.178	-	-
2. Chua Boon Hong	25,031,144	8.019	-	-
3. Lee Yong Zhi	24,551,380	7.866	-	-
4. Khoo Nee Cheng	20,963,582	6.716	-	-
5. Vafe System Sdn Bhd	70,034,999	22.437	-	-
6. Fabulous Sunview Sdn Bhd	-	-	70,034,999 ⁽¹⁾	22.437
7. Sunview Group Berhad	-	-	70,034,999 ⁽²⁾	22.437
8. New Energy Capital Sdn Bhd	-	-	70,034,999 ⁽³⁾	22.437
9. Chow Kian Hung	-	-	70,034,999 ⁽⁴⁾	22.437
10. Ong Hang Ping	-	-	70,034,999 ⁽⁴⁾	22.437
11. Khoo Kah Kheng	-	-	70,034,999 ⁽⁴⁾	22.437

Notes:

- ⁽¹⁾ Deemed interested by virtue of its interests in Vafe System Sdn Bhd pursuant to Section 8 of the Companies Act 2016.
⁽²⁾ Deemed interested by virtue of its interests in Fabulous Sunview Sdn Bhd, the holding company of Vafe System Sdn Bhd pursuant to Section 8 of the Companies Act 2016.
⁽³⁾ Deemed interested by virtue of its interests in Sunview Group Berhad, the holding company of Fabulous Sunview Sdn Bhd pursuant to Section 8 of the Companies Act 2016.
⁽⁴⁾ Deemed interested by virtue of his interests in Sunview Group Berhad and/or New Energy Capital Sdn Bhd pursuant to Section 8 of the Companies Act 2016.

ANALYSIS OF SHAREHOLDINGS

AS AT 9 APRIL 2026

(Cont'd)

DIRECTORS' SHAREHOLDINGS

(Based on the Register of Directors' Shareholdings of the Company)

Name of Directors	Direct Interest		Indirect Interest	
	No. of Shares Held	%	No. of Shares Held	%
1. Y.M. Tengku Loreta	250,000	0.080	-	-
2. Chua Nyok Chong	75,468,895	24.178	-	-
3. Chua Boon Hong	25,031,144	8.019	-	-
4. Lee Yong Zhi	24,551,380	7.866	-	-
5. Chow Kian Hung	-	-	70,034,999 ⁽¹⁾	22.437
6. Datuk Mastura	250,000	0.080	-	-
7. Low Suet Ann	250,000	0.080	-	-
8. Beh Oi Siew	200,000	0.064	-	-

Note:

⁽¹⁾ Deemed interested by virtue of his interests in Sunview Group Berhad and New Energy Capital Sdn Bhd pursuant to Section 8 of the Companies Act 2016.

LIST OF TOP 30 LARGEST SECURITIES ACCOUNT HOLDERS

(Without aggregating securities from different securities accounts belonging to the same registered holder)

No.	Name	No. of Shares Held	%
1.	AMSEC Nominees (Tempatan) Sdn Bhd - Pledged Securities Account - AmBank Islamic Berhad for Vafe System Sdn Bhd	70,034,999	22.437
2.	Chua Nyok Chong	48,966,571	15.688
3.	Lee Yong Zhi	17,442,643	5.588
4.	Khoo Nee Cheng	15,736,072	5.041
5.	Chua Boon Hong	14,914,286	4.778
6.	Amanah Raya Berhad - Kumpulan Wang Bersama Syariah	14,436,700	4.625
7.	RHB Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Chua Nyok Chong	14,002,324	4.486
8.	AMSEC Nominees (Tempatan) Sdn Bhd - Pledge Securities Account - AmBank (M) Berhad for Chua Nyok Chong (SMART)	11,000,000	3.524
9.	TA Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Chua Boon Hong	10,116,858	3.241
10.	CGS International Nominees Malaysia (Tempatan) Sdn Bhd - Pledged Securities Account for Wong Chen Zen (MY4518)	5,435,000	1.741
11.	RHB Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Khoo Nee Cheng	5,227,510	1.675
12.	RHB Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Lee Yong Zhi	5,108,737	1.637
13.	Maybank Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Chiau Beng Teik	5,065,400	1.623
14.	TA Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Ng Cheng Keng	2,909,200	0.932
15.	CGS International Nominees Malaysia (Tempatan) Sdn Bhd - Pledged Securities Account for Chiau Haw Choon (MY4189)	2,001,600	0.641
16.	CGS International Nominees Malaysia (Tempatan) Sdn Bhd - Pledged Securities Account for Chin Hin Group Property Berhad (MY4653)	2,000,000	0.641
17.	RHB Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Lee Yong Zhi	2,000,000	0.641

ANALYSIS OF SHAREHOLDINGS

AS AT 9 APRIL 2026

(Cont'd)

LIST OF TOP 30 LARGEST SECURITIES ACCOUNT HOLDERS (CONT'D)*(Without aggregating securities from different securities accounts belonging to the same registered holder) (Cont'd)*

No.	Name	No. of Shares Held	%
18.	Lim Beng Tiong	1,769,200	0.567
19.	Khoo Chai Pek	1,642,700	0.526
20.	AFFIN Hwang Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Chong Jun Kang (M04)	1,618,000	0.518
21.	Phuah Hue Shun	1,614,000	0.517
22.	AFFIN Hwang Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Wong Chen Zen (M04)	1,612,200	0.517
23.	RHB Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Chua Nyok Chong	1,500,000	0.481
24.	AllianceGroup Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Lee Ming Lee (3010895)	1,430,000	0.458
25.	AFFIN Hwang Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Ng Cheng Keng (M04)	1,393,800	0.447
26.	AFFIN Hwang Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Thai Jin Ren (M04)	1,346,100	0.431
27.	CGS International Nominees Malaysia (Tempatan) Sdn Bhd - Pledged Securities Account for Lee Hai Peng (MY4633)	1,215,900	0.390
28.	AFFIN Hwang Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Loh Tat Lee (M04)	1,200,000	0.384
29.	Gan Sheng Yih	1,050,000	0.336
30.	AllianceGroup Nominees (Tempatan) Sdn Bhd - Pledged Securities Account for Tee Sheng Kuang (7004827)	1,000,000	0.320
TOTAL		264,789,800	84.832

NOTICE OF THE SECOND ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Second Annual General Meeting ("2nd AGM") of Winstar Capital Berhad ("Company") will be held at the Meeting Room, Lot 901 & 902, Batu 29, Jalan Kepong, Ijok, 45600 Batang Berjuntai, Selangor on Friday, 22 May 2026 at 10:00 a.m. to transact the following business:

AGENDA

- | | |
|--|--|
| 1. To receive the Audited Financial Statements for the financial year ended 31 December 2025 together with the Reports of the Directors and Auditors thereon. | (Please refer to Explanatory Note A) |
| 2. To approve the payment of Directors' fees of up to RM282,000.00 payable to the Non-Executive Directors of the Company for the period from 1 June 2026 until the next Annual General Meeting of the Company to be held in 2027. | Ordinary Resolution 1
(Please refer to Explanatory Note B) |
| 3. To approve the payment of Directors' benefits up to an amount of RM15,000.00 to the Non-Executive Directors of the Company for the period from 1 June 2026 until the next Annual General Meeting of the Company to be held in 2027. | Ordinary Resolution 2
(Please refer to Explanatory Note B) |
| 4. To re-elect the following Directors who retire in accordance with Clause 102 of the Company's Constitution and being eligible, have offered themselves for re-election: | (Please refer to Explanatory Note C) |
| (i) Y.M. Tengku Loreta Binti Tengku Dato' Setia Ramli Alhaj | Ordinary Resolution 3 |
| (ii) Mr. Chua Nyok Chong | Ordinary Resolution 4 |
| (iii) Mr. Chua Boon Hong | Ordinary Resolution 5 |
| 5. To re-appoint Messrs. UHY Malaysia PLT as external auditors of the Company for the ensuing year and to authorise the Board of Directors to fix their remuneration. | Ordinary Resolution 6
(Please refer to Explanatory Note D) |

AS SPECIAL BUSINESS

To consider and if thought fit, to pass with or without modifications, the following resolutions:

- | | |
|---|--|
| 6. Authority to Issue Shares pursuant to the Companies Act 2016 and Waiver of Pre-Emptive Rights | Ordinary Resolution 7
(Please refer to Explanatory Note E) |
|---|--|

"THAT subject always to the Companies Act 2016, the Constitution of the Company and the approvals of the relevant governmental and/or regulatory authorities being obtained (if required), the Directors of the Company be and are hereby empowered pursuant to the Companies Act 2016, to issue and allot shares in the capital of the Company to such persons, at any time, upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion deem fit, provided that the aggregate number of shares issued pursuant to this resolution does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being;

THAT pursuant to Section 85 of the Companies Act 2016, to be read together with Clause 9 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 of the Company ranking equally to the existing issued shares arising from any issuance of new shares in the Company pursuant to Sections 75 and 76 of the Companies Act 2016;

THAT the Directors be and are also empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad;

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."

NOTICE OF THE SECOND ANNUAL GENERAL MEETING

(Cont'd)

7. **Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed Shareholders' Mandate")**

Ordinary Resolution 8
(Please refer to
Explanatory Note F)

"THAT subject to the provisions of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given for the Company and/or its subsidiaries (collectively, the "Winstar Group") to enter into recurrent related party transactions of a revenue or trading nature with the related parties, particulars of which are set out in Section 2.4 of the Circular to Shareholders dated 24 April 2026, which are necessary for the day-to-day operations of the Winstar Group, provided that such transactions are carried out in the ordinary course of business, undertaken on an arm's length basis and on normal commercial terms which are not more favourable to the related parties than those generally available to the public, and are not detrimental to the interest of the minority shareholders of the Company.

THAT the Proposed Shareholders' Mandate is subject to annual review and the approval shall commence upon the passing of this resolution and continue to be in force until:

- (i) the conclusion of the next Annual General Meeting of the Company, at which time it will lapse, unless by a resolution passed at the next Annual General Meeting, the authority is renewed;
- (ii) the expiration of the period within which the next Annual General Meeting of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Companies Act 2016); or
- (iii) revoked or varied by resolution passed by the shareholders of the Company in a general meeting,

whichever is the earlier.

AND THAT the Directors of the Company be and are hereby authorised to do all acts, deeds and things as they may deem fit, necessary, expedient and/or appropriate in order to implement the Proposed Shareholders' Mandate with full power to assent to all or any conditions, variations, modifications and/or amendments in any manner as may be required by any relevant authorities or otherwise and to deal with all matters relating thereto and to take all such steps and to execute, sign and deliver for and on behalf of the Company all such documents, agreements, arrangements and/or undertakings, with any party or parties and to carry out any other matters as may be required to implement, finalise and complete, and give full effect to the Proposed Shareholders' Mandate in the best interest of the Company."

8. To transact any other business of which due notice shall have been given in accordance with the Companies Act 2016 and the Constitution of the Company.

BY ORDER OF THE BOARD

NG SHU FERN (MAICSA 7062881) (SSM PC No. 201908001840)
WONG SIN YEE (MAICSA 7071946) (SSM PC No. 202208000421)
Company Secretaries

Kuala Lumpur
24 April 2026

NOTICE OF THE SECOND ANNUAL GENERAL MEETING

(Cont'd)

NOTES:

- (1) *In respect of deposited securities, only members whose names appear in the Record of Depositors on 15 May 2026 (General Meeting Record of Depositors) shall be entitled to attend, participate, speak and vote at the 2nd AGM of the Company or appoint proxy(ies) to attend and vote in his stead.*
- (2) *A member of the Company who is entitled to attend and vote at the 2nd AGM of the Company shall be entitled to appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the 2nd AGM. Where a member appoints more than one (1) proxy, such appointment shall be invalid unless the member specifies the proportion of his/her shareholdings to be represented by each proxy.*
- (3) *Where a member is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. Where an authorised nominee appoints more than one (1) proxy, such appointment shall be invalid unless the authorised nominee specifies the proportion of its shareholdings to be represented by each proxy.*
- (4) *Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("Omnibus Account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.*
- (5) *A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.*
- (6) *The instrument appointing proxy(ies) may be made either in hard copy Proxy Form or by electronics means, and shall be deposited with the Company's Share Registrar not less than forty-eight (48) hours before the time appointed for holding the 2nd AGM of the Company or any adjournment thereof (i.e. on or before Wednesday, 20 May 2026 at 10:00 a.m.) in the following manner:*
 - (i) **In hard copy Proxy Form**
The hard copy Proxy Form shall be in writing under the hands of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's common seal or under the hand of its officer or attorney duly authorised. Any alteration to the Proxy Form must be initialled.

The hard copy Proxy Form shall be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd, at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor.
 - (ii) **By electronic means**
The Proxy Form may be submitted electronically through the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>. Please refer to the Administrative Guides for the 2nd AGM for further information on electronic submission.
- (7) *If a member has submitted the Proxy Form but subsequently decides to appoint another person or wishes to participate in the 2nd AGM of the Company personally, please write to bsr.proxy@boardroomlimited.com or log in to Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> (for eProxy Form) to revoke the earlier appointed proxy(ies) not less than forty-eight (48) hours before the commencement of the 2nd AGM or any adjournment thereof. In such an event, the member should inform his/her/its proxy(ies) accordingly.*

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, participate, speak and vote at the 2nd AGM of the Company 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 proxy(ies) and representative(s) appointed for the 2nd AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 2nd 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.

NOTICE OF THE SECOND ANNUAL GENERAL MEETING

(Cont'd)

Explanatory Notes

A. Audited Financial Statements for the financial year ended 31 December 2025

This agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act 2016 ("Act") does not require the audited financial statements to be formally approved by the shareholders of the Company. Hence, this agenda item is not put forward for voting.

B. Payment of Directors' Fees and Benefits

Pursuant to Section 230(1) of the Act, the fees and any benefits payable to the Directors of a listed company and its subsidiaries shall be approved at a general meeting. The Company is seeking shareholders' approval at the 2nd AGM for the payment of Directors' fees and benefits to the Non-Executive Directors of the Company for the period commencing from 1 June 2026 until the next Annual General Meeting of the Company to be held in 2027.

In determining the proposed Directors' fees, the Nomination and Remuneration Committee ("NRC") has undertaken a review, taking into consideration industry benchmarking, the expected time commitment and the scope of responsibilities of each Director. The Directors' benefits comprise meeting allowances, which are based on the current Board size and the estimated number of meetings scheduled for the Board and Board Committees from 1 June 2026 until the next Annual General Meeting of the Company. The Board is of the view that the proposed fees and benefits are fair and reasonable, taking into account the Directors' roles and responsibilities within the Group and the services rendered to the Company.

In the event that the proposed Directors' fees and benefits are insufficient due to an increase in the Board size or additional meetings being convened, the Company will seek shareholders' approval at the next Annual General Meeting of the Company for additional Directors' fees and benefits to meet the shortfall.

Any Director who is also a shareholder of the Company will abstain from voting on the resolutions in respect of the fees and benefits payable to him/her at the 2nd AGM.

C. Re-election of Directors

Pursuant to Clause 102 of the Company's Constitution, one-third (1/3) of the Directors of the Company for the time being, shall retire by rotation at an annual general meeting of the Company. All Directors shall retire from office once at least in each three (3) years but shall be eligible for re-election.

The Board, through the NRC, conducted annual assessments to evaluate the performance, effectiveness and independence (where applicable) of all Directors of the Company and concluded that they have:

- (i) met the criteria prescribed under Rule 2.20A of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad in terms of character, experience, integrity, competence and time commitment to effectively discharge their roles as Directors;
- (ii) satisfied the fit and proper assessment criteria pursuant to the Company's Directors' Fit and Proper Policy;
- (iii) met the performance criteria required of an effective and high performing Board and have contributed to the overall effectiveness of the Board; and
- (iv) in the case of Independent Directors, remained independent.

The retiring Directors, namely Y.M. Tengku Loreta Binti Tengku Dato' Setia Ramli Alhaj, Mr. Chua Nyok Chong and Mr. Chua Boon Hong (collectively referred to as the "Retiring Directors"), who are standing for re-election as Directors of the Company and, being eligible, have offered themselves for re-election at the 2nd AGM of the Company. The profiles of the Retiring Directors are set out in the Profile of Board of Directors section of the Company's Annual Report 2025.

The Retiring Directors have abstained from all deliberations and decisions concerning their own eligibility for re-election at the relevant NRC and Board meetings.

NOTICE OF THE SECOND ANNUAL GENERAL MEETING

(Cont'd)

D. Re-appointment of External Auditors

The Audit and Risk Management Committee ("ARMC") has reviewed and assessed the suitability, objectivity and independence of the external auditors, Messrs. UHY Malaysia PLT ("UHY"), and is satisfied with their performance based on the quality of the audit, adequacy of resources, independence and professionalism. The ARMC also concluded that the provision of non-audit services by UHY to the Company and/or its subsidiaries for the financial year ended 31 December 2025 did not, in any way, impair their objectivity and independence as the external auditors of the Company. Based on the ARMC's assessment, the Board recommends the re-appointment of UHY as the external auditors of the Company for the financial year ending 31 December 2026.

E. Authority to issue shares pursuant to the Act and waiver of pre-emptive rights

The proposed Ordinary Resolution 7 is to empower the Directors to issue and allot new shares in the Company to such persons, at any time and upon such terms and conditions and for such purposes as the Directors may, in their absolute discretion, deem fit, provided that the aggregate number of shares to be issued does not exceed ten per centum (10%) of the total number of issued shares of the Company for the time being ("Proposed General Mandate"). This mandate will provide flexibility to the Company to undertake any possible fund-raising activities, including but not limited to the placement of shares for the purpose of funding future investment project(s), working capital and/or acquisition(s), without the need to convene a separate general meeting, thereby reducing administrative time and associated costs.

This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next Annual General Meeting or upon the expiration of the period within which the next Annual General Meeting is required by law to be held, whichever is earlier.

In addition, the waiver of the statutory pre-emptive rights of shareholders will enable the Directors to issue new shares in the Company, which rank equally with the existing issued shares, to any person without first offering such shares to all existing shareholders prior to the issuance thereof under the Proposed General Mandate.

As of the date of this Notice, there were no new shares issued pursuant to the mandate granted to the Directors of the Company at the 1st AGM of the Company held on 29 May 2025 and which will lapse at the conclusion of the 2nd AGM of the Company.

F. Proposed renewal of existing shareholders' mandate for recurrent related party transactions of a revenue or trading nature ("RRPT")

The proposed Ordinary Resolution 8 is to enable the Company and/or its subsidiaries to enter into recurrent transactions involving the interests of related party(ies), which are necessary for the Group's day-to-day operations and are undertaken at arm's length and on normal commercial terms that are not more favourable to the related parties than those generally available to the public, and are not detrimental to the minority shareholders of the Company. This mandate would also eliminate the need for the Company to make frequent announcements to Bursa Malaysia Securities Berhad or to convene separate general meetings from time to time to seek shareholders' approval as and when such RRPT arise, thereby reducing the substantial administrative time and costs associated with convening such meetings.

Please refer to the Company's Circular to Shareholders dated 24 April 2026 for further information.

STATEMENT ACCOMPANYING THE NOTICE OF THE SECOND ANNUAL GENERAL MEETING

Pursuant to Rule 8.29 of the ACE Market Listing Requirements of Bursa Malaysia Securities Berhad ("AMLR")

1. Details of Individuals who are standing for election as Directors

There is no individual standing for election as Director (*other than those Directors who are standing for re-election as Directors*) at the 2nd AGM of the Company.

2. General Mandate for issue of securities in accordance with Rule 6.04 of the AMLR

The details of the general mandate for issue of securities are set out in the Explanatory Note E of the Notice of the 2nd AGM.

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WINSTAR CAPITAL BERHAD
[Registration No. 202301049890 (1543804-K)]
(Incorporated in Malaysia)

PROXY FORM

No. of Ordinary Shares Held	CDS Account No.	Contact No.	Email Address

I/We* _____
(full name in block and NRIC/ Passport/ Registration No.)

of _____
(full address)

being member(s) of **WINSTAR CAPITAL BERHAD**, hereby appoint:

Full Name (in block and as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings to be Represented	
		No. of Shares	%
Full Address:			
Email Address:			
Contact No.:			

and/or*

Full Name (in block and as per NRIC/Passport)	NRIC/Passport No.	Proportion of Shareholdings to be Represented	
		No. of Shares	%
Full Address:			
Email Address:			
Contact No.:			

or failing him/her, the Chairman of the Meeting, as my/our* proxy(ies) to vote for me/us* and on my/our* behalf at the Second Annual General Meeting ("2nd AGM") of the Company to be held at the Meeting Room, Lot 901 & 902, Batu 29, Jalan Kepong, Ijok, 45600 Batang Berjuntai, Selangor on Friday, 22 May 2026 at 10:00 a.m. or any adjournment thereof.

My/our proxy(ies) is/are to vote as indicated below:

NO.	RESOLUTION	FOR	AGAINST
1.	To approve the payment of Directors' fees of up to RM282,000.00 payable to the Non-Executive Directors of the Company for the period from 1 June 2026 until the next Annual General Meeting of the Company to be held in 2027.		
2.	To approve the payment of Directors' benefits up to an amount of RM15,000.00 to the Non-Executive Directors of the Company for the period from 1 June 2026 until the next Annual General Meeting of the Company to be held in 2027.		
3.	To re-elect Y.M. Tengku Loreta Binti Tengku Dato' Setia Ramli Alhaj as a Director of the Company.		
4.	To re-elect Mr. Chua Nyok Chong as a Director of the Company.		
5.	To re-elect Mr. Chua Boon Hong as a Director of the Company.		
6.	To re-appoint Messrs. UHY Malaysia PLT as external auditors of the Company for the ensuing year and to authorise the Board of Directors to fix their remuneration.		
7.	Authority to Issue Shares pursuant to the Companies Act 2016 and Waiver of Pre-Emptive Rights		
8.	Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature		

(Please indicate with an 'X' in the spaces provided to specify how you wish your vote to be cast. If no specific direction is given, the proxy may vote or abstain from voting at his/her discretion.)

*delete whichever is not applicable

Dated this _____ day of _____ 2026.

Signature of Member(s) / Common Seal

Notes:

- (1) In respect of deposited securities, only members whose names appear in the Record of Depositors on 15 May 2026 (General Meeting Record of Depositors) shall be entitled to attend, participate, speak and vote at the 2nd AGM of the Company or appoint proxy(ies) to attend and vote in his stead.
- (2) A member of the Company who is entitled to attend and vote at the 2nd AGM of the Company shall be entitled to appoint not more than two (2) proxies to attend, participate, speak and vote instead of the member at the 2nd AGM. Where a member appoints more than one (1) proxy, such appointment shall be invalid unless the member specifies the proportion of his/her shareholdings to be represented by each proxy.
- (3) Where a member is an authorised nominee as defined in the Securities Industry (Central Depositories) Act 1991, it may appoint not more than two (2) proxies in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account. Where an authorised nominee appoints more than one (1) proxy, such appointment shall be invalid unless the authorised nominee specifies the proportion of its shareholdings to be represented by each proxy.
- (4) Where a member is an exempt authorised nominee which holds ordinary shares in the Company for multiple beneficial owners in one (1) securities account ("Omnibus Account"), there is no limit to the number of proxies which the exempt authorised nominee may appoint in respect of each Omnibus Account it holds.
- (5) A proxy may but need not be a member of the Company. There shall be no restriction as to the qualification of the proxy.
- (6) The instrument appointing proxy(ies) may be made either in hard copy Proxy Form or by electronics means, and shall be deposited with the Company's Share Registrar not less than forty-eight (48) hours before the time appointed for holding the 2nd AGM of the Company or any adjournment thereof (**i.e. on or before Wednesday, 20 May 2026 at 10:00 a.m.**) in the following manner:
- (i) In hard copy Proxy Form
- The hard copy Proxy Form shall be in writing under the hands of the appointor or of his/her attorney duly authorised in writing or, if the appointor is a corporation, either under the corporation's common seal or under the hand of its officer or attorney duly authorised. Any alteration to the Proxy Form must be initialled.
- The hard copy Proxy Form shall be deposited at the office of the Company's Share Registrar, Boardroom Share Registrars Sdn Bhd, at 11th Floor, Menara Symphony, No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13, 46200 Petaling Jaya, Selangor.
- (ii) By electronic means
- The Proxy Form may be submitted electronically through the Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com>. Please refer to the Administrative Guides for the 2nd AGM for further information on electronic submission.
- (7) If a member has submitted the Proxy Form but subsequently decides to appoint another person or wishes to participate in the 2nd AGM of the Company personally, please write to bsr.proxy@boardroomlimited.com or log in to Boardroom Smart Investor Portal at <https://investor.boardroomlimited.com> (for eProxy Form) to revoke the earlier appointed proxy(ies) not less than forty-eight (48) hours before the commencement of the 2nd AGM or any adjournment thereof. In such an event, the member should inform his/her/its proxy(ies) accordingly.

Fold along this line (1)

**AFFIX
STAMP
HERE**

The Share Registrar of
WINSTAR CAPITAL BERHAD
[Registration No. 202301049890 (1543804-K)]

Boardroom Share Registrars Sdn Bhd
11th Floor, Menara Symphony
No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13
46200 Petaling Jaya
Selangor Darul Ehsan
Malaysia

Fold along this line (2)

PERSONAL DATA PRIVACY

By submitting an instrument appointing a proxy(ies) and/or representative(s) to attend, participate, speak and vote at the 2nd AGM of the Company 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 proxy(ies) and representative(s) appointed for the 2nd AGM (including any adjournment thereof) and the preparation and compilation of the attendance lists, minutes and other documents relating to the 2nd 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.



WINSTAR CAPITAL BERHAD

WINSTAR CAPITAL BERHAD

(Registration No. 202301049890 (1543804-K))

Lot 901 & 902, Batu 29
Jalan Kepong, Ijok
45600 Batang Berjuntai, Selangor, Malaysia

Telephone No.: +603-3279 3129 / 3139 / 3149

Email: support@winstargroup.com.my

Website: www.winstargroup.com.my