The Board of Directors ("**Board**") of Titijaya Land Berhad ("**Titijaya**" or "**Company**") recognises the importance of good corporate governance and is committed towards upholding high standards of corporate governance for long-term sustainable business and corporate development, and to continuously protect and enhance shareholders' value.

The Board is pleased to present this Corporate Governance Overview Statement ("**Statement**") to provide shareholders and investors with an overview of the corporate governance practices of the Company under the leadership of the Board during the financial year ended 30 June 2023. This overview summarises the application by the Company of the Principles and Practices of the Malaysian Code on Corporate Governance 2021 ("**MCCG**").

This Statement is made pursuant to Paragraph 15.25(1) of the Main Market Listing Requirements ("**MMLR**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**"), with guidance from Practice Note 9 of the MMLR. It provides an overview of the application of the following three (3) Principles as set out in the MCCG:

a) Principle A: Board Leadership and Effectiveness;

b) Principle B: Effective Audit and Risk Management; and

c) Principle C: Integrity in Corporate Reporting and Meaningful Relationship with Stakeholders

The detailed explanation on the application of corporate governance practices is reported under the Corporate Governance Report which is available on the Company's website.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

BOARD ROLES AND RESPONSIBILITY

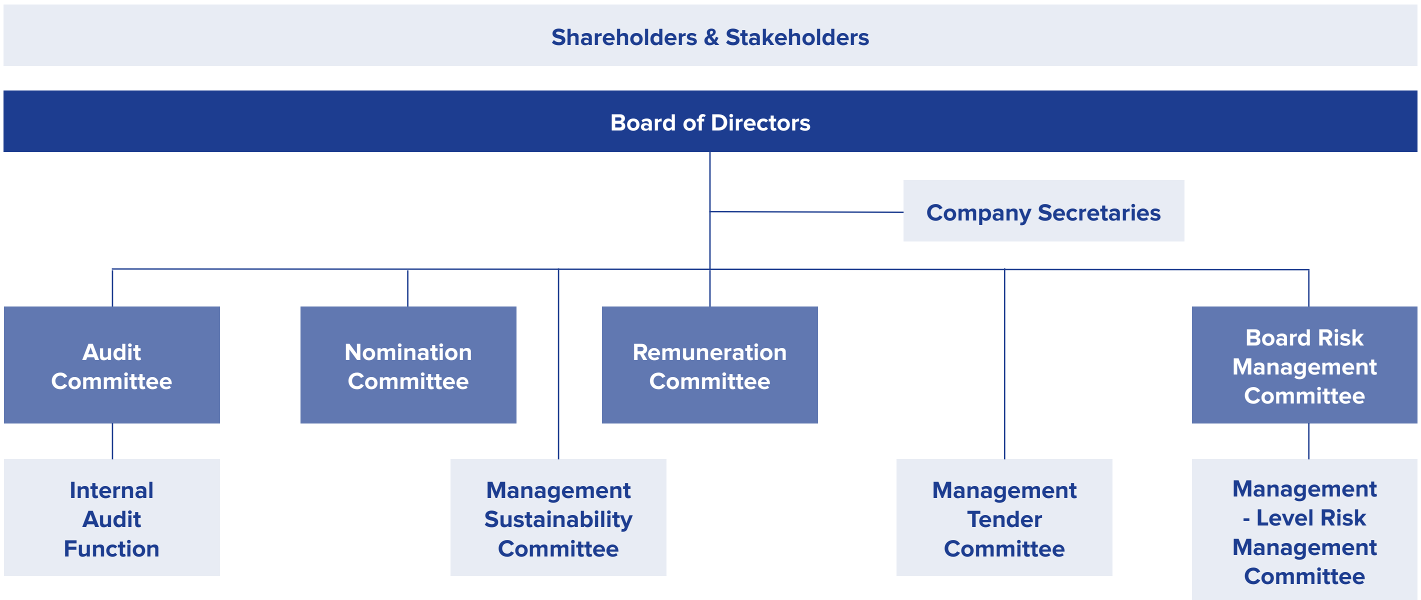
The Board leads the Group and plays a strategic role in overseeing the Group's corporate objective, directions and long-term business goals. The Board is responsible for oversight and overall management of the Company.

To ensure the effective discharge of its functions and responsibilities, the Board has delegated specific responsibilities to the Audit Committee, Board Risk Management Committee, Nomination Committee and Remuneration Committee. Each of the Committees is entrusted with specific responsibilities to oversee the Company's affairs, in accordance with their respective written Terms of Reference. The Chairman of the respective Committees shall report the outcome of their meetings to the Board. The minutes of all Board Committee meetings are circulated to the Board members so that they are kept abreast of proceedings and matters discussed at Board Committee meetings.

The Board is primarily entrusted with the responsibility of charting the direction of the Group and focuses mainly on strategies, financial performance and critical business issues, including the following areas: -

- Reviewing the Group's strategic action plans particularly promoting sustainability and policies;
- Overseeing the conduct of the Group's business to ensure that it is being properly managed;
- Identifying principal risks of the business and ensuring the implementation of appropriate systems to manage these risks;
- Appointing, training and fixing the compensation of and where appropriate, replacing senior management;
- Developing and implementing investor relations programmes and shareholder communications policy for the Company;
- Reviewing the adequacy and the integrity of the Group's system of internal control, risk management framework and management information systems, including systems for compliance with applicable laws, regulations, rules, directives and guidelines; and
- Responsible for the preparation of the Company's financial statements.

The reporting structure of the Company where the power of the Board is delegated to the relevant Board Committees and the Management of the Company, is as depicted below:



Independent Non-Executive Directors provide unbiased and independent views in ensuring that the strategies proposed by the Management are fully deliberated and examined objectively, taking into perspective of the long-term interest of shareholders, other stakeholders and communities at large.

The Executive Directors take on primary responsibility for implementing the Group's business plans and managing the business activities.

Any material and important proposals that will significantly affect the policies, strategies, directions and assets of the Group will be subjected to the Board's approval. Key matters reserved for the Board's approval include dividend, related party transactions, new ventures and investment, material acquisition and disposal of assets which are not in the ordinary course of business of the Company.

ROLES OF THE CHAIRMAN AND GROUP MANAGING DIRECTOR

The Board is led by Tengku Dato' Sri Uzir Bin Tengku Dato' Ubaidillah as the Independent Non-Executive Chairman and Datuk Lim Poh Yit as the Group Managing Director of the Company.

The roles of the Chairman and the Group Managing Director are separately held by different individuals and the division of their responsibilities is clearly established, with each having distinct and clearly defined authority and responsibilities. This is to ensure there is an appropriate balance of roles, responsibilities and accountability at the Board level.

The Chairman plays an important leadership within the Group and is responsible for:

- Setting the agenda for meetings of the Board and focus on strategic direction and performance;
- Maintaining ongoing dialogue and relationship of trust with and between the Directors and Management;
- Ensuring clear and relevant information is provided to Directors in a timely manner; and
- Ensuring sufficient time is allowed for the discussion of complex or critical issues.

The Board delegates the authority and responsibility of managing the day-to-day affairs of the Group to the Group Managing Director, and through him and subject to his oversight, to other Senior Management.

The Board recognises the crucial role and contribution played by Independent Non-Executive Directors. They represent the element of objectivity and independent judgement of the Board. This ensures that there is sufficient check and balance so that no one or particular group dominates the Board.

COMPANY SECRETARIES

The Board is supported by qualified Company Secretaries in carrying out their roles and responsibilities. The Company Secretaries play an advisory role to the Board in relation to the Company's Constitution, Board policies and procedures and compliance with the relevant regulatory requirements, code of guidance and legislations.

The Company Secretary attends and ensures the Board and the Board Committee meetings are properly convened, and that accurate and proper records of the proceedings and resolutions passed are taken and maintained at the registered office of the Company. Nevertheless, the Board does not have any agreed procedure for Directors whether as an entire Board or in their individual capacity, in furtherance of their duties to take independent professional advice at the Company's expenses, if necessary. Any need for professional advice normally comes under the purview of the Board who will deliberate on a consensual basis.

BOARD MEETING AND ACCESS TO INFORMATION

To ensure effective conduct of Board meetings, a structured formal agenda and Board meeting papers relating to the agenda including progress reports on operations, quarterly results of the Group and the Company, financial and corporate proposals and minutes of the Board Committees are circulated to all Directors prior to each Board meeting. The Directors are thus given sufficient time to peruse the matters that will be tabled at the Board meetings to enable them to participate in the deliberations of the issues to be raised and to make informed decisions.

Where a potential conflict arises in the Group's investments, projects or any transactions involving Director's interest, such Director is required to declare his interest and abstain from further discussion and the decision-making process.

Where necessary, senior management and external advisers are invited to attend Board meetings to furnish additional insights and professional views on specific items to be tabled for the Board's consideration.

Minutes of the Board and Board Committee meetings are circulated to Directors for their perusal prior to confirmation of the Minutes at the following Board and Board Committee meetings. The Directors may request for further clarification or raise comments on the Minutes prior to confirmation of the Minutes to be tabled at the respective Board Committee meetings as the correct records of the proceedings.

In exercising Directors' duties, the Board has access to all information within the Company, the advice and services of the Company Secretaries and independent professional advice where necessary, at the Company's expense.

TIME COMMITMENT

The Directors are required to allocate sufficient time to the Company to discharge their responsibilities effectively, including adequate time to prepare for Board and Committee meetings and in joining visits to the Group's operational sites.

Board and Board Committee meetings are scheduled at the onset of the calendar year. An annual corporate calendar with an indication of the key business items for each meeting is circulated to all Directors, to facilitate the Directors' time planning.

The Board met five (5) times during the financial year ended 30 June 2023, where it deliberated upon and considered a variety of matters including the Group's financial results, major investments and strategic decisions, the business direction of the Group, related party transaction and corporate governance matters. The Board also noted the decisions, recommendations and issues deliberated by the Board Committees through the minutes of these committees.

Corporate Governance Overview Statement
(CONTINUED)

In the interval between Board meetings, any matter requiring urgent Board decision and/or approvals will be sought via circular resolutions which are supported with all the relevant information and explanations required for an informed decision to be made.

The attendance of Directors who were in office during the financial year ended 30 June 2023 is set out below:-

Name of Directors	Number of Meetings Attended
Tengku Dato' Sri Uzir Bin Tengku Dato' Ubaidillah *(Appointed on 29 November 2022)*	3/3
Datuk Lim Poh Yit	5/5
Lim Puay Fung	5/5
Dato' Faizal bin Abdullah	5/5
Chin Kim Chung	5/5
Dato' P'ng Soo Hong *(Appointed on 29 November 2022)*	2/3
Azura Binti Azman *(Appointed on 29 November 2022)*	3/3
Mohd Izhar Bin Moslim *(Appointed on 29 November 2022)*	3/3
Admiral Tan Sri Dato' Setia Mohd Anwar Bin Hj Mohd Nor *(Retired)* *(Retired on 29 November 2022)*	2/2
Tan Sri Syed Yusof Bin Tun Syed Nasir *(Retired on 29 November 2022)*	2/2
Datuk Seri Ch'ng Toh Eng *(Retired on 29 November 2022)*	2/2
Dato' Mohd Ibrahim Bin Mohd Nor *(Retired on 29 November 2022)*	2/2

BOARD CHARTER

The Board Charter provides guidance to the Board in the fulfilment of its roles, duties and responsibilities which are in line with the principles of good corporate governance.

The Board Charter is made available on the Company's website at www.titijaya.com.my and will be reviewed when necessary to ensure it remains consistent with the Board's objectives, current law and practices.

CODE OF CONDUCT AND ETHICS, WHISTLEBLOWING POLICY AND ANTI-BRIBERY AND CORRUPTION POLICY

The Board is committed to maintaining and practising ethical values and corporate culture in carrying out its duties, with such practices formalised through the Directors' Code of Conduct and Ethics which has been uploaded on the Company's website at www.titijaya.com.my.

The Group sets high standards of behaviour and uses those values embedded in the Code of Conduct for Employees to build substance in the character, credibility and reputation of the Group that are observable through individual behaviour, individually and collectively as a team and as a company. In serving customers and in dealing with suppliers, vendors and sub-contractors, the Group strives to put their interest ahead of other personal interests in order to uphold the Group's reputation and their confidence with the Group. The Group is committed to provide efficient, effective and excellent products and services in an impartial manner.

The Whistleblowing Policy allows employees, stakeholders, contractors and any individuals to disclose any misconduct or malpractice on a confidential basis so as to allow appropriate remedial action to be taken. The policy is also to reinforce the Group's commitment to its policies and values and to develop a culture of openness, accountability and integrity within the Group. The Anti-Bribery and Corruption Policy has been developed with the purpose of fulfilling the legal and regulatory requirements and sets out the overall position on bribery and corruption in all forms.

The Board has established the Anti-Bribery and Corruption Policy, guided by the Guidelines on Adequate Procedures issued pursuant to Section 17A(5) of the Malaysian Anti-Corruption Commission Act 2009. The primary aim of the Anti-Bribery and Corruption Policy is to provide information and guidance to the Directors, employees and business associates on standards of behaviour and to uphold their responsibilities to which must be adhered to, recognised, as well as dealing with bribery and corruption.

The Whistleblowing Policy as well as the Anti-Bribery and Corruption Policy can be viewed on the Company's website at www.titijaya.com.my.

The Board has adopted the Directors' Fit and Proper Policy in compliance with Paragraph 15.01A of the MMLR of Bursa Securities. The Directors' Fit and Proper Policy sets out the fit and proper criteria and serves as a guide for the appointment of prospective Directors and re-election of retiring Directors on the Board of the Company.

The Directors' Fit and Proper Policy is available on the Company's website at www.titijaya.com.my.

SUSTAINABILITY MANAGEMENT

The Board is mindful of the importance of building a sustainable business and is committed to the promotion of best practice principles in this regard. The Board recognises that enhancing sustainability is a long-term commitment and therefore takes into consideration of the environmental, social and governance impact when developing the corporate strategy.

The Group is committed to provide a safe workplace for its employees with emphasis on best practice in health, safety and environment and conducting its business in a way that is environmentally sound. The Group is also committed to protect the environment through conscientious efforts to ensure pollution levels are kept to a minimum in respect of its construction works. The Group also aims to eliminate all occupational injuries, prevent pollution at its source and optimises the use of natural resources.

BOARD COMPOSITION

The Board consists of eight (8) Directors, comprising four (4) Independent Non-Executive Directors, three (3) Executive Directors and one (1) Non-Independent Non-Executive Director which complies with Paragraph 15.02 of the MMLR of Bursa Securities. The said paragraph requires at least two (2) Directors or one-third (1/3) of the Board, whichever is higher, to be independent.

The composition of the Board is also in line with Practice 5.2 of the MCCG which requires at least half of the Board comprises independent Directors. The profiles of the Directors are set out in the Directors' Profile in this Annual Report.

Furthermore, in total, 25% of the present Board is represented by two (2) women Directors as at 30 June 2023, reflecting our commitment to gender parity and complying with the MMLR of Bursa Securities which comprises of at least one (1) woman Director.

The Board consists of qualified individuals of different range of skills, experiences and backgrounds and the size of the Board is such that it facilitates the making of informed and critical decisions for the Group. Executive Directors have direct responsibilities on the day-to-day business operations and frequently attend management meetings wherein operational details and other issues are discussed and considered.

The presence of Independent Non-Executive Directors provides guidance, independent views, advice and judgement in ensuring that the strategies proposed are discussed and examined. This provides a balance in the Board to safeguard the interest of minority shareholders and to ensure that high standards of conduct and integrity are maintained by the Group.

INDEPENDENCE

The Board recognises the importance of independence and objectivity in the decision-making process as advocated in MCCG. The Board is committed to ensure that Independent Directors are capable to exercise independent judgment and act in the best interest of the Company.

The Board via the Nomination Committee conducted an independent assessment of the Independent Directors. The Nomination Committee is satisfied with the results whereby all the Independent Directors fulfilled the criteria of "Independence" as prescribed under the MMLR of Bursa Securities.

TENURE OF INDEPENDENT DIRECTORS

Practice 5.3 of the MCCG recommends that the tenure of an Independent Director should not exceed a cumulative of nine (9) years. Upon completion of the nine (9) years' term, an Independent Director may continue to serve on the Board subject to the Director's re-designation as a Non-Independent Director. In the event such Director is to be retained as an Independent Director, the Board must first justify and seek annual shareholders' approval through a two-tier voting process as described in the Guidance to Practice 5.3 of the MCCG provided the tenure does not exceed a cumulative of 12 years.

As of to date of the Statement, none of the Independent Directors has served more than nine (9) years on the Board.

GENDER, ETHNICITY AND AGE GROUP DIVERSITY POLICIES

The Board is cognisant of the gender diversity recommendation promoted by MCCG pertaining to the need to establish a policy formalising the approach to boardroom diversity and to set targets and measures for the adoption of the said recommendation. Presently, there are two (2) existing woman Directors on the Board of the Company.

The Board does not have a specific policy on gender, ethnicity and age group for candidates to be appointed to the Board and does not have a specific policy on setting a target for woman candidates in the workforce. The Company does not practice any form of gender, ethnicity and age group bias as all candidates shall be given fair and equal treatment.

The Board believes that there is no detriment to the Company in not adopting a formal gender, ethnicity and age group diversity policy as the Company is committed to provide fair and equal opportunities and nurturing diversity within the Company. In identifying suitable candidates for appointment to the Board, the Nomination Committee will consider candidates based on the candidates' competency, skills, character, time commitment, knowledge, experience and other qualities in meeting the needs of the Company and with due regard for the benefits of diversity on the Board.

NOMINATION COMMITTEE

At present, the Nomination Committee comprises entirely of Independent Non-Executive Directors. An Independent Director is appointed as Chairman of the Nomination Committee. The Nomination Committee shall meet at least once a year or as and when deemed fit and necessary. The members of the Nomination Committee are as follows: -

Name	Designation	Directorship
Mohd Izhar Bin Moslim *(Appointed on 29 November 2022)*	Chairman	Independent Non-Executive Director
Admiral Tan Sri Dato' Setia Mohd Anwar Bin Hj Mohd Nor *(Retired)* *(Ceased on 29 November 2022)*	Chairman	Independent Non-Executive Director
Dato' P'ng Soo Hong *(Appointed on 29 November 2022)*	Member	Independent Non-Executive Director
Azura Binti Azman *(Appointed on 29 November 2022)*	Member	Independent Non-Executive Director
Datuk Seri Ch'ng Toh Eng *(Ceased on 29 November 2022)*	Member	Independent Non-Executive Director
Tan Sri Syed Mohd Yusof Bin Tun Syed Nasir *(Ceased on 29 November 2022)*	Member	Non-Independent Non-Executive Director

The Nomination Committee is empowered by the Board to, amongst others, recommend suitable candidates for new appointments to the Board. In making these recommendations, the Nomination Committee considers the required mix of skills and experiences the Directors would bring to the Board. Any new nomination received is recommended to the full Board for assessment and endorsement.

The Nomination Committee assesses the effectiveness of the Board and the Committees of the Board annually to ensure that the Board has an appropriate balance of skills, expertise and core competencies.

The Terms of Reference of the Nomination Committee are published on the Company's website at www.titijaya.com.my.

SELECTION AND APPOINTMENT OF BOARD, BOARD COMMITTEES AND DIRECTORS

New Appointments to the Board

The Nomination Committee is responsible for making recommendations for any new appointments to the Board and its various Board Committees. In making these recommendations, the Nomination Committee considers the required mix of skills and experience, integrity, competence and time commitment which the Directors should bring to the Board.

All the Board members shall notify the Chairman of the Board prior to the acceptance of new Board appointment(s) in public and public listed companies incorporated in Malaysia as well as directorships in corporations with similar businesses operating in the same jurisdiction.

The Chairman of the Board shall notify the Board members before accepting any new directorships in public and public listed companies incorporated in Malaysia as well as directorships in corporations with similar businesses operating in the same jurisdiction. The notification should include an indication of the time that will be spent on the new appointment.

The Nomination Committee had considered and recommended the appointment of the following Directors as Independent Non-Executive Directors of the Company:-

- Tengku Dato' Sri Uzir Bin Tengku Dato' Ubaidillah
- Dato' P'ng Soo Hong
- Azura Binti Azman
- Mohd Izhar Bin Moslim

Corporate Governance Overview Statement
(CONTINUED)

The Nomination Committee had reviewed their profiles, curriculum vitae, the qualifications and the disclosure of their other directorships and had considered their background, academic qualifications, fit and proper criteria, skill set, experiences, time commitment and competencies prior to their appointment as Independent Non-Executive Directors of the Company.

Re-election of Directors

In accordance with the Company's Constitution, all Directors who are appointed by the Board are subject to re-election by shareholders at the next Annual General Meeting ("**AGM**"). The Constitution also provides that at least one third (1/3) of the Directors is subject to re-election by rotation at each AGM, provided that the Directors including the Managing Director shall retire at least once in every three (3) years but shall be eligible for re-election.

The Constitution further provides that all Directors who are appointed during the financial year are subject to retirement and re-election by the shareholders at the AGM following their appointment.

At the upcoming Eleventh AGM, Datuk Lim Poh Yit will retire by rotation pursuant to Clause 122 of the Company's Constitution and being eligible, has offered himself for re-election.

In accordance with Clause 121 of the Company's Constitution, the following Directors will retire from the Board at the forthcoming AGM and being eligible, offer themselves for re-election:-

- Dato' P'ng Soo Hong
- Azura Binti Azman
- Mohd Izhar Bin Moslim

In addition to the annual Board evaluation exercise, the Directors who are standing for re-election have also completed declarations in relation to fit and proper requirements as enumerated in the Directors' Fit and Proper Policy.

Following the fit and proper assessment, both the Nomination Committee and the Board were satisfied that the Directors seeking re-election are fit and proper to be re-elected as Directors of the Company and have recommended the re-election of the retiring Directors be tabled at the forthcoming AGM for the shareholders' approval.

Tengku Dato' Sri Uzir Bin Tengku Dato' Ubaidillah who is standing for re-election as Director of the Company pursuant to Clause 121 of the Company's Constitution has expressed his intention not to seek re-election. Therefore, he will hold office as Director until the conclusion of the forthcoming AGM.

Annual Assessment

The Nomination Committee has a formal assessment mechanism to assess the effectiveness of the Board as a whole and the contribution of each individual Director.

The Board through its Nomination Committee conducts an annual review of its size and composition to determine if the Board has the right size and sufficient diversity with independent elements that fit the Company's objectives and strategic goals.

During the financial year ended 30 June 2023, the Nomination Committee held one (1) meeting with full attendance of all its members, for the following matters: -

- Reviewed the suitability of the Directors who would be retiring by rotation at the forthcoming Annual General Meeting for re-election for the Board's consideration;
- Reviewed the independence, experience and skills set of the proposed candidate and recommend to the Board on the appointment of the same for the position as Director of the Company;

- Conducted the annual assessment on the effectiveness of the Board as a whole and the Board Committees as well as contribution and performance of each individual director;
- Reviewed and assessed the effectiveness of the Audit Committee and its composition to ensure their duties have been carried out according to its Terms of Reference; and
- Assessment of the independence of Independent Directors.

Based on the results of the annual assessment, the Nomination Committee has made the following observations: -

- the current size and composition of the Board is appropriate and well-balanced with the right mix of skills with the Board composition comprising individuals of high caliber, credibility and with necessary skills and qualifications to enable the Board to discharge its responsibility effectively.
- all Board Committees members have discharged their duties with care and diligence according to the respective Terms of Reference.

TRAINING

The Board acknowledges that continuous education is essential for the Directors to further enhance their skills and knowledge. The Board shall ensure compliance with the Mandatory Accreditation Programme as required by Bursa Securities for the newly appointed Directors.

Newly appointed Directors are invited to attend an in-house orientation programme which is usually conducted after their effective appointment date.

Training is available to all Directors on an ongoing basis and the training needs of Directors would be assessed and proposed by the individual Directors. Each Director determines the areas of training that he or she may require for personal development as a Director or as a member of a Board Committee.

During the financial year under review, the Directors have attended appropriate training programs conducted by external experts to equip themselves with the knowledge to discharge their duties more effectively and to keep abreast of marketplace developments. The training programs that the Directors had attended are as follows: -

Name of Directors	Training / Courses Attended
Tengku Dato' Sri Uzir Bin Tengku Dato' Ubaidillah	• Training on ESG Awareness and Trends in ESG Reporting
Datuk Lim Poh Yit	• Training on ESG Awareness and Trends in ESG Reporting
Lim Puay Fung	• Training on ESG Awareness and Trends in ESG Reporting • Digital Marketing Masterclass • Defect Management in Stratified Buildings • Pengurusan Strata yang Efektif: Panduan Praktikal dan Lawatan ke Pangsapuri Terpilih • Breach of Contracts : Implications, Consequences & Effective Remedies
Dato’ Faizal bin Abdullah	• Training on ESG Awareness and Trends in ESG Reporting
Dato' P'ng Soo Hong	• Training on ESG Awareness and Trends in ESG Reporting • Mandatory Accreditation Programme (MAP)

Corporate Governance Overview Statement
(CONTINUED)

Name of Directors	Training / Courses Attended
Chin Kim Chung	• Training on ESG Awareness and Trends in ESG Reporting • Audit Evidence and Sampling • Environmental, Social & Governance (ESG) in Financial Reporting • Understanding of Internal Controls and Test of Controls • Using Analytical Procedures in Audit • How Compliance with IFRS/MFRS Influences Obtaining Sufficient and Appropriate Audit Evidence by Tan Boon Wooi • The Auditor's Response to Assessed Risks • ISRS 4400 (Revised) Agreed-Upon Procedures Engagements • ISA 220 (Revised) New Approach to Quality Management at the Engagement Level • ISA 315 (2019) A New Approach to Risk Asssessment • Worksop on ISQM1 Guide and Illustrative Manual (IGIM) • Specific Audit Documentation Requirements in other ISAS • Reporting Financial Instruments MFRS9, MFRS132 & MFRS7 and Sction 11, 12 & 22 of MPERS
Azura Binti Azman	• Training on ESG Awareness and Trends in ESG Reporting • Mandatory Accreditation Programme (MAP) • Capital Market Director Programme • Board's Role in Liquidity Risk Management and Board's Role in Asset-Liability Management (ALM)
Mohd Izhar Bin Moslim	• Training on ESG Awareness and Trends in ESG Reporting • Mandatory Accreditation Programme (MAP)

During the financial year under review, the Company Secretaries had regularly updated and notified the Board on the invitations for trainings / seminars organised by Bursa Securities, Securities Commission Malaysia and any other relevant bodies and changes to the laws and regulations.

REMUNERATION POLICIES

Remuneration Committee

The Remuneration Committee comprises one (1) Independent Non-Executive Director, one (1) Non-Independent Non-Executive Director and one (1) Executive Director. The members of the Remuneration Committee are as follows: -

Name	Designation	Directorship
Dato' P'ng Soo Hong *(Appointed on 29 November 2022)*	Chairman	Independent Non-Executive Director
Datuk Seri Ch'ng Toh Eng *(Ceased on 29 November 2022)*	Chairman	Independent Non-Executive Director
Datuk Lim Poh Yit	Member	Group Managing Director
Chin Kim Chung	Member	Non-Independent Non-Executive Director

The Board is aware of the recommendation of MCCG that the Remuneration Committee should only consist of Non-Executive Directors and a majority of them must be Independent Directors.

The Board will review the composition of the Remuneration Committee to be in line with MCCG.

The Terms of Reference of the Remuneration Committee is available on the Company's website at www.titijaya.com.my.

Remuneration of Directors and Senior Management

The Board has instituted a set of policies and procedures to govern the remuneration of Directors and Senior Management. The policies and procedures serve as guidelines for the Board in remunerating Directors and Senior Management with a view to attract, retain and motivate talented and high calibre individuals. The Remuneration Policy of Directors and Senior Management is available for reference at the Company's website at www.titijaya.com.my.

The remuneration of Executive Directors is structured to link rewards to corporate and individual performance in order to attract, retain and motivate the Executive Directors to manage the Group successfully. For the Non-Executive Directors, the level of remuneration reflects the experience, expertise and level of responsibilities undertaken by the particular Non-Executive Director concerned. Non-Executive Directors will be paid based on fixed fees that commensurate with their responsibilities in the Board and Board Committees.

The Directors abstain from participating in discussion concerning their own remuneration and play no part in determining their own remuneration.

During the financial year ended 30 June 2023, the Remuneration Committee met two (2) times with full attendance of all its members for the following matters prior to making recommendations to the Board for approval: -

- Reviewed the bonus structure of the Group
- Reviewed the proposed bonus payment for the Executive Directors
- Reviewed the proposed bonus payment for employees of the Group
- Reviewed and recommended the payment of Directors' fees and benefits

The details of the aggregate remuneration (including benefits-in-kind) of the Directors of the Company and Group who served during the financial year ended 30 June 2023 are as follows:

Received from the Company

In Ringgit Malaysia	Salaries, Bonus and Other Emoluments	Allowance	Fees	Total
Tengku Dato' Sri Uzir Bin Tengku Dato' Ubaidillah *(Appointed on 29 November 2022)*	-	4,400	44,000	48,400
Datuk Lim Poh Yit	-	-	42,400	42,400
Lim Puay Fung	-	-	41,400	41,400
Dato' Faizal bin Abdullah	-	-	41,400	41,400
Chin Kim Chung	-	11,400	58,500	69,900
Dato' P'ng Soo Hong *(Appointed on 29 November 2022)*	-	4,400	28,000	32,400
Azura Binti Azman *(Appointed on 29 November 2022)*	-	4,400	28,000	32,400
Mohd Izhar Bin Moslim *(Appointed on 29 November 2022)*	-	4,400	28,000	32,400
Admiral Tan Sri Dato' Setia Mohd Anwar Bin Hj Mohd Nor *(Retired)* *(Retired on 29 November 2022)*	-	7,000	29,200	36,200
Tan Sri Syed Mohd Yusof Bin Tun Syed Nasir *(Retired on 29 November 2022)*	-	6,000	17,250	23,250
Datuk Seri Ch'ng Toh Eng *(Retired on 29 November 2022)*	-	7,500	19,600	27,100
Dato' Mohd Ibrahim Bin Mohd Nor *(Retired on 29 November 2022)*	-	6,500	19,200	25,700

Received on Group Basis

In Ringgit Malaysia	Salaries, Bonus and Other Emoluments	Allowance	Fees	Total
Tengku Dato' Sri Uzir Bin Tengku Dato' Ubaidillah *(Appointed on 29 November 2022)*	-	4,400	44,000	48,400
Datuk Lim Poh Yit	1,042,412	-	42,400	1,084,812
Lim Puay Fung	700,251	-	41,400	741,651
Dato' Faizal bin Abdullah	269,899	-	41,400	311,299
Chin Kim Chung	-	11,400	58,500	69,900
Dato' P'ng Soo Hong *(Appointed on 29 November 2022)*	-	4,400	28,000	32,400
Azura Binti Azman *(Appointed on 29 November 2022)*	-	4,400	28,000	32,400
Mohd Izhar Bin Moslim *(Appointed on 29 November 2022)*	-	4,400	28,000	32,400
Admiral Tan Sri Dato' Setia Mohd Anwar Bin Hj Mohd Nor *(Retired)* *(Retired on 29 November 2022)*	-	7,000	29,200	36,200
Tan Sri Syed Mohd Yusof Bin Tun Syed Nasir *(Retired on 29 November 2022)*	-	6,000	17,250	23,250
Datuk Seri Ch'ng Toh Eng *(Retired on 29 November 2022)*	-	7,500	19,600	27,100
Dato' Mohd Ibrahim Bin Mohd Nor *(Retired on 29 November 2022)*	-	6,500	19,200	25,700

The Board has decided not to apply Practice 8.2 of the MCCG which requires the disclosure of the remuneration of the top 5 Senior Management personnel on a named basis in bands of RM50,000 due to confidentiality and personal security concern.

Accordingly, the remuneration of the top 5 Senior Management in each remuneration band for the financial year ended 30 June 2023 is as follows: -

Remuneration Bands (RM)	Number of Senior Management (Excluding Executive Directors)
50,000 and below	-
50,001 - 100,000	-
100,001 – 200,000	3
200,001 – 300,000	1
300,001 – 400,000	1

Included in the top 5 Senior Management was Mr. Teh Kian Joo, who, had relinquished his position as Senior General Manager of Property Development and Project Department of Titijaya Land Berhad in January 2023.

Similar comparable elements, including individuals' responsibilities, skills, knowledge and contributions to the Group's performance, are also taken into consideration when deciding the remuneration packages of the Group's Senior Management. The Board will ensure that the remuneration of the Senior Management commensurates with their duties and responsibilities, the performance of the Company and on par with market payouts.

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

AUDIT COMMITTEE

The role of the Audit Committee in relation to the External Auditors is set out in the Audit Committee Report of this Annual Report. The Company has always maintained a formal and transparent relationship with its auditors in seeking professional advice and ensuring compliance with the accounting standards in Malaysia.

The Board regards the members of the Audit Committee collectively possess the accounting and related financial management expertise and experience required for Audit Committee to discharge its responsibilities and assist the Board in its oversight over the financial reporting process.

COOLING PERIOD OF A FORMER PARTNER OF EXTERNAL AUDIT FIRM

In order to strengthen the independence of the Audit Committee, MCCG recommends to observe a minimum three (3) years cooling-off period before any former partner of an external audit firm being appointed as a member of the Audit Committee. Such a clause is included in the Terms of Reference of the Audit Committee.

Presently, none of the Audit Committee members is a former partner of the external audit firm (and/or its affiliate firm), and the Board anticipates that none of the former partners will be appointed to the Audit Committee in the near future.

RELATIONSHIP WITH AUDITORS

The External Auditors are regularly invited to attend the Audit Committee meetings for discussion on their audit plan, audit findings and the financial statements of the Company. At least one of these meetings is held with the External Auditors without the presence of the management. The Audit Committee also meets with the External Auditors additionally whenever it deems necessary. In addition, the External Auditors attend the Annual General Meeting of the Company and are available to answer shareholders' questions on the conduct of the statutory audit and the preparation and content of the Annual Report.

The Board and the Audit Committee emphasise greatly the objectivity and independence of External Auditors in providing relevant, professional and transparent reports to its shareholders. In assessing the independence of External Auditors, the Audit Committee obtains confirmation from the External Auditors, indicating that they are, and have been, independent throughout the conduct of the audit engagement with the Company in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants and the By-Laws (On Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants throughout the audit engagement in respect of the financial year under review.

ASSESSMENT ON THE SUITABILITY, OBJECTIVITY AND INDEPENDENCE OF EXTERNAL AUDITORS

The Audit Committee considers the reappointment, remuneration and terms of engagement of the External Auditors annually. The review procedures entail the use of the prescribed External Auditors Evaluation Form, with emphasis of evaluation on the independence and service level of the External Auditors, which amongst others, include reviewing the External Auditors' performance and quality of work, ability to meet deadlines, timeliness of service deliverables and non-audit services provided.

The Audit Committee met with the External Auditors without the presence of Executive Directors and Management to enquire on any extraordinary matters or confidential comments that necessitated the Audit Committee's attention.

Having regard to the outcome of its assessment, the Audit Committee is satisfied with the independence of Baker Tilly Monteiro Heng PLT ("**Baker Tilly**") as the External Auditors of the Company and also on their audit and non-audit fees for the services rendered by Baker Tilly and its affiliates for the financial year ended 30 June 2023. The Board will recommend for shareholders' approval during the AGM the reappointment of Baker Tilly as the External Auditors.

COMPLIANCE WITH APPLICABLE FINANCIAL REPORTING STANDARDS

The Board is committed in providing a balanced, clear and understandable assessment of the financial position, performance and prospects of Titijaya Group in the disclosures made to the shareholders and the regulatory authorities.

The Board takes responsibility to ensure that the financial statements of the Company present a balanced and meaningful assessment of the Group's position and prospects and to ensure that the financial statements are drawn up in accordance with the provisions of the Companies Act 2016 and applicable accounting standards in Malaysia.

The Board, assisted by the Audit Committee, oversees the Group's financial reporting process and the information for disclosure to ensure accuracy, adequacy and completeness.

The membership of the Audit Committee, their responsibilities and main works carried out for the financial year ended 30 June 2023 are set out in the Audit Committee Report of this Annual Report.

RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

RISK MANAGEMENT FRAMEWORK

The Board fulfills its responsibilities in the risk governance and oversight functions through its Board Risk Management Committee who reviews the effectiveness of the risk management framework and manages the overall risk exposure to the Group. The Board Risk Management Committee is responsible for assisting the Board in overseeing the risk management matters in line with the step-up practice set out in the MCCG.

The Board Risk Management Committee assesses and monitors the efficiency of the risk management controls and measures taken, whilst the adequacy and effectiveness of the internal controls are reviewed by the Audit Committee through the work performed by the internal audit function for the Group.

INTERNAL AUDIT FUNCTION

The Group's internal audit function is outsourced to an independent consulting firm, to assist the Board and the Audit Committee in providing independent assessment of the adequacy, efficiency and effectiveness of the Group's internal control system.

The internal audit function has prepared a risk-based internal audit plan and incorporated a holistic schedule of assignments to provide independent assurance on the system of risk management and safeguarding of the Group's assets. Scheduled internal audits are carried out by the Internal Auditors based on the audit plan presented to and approved by the Audit Committee.

During the financial year ended 30 June 2023, internal audit reviews were carried out and the findings of the reviews, including the recommended management action plans were presented directly to the Audit Committee. Based on the internal audit reviews conducted, none of the weaknesses noted has resulted in any material losses, contingencies or uncertainties that would require separate disclosure in this Annual Report.

The information on the Group's risk management and internal control is presented in the Statement on Risk Management and Internal Control as set out of this Annual Report.

PRINCIPLE C: INTERGRITY IN CORPORATE REPORTING AND MEANINGFUL RELATIONSHIP WITH STAKEHOLDERS

ENGAGEMENT WITH STAKEHOLDERS

Corporate Disclosure Policy

The Company recognises the value of transparent, consistent and coherent communications with the investing community consistent with commercial confidentiality and regulatory considerations.

The Company is committed to ensure that communications to the investing public regarding the business, operations and financial performance of the Company are accurate, timely, factual, informative, consistent, broadly disseminated and where necessary, information filed with regulators is in accordance with applicable legal and regulatory requirements.

The Company is guided by the Corporate Disclosure Guide issued by Bursa Securities with the consultation of the Company Secretaries, advisers and/or other service providers.

The Company's website incorporates an Investor Relations section which provides all relevant information of the Company and is accessible by the public. The Investor Relations section enhances the Investor Relations function by including all announcements made by the Company.

Leverage on Information Technology for Effective Dissemination of Information

The Board has established a dedicated section for corporate information on the Company's website where information on the Company announcements, financial information and stock information can be accessed.

CONDUCT OF ANNUAL GENERAL MEETINGS

Encourage Shareholder Participation at General Meeting

The Board and Management convey information about the Company's performance, corporate strategy and other matters affecting shareholders and investors through timely dissemination of information which include distribution of annual reports and relevant circulars and issuance of press releases. Enquiries by shareholders are dealt with promptly as practicable as possible.

Annual General Meeting

The AGM is the principal forum for dialogue with shareholders. Notice of the AGM and annual reports are sent out to shareholders at least 28 days before the date of the meeting. At the meeting, Management makes a presentation on the year's financial results and business activities.

At the AGM, the Board encourages shareholders to participate in the question-and-answer session whereby the Directors are available to discuss the aspects of the Group's performance and its business activities. The Chairman responds to shareholders' questions during the meeting.

An explanatory statement to facilitate full understanding and evaluation of the issues involved will accompany items of special business included in the notice of the meeting.

Poll Voting

Pursuant to the MMLR, any resolution set out in the notice of any general meeting, or in any notice of resolution which may be properly moved and is intended to be moved at any general meeting, is voted by poll.

The Company had conducted its voting on all resolutions by poll at its Tenth AGM held on 29 November 2022. An independent scrutineer will be appointed to validate the poll results and the decision of each resolution, including the votes for and against the resolution, will be made known at the meeting and the outcome is announced via Bursa Link on the same meeting day.

Effective Communication and Proactive Engagement

The Board believes that a constructive and effective relationship with all investors is essential in enhancing shareholder value and recognises the importance of timely dissemination of information to the investor community and shareholders.

During the last AGM, the Group Chief Financial Officer presented an overview and explained the operational and financial performance of the Group, its corporate strategies, trends and the outlook for the future. Shareholders present at the meeting had the opportunity to enquire on the Group's performance and operations and were invited to ask questions during the question-and-answer session.

Further, apart from announcements and public statements required by Bursa Securities, the Company also issues press releases and conducts media and analysts briefings in conjunction with the release of the Group's quarterly and annual financial result announcements as deemed fit.

KEY FOCUS AREAS AND FUTURE PRIORITIES

Moving forward, the Board and its respective Board Committees will continue to: -

- consider with Management what opportunities are likely to emerge in the current environment, how issues of corporate purpose and ESG relate to corporate strategy, and what opportunities and risks arise from the heightened attention to stakeholder interests and ESG, including climate change
- understand the risks associated with strategic decisions and operations and the processes Management has in place to identify, monitor and manage risk

COMPLIANCE STATEMENT

The Board is satisfied that for the financial year ended 30 June 2023, the Company has applied substantially the practices encapsulated in the MCCG, except for those departures highlighted in the CG Report. The CG Report is available on the Company's website at www.titijaya.com.my.

This CG Overview Statement together with the CG Report were presented and approved by the Board on 12 October 2023.

Audit Committee Report

COMPOSITION

The members of the Audit Committee in office during the financial year ended 30 June 2023 up to the present are as follows:-

Name of Director	Designation	Directorship
Azura Binti Azman *(Appointed on 29 November 2022)*	Chairman	Independent Non-Executive Director
Dato' Mohd Ibrahim Bin Mohd Nor *(Ceased on 29 November 2022)*	Chairman	Independent Non-Executive Director
Chin Kim Chung	Member	Non-Independent Non-Executive Director
Mohd Izhar Bin Moslim *(Appointed on 29 November 2022)*	Member	Independent Non-Executive Director
Admiral Tan Sri Dato' Setia Mohd Anwar Bin Hj Mohd Nor *(Retired)* *(Ceased on 29 November 2022)*	Member	Independent Non-Executive Director
Datuk Seri Ch'ng Toh Eng *(Ceased on 29 November 2022)*	Member	Independent Non-Executive Director

TERMS OF REFERENCE

The Terms of Reference of the Audit Committee which set out the composition, proceedings of the meeting, authority, roles and responsibilities of the Audit Committee, are available on the Company's corporate website at www.titijaya.com.my.

MEETINGS

Five (5) Audit Committee Meetings were held during the financial year ended 30 June 2023. The details of attendance of each member are as follows:-

Name of Directors	Meeting Dates					
	29.08.2022	13.10.2022	29.11.2022	23.02.2023	25.05.2023	Total
Azura Binti Azman *(Appointed on 29 November 2022)*	-	-	✓	✓	✓	3/3
Mohd Izhar Bin Moslim *(Appointed on 29 November 2022)*	-	-	✓	✓	✓	3/3
Chin Kim Chung	✓	✓	✓	✓	✓	5/5
Dato' Mohd Ibrahim Bin Mohd Nor *(Ceased on 29 November 2022)*	✓	✓	-	-	-	2/2
Admiral Tan Sri Dato' Setia Mohd Anwar Bin Hj Mohd Nor *(Retired)* *(Ceased on 29 November 2022)*	✓	✓	-	-	-	2/2
Datuk Seri Ch'ng Toh Eng *(Ceased on 29 November 2022)*	✓	✓	-	-	-	2/2

The Group Chief Financial Officer was invited to all Audit Committee meetings to facilitate direct communications and to provide clarification on financial reports. Other Board members and designated members of Senior Management may also attend these meetings on the invitation of the Audit Committee. Minutes of each meeting were recorded and tabled for confirmation at the next Audit Committee meeting and subsequently presented to the Board for notation.

The Chairman of the Audit Committee briefed the Board on matters of significant concern discussed during the Audit Committee Meeting held prior to the Board Meeting. The applicable recommendations of the Audit Committee were presented by the Audit Committee's Chairman at subsequent Board Meeting for the Board's approval.

SUMMARY OF THE WORK OF THE AUDIT COMMITTEE FOR THE FINANCIAL YEAR

The work undertaken by the Audit Committee in the discharge of its functions and duties for the financial year ended ("**FYE**") 30 June 2023 and up to the date to this report is summarised as follows: -

A. FINANCIAL REPORTING

(i) FYE 30 June 2022

(a) On 29 August 2022, the Audit Committee reviewed and recommended the unaudited fourth quarterly financial results for the period ended 30 June 2022 at its meeting, prior to deliberation and approval by the Board.

(b) The Audit Committee at its meeting held on 13 October 2022, reviewed the Audited Financial Statements of the Group and Company for the FYE 30 June 2022, and recommended the same for the Board's approval.

(ii) FYE 30 June 2023

(a) The Audit Committee reviewed the unaudited first, second, and third quarterly financial results for the respective periods ended 30 September 2022, 31 December 2022 and 31 March 2023 at the meetings held on 29 November 2022, 23 February 2023 and 25 May 2023 respectively.

(b) The Audit Committee at its meeting held on 29 August 2023, reviewed and recommended the unaudited fourth quarterly financial results for the period ended 30 June 2023 to the Board for approval.

(c) On 12 October 2023, the Audit Committee reviewed the Audited Financial Statements of the Group and Company for the FYE 30 June 2023 at its meeting and recommended the same to the Board for approval.

The Audit Committee carried out the review of the quarterly results and annual financial statements to ensure that they were prepared in accordance with the applicable Malaysian Financial Reporting Standards, International Financial Reporting Standards, the requirements of the Companies Act 2016 in Malaysia and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

B. EXTERNAL AUDIT

(i) FYE 30 June 2023

(a) On 25 May 2023, the Audit Committee reviewed the Audit Plan for the FYE 30 June 2023 prepared by the External Auditors, Baker Tilly Monteiro Heng PLT ("**BTMH**"), outlining the audit scope, methodology and timetable, audit materiality, areas of focus, fraud consideration and the risk of management override, and the new and revised auditors reporting standards.

(b) On 25 May 2023, BTMH confirmed that they would continuously comply with the relevant ethical requirements regarding independence with respect to the audit of the financial statements of the Company and Group for FYE 30 June 2023 in accordance with the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants and the By-Laws (On Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants.

(c) On 25 May 2023, the Audit Committee discussed with BTMH the scope of work, key areas of audit emphasis, audit approach, and audit timetable before the commencement of the annual statutory audit for FYE 30 June 2023.

(d) The Audit Committee had one (1) private session with BTMH without the presence of Management staff and the Executive Board members on 25 May 2023 for the External Auditors to candidly express any concerns they may have, including those relating to their ability to perform their work without restraint or interference. BTMH did not highlight any private issues to be brought to the Audit Committee's attention.

(e) On 29 August 2023, the Audit Committee deliberated on the Audit Committee Memorandum with BTMH at its meeting with regards to the significant accounting and audit issues arising from the statutory audit of the Group and the Company for FYE 30 June 2023.

(f) During the presentation of the Audit Committee Memorandum, the internal control weaknesses identified by BTMH during their course of audit of the Group together with the Management's comments, were highlighted for the Audit Committee's attention.

(g) On 12 October 2023, the Audit Committee reviewed the Audited Financial Statements of the Company and the Group for FYE 30 June 2023, the issues arising from the audit, their resolutions and the Independent Auditors' Report prepared by the External Auditors prior to recommending to the Board for approval. In the review of the Audited Financial Statements, the Audit Committee discussed with the Management and the External Auditors the accounting principles and standards that were applied and their judgement of the items that may affect the financial statements as well as issues and reservations arising from the statutory audit.

(h) The Audit Committee reviewed the performance of BTMH, their independence and objectivity, their ability to serve the Group in terms of technical competencies and manpower resource sufficiency, as well as the reasonableness of their audit fees and non-audit fees. Having been satisfied with the independence, suitability, and performance of BTMH, the Audit Committee recommended to the Board the re-appointment of BTMH as External Auditors of the Company at the forthcoming Eleventh AGM of the Company.

C. INTERNAL AUDIT

(a) Reviewed the Internal Audit Strategy Document of the internal audit function presented by the Internal Auditors to ensure adequate scope and comprehensive coverage of the activities of the Group.

(b) Considered the findings of internal audit and the Management's responses thereon and where relevant, recommended appropriate actions.

(c) Noted the corrective actions on outstanding audit issues and follow-up actions to be taken by either the Internal Auditors or the Management to ensure the key risks and control lapses have been addressed and rectified.

During the financial year under review, the Internal Auditors had conducted the audit activities as per the approved audit plan and presented their Internal Audit reports on 29 November 2022, 23 February 2023, 25 May 2023 and 12 October 2023 respectively to the Audit Committee.

The areas covered by the Internal Audit included the assessment of internal control implemented by Management in managing risks associated with the operating processes as listed below: -

- Project Cost Management
- Construction Progress, Billing and Collection
- Project Organisational Governance and Contract Management
- Quality Assurance / Quality Control

Summary reports which provided status updates of the implementation of management action plans on the findings reported in the Internal Audit reports for all the previous audit cycles were presented to the Audit Committee.

D. RELATED PARTY TRANSACTIONS

(a) Reviewed the quarterly report on recurrent related party transactions for compliance with both in-house procedures and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad.

(b) Reviewed the Circular to Shareholders in relation to the proposed renewal of shareholders' mandate for recurrent related party transactions of a revenue or trading nature prior to its approval by the Board.

E. OTHER MATTERS

(a) Reviewed and recommended to the Board for approval, the revisions to the Terms of Reference of Audit Committee.

(b) Reviewed the Statement to Shareholders in relation to the proposed renewal of authority for the Company to purchase its own shares of up to 10% of the total number of issued shares of the Company, prior to the submission to the Board for approval.

(c) Reviewed the Audit Committee Report and Statement on Risk Management and Internal Control, prior to submission to the Board for consideration and inclusion in the Annual Report of the Company.

SUMMARY OF WORK OF THE INTERNAL AUDIT FUNCTION

The Group has outsourced its internal audit function to an independent professional services firm, Tricor Axcelasia Sdn. Bhd., which reports directly to the Audit Committee.

The Audit Committee has full access to the outsourced Internal Auditors and reports on all internal audits performed. The main role of the internal audit function is to carry out independent assessments of the adequacy and effectiveness of the Group's internal control systems in anticipation of any potential risk areas within key business processes of the Group.

During the FYE 30 June 2023, internal audit reviews were carried out in accordance with the approved internal audit plan. The internal audit planning and execution were carried out with reference to an international recognised framework, which is the International Professional Practices Framework ('IPPF') issued by the Internal Auditors ('IIA') Inc. Representatives from the outsourced Internal Auditors led the role of the internal audit functions of the Group (referred to as the "**IA Team**") and conducted its internal audit visits based on the approved Internal Audit Plan ("**IA Plan**"). Any significant changes to the IA Plan will be referred to the Audit Committee for approval prior to the commencement of the internal audit.

In developing the IA Plan, the IA team will:

- Perform a risk assessment through review of documents, interviews with key management personnel and representatives from the Audit Committee to identify and highlight risks and concerns of Management and members of the Audit Committee.
- Identify auditable areas and the risk significance of such auditable areas.
- Develop an audit plan focusing on compliance, efficiency and effectiveness.

For each internal audit visit, the IA Team will perform the following and provide Management with periodic progress updates as and when requested, and meet with Management at the conclusion of each visit to review the results: -

- Understand the process, key performance indicators, risks involved and controls in place through interviews with various personnel, observations and review of Management reports and other documents such as corporate policies, procedures and guidelines before summarising key process risks and control design.
- Evaluate control design effectiveness and discuss observations with the Management.
- Develop control testing programmes.
- Conduct testing programs, analyse root causes of findings and identify improvement opportunities.
- Discuss issues and improvement opportunities with process owners.
- Summarise issues and recommend action plans.

The total costs incurred for the internal audit function of the Group during the FYE 30 June 2023 amounted to RM95,081 (FYE 2022: RM90,451), inclusive of service tax and disbursements.

Statement on Risk Management and Internal Control

INTRODUCTION

This Statement on Risk Management and Internal Control by the Board of Directors ("**Board**") on the Group is made pursuant to paragraph 15.26(b) of the Main Market Listing Requirements ("**MMLR**") of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and the Malaysian Code on Corporate Governance 2021 ("**MCCG**").

This Statement outlines the nature and scope of risk management and internal control of the Group during the financial year ended 30 June 2023. It covers all of the Group's operations except for associate companies as guided by the Statement on Risk Management and Internal Control: Guidelines for Directors of Listed Issuers.

BOARD'S RESPONSIBILITIES

The Board recognises and affirms its overall responsibility in maintaining a risk management framework and internal control systems as well as to review the adequacy and integrity of the system. The risk management and internal control system covers financial, operational, management information systems, organisational and compliance controls. In view of the inherent limitations in any internal control system, internal control and risk management are designed to manage risk within tolerable levels rather than eliminate the risk of failure to achieve business objectives. Accordingly, it should be noted that these systems can only provide reasonable but not absolute assurance against material misstatement or loss.

There is an ongoing process for identifying, evaluating and managing the significant risks faced by the Group in its achievement of objectives and strategies. The process has been in place during the year up to the date of approval of the annual report and is subject to review by the Board.

RISK MANAGEMENT AND INTERNAL CONTROL

RISK MANAGEMENT

The Board fully endorses Practices 10.1 and 10.2 of the MCCG, which call for the establishment of an effective risk management and internal control framework and the disclosure thereof.

The Board is assisted by the Board Risk Management Committee ("BRMC") in evaluating, assessing and reviewing the adequacy of the Group's system of risk management.

The members of the BRMC in office during the financial year ended 30 June 2023 up to the present are as follows:

<u>CHAIRMAN</u>
Azura Binti Azman *(Appointed on 29 November 2022)*
(Independent Non-Executive Director)

Admiral Tan Sri Dato' Setia Mohd Anwar Bin Hj Mohd Nor *(Retired)*
(Ceased on 29 November 2022)
(Independent Non-Executive Director)

<u>MEMBERS</u>
Chin Kim Chung
(Non-Independent Non-Executive Director)

Mohd Izhar Bin Moslim *(Appointed on 29 November 2022)*
(Independent Non-Executive Director)

Datuk Lim Poh Yit *(Ceased on 29 November 2022)*
(Group Managing Director)

Datuk Seri Ch'ng Toh Eng *(Ceased on 29 November 2022)*
(Independent Non-Executive Director)

Dato' Mohd Ibrahim Bin Mohd Nor *(Ceased on 29 November 2022)*
(Independent Non-Executive Director)

The oversight role of risk management is carried out by the Board and BRMC. Mandate and commitment from the Board and BRMC are key contributors to the success factors in implementing enterprise risk management programmes. The Board and BRMC set the strict direction for risk roles, responsibilities and risk reporting structures.

The BRMC is assisted by a Management-level Risk Management Committee ("**MRMC**"), which consists of the Group Managing Director, risk managers and respective heads of department. The periodic reporting to both the Board and BRMC on the risk management activities undertaken by the MRMC, keeps the Board and BRMC apprised and advised of all aspects of the enterprise risk management and significant risks and risk trends.

Detailed Risk Registers are used to capture the identified key risks and controls information. The identified key risks and controls are assessed and categorised to highlight the source of risk, their impacts and the likelihood of occurrence. Risk profiles for the major departments are presented to the BRMC for deliberation and approval for adoption.

The Board adopted the enhanced Enterprise Risk Management ("**ERM**") Framework. The ERM Framework has been enhanced with the Group's risk profiles being updated and action plans formulated focusing on principal business risks. It also identified the ERM reporting structure and frequency of reporting, the responsibilities of the Board Committees for ERM and the key elements of the risk assessment process. As such, the ERM reporting structure is as follows:-

ERM PROCESS AND GOVERNANCE STRUCTURE

BOARD OF DIRECTORS

↑

BOARD RISK MANAGEMENT COMMITTEE

Responsibilities	:	Governing overall risk oversight responsibility including defining the appropriate governance structure and risk appetite.
Process	:	Articulate and provide direction on risk appetite, organisational control environment and risk culture.

↑

MANAGEMENT-LEVEL RISK MANAGEMENT COMMITTEE

Responsibilities	:	Oversees the operationalisation of risk management strategies as well as frameworks and policies.
Process	:	Monitor the consistent enforcement of ERM policy, review and endorse risk parameter, risk appetite, risk profile and treatment options and risk action plans.

↑

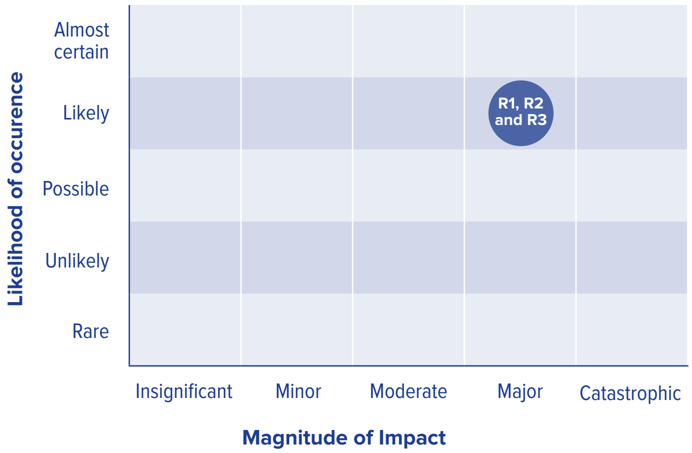
SUB-COMMITTEE & STAFFS

Responsibilities	:	Manage day-to-day risk inherent in business activities as guided by the established risk strategies, frameworks and policies.
Process	:	Identification and assessment of risk, implementation and monitoring of risk action plans.

The ERM processes are undertaken three times a year to assess and evaluate risks that may impede the Group from achieving its strategic and operational objectives, as well as developing action plans to mitigate such risks.

During the financial year under review, the result of the risk updates was deliberated on causes, existing key controls, impact and action plans to address the top risk of the organisation at the BRMC meetings. The updated risk profile was used as one of the basis to develop a risk-based internal audit plan for the financial year ended 30 June 2023, which was approved by the BRMC. Results of the risk review were then reported to the Board for endorsement and approval.

Identified key risks of the Group were assessed and recorded in the risk profile for continuous monitoring (see table below). Being in the property and project development businesses, it is inherent that the Group is facing key risks such as project progress challenges, increasing cost of construction, legal and compliance, liquidity and sales risks.



Legend							
●	Extreme	●	High	●	Medium	●	Low

The Board and the Management have formulated strategies and plans to address the following key risks, among others are:

Risk	Specific Risk	Management Strategy
R1	Project Progress Challenges	• Close monitoring on the progress report and contractor performance • Client-consultant meeting and site meeting with contractors to discuss progress and resolve issues encountered
R2	Sales and Duration of Sales Closure Risk	• To ensure marketing strategy including right people, product, pricing and marketing channel effective and efficient against the volatility market challenge
R3	Legal Risk	• Monitoring the on-going irrigation cases and resolves issues through mediation to minimise the number of cases to be brought to the court level

INTERNAL CONTROL

The Board acknowledges that the internal control systems are designed to identify, evaluate, monitor and manage the risks that may hinder the Group from achieving its goals and objectives.

The Group's internal control system consists of various components such as control environment, risk assessment, control activities, information, communication and monitoring. These will facilitate an effective and efficient operation by responding appropriately to significant business, operational, financial, compliance and other risks in achieving the Group's corporate and strategic objectives.

INTERNAL AUDIT FUNCTION

The Group's internal audit function is outsourced to an independent professional firm, Tricor Axcelasia Sdn. Bhd., which assists both the Board and Audit Committee by conducting independent assessments of the adequacy and operating effectiveness of the Group's internal control system. The internal audit function reports directly to the Audit Committee to ensure independence from Management.

The outsourced internal audit function is led by the Executive Director of the outsourced service provider. He is a professional member of the Institute of Internal Auditors Malaysia, a member of the Association of Chartered Certified Accountants (UK) and the Malaysian Institute of Accountants. He holds the certifications of Certified Internal Auditor; Certification in Risk Management Assurance; Certified Information Systems Auditor; and other relevant professional qualifications. The internal audit function is supported by a team of internal auditors who have relevant work experiences.

The internal audit function adopts a risk-based approach and prepares its audit strategy and plan based on the risk profiles of the major business functions of the Group and in accordance with the internal audit plan approved by the Audit Committee. The internal audit independently reviews the system of internal controls implemented by Management within the Group. The internal audit provides an assessment of the adequacy and integrity of the Group's system of internal controls and provides recommendations, if any, for the improvement of the control policies and procedures.

The internal audit reports are reviewed by the Audit Committee and forwarded to the Senior Management and MRMC so that any recommended corrective actions could be implemented. The Senior Management and risk sub-committees are responsible for ensuring that the necessary corrective actions on reported weaknesses are taken within the required time frame. A total of RM95,081/- inclusive of services tax and disbursements was incurred on internal audit activities for the financial year ended 30 June 2023.

OTHER INTERNAL CONTROL PROCESSES

Apart from risk management and internal audit, the Group's system of internal controls also comprises the following key elements:-

(a) Integrity and Ethical Values

- **Code of Ethics and Conduct**
  The Board believes ethical corporate culture begins from the top which the control environment sets the tone for the Group by providing fundamental discipline and structure.

  The Board has set the tone at the top for corporate behavior and corporate governance. All employees of the Group shall adhere to the Code of Ethics and Conduct of the Group, which sets out the principles and standards to guide employees in carrying out their duties and responsibilities to the highest standards of personal and corporate integrity when dealing within the Group and with external parties.

- **Whistleblowing Policy and Procedure**
  The Board has formalised a set of Whistleblowing Policy and Procedures to provide an avenue for stakeholders of the Company to raise concerns related to possible breach of business conduct, non-compliance with laws and regulatory requirements as well as other malpractices. The Whistleblowing Policy and Procedures set out the protection accorded to whistleblowers who disclose such irregularities in good faith.

- **Anti-Bribery and Corruption Policy**
  In line with the provisions of Section 17A of the Malaysian Anti-Corruption Commission Act 2009, the Group has adopted a culture of zero tolerance towards all forms of bribery and corruption as already enunciated in our Group's policies, codes of conduct, and core values.

  The Anti-Bribery and Corruption Policy has been developed to fulfill the legal and regulatory requirements and sets out the overall position on bribery and corruption in all forms. The Anti-Bribery and Corruption Policy provides information and guidance to the Directors, employees and business associates on standards of behaviour and to uphold their responsibilities which must be adhered to, recognised, as well as dealing with bribery and corruption.

All applicable laws, rules and regulations set by the government, are to be complied with by the Group and are expected to adopt and comply with the Malaysian Anti-Corruption Commission Act 2009 including any amendment thereof.

(b) Authority and Responsibility

- **Organisation Structure**
  The Group has a clear organisational structure that formally defines the lines of reporting, as well as the accountabilities and responsibilities of the respective functions within the Group. The corporate structure enhances the ability of each subsidiary or division, as the case may be, to focus on its assigned core or support functions within the Group.

  The organisation structure and delegation of responsibilities are communicated throughout the Group which sets out amongst others, authorisation levels, segregation of duties and other risk and control procedures.

- **Board Committees**
  The Board has established several Board Committees to assist in discharging its duties. These include the Audit Committee, Board Risk Management Committee, Nomination Committee and Remuneration Committee. These Board Committees have been delegated with specific duties to review and consider all matters within their scope of responsibility as defined in their respective terms of reference.

- **Limits of Authority**
  The Group has clear limits of authority which defines the approving limits that have been assigned and delegated to each approving authority within the Group. The limits of authority are reviewed periodically and updated in line with the changes in the organisation.

(c) Planning, Monitoring and Reporting

- **Performance Monitoring and Reporting**
  The Group's management team monitors and reviews financial and operating results, including monitoring and reporting of performance against the operating plans. The management team formulates and communicates action plans to address the areas of concern.

- **Performance Review**
  The preparation of periodic and annual results as well as the state of affairs of the Group are reviewed and approved by the Board before the same are released to the regulators whilst the full year financial statements are audited by the external auditors before their issuance to the regulators and shareholders.

- **Financial Budgeting**
  Annual budgets are prepared and reviewed by Senior Management prior to tabling to the Board for approval. Actual performance is reviewed against the budget with explanations provided for material variances.

(d) Policies, Guidelines and Procedures

- **Documented Policies and Procedures**
  Internal policies and procedures, which are set out in a series of clearly documented standard operating manuals covering most areas within the Group, are maintained and subject to review as considered necessary.

- **ISO 9001:2008 Accreditation**
  The Construction Division of the Group has been accorded full ISO 9001:2008 accreditation in line with the Group's quest to improve its internal system's strength consistently.

(e) Communication and Investor Relations

- **Reporting to Shareholders and other Stakeholders**
  The Group has established processes and procedures to ensure the quarterly and annual reports, which cover the Group's performance, are submitted to Bursa Securities for release to shareholders and stakeholders on a timely basis. All quarterly results are reviewed by the Board prior to their announcements.

  The Annual Report of the Group is issued to the shareholders within the stipulated time as prescribed under the MMLR of Bursa Securities.

BOARD ASSURANCE AND LIMITATION

The Board acknowledges its overall responsibility for reviewing the adequacy and integrity of the Group's systems of internal control, identifying principal risks and establishing an appropriate control environment and framework to manage risks. The Board continues to derive its comfort of the state or risk management and internal control of the Group from the following oversight mechanisms and information compiled for these oversight processes:-

- periodic review of financial information covering financial performance and quarterly financial results;
- BRMC's oversight of risk management framework, changes in risk magnitudes and status of management implementation of risk mitigation plan;
- Audit Committee's review and consultation with Management on the integrity of the financial results and audited financial statements;

- audit findings and reports on the review of systems of internal control provided by the internal auditors and status of Management's implementation of the audit recommendations; and
- Management's assurance that the Group's risk management and internal control systems have been operated adequately and effectively, in all material respects.

The Board also received assurance from the Group Managing Director and Group Chief Financial Officer of the Company that the Group's risk management and internal control system is operating adequately and effectively, in all material aspects, based on the risk management and internal control system of the Company.

For the financial year under review, the Board is satisfied that the existing level of systems of risk management and internal control is effective to enable the Group to achieve its business objectives and there were no material losses resulted from significant control weaknesses that require additional disclosure in this Annual Report.

The Board recognises that the systems of risk management and internal control should be continuously improved in line with the evolving business development. Nonetheless, it should be noted that all risk management systems and systems of internal control could only manage rather than eliminate risks of failure to achieve business objectives. Therefore, these systems of risk management and internal control in the Group can only provide reasonable but not absolute assurance against material misstatements, frauds and losses.

The Board will continue to monitor all major risks affecting the Group and take necessary measures to mitigate them and continue to enhance the adequacy and effectiveness of the risk management and internal control systems of the Group.

REVIEW OF STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL BY EXTERNAL AUDITORS

As required by Paragraph 15.23 of the MMLR of Bursa Securities and pursuant to the scope set out in the Audit and Assurance Practice Guide ("**AAPG**") 3, Guidance for Auditors on Engagements to Report on the Statement on Risk Management and Internal Control included in the Annual Report, issued by the Malaysian Institute of Accountants, the External Auditors have reviewed this Statement on Risk Management and Internal Control for inclusion in the annual report of the Group for the financial year ended 30 June 2023.

AAPG 3 does not require the External Auditors to consider whether this Statement covers all risk and controls, or to form an opinion on the adequacy and effectiveness of the Group's risk management and internal control systems.

Based on their review, the External Auditors have reported to the Board that nothing has come to the attention that causes them to believe that this Statement is inconsistent with their understanding of the process adopted by the Board in reviewing the adequacy and integrity of the system of risk management and internal controls of the Group.

The Statement on Risk Management and Internal Control was approved by the Board on 12 October 2023.

Additional Compliance Information

1. UTILISATION OF PROCEEDS FROM CORPORATE PROPOSALS

The Company did not raise any fund through any corporate proposal during the financial year. Therefore, there was no utilisation of proceeds for the financial year.

2. AUDIT AND NON-AUDIT FEES

Details of the nature of non-audit services rendered by the External Auditors and/or its affiliates for the financial year ended 30 June 2023 are set out as follows:

Audit Fees	Group (RM)	Company (RM)
(1) Audit Fees Paid/Payable to Baker Tilly Monteiro Heng PLT		
Review of the audited financial statements for the financial year ended 30.06.2023	460,500	101,000
Total	**460,500**	**101,000**

Non-Audit Fees	Group (RM)	Company (RM)
(1) Non-Audit Fees Paid/Payable to BTMH		
(a) Review of the Statement on Risk Management and Internal Control	7,000	7,000
(b) Review of the House Development Accounts	15,000	-
(2) Non-Audit Fees Paid/Payable to affiliates of Baker Tilly Monterio Heng PLT	145,761	3,710
Total	**167,761**	**10,710**

3. MATERIAL CONTRACTS

Save as disclosed below, the Company and its subsidiaries have not entered into any material contracts subsisting at the end of the financial year or entered into since the end of the previous financial year, which involved the interest of the Directors and major shareholders other than contracts entered into in the ordinary course of business: -

(i) City Meridian Development Sdn. Bhd. ("**CMD**"), a wholly owned subsidiary of the Company, had on 21 May 2014, entered into a sale and purchase agreement ("**SPA**") with Titijaya Group Sdn. Bhd. ("**TGSB**") to purchase a parcel of leasehold land held under PN4022, Lot No. 12174, Mukim 12, Daerah Barat Daya, Pulau Pinang for cash consideration at RM126,000,000 ("**Acquisition of Land**").

On 19 January 2015, CMD had entered into the supplemental agreement with TGSB to vary, amend, modify or alter certain provisions, terms and conditions of the SPA and to extend the period for the fulfilment of the conditions precedent for 1 year from 21 September 2014 or any other period as mutually agreed between the parties.

The Company had on 27 May 2015 obtained the approval from its shareholders in relation to the Acquisition of Land.

Subsequently, pursuant to the letters between CMD and TGSB dated 21 September 2015, 10 November 2015, 15 February 2016 and 26 May 2016, the parties had mutually agreed to further extend the date for fulfilment of the conditions precedent of the SPAs to 10 November 2015, 10 February 2016, 10 May 2016 and 10 December 2016, respectively. On 22 September 2016, the conditions precedent had been fulfilled by the respective parties.

TGSB, on behalf of CMD, has continued to liaise and follow up with the Jabatan Perancang Bandar dan Desa Pulau Pinang and the Penang Development Corporation to obtain the Development Approvals, in varying the zoning of the land use to mixed development and approval in undertaking the development ratio of the Land with plot ratio of 1:4.

On 23 October 2018, 1 November 2019, 2 November 2020 and 2 November 2021, TGSB and the Company mutually agreed to extend the period to obtain the Development Approvals and on 3 November 2022, the period was extended to 4 November 2023.

The Company had initially intended to utilise the Land to develop a mixed residential and commercial project, the details of which had yet to be determined. Subsequently, the Company had intended to vary the development of the Land to include the development of a purpose-built DHL logistics commercial complex whereby DHL Properties (M) Sdn. Bhd. ("**DHL**") will subsequently lease the proposed Facility for a period of 10 years.

Aman Duta Sdn. Bhd., an indirect wholly-owned subsidiary of Titijaya, had on 15 June 2022 entered into an Agreement to Build-and-Let with DHL. The said Agreement set forth the terms and conditions in respect of the construction and letting of the Facility to be constructed on a portion of the Land, in accordance with the agreed architectural design, layout and building specification agreed by DHL and approved by the appropriate authorities.

On 23 May 2023, Titijaya announced that the Company had decided to vary the original development use of the Land to include the development of a DHL facility whereby DHL will subsequently lease the proposed DHL facility for a period of 10 years ("**Proposed Variation**"). The Proposed Variation was subject to the approval of shareholders of Titijaya at an Extraordinary General Meeting to be convened.

At the Extraordinary General Meeting of the Company held on 12 September 2023, the Company had obtained the shareholders' approval for the Proposed Variation.

4. RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE

At the Tenth Annual General Meeting of the Company held on 29 November 2022, the Company had obtained a general mandate from its shareholders ("**Shareholders' Mandate**") for a recurrent related party transaction of revenue or trading nature ("**RRPT**").

There were no RRPTs conducted pursuant to the Shareholders' Mandate during the financial year ended 30 June 2023.

Statement of Directors' Responsibility

The Directors are responsible for ensuring that the annual financial statements of the Group and of the Company are drawn up in accordance with the applicable Malaysian Financial Reporting Standards (MFRSs), International Financial Reporting Standards (IFRSs), the provisions of the Companies Act 2016 and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The annual financial statements are prepared with reasonable accuracy from the accounting records of the Group and Company so as to give a true and fair view of the financial position of the Group and of the Company as at 30 June 2023, and of their financial performance and cash flows for the financial year then ended.

In preparing the annual financial statements, the Directors have also:-

- Adopted the appropriate and relevant accounting policies and applied them consistently;
- Made judgements and estimates that are reasonable and prudent; and
- Assessed the Group's and the Company's ability to continue as going concern, and confirmed that the annual financial statements are prepared using the going concern basis of accounting.

The Directors are also responsible for:

- Ensuring that the Group and the Company keep proper accounting and other records to enable the explanation of transactions and preparation of financial statements; and
- Taking the necessary steps to ensure appropriate systems and internal controls are in place to safeguard the assets of the Group and of the Company, as well as to prevent and detect fraud and any other irregularities.

The Directors confirmed that they have complied with the above requirements for the annual financial statements for the financial year ended 30 June 2023.

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FINANCIAL STATEMENTS

The directors hereby submit their report together with the audited financial statements of the Group and of the Company for the financial year ended 30 June 2023.

PRINCIPAL ACTIVITIES

The principal activity of the Company is investment holding. The principal activities of its subsidiaries include property development, investment holding, providing management services, money lending business, property investment and construction.

There have been no significant changes in the nature of these activities during the financial year.

RESULTS

	Group RM	Company RM
Profit for the financial year, net of tax	5,928,339	7,617,883
Attributable to:		
Owners of the Company	4,424,636	7,617,883
Non-controlling interests	1,503,703	-
	5,928,339	7,617,883

DIVIDENDS

No dividend has been paid or declared by the Company since the end of the previous financial year.

The directors do not recommend the payment of any dividends in respect of the financial year ended 30 June 2023.

RESERVES OR PROVISIONS

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

BAD AND DOUBTFUL DEBTS

Before the financial statements of the Group and of the Company were prepared, the directors took reasonable steps 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 had satisfied themselves that all known bad debts had been written off and that adequate allowance had been made for doubtful debts.

At the date of this report, the directors are not aware of any circumstances which would render the amount written off for bad debts or the amount of allowance for doubtful debts in the financial statements of the Group and of the Company inadequate to any substantial extent.

CURRENT ASSETS

Before the financial statements of the Group and of the Company were prepared, the directors took reasonable steps to ensure that any current assets which were unlikely to be realised in the ordinary course of business including their values as shown in the accounting records of the Group and of the Company had been written down to an amount which they might be expected so to realise.

At the date of this report, the directors are not aware of any circumstances which would render the values attributed to the current assets in the financial statements of the Group and of the Company misleading.

VALUATION METHODS

At the date of this report, the directors are not aware of any circumstances which have arisen which render adherence to the existing method of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate.

CONTINGENT AND OTHER LIABILITIES

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

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

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

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

CHANGE OF CIRCUMSTANCES

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

ITEMS OF MATERIAL AND UNUSUAL NATURE

In the opinion of the directors,

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

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

AUDITORS' REMUNERATION

The auditors' remuneration of the Group and of the Company during the financial year were RM482,500 and RM108,000 respectively.

ISSUE OF SHARES AND DEBENTURES

During the financial year, the Company converted 70,697,679 new ordinary shares of RM0.825 each arising from the conversion of 706,976,790 units of irredeemable convertible preference shares ("ICPS") on the basis of 1 new ordinary share for every 10 units of ICPS.

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

TREASURY SHARES

Treasury shares relate to ordinary shares of the Company that are repurchased and held by the Company in accordance with the requirement of Section 127 of the Companies Act 2016 in Malaysia.

During the financial year, the Company repurchased 8,625,300 of its issued ordinary shares from the open market at an average price of RM0.25 per share. The net total consideration paid for repurchase including transaction costs was RM2,115,209.

As at 30 June 2023, the Company held 94,238,400 treasury shares out of its 1,430,927,289 issued and paid-up ordinary shares. Such treasury shares are held at a carrying amount of RM27,897,093.

Subsequent to the financial year, the Company had cancelled 92,478,600 of its treasury shares at an average price of RM0.297. The ordinary shares purchased were being held as treasury shares in accordance with Section 127(6) of the Companies Act 2016 and were presented as a deduction from equity.

OPTIONS GRANTED OVER UNISSUED SHARES

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

DIRECTORS

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

Tengku Dato' Sri Uzir Bin Tengku Dato' Ubaidillah* *(Appointed on 29 November 2022)*

Datuk Lim Poh Yit*

Lim Puay Fung*

Dato' Faizal Bin Abdullah*

Dato P'ng Soo Hong *(Appointed on 29 November 2022)*

Chin Kim Chung

Azura Binti Azman *(Appointed on 29 November 2022)*

Mohd Izhar Bin Moslim *(Appointed on 29 November 2022)*

Admiral Tan Sri Dato' Setia Mohd Anwar Bin Hj Mohd Nor *(Retired on 29 November 2022)*

Datuk Seri Ch'ng Toh Eng *(Retired on 29 November 2022)*

Dato' Mohd Ibrahim Bin Mohd Nor* *(Retired on 29 November 2022)*

Tan Sri Syed Mohd Yusof Bin Tun Syed Nasir* *(Retired on 29 November 2022)*

** Directors of the Company and its subsidiary(ies).*

Other than as stated above, the names of the directors of the subsidiary(ies) of the Company in office during the financial year and during the period from the end of the financial year to the date of this report are:

Tan Sri Dato' Lim Soon Peng

Puan Sri Datin Chan Lian Yen

Adrian Cheok Eu Gene

Datin Paduka Nor Hayati Binti Onn

Li Xinwen

Qin Fei

Rafidah Binti Menan

Raja Mufik Affandi Bin Raja Khalid

Tsuyoshi Kojima

Tan Moi @Tan Cha Boh *(Resigned on 7 September 2023)*

DIRECTORS' INTERESTS

According to the Register of Directors' Shareholdings required to be kept by the Company under Section 59 of the Companies Act 2016 in Malaysia, the interests of directors in office at the end of the financial year in shares in the Company and its related corporations during the financial year were as follows:

	Number of ordinary shares				
	At 1.7.2022	Bought	Sold	ICPS conversion	At 30.6.2023
The Company					
Direct interest					
Datuk Lim Poh Yit	66,101,628	-	-	-	66,101,628
Lim Puay Fung	490,000	-	-	-	490,000
Chin Kim Chung	720,000	-	-	-	720,000
Dato' Faizal Bin Abdullah	3,000,000	-	-	-	3,000,000
Tengku Dato' Sri Uzir Bin Tengku Dato' Ubaidillah	2,050,000	-	-	-	2,050,000
Dato' P'ng Soo Hong	62,000	-	-	-	62,000
Indirect interest					
Datuk Lim Poh Yit #	749,018,494	-	-	15,946,280	764,964,774
Lim Puay Fung #	749,018,494	-	-	15,946,280	764,964,774

	Irredeemable convertible preference shares ("ICPS")				
	At 1.7.2022	Bought	Sold	ICPS conversion	At 30.6.2023
Indirect interest					
Datuk Lim Poh Yit #	159,462,800	-	-	(159,462,800)	-
Lim Puay Fung #	159,462,800	-	-	(159,462,800)	-

	Number of ordinary shares			
	At 1.7.2022	Bought	Sold	At 30.6.2023
Ultimate Holding Company				
Titijaya Group Sdn. Bhd.				
Direct interest				
Datuk Lim Poh Yit	91,530,000	-	-	91,530,000
Lim Puay Fung	21,470,000	-	-	21,470,000

 # Deemed interested by virtue of Section 8(4) of the Companies Act 2016 in Malaysia.

By virtue of their interests in the ordinary shares of the Company and pursuant to Section 8 of the Companies Act 2016 in Malaysia, Datuk Lim Poh Yit and Lim Puay Fung are deemed to have an interest in the ordinary shares of the subsidiaries to the extent that the Company has an interest.

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

DIRECTORS' BENEFITS

Since the end of the previous financial year, no director of the Company has received or become entitled to receive any benefit (other than benefits included in the aggregate amount of emoluments received or due and receivable, by the directors as shown below) by reason of a contract made by the Company or a related corporation with the director or with a firm of which the director is a member, or with a company in which the director has a substantial financial interest.

The directors' benefits of the Group and of the Company are as follows:

	Group RM	Company RM
Directors		
Executive directors		
- Fees	125,200	125,200
- Other emoluments	2,348,730	-
- Benefits-in-kind	249,425	-
Non-executive directors		
- Fees	271,750	271,750
- Other emoluments	56,000	56,000
	3,051,105	452,950

Neither during, nor at the end of the financial year, was the Company a party to any arrangements where the object is 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 FOR DIRECTORS AND OFFICERS

During the financial year, the total amount of indemnity coverage and insurance premium paid for the directors and certain officers of the Company were RM20,000,000 and RM27,000 respectively.

SUBSIDIARIES

The details of the Company's subsidiaries are as follows:

Name of Company	Principal Place of Business / Country of Incorporation	Effective Ownership Interest 2023	Effective Ownership Interest 2022	Principal Activities
Direct subsidiaries				
Aman Kemensah Sdn. Bhd.	Malaysia	100%	100%	Property development
Epoch Property Sdn. Bhd.	Malaysia	100%	100%	Property development
NPO Development Sdn. Bhd.	Malaysia	100%	100%	Property development
Safetags Solution Sdn. Bhd.	Malaysia	100%	100%	Property development
Shah Alam City Centre Sdn. Bhd.	Malaysia	100%	100%	Property development
Titi DC Sdn. Bhd. *(formerly known as Prosperous Hectares Sdn. Bhd.)*	Malaysia	100%	100%	Dormant
Pin Hwa Properties Sdn. Bhd.	Malaysia	100%	100%	Investment holding and property development
Terbit Kelana Development Sdn. Bhd.	Malaysia	100%	100%	Investment holding
Titijaya Ventures Sdn. Bhd.	Malaysia	100%	100%	Trading in medicare equipment and product, property development and investment holding
Titijaya PMC Sdn. Bhd.	Malaysia	100%	100%	Providing management services
City Meridian Development Sdn. Bhd.	Malaysia	100%	100%	Property development
Titijaya Capital Sdn. Bhd.	Malaysia	100%	100%	Money lending business
Premsdale Development Sdn. Bhd.	Malaysia	100%	100%	Property development
Tulus Lagenda Sdn. Bhd.	Malaysia	100%	100%	Property development
Titijaya South Asia Sdn. Bhd.	Malaysia	100%	100%	Dormant
Titijaya Development (Pulau Pinang) Sdn. Bhd.	Malaysia	100%	100%	Dormant
Tamarind Heights Sdn. Bhd.	Malaysia	100%	100%	Property development
NPO Builders Sdn. Bhd.	Malaysia	100%	100%	Property development
Sri Komakmur Development Sdn. Bhd.	Malaysia	100%	100%	Property development and investment holding
Riveria City Sdn. Bhd.	Malaysia	70%	70%	Property development
Ambang Sanjung Holdings Sdn. Bhd.	Malaysia	70%	70%	Dormant
Bangga Induk Sdn. Bhd.	Malaysia	100%	100%	Dormant

SUBSIDIARIES (continued)

The details of the Company's subsidiaries are as follows: (continued)

Name of Company	Principal Place of Business / Country of Incorporation	Effective Ownership Interest 2023	Effective Ownership Interest 2022	Principal Activities
Indirect subsidiaries				
Subsidiaries of NPO Development Sdn. Bhd.				
Neu Estates Sdn. Bhd.	Malaysia	100%	100%	Property development
Zen Estates Sdn. Bhd.	Malaysia	100%	100%	Property development
Subsidiaries of Titijaya Ventures Sdn. Bhd.				
Aman Duta Sdn. Bhd.	Malaysia	100%	100%	Dormant
Ampang Avenue Development Sdn. Bhd.	Malaysia	70%	70%	Property development
Tenang Sempurna Sdn. Bhd.	Malaysia	70%	70%	Property development
Tunas Rumpun Sdn. Bhd.	Malaysia	55%	-	Dormant
Titijaya Makmur Sdn. Bhd.	Malaysia	100%	-	Dormant
Subsidiary of Ampang Avenue Development Sdn. Bhd.	Malaysia	100%	100%	Dormant
Nipah Valley Sdn. Bhd.	Malaysia	70%	70%	Property development
Subsidiaries of Sri Komakmur Development Sdn. Bhd.				
Renofajar Sdn. Bhd.	Malaysia	100%	100%	In the process of winding up
Blu Waterfront Development Sdn. Bhd.	Malaysia	100%	100%	Property development
Subsidiary of Blu Waterfront Development Sdn. Bhd.				
Laksana Wawasan Sdn. Bhd.	Malaysia	100%	100%	Property investment
Subsidiary of NPO Builders Sdn. Bhd.				
Moi Development Sdn. Bhd.	Malaysia	100%	-	Property development and construction

INTERESTS IN HOLDING COMPANY AND OTHER RELATED CORPORATIONS

Other than as disclosed elsewhere in this report, the Company does not have any interest in shares in the holding company and its other related corporations during the financial year.

SIGNIFICANT EVENTS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

(a) On 17 July 2023, Titijaya PMC Sdn. Bhd. and Titijaya South Asia Sdn. Bhd., being the wholly-owned subsidiaries of the Company, had entered into a Sale and Purchase Agreement with Menara ABS Berhad for the acquisition of a twenty-two storey purpose-build office building together with an annexed six storey Telekom Exchange and five level of basement car park for a purchase price of RM72,000,000.

(b) On 31 July 2023, City Meridian Development Sdn. Bhd., a wholly-owned subsidiary of the Company, had signed a Reclamation and Development Agreement with Penang Development Corporation for the reclamation and development of a site measuring approximately 20.80 acres.

(c) On 28 August 2023, Renofajar Sdn. Bhd., an indirect wholly-owned subsidiary of the Company received a winding-up order dated 4 August 2023 issued by the High Court.

(d) On 12 September 2023, the Company had held an Extraordinary General Meeting and approvals had obtained from shareholders for the Proposed Variation in relation to the initial intention to utilise a parcel of leasehold land held under PN 12299, Lot No. 72393, Mukim 12, Daerah Barat Daya, Pulau Pinang to develop a mixed residential and commercial project and subsequently, the Company had varied to a purpose-built DHL logistics commercial complex whereby DHL Properties (M) Sdn. Bhd. will subsequently lease the Proposed Facility for a period of 10 years.

ULTIMATE HOLDING COMPANY

The directors regard Titijaya Group Sdn. Bhd., a company incorporated and domiciled in Malaysia, as the ultimate holding company of the Company.

AUDITORS

The auditors, Messrs Baker Tilly Monteiro Heng PLT, have expressed their willingness to continue in office.

This report was approved and signed on behalf of the Board of Directors in accordance with a resolution of the directors.

DATUK LIM POH YIT
Director

LIM PUAY FUNG
Director

Kuala Lumpur
Date: 24 October 2023

Statements of Financial Position

AS AT 30 JUNE 2023

	Note	Group 30.6.2023 RM	Group 30.6.2022 RM Restated	Group 1.7.2021 RM Restated	Company 30.6.2023 RM	Company 30.6.2022 RM	Company 1.7.2021 RM
ASSETS							
Non-current assets							
Property, plant and equipment	5	**10,596,254**	10,255,579	9,980,543	**-**	-	-
Investment in subsidiaries	6	**-**	-	-	**1,283,641,048**	1,239,991,592	1,203,484,908
Investment in associates	7	**6,621,621**	6,624,081	7,148,180	**-**	-	-
Investment properties	8	**255,104,613**	161,698,582	135,232,546	**-**	-	-
Goodwill on consolidation	9	**2,062,677**	2,062,677	2,062,677	**-**	-	-
Inventories	10	**1,221,570,881**	1,144,259,146	1,087,260,531	**-**	-	-
Deferred tax assets	20	**7,677,781**	5,331,622	3,857,355	**-**	-	-
Trade receivables	11	**847,225**	545,770	250,859	**-**	-	-
Total non-current assets		**1,504,481,052**	1,339,777,457	1,245,792,691	**1,283,641,048**	1,239,991,592	1,203,484,908
Current assets							
Inventories	10	**264,028,446**	559,098,978	720,336,886	**-**	-	-
Trade and other receivables	11	**276,756,795**	429,196,477	562,078,059	**1,200,130**	903,649	7,393,032
Contract assets	12	**17,903,839**	6,297,318	-	**-**	-	-
Contract costs	13	**6,430,480**	8,630,081	10,440,215	**-**	-	-
Current tax assets		**25,118,186**	31,473,195	18,526,693	**233,383**	154,504	26,500
Cash and short-term deposits	14	**199,940,738**	177,747,823	173,081,838	**67,495,695**	26,401,622	15,931,426
Total current assets		**790,178,484**	1,212,443,872	1,484,463,691	**68,929,208**	27,459,775	23,350,958
TOTAL ASSETS		**2,294,659,536**	2,543,221,329	2,730,256,382	**1,352,570,256**	1,267,451,367	1,226,835,866

Statements of Financial Position

AS AT 30 JUNE 2023 (CONTINUED)

	Note	Group 30.6.2023 RM	Group 30.6.2022 RM Restated	Group 1.7.2021 RM Restated	Company 30.6.2023 RM	Company 30.6.2022 RM	Company 1.7.2021 RM
EQUITY AND LIABILITIES							
Equity attributable to the owners of the Company							
Share capital	15	**844,603,838**	786,278,243	785,292,038	**844,603,838**	786,278,243	785,292,038
Treasury shares	15	**(27,897,093)**	(25,781,884)	(25,290,710)	**(27,897,093)**	(25,781,884)	(25,290,710)
Irredeemable convertible preference shares	16	**-**	58,325,595	59,311,800	**-**	58,325,595	59,311,800
Other reserve	17	**(47,425,855)**	(47,425,855)	(47,425,855)	**-**	-	-
Retained earnings	15	**433,746,507**	429,321,871	432,641,918	**230,319,171**	222,701,288	157,149,408
		1,203,027,397	1,200,717,970	1,204,529,191	**1,047,025,916**	1,041,523,242	976,462,536
Non-controlling interests		**89,258,366**	87,630,799	75,983,060	**-**	-	-
TOTAL EQUITY		**1,292,285,763**	1,288,348,769	1,280,512,251	**1,047,025,916**	1,041,523,242	976,462,536
Non-current liabilities							
Trade and other payables	18	**56,323,223**	66,939,759	60,691,283	**-**	-	-
Loans and borrowings	19	**87,468,070**	222,936,160	329,977,745	**-**	3,452,986	7,666,662
Deferred tax liabilities	20	**28,335,745**	33,604,838	34,033,032	**-**	-	-
Total non-current liabilities		**172,127,038**	323,480,757	424,702,060	**-**	3,452,986	7,666,662
Current liabilities							
Trade and other payables	18	**495,847,622**	518,256,472	568,953,925	**285,544,340**	180,141,803	126,502,474
Contract liabilities	12	**193,356,746**	224,038,335	273,047,583	**-**	-	-
Loans and borrowings	19	**138,855,382**	189,096,951	179,042,744	**20,000,000**	42,333,336	116,204,194
Current tax liabilities		**2,186,985**	45	3,997,819	**-**	-	-
Total current liabilities		**830,246,735**	931,391,803	1,025,042,071	**305,544,340**	222,475,139	242,706,668
TOTAL LIABILITIES		**1,002,373,773**	1,254,872,560	1,449,744,131	**305,544,340**	225,928,125	250,373,330
TOTAL EQUITY AND LIABILITIES		**2,294,659,536**	2,543,221,329	2,730,256,382	**1,352,570,256**	1,267,451,367	1,226,835,866

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

Statements of Comprehensive Income

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

	Note	Group 2023 RM	Group 2022 RM Restated	Company 2023 RM	Company 2022 RM
Revenue	21	**362,625,445**	274,927,629	**10,700,000**	70,992,000
Cost of sales	22	**(312,011,882)**	(235,603,762)	**-**	-
Gross profit		**50,613,563**	39,323,867	**10,700,000**	70,992,000
Other income	23	**20,450,157**	6,003,141	**-**	-
Distribution expenses		**(2,007,935)**	(1,429,923)	**-**	-
Administrative expenses		**(20,552,908)**	(15,631,868)	**(1,056,625)**	(1,066,936)
Net reversal of impairment losses/(impairment losses) on financial instruments		**1,099,193**	(1,919,971)	**-**	-
Other expenses		**(30,912,792)**	(10,548,275)	**(414,344)**	(427,539)
Operating profit		**18,689,278**	15,796,971	**9,229,031**	69,497,525
Finance income	24	**4,587,480**	2,034,747	**157,050**	119,162
Finance costs	25	**(6,535,158)**	(11,490,482)	**(1,738,277)**	(4,064,807)
Share of results of associates, net of tax		**(2,460)**	(524,099)	**-**	-
Profit before tax	26	**16,739,140**	5,817,137	**7,647,804**	65,551,880
Income tax expense	27	**(10,810,801)**	(7,486,719)	**(29,921)**	-
Profit/(Loss) for the financial year		**5,928,339**	1,669,582	**7,617,883**	65,551,880
Other comprehensive income for the financial year		**-**	-	**-**	-
Total comprehensive income/(loss) for the financial year		**5,928,339**	(1,669,582)	**7,617,883**	65,551,880
Total comprehensive income/(loss) attributable to:					
Owners of the Company		**4,424,636**	(3,320,047)	**7,617,883**	65,551,880
Non-controlling interests		**1,503,703**	1,650,465	**-**	-
		5,928,339	(1,669,582)	**7,617,883**	65,551,880
Earnings/(Loss) per ordinary share attributable to owners of the Company (sen)					
- Basic	28(a)	**0.33**	(0.26)		
- Diluted	28(b)	**0.33**	(0.25)		

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

Statements of Changes in Equity

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

Group	Note	Share Capital (Note 15) RM	Treasury Shares (Note 15) RM	Other Reserves (Note 17) RM	Irredeemable Convertible Preference Shares (Note 16) RM	Retained Earnings (Note 15) RM	Sub-total RM	Non-Controlling Interests RM	Total Equity RM
		Attributable to owners of the Company							
At 1 July 2022 (Restated)		786,278,243	(25,781,884)	(47,425,855)	58,325,595	429,321,871	1,200,717,970	87,630,799	1,288,348,769
Total comprehensive income for the financial year									
Profit for the financial year, representing total comprehensive income		-	-	-	-	4,424,636	4,424,636	1,503,703	5,928,339
Transactions with owners									
Conversion of ICPS	16	58,325,595	-	-	(58,325,595)	-	-	-	-
Repurchase of treasury shares	15(b)	-	(2,115,209)	-	-	-	(2,115,209)	-	(2,115,209)
NCI share of purchase of a subsidiary	6(e)	-	-	-	-	-	-	123,864	123,864
Total transactions with owners		58,325,595	(2,115,209)	-	(58,325,595)	-	(2,115,209)	123,864	(1,991,345)
At 30 June 2023		**844,603,838**	**(27,897,093)**	**(47,425,855)**	**-**	**433,746,507**	**1,203,027,397**	**89,258,366**	**1,292,285,763**

Statements of Changes in Equity

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023 (CONTINUED)

		← *Attributable to owners of the Company* →							
Group (continued)	**Note**	**Share Capital (Note 15) RM**	**Treasury Shares (Note 15) RM**	**Other Reserves (Note 17) RM**	**Irredeemable Convertible Preference Shares (Note 16) RM**	**Retained Earnings (Note 15) RM**	**Sub-total RM**	**Non-Controlling Interests RM**	**Total Equity RM**
At 1 July 2021									
As previously reported		785,292,038	(25,290,710)	(47,425,855)	59,311,800	359,208,937	1,131,096,210	16,540,406	1,147,636,616
Effect of retrospective adjustment	36	-	-	-	-	73,432,981	73,432,981	59,442,654	132,875,635
Restated balance as at 1 July 2021		785,292,038	(25,290,710)	(47,425,855)	59,311,800	432,641,918	1,204,529,191	75,983,060	1,280,512,251
Total comprehensive loss for the financial year									
Loss for the financial year, representing total comprehensive loss		-	-	-	-	(3,320,047)	(3,320,047)	1,650,465	(1,669,582)
Transactions with owners									
Issuance of redeemable preference shares	6(f)	-	-	-	-	-	-	10,000,000	10,000,000
Conversion of ICPS	16	986,205	-	-	(986,205)	-	-	-	-
Repurchase of treasury shares	15(b)	-	(491,174)	-	-	-	(491,174)	-	(491,174)
NCI share of purchase of a subsidiary	6(e)	-	-	-	-	-	-	(2,726)	(2,726)
Total transactions with owners		986,205	(491,174)	-	(986,205)	-	(491,174)	9,997,274	9,506,100
At 30 June 2022 (Restated)		786,278,243	(25,781,884)	(47,425,855)	58,325,595	429,321,871	1,200,717,970	87,630,799	1,288,348,769

Statements of Changes in Equity

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023 (CONTINUED)

		← *Attributable to owners of the Company* →				
Company	**Note**	**Share Capital (Note 15) RM**	**Treasury Shares (Note 15) RM**	**Irredeemable Convertible Preference Shares (Note 16) RM**	**Retained Earnings (Note 15) RM**	**Total Equity RM**
At 1 July 2022		786,278,243	(25,781,884)	58,325,595	222,701,288	1,041,523,242
Total comprehensive income for the financial year						
Profit for the financial year, representing total comprehensive income		-	-	-	7,617,883	7,617,883
Transactions with owners						
Conversion of ICPS	16	58,325,595	-	(58,325,595)	-	-
Repurchase of treasury shares	15(b)	-	(2,115,209)	-	-	(2,115,209)
Total transactions with owners		58,325,595	(2,115,209)	(58,325,595)	-	(2,115,209)
At 30 June 2023		**844,603,838**	**(27,897,093)**	**-**	**230,319,171**	**1,047,025,916**
At 1 July 2021		785,292,038	(25,290,710)	59,311,800	157,149,408	976,462,536
Total comprehensive income for the financial year						
Profit for the financial year, representing total comprehensive income		-	-	-	65,551,880	65,551,880
Transaction with owners						
Conversion of ICPS	16	986,205	-	(986,205)	-	-
Repurchase of treasury shares	15(b)	-	(491,174)	-	-	(491,174)
Total transactions with owners		986,205	(491,174)	(986,205)	-	(491,174)
At 30 June 2022		786,278,243	(25,781,884)	58,325,595	222,701,288	1,041,523,242

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

Statements of Cash Flows

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023

	Note	Group 2023 RM	Group 2022 RM Restated	Company 2023 RM	Company 2022 RM
Cash flows from operating activities					
Profit before tax		**16,739,140**	5,817,137	**7,647,804**	65,551,880
Adjustments for:					
Depreciation of investment properties		**117,932**	92,972	**-**	-
Depreciation of property, plant and equipment		**776,482**	907,383	**-**	-
Finance costs		**6,535,158**	11,490,482	**1,738,277**	4,064,807
Finance income		**(4,587,480)**	(2,034,747)	**(157,050)**	(119,162)
Gain on disposal of:					
- investment properties		**(5,071,743)**	-	**-**	-
- property, plant and equipment		**(376,997)**	(224,498)	**-**	-
Impairment loss on:					
- goodwill		**116,986**	30,402	**-**	-
- trade receivables		**1,567,421**	1,240,834	**-**	-
- other receivables		**-**	679,137	**-**	-
Inventories written down		**21,466,190**	168,424	**-**	-
Net amortisation on Class A shares of a subsidiary classified as financial liabilities at amortised cost		**1,116,172**	1,116,172	**-**	-
Reversal of impairment loss on trade receivables		**(2,666,614)**	-	**-**	-
Share of result of associates, net of tax		**2,460**	524,099	**-**	-
Written off of:					
- trade receivables		**521,728**	25,642	**-**	-
- other receivables		**317,073**	940,052	**-**	126,600
Operating profit before changes in working capital, carried forward		**36,573,908**	20,773,491	**9,229,031**	69,624,125
Net changes in working capital:					
Contract assets		**(11,606,521)**	(6,297,318)	**-**	-
Contract costs		**2,199,601**	1,810,134	**-**	-
Contract liabilities		**(30,681,589)**	(49,009,248)	**-**	-
Inventories		**139,233,879**	93,872,203	**-**	-
Trade and other receivables		**152,977,298**	129,701,006	**(308,660)**	6,401,433
Trade and other payables		**(10,589,866)**	(20,762,861)	**17,850**	116,430
Net cash generated from operations		**278,106,710**	170,087,407	**8,938,221**	76,141,988
Income tax paid		**(11,447,309)**	(26,579,190)	**(108,800)**	(128,004)
Income tax refunded		**1,563,205**	245,734	**-**	-
Interests paid		**(6,696,954)**	(6,998,843)	**-**	-
Interests received		**4,587,480**	2,034,747	**157,050**	119,162
Net cash from operating activities		**266,113,132**	138,789,855	**8,986,471**	76,133,146

Statements of Cash Flows

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023 (CONTINUED)

	Note	Group 2023 RM	Group 2022 RM Restated	Company 2023 RM	Company 2022 RM
Cash flows from investing activities					
Advances to associates		**(8,013)**	-	**(7,763)**	(6,581)
Advances to subsidiaries		**-**	-	**(43,629,514)**	(36,531,751)
Additions to investment properties		**(36,215,360)**	(9,423,413)	**-**	-
Acquisition of property, plant and equipment		**(147,160)**	(501)	**-**	-
Investment in subsidiaries		**(266,388)**	2,998	**-**	(7,002)
Proceeds from disposal of					
- investment properties		**13,600,000**	-	**-**	-
- property, plant and equipment		**377,000**	224,500	**-**	-
Net cash used in investing activities		**(22,659,921)**	(9,196,416)	**(43,637,277)**	(36,545,334)
Cash flows from financing activities	(a)				
Advances from an associate		**10,000,000**	-	**10,000,000**	-
Advances from subsidiaries		**-**	-	**95,074,757**	53,515,897
Change in pledged deposits		**1,186,874**	(104,086)	**(492,494)**	1,019,797
Drawdown of bank borrowings		**-**	44,952,068	**-**	5,000,000
Interest paid		**(6,465,428)**	(6,773,984)	**(1,738,277)**	(4,064,807)
Payment of lease liabilities		**(299,209)**	(70,488)	**-**	-
Placement of fixed deposits		**(1,906,387)**	(1,554,513)	**(36,796)**	(1,554,513)
Proceed from issuance of redeemable preference shares		**-**	10,000,000	**-**	-
Purchase of treasury shares		**(2,115,209)**	(491,174)	**(2,115,209)**	(491,174)
Redemption of redeemable preference shares		**(36,000,000)**	(29,000,000)	**-**	-
Repayment of bank borrowings		**(166,083,694)**	(112,396,997)	**(5,786,322)**	(53,080,344)
Repayment of hire purchases		**(296,756)**	(649,691)	**-**	-
(Repayment to)/Advances from directors		**-**	(492,998)	**309,930**	7,002
Net cash (used in)/from financing activities		**(201,979,809)**	(96,581,863)	**95,215,589**	351,858
Net increase in cash and cash equivalents		**41,473,402**	33,011,576	**60,564,783**	39,939,670
Cash and cash equivalents at the beginning of the financial year		**119,469,355**	86,457,779	**(18,392,015)**	(58,331,685)
Cash and cash equivalents at the end of the financial year		**160,942,757**	119,469,355	**42,172,768**	(18,392,015)

Statements of Cash Flows

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023 (CONTINUED)

	Note	Group 2023 RM	Group 2022 RM Restated	Company 2023 RM	Company 2022 RM
Analysis of cash and cash equivalents:					
Cash and bank balances	14	**180,942,757**	159,469,355	**62,172,768**	21,607,985
Fixed deposits placed with licensed banks	14	**18,997,981**	18,278,468	**5,322,927**	4,793,637
Islamic commercial paper	19	**(20,000,000)**	(40,000,000)	**(20,000,000)**	(40,000,000)
		179,940,738	137,747,823	**47,495,695**	(13,598,378)
Less: pledged deposits	14	**(15,165,752)**	(16,352,626)	**(3,360,289)**	(2,867,795)
Less: deposits with maturity more than 3 months	14	**(3,832,229)**	(1,925,842)	**(1,962,638)**	(1,925,842)
		160,942,757	119,469,355	**42,172,768**	(18,392,015)

(a) Reconciliation of changes in liabilities arising from financing activities are as follows:

	At 1.7.2022 RM	Cash Flows RM	Non-cash Acquisition RM	Non-cash Fair Value Changes RM	At 30.6.2023 RM
Group					
Amount owing to a director	316,932	-	-	-	**316,932**
Loans and borrowings	370,788,242	(166,083,694)	-	-	**204,704,548**
Lease liabilities	707,156	(299,209)	-	-	**407,947**
Hire purchase payables	537,713	(296,756)	970,000	-	**1,210,957**
Other payables - Class A shares	33,819,141	-	-	1,116,172	**34,935,313**
Redeemable preference shares	76,000,000	(36,000,000)	-	-	**40,000,000**
Amount owing to an associate	-	10,000,000	-	-	**10,000,000**
	482,169,184	(192,679,659)	970,000	1,116,172	**291,575,697**
Company					
Amount owing to a director	7,002	309,930	-	-	**316,932**
Amounts owing to subsidiaries	179,605,291	95,074,757	-	-	**274,680,048**
Amount owing to an associate	-	10,000,000	-	-	**10,000,000**
Loans and borrowings	5,786,322	(5,786,322)	-	-	**-**
	185,398,615	99,598,365	-	-	**284,996,980**

Statements of Cash Flows

FOR THE FINANCIAL YEAR ENDED 30 JUNE 2023 (CONTINUED)

(a) Reconciliation of changes in liabilities arising from financing activities are as follows: (continued)

	At 1.7.2021 RM	Cash Flows RM	Non-cash acquisition RM	Non-Cash Fair Value Changes RM	At 30.6.2022 RM
Amount owing to a director	809,930	(492,998)	-	-	316,932
Loans and borrowings	438,233,171	(67,444,929)	-	-	370,788,242
Lease liabilities	-	(70,488)	777,644	-	707,156
Hire purchase payables	783,128	(649,691)	404,276	-	537,713
Other payables - Class A shares	32,702,969	-	-	1,116,172	33,819,141
Redeemable preference shares	105,000,000	(29,000,000)	-	-	76,000,000
	577,529,198	(97,658,106)	1,181,920	1,116,172	482,169,184
Company					
Amount owing to a director	-	7,002	-	-	7,002
Amount owing to subsidiaries	126,089,394	53,515,897	-	-	179,605,291
Loans and borrowings	53,866,666	(48,080,344)	-	-	5,786,322
	179,956,060	5,442,555	-	-	185,398,615

(b) Total cash outflows for leases as a lessee:

	Note	Group 2023 RM	Group 2022 RM
Included in net cash from operating activities:			
Payment relating to short-term leases	27	**29,800**	33,950
Payment relating to leases of low-value assets	27	**41,048**	59,940
Interest paid in relation to lease liabilities	26	**22,152**	23,242
Included in net cash (used in)/from financing activities:			
Payment of lease liabilities		**299,209**	70,488
Total cash outflows for leases		**392,209**	187,620

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

1. CORPORATE INFORMATION

Titijaya Land Berhad ("the Company") is a public limited liability company, incorporated and domiciled in Malaysia and is listed on the Main Market of the Bursa Malaysia Securities Berhad. The registered office of the Company is located at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur. The principal place of business of the Company is located at N-16-01, Penthouse, Level 16, First Subang, Jalan SS15/4G, 47500 Subang Jaya, Selangor Darul Ehsan.

The directors regard Titijaya Group Sdn. Bhd., a company incorporated and domiciled in Malaysia, as the ultimate holding company of the Company.

The principal activity of the Company is investment holding. The principal activities of its subsidiaries include property development, investment holding, providing management services, money lending business, property investment and construction. There have been no significant changes in the nature of these activities during the financial year.

The financial statements were authorised for issue by the Board of Directors in accordance with a resolution of the directors on 24 October 2023.

2. BASIS OF PREPARATION

2.1 Statement of Compliance

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

2.2 Adoption of amendments/improvements to MFRSs

The Group and the Company have adopted the following amendments/improvements to MFRSs for the current financial year:

<u>Amendments/Improvements to MFRSs</u>

MFRS 1	First-time Adoption of Malaysian Financial Reporting Standards
MFRS 3	Business Combinations
MFRS 9	Financial Instruments
MFRS 16	Leases
MFRS 116	Property, Plant and Equipment
MFRS 137	Provisions, Contingent Liabilities and Contingent Assets
MFRS 141	Agriculture

The adoption of the above amendments/improvements to MFRSs did not have any significant effect on the financial statements of the Group and of the Company, and did not result in significant changes to the Group's and the Company's existing accounting policies.

2. BASIS OF PREPARATION (continued)

2.3 New MFRS and amendments/improvements to MFRSs that have been issued, but yet to be effective

(a) The Group and the Company have not adopted the following new MFRS and amendments/improvements to MFRSs that have been issued, but yet to be effective:

		Effective for financial periods beginning on or after
New MFRS		
MFRS 17	Insurance Contracts	1 January 2023
Amendments/Improvements to MFRSs		
MFRS 1	First-time Adoption of Malaysian Financial Reporting Standards	1 January 2023#
MFRS 3	Business Combinations	1 January 2023#
MFRS 5	Non-current Assets Held for Sale and Discontinued Operations	1 January 2023#
MFRS 7	Financial Instruments: Disclosures	1 January 2023# / 1 January 2024
MFRS 9	Financial Instruments	1 January 2023#
MFRS 10	Consolidated Financial Statements	Deferred
MFRS 15	Revenue from Contracts with Customers	1 January 2023#
MFRS 16	Leases	1 January 2024
MFRS 17	Insurance Contracts	1 January 2023
MFRS 101	Presentation of Financial Statements	1 January 2023 / 1 January 2023#/ 1 January 2024
MFRS 107	Statements of Cash Flows	1 January 2023# / 1 January 2024
MFRS 108	Accounting Policies, Changes in Accounting Estimates and Error	1 January 2023
MFRS 112	Income Taxes	1 January 2023
MFRS 116	Property, Plant and Equipment	1 January 2023#
MFRS 119	Employee Benefits	1 January 2023#
MFRS 121	The Effects of changes in Foreign Exchange Rate	1 January 2025
MFRS 128	Investments in Associates and Joint Ventures	Deferred / 1 January 2023#
MFRS 132	Financial Instruments: Presentation	1 January 2023#
MFRS 136	Impairment of Assets	1 January 2023#
MFRS 137	Provisions, Contingent Liabilities and Contingent Assets	1 January 2023#
MFRS 138	Intangible Assets	1 January 2023#
MFRS 140	Investment Property	1 January 2023#

 # Amendments as to the consequence of effective of MFRS 17 Insurance Contracts

2. BASIS OF PREPARATION (continued)

2.3 New MFRS and amendments/improvements to MFRSs that have been issued, but yet to be effective (continued)

(b) The Group and the Company plan to adopt the above applicable new MFRS and amendments/improvements to MFRSs when they become effective. A brief discussion on the above significant new MFRS and amendments/improvements to MFRSs are summarised below.

Amendments to MFRS 10 Consolidated Financial Statements and MFRS 128 Investments in Associates and Joint Ventures

These amendments address an acknowledged inconsistency between the requirements in MFRS 10 and those in MFRS 128, in dealing with the sale or contribution of assets between an investor and its associate or joint venture.

The main consequence of the amendments is that a full gain or loss is recognised when a transaction involves a business, as defined in MFRS 3. A partial gain or loss is recognised when a transaction involves assets that do not constitute a business.

Amendments to MFRS 16 Leases

The amendments clarify how an entity should subsequently measure the leaseback liability that arise in a sale and leaseback transaction. Although MFRS 16 includes requirements on how to account for a sale and leaseback at the date the transaction takes place, it has not specified how to measure the sale and leaseback transaction when reporting after that date.

The amendments add subsequent measurement requirements for the right-of-use assets and lease liability arising from a sale and leaseback transaction by clarifying that a seller-lessee in a sale and leaseback transaction shall apply paragraphs 29 to 35 to the right-of-use asset arising from the leaseback and paragraphs 36 to 46 to the lease liability arising from the leaseback. The amendments will not change the accounting for leases other than those arising in a sale and leaseback transaction.

Amendments to MFRS 101 Presentation of Financial Statements

The amendments include specifying that an entity's right to defer settlement of a liability for at least twelve months after the reporting period must have substance and must exist at the end of the reporting period; clarifying that classification of liability is unaffected by the likelihood of the entity to exercise its right to defer settlement of the liability for at least twelve months after the reporting period; clarifying how lending conditions affect classification of a liability; and clarifying requirements for classifying liabilities an entity will or may settle by issuing its own equity instruments.

In another amendments, an entity is required to disclose its material accounting policy information rather than significant accounting policies. The amendments, amongst others, also include examples of circumstances in which an entity is likely to consider an accounting policy information to be material to its financial statements. To support this amendments, MFRS Practice Statement 2 was also amended to provide guidance on how to apply the concept of materiality to accounting policy information disclosures. The guidance and examples provided in the MFRS Practice Statement 2 highlight the need to focus on entity-specific information and demonstrate how the four-step materiality process can address standardised (or boilerplate) information and duplication of requirements of MFRSs in the accounting policy information disclosures.

The latest amendments to MFRS 101 clarify how conditions with which an entity must comply within 12 months after the reporting period affect the classification of a liability. As such, the amendments specify that covenants to be complied with after the reporting date do not affect the classification of debt as current or non-current at the reporting date. Instead, the amendments require an entity to disclose information about these covenants in the notes to the financial statements.

2. BASIS OF PREPARATION (continued)

2.3 New MFRS and amendments/improvements to MFRSs that have been issued, but yet to be effective (continued)

(b) The Group and the Company plan to adopt the above applicable new MFRS and amendments/improvements to MFRSs when they become effective. A brief discussion on the above significant new MFRS and amendments/improvements to MFRSs are summarised below. (continued)

Amendments to MFRS 108 Accounting Policies, Changes in Accounting Estimates and Errors

The amendments revise the definition of accounting estimates to clarify how an entity should distinguish changes in accounting policies from changes in accounting estimates. The distinction is important because the changes in accounting estimates are applied prospectively to transactions, other events, or conditions from the date of that change, but changes in accounting policies are generally also applied retrospectively to past transactions and other past events.

Amendments to MFRS 112 Income Taxes

The amendments specify how an entity should account for deferred tax on transactions such as leases and decommissioning obligation.

In specified circumstances, MFRS 112 exempts an entity from recognising deferred tax when it recognises assets or liabilities for the first time. There had been some uncertainties about whether the exemption from recognising deferred tax applied to transactions such as leases and decommissioning obligations – transactions for which an entity recognises both an asset and a liability. The amendments clarify that the exemption does not apply and that entity is required to recognise deferred tax on such transactions.

2.4 Functional and presentation currency

The individual financial statements of each entity in the Group are measured using the currency of the primary economic environment in which they operate (“the functional currency”). The consolidated financial statements are presented in Ringgit Malaysia (“RM”), which is also the Company’s functional currency.

2.5 Basis of measurement

The financial statements of the Group and of the Company have been prepared on the historical cost basis, except as otherwise disclosed in Note 3.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Unless otherwise stated, the following accounting policies have been applied consistently to all the financial years presented in the financial statements of the Group and of the Company.

3.1 Basis of consolidation

The consolidated financial statements comprise the financial statements of the Company and its subsidiaries. The financial statements of the subsidiaries and associates used in the preparation of the consolidated financial statements are prepared for the same reporting date as the Company. Consistent accounting policies are applied to like transactions and events in similar circumstances.

(a) Subsidiaries and business combination

Subsidiaries are entities (including structured entities) over which the Group is exposed, or has rights, to variable returns from its involvement with the acquirees and has the ability to affect those returns through its power over the acquirees.

The financial statements of subsidiaries are included in the consolidated financial statements from the date the Group obtains control of the acquirees until the date the Group loses control of the acquirees.

The Group applies the acquisition method to account for business combinations from the acquisition date.

For a new acquisition, goodwill is initially measured at cost, being the excess of the following:

- the fair value of the consideration transferred, calculated as the sum of the acquisition-date fair value of assets transferred (including contingent consideration), the liabilities incurred to former owners of the acquiree and the equity instruments issued by the Group. Any amounts that relate to pre-existing relationships or other arrangements before or during the negotiations for the business combination, that are not part of the exchange for the acquiree, will be excluded from the business combination accounting and be accounted for separately; plus
- the recognised amount of any non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets at the acquisition date (the choice of measurement basis is made on an acquisition-by-acquisition basis); plus
- if the business combination is achieved in stages, the acquisition-date fair value of the previously held equity interest in the acquiree; less
- the net fair value of the identifiable assets acquired and the liabilities (including contingent liabilities) assumed at the acquisition date.

The accounting policy for goodwill is set out in Note 3.7.

When the excess is negative, a bargain purchase gain is recognised immediately in profit or loss at the acquisition date.

Transaction costs, other than those associated with the issue of debt or equity securities, that the Group incurs in connection with a business combination are expensed as incurred.

If the business combination is achieved in stages, the Group remeasures the previously held equity interest in the acquiree to its acquisition-date fair value, and recognises the resulting gain or loss, if any, in profit or loss. Amounts arising from interests in the acquiree prior to the acquisition date that have previously been recognised in other comprehensive income are reclassified to profit or loss or transferred directly to retained earnings on the same basis as would be required if the acquirer had disposed directly of the previously held equity interest.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.1 Basis of consolidation (continued)

(a) Subsidiaries and business combination (continued)

If the initial accounting for a business combination is incomplete by the end of the reporting period in which the business combination occurs, the Group uses provisional fair value amounts for the items for which the accounting is incomplete. The provisional amounts are adjusted to reflect new information obtained about facts and circumstances that existed as of the acquisition date, including additional assets or liabilities identified in the measurement period. The measurement period for completion of the initial accounting ends as soon as the Group receives the information it was seeking about facts and circumstances or learns that more information is not obtainable, subject to the measurement period not exceeding one year from the acquisition date.

Upon the loss of control of a subsidiary, the Group derecognises the assets and liabilities of the former subsidiary, any non-controlling interests and the other components of equity related to the former subsidiary from the consolidated statement of financial position. Any gain or loss arising on the loss of control is recognised in profit or loss. If the Group retains any interest in the former subsidiary, then such interest is measured at fair value at the date that control is lost. Subsequently, it is accounted for as an associate, a joint venture or a financial asset.

Changes in the Group's ownership interest in a subsidiary that do not result in a loss of control are accounted for as equity transactions. The difference between the Group's share of net assets before and after the change, and the fair value of the consideration received or paid, is recognised directly in equity.

(b) Non-controlling interests

Non-controlling interests represent the equity in subsidiaries not attributable, directly or indirectly, to owners of the Company and are presented separately in the consolidated statement of financial position within equity.

Losses attributable to the non-controlling interests are allocated to the non-controlling interests even if the losses exceed the non-controlling interests.

(c) Associates

Associates are entities over which the Group has significant influence, but not control, to the financial and operating policies.

Investment in associates are accounted for in the consolidated financial statements using the equity method.

Under the equity method, the investment in associates are initially recognised at cost. The cost of investment includes transaction costs. Subsequently, the carrying amount is adjusted to recognise changes in the Group's share of net assets of the associate.

When the Group's share of losses exceeds its interest in an associate, the carrying amount of that interest including any long-term investments is reduced to zero, and the recognition of further losses is discontinued except to the extent that the Group has an obligation or has made payments on behalf of the associate.

When the Group ceases to have significant influence over an associate, any retained interest in the former associate at the date when significant influence is lost is measured at fair value and this amount is regarded as the initial carrying amount of a financial asset. Any difference between the carrying amount of the associate upon loss of significant influence and the fair value of the retained investment and proceeds from disposal is recognised in profit or loss.

When the Group's interest in an associate decreases but does not result in a loss of significant influence, any retained interest is not remeasured. Any gain or loss arising from the decrease in interest is recognised in profit or loss. Any gains or losses previously recognised in other comprehensive income are also reclassified proportionately to the profit or loss if that gain or loss would be required to be reclassified to profit or loss on the disposal of the related assets or liabilities.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.1 Basis of consolidation (continued)

(d) Transactions eliminated on consolidation

Intra-group balances and transactions, and any unrealised income and expenses arising from intragroup transactions are eliminated in preparing the consolidated financial statements.

Unrealised gains arising from transactions with equity-accounted associates are eliminated against the investment to the extent of the Group's interest in the investee. Unrealised losses are eliminated in the same way as unrealised gains, but only to the extent that there is no evidence of impairment.

3.2 Separate financial statements

In the Company's statement of financial position, investment in subsidiaries and associates are measured at cost less any accumulated impairment losses, unless the investment is classified as held for sale or distribution. The cost of investment includes transaction costs. The policy for the recognition and measurement of impairment losses shall be applied on the same basis as would be required for impairment of non-financial assets as disclosed in Note 3.11(b).

Contributions to subsidiaries are amounts for which the settlement is neither planned nor likely to occur in the foreseeable future is, in substance, considered as part of the Company's investment in the subsidiaries.

3.3 Financial instruments

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

Except for the trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient, the financial instruments are recognised initially at its fair value plus or minus, in the case of a financial asset or financial liability not at fair value through profit or loss, transaction costs that are directly attributable to the acquisition or issue of the financial asset and financial liability. Transaction costs of financial assets carried at fair value through profit or loss are expensed in profit or loss. Trade receivables that do not contain a significant financing component or for which the Group and the Company have applied the practical expedient are measured at the transaction price determined under MFRS 15 *Revenue from Contracts with Customers.*

An embedded derivative is recognised separately from the host contract and accounted for as a derivative if, and only if, it is not closely related to the economic characteristics and risks of the host contract; it is a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured as fair value through profit or loss. The host contract, in the event an embedded derivative is recognised separately, is accounted for in accordance with the policy applicable to the nature of the host contract.

A derivative embedded within a hybrid contract containing a financial asset host is not accounted for separately. The financial asset host together with the embedded derivative is required to be classified in its entirety as a financial asset at fair value through profit or loss.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.3 Financial instruments (continued)

(a) Subsequent measurement

The Group and the Company categorise the financial instruments as follows:

(i) Financial assets

For the purpose of subsequent measurement, financial assets are classified at amortised cost.

The classification depends on the entity's business model for managing the financial assets and the contractual cash flows characteristics of the financial assets.

The Group and the Company reclassify financial assets when and only when their business models for managing those assets change.

Debt instruments

Subsequent measurement of debt instruments depends on the Group's and the Company's business model for managing the asset and the cash flow characteristics of the asset. The Group and the Company classify their debt instruments at amortised cost.

Financial assets that are held for collection of contractual cash flows and those cash flows represent solely payments of principal and interest are measured at amortised cost. Financial assets at amortised cost are subsequently measured using the effective interest method and are subject to impairment. The policy for the recognition and measurement of impairment is in accordance with Note 3.11(a). Gains and losses are recognised in profit or loss when the financial asset is derecognised, modified or impaired.

(ii) Financial liabilities

The Group and the Company classify their financial liabilities at amortised cost.

Subsequent to initial recognition, financial liabilities are measured at amortised cost using effective interest method. Gains and losses are recognised in profit or loss when the financial liabilities are derecognised and through the amortisation process.

(b) Financial guarantee contracts

A financial guarantee contract is a contract that requires the issuer to make specified payments to reimburse the holder for a loss it incurs because a specified debtor fails to make payment when due in accordance with the original or modified terms of a debt instrument.

Financial guarantee contracts are recognised initially as a liability at fair value, net of transaction costs that are directly attributable to the issuance of the guarantee. Subsequent to initial recognition, the liability is measured at the higher of the amount of the loss allowance determined in accordance with Section 5.5 of MFRS 9 and the amount initially recognised less, when appropriate, the cumulative amount of income recognised in accordance with the principles of MFRS 15.

(c) Regular way purchase or sale of financial assets

A regular way purchase or sale is a purchase or sale of a financial asset under a contract whose terms require delivery of the asset within the time frame established generally by regulation or convention in the marketplace concerned.

A regular way purchase or sale of financial assets shall be recognised and derecognised, as applicable, using trade date accounting (i.e. the date the Group and the Company commit themselves to purchase or sell an asset).

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.3 Financial instruments (continued)

(c) Regular way purchase or sale of financial assets (continued)

Trade date accounting refers to:

(i) the recognition of an asset to be received and the liability to pay for it on the trade date; and

(ii) derecognition of an asset that is sold, recognition of any gain or loss on disposal and the recognition of a receivable from the buyer for payment on the trade date.

Generally, interest does not start to accrue on the asset and corresponding liability until the settlement date when title passes.

(d) Derecognition

A financial asset or a part of it is derecognised when, and only when:

(i) the contractual rights to receive the cash flows from the financial asset expire, or

(ii) the Group and the Company have transferred their rights to receive cash flows from the asset or have assumed an obligation to pay the received cash flows in full without material delay to a third party; and either (a) the Group and the Company have transferred substantially all the risks and rewards of the asset, or (b) the Group and the Company have neither transferred nor retained substantially all the risks and rewards of the asset, but have transferred control of the asset.

The Group and the Company evaluate if, and to what extent, they have retained the risks and rewards of ownership. When they have neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group and the Company continue to recognise the transferred asset to the extent of their continuing involvement. In that case, the Group and the Company also recognise an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group and the Company have retained.

Continuing involvement that takes the form of a guarantee over the transferred asset is measured at the lower of the original carrying amount of the asset and the maximum amount of consideration that the Group and the Company could be required to repay.

On derecognition of a financial asset, the difference between the carrying amount (measured at the date of derecognition) and the consideration received (including any new asset obtained less any new liability assumed) is recognised in profit or loss.

A financial liability or a part of it is derecognised when, and only when, the obligation specified in the contract is discharged, cancelled or expired. On derecognition of a financial liability, the difference between the carrying amount and the consideration paid, including any non-cash assets transferred or liabilities assumed, is recognised in profit or loss.

(e) Offsetting of financial instruments

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

In accounting for a transfer of a financial asset that does not qualify for derecognition, the entity shall not offset the transferred asset and the associated liability.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.4 Property, plant and equipment

(a) Recognition and measurement

Property, plant and equipment are measured at cost less accumulated depreciation and any accumulated impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.11(b).

Cost of assets includes expenditures that are directly attributable to the acquisition of the asset and any other costs that are directly attributable to bringing the asset to working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located. The cost of self-constructed assets also includes cost of materials, direct labour, and any other direct attributable costs but excludes internal profits. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs in Note 3.16.

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

(b) Subsequent costs

The cost of replacing a part of an item of property, plant and equipment is included in the asset's carrying amount or recognised as a separate asset, as appropriate, only when it is probable that the future economic benefits associated with the part will flow to the Group and its cost can be measured reliably. The carrying amount of the replaced part is derecognised. All other repairs and maintenance are charged to the profit or loss as incurred.

(c) Depreciation

Freehold lands have an unlimited useful life and therefore are not depreciated.

All other property, plant and equipment are depreciated on straight-line basis by allocating their depreciable amounts over their remaining useful lives.

Leasehold lands and buildings	over the remaining lease period
Freehold buildings	2%
Computers	20%
Office equipment	20%
Furniture and fittings	20%
Motor vehicles	20%
Renovation	20%
Others	20%

The residual values, useful lives and depreciation methods are reviewed at the end of each reporting period and adjusted as appropriate.

(d) Derecognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Any gain or loss arising on derecognition of the asset is recognised in profit or loss.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.5 Leases

(a) Definition of lease

At inception of a contract, the Group assesses whether a contract is, or contains, a lease. A contract is, or contains, a lease if the contract conveys the right to control the use of an identified asset for a period of time in exchange for consideration. To assess whether a contract conveys the right to control the use of an identified asset, the Group assesses whether:

- the contract involves the use of an identified asset;
- the Group has the right to obtain substantially all of the economic benefits from use of the asset throughout the period of use; and
- the Group has the right to direct the use of the asset.

(b) Lessee accounting

At the lease commencement date, the Group recognises a right-of-use asset and a lease liability with respect to all lease agreements in which it is the lessee, except for short-term leases (defined as leases with a lease term of 12 months or less) and leases of low value assets.

The Group presents right-of-use assets that do not meet the definition of investment properties in Note 8 and lease liabilities in Note 19.

Right-of-use asset

The right-of-use asset is initially recognised 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 the site on which it is located, less any lease incentives received.

The right-of-use asset is subsequently measured at cost less accumulated depreciation and any accumulated impairment losses, and adjust for any remeasurement of the lease liabilities. The right-of-use asset is depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. If the Group expects to exercise a purchase option, the right-of-use asset is depreciated over the useful life of the underlying asset. The depreciation starts from the commencement date of the underlying asset. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.11(b).

Lease liability

The lease liability is initially measured at the present value of the lease payments that are not paid at the commencement date, discounted by using the rate implicit in the lease. If this rate cannot be readily determined, the Group uses its incremental borrowing rate.

Lease payments included in the measurement of the lease liability comprise:

- fixed lease payments (including in-substance fixed payments), less any lease incentives;
- variable lease payments that depend on an index or rate, initially measured using the index or rate at the commencement date;
- the amount expected to be payable by the lessee under residual value guarantees;
- the exercise price of a purchase option, if the lessee is reasonably certain to exercise that option; and
- payments of penalties for terminating the lease, if the lease term reflects the lessee exercising an option to terminate the lease.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.5 Leases (continued)

(b) Lessee accounting (continued)

Lease liability (continued)

The lease liability is subsequently measured by increasing the carrying amount to reflect interest on the lease liability and by reducing the carrying amount to reflect the lease payments made.

The Group remeasures the lease liability (and makes a corresponding adjustment to the related right-of-use asset) whenever:

- the lease term has changed or there is a change in the assessment of exercise of a purchase option, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.
- the lease payments change due to changes in an index or rate or a change in expected payment under a guaranteed residual value, in which cases the lease liability is remeasured by discounting the revised lease payments using the initial discount rate (unless the lease payments change is due to a change in a floating interest rate, in which case a revised discount rate is used).
- a lease contract is modified and the lease modification is not accounted for as a separate lease, in which case the lease liability is remeasured by discounting the revised lease payments using a revised discount rate.

Variable lease payments that do not depend on an index or a rate are not included in the measurement of the lease liability and the right-of-use asset. The related payments are recognised as an expense in the period in which the event or condition that triggers those payments occurs and are included in the line “other expenses” in the statements of comprehensive income.

The Group has elected not to separate non-lease components and account for the lease and non-lease components as a single lease component.

Short-term leases and leases of low value assets

The Group has elected not to recognise right-of-use assets and lease liabilities for short-term leases and leases of low value assets. The Group recognises the lease payments as an operating expense on a straight-line basis over the term of the lease unless another systematic basis is more representative of the time pattern in which economic benefits from the leased asset are consumed.

(c) Lessor accounting

A lease is classified as a finance lease if it transfers substantially all the risks and rewards incidental to ownership. All other leases that do not meet this criterion are classified as operating leases.

If an entity in the Group is a lessor in a finance lease, it derecognises the underlying asset and recognises a lease receivable at an amount equal to the net investment in the lease. Finance income is recognised in profit or loss based on a pattern reflecting a constant periodic rate of return on the lessor’s net investment in the finance lease.

If an entity in the Group is a lessor in an operating lease, the underlying asset is not derecognised but is presented in the statements of financial position according to the nature of the asset. Lease income from operating leases is recognised in profit or loss on a straight-line basis over the lease term, unless another systematic basis is more representative of the time pattern in which use benefit derived from the leased asset is diminished.

When a contract includes lease and non-lease components, the Group applies MFRS 15 to allocate the consideration under the contract to each component.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.6 Investment properties

Investment properties are properties held to earn rental income or for capital appreciation or both.

The Group uses the cost model to measure its investment properties after initial recognition. Accordingly, investment properties are stated at cost less accumulated depreciation and any accumulated impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.11(b).

Asset under construction included in investment properties is not depreciated as this asset is not yet available for its intended use.

Cost includes purchase price and any directly attributable costs incurred to bring the property to its present location and condition intended for use as an investment property. The cost of a self-constructed investment property includes the cost of material, direct labour and any other direct attributable costs. For qualifying assets, borrowing costs are capitalised in accordance with the accounting policy on borrowing costs in Note 3.16.

Investment in freehold land is stated at cost and is not depreciated as it has an indefinite life.

Other investment properties are depreciated on a straight line basis to write off the cost of the assets to their residual values over their estimated useful lives at an annual rate of 2%.

An investment property is derecognised on its disposal or when it is permanently withdrawn from use and no future economic benefits are expected from its disposal. Any gains and losses arising from derecognition of the asset 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 carried at fair value to owner-occupied property, the deemed cost for subsequent accounting is the fair value at the date of change in use. For a transfer from owner-occupied property to investment property, any difference arising on the date of change in use between the carrying amount of the item immediately prior to the transfer and its fair value is recognised directly in equity as a revaluation of property, plant and equipment.

3.7 Goodwill

Goodwill arising from business combinations is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests, and any previous interest held, over the net identifiable assets acquired and liabilities assumed. After initial recognition, goodwill is measured at cost less any accumulated impairment losses. The policy for the recognition and measurement of impairment losses is in accordance with Note 3.11(b).

3.8 Inventories

Inventories are measured at the lower of cost and net realisable value.

Property under development

Cost includes:

- freehold and leasehold rights for land
- amounts paid to contractors for construction
- borrowing costs, planning and design costs, costs for site preparation, professional fees for legal services, construction overheads and other related costs

The cost of inventory recognised in profit or loss is determined with reference to the specific costs incurred on the property sold and an allocation of any non-specific costs based on the relative sale value of the property sold.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.9 Contract assets/(liabilities)

Contract asset is the right to consideration in exchange for goods or services transferred to the customers when that right is conditioned on something other than the passage of time (for example, the Group's future performance). The policy for the recognition and measurement of impairment losses is in accordance with Note 3.11(a).

Contract liability is the obligation to transfer goods or services to customer for which the Group has received the consideration or has billed the customers.

3.10 Cash and cash equivalents

For the purpose of the statements of cash flows, cash and cash equivalents comprise cash on hand, bank balances and deposits and other short-term, highly liquid investments with a maturity of three months or less, that are readily convertible to known amount of cash and which are subject to an insignificant risk of changes in value. Cash and cash equivalents are presented net of Islamic commercial paper, bank overdrafts, fixed deposits held as security values and deposits with maturity more than 3 months.

3.11 Impairment of assets

(a) Impairment of financial assets and contract assets

Financial assets measured at amortised cost, contract assets, a loan commitment and financial guarantee contracts will be subject to the impairment requirement in MFRS 9 which is related to the accounting for expected credit losses on the financial assets. Expected credit losses are the weighted average of credit losses with the respective risks of a default occurring as the weights.

The Group and the Company measure loss allowance at an amount equal to lifetime expected credit losses, except for the following, which are measured as 12-month expected credit losses:

- debt securities that are determined to have low credit risk at the reporting date; and
- other debt securities and bank balances for which credit risk (i.e. risk of default occurring over the expected life of the financial instrument) has not increased significantly since initial recognition.

For trade receivables, contract assets and lease receivables, the Group and the Company apply the simplified approach permitted by MFRS 9 to measure the loss allowance at an amount equal to lifetime expected credit losses.

When determining whether the credit risk of a financial asset has increased significantly since initial recognition and when estimating expected credit losses, the Group and the Company consider reasonable and supportable information that is relevant and available without undue cost or effort. This includes both quantitative and qualitative information and analysis, based on the Group's and the Company's historical experience and informed credit assessment and including forward-looking information.

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.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.11 Impairment of assets (continued)

(a) Impairment of financial assets and contract assets (continued)

The Group and the Company consider a financial asset to be in default when:

- the debtor is unable to pay its credit obligations to the Group and the Company in full, without taking into account any credit enhancements held by the Group and the Company; or
- the contractual payment of the financial asset is more than 90 days past due unless the Group and the Company have reasonable and supportable information to demonstrate that a more lagging default criterion is more appropriate.

Lifetime expected credit losses are the expected credit losses that result from all possible default events over the expected life of a financial instrument.

12-month expected credit losses are the portion of lifetime expected credit losses that represent the expected credit losses that result from default events on a financial instrument that are possible within the 12 months after the reporting date.

The maximum period considered when estimating expected credit losses is the maximum contractual period over which the Group and the Company are exposed to credit risk.

Expected credit losses are a probability-weighted estimate of credit losses (i.e. the present value of all cash shortfalls) over the expected life of the financial instrument. A cash shortfall is the difference between the cash flows that are due to an entity in accordance with the contract and the cash flows that the entity expects to receive.

Expected credit losses are discounted at the effective interest rate of the financial assets.

At each reporting date, the Group and the Company assess whether financial assets carried at amortised cost are credit-impaired. A financial asset is credit-impaired when one or more events that have a detrimental impact on the estimated future cash flows of that financial asset have occurred. Evidence that a financial asset is credit-impaired includes observable data about the following events:

- significant financial difficulty of the issuer or the debtor;
- a breach of contract, such as a default of past due event;
- the lender(s) of the debtor, for economic or contractual reasons relating to the debtor’s financial difficulty, having granted to the debtor a concession(s) that the lender(s) would not otherwise consider;
- it is becoming probable that the debtor will enter bankruptcy or other financial reorganisation;
- the disappearance of an active market for that financial asset because of financial difficulties; or
- the purchase or origination of a financial asset at a deep discount that reflects the incurred credit losses.

The amount of expected credit losses (or reversal) shall be recognised in profit or loss, as an impairment gain or loss. For financial assets measured at FVOCI, the loss allowance shall be recognised in other comprehensive income and shall not reduce the carrying amount of the financial asset in the statements of financial position.

The gross carrying amount of a financial asset is written off (either partially or in full) to the extent that there is no realistic prospect of recovery. This is generally the case when the Group and the Company determine that the debtor does not have assets or source of income that could generate sufficient cash flows to repay the amounts subject to the write-off. However, financial assets that are written off could still be subject to enforcement activities in order to comply with the Group’s and the Company’s procedure for recovery of amounts due.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.11 Impairment of assets (continued)

(b) Impairment of non-financial assets

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

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 non-financial assets or cash-generating units ("CGUs"). Subject to an operating segment ceiling test, for the purpose of goodwill impairment testing, CGUs 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 CGU or a group of CGUs that are expected to benefit from the synergies of business combination.

The recoverable amount of an asset or a CGU is the higher of its fair value less costs of disposal and its value-in-use. In assessing value-in-use, the estimated future cash flows are discounted to their present value using a pre-tax discount rate that reflects current market assessments of the time value of money and the risks specific to the asset or CGU. In determining the fair value less costs of disposal, recent market transactions are taken into account. If no such transactions can be identified, an appropriate valuation model is used.

Where the carrying amount of an asset exceed its recoverable amount, the carrying amount of asset is reduced to its recoverable amount. Impairment losses recognised in respect of a CGU or groups of CGUs are allocated first to reduce the carrying amount of any goodwill allocated to those units or groups of units and then, to reduce the carrying amount of the other assets in the unit or groups of units on a pro-rata basis.

Impairment losses are recognised in profit or loss.

Impairment losses in respect of goodwill are not reversed. For other assets, an assessment is made at each reporting date as to whether there is any indication that previously recognised impairment losses may no longer exist or may have decreased. An impairment loss is reversed only if there has been a change in the estimates used to determine the assets recoverable amount since the last impairment loss was recognised. Reversal of impairment loss is restricted by the asset's carrying amount that would have been determined had no impairment loss been recognised for the asset in prior years. Such reversal is recognised in profit or loss.

3.12 Share capital

(a) Ordinary shares

Ordinary shares are equity instruments. An equity instrument is a contract that evidences a residual interest in the assets of the Company after deducting all of its liabilities. Ordinary shares are recorded at the proceeds received, net of directly attributable incremental transaction costs. Dividends on ordinary shares are recognised in equity in the period in which they are declared.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.12 Share capital (continued)

(b) Preference shares

The redemption of preference shares may be mandatory or at the option of the Company, depending upon the terms of payments. If both dividend payment and redemption are at the option of the Company, the entire instrument is classified as equity.

If preference shares are issued with mandatory dividend payment and mandatory redemption, the entire instrument is a financial liability, which should be measured at amortised cost using the effective interest method. Dividend expense, calculated using the effective interest rate method, is recognised in profit or loss.

(c) Treasury shares

When share capital recognised as equity is repurchased, the amount of consideration paid is recognised directly in equity. Repurchased shares that have not been cancelled including any attributable transaction costs are classified as treasury shares and presented as a deduction from total equity.

When treasury shares are sold or reissued subsequently, the difference between the sales consideration and the carrying amount is presented as a movement in equity.

3.13 Employee benefits

(a) Short-term employee benefits

Short-term employee benefit obligations in respect of wages, salaries, social security contributions, annual bonuses, paid annual leave, sick leave and non-monetary benefits are recognised as an expense in the financial year where the employees have rendered their services to the Group.

(b) Defined contribution plans

As required by law, the Group contributes to the Employees Provident Fund ("EPF"), the national defined contribution plan. Such contributions are recognised as an expense in the profit or loss in the period in which the employees render their services.

3.14 Provisions

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

If the effect of the time value of money is material, provisions that are determined based on the expected future cash flows to settle the obligation are discounted using a current pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. When discounting is used, the increase in the provisions due to passage of time is recognised as finance costs.

Provisions are reviewed at each reporting date and adjusted to reflect the current best estimate. If it is no longer probable that an outflow of economic resources will be required to settle the obligation, the provision is reversed.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.15 Revenue and other income

The Group and the Company recognise revenue that depict the transfer of promised goods or services to customers in an amount that reflects the consideration to which the Group and the Company expect to be entitled in exchange for those goods or services.

Revenue recognition of the Group and the Company are applied for each contract with a customer or a combination of contracts with the same customer (or related parties of the customer). For practical expedient, the Group and the Company applied revenue recognition to a portfolio of contracts (or performance obligations) with similar characteristics if the Group and the Company reasonably expect that the effects on the financial statements would not differ materially from recognising revenue on the individual contracts (or performance obligations) within that portfolio.

The Group and the Company measure revenue at its transaction price, being the amount of consideration to which the Group and the Company expect to be entitled in exchange for transferring promised good or service to a customer, excluding amounts collected on behalf of third parties, adjusted for the effects of any variable consideration, constraining estimates of variable consideration, significant financing components, non-cash consideration and consideration payable to customer. If the transaction price includes variable consideration, the Group and the Company use the expected value method by estimating the sum of probability-weighted amounts in a range or possible consideration amounts, or the most likely outcome method, depending on which method the Group and the Company expect to better predict the amount of consideration to which it is entitled.

Revenue from contracts with customers is recognised by reference to each distinct performance obligation in the contract with customer, i.e. when or as a performance obligation in the contract with customer is satisfied. A performance obligation is satisfied when or as the customer obtains control of the good or service underlying the particular performance obligation, which the performance obligation may be satisfied at a point in time or over time.

A contract modification is a change in the scope or price (or both) of a contract that is approved by the parties to the contract. A modification exists when the change either creates new or changes existing enforceable rights and obligations of the parties to the contract. The Group and the Company have assessed the type of modification and accounted for as either creates a separate new contract, terminates the existing contract and creation of a new contract; or forms a part of the existing contracts.

(a) Property development

The Group develops and sells residential and commercial properties. Contracts with customers may include multiple distinct promises to customers and therefore accounted for as separate performance obligations. In the contract with customer contains more than one performance obligation, when the stand-alone selling price are not directly observable, they are estimated based on expected cost plus margin approach.

Revenue from residential and commercial properties are recognised as and when the control of the asset is transferred to the customer. Based on the terms of the contract and the laws that apply to the contract, control of the asset is transferred over time as the Group's performance does not create an asset with an alternative use to the Group and the Group has an enforceable right to payment for performance completed to date. Revenue is recognised over the period of the contract by reference to the progress towards complete satisfaction of that performance obligation. The progress towards complete satisfaction of a performance obligation is determined by the proportion of property development costs incurred for work performed to date bear to the estimated total property development costs (an input method).

Revenue from commercial properties are recognised as and when the control of the asset is transferred to the customer. Based on the terms of the contract and the laws that apply to the contract, control of the asset is transferred at a point in time as the Group's performance does not create an asset with an alternative use to the Group but the Group does not have an enforceable right to payment for performance completed to date. Revenue is recognised at a point in time when the properties have been completed and delivered to the customers.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.15 Revenue and other income (continued)

(a) Property development (continued)

The consideration is due based on the scheduled payments in the contract, therefore, no element of financing is deemed present. When a particular milestone is reached in excess of the scheduled payments, a contract asset will be recognised for the excess of revenue recognised to date under the input method over the progress billings to-date and include deposits or advances received from customers. When the progress billings to-date and include deposits or advances received from customers exceeds revenue recognised to date then the Group recognises a contract liability for the difference.

Consistent with market practice, the Group collects deposit from customers for sale of properties. A contract liability is recognised for the customer deposits as the Group has obligations to transfer the goods or services to the customer in respect of deposits received. Customer deposits would be recognised as revenue upon transfer of goods or services to the customer.

Based on the Group's customary business practice, the customers' legal fees are borne by the Group. Revenue is recognised based on the transaction price agreed in the contracts, net of the customers' legal fees. The Group uses its experience in estimating the legal fees to be incurred. The Group uses the expected value method because it is the method that the Group expects to better predict the amount of consideration to which they will be entitled. The amount of revenue recognised does not include any customers' legal fees which is constrained.

For residential properties, as part of the statutory requirements, the Group's obligations to repair and made good of any defect, shrinkage or other faults in the building or in the common property which have become apparent within a period ranges from 12 months to 24 months after the customer takes vacant possession of the building are recognised as a provision.

(b) Interest income

Interest income other than late payment interest income by house buyers and other trade receivables are recognised on an accrual basis.

(c) Dividend income

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

(d) Rental income

Rental income from investment property is recognised on a straight-line basis over the term of the lease.

3.16 Borrowing costs

Borrowing costs are interests and other costs that the Group and the Company incur in connection with borrowing of funds.

Borrowing costs that are not directly attributable to the acquisition, construction or production of a qualifying asset are recognised in profit or loss using the effective interest method.

Borrowing costs that are directly attributable to the acquisition, construction or production of qualifying 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, until such time as the assets are substantially ready for their intended use or sale.

The Group and the Company begin capitalising borrowing costs when the Group and the Company have incurred the expenditures for the asset, incurred related borrowing costs and undertaken activities that are necessary to prepare the asset for its intended use or sale.

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

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.17 Income tax

Income tax expense in profit or loss comprises current and deferred tax. Current 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.

(a) Current tax

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

(b) Deferred tax

Deferred tax is recognised using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts in the statements of financial position. Deferred tax liabilities are generally recognised for all taxable temporary differences. Deferred tax assets are generally recognised for all deductible temporary differences, unutilised tax losses and unused tax credits, to the extent that it is probable that future taxable profit will be available against which the deductible temporary differences, unutilised tax losses and unused tax credits can be utilised.

Deferred tax is not recognised if the temporary differences arise from the initial recognition of assets and liabilities in a transaction which is not a business combination and that affects neither the taxable profit nor the accounting profit. In addition, deferred tax liabilities are not recognised if the temporary difference arises from the initial recognition of goodwill.

Deferred tax liabilities are recognised for taxable temporary differences associated with investments in subsidiaries and associates, except where the Group is able to control the reversal timing of the temporary differences and it is probable that the temporary differences will not reverse in the foreseeable future. Deferred tax assets arising from deductible temporary differences associated with such investments and interests are only recognised to the extent that it is probable that there will be sufficient taxable profits against which to utilise the benefits of the temporary differences and they are expected to reverse in the foreseeable future.

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow the benefit of part or all of that deferred tax asset to be utilised. Unrecognised deferred tax assets are reassessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax assets to be utilised.

Deferred tax is measured at the tax rates that are expected to apply in the period when the asset is realised or the liability is settled, based on tax rates and tax laws that have been enacted or substantively enacted at the reporting date.

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity.

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

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.17 Income tax (continued)

(c) Sales and services tax

Revenue, expenses and assets are recognised net of the amount of sales and services tax except:

- where the sales and services tax incurred in a purchase of assets or services is not recoverable from the taxation authority, in which case the sales and services tax is recognised as part of the cost of acquisition of the asset or as part of the expense item as applicable; and
- receivables and payables that are stated with the amount of sales tax included.

The net amount of sales and services tax recoverable from, or payable to, the taxation authority is included as part of receivables or payables in the statements of financial position.

3.18 Operating segments

Operating segments are reported in a manner consistent with the internal reporting provided to the chief operating decision-maker. The Group Managing Director who is responsible for allocating resources and assessing performance of the operating segments, has been identified as the chief operating decision-maker that makes strategic decisions.

3.19 Earnings per share

The Group presents basic and diluted earnings per share (“EPS”) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period, adjusted for own share held.

Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding, adjusted for own shares held, for the effects of all dilutive potential ordinary shares.

3.20 Fair value measurements

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 a 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 and the Company 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.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.21 Contingencies

A contingent liability or asset is a possible obligation or asset that arises from past events and whose existence will be confirmed only by the occurrence or non-occurrence of uncertain future event(s) not wholly within the control of the Group and of the Company.

Contingent liability is also referred as a present obligation that arises from past events but is not recognised because:

(a) it is not probable that an outflow of resources embodying economic benefits will be required to settle the obligation; or

(b) the amount of the obligation cannot be measured with sufficient reliability.

Contingent liabilities and assets are not recognised in the statements of financial position.

3.22 Contract costs

(a) Recognition and measurement

Contract costs include costs of obtaining and fulfilling a contract.

The incremental costs of obtaining a contract are those costs that the Group incurs to obtain a contract with a customer which they would not have incurred if the contract had not been obtained. The incremental costs of obtaining a contract with a customer are recognised as part of contract costs when the Group expects those costs are recoverable.

The costs incurred in fulfilling a contract with a customer which are not within the scope of another MFRSs, such as MFRS 102 *Inventories*, MFRS 116 *Property, Plant and Equipment* or MFRS 138 *Intangible Assets*, are recognised as part of contract costs when all of the following criteria are met:

(a) the costs relate directly to a contract or to an anticipated contract that can be specifically identified;

(b) the costs generate or enhance resources of the Group and of the Company that will be used in satisfying (or in continuing to satisfy) performance obligations in the future; and

(c) the costs are expected to be recovered.

(b) Amortisation

The costs of obtaining and fulfilling a contract are amortised on a systematic basis that is consistent with the transfer to the customer of the goods or services to which the asset relates. The amortisation shall be updated subsequently to reflect any significant change to the expected timing of transfer to the customer of the goods or services to which the asset relates in accordance with MFRS 108 *Accounting Policies, Changes in Accounting Estimate and Errors*.

(c) Impairment

Impairment loss is recognised in profit or loss to the extent that the carrying amount of the contract cost exceeds:

(a) the remaining amount of consideration that the Group expects to receive in exchange for the goods or services to which the asset relates; less

(b) the costs that relate directly to providing those goods or services and that have not been recognised as expenses.

Before an impairment loss is recognised for contract costs, the Group shall recognise any impairment loss for assets related to the contract that are recognised in accordance with another MFRSs, such as MFRS 102, MFRS 116 and MFRS 138. The Group shall include the resulting carrying amount of the contract costs in the carrying amount of the cash-generating unit to which it belongs for the purpose of applying MFRS 136 *Impairment of Assets* to that cash-generating unit.

An impairment loss is reversed when the impairment conditions no longer exist or have improved. Such reversal is recognised in profit or loss.

3. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES (continued)

3.22 Contract costs (continued)

The Group has applied the practical expedient to recognise the incremental costs of obtaining contracts as an expense when incurred if the amortisation periods of the asset that the Group otherwise would have recognised are one year or less.

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS

The preparation of financial statements in conformity with MFRSs requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of the revenue and expenses during the reporting period. It also requires directors to exercise their judgement in the process of applying the Group's and the Company's accounting policies. Although these estimates and judgement are based on the directors' best knowledge of current events and actions, actual results may differ.

The areas involving a higher degree of judgement or complexity that have the most significant effect on the Group's and the Company's financial statements, or areas where assumptions and estimates that have a significant risk of resulting in a material adjustment to the Group's and the Company's financial statements within the next financial year are disclosed as follows:

(a) Transfer of control in property development (Notes 10, 12, 13, 21 and 22)

For the purpose of revenue recognition, the directors use their judgement to determine whether control of residential and commercial properties under development is transferred to customers over time or at a point in time. The Group uses the criterion of control from the perspective of a customer, judged in relation to the customer's ability to obtain economic benefits of the asset under development. The Group considers that if the asset under development has been assigned to a customer and the asset has no alternative use to the Group and the Group has enforceable rights to payments, control of the asset is transferred over time to the customer. Revenue is recognised over time based on the progress towards complete satisfaction of performance obligation. If a customer does not obtain control when the asset is under development, such as in build and sell units, revenue is recognised at a point in time when the construction of the asset is completed and handed over to the customer.

(b) Property development revenue and expenses (Notes 10, 12, 13, 18(d), 21 and 22)

The Group recognised property development revenue and expenses in profit or loss by using the progress towards complete satisfaction of performance obligation. The progress towards complete satisfaction of performance obligation is determined by the proportion that property development costs incurred for work performed to date bear to the estimated total property development costs.

Significant judgement is required in determining the progress towards complete satisfaction of performance obligation, the extent of the property development costs incurred, the estimated total property development revenue and expenses, as well as the recoverability of the development projects. In making the judgement, the Group evaluates based on past experience and by relying on the work of specialists.

(c) Impairment of investment in subsidiaries (Note 6)

The Company performs impairment review on the investment in subsidiaries whenever the events or changes in circumstances indicate that the carrying amount of the investment in subsidiaries may not be recoverable in accordance with its accounting policy. More regular reviews are performed if events indicate that this is necessary. The assessment of the net tangible assets of the subsidiaries affects the result of the impairment test.

4. SIGNIFICANT ACCOUNTING JUDGEMENTS, ESTIMATES AND ASSUMPTIONS (continued)

(c) Impairment of investment in subsidiaries (Note 6) (continued)

Loans that are part of net investment represent amount owing by subsidiaries which are non-trade in nature, unsecured and non-interest bearing. The settlement of the amounts is neither planned nor likely to occur in the foreseeable future as it is the intention of the Company to treat these amounts as a long-term source of capital to the subsidiaries. As these amounts are, in substance, a part of the Company's net investment in subsidiaries, they are stated at cost less accumulated impairment loss, if any.

Significant judgement is required in the estimation of the present value of future cash flows generated by the subsidiaries, which involve uncertainties and are significantly affected by assumptions used and judgement made regarding estimates of future cash flows and discount rates. Changes in assumptions could significantly affect the results of the Company's tests for impairment of investment in subsidiaries.

The carrying amounts of investment in subsidiaries are disclosed in Note 6.

5. PROPERTY, PLANT AND EQUIPMENT

Group 2023	Freehold lands and buildings RM	Computers RM	Office equipment RM	Furniture and fittings RM	Motor vehicles RM	Renovation RM	Others RM	Right-of-use assets RM	Total RM
At cost									
At 1 July 2022	10,564,211	1,045,190	162,440	470,080	2,531,588	928,330	31,905	784,722	16,518,466
Additions	-	15,946	20,328	-	1,080,886	-	-	-	1,117,160
Disposal	-	-	-	-	(939,921)	-	-	-	(939,921)
At 30 June 2023	**10,564,211**	**1,061,136**	**182,768**	**470,080**	**2,672,553**	**928,330**	**31,905**	**784,722**	**16,695,705**
Accumulated depreciation									
At 1 July 2022	1,505,341	994,341	144,465	438,567	2,191,687	763,933	29,678	194,875	6,262,887
Depreciation charge for the financial year	211,284	43,415	10,855	12,771	151,239	86,970	632	259,316	776,482
Disposal	-	-	-	-	(939,918)	-	-	-	(939,918)
At 30 June 2023	**1,716,625**	**1,037,756**	**155,320**	**451,338**	**1,403,008**	**850,903**	**30,310**	**454,191**	**6,099,451**
Carrying amount									
At 30 June 2022	9,058,870	50,849	17,975	31,513	339,901	164,397	2,227	589,847	10,255,579
At 30 June 2023	**8,847,586**	**23,380**	**27,448**	**18,742**	**1,269,545**	**77,427**	**1,595**	**330,531**	**10,596,254**

Group 2022	Freehold lands and buildings RM	Computers RM	Office equipment RM	Furniture and fittings RM	Motor vehicles RM	Renovation RM	Others RM	Right-of-use assets RM	Total RM
At cost									
At 1 July 2021	10,564,211	1,045,190	162,440	469,579	2,987,601	928,330	31,905	7,078	16,196,334
Additions	-	-	-	501	404,276	-	-	777,644	1,182,421
Disposal	-	-	-	-	(860,289)	-	-	-	(860,289)
At 30 June 2022	10,564,211	1,045,190	162,440	470,080	2,531,588	928,330	31,905	784,722	16,518,466
Accumulated depreciation									
At 1 July 2021	1,293,607	923,195	134,768	423,478	2,814,985	597,557	27,839	362	6,215,791
Depreciation charge for the financial year	211,734	71,146	9,697	15,089	236,989	166,376	1,839	194,513	907,383
Disposal	-	-	-	-	(860,287)	-	-	-	(860,287)
At 30 June 2022	1,505,341	994,341	144,465	438,567	2,191,687	763,933	29,678	194,875	6,262,887
Carrying amount									
At 1 July 2021	9,270,604	121,995	27,672	46,101	172,616	330,773	4,066	6,716	9,980,543
At 30 June 2022	9,058,870	50,849	17,975	31,513	339,901	164,397	2,227	589,847	10,255,579

5. PROPERTY, PLANT AND EQUIPMENT (continued)

(a) During the financial year, the Group acquired property, plant and equipment with an aggregate cost of RM1,117,760 (30.6.2022: RM1,182,421; 1.7.2021: RM6,281) which are satisfied by the following:

		Group	
	30.6.2023 RM	**30.6.2022 RM**	**1.7.2021 RM**
Cash payments	**147,160**	501	6,281
Finance lease arrangement	**970,000**	1,181,920	-
	1,117,160	1,182,421	6,281

(b) Assets pledged as security

Freehold lands and buildings with a carrying amount of RM8,847,586 (30.6.2022: RM9,058,870; 1.7.2021: RM9,270,604) have been pledged as security to secure banking facilities granted to the Group as disclosed in Note 19.

Motor vehicles with carrying amount of RM1,269,545 (30.6.2022: RM339,901; 1.7.2021: RM172,616) of the Group are under hire purchase arrangement as disclosed in Note 19(c).

(c) Right-of-use assets

The Group leases several assets including leasehold land and building.

Information about leases for which the Group is a lessee is presented below:

	Leasehold land RM	**Building RM**	**Total RM**
Group			
Carrying amount			
At 1 July 2021	6,716	-	6,716
Additions	-	777,644	777,644
Depreciation	(102)	(194,411)	(194,513)
At 30 June 2022	6,614	583,233	589,847
Depreciation	(101)	(259,215)	(259,316)
At 30 June 2023	**6,513**	**324,018**	**330,531**

The Group leases land for its operation site. The leases for operation site generally have lease term of 99 years.

6. INVESTMENT IN SUBSIDIARIES

	Note	Company 30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Unquoted shares - at cost				
At 1 July 2022/2021/2020		**348,725,849**	348,718,847	348,718,847
Additions		**-**	7,002	-
Less : Impairment loss	(a)	**(6,093,008)**	(6,093,008)	(6,093,008)
		342,632,841	342,632,841	342,625,839
Loans that are part of net investments	(b)	**941,008,207**	897,358,751	860,859,069
At 30 June		**1,283,641,048**	1,239,991,592	1,203,484,908

(a) Investment in subsidiaries that are individually determined to be impaired at the reporting date relate to subsidiaries that are inactive.

The recoverable amount was determined based on the higher of value in use from financial budgets approved by the management and fair value less costs to sell of assets.

Impairment testing for investment in subsidiaries

At 30 June 2023, the Company's investment in certain subsidiaries were tested for impairment due to impairment indicators noted where the carrying amount of investment costs are higher as compared to net assets of the related subsidiaries.

For the purpose of impairment testing, the recoverable amounts of certain subsidiaries were determined based on the greater of value-in-use and fair value less costs of disposal. The recoverable amounts were prepared based on financial budgets which cover a period of 3-5 years (30.6.2022: 3-5 years; 1.7.2021: 3-9 years). The discount rate applied to the cash flow projections is approximately 9.51% (30.6.2022: 9.07%; 1.7.2021: 9.28%) per annum.

Key assumptions used in value-in-use calculations

The calculation of value-in-use for investments in subsidiaries are most sensitive to the following assumptions:

(i) Projected gross margins – projected gross margin reflects the average historical gross margin adjusted for projected market and economic conditions and internal resource efficiency.

(ii) Discount rates approximately 9.51% (30.6.2022: 9.07%; 1.7.2021: 9.28%) – discount rates reflect management's estimate of the risks specific to these entities. In determining the appropriate discount rate for each entity, consideration has been given to the applicable weighted average cost of capital for each entity.

(iii) Revenue growth – the bases used to determine the future earnings potential are historical sales and expected growth rates of the relevant industry.

(b) Loans that are part of net investments represent amount owing by subsidiaries which are non-trade in nature, unsecured and non-interest bearing. The settlements of the amounts are neither planned nor likely to occur in the foreseeable future as it is the intention of the Company to treat these amounts as a long-term source of capital to the subsidiaries. As these amounts are, in substance, a part of the Company's net investment in the subsidiaries, they are stated at cost less accumulated impairment loss, if any.

6. INVESTMENT IN SUBSIDIARIES (continued)

(c) The details of the subsidiaries are as follows:

Name of Company	Principal place of business/Country of incorporation	Effective ownership interest 30.6.2023	30.6.2022	1.7.2021	Principal activities
Direct subsidiaries					
Aman Kemensah Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development
Epoch Property Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development
NPO Development Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development
Safetags Solution Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development
Shah Alam City Centre Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development
Titi DC Sdn. Bhd. *(formerly known as Prosperous Hectares Sdn. Bhd.)*	Malaysia	**100%**	100%	100%	Dormant
Pin Hwa Properties Sdn. Bhd.	Malaysia	**100%**	100%	100%	Investment holding and property development
Terbit Kelana Development Sdn. Bhd.	Malaysia	**100%**	100%	100%	Investment holding
Titijaya Ventures Sdn. Bhd.	Malaysia	**100%**	100%	100%	Trading in medicare equipment and product, property development and investment holding
Titijaya PMC Sdn. Bhd.	Malaysia	**100%**	100%	100%	Providing management services
City Meridian Development Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development
Titijaya Capital Sdn. Bhd.	Malaysia	**100%**	100%	100%	Money lending business
Premsdale Development Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development
Tulus Lagenda Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development
Titijaya South Asia Sdn. Bhd.	Malaysia	**100%**	100%	100%	Dormant
Titijaya Development (Pulau Pinang) Sdn. Bhd.	Malaysia	**100%**	100%	100%	Dormant
Tamarind Heights Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development
NPO Builders Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development
Sri Komakmur Development Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development and investment holding
Riveria City Sdn. Bhd.	Malaysia	**70%**	70%	70%	Property development
Ambang Sanjung Holdings Sdn. Bhd.	Malaysia	**70%**	70%	-	Dormant
Bangga Induk Sdn. Bhd.	Malaysia	**100%**	100%	-	Dormant
Indirect subsidiaries					
Subsidiaries of NPO Development Sdn. Bhd.					
Neu Estates Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development
Zen Estates Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development
Subsidiaries of Titijaya Ventures Sdn. Bhd.					
Aman Duta Sdn. Bhd.	Malaysia	**100%**	100%	100%	Dormant
Ampang Avenue Development Sdn. Bhd.	Malaysia	**70%**	70%	70%	Property development
Tenang Sempurna Sdn. Bhd.	Malaysia	**70%**	70%	70%	Property development
Tunas Rumpun Sdn. Bhd.	Malaysia	**55%**	-	-	Dormant
Titijaya Makmur Sdn. Bhd.	Malaysia	**100%**	-	-	Dormant
Subsidiary of Ampang Avenue Development Sdn. Bhd.					
Nipah Valley Sdn. Bhd.	Malaysia	**70%**	70%	70%	Property development
Subsidiaries of Sri Komakmur Development Sdn. Bhd.					
Renofajar Sdn. Bhd.	Malaysia	**100%**	100%	100%	In the process of winding up
Blu Waterfront Development Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property development
Subsidiary of Blu Waterfront Development Sdn. Bhd.					
Laksana Wawasan Sdn. Bhd.	Malaysia	**100%**	100%	100%	Property investment
Subsidiary of NPO Builders Sdn. Bhd.					
Moi Development Sdn. Bhd.	Malaysia	**100%**	-	-	Property development and construction

6. INVESTMENT IN SUBSIDIARIES (continued)

(d) The Group's subsidiaries that have material non-controlling interest ("NCI") are as follows:

2023	Tenang Sempurna Sdn. Bhd. RM	Ampang Avenue Development Sdn. Bhd. RM	Nipah Valley Sdn. Bhd. RM	Riveria City Sdn. Bhd. RM	Ambang Sanjung Holdings Sdn. Bhd. RM	Tunas Rumpun Sdn. Bhd. RM	Total RM
NCI percentage of ownership interest and voting interest	**30%**	**30%**	**30%**	**30%**	**30%**	**45%**	
Carrying amount of NCI	(587,561)	12,983,165	(3,937,009)	3,809,976	(8,514)	130,309	12,390,366
Financial liabilities of a subsidiary attributable to NCI	-	20,868,000	56,000,000	-	-	-	76,868,000
	(587,561)	33,851,165	52,062,991	3,809,976	(8,514)	130,309	89,258,366
Net (loss)/profit allocated to NCI	(4,475)	4,932,589	(1,104,556)	(2,320,849)	(5,451)	6,445	1,503,703

2023	Tenang Sempurna Sdn. Bhd. RM	Ampang Avenue Development Sdn. Bhd. RM	Nipah Valley Sdn. Bhd. RM	Riveria City Sdn. Bhd. RM	Ambang Sanjung Holdings Sdn. Bhd. RM	Tunas Rumpun Sdn. Bhd. RM
Summarised statements of financial position						
As at 30 June 2023						
Non-current assets	-	145,228,477	115,694,502	349,799,995	-	2,151,413
Current assets	47,421	213,929,329	48,843,214	133,868,299	10,000	305,465
Non-current liabilities	-	-	-	(137,745,281)	-	-
Current liabilities	(5,956)	(225,158,498)	(172,616,960)	(333,223,089)	(2,263)	(2,163,654)
Net assets	41,465	133,999,308	(8,079,244)	12,699,924	7,737	293,224
Loans that are part of investment	(2,000,000)	(90,722,090)	(5,044,120)	-	(36,118)	-
	(1,958,535)	43,277,218	(13,123,364)	12,699,924	(28,381)	293,224

2023	Tenang Sempurna Sdn. Bhd. RM	Ampang Avenue Development Sdn. Bhd. RM	Nipah Valley Sdn. Bhd. RM	Riveria City Sdn. Bhd. RM	Ambang Sanjung Holdings Sdn. Bhd. RM	Tunas Rumpun Sdn. Bhd. RM
Summarised statements of comprehensive income						
Financial year ended 30 June 2023						
Revenue	-	156,698,440	43,422,151	53,924,116	-	-
(Loss)/Profit for the financial year	(14,914)	16,441,965	(3,681,855)	(7,736,162)	(18,172)	14,504
Total comprehensive (loss)/income	(14,914)	16,441,965	(3,681,855)	(7,736,162)	(18,172)	14,504
Summarised cash flow information						
Financial year ended 30 June 2023						
Cash flows (used in)/from operating activities	(14,410)	43,138,618	41,557,117	8,832,009	(17,146)	(16,003)
Cash flows from/(used in) investing activities	-	43,422,152	-	(515,881)	-	-
Cash flows (used in)/from financing activities	-	(24,738,149)	(41,901,111)	3,859,051	17,146	250,000
Net (decrease)/increase in cash and cash equivalents	(14,410)	61,822,621	(343,994)	12,175,179	-	233,997

6. INVESTMENT IN SUBSIDIARIES (continued)

(d) The Group's subsidiaries that have material non-controlling interest ("NCI") are as follows: (continued)

2022	Tenang Sempurna Sdn. Bhd. RM	Ampang Avenue Development Sdn. Bhd. RM Restated	Nipah Valley Sdn. Bhd. RM Restated	Riveria City Sdn. Bhd. RM	Ambang Sanjung Holdings Sdn. Bhd. RM	Total RM Restated
NCI percentage of ownership interest and voting interest	30%	30%	30%	30%	30%	
Carrying amount of NCI	(583,086)	8,050,576	(2,832,453)	6,130,825	(3,063)	10,762,799
Financial liabilities of a subsidiary attributable to NCI	-	20,868,000	56,000,000	-	-	76,868,000
	(583,086)	28,918,576	53,167,547	6,130,825	(3,063)	87,630,799
Net (loss)/profit allocated to NCI	(4,154)	1,211,084	(532,339)	976,211	(337)	1,650,465

2022	Tenang Sempurna Sdn. Bhd. RM	Ampang Avenue Development Sdn. Bhd. RM Restated	Nipah Valley Sdn. Bhd. RM Restated	Riveria City Sdn. Bhd. RM	Ambang Sanjung Holdings Sdn. Bhd. RM
Summarised statements of financial position					
As at 30 June 2022					
Non-current assets	-	89,059,750	85,827,321	315,795,655	-
Current assets	60,623	270,640,237	135,041,844	193,061,329	10,000
Non-current liabilities	-	(13,961,239)	(49,199)	(156,195,980)	-
Current liabilities	(4,244)	(253,286,405)	(226,738,356)	(332,224,918)	(1,124)
Net assets	56,379	92,452,343	(5,918,390)	20,436,086	8,876
Loans that are part of investment	(2,000,000)	(65,617,090)	(3,523,120)	-	(19,086)
	(1,943,621)	26,835,253	(9,441,510)	20,436,086	(10,210)

6. INVESTMENT IN SUBSIDIARIES (continued)

(d) The Group's subsidiaries that have material non-controlling interest ("NCI") are as follows: (continued)

2022	Tenang Sempurna Sdn. Bhd. RM	Ampang Avenue Development Sdn. Bhd. RM	Nipah Valley Sdn. Bhd. RM	Riveria City Sdn. Bhd. RM	Ambang Sanjung Holdings Sdn. Bhd. RM
Summarised statements of comprehensive income					
Financial year ended 30 June 2022					
Revenue	-	31,699,018	7,385,604	71,072,846	-
(Loss)/Profit for the financial year	(13,848)	4,036,945	(1,774,462)	3,254,038	(1,124)
Total comprehensive (loss)/income	(13,848)	4,036,945	(1,774,462)	3,254,038	(1,124)
Summarised cash flow information					
Financial year ended 30 June 2022					
Cash flows (used in)/from operating activities	(13,804)	(29,551,281)	4,423,735	8,832,009	(19,235)
Cash flows from/(used in) investing activities	-	7,385,604	-	(515,881)	-
Cash flows from/(used in) financing activities	-	15,076,277	(13,008,667)	3,859,051	29,223
Net (decrease)/increase in cash and cash equivalents	(13,804)	(7,089,400)	(8,584,932)	12,175,179	9,988

2021	Tenang Sempurna Sdn. Bhd. RM	Ampang Avenue Development Sdn. Bhd. RM Restated	Nipah Valley Sdn. Bhd. RM Restated	Riveria City Sdn. Bhd. RM	Total RM Restated
NCI percentage of ownership interest and voting interest	30%	30%	30%	30%	
Carrying amount of NCI	(578,932)	6,839,492	(2,300,114)	5,154,614	9,115,060
Financial liabilities of a subsidiary attributable to NCI	-	20,868,000	46,000,000	-	66,868,000
	(578,932)	27,707,492	43,699,886	5,154,614	75,983,060

6. INVESTMENT IN SUBSIDIARIES (continued)

(d) The Group's subsidiaries that have material non-controlling interest ("NCI") are as follows: (continued)

2021	Tenang Sempurna Sdn. Bhd. RM	Ampang Avenue Development Sdn. Bhd. RM Restated	Nipah Valley Sdn. Bhd. RM Restated	Riveria City Sdn. Bhd. RM
Summarised statements of financial position				
As at 1 July 2021				
Non-current assets	-	83,697,800	85,827,321	268,550,403
Current assets	74,427	278,836,613	175,219,365	186,312,977
Non-current liabilities	-	(35,710,516)	-	(150,689,468)
Current liabilities	(4,200)	(274,383,499)	(267,157,613)	(286,991,865)
Net assets	70,227	52,440,398	(6,110,927)	17,182,047
Loans that are part of investment	(2,000,000)	(29,642,090)	(1,556,120)	-
	(1,929,773)	22,798,308	(7,667,047)	17,182,047

(e) Effect on acquisition/incorporation of subsidiaries are from the following:

(i) Acquisition of subsidiaries

2023

On 10 February 2023, a wholly-owned subsidiary of the Company, namely Ttitijaya Ventures Sdn. Bhd., had acquired 250,000 ordinary shares, representing 55% of the issued and paid-up share capital of Tunas Rumpun Sdn. Bhd., for a total consideration of RM250,000.

On 31 May 2023, a wholly-owned subsidiary of the Company, namely NPO Builders Sdn. Bhd., had acquired 250,000 ordinary shares, representing 100% of the issued and paid-up share capital of Moi Development Sdn. Bhd., for a total consideration of RM250,000.

The initial accounting for the business combination of Tunas Rumpun Sdn. Bhd. and Moi Development Sdn. Bhd. in the financial statements of the Group involves identifying and determining the fair values to be assigned to their identifiable assets, liabilities, contingent liabilities and cost of combination. As at the date of the financial statements, the fair value can only be determined provisionally. The business combination of Tunas Rumpun Sdn. Bhd. and Moi Development Sdn. Bhd. has been accounted using provisional values.

6. INVESTMENT IN SUBSIDIARIES (continued)

(e) Effect on acquisition/incorporation of subsidiaries are from the following: (continued)

(i) Acquisition of subsidiaries (continued)

2023 (continued)

The fair values and carrying amounts of the identifiable assets and liabilities of the subsidiaries as at the dates of acquisition are as follows:

	Note	Group RM
Assets		
Property development cost		2,150,908
Other receivables		570,666
Cash on hand		233,612
Liabilities		
Other payables		(2,448,308)
Total identifiable net liabilities acquired		506,878
Goodwill arising on acquisition	9	116,986
Non-controlling interest's proportionate share of net identifiable liabilities		(123,864)
Fair value of consideration transferred		500,000

The effects of the acquisition on cash flows as follows:

	Group RM
Fair value of consideration transferred	500,000
Less: Non-cash consideration	-
Consideration paid in cash	500,000
Less: Cash and cash equivalents of subsidiaries acquired	(233,612)
Net cash outflow on acquisitions	266,388

6. INVESTMENT IN SUBSIDIARIES (continued)

(e) Effect on acquisition/incorporation of subsidiaries are from the following: (continued)

(i) Acquisition of subsidiaries (continued)

2022

On 9 August 2021, the Company had acquired 7,000 ordinary shares, representing 70% of the issued and paid up share capital of Ambang Sanjung Holdings Sdn. Bhd., for a total consideration of RM7,000.

On 21 April 2022, the Company had acquired 2 ordinary shares, representing 100% of the issued and paid up share capital of Bangga Induk Sdn. Bhd., for a total consideration of RM2.

The fair values and carrying amounts of the identifiable assets and liabilities of the subsidiaries as at the dates of acquisition are as follows:

	Note	Group RM
Assets		
Cash on hand		10,000
Liabilities		
Other payables		(36,126)
Total identifiable net liabilities acquired		(26,126)
Goodwill arising on acquisition	9	30,402
Non-controlling interest's proportionate share of net identifiable liabilities		2,726
Fair value of consideration transferred		7,002

The effects of the acquisition on cash flows as follows:

	Group RM
Fair value of consideration transferred	7,002
Less: Non-cash consideration	-
Consideration paid in cash	7,002
Less: Cash and cash equivalents of subsidiaries acquired	(10,000)
Net cash inflow on acquisitions	(2,998)

(ii) Incorporation of a subsidiary

On 22 November 2022, a wholly-owned subsidiary of the Company, namely Titijaya Ventures Sdn. Bhd., incorporated a wholly-owned subsidiary, namely Titijaya Makmur Sdn. Bhd., with an issued and paid-up share capital of 1,000 ordinary shares of RM1 each.

7. INVESTMENT IN ASSOCIATES

	Group		
	30.6.2023 RM	**30.6.2022 RM Restated**	**1.7.2021 RM Restated**
Unquoted shares - at cost			
At 1 July 2022/2021/2020	**12,755,706**	12,755,706	12,755,746
Disposal	**-**	-	(40)
At 30 June	**12,755,706**	12,755,706	12,755,706
Share of post-acquisition reserves			
At 1 July 2022/2021/2020	**(6,131,625)**	(5,607,526)	(5,078,476)
Additions	**(2,460)**	(524,099)	(529,050)
At 30 June	**(6,134,085)**	(6,131,625)	(5,607,526)
	6,621,621	6,624,081	7,148,180

The associates are accounted for using the equity method in the consolidated financial statements.

Details of the associates are as follows:

Name of company	Principal place of business / Country of incorporation	Effective ownership interest 30.6.2023	30.6.2022	1.7.2021	Principal activities
Indirect associates held through Titijaya Ventures Sdn. Bhd.					
- Amona Titijaya Sdn. Bhd.*^	Malaysia	**40%**	40%	40%	Property development
- Asas Dinasti Sdn. Bhd.	Malaysia	**40%**	40%	40%	Dormant
Indirect associate held through Tulus Lagenda Sdn. Bhd.					
- BJ Properties Sdn. Bhd.*^	Malaysia	**49%**	49%	49%	Property development

* *Audited by auditors other than Baker Tilly Monteiro Heng PLT.*

^ *Equity accounted for using unaudited management financial statements, auditors' report is not available.*

7. INVESTMENT IN ASSOCIATES (continued)

(a) Summarised financial impact of material associates

The summarised financial information of material associates during the financial year is as follows:

Group	BJ Properties Sdn. Bhd. RM	Other individually immaterial associates RM	Total RM
As at 30 June 2023			
Assets and liabilities:			
Non-current assets	**94,422,533**	**5,421,489**	**99,844,022**
Current assets	**21,535,961**	**18,304**	**21,554,265**
Current liabilities	**(104,049,338)**	**(4,596,544)**	**(108,645,882)**
Net assets	**11,909,156**	**843,249**	**12,752,405**
Results:			
Loss for the financial year	**(1,060,862)**	**(14,663)**	**(1,075,525)**
Total comprehensive loss	**(1,060,862)**	**(14,663)**	**(1,075,525)**
As at 30 June 2022			
Assets and liabilities:			
Non-current assets	95,469,733	5,421,489	100,891,222
Current assets	21,596,537	27,933	21,624,470
Current liabilities	(104,159,313)	(4,591,511)	(108,750,824)
Net assets	12,906,957	857,911	13,764,868
Results:			
Loss for the financial year	(1,098,074)	(17,449)	(1,115,523)
Total comprehensive loss	(1,098,074)	(17,449)	(1,115,523)
As at 1 July 2021			
Assets and liabilities:			
Non-current assets	96,516,933	5,421,489	101,938,422
Current assets	22,577,913	34,521	22,612,434
Current liabilities	(105,304,462)	(4,580,650)	(109,885,112)
Net assets	13,790,384	875,360	14,665,744

(b) The Group has not recognised its share of losses of Asas Dinasti Sdn. Bhd. amounting to RM3,405 (30.6.2022: RM2,833; 1.7.2021: RM2,601) because the Group's cumulative share of losses has exceeded its investments in these associates and the Group has no obligation in respect of these losses. The Group's cumulative accumulated losses not recognised were RM10,856 (30.6.2022: RM7,451; 1.7.2021: RM4,618).

8. INVESTMENT PROPERTIES

Group	Leasehold lands RM	Freehold lands RM	Buildings RM	Construction in progress RM	Total RM
Costs					
At 1 July 2021	-	67,849,017	4,648,613	66,851,354	139,348,984
Addition	-	-	306,080	9,117,333	9,423,413
Transferred from inventories	-	-	-	17,135,595	17,135,595
At 30 June 2022	-	67,849,017	4,954,693	93,104,282	165,907,992
Addition	-	-	-	38,489,037	38,489,037
Disposal	-	(8,528,257)	-	-	(8,528,257)
Transferred from inventories	63,563,183	-	-	-	63,563,183
At 30 June 2023	**63,563,183**	**59,320,760**	**4,954,693**	**131,593,319**	**259,431,955**
Accumulated depreciation					
At 1 July 2021	-	-	4,116,438	-	4,116,438
Depreciation charge for the financial year	-	-	92,972	-	92,972
At 30 June 2022	-	-	4,209,410	-	4,209,410
Depreciation charge for the financial year	-	-	117,932	-	117,932
At 30 June 2023	**-**	**-**	**4,327,342**	**-**	**4,327,342**
Carrying amount					
At 30 June 2023	**63,563,183**	**59,320,760**	**627,351**	**131,593,319**	**255,104,613**
At 30 June 2022	-	67,849,017	745,283	93,104,282	161,698,582
At 1 July 2021	-	67,849,017	532,175	66,851,354	135,232,546

Buildings consist of retail shop lots, office units and a food court.

		Group	
	30.6.2023 RM	**30.6.2022 RM**	**1.7.2021 RM**
Fair value of investment properties (excluding construction in progress)	**65,594,725**	95,504,725	91,428,000
Rental income generated	**561,063**	326,821	1,232,251
Direct operating expenses arising from: - income generating investment properties	**175,508**	186,019	224,027

(a) Fair value information

The fair value of investment properties (excluding construction in progress) of approximately RM65,594,725 (30.6.2022: RM95,504,725; 1.7.2021: RM91,428,000) is determined based on the valuation performed by the independent professional valuers with relevant experience in the location and categories of land being valued. The fair value of investment properties is measured at Level 3 hierarchy.

There are no Level 1 or Level 2 investment properties or transfers between Level 1 and Level 2 fair values during the financial year.

Fair values of land and buildings have been generally derived using the sales comparison approach. Sales price of comparable properties in close proximity are adjusted for differences in key attributes such as property size. The most significant inputs into this valuation approach is price per square foot of comparable properties.

8. INVESTMENT PROPERTIES (continued)

(b) The investment properties with net carrying amount of RM50,510,771 (30.6.2022: RM54,811,431; 1.7.2021: RM47,787,680) have been pledged to financial institutions to secure credit facilities granted to the Group as disclosed in Note 19.

(c) During the financial year, a subsidiary has acquired a property held for development (classified as inventories) from a fellow subsidiary.

9. GOODWILL ON CONSOLIDATION

	Note	Goodwill RM
Group		
Cost		
At 1 July 2021		3,706,047
Additions - acquired separately	6(e)	30,402
At 30 June 2022		3,736,449
Additions - acquired separately	6(e)	116,986
At 30 June 2023		**3,853,435**
Accumulated impairment loss		
At 1 July 2021		1,643,370
Impairment loss		30,402
At 30 June 2022		1,673,772
Impairment loss		116,986
At 30 June 2023		**1,790,758**
Carrying amount		
At 30 June 2023		**2,062,677**
At 30 June 2022		2,062,677
At 1 July 2021		2,062,677

Goodwill acquired in a business combination is allocated, at acquisition, to the cash-generating unit ("CGU") that is expected to benefit from that business combination.

The carrying amount of goodwill had been allocated to investment holding segment as independent CGU.

The Group performed impairment review on goodwill annually or more frequently if there are indications that goodwill might be impaired.

The recoverable amount of the CGU is determined from value in use calculation using 5 years cash flows projections from financial budgets and projects approved by the management. The key assumptions for the value in use calculation are number of development units sold and progress development, discount rate and expected changes to selling prices and direct costs during the period. Management estimated discount rate using pre-tax rate that reflect current market assessments of the time value of money and the risks specific to the CGU. A discount rate factor of 9.51% (30.6.2022: 9.07%; 1.7.2021: 9.28%) has been applied in arriving at the present value of future cash flows. The growth rates and changes in selling prices and direct costs are based on expectations of future changes in the market.

Based on the sensitivity analysis performed, management believes that no reasonably possible change in base case assumptions would cause the carrying values of the CGUs to exceed its recoverable amounts.

10. INVENTORIES

	Group		
	30.6.2023 RM	30.6.2022 RM Restated	1.7.2021 RM Restated
Non-current:			
At lower of cost and net realisable value			
Property held for development			
- Freehold lands	**202,643,278**	202,829,171	202,829,171
- Leasehold lands	**371,127,562**	353,112,425	353,112,425
- Development costs	**647,800,041**	588,317,550	531,318,935
Total inventories (non-current)	**1,221,570,881**	1,144,259,146	1,087,260,531
Current:			
At lower of cost or net realisable value			
Property under development			
- Freehold lands	**200,764**	128,613	6,236,702
- Leasehold lands	**8,391,644**	156,013,987	181,223,818
- Development costs	**110,623,927**	270,089,538	321,427,142
	119,216,335	426,232,138	508,887,662
Completed properties	**144,812,111**	132,866,840	211,449,224
Total inventories (current)	**264,028,446**	559,098,978	720,336,886
Total inventories (non-current and current)	**1,485,599,327**	1,703,358,124	1,807,597,417

(a) The cost of inventories of the Group recognised as an expense in cost of sales during the financial year was RM298,250,451 (30.6.2022: RM223,491,666; 1.7.2021: RM190,462,985). In addition, the expense recognised in the profit or loss include the following:

	Group		
	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Inventories written down	**21,466,190**	168,424	25,164,726

(b) Freehold lands and leasehold lands included in the properties held for development of RM231,970,922 (30.6.2022: RM245,014,352; 1.7.2021: RM367,567,802) have been pledged to financial institutions to secure credit facilities granted to the Group as disclosed in Note 19.

(c) Included in inventories are borrowing costs capitalised in the property development costs during the financial year as follows:

	Group		
	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Borrowing costs capitalised	**6,627,224**	6,936,929	15,169,731

11. TRADE AND OTHER RECEIVABLES

		Group			Company		
	Note	30.6.2023 RM	30.6.2022 RM Restated	1.7.2021 RM Restated	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Non-current:							
Trade							
Trade receivables	(a)	**847,225**	545,770	250,859	**-**	-	-
Current:							
Trade							
Trade receivables from contracts with customers	(a)	**94,162,935**	88,586,362	152,949,050	**-**	-	-
Stakeholder sum	(a)	**-**	1,350,000	204,721	**-**	-	-
		94,162,935	89,936,362	153,153,771	**-**	-	-
Less: impairment loss for trade receivables	(a)	**(2,371,542)**	(3,470,735)	(2,229,901)	**-**	-	-
		91,791,393	86,465,627	150,923,870	**-**	-	-
Non-trade							
Amounts owing by:							
- subsidiaries	(b)	**-**	-	-	**264,884**	284,826	252,757
- associates	(b)	**4,593,404**	4,585,391	4,562,140	**31,582**	23,819	17,238
Other receivables	(c)	**71,062,202**	234,113,699	301,798,244	**1,052,802**	744,142	6,676,096
GST refundable		**-**	-	640,719	**-**	-	126,600
Deposits	(d)	**115,253,696**	109,855,112	108,949,578	**54,500**	54,500	54,500
Prepayments		**24,388**	142,608	490,331	**-**	-	469,479
		190,933,690	348,696,810	416,441,012	**1,403,768**	1,107,287	7,596,670
Less: impairment loss on:							
- subsidiaries	(b)	**-**	-	-	**(203,267)**	(203,267)	(203,267)
- associates	(b)	**(4,543,333)**	(4,543,333)	(4,543,333)	**(371)**	(371)	(371)
- other receivables	(c)	**(1,424,955)**	(1,422,627)	(743,490)	**-**	-	-
		184,965,402	342,730,850	411,154,189	**1,200,130**	903,649	7,393,032
Total trade and other receivables (current)		**276,756,795**	429,196,477	562,078,059	**1,200,130**	903,649	7,393,032
Total trade and other receivables (non-current and current)		**277,604,020**	429,742,247	562,328,918	**1,200,130**	903,649	7,393,032

11. TRADE AND OTHER RECEIVABLES (continued)

(a) Trade receivables

As at 30 June 2022, included in the trade receivables of the Group was an amount of RM1,350,000 (1.7.2021: RM204,721) deposited with a lawyer as stakeholders' sum from house buyers.

The Group's normal trade credit terms ranges from 14 days to 90 days (30.6.2022: 14 days to 90 days; 1.7.2021: 14 days to 90 days). Other credit terms are assessed and approved on a case-by-case basis.

Receivables that are impaired

The reconciliation of movement in the accumulated impairment losses of trade receivables is as follows:

	Group	
	30.6.2023 RM	30.6.2022 RM
At 1 July 2022/2021	**3,470,735**	2,229,901
Charge for the financial year	**1,567,421**	1,240,834
Reversal of impairment loss	**(2,666,614)**	-
At 30 June	**2,371,542**	3,470,735

The above trade receivables that are individually determined to be credit impaired at the reporting date relate to receivables that are in significant financial difficulties and have defaulted on payments.

The information about the credit exposures are disclosed in Note 33(b)(i).

(b) Amounts owing by subsidiaries and associates

The amounts owing by subsidiaries and associates are non-trade in nature, unsecured, interest-free and receivable upon demand in cash.

The reconciliation of movement in the accumulated impairment losses of amounts owing by associates is as follows:

	Group		Company	
	30.6.2023 RM	30.6.2022 RM	30.6.2023 RM	30.6.2022 RM
At 1 July 2022/2021/30 June	**4,543,333**	4,543,333	**371**	371

The above impairment losses that are individually determined at the reporting date relate to subsidiaries and associates that have difficulty in repaying the advances.

(c) Other receivables

(i) Included in the other receivables of the Group is an advance paid to a joint development project amounting to RM13,329,139 (30.6.2022: RM182,559,339; 1.7.2021: RM232,863,431).

(ii) Included in the other receivables of the Group and the Company are amounts of RM480,298 (30.6.2022: RM468,998; 1.7.2021: RM451,340) and RM194,678 (30.6.2022: RM183,418; 1.7.2021: RM165,750) due from an entity in which the directors of the Group are trustees.

(iii) Included in the other receivables of the Group is an amount of RM1,046,253 (30.6.2022: RM4,853,109; 1.7.2021: RM5,770,257) due from a subsidiary of the ultimate holding company.

11. TRADE AND OTHER RECEIVABLES (continued)

(c) Other receivables (continued)

(iv) The reconciliation of movement in the accumulated impairment losses of other receivables is as follows:

	Group	
	30.6.2023 RM	30.6.2022 RM
At 1 July 2022/2021	**1,422,627**	743,490
Acquisition of a subsidiary	**2,328**	-
Charge for the financial year	**-**	679,137
At 30 June	**1,424,955**	1,422,627

(d) Deposits

Included in deposits of the Group is an amount of RM103,672,800 (30.6.2022: RM103,697,666; 1.7.2021: RM103,777,666) paid in connection to development project. The deposit of RM103,672,800 (30.6.2022: RM103,672,800; 1.7.2021: RM103,672,800) paid to an associate was funded through bank borrowing and secured by a third party charge over a parcel of leasehold land.

12. CONTRACT ASSETS/(LIABILITIES)

		Group	
	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Contract assets relating to property development contracts	**17,903,839**	6,297,318	-
Contract liabilities relating to property development contracts	**(193,356,746)**	(224,038,335)	(273,047,583)

(a) Significant changes in contract balances

	30.6.2023		30.6.2022		1.7.2021	
	Contract assets increase/ (decrease) RM	Contract liabilities (increase)/ decrease RM	Contract assets increase/ (decrease) RM	Contract liabilities (increase)/ decrease RM	Contract assets increase/ (decrease) RM	Contract liabilities (increase)/ decrease RM
Group						
Revenue recognised that was included in contract liability at the beginning of the financial year	**-**	**210,842,919**	-	231,644,943	-	149,876,272
Increase due to consideration received from customers, but revenue not recognised	**-**	**(180,964,592)**	-	(183,828,454)	-	(257,712,459)
Increase as a result of changes in the measure of progress	**-**	**593,176**	-	-	-	(5,137,834)
Transfer from contract liabilities recognised at the beginning of the year to payables	**-**	**210,086**	-	1,192,759	-	47,134
Increase due to revenue recognised for work completed on properties sold but not yet billed	**17,903,839**	**-**	6,297,318	-	-	-
Transfers from contract assets recognised at the beginning of the period to receivables	**(6,297,318)**	**-**	-	-	(784,133)	-

12. CONTRACT ASSETS/(LIABILITIES) (continued)

(b) Revenue recognised in relation to contract balances

	Group	
	30.6.2023 RM	30.6.2022 RM
Revenue recognised that was included in contract liability at the beginning of the financial year	**210,842,919**	231,644,943

Revenue recognised that was included in the contract liability balance at the beginning of the year represented primarily revenue from the sale of property development contracts when percentage of completion increases.

13. CONTRACT COSTS

Costs to obtain contracts

Costs to obtain contracts relate to incremental commission fees paid to intermediaries as a result of obtaining contracts with customers.

The costs to obtain contracts are amortised in accordance with the pattern of transfer of goods or services to which the asset relates. During the financial year, the amortisation of contract costs of the Group recognised were RM3,829,984 (30.6.2022: RM4,196,619; 1.7.2021: RM7,025,164).

14. CASH AND SHORT-TERM DEPOSITS

	Group			Company		
	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Cash and bank balances	**180,942,757**	159,469,355	99,461,969	**62,172,768**	21,607,985	11,672,505
Short-term deposits	**18,997,981**	18,278,468	73,619,869	**5,322,927**	4,793,637	4,258,921
	199,940,738	177,747,823	173,081,838	**67,495,695**	26,401,622	15,931,426

For the purpose of the statements of cash flows, cash and cash equivalents comprise of the following:

	Group			Company		
	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Short-term deposits	**18,997,981**	18,278,468	73,619,869	**5,322,927**	4,793,637	4,258,921
Less: pledged deposits	**(15,165,752)**	(16,352,626)	(16,248,540)	**(3,360,289)**	(2,867,795)	(3,887,592)
Less: deposits with maturity more than 3 months	**(3,832,229)**	(1,925,842)	(371,329)	**(1,962,638)**	(1,925,842)	(371,329)
	-	-	57,000,000	**-**	-	-
Cash and bank balances	**180,942,757**	159,469,355	99,461,969	**62,172,768**	21,607,985	11,672,505
Islamic commercial paper (Note 19)	**(20,000,000)**	(40,000,000)	(70,000,000)	**(20,000,000)**	(40,000,000)	(70,000,000)
Bank overdraft (Note 19)	**-**	-	(4,190)	**-**	-	(4,190)
	160,942,757	119,469,355	86,457,779	**42,172,768**	(18,392,015)	(58,331,685)

14. CASH AND SHORT-TERM DEPOSITS (continued)

(a) Included in the deposits placed with licensed banks of the Group and the Company, RM15,165,752 (30.6.2022: RM16,352,626; 1.7.2021: RM16,248,540) and RM3,360,289 (30.6.2022: RM2,867,795; 1.7.2021: RM3,887,592) are pledged to the licensed banks to secure credit facilities granted to subsidiaries and a third party as disclosed in Note 20.

(b) Deposits placed with licensed banks of the Group and the Company earn interest at rates ranging from 1.55% to 3.35% (30.6.2022: 1.30% to 3.35%; 1.7.2021: 1.15% to 3.35%) and 1.85% to 3.35% (30.6.2022: 1.85% to 3.35%; 1.7.2021: 1.85% to 3.35%) per annum.

(c) Included in cash and bank balances of the Group are amount of RM11,042,539 (30.6.2022: RM15,630,826; 1.7.2021: RM13,473,696) held pursuant to Section 7A of the Housing Development (Control and Licensing) Act, 1966 and therefore restricted from use in other operations.

15. SHARE CAPITAL, TREASURY SHARES AND RETAINED EARNINGS

	Group and Company			
	Ordinary Shares		*Amount*	
	Share capital [Issued and fully paid up (no par value)] Unit	Treasury shares Unit	Share capital [Issued and fully paid up (no par value)] RM	Treasury shares RM
At 1 July 2021	1,359,034,210	(83,572,100)	785,292,038	(25,290,710)
Conversion of ICPS to ordinary shares	1,195,400	-	986,205	-
Repurchase of treasury shares	-	(2,041,000)	-	(491,174)
At 30 June 2022	1,360,229,610	(85,613,100)	786,278,243	(25,781,884)
Conversion of ICPS to ordinary shares	70,697,679	-	58,325,595	-
Repurchase of treasury shares	-	(8,625,300)	-	(2,115,209)
At 30 June 2023	**1,430,927,289**	**(94,238,400)**	**844,603,838**	**(27,897,093)**

(a) Share capital

The holders of ordinary shares (except treasury shares) are entitled to receive dividends as declared from time to time and are entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

During the financial year, the Company converted 70,697,679 (30.6.2022: 1,195,400; 1.7.2021: 1,066,300) new ordinary shares of RM0.825 (30.6.2022: RM0.825; 1.7.2021: RM0.825) each arising from the conversion of 706,976,790 (30.6.2022: 11,954,000; 1.7.2021: 10,633,000) units of irredeemable convertible preference shares ("ICPS") on the basis of 1 new ordinary share for every 10 units of ICPS.

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

15. SHARE CAPITAL, TREASURY SHARES AND RETAINED EARNINGS (continued)

(b) Treasury shares

Treasury shares relate to ordinary shares of the Company that are held by the Company. The amount consists of the acquisition costs of treasury shares net of the proceeds received on their subsequent sale or issuance.

During the financial year, the Company repurchased 8,625,300 (30.6.2022: 2,041,000; 1.7.2021: Nil) of its issued ordinary shares from the open market at an average price of RM0.25 (30.6.2022: RM0.24; 1.7.2021: Nil) per share. The net total consideration paid for repurchase including transaction costs was RM2,115,209 (30.6.2022: RM491,174; 1.7.2021: Nil).

The directors of the Company are committed to enhance the value of the Company for its shareholders and believe that the repurchase plan can be applied in the best interests of the Company and its shareholders. The repurchase transactions were financed by internally generated funds. The shares repurchased are being held as treasury shares in accordance with Section 127 of the Companies Act 2016 in Malaysia.

(c) Retained earnings

Under the single tier system, all the Company's retained earnings are distributable by way of dividend and tax on the Company's profit is the final tax and dividend distributed to shareholders will be exempted from tax.

16. IRREDEEMABLE CONVERTIBLE PREFERENCES SHARES ("ICPS")

	Group and Company					
	30.6.2023 Unit	**30.6.2022 Unit**	**1.7.2021 Unit**	**30.6.2023 RM**	**30.6.2022 RM**	**1.7.2021 Unit**
Issued ICPS						
At 1 July 2022/2021/2020	**706,976,798**	718,930,798	729,593,798	**58,325,595**	59,311,800	60,191,500
Conversion of ICPS to ordinary shares	**(706,976,798)**	(11,954,000)	(10,663,000)	**(58,325,595)**	(986,205)	(879,700)
At 30 June	-	706,976,798	718,930,798	-	58,325,595	59,311,800

During the financial year, 706,976,790 (30.6.2022: 11,954,000; 1.7.2021: 10,663,000) units of ICPS has been converted to ordinary shares at RM0.825 (30.6.2022: RM0.825; 1.7.2021: RM0.825) each on the basis of 10 units of ICPS for every 1 existing ordinary share.

The salient features of the ICPS are as follows:

(a) Dividend rate

Subject to the compliance Section 131 of Companies Act 2016, the Company has full discretion over the declaration of dividends. Dividend declared and payable annually in arrears are non-cumulative.

The dividends of the ICPS shall be paid in priority over the ordinary shares.

(b) Tenure

The tenure is 5 years commencing from and inclusive of the date of issuance of the ICPS.

(c) Maturity date

The maturity date of the ICPS immediately preceding the 5th anniversary from the date of issuance (27 September 2017).

16. IRREDEEMABLE CONVERTIBLE PREFERENCES SHARES ("ICPS") (continued)

The salient features of the ICPS are as follows: (continued)

(d) Conversion rights

Each ICPS carries the entitlement to convert into new ordinary shares at the conversion ratio through surrender of the ICPS. No adjustment to the conversion price shall be made for any declared and unpaid dividends on the ICPS surrendered for conversion. If the conversion results in a fractional entitlement to the ordinary shares of the Company, such fractional entitlement shall be disregarded and no refund or credit, whether in the form of the ICPS, cash, otherwise, shall be given in respect of the disregarded fractional entitlement.

The ICPS can be converted at any time within 5 years commencing on and including the date of issuance of the ICPS up to and including the maturity date, and it had been fixed at either 10 ICPS to be converted into 1 new ordinary share or a combination of 1 ICPS and cash payment of RM1.485 for 1 new ordinary share.

(e) Rights of the ICPS holders

The ICPS holders are not entitled to any voting right or participation in any rights, allotments and/or other distribution in the Company except the following circumstances until and unless such holders convert their ICPS into new shares:

(i) when the dividend or part of the dividend on the ICPS is in arrears for more than 6 months;

(ii) on a proposal to reduce the Company's share capital;

(iii) on a proposal for sanctioning the sale of the whole of the Company's property, business and undertaking;

(iv) on a proposal that directly affects their rights and privileges attached to the ICPS;

(v) on a proposal to wind-up the Company; and

(vi) during the winding-up of the Company.

17. OTHER RESERVE

Other reserve arose from the difference between the purchase consideration and the issued share capital of the subsidiary acquired, namely NPO Development Sdn. Bhd. upon consolidation in respect of business combinations under common control.

18. TRADE AND OTHER PAYABLES

		Group			Company		
	Note	30.6.2023 RM	30.6.2022 RM Restated	1.7.2021 RM Restated	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Non-current:							
Trade							
Trade payables	(a)	**21,387,910**	33,120,618	27,988,314	**-**	-	-
Non-trade							
Class A shares of a subsidiary classified as financial liability	(f)	**34,935,313**	33,819,141	32,702,969	**-**	-	-
Total trade and other payables (non-current)		**56,323,223**	66,939,759	60,691,283	**-**	-	-
Current:							
Trade							
Trade payables	(a)	**44,536,771**	62,856,109	62,975,133	**-**	-	-
Non-trade							
Amounts owing to:	(b)						
- subsidiaries		**-**	-	-	**274,680,048**	179,605,291	126,089,394
- associate		**10,000,000**	-	-	**10,000,000**	-	-
- directors		**316,932**	316,932	809,930	**316,932**	7,002	-
Other payables	(c)	**71,174,744**	84,753,022	103,916,294	**42,410**	92,110	92,110
GST payable		**-**	-	25,263	**-**	-	-
Accruals	(d)	**318,916,106**	289,653,942	290,561,635	**504,950**	437,400	320,970
Refundable deposits	(e)	**10,903,069**	4,676,467	5,665,670	**-**	-	-
Redeemable preference share ("RPS") of a subsidiary	(g)	**40,000,000**	76,000,000	105,000,000	**-**	-	-
		451,310,851	455,400,363	505,978,792	**285,544,340**	180,141,803	126,502,474
Total trade and other payables (current)		**495,847,622**	518,256,472	568,953,925	**285,544,340**	180,141,803	126,502,474
Total trade and other payables (non-current and current)		**552,170,845**	585,196,231	629,645,208	**285,544,340**	180,141,803	126,502,474

(a) Trade payables

The normal trade credit terms granted to the Group range from 30 days to 90 days (30.6.2022: 30 days to 90 days; 1.7.2021: 30 days to 90 days).

Included in trade payables is an amount of RM44,747,843 (30.6.2022: RM57,925,421; 1.7.2021: RM52,814,683) held as retention sum payable to contractors.

(b) Amounts owing to subsidiaries, associate and directors

The amounts owing to subsidiaries, associate and directors are non-trade in nature, unsecured, interest-free and repayable on demand in cash.

(c) Other payables

(i) Included in other payables is an amount of RM28,837 (30.6.2022: RM28,837; 1.7.2021: RM28,837) owing to companies in which certain directors have interests.

(ii) Included in other payables is an amount of RM1,412,509 (30.6.2022: RM1,412,509; 1.7.2021: RM11,412,509) owing to a shareholder of a subsidiary. The amount due is unsecured, interest-free and repayable on demand in cash.

18. TRADE AND OTHER PAYABLES (continued)

(d) Accruals

(i) Included in accruals are an amount totalling RM302,186,730 (30.6.2022: RM276,392,881; 1.7.2021: RM284,167,388) which represents costs accrued for the development projects by the Group.

(ii) Included in accruals is an amount totalling RM8,235,517 (30.6.2022: RM8,291,019; 1.7.2021: RM4,654,584) which represents dividend payable to Tokyu Land Asia Pte. Ltd. ("TLA") arising from the Class A shares of a subsidiary.

(e) Refundable deposits

Included in deposits are in relation to partial payments received from purchaser towards the sales of development properties.

(f) Class A shares of a subsidiary classified as financial liabilities

	Group			
	30.6.2023 Unit	**30.6.2022 Unit**	**30.6.2023 RM**	**30.6.2022 RM**
Class A shares of a subsidiary				
At 1 July 2022/2021	**39,400,000**	39,400,000	**33,819,141**	32,702,969
Net amortisation on Class A shares classified as financial liabilities at amortised cost	**-**	-	**1,116,172**	1,116,172
At 30 June	**39,400,000**	39,400,000	**34,935,313**	33,819,141

On 16 December 2019, Riveria City Sdn. Bhd. ("RCSB") had issued of 39,400,000 units of Class A shares for RM39,400,000 to a subscriber, Tokyu Land Asia Pte. Ltd. ("TLA"), for the purpose of expanding the property development business with certain terms and conditions as stated in the subscription agreement.

(g) Redeemable preference shares ("RPS") of a subsidiary

	Group	
	30.6.2023 RM	**30.6.2022 RM Restated**
Issued RPS		
At 1 July 2022/2021	**76,000,000**	105,000,000
Redeemed during the financial year	**(36,000,000)**	(29,000,000)
At 30 June	**40,000,000**	76,000,000

On 8 November 2016, a wholly-owned subsidiary of the Company, namely Titijaya Ventures Sdn. Bhd. and CREC Development (M) Sdn. Bhd. had entered into a shareholders agreement for the acquisition of Ampang Avenue Development Sdn. Bhd. ("AASB") and AASB's subsidiary, namely Nipah Valley Sdn. Bhd. ("NVSB"). At the point of acquisition, NVSB had redeemable preference shares ("RPS") issued which are redeemable at a premium.

(h) For explanation on the Group's and the Company's liquidity risk management processes, refer to Note 33(b)(ii).

19. LOANS AND BORROWINGS

		Group			Company		
	Note	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Non-current:							
Term loans	(a)	**86,385,065**	218,992,871	304,465,961	**-**	3,452,986	7,666,662
Lease liabilities	(b)	**84,072**	407,946	-	**-**	-	-
Hire purchase payables	(c)	**998,933**	410,343	511,784	**-**	-	-
Bridging loans	(d)	**-**	3,125,000	25,000,000	**-**	-	-
		87,468,070	222,936,160	329,977,745	**-**	3,452,986	7,666,662
Current:							
Term loans	(a)	**118,319,483**	117,420,371	39,567,210	**-**	2,333,336	2,000,004
Lease liabilities	(b)	**323,875**	299,210	-	**-**	-	-
Hire purchase payables	(c)	**212,024**	127,370	271,344	**-**	-	-
Bridging loans	(d)	**-**	31,250,000	25,000,000	**-**	-	-
Revolving credits	(e)	**-**	-	44,200,000	**-**	-	44,200,000
Islamic commercial paper	(f)	**20,000,000**	40,000,000	70,000,000	**20,000,000**	40,000,000	70,000,000
Bank overdraft	(g)	**-**	-	4,190	**-**	-	4,190
		138,855,382	189,096,951	179,042,744	**20,000,000**	42,333,336	116,204,194
		226,323,452	412,033,111	509,020,489	**20,000,000**	45,786,322	123,870,856
Total loans and borrowings:							
Term loans	(a)	**204,704,548**	336,413,242	344,033,171	**-**	5,786,322	9,666,666
Lease liabilities	(b)	**407,947**	707,156	-	**-**	-	-
Hire purchase payables	(c)	**1,210,957**	537,713	783,128	**-**	-	-
Bridging loans	(d)	**-**	34,375,000	50,000,000	**-**	-	-
Revolving credits	(e)	**-**	-	44,200,000	**-**	-	44,200,000
Islamic commercial paper	(f)	**20,000,000**	40,000,000	70,000,000	**20,000,000**	40,000,000	70,000,000
Bank overdraft	(g)	**-**	-	4,190	**-**	-	4,190
		226,323,452	412,033,111	509,020,489	**20,000,000**	45,786,322	123,870,856

(a) Term loans

The term loans of the Group and of the Company bear interests at rates ranging from 3.60% to 5.70% and 3.96% (30.6.2022: 3.60% to 5.70% and 3.96%; 1.7.2021: 3.60% to 5.70% and 3.96%) per annum respectively.

Included in the term loans of the Group is an amount of RM40,000,000 (30.6.2022: RM40,000,000; 1.7.2021: RM40,000,000) from a subsidiary of TLA.

19. LOANS AND BORROWINGS (continued)

(b) Lease liabilities

The lease liabilities bear interest at the effective interest rate of 4.07% (30.6.2022: 4.07%; 1.7.2021: Nil) per annum.

Future minimum lease payments under leases together with the present value of net minimum lease payments are as follows:

	Group		
	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Minimum lease payments:			
- within twelve months	**333,411**	321,360	-
- later than 1 year and not later than 5 years	**84,356**	417,768	-
	417,767	739,128	-
Less: Future finance charges	**(9,820)**	(31,972)	-
Present value of minimum lease payments	**407,947**	707,156	-
Analysis of present value of minimum lease payments			
- not later than one year	**323,875**	299,210	-
- later than 1 year and not later than 5 years	**84,072**	407,946	-
	407,947	707,156	-

(c) Hire purchase payables

Hire purchase payables of the Group of RM1,210,957 (30.6.2022: RM537,713; 1.7.2021: RM783,128) bears interests ranging from 4.19% to 9.04% (30.6.2022: 4.19% to 5.72%; 1.7.2021: 4.78% to 5.72%) per annum and are secured by the Group's motor vehicles under hire purchase arrangements as disclosed in Note 5(a).

Future minimum lease payments under hire purchase payables together with the present value of net minimum lease payments are as follows:

	Group		
	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Minimum lease payments:			
- within twelve months	**261,609**	147,470	303,919
- later than 1 year and not later than 5 years	**913,706**	387,528	540,269
- later than 5 years	**190,345**	56,398	-
	1,365,660	591,396	844,188
Less: Future finance charges	**(154,703)**	(53,683)	(61,060)
Present value of minimum lease payments	**1,210,957**	537,713	783,128
Analysis of present value of minimum lease payments			
- not later than one year	**212,024**	127,370	271,344
- later than 1 year and not later than 5 years	**814,441**	355,232	511,784
- later than 5 years	**184,492**	55,111	-
	1,210,957	537,713	783,128

19. LOANS AND BORROWINGS (continued)

(d) Bridging loans

As at 30 June 2022, the bridging loans bore interests at rate of 3.86% (1.7.2021: 3.86%) per annum.

(e) Revolving credits

As at 30 June 2022, the revolving credits of the Group and of the Company bore interests at rates ranging from 3.60% to 4.50% (1.7.2021: 3.74% to 4.50%) per annum.

(f) Islamic commercial paper

The Islamic commercial paper of the Group and of the Company is unsecured and bears interests at rates ranging from 4.78% to 5.24% (30.6.2022: 5.00% to 5.10%; 1.7.2021: of 5.10%) per annum.

The Islamic commercial paper of the Group and of the Company has maturity term of 3 months since the date of issuance.

(g) Bank overdraft

As at 1 July 2021, the bank overdraft of the Group and of the Company bore interest at rate of 4.22% per annum.

(h) The loans and borrowings of the Group and of the Company are secured by way of:

(i) first and third party first, second and third legal charge over the Group's land held for development disclosed in Note 10;

(ii) first legal charged over the land held for development as disclosed in Note 10;

(iii) legal assignment and charge over the investment properties of subsidiaries as disclosed in Note 8;

(iv) specific debenture over all the fixed and floating assets on the property development land as disclosed in Note 10;

(v) legal charge over ordinary shares of a subsidiary and cash deposits with bank of subsidiaries as disclosed in Note 14;

(vi) power of Attorney in favour of the bank to appoint a contractor at the bank's discretion to proceed and complete the entire development in the event of repayment default and/or inability to complete the project;

(vii) first party deed of assignment and power of attorney over the property of a subsidiary as disclosed in Note 5;

(viii) assignment of all the rights, title and interest in respect of the rental proceeds for a property from the tenant in favour of the lender;

(ix) assignment of subsidiary's Housing Development Act Account and Project Development Account of the projects;

(x) master trade agreement for a Islamic banking facility;

(xi) personal, joint and several guarantee by certain directors of the Company and its subsidiaries;

(xii) letter of subordination debts to subordinate all advances by the Company and certain directors of a subsidiary;

(xiii) letter of undertaking from the directors, a shareholder of a subsidiary and a subsidiary;

(xiv) corporate guarantee from the Company and a subsidiary;

(xv) legal charge and assignment over Finance Service Reserve and Escrow Account and all proceeds therein of a subsidiary;

(xvi) Memorandum of Charge over entire paid up capital of the Chargor for the land;

(xvii) debenture incorporating a fixed and floating charges for all monies owing or payable under facilities over present and future assets of a subsidiary; and

(xviii) legal assignment of insurance by Chargor.

20. DEFERRED TAX ASSETS/(LIABILITIES)

Deferred tax assets/(liabilities) relates to the following:

	As at 1 July 2021 RM	Recognised in profit or loss (Note 27) RM	As at 30 June 2022 RM	Recognised in profit or loss (Note 27) RM	As at 30 June 2023 RM
Group					
Deferred tax liabilities:					
Property, plant and equipment	(73,993)	-	(73,993)	73,993	**-**
Investment properties	(15,124,832)	-	(15,124,832)	1,736,242	**(13,388,590)**
Inventories:					
- Development expenditures	(4,065,748)	428,194	(3,637,554)	3,458,858	**(178,696)**
- Land held for property development	(14,768,459)	-	(14,768,459)	-	**(14,768,459)**
	(34,033,032)	428,194	(33,604,838)	5,269,093	**(28,335,745)**
Deferred tax assets:					
Property, plant and equipment	(4,023)	103,188	99,165	(113,070)	**(13,905)**
Unutilised tax losses	-	3,803,166	3,803,166	(118,055)	**3,685,111**
Inventories:					
- Development expenditures	3,805,722	(2,582,963)	1,222,759	2,632,940	**3,855,699**
- Provision for liquidated ascertained damages	55,656	150,876	206,532	(55,656)	**150,876**
	3,857,355	1,474,267	5,331,622	2,346,159	**7,677,781**
	(30,175,677)	1,902,461	(28,273,216)	7,615,252	**(20,657,964)**

		Group	
	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Presented after appropriate offsetting as follows:			
Deferred tax assets	**7,677,781**	5,331,622	3,857,355
Deferred tax liabilities	**(28,335,745)**	(33,604,838)	(34,033,032)
	(20,657,964)	(28,273,216)	(30,175,677)

Unrecognised deferred tax assets

Deferred tax assets have not been recognised in respect of the following items (stated at gross):

		Group	
	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Temporary differences	**15,168,885**	6,953,986	17,666,952
Unutilised tax losses	**35,630,691**	48,613,600	23,862,045
Unabsorbed capital allowance	**25,733**	387,003	290,102
	50,825,309	55,954,589	41,819,099

20. DEFERRED TAX ASSETS/(LIABILITIES) (continued)

The availability of unutilised tax losses for offsetting against future taxable profits of the respective subsidiaries in Malaysia are subject to requirements under Income Tax Act, 1967 and guidelines issued by the tax authority.

The unutilised tax losses are available for offset against future taxable profits of the Group up to the following financial years:

	Group		
	30.6.2023 RM	**30.6.2022 RM**	**1.7.2021 RM**
2028	**8,232,129**	11,146,455	11,368,571
2029	**3,983,222**	3,983,222	3,983,222
2031	**7,921,036**	8,310,733	8,510,252
2032	**9,188,417**	25,173,190	-
2033	**6,305,887**	-	-

21. REVENUE

	Group		Company	
	2023 RM	**2022 RM**	**2023 RM**	**2022 RM**
Revenue from contract customers:				
Timing of revenue recognition:				
Over time				
Property development	**318,557,429**	164,093,629	**-**	-
At a point in time				
Sale of completed properties	**43,432,581**	96,980,936	**-**	-
Sale of a land	**-**	13,596,750	**-**	-
Revenue from other source:				
Timing of revenue recognition:				
At a point in time				
Rental income from investment property	**249,178**	201,017	**-**	-
Dividend income from subsidiaries	**-**	-	**10,700,000**	70,992,000
Others	**386,257**	55,297	**-**	-
	362,625,445	274,927,629	**10,700,000**	70,992,000

22. COST OF SALES

	Group	
	2023 RM	2022 RM Restated
Property development costs	**258,893,183**	135,658,440
Costs of completed properties sold	**52,986,878**	86,218,030
Costs of a land sold	**-**	13,604,750
Direct operating expenses arising from investment properties	**131,821**	122,542
	312,011,882	235,603,762

23. OTHER INCOME

	Group	
	2023 RM	2022 RM
Gain on disposal of investment property	**5,071,743**	-
Gain on disposal of property, plant and equipment	**376,997**	224,498

24. FINANCE INCOME

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Interest income on short-term deposits	**292,107**	476,409	**111,189**	94,997
Other interest income	**4,295,373**	1,558,338	**45,861**	24,165
	4,587,480	2,034,747	**157,050**	119,162

25. FINANCE COSTS

	Group		Company	
	2023 RM	**2022 RM**	**2023 RM**	**2022 RM**
Interest expense on:				
- Bridging loans	**-**	508,422	**-**	-
- Class A shares	**-**	4,654,584	**-**	-
- Islamic commercial paper	**1,235,945**	3,078,086	**1,235,945**	3,078,086
- Hire purchase payables	**47,578**	38,672	**-**	-
- Lease liabilities	**22,152**	23,242	**-**	-
- Revolving credits	**395,929**	674,918	**395,929**	674,918
- Term loans	**4,833,554**	2,512,558	**106,403**	311,803
	6,535,158	11,490,482	**1,738,277**	4,064,807

26. PROFIT BEFORE TAX

Other than disclosed elsewhere in the financial statements, the following items have been charged in arriving of profit before tax:

	Group		Company	
	2023 RM	**2022 RM**	**2023 RM**	**2022 RM**
Auditors' remuneration:				
- statutory audit				
- current year	**460,500**	411,000	**101,000**	92,000
- prior year	**46,000**	-	**9,000**	-
- non-statutory audit fees	**22,000**	22,000	**7,000**	7,000
Expenses relating to short-term leases	**29,800**	33,950	**-**	-
Expenses relating to low value assets	**41,048**	59,940	**-**	-
Net amortisation on Class A shares classified as financial liabilities at amortised cost	**1,116,172**	1,116,172	**-**	-
Written off of:				
- trade receivables	**521,728**	25,642	**-**	-
- other receivables	**317,073**	940,052	**-**	126,600

27. INCOME TAX EXPENSE

The major components of income tax expense for the financial years ended 30 June 2023 and 30 June 2022 are as follows:

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Statements of comprehensive income				
Current income tax:				
- Current income tax charge	**17,269,926**	9,545,684	**5,353**	-
- Under/(Over)provision in the previous financial years	**1,156,127**	(156,504)	**24,568**	-
	18,426,053	9,389,180	**29,921**	-
Deferred tax: (Note 20)				
- Origination of temporary differences	**(8,525,894)**	1,192,069	**-**	-
- Under/(Over)provision in the previous financial years	**910,642**	(3,094,530)	**-**	-
	(7,615,252)	(1,902,461)	**-**	-
Income tax expense recognise in profit or loss	**10,810,801**	7,486,719	**29,921**	-

Domestic income tax is calculated at the Malaysian statutory tax rate of 24% (2022: 24%) of the estimated assessable profit for the financial year.

The reconciliations from the tax amount at the statutory income tax rate to the Group's and the Company's tax expense are as follows:

	Group		Company	
	2023 RM	2022 RM Restated	2023 RM	2022 RM
Profit before tax	**16,739,140**	5,817,137	**7,647,804**	65,551,880
Tax at Malaysian statutory income tax rate of 24%	**4,017,395**	1,396,113	**1,835,473**	15,732,451
Share of results of associates	**590**	995	**-**	-
Real property gain tax	**-**	846,793	**-**	-
Adjustments:				
- Non-deductible expenses	**8,885,385**	5,401,782	**536,664**	1,103,616
- Income not subject to tax	**(2,928,311)**	(300,538)	**(2,366,784)**	(16,836,067)
- Deferred tax not recognised on tax losses, capital allowances and temporary differences	**1,720,816**	3,647,912	**-**	-
- Utilisation of previously unrecognised tax losses, capital allowances and temporary differences	**(2,951,843)**	(255,394)	**-**	-
- Under/(Over)provision of income tax in the previous financial years	**1,156,127**	(156,504)	**24,568**	-
- Under/(Over)provision of deferred tax in the previous financial years	**910,642**	(3,094,530)	**-**	-
Income tax expense	**10,810,801**	7,486,719	**29,921**	-

28. EARNINGS/(LOSS) PER ORDINARY SHARE

(a) Basic

Basic earnings/(loss) per share are based on the profit/(loss) for the financial year attributable to owners of the Company and the weighted average number of ordinary shares outstanding during the financial year, calculated as follows:

	Group	
	2023	2022 Restated
Profit/(Loss) attributable to owners of the Company (RM)	**4,424,636**	(3,320,047)
Weighted average number of ordinary shares for basic earnings per share (units)	**1,321,643,959**	1,274,790,350
Basic earnings/(loss) per ordinary share (sen)	**0.33**	(0.26)

(b) Diluted

Diluted earnings/(loss) per share are based on the profit/(loss) for the financial year attributable to owners of the Company and the weighted average number of ordinary shares outstanding during the financial year plus the weighted average number of ordinary shares that would be issued on conversion of all the dilutive potential ordinary shares into ordinary shares, calculated as follows:

	Group	
	2023	2022 Restated
Profit/(Loss) attributable to owners of the Company (RM)	**4,424,636**	(3,320,047)
Weighted average number of ordinary shares for basic earnings per share (units)	**1,321,643,959**	1,274,790,350
Effect of dilution from: Conversion of ICPS	**-**	70,697,680
Weighted average number of ordinary shares for basic earnings per share (units)	**1,321,643,959**	1,345,488,030
Diluted earnings/(loss) per ordinary share (sen)	**0.33**	(0.25)

29. GUARANTEES

(a) Financial guarantees

The corporate guarantees, guaranteed by the Company for credit facilities granted to subsidiaries are as follows:

	Company	
	2023 RM	2022 RM
Corporate guarantees for credit facilities granted to subsidiaries	**204,962,648**	365,260,020

29. GUARANTEES (continued)

(b) Bank guarantees

The bank guarantees, guaranteed by the Group and the Company issued to authorities and a third party for joint development project is as follows:

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Bank guarantees issued to authorities	**4,594,802**	6,180,422	**3,964,202**	4,907,742
Bank guarantees issued to a third party for joint development project	**1,000,000**	1,000,000	**1,000,000**	1,000,000
	5,594,802	7,180,422	**4,964,202**	5,907,742

30. RELATED PARTIES

(a) Identity of related parties

Parties are considered to be related to the Group if the Group has the ability, directly or indirectly, to control the party or exercise significant influence over the party in making financial and operational decisions, or vice versa, or where the Group and the party are subject to common control. Related parties may be individuals or other entities.

Related parties of the Group include:

(i) Company's holding company as disclosed in Note 1;

(ii) Subsidiaries of the Company and the ultimate holding company;

(iii) Associates;

(iv) Corporate shareholder of subsidiaries and their related companies;

(v) Entities in which directors have substantive financial interest;

(vi) Close members of the family of directors; and

(vii) Key management personnel of the Group's and of the Company's holding company, comprise persons (including directors) having the authority and responsibility for planning, directing and controlling the activities directly or indirectly.

30. RELATED PARTIES (continued)

(b) Significant related party transactions

Significant related party transactions other than disclosed elsewhere in the financial statements are as follows:

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Subsidiaries				
Project management fee				
- Titijaya PMC Sdn. Bhd.	**-**	-	**(72,000)**	(72,000)
Dividend income				
- Pin Hwa Properties Sdn. Bhd.	**-**	-	**6,000,000**	9,000,000
- Safetags Solution Sdn. Bhd.	**-**	-	**4,700,000**	43,992,000
- Epoch Property Sdn. Bhd.	**-**	-	**-**	18,000,000
Corporate shareholder of a subsidiary				
Interest expense on Class A shares payable				
- Tokyu Land Asia Pte. Ltd.	**-**	4,654,584	**-**	-
Reversal of interest expense on Class A shares payable				
- Tokyu Land Asia Pte. Ltd.	**(55,502)**	-	**-**	-
Subsidiary of a corporate shareholder of a subsidiary				
Interest expense on term loan paid				
- TLMY Sdn. Bhd.	**2,280,000**	2,280,000	**-**	-
Subsidiary of the ultimate holding company				
Billing to/back charge of construction costs				
- Amakmur Development Sdn. Bhd.	**-**	1,122,430	**-**	-

Significant outstanding balances with related parties at the end of the reporting date are as disclosed in Notes 11, 18 and 19.

(c) Compensation of key management personnel

	Group	
	2023 RM	2022 RM
Included in staff costs were remunerations for key management personnel other than directors		
- Short-term employee benefits	**1,259,718**	1,104,234
- Defined contribution plan	**143,864**	119,095
	1,403,582	1,223,329

Other key management personnel comprise persons other than the directors of the Group, having authority and responsibility for planning, directing and controlling the activities of the Group either directly or indirectly.

31. EMPLOYEE BENEFITS EXPENSE

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Short-term employee benefits	**9,242,851**	9,483,706	**452,950**	447,600
Defined contribution plans	**1,011,728**	986,438	**-**	-
	10,254,579	10,470,144	**452,950**	447,600

Included in employee benefits expenses are:

	Group		Company	
	2023 RM	2022 RM	2023 RM	2022 RM
Directors				
Executive directors				
- Fees	**125,200**	125,200	**125,200**	125,200
- Other emoluments	**2,348,730**	2,060,148	**-**	-
Non-executive directors				
- Fees	**271,750**	262,900	**271,750**	262,900
- Other emoluments	**56,000**	59,500	**56,000**	59,500
	2,801,680	2,507,748	**452,950**	447,600

The monetary value of benefits-in-kind (which were not included in the above directors' remuneration) of the Group received by certain directors of the Company amounted to RM249,425 (2022: RM525,960).

The number of the directors whose total remuneration during the financial year falls within the following bands is analysed below:

	Number of directors	
	2023	2022
Executive Directors:		
RM300,001 - RM350,000	**1**	1
RM550,001 - RM600,000	**1**	1
RM600,001 - RM650,000	**-**	1
RM650,001 - RM700,000	**1**	1
RM1,000,001 - RM1,050,000	**1**	-
Non-executive Directors:		
RM1 - RM50,000	**8**	-
RM50,001 - RM100,000	**1**	5

32. SEGMENT INFORMATION

The Group prepared the following segment information in accordance with MFRS 8 *Operating Segments* based on the internal reports of the Group's strategic business units which are regularly reviewed by the Group Managing Director for the purpose of making decisions about resource allocation and performance assessment.

The two reportable operating segments are as follows:

Segments	**Products and services**
Property development	Development of housing and commercial units for sales
Investment holding and others	Investment holding and others

Inter-segment pricing is determined on negotiated basis.

Segment profit

Segment performance is used to measure performance as the Group Managing Director believes that such information is the most relevant in evaluating the results of certain segments relative to other entities that operate within these industries. Performance is evaluated based on operating profit or loss which is measured differently from operating profit or loss in the consolidated financial statements.

Segment assets

The total of segment asset is measured based on all assets (excluding investment in associates, deferred tax assets and current tax assets) of a segment, as included in the internal reports that are reviewed by the Group Managing Director.

Segment liabilities

The total of segment liabilities are measured based on all liabilities (excluding deferred tax liabilities and current tax liabilities) of a segment, as included in the internal reports that are reviewed by the Group Managing Director.

32. SEGMENT INFORMATION (continued)

Group	Note	Property development RM	Investment holding and others RM	Adjustment and eliminations RM	Consolidation RM
2023					
Revenue					
Revenue from external customers		361,990,010	635,435	-	362,625,445
Inter-segment revenue	A	113,576,796	22,134,600	(135,711,396)	-
Total revenue		475,566,806	22,770,035	(135,711,396)	362,625,445
Results					
Segment results		55,041,505	22,371,253	(58,723,480)	18,689,278
Finance income		4,345,112	242,368	-	4,587,480
Finance costs		(4,575,965)	(1,959,193)	-	(6,535,158)
Share of results of associates		-	-	(2,460)	(2,460)
Profit before tax	B	54,810,652	20,654,428	(58,725,940)	16,739,140
Income tax expense		(18,902,897)	(194,131)	8,286,227	(10,810,801)
Net profit for the financial year	B	35,907,755	20,460,297	(50,439,713)	5,928,339
Assets					
Segment assets		2,207,754,141	2,048,089,749	(2,002,664,619)	2,253,179,271
Investment in associates		12,351,706	404,000	(6,134,085)	6,621,621
Goodwill on consolidation		-	-	2,062,677	2,062,677
Deferred tax assets		5,177,781	2,500,000	-	7,677,781
Current tax assets		24,569,194	548,992	-	25,118,186
Total assets	C			(2,006,736,027)	2,294,659,536
Liabilities					
Segment liabilities		1,627,000,143	381,345,350	(1,036,494,450)	971,851,043
Current tax liabilities		8,183,733	5,648	(6,002,396)	2,186,985
Deferred tax liabilities		726,283	-	27,609,462	28,335,745
Total liabilities	D			(1,014,887,384)	1,022,373,773
Other segment information					
Acquisition of property, plant and equipment		-	1,117,160	-	1,117,160
Additions to investment properties		2,273,677	36,215,360	-	38,489,037
Depreciation of investment properties		92,972	24,960	-	117,932
Depreciation of property, plant and equipment		352,273	424,209	-	776,482
Expenses relating to short-term leases		29,800	1,200,000	(1,200,000)	29,800
Expenses relating to low value assets		7,200	33,848	-	41,048
Finance costs		4,575,965	1,959,193	-	6,535,158
Finance income		(4,345,112)	(242,368)	-	(4,587,480)
Gain on disposal of investment property		-	(12,306,088)	7,234,345	(5,071,743)
Gain on disposal of property, plant and equipment		(12,000)	(364,997)	-	(376,997)
Impairment loss on:					
- goodwill		-	-	116,986	116,986
- trade receivables		-	1,567,421	-	1,567,421
Inventories written down		7,393,200	-	14,072,990	21,466,190
Net amortisation on Class A shares classified as financial liabilities at amortised cost		1,116,172	-	-	1,116,172
Net gain on RPS classified as financial liabilities at amortised cost		3,245,243	-	(3,245,243)	-
Reversal of impairment loss on trade receivables		(2,666,614)	-	-	(2,666,614)
Written off of:					
- trade receivables		9,387	512,341	-	521,728
- other receivables		317,073	-	-	317,073

32. SEGMENT INFORMATION (continued)

Group	Note	Property development RM Restated	Investment holding and others RM	Adjustment and eliminations RM Restated	Consolidation RM
2022					
Revenue					
Revenue from external customers		274,671,315	256,314	-	274,927,629
Inter-segment revenue	A	(3,007,839)	80,477,585	(77,469,746)	-
Total revenue		271,663,476	80,733,899	(77,469,746)	274,927,629
Results					
Segment results		27,324,877	64,958,486	(76,486,392)	15,796,971
Finance income		1,886,332	148,415	-	2,034,747
Finance costs		(6,991,088)	(4,499,394)	-	(11,490,482)
Share of results of associates		-	-	(524,099)	(524,099)
Profit before tax	B	22,220,121	60,607,507	(77,010,991)	5,817,137
Income tax expense		(9,015,610)	1,494,321	34,570	(7,486,719)
Net profit/(loss) for the financial year	B	13,204,511	62,101,828	(76,975,921)	(1,669,582)
Assets					
Segment assets		2,508,964,504	1,643,506,053	(1,654,740,803)	2,497,729,754
Investment in associates		12,351,706	404,000	(6,131,625)	6,624,081
Goodwill on consolidation		-	-	2,062,677	2,062,677
Deferred tax assets		2,831,622	2,500,000	-	5,331,622
Current tax assets		31,083,190	390,005	-	31,473,195
Total assets	C			(1,658,809,751)	2,543,221,329
Liabilities					
Segment liabilities		1,741,820,392	298,102,117	(818,654,832)	1,221,267,177
Current tax liabilities		45	-	-	45
Deferred tax liabilities		3,711,546	-	29,893,292	33,604,838
Total liabilities	D			(788,761,540)	1,254,872,560
Other segment information					
Acquisition of property, plant and equipment		778,145	404,276	-	1,182,421
Additions to investment properties		-	6,508,774	2,914,639	9,423,413
Depreciation of investment properties		92,972	-	-	92,972
Depreciation of property, plant and equipment		290,636	616,747	-	907,383
Expenses relating to short-term leases		33,950	1,140,000	(1,140,000)	33,950
Expenses relating to low value assets		6,352	53,588	-	59,940
Finance costs		6,991,088	4,499,394	-	11,490,482
Finance income		(1,886,332)	(148,415)	-	(2,034,747)
Gain on disposal of property, plant and equipment		(38,000)	(186,498)	-	(224,498)
Impairment loss on:					
- goodwill		-	-	30,402	30,402
- trade receivables		1,240,834	-	-	1,240,834
- other receivables		679,137	-	-	679,137
Inventories written down		168,424	-	-	168,424
Net amortisation on Class A shares classified as financial liabilities at amortised cost		1,116,172	-	-	1,116,172
Net gain on RPS classified as financial liabilities at amortised cost		3,245,243	-	(3,245,243)	-
Written off of:					
- trade receivables		-	25,642	-	25,642
- other receivables		813,452	126,600	-	940,052

32. SEGMENT INFORMATION (continued)

Reconciliation of reportable segment revenue, profit or loss, assets, liabilities and other material items are as follows:

A Inter-segment revenue
Inter-segment revenue are eliminated on consolidation.

B Reconciliation of profit or loss
Profit/(Loss) from other segment transactions are eliminated on consolidation.

C Reconciliation of assets

	2023 RM	2022 RM
Amount due from holding company	**(274,680,047)**	(179,605,291)
Amount due from subsidiaries	**(670,573,101)**	(544,736,521)
Investment in subsidiaries	**(1,314,889,748)**	(1,268,708,046)
Intra group transactions	**253,406,869**	334,240,107
	(2,006,736,027)	(1,658,809,751)

D Reconciliation of liabilities

	2023 RM	2022 RM
Amount due to holding company	**(223,636)**	(284,826)
Amount due to subsidiaries	**(945,222,779)**	(688,260,246)
Intra group transactions	**(69,440,969)**	(100,216,468)
	(1,014,887,384)	(788,761,540)

Geographical information

The Group operates predominantly in Malaysia and hence, no geographical segment is presented.

33. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments

The Group and the Company classify their financial assets and liabilities at amortised cost. The following table analyses the financial instruments in the statements of financial position:

	Carrying amount RM	Amortised cost RM
At 30 June 2023		
Financial assets:		
Group		
Trade and other receivables	**277,579,632**	**277,579,632**
Cash and short-term deposits	**199,940,738**	**199,940,738**
Total financial assets	**477,520,370**	**477,520,370**
Company		
Trade and other receivables	**1,200,130**	**1,200,130**
Cash and short-term deposits	**67,495,695**	**67,495,695**
Total financial assets	**68,695,825**	**68,695,825**
Financial liabilities:		
Group		
Trade and other payables	**(552,179,845)**	**(552,179,845)**
Loans and borrowings	**(225,915,505)**	**(225,915,505)**
Total financial liabilities	**(778,086,350)**	**(778,086,350)**
Company		
Trade and other payables	**(285,544,340)**	**(285,544,340)**
Loans and borrowings	**(20,000,000)**	**(20,000,000)**
Total financial liabilities	**(305,544,340)**	**(305,544,340)**

33. FINANCIAL INSTRUMENTS (continued)

(a) Categories of financial instruments (continued)

The Group and the Company classify their financial assets and liabilities at amortised cost. The following table analyses the financial instruments in the statements of financial position: (continued)

	Carrying amount RM	Amortised cost RM
At 30 June 2022		
Financial assets:		
Group		
Trade and other receivables	429,599,639	429,599,639
Cash and short-term deposits	177,747,823	177,747,823
Total financial assets	607,347,462	607,347,462
Company		
Trade and other receivables	903,649	903,649
Cash and short-term deposits	26,401,622	26,401,622
Total financial assets	27,305,271	27,305,271
Financial liabilities:		
Group		
Trade and other payables	(585,196,231)	(585,196,231)
Loans and borrowings	(411,325,955)	(411,325,955)
Total financial liabilities	(996,522,186)	(996,522,186)
Company		
Trade and other payables	(180,141,803)	(180,141,803)
Loans and borrowings	(45,786,322)	(45,786,322)
Total financial liabilities	(225,928,125)	(225,928,125)

33. FINANCIAL INSTRUMENTS (continued)

(a) Categories of financial instruments (continued)

The Group and the Company classify their financial assets and liabilities at amortised cost. The following table analyses the financial instruments in the statements of financial position: (continued)

	Carrying amount RM	Amortised cost RM
At 1 July 2021		
Financial assets:		
Group		
Trade and other receivables	561,197,868	561,197,868
Cash and short-term deposits	173,081,838	173,081,838
Total financial assets	734,279,706	734,279,706
Company		
Trade and other receivables	6,796,953	6,796,953
Cash and short-term deposits	15,931,426	15,931,426
Total financial assets	22,728,379	22,728,379
Financial liabilities:		
Group		
Trade and other payables	(650,487,945)	(650,487,945)
Loans and borrowings	(509,020,489)	(509,020,489)
Total financial liabilities	(1,159,508,434)	(1,159,508,434)
Company		
Trade and other payables	(126,502,474)	(126,502,474)
Loans and borrowings	(123,870,856)	(123,870,856)
Total financial liabilities	(250,373,330)	(250,373,330)

(b) Financial risk management

The Group's and the Company's activities are exposed to a variety of financial risks arising from their operations and the use of financial instruments. The key financial risks include credit risk, liquidity risk and interest rate risk. The Group's and the Company's overall financial risk management objective is to optimise value for their shareholders.

The Group and the Company operate within an established risk management framework and clearly defined guidelines that are regularly reviewed by the Group Managing Director and does not trade in derivative financial instruments. Financial risk management is carried through internal control systems and adherence to the Group's and the Company's financial risk management policies.

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

(i) Credit risk

Credit risk is the risk of financial loss to the Group and the Company that may arise on outstanding financial instruments should a counterparty default on its obligations. The Group and the Company are exposed to credit risk from their operating activities (primarily trade receivables) and from their financing activities, including deposits with banks and financial institutions and other financial instruments. The Group and the Company have a credit policy in place and the exposure to credit risk is managed through the application of credit approvals, credit limits and monitoring procedures. Credit quality of a customer is assessed based on an extensive credit rating scorecard and individual credit limits are defined in accordance with this assessment.

The Group's objective is to seek continual revenue growth while minimising losses incurred due to increased credit risk exposure. Receivable balances are monitored on an ongoing basis with the result that the Group's exposure to bad debts is not significant.

33. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management (continued)

(i) Credit risk (continued)

Trade receivables and contract assets

As at the end of the reporting period, the maximum exposure to credit risk arising from trade receivables and contract assets is represented by the carrying amounts in the statements of financial position.

The carrying amount of trade receivables and contract assets are not secured by any collateral or supported by any other credit enhancements. In determining the recoverability of these receivables, the Group considers any change in the credit quality of the receivables from the date the credit was initially granted up to the reporting date. The Group has adopted a policy of dealing with creditworthy counterparties as a means of mitigating the risk of financial loss from defaults.

Credit risk concentration profile

The Group determines the credit risk concentration of its trade receivables and contract assets by industry sector profile on an ongoing basis. The credit risk concentration profile of the Group's trade receivables and contract assets at the reporting date are as follows:

	30.6.2023 RM	30.6.2022 RM	1.7.2021 RM
Group			
Trade receivables:			
Property development	**92,638,618**	87,011,397	151,174,729
Contract assets:			
Property development	**17,903,839**	6,297,318	-

The Group applies the simplified approach to providing for impairment losses prescribed by MFRS 9, which permits the use of the lifetime expected credit losses provision for all trade receivables and contract assets. To measure the impairment losses, trade receivables have been grouped based on shared credit risk characteristics and the days past due. The impairment losses also incorporate forward looking information.

The information about the credit risk exposure on the Group's and Company's trade receivables and contract assets using provision matrix are as follows:

		Trade receivables				
	Contract assets	Current	1-30 days past due	31-75 days past due	>75 days past due	Total
At 30 June 2023						
Expected credit loss rate	**0%**	**0%**	**0%**	**0%**	**0%**	**0%**
Gross carrying amount at default	**17,903,839**	**36,136,876**	**6,164,722**	**5,622,359**	**47,086,203**	**95,010,160**
At 30 June 2022						
Expected credit loss rate	0%	0%	0%	0%	0%	0%
Gross carrying amount at default	6,297,318	40,794,285	6,132,320	16,026,161	27,529,366	90,482,132

33. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management (continued)

(i) Credit risk (continued)

Trade receivables and contract assets (continued)

The information about the credit risk exposure on the Group's and Company's trade receivables and contract assets using provision matrix are as follows: (continued)

	Contract assets	Trade receivables Current	1-30 days past due	31-75 days past due	>75 days past due	Total
At 1 July 2021						
Expected credit loss rate	**0%**	**0%**	**0%**	**0%**	**0%**	**0%**
Gross carrying amount at default	**-**	**124,622,326**	**8,560,563**	**3,562,219**	**16,659,522**	**153,404,630**

Other receivables and other financial assets

For other receivables and other financial assets (including cash and cash equivalents), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties. At the reporting date, the Group's and the Company's maximum exposure to credit risk arising from other receivables and other financial assets is represented by the carrying amount of each class of financial assets recognised in the statements of financial position.

The Group and the Company consider the probability of default upon initial recognition of asset and whether there has been a significant increase in credit risk on an ongoing basis throughout each reporting period. To assess whether there is a significant increase in credit risk, the Group and the Company compare the risk of a default occurring on the asset as at the reporting date with the risk of default as at the date of initial recognition. It considers available reasonable and supportive forward-looking information.

Some intercompany loans between entities within the Group are repayable on demand. For loans that are repayable on demand, impairment losses are assessed based on the assumption that repayment of the loan is demanded at the reporting date. If the borrower does not have sufficient highly liquid resources when the loan is demanded, the Group and the Company will consider the expected manner of recovery and recovery period of the intercompany loan.

Refer to Note 3.11(a) for the Company's other accounting policies for impairment of financial assets.

Financial guarantees contract

The maximum credit risk that the Company is exposed to from corporate guarantees amounted to RM204,962,648 (30.6.2022: RM365,260,020; 1.7.2021: RM384,624,605).

Currently, the Company considers the financial guarantees to be of low credit risk as the guarantee are provided as credit enhancement to the subsidiaries' secured borrowings.

As at the reporting date, there have no losses arising from the financial guarantees and undertakings provided by the Company. The fair value of the financial guarantee has not been recognised since the fair value on initial recognition is not material.

(ii) Liquidity risk

Liquidity risk is the risk that the Group or the Company will encounter difficulty in meeting financial obligations when they fall due. The Group's and the Company's exposure to liquidity risk arise primarily from mismatches of the maturities between financial assets and liabilities. The Group's and the Company's exposure to liquidity risk arise principally from trade and other payables, loans and borrowings.

33. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management (continued)

(ii) Liquidity risk (continued)

The Group and the Company maintain a level of cash and cash equivalents and bank facilities deemed adequate by the management to ensure, as far as possible, that they will have sufficient liquidity to meet their liabilities when they fall due.

Maturity analysis

The maturity analysis of the Group's and the Company's financial liabilities by their relevant maturity at the reporting date are based on contractual undiscounted repayment obligations are as follows:

		Contractual cash flows			
Group	**Carrying amount RM**	**On demand or within 1 year RM**	**Between 1 and 5 years RM**	**More than 5 years RM**	**Total RM**
At 30 June 2023					
Financial liabilities:					
Trade and other payables	**552,170,845**	**495,847,621**	**60,787,910**	**-**	**556,635,531**
Lease liabilities	**407,947**	**333,411**	**84,356**	**-**	**417,767**
Hire purchase payables	**1,210,957**	**261,609**	**913,706**	**190,345**	**1,365,660**
Loans and borrowings	**224,704,548**	**144,229,671**	**89,569,551**	**1,885,947**	**235,685,169**
	778,494,297	**640,672,312**	**151,355,523**	**2,076,292**	**794,104,127**
At 30 June 2022					
Financial liabilities:					
Trade and other payables	**585,196,231**	**594,256,472**	**70,120,618**	**2,400,000**	**666,777,090**
Lease liabilities	**707,156**	**321,360**	**417,768**	**-**	**739,128**
Hire purchase payables	**537,713**	**147,470**	**387,528**	**56,398**	**591,396**
Loans and borrowings	**410,788,242**	**201,943,708**	**223,985,121**	**18,978,931**	**444,907,760**
	997,229,342	**796,669,010**	**294,911,035**	**21,435,329**	**1,113,015,374**
At 1 July 2021					
Financial liabilities:					
Trade and other payables (excluding GST payable)	629,619,945	568,928,662	64,988,314	2,400,000	636,316,976
Hire purchase payables	783,128	303,919	540,269	-	844,188
Loans and borrowings	508,237,361	194,793,772	261,294,613	102,127,626	558,216,011
	1,138,640,434	764,026,353	326,823,196	104,527,626	1,195,377,175

33. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management (continued)

(ii) Liquidity risk (continued)

Maturity analysis (continued)

The maturity analysis of the Group's and the Company's financial liabilities by their relevant maturity at the reporting date are based on contractual undiscounted repayment obligations are as follows: (continued)

		Contractual cash flows			
Company	Carrying amount RM	On demand or within 1 year RM	Between 1 and 5 years RM	More than 5 years RM	Total RM
At 30 June 2023					
Financial liabilities:					
Trade and other payables	**285,544,340**	**285,544,340**	**-**	**-**	**285,544,340**
Loans and borrowings	**20,000,000**	**20,000,000**	**-**	**-**	**20,000,000**
	305,544,340	**305,544,340**	**-**	**-**	**305,544,340**
At 30 June 2022					
Financial liabilities:					
Trade and other payables	180,141,803	180,141,803	-	-	180,141,803
Loans and borrowings	45,786,322	42,525,651	3,517,854	-	46,043,505
	225,928,125	222,667,454	3,517,854	-	226,185,308
At 1 July 2021					
Financial liabilities:					
Trade and other payables	126,502,474	126,502,474	-	-	126,502,474
Loans and borrowings	123,870,856	116,927,314	8,076,412	-	125,003,726
	250,373,330	243,429,788	8,076,412	-	251,506,200

In respect of those undiscounted repayment obligations arising from corporate guarantee and undertakings provided by the Group and the Company as disclosed in Note 33(b)(i) to the financial statements, there was no indication as at the reporting date that any subsidiary would default. In the event of a default by the subsidiaries, the financial guarantee could be called on demand.

(iii) Interest rate risk

Interest rate risk is the risk of fluctuation in fair value or future cash flows of the Group's and the Company's financial instruments as a result of changes in market interest rates. The Group's and the Company's exposure to interest rate risk arises primarily from their long-term loans and borrowings with floating interest rates.

33. FINANCIAL INSTRUMENTS (continued)

(b) Financial risk management (continued)

(iii) Interest rate risk (continued)

The Group's exposure to interest rate risk arises primarily from its loans and borrowings and short-term deposits placed with the financial institutions. Most of the Group's loans and borrowings are charged a fixed spread above the financial institutions' base lending rate or cost of fund per annum. The spread rate is reviewed annually. Whilst, the base lending rate and cost of fund used by the financial institutions vary according to the rates set by Bank Negara Malaysia. Meanwhile, interest rates charged on hire purchase are fixed at the inception of the hire purchase arrangements. For interest income from cash deposits, the Group managed the interest rate risks by placing cash deposits with reputable financial institutions with varying maturities and interest rate terms.

Sensitivity analysis for interest rate risk

The following table demonstrates the sensitivity to a reasonably possible change in interest rates, with all other variables held constant on the Group's and the Company's total equity and profit/(loss) for the financial year.

Group:	Change in basis point	Effect on profit/(loss) for the financial year RM	Effect on equity RM
At 30 June 2023	**+50**	**(853,877)**	**(853,877)**
	-50	**853,877**	**853,877**
At 30 June 2022	+50	(1,560,995)	(1,560,995)
	-50	1,560,995	1,560,995

Company:			
At 30 June 2023	**+50**	**(76,000)**	**(76,000)**
	-50	**76,000**	**76,000**
At 30 June 2022	+50	(173,988)	(173,988)
	-50	173,988	173,988

33. FINANCIAL INSTRUMENTS (continued)

(c) Fair values measurement

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

There have been no transfers between Level 1 and Level 2 during the financial year (30.6.2022: no transfer in either directions: 1.7.2021: no transfer in either directions).

The following table provides the fair value measurement hierarchy of the Group's and the Company's financial instruments:

		Fair value of financial instruments not carried at fair value			
		Fair Value			
	Carrying amount RM	Level 1 RM	Level 2 RM	Level 3 RM	Total RM
Group					
At 30 June 2023					
Financial liabilities					
Redeemable preference shares ("RPS")	**40,000,000**	**-**	**-**	**40,000,000**	**40,000,000**
Borrowings:					
- Islamic commercial paper	**20,000,000**	**-**	**-**	**20,000,000**	**20,000,000**
- Term loans	**204,704,548**	**-**	**-**	**204,704,548**	**204,704,548**
- Hire purchase payables	**1,210,957**	**-**	**-**	**1,210,957**	**1,210,957**
At 30 June 2022					
Financial liabilities					
Redeemable preference shares ("RPS")	76,000,000	-	-	76,000,000	76,000,000
Borrowings:					
- Islamic commercial paper	40,000,000	-	-	40,000,000	40,000,000
- Bridging loans	34,375,000	-	-	34,375,000	34,375,000
- Term loans	336,413,242	-	-	336,413,242	336,413,242
- Hire purchase payables	537,713	-	-	537,713	537,713
At 1 July 2021					
Financial liabilities					
Redeemable preference shares ("RPS")	105,000,000	-	-	105,000,000	105,000,000
Borrowings:					
- Revolving credits	44,200,000	-	-	44,200,000	44,200,000
- Islamic commercial paper	70,000,000	-	-	70,000,000	70,000,000
- Bridging loans	50,000,000	-	-	50,000,000	50,000,000
- Term loans	344,033,171	-	-	344,033,171	344,033,171
- Hire purchase payables	783,128	-	-	783,128	783,128
- Bank overdraft	4,190	-	-	4,190	4,190

33. FINANCIAL INSTRUMENTS (continued)

(c) Fair values measurement (continued)

The following table provides the fair value measurement hierarchy of the Group's and the Company's financial instruments: (continued)

	Carrying amount RM	Fair value of financial instruments not carried at fair value — Fair Value Level 1 RM	Level 2 RM	Level 3 RM	Total RM
Company					
At 30 June 2023					
Financial liabilities					
Borrowings:					
- Islamic commercial paper	**20,000,000**	**-**	**-**	**20,000,000**	**20,000,000**
At 30 June 2022					
Financial liabilities					
Borrowings:					
- Islamic commercial paper	40,000,000	-	-	40,000,000	40,000,000
- Term loans	5,786,322	-	-	5,786,322	5,786,322
At 1 July 2021					
Financial liabilities					
Borrowings:					
- Revolving credits	44,200,000	-	-	44,200,000	44,200,000
- Islamic commercial paper	70,000,000	-	-	70,000,000	70,000,000
- Term loans	9,666,666	-	-	9,666,666	9,666,666
- Bank overdraft	4,190	-	-	4,190	4,190

34. COMMITMENTS

(a) Lease commitments - as lessee

The Group have various lease contracts as at 30 June 2023. The future lease payments for these non-cancellable lease contracts are as follows:

	Group 2023 RM	2022 RM
- Within one year	**369,011**	333,960
- Between 1 and 5 years	**84,357**	417,768
	453,368	751,728

34. COMMITMENTS (continued)

(b) Operating lease commitments - as lessor

The Group leases several of its properties which have remaining lease term between one to three years.

The maturity analysis of the Group's lease payments, showing the undiscounted lease payments to be received after the reporting date are as follows:

	Group	
	2023	**2022**
	RM	**RM**
- Not later than one year	**1,562,516**	2,430,932
- One to two years	**772,262**	1,999,230
- Two to three years	**19,151**	542,998
	2,353,929	4,973,160

35. CAPITAL MANAGEMENT

The primary objective of the Group's and the Company's capital management is to build and maintain a strong capital base so as to maintain healthy capital ratios and at the same time be able to leverage on the capital to provide the funds to fund their expansion and growth.

The Group and the Company manage their capital structure, and makes adjustment to it, in the light of changes in economic conditions. To maintain or adjust the capital structure, the Group and the Company may adjust dividend payment to shareholders, return capital to shareholders or issue new shares, raise new debts and reduce existing debts.

The Group and the Company monitor the level of dividends to be paid to shareholders. The Group's and the Company's objective is to pay out regular dividends to the shareholders based on the level of the Group's and the Company's profitability and cash flows.

The capital structure of the Group and the Company consists of equity attributable to the owner of the Group and of the Company, comprising share capital, retained earnings and total liabilities.

The debt-to-equity ratio is as follows:

	Group			Company		
	30.6.2023	**30.6.2022**	**1.7.2021**	**30.6.2023**	**30.6.2022**	**1.7.2021**
	RM	**RM**	**RM**	**RM**	**RM**	**RM**
Total liabilities	**1,002,373,773**	1,254,872,560	1,449,744,131	**305,544,340**	225,928,125	250,373,330
Equity attributable to the owners of the Company	**1,203,027,397**	1,200,717,970	1,204,529,191	**1,047,025,916**	1,041,523,242	976,462,536
Debt-to-equity ratio	**83%**	105%	120%	**29%**	22%	26%

The Group and the Company are in compliance with all externally imposed capital requirements.

There were no changes in the Group's and in the Company's approach to capital management during the financial year.

36. RETROSPECTIVE ADJUSTMENTS

During the financial year, the Group made retrospective adjustments to financial statements to reflect the followings:

(a) Upon reassessment of the salient terms of the Redeemable Preference Shares ("RPS") of a subsidiary, the management noted that the RPS previously classified as equity is liability in nature. Hence, the fair value of purchase consideration be allocated to the net assets acquired with the subsequent adjustment on the cost of inventories recognised as an expenses in cost of sales.

(b) Adjustment to the carrying amount of investment in associates in the consolidated financial statements due to changes in net assets of the said associate company.

Accordingly, the financial statements of the Group for the financial year ended 30 June 2022 and the opening statements of financial position as at 1 July 2021 have been restated.

The effects of the above adjustments are as follows:

	As previously reported RM	Note	Adjustments RM	As restated RM
Group				
2022				
Statements of Financial Position				
Non-current assets				
Inventories	1,021,646,450	(a)	122,612,696	1,144,259,146
Investment in associates	355,431	(b)	6,268,650	6,624,081
Current assets				
Inventories	476,185,342	(a)	82,913,636	559,098,978
Trade and other receivables	389,196,477	(a)	40,000,000	429,196,477
Equity attributable to the owners of the Company				
Retained earnings	340,705,608	(a) & (b)	88,616,263	429,321,871
Equity attributable to non-controlling interests of the Company				
Redeemable preference shares	129,125	(a)	(129,125)	-
Non-controlling interests	19,454,955	(a)	68,175,844	87,630,799
Current liabilities				
Trade and other payables	423,124,472	(a)	95,132,000	518,256,472

36. RETROSPECTIVE ADJUSTMENTS (continued)

The retrospective adjustments to the Group are as follows: (continued)

	As previously reported RM	Note	Adjustments RM	As restated RM
Group				
2022 (continued)				
Statement of Comprehensive Income				
Cost of sales	(230,911,061)	(a)	(4,692,701)	(235,603,762)
Total Comprehensive Income/(Loss) attributable to:				
Owners of the Company	484,796		(3,804,843)	(3,320,047)
Non-controlling interests	3,058,275		(1,407,810)	1,650,465
	3,543,071		(5,212,653)	(1,669,582)
Earnings/(Loss) per ordinary share attributable to owners of the Company (sen)				
- Basic	0.04		(0.30)	(0.26)
- Diluted	0.04		(0.29)	(0.25)
Statements of Cash Flows Cash flow from operating activities				
Profit before tax	11,029,790		(5,212,653)	5,817,137
Change in working capital:				
Inventories	89,179,502		4,692,701	93,872,203
Trade and other receivables	119,701,006		10,000,000	129,701,006
Trade and other payables	(10,762,861)		(10,000,000)	(20,762,861)
2021				
Statements of Financial Position				
Non-current assets				
Inventories	964,647,834	(a)	122,612,697	1,087,260,531
Investment in associates	359,578	(b)	6,788,602	7,148,180
Current assets				
Inventories	632,730,550	(a)	87,606,336	720,336,886
Trade and other receivables	512,078,059	(a)	50,000,000	562,078,059
Equity attributable to the owners of the Company				
Retained earnings	359,208,937	(a) & (b)	73,432,981	432,641,918
Equity attributable to non-controlling interests of the Company				
Redeemable preference shares	141,000	(a)	(141,000)	-
Non-controlling interests	16,399,406	(a)	59,583,654	75,983,060
Current liabilities				
Trade and other payables	434,821,925	(a)	134,132,000	568,953,925

37. SIGNIFICANT EVENTS SUBSEQUENT TO THE END OF THE FINANCIAL YEAR

(a) On 17 July 2023, Titijaya PMC Sdn. Bhd. and Titijaya South Asia Sdn. Bhd., being the wholly-owned subsidiaries of the Company, had entered into a Sale and Purchase Agreement with Menara ABS Berhad for the acquisition of a twenty-two storey purpose-build office building together with an annexed six storey Telekom Exchange and five level of basement car park for a purchase price of RM72,000,000.

(b) On 31 July 2023, City Meridian Development Sdn. Bhd., a wholly-owned subsidiary of the Company, had signed a Reclamation and Development Agreement with Penang Development Corporation for the reclamation and development of a site measuring approximately 20.80 acres.

(c) On 28 August 2023, Renofajar Sdn. Bhd., an indirect wholly-owned subsidiary of the Company received a winding-up order dated 4 August 2023 issued by the High Court.

(f) On 12 September 2023, the Company had held an Extraordinary General Meeting and approvals had obtained from shareholders for the Proposed Variation in relation to the initial intention to utilise a parcel of leasehold land held under PN 12299, Lot No. 72393, Mukim 12, Daerah Barat Daya, Pulau Pinang to develop a mixed residential and commercial project and subsequently, the Company had varied to a purpose-built DHL logistics commercial complex whereby DHL Properties (M) Sdn. Bhd. will subsequently lease the Proposed Facility for a period of 10 years.

Statement by Directors

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

We, **DATUK LIM POH YIT** and **LIM PUAY FUNG**, being two of the directors of Titijaya Land Berhad, do hereby state that in the opinion of the directors, the accompanying financial statements set out on pages 87 to 174 are drawn up in accordance with the Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at 30 June 2023 and of their financial performance and cash flows for the financial year then ended.

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

DATUK LIM POH YIT
Director

LIM PUAY FUNG
Director

Kuala Lumpur
Date: 24 October 2023

Statutory Declaration

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

I, **LEOW WENG SEONG**, being the officer primarily responsible for the financial management of Titijaya Land Berhad, do solemnly and sincerely declare that to the best of my knowledge and belief, the accompanying financial statements set out on page 87 to 174 are correct, and I make this solemn declaration conscientiously believing the same to be true, and by virtue of the provisions of the Statutory Declarations Act, 1960.

LEOW WENG SEONG
(MIA Membership No. 10704)

Subscribed and solemnly declared by the abovenamed at Kuala Lumpur in the Federal Territory on 24 October 2023.

Before me,

HADINUR MOHD SYARIF (No. W76)
Commissioner for Oaths

Independent Auditors' Report to the Members of Titijaya Land Berhad
(INCORPORATED IN MALAYSIA)

REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS

OPINION

We have audited the financial statements of Titijaya Land Berhad, which comprise the statements of financial position as at 30 June 2023 of the Group and of the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and of the Company for the financial year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on pages 87 to 174.

In our opinion, the accompanying financial statements give a true and fair view of the financial position of the Group and of the Company as at 30 June 2023, and of their financial performance and their cash flows for the financial year then ended in accordance with the 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"), 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.

Group

Revenue and corresponding costs recognition for property development activities [Notes 4(a), 4(b), 10, 12, 13, 18(d), 21 and 22 to the financial statements]

The amount of revenue and corresponding costs of the Group's property development activities is recognised over the period of contract by reference to the progress towards complete satisfaction of that performance obligation. The progress towards complete satisfaction of performance obligation is determined by reference to the proportion of construction costs incurred for works performed to date bear to the estimated total costs for each project (input method). We focused on this area because significant judgement is required, in particular with regards to determining the progress towards satisfaction of a performance obligation, the extent of the property development costs incurred, the estimated total property development revenue and costs, as well as the recoverability of the development costs.

Independent Auditors' Report to the Members of Titijaya Land Berhad

(INCORPORATED IN MALAYSIA) (CONTINUED)

KEY AUDIT MATTERS (continued)

Group (continued)

Revenue and corresponding costs recognition for property development activities [Notes 4(a), 4(b), 10, 12, 13, 18(d), 21 and 22 to the financial statements] (continued)

Our response:

Our audit procedures on the selected samples of major projects included, among others:

- reading the terms and conditions of the agreements with customers;
- understanding the Group's process in preparing project budgets and the calculation of the progress towards complete satisfaction of performance obligations;
- comparing the Group's major assumptions to contractual terms and discussing with the project manager on the changes in the assumptions from the previous financial year;
- comparing the computed progress towards complete satisfaction of performance obligation for identified projects against architect or consultant certificates;
- comparing the Group's assessment on the potential reduction to revenue arising from liquidated and ascertained damages against the contractual delivery dates and estimated delivery dates, progress reports and interview of relevant project personnel; and
- checking the mathematical computation of recognised revenue and corresponding costs for the projects during the financial year.

Company

Investment in subsidiaries [Notes 4(c) and 6 to the financial statements]

The Company performs impairment review on the investment in subsidiaries whenever the events or changes in circumstances indicate that the carrying amount of the investment in subsidiaries may not be recoverable in accordance with its accounting policy. More regular reviews are performed if events indicate that this is necessary. The assessment of the net tangible assets of the subsidiaries affects the result of the impairment test.

Significant judgement is required in the estimation of the present value of future cash flows generated by the subsidiaries, which involve uncertainties and are significantly affected by assumptions used and judgement made regarding estimates of future cash flows and discount rates. Changes in assumptions could significantly affect the results of the Company's tests for impairment of investment in subsidiaries.

Our response:

Our audit procedures included, among others:

- evaluating the cash flow projections and the Company's forecasting procedures;
- comparing the Company's assumptions to our assessments in relation to key assumptions to assess their reasonableness and achievability of the projections;
- testing the mathematical accuracy of the impairment assessment; and
- performing a sensitivity analysis around the key assumptions.

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 THE DIRECTORS FOR THE FINANCIAL STATEMENTS

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

The directors of the Company are responsible for overseeing the Group's financial reporting process.

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 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 Titijaya Land Berhad

(INCORPORATED IN MALAYSIA) (CONTINUED)

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS (continued)

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: (continued)

- conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

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

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

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 contents of this report.

Baker Tilly Monteiro Heng PLT
201906000600 (LLP0019411-LCA) & AF 0117
Chartered Accountants

Ng Boon Hiang
No. 02916/03/2024 J
Chartered Accountant

Kuala Lumpur
Date: 20 October 2023

Analysis of Shareholdings

ACCORDING TO THE REGISTER OF DEPOSITORS AS AT 3 OCTOBER 2023

Total Number of Issued Shares	:	1,338,448,689 ordinary shares (inclusive treasury shares)
Class of Shares	:	Ordinary Shares
Voting Rights	:	One vote per ordinary share held
Treasury Shares held as at 3 October 2023	:	1,759,800 ordinary shares

DISTRIBUTION OF ORDINARY SHAREHOLDINGS

Size of Shareholdings	No. of Shareholders	% *	No. of Ordinary Shares	% *
1 – 99	31	1.13	1,046	0.00
100 – 1,000	235	8.56	128,822	0.01
1,001 – 10,000	1,176	42.83	7,052,642	0.53
10,001 – 100,000	1,053	38.35	39,542,920	2.81
100,001 – 66,834,443 *(less than 5% of the issued shares)*	246	8.96	753,098,685	56.34
66,834,444 and above *(5% and above issued shares)*	5	0.18	538,864,774	40.31
Total	**2,746**	**100.00**	**1,336,688,889**	**100.00**

DIRECTORS' SHAREHOLDINGS IN ORDINARY SHARES

(Based on the Register of Directors' Shareholdings)

A) TITIJAYA LAND BERHAD

Name of Directors	Direct Shareholdings	% *	Indirect Shareholdings	% *
Tengku Dato' Sri Uzir Bin Tengku Dato' Ubaidillah	2,050,000	0.15	-	-
Datuk Lim Poh Yit	66,101,628	4.95	764,964,774 [(a)]	57.22
Lim Puay Fung	490,000	0.04	764,964,774 [(a)]	57.22
Dato' Faizal Bin Abdullah	3,000,000	0.22	-	-
Dato' P'ng Soo Hong	62,000	0.00	-	-
Azura Binti Azman	-	-	-	-
Chin Kim Chung	720,000	0.05	-	-
Mohd Izhar Bin Moslim	-	-	-	-

Analysis of Shareholdings
(CONTINUED)

B) RELATED CORPORATION OF TITIJAYA LAND BERHAD

Name of Directors	Direct Shareholdings	%	Indirect Shareholdings	%
Tengku Dato' Sri Uzir Bin Tengku Dato' Ubaidillah's interest in Ambang Sanjung Holdings Sdn. Bhd.	-	-	3,000	30.00[b]
Dato' Faizal Bin Abdullah's interest in Pride Hectares Sdn. Bhd.	30,000	30.00	-	-

Notes:-
* Excluding a total of 1,759,800 ordinary shares bought-back by the Company and retained as treasury shares as at 3 October 2023.
(a) Deemed interested pursuant to Section 8(4) of the Companies Act 2016 ("**Act**") by virtue of his/her substantial shareholdings in Titijaya Group Sdn. Bhd. ("**TGSB**").
(b) Deemed interested pursuant to Section 8(4) of the Act, via Jernih Wibawa Sdn. Bhd.

SUBSTANTIAL ORDINARY SHAREHOLDERS
(Based on the Register of Substantial Shareholders)

Name of Substantial Shareholders	Direct Shareholdings	% *	Indirect Shareholdings	% *
Datuk Lim Poh Yit	66,101,628	4.95	764,964,774 [a]	57.22
Lim Puay Fung	490,000	0.04	764,964,774 [a]	57.22
Titijaya Group Sdn. Bhd.	764,964,774	57.22	-	-

Notes:-
* Excluding a total of 1,759,800 ordinary shares bought-back by the Company and retained as treasury shares as at 3 October 2023.
(a) Deemed interested pursuant to Section 8(4) of the Act by virtue of his/her substantial shareholdings in TGSB.

LIST OF THIRTY (30) LARGEST ORDINARY SHAREHOLDERS
(According to the Register of Depositors as at 3 OCTOBER 2023)

No.	Name of Shareholders	No. of Shares	%
1	AFFIN HWANG NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR TITIJAYA GROUP SDN. BHD.	194,700,000	14.57
2	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN. BHD PLEDGED SECURITIES ACCOUNT FOR TITIJAYA GROUP SDN. BHD. (6000103)	96,400,000	7.21
3	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR TITIJAYA GROUP SDN. BHD.	89,000,000	6.66
4	TITIJAYA GROUP SDN. BHD.	86,764,774	6.49
5	DB (MALAYSIA) NOMINEE (TEMPATAN) SENDIRIAN BERHAD DEUTSCHE BANK AG SINGAPORE FOR TITIJAYA GROUP SDN. BHD. (MAYBANK SG)	72,000,000	5.39
6	AMSEC NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT - AMBANK (M) BERHAD FOR TITIJAYA GROUP SDN. BHD.	61,800,000	4.62
7	UOB KAY HIAN NOMINEES (TEMPATAN) SDN. BHD. EXEMPT AN FOR KGI SECURITIES (SINGAPORE) PTE. LTD. (66589 T CL)	51,700,000	3.87
8	TITI KAYA SDN. BHD.	46,130,934	3.45

LIST OF THIRTY (30) LARGEST ORDINARY SHAREHOLDERS (continued)

No.	Name of Shareholders	No. of Shares	%
9	KENANGA NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR ANG LIN CHU	43,236,360	3.23
10	KENANGA NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR YEAP WENG HONG	40,846,060	3.06
11	TITIJAYA GROUP SDN. BHD.	40,800,000	3.05
12	TOKYU LAND ASIA PTE. LTD.	39,655,172	2.97
13	AFFIN HWANG NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR LIM POH YIT	38,130,000	2.85
14	KENANGA NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR TITIJAYA GROUP SDN. BHD. (THIRD PARTY)	34,000,000	2.54
15	KENANGA NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR TITIJAYA GROUP SDN. BHD. (THIRD PARTY)	34,000,000	2.54
16	KENANGA NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR TITIJAYA GROUP SDN. BHD. (THIRD PARTY)	32,000,000	2.39
17	KENANGA NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR TITIJAYA GROUP SDN. BHD. (THIRD PARTY)	23,500,000	1.76
18	CC LIM ESTATES SDN. BHD.	23,100,000	1.73
19	AFFIN HWANG NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR YEAP WENG HONG	18,804,600	1.41
20	AMSEC NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT-AMBANK (M) BERHAD FOR SUTERA BANGSA SDN. BHD. (SMART)	18,363,000	1.37
21	OOI CHIENG SIM	16,826,760	1.26
22	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR LIM SOON PENG	16,500,000	1.23
23	LIM POH YIT	13,397,028	1.00
24	KENANGA NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR LIM SOON PENG	12,921,300	0.97
25	PARK AVENUE CONSTRUCTION SDN. BHD.	12,000,000	0.90
26	KENANGA NOMINEES (TEMPATAN) SDN. BHD. PLEDGED SECURITIES ACCOUNT FOR LIM POH YIT	11,013,000	0.82
27	LEW ASSETS SDN. BHD.	7,558,210	0.57
28	CITIGROUP NOMINEES (ASING) SDN. BHD. EXEMPT AN FOR BANK OF SINGAPORE LIMITED (FOREIGN)	6,400,000	0.48
29	PROGEREX SDN. BHD.	5,982,780	0.45
30	MAYBANK NOMINEES (TEMPATAN) SDN. BHD. MAYBANK TRUSTEES BERHAD FOR RHB CAPITAL FUND (200189)	5,631,400	0.42

List of Top 10 Properties

No.	Location	Usage	Tenure	Land Area (sq. ft)	NBV RM	Age of the Building (years)	Date of Revaluation / Acquisition
1	Lot 104 Bandar Kuala Lumpur, District of Kuala Lumpur and State of Wilayah Persekutuan Kuala Lumpur	On Going Development Project Neu Suites, Newton Future Development Future Project	99 year lease expiring on 20 May 2113	263,974	422,649,073	-	08/11/2016
2	Lot 1233 (PT 110) , Section 69, Jalan Sultan Abdul Samad, Brickfields, Kuala Lumpur	On Going Development Project Riveria Future Development Future Project	99 year lease expiring on 11 March 2114	132,640	388,425,291	-	21/03/2018
3	PN 12299, Lot No. 72393, Mukim 12 Daerah Barat Daya, Pulau Pinang	Land Future Development	99 year lease expiring on 2 April 2095	781,467	230,044,488	-	22/09/2021
4	Lot 85722, 85723, Mukim Bukit Raja, District Petaling	On Going Development Project Seiring Future Development Future Project	Freehold	1,810,354	147,856,344	-	18/12/2017
5	Town Lease 017526475, Jalan Fuad Stephens District of Kota Kinabalu, Sabah	On Going Mix- Development Project The Shore	99 year lease expiring on 31 December 2071	79,323	136,494,129	-	23/11/2017
6	Lot No. PT 2562 Section 13, Bandar Shah Alam, Petaling, Selangor	Commercial Land, Monfort, TRIO Agriculture Land, Monfort, TRIO	Freehold	701,979	94,255,009	-	25/09/2023
7	Lot PT 18223, Mukim Ulu Kelang, District of Gombak, Selangor	Future Development Project Embun @ Kemensah	Freehold	641,152	44,668,750	-	03/07/2007
8	Lebuh Sungai Kapar Indah, Sungai Kapar Indah 2, Mukim of Kapar, Klang, Selangor Darul Ehsan	Future Development Seri Residensi	Freehold	1,032,938	22,082,318	-	20/01/2017
9	Lot 11979 Mukim Ampang Negeri Wilayah Persekutuan Kuala Lumpur	Residential Future Development	99 year lease expiring on 14 August 2113	296,546	19,628,543	-	01/09/2022
10	PT 65496 - PT 65561 Mukim of Kapar, District of Klang, Selangor	Vacant Commercial Terraced Lot	Freehold	127,014	17,508,937	-	06/09/2022

Notice of the Eleventh Annual General Meeting

NOTICE IS HEREBY GIVEN THAT the Eleventh Annual General Meeting ("**11th AGM**") of TITIJAYA LAND BERHAD ("**Company**") will be held at Glenmarie Ballroom B, Glenmarie Hotel & Golf Resort Malaysia, No. 1, Jalan Usahawan U1/8, Seksyen U1, 40250 Shah Alam, Selangor Darul Ehsan on Tuesday, 28 November 2023 at 10:00 a.m. for the following purposes:-

AGENDA

1. To receive the Audited Financial Statements for the financial year ended 30 June 2023 together with the Reports of the Directors and Auditors Reports thereon. **[Please refer to Explanatory Note (a)]**
2. To approve the payment of Directors' fees amounting to RM396,950.00 for the financial year ended 30 June 2023. **Ordinary Resolution 1**
3. To approve the payment of Directors' benefits up to an amount of RM100,000.00 from 29 November 2023 until the next AGM of the Company in year 2024. **Ordinary Resolution 2**
4. To re-elect Datuk Lim Poh Yit, who retires pursuant to Clause 122 of the Company's Constitution and being eligible, has offered himself for re-election. **Ordinary Resolution 3**
5. To re-elect the following Directors who retire pursuant to Clause 121 of the Company's Constitution and being eligible, have offered themselves for re-election:-

   5.1 Dato' P'ng Soo Hong **Ordinary Resolution 4**

   5.2 Puan Azura Binti Azman **Ordinary Resolution 5**

   5.3 Encik Mohd Izhar Bin Moslim **Ordinary Resolution 6**

   Tengku Dato' Sri Uzir Bin Tengku Dato' Ubaidillah who retires pursuant to Clause 121 of the Company's Constitution has expressed his intention not to seek re-election. Therefore, he will hold office until the conclusion of the 11th AGM.
6. To re-appoint Baker Tilly Monteiro Heng PLT as the Company's Auditors for the ensuing year and to authorise the Board of Directors to determine their remuneration. **Ordinary Resolution 7**

AS SPECIAL BUSINESS

To consider and, if thought fit, with or without modifications, to pass the following Ordinary Resolutions:-

7. **ORDINARY RESOLUTION** **Ordinary Resolution 8**

   Authority to Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016 and Waiver of Pre-Emptive Rights

   "**THAT** subject always to the Companies Act 2016 ("**Act**"), the Constitution of the Company and the approvals from Bursa Malaysia Securities Berhad ("**Bursa Securities**") and any other relevant governmental and/or regulatory authorities, the Directors be and are hereby empowered pursuant to the Act, to issue and allot shares in the capital of the Company from time to time at such price and upon such terms and conditions, for such purposes and to such person or persons whomsoever the Directors may in their absolute discretion deem fit provided always 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 ("**General Mandate**");

   AND THAT approval be and is hereby given for the pre-emptive rights of the shareholders of the Company under Section 85 of the Act read together with Clause 17 of the Constitution, over all the new shares to be issued pursuant to and/or arising from the General Mandate ranking equally to the existing issued shares, being in proportion as nearly as the circumstances admit, to the amount of the existing shares held by the shareholders of the Company as at the date of issuance and allotment of such new shares ("**Pre-emptive Rights**"), be irrevocably and unconditionally waived ("**Waiver of Pre-emptive Rights**");

   AND THAT the Company be exempted from the obligation to offer such new shares to be issued and allotted pursuant to the General Mandate to the shareholders of the Company in accordance with the Pre-emptive Rights;

   AND THAT the Directors and/or the Company Secretaries be hereby authorised to take all steps as are necessary and expedient in order to implement, finalise and give full effect to the Waiver of Pre-emptive Rights for and on behalf of the Company;

AND 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 Securities;

AND FURTHER THAT such authority shall commence immediately upon the passing of this resolution and continue to be in force until the conclusion of the next AGM of the Company."

8. **ORDINARY RESOLUTION** **Ordinary Resolution 9**
Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature ("Proposed Renewal of Shareholders' Mandate")

"**THAT** subject to the provisions of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and its subsidiaries ("**Titijaya Group**") to enter into recurrent related party transactions of a revenue or trading nature with the Related Parties as set out in Part A, Section 2.5 of the Circular to Shareholders dated 30 October 2023, provided that such transactions are:-

(i) recurrent transactions of a revenue or trading nature;
(ii) necessary for the day-to-day operations;
(iii) carried out in the ordinary course of business and on normal commercial terms which are not more favourable to the Related Parties than those generally available to the public; and
(iv) are not detrimental to the minority shareholders of the Company.

THAT such approval shall continue to be in force until:-

(i) the conclusion of the next AGM of the Company following the general meeting at which the Proposed Renewal of Shareholders' Mandate was passed, at which time it will lapse, unless by a resolution passed at the AGM whereby the authority is renewed; or
(ii) the expiration of the period within which the next AGM of the Company is required to be held pursuant to Section 340(2) of the Companies Act 2016 (but must 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 in general meeting,

whichever is the earlier;-

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Proposed Renewal of Shareholders' Mandate."

9. **ORDINARY RESOLUTION** **Ordinary Resolution 10**
Proposed Renewal of Authority for the Company to Purchase its Own Shares ("Proposed Renewal of Share Buy-Back")

"**THAT** subject to the Companies Act 2016 ("**Act**"), the Constitution of the Company, the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("**Bursa Securities**") and all other applicable laws, rules and regulations and guidelines for the time being in force and the approvals of all relevant governmental and/or regulatory authority, approval be and is hereby given to the Company, to purchase such number of ordinary shares in the Company as may be determined by the Directors of the Company from time to time through Bursa Securities as the Directors may deem and expedient in the interest of the Company, provided that:-

(i) the aggregate number of ordinary shares to be purchased and/or held by the Company pursuant to this resolution shall not exceed ten per centum (10%) of the total number of issued shares of the Company as quoted on Bursa Securities as at the point of purchase; and
(ii) the maximum funds to be allocated by the Company for the purpose of purchasing its own shares shall not exceed the aggregate of the retained profits of the Company based on the latest audited financial statements and/or the latest unaudited financial statements of the Company (where applicable) available at the time of the purchase(s).

9. **ORDINARY RESOLUTION (continued)**
Proposed Renewal of Authority for the Company to Purchase its Own Shares ("Proposed Renewal of Share Buy-Back") (continued) **Ordinary Resolution 10**

THAT upon completion of the purchase by the Company of its own shares, the Directors of the Company be authorised to deal with the shares purchased in their absolute discretion in the following manner:-

(i) cancel all the shares so purchased; and/or

(ii) retain the shares so purchased in treasury for distribution as dividend to the shareholders and/or resell on the market of Bursa Securities; and/or

(iii) retain part thereof as treasury shares and cancel the remainder; or

in any other manner as prescribed by the Act, rules, regulations and orders made pursuant to the Act and the requirements of Bursa Securities and any other relevant authority for the time being in force.

AND THAT such authority conferred by this resolution shall commence upon the passing of this resolution and shall continue to be in force until:-

(a) the conclusion of the next AGM of the Company following this AGM at which such resolution was passed, at which time it will lapse, unless by an ordinary resolution passed at that meeting, the authority is renewed, either unconditionally or subject to conditions; or

(b) the expiration of the period within which the next AGM of the Company after that date is required by law to be held; or

(c) the authority is revoked or varied by an ordinary resolution passed by the shareholders of the Company in a general meeting;

whichever occurs first;-

AND FURTHER THAT the Board be and is hereby authorised to do all such acts, deeds and things as they may consider expedient or necessary in the best interest of the Company to give full effect to the Proposed Renewal of Share Buy-Back with full powers to assent to any conditions, modifications, variations and/or amendments as may be imposed by the relevant authorities and to take all such steps, and do all such acts and things as the Board may deem fit and expedient in the best interest of the Company."

10. To transact any other ordinary business for which due notice has been given.

BY ORDER OF THE BOARD

CHUA SIEW CHUAN (SSM PC No.: 201908002648) (MAICSA 0777689)
TAN LEY THENG (SSM PC No.: 201908001685) (MAICSA 7030358)
Company Secretaries

Kuala Lumpur
30 October 2023

Notice of the Eleventh Annual General Meeting

(CONTINUED)

Notes:-

1. In respect of deposited securities, only members whose names appear in the Record of Depositors as at **21 November 2023** shall be eligible to attend, speak and vote at the Meeting or appoint proxy(ies) to attend, participate, speak and vote in his stead.
2. A member entitled to attend and vote at the Meeting, may appoint more than one (1) proxy to attend and vote in his stead. When a member appoints more than one (1) proxy to attend, participate, speak and vote at the same Meeting, the appointments shall be invalid unless the proportion of the shareholdings to be represented by each proxy is specified. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting of the Company shall have the same rights as the member to attend, participate, speak and vote at the Meeting.
3. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
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. The instrument appointing a proxy shall be in writing under the hand of the member or his attorney duly authorised in writing or, if the appointer is a corporation, shall either be executed under the Corporation's common seal or under the hand of an officer or attorney duly authorised.
6. The instrument appointing a proxy must be deposited at the office of the Registrar of the Company at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time for holding the Meeting or any adjournment thereof.

EXPLANATORY NOTE (a)

This Agenda item is meant for discussion only, as the provision of Section 340(1)(a) of the Companies Act 2016 does not require a formal approval of the shareholders for the Audited Financial Statements. Hence, this Agenda item is not put forward for voting.

EXPLANATORY NOTES TO ORDINARY AND SPECIAL BUSINESS:-

(a) Ordinary Resolution 1 – Directors' Fees

Payment of the Directors' fees for the financial year ended 30 June 2023 amounting to RM396,950.00 will be made by the Company if the proposed Ordinary Resolution 1 is passed at the 11th AGM of the Company.

(b) Ordinary Resolution 2 – Benefits of Directors

The proposed Ordinary Resolution 2, if passed, will authorise the payment of the Directors' benefits to the Non-Executive Directors up to an amount of RM100,000.00 with effect from 29 November 2023 until the next AGM of the Company in year 2024 ("**Period**"). The Directors' benefits payable for the Period comprise the following:-

Description	Non-Executive Director	Remarks
Meeting Allowance	RM800 per day	The meeting allowance shall only be paid whenever meetings are called during the Period
Insurance Allowance	RM2,000 per year	-

(c) Ordinary Resolution 3 to 6 – Re-election of Directors

Pursuant to Clause 122 of the Company's Constitution, Datuk Lim Poh Yit is to retire at the forthcoming 11th AGM of the Company and being eligible, has offered himself for re-election.

Pursuant to Clause 121 of the Company's Constitution, Dato' P'ng Soo Hong, Puan Azura Binti Azman and Encik Mohd Izhar Bin Moslim are to retire at the forthcoming 11th AGM of the Company, and being eligible, have offered themselves for re-election.

(collectively known as "**Retiring Directors**")

For the purpose of determining the eligibility of the Directors to stand for re-election at the 11th AGM and in line with Practice 5.1 of the Malaysian Code on Corporate Governance 2021, the Nomination Committee ("**NC**") had reviewed and assessed each of the Retiring Directors from the annual assessment and evaluation of the Board, Board Committees, Independent Directors and individual Directors for the financial year ended 30 June 2023.

Each of the Directors standing for re-election had undergone a performance evaluation and had provided his declaration on his fitness and propriety to continue acting as Director of the Company in accordance with the Directors' Fit and Proper Policy of the Company.

The NC had recommended that, the re-election of the Retiring Directors to be based on the following:-

(i) satisfactory performance and have met the Board's expectation in discharging their duties and responsibilities;

(ii) met the fit and proper criteria in discharging their roles as directors of the Company;

(iii) level of independence demonstrated by the independent director; and

(iv) their ability to act in the best interest of the Company in decision-making.

The Board endorsed the NC's recommendation on the re-election of the Retiring Directors. The Retiring Directors had abstained from deliberations and decisions on their own eligibility to stand for re-election at the relevant NC and Board meetings, where applicable.

The details of the Retiring Directors are available in the Directors' Profile of the 2023 Annual Report.

(d) <u>Ordinary Resolution 7 – Re-appointment of Auditors</u>

The performance and effectiveness of Baker Tilly Monteiro Heng PLT had been evaluated by the Audit Committee ("**AC**"), which included an assessment of the independence and objectivity of Baker Tilly Monteiro Heng PLT.

The AC, being satisfied with the performance, suitability and independence of Baker Tilly Monteiro Heng PLT as external auditors, had recommended to the Board that Baker Tilly Monteiro Heng PLT be re-appointed at the 11th AGM and its remuneration be determined by the Board. The Board in turn had endorsed the AC's recommendation.

(f) <u>Ordinary Resolution 8 – Authority to Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016 and the Pre-Emptive Rights</u>

The Company wishes to renew the mandate on the authority to issue shares of not more than ten per centum (10%) of the total issued share capital for the time being pursuant to the Act at the 11th AGM of the Company (hereinafter referred to as the "**General Mandate**").

The Company had been granted a general mandate by its shareholders at the last AGM of the Company held on 29 November 2022 (hereinafter referred to as the "**Previous Mandate**"). As at the date of this Notice of the 11th AGM, the Company did not implement any proposal for new allotment of shares under the Previous Mandate. Therefore, no proceeds have been raised under the Previous Mandate.

The purpose for the Company to seek the General Mandate is to waive the statutory pre-emptive rights of shareholders of the Company ("**Waiver of Pre-Emptive Rights**") and to enable the Directors of the Company to issue and allot shares at any time to such persons in their absolute discretion without convening a general meeting as it would be both time and cost-consuming to organise a general meeting. This authority unless revoked or varied by the Company in general meeting, will expire at the next AGM. The proceeds raised from the General Mandate will provide flexibility to the Company for any possible fund-raising activities, including but not limited to further placing of shares, for purpose of funding future investment project(s), working capital and/or acquisitions.

The Waiver of Pre-Emptive Rights will allow the Directors of the Company to issue new shares of the Company which rank equally to existing issued shares of the Company, to any person without having to offer the new shares to all existing shareholders of the Company prior to issuance of new shares in the Company under the General Mandate.

(g) <u>Ordinary Resolution 9</u>

<u>Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature</u>

This proposed Ordinary Resolution 9, if passed, will renew the authority given to the Company and/or its subsidiaries a mandate to enter into recurrent related party transactions of a revenue or trading nature with the Related Parties in compliance with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. The mandate, unless revoked or varied by the Company at a general meeting, will expire at the next AGM of the Company.

Detailed information of the Proposed Renewal of Shareholders' Mandate is set out in Part A of the Circular/Statement to Shareholders dated 30 October 2023 circulated together with this Annual Report.

(h) Ordinary Resolution 10

Proposed Renewal of Authority for the Company to Purchase its Own Shares

The proposed adoption of the Ordinary Resolution 10, if passed, will renew the authority given to the Company to purchase its own shares of up to ten per centum (10%) of the total number of issued shares of the Company at any time within the time period stipulated in the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. This authority will, unless revoked or varied at a general meeting, expire at the conclusion of the next AGM of the Company.

Further information on the Proposed Renewal of Share Buy-Back is set out in Part B of the Circular/Statement to Shareholders dated 30 October 2023 circulated together with this Annual Report.

Statement Accompanying Notice of Annual General Meeting

1. Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements ("Main LR") of Bursa Malaysia Securities Berhad ("Bursa Securities")

There are no Directors standing for election as Director of the Company at the 11th AGM.

2. Pursuant to Paragraph 6.03(3) of the Main LR of Bursa Securities

Details on the authority to issue and allot shares in the Company pursuant to Sections 75 and 76 of the Companies Act 2016 are set out in Explanatory Note (f) of the Notice of the 11th AGM.

Personal data privacy:-

By submitting form(s) of proxy appointing proxy(ies) or corporate representative(s) or attorney(s) to attend, participate (including to pose questions to the Board of the Company) and vote at the 11th AGM, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies or representatives appointed for the 11th AGM and the preparation and compilation of the attendance lists, minutes and other documents relating to the 11th AGM, 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) or corporate representative(s) or attorney(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) or corporate representative(s) or attorney(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) or corporate representative(s) or attorney(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.

Form of Proxy

TITIJAYA LAND BERHAD
LAND BERHAD
BUILT TO INSPIRE

TITIJAYA LAND BERHAD

[Registration No. 201201024624 (1009114-M)]

*I/We,

Full Name (In Block):	**CDS Account No.:**	**No. of Shares Held:**
Address:	**NRIC/Passport/Registration No.:**	
	Contact No.:	**Email Address:**

being a *member / members of **TITIJAYA LAND BERHAD ("Company")**, do hereby appoint:

First Proxy "A"

Full Name (In Block):	**NRIC/Passport No.:**	**Proportion of Shareholdings**	
Address:	**Email:**	**No. of Shares**	**%**
	Contact:		

*AND

***Second Proxy "B"**

Full Name (In Block):	**NRIC/Passport No.:**	**Proportion of Shareholdings**	
Address:	**Email:**	**No. of Shares**	**%**
	Contact:		

*or failing him/her, the CHAIRMAN OF THE MEETING as * my/our proxy/proxies to vote for * me/us on * my/our behalf at the Eleventh Annual General Meeting ("**11th AGM**") of the Company to be held at Glenmarie Ballroom B, Glenmarie Hotel & Golf Resort Malaysia, No. 1, Jalan Usahawan U1/8, Seksyen U1, 40250 Shah Alam, Selangor Darul Ehsan on Tuesday, 28 November 2023 at 10:00 a.m or at any adjournment thereof.

**strike out whichever not applicable*

Please indicate with an "X" in the space provided on how you wish your votes to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion.

	ORDINARY RESOLUTION	FOR	AGAINST
1.	To approve the payment of Directors' fees amounting to RM396,950.00 for the financial year ended 30 June 2023.		
2.	To approve the payment of Directors' benefits up to an amount of RM100,000.00 from 29 November 2023 until the next AGM of the Company in year 2024.		
3.	To re-elect Datuk Lim Poh Yit who is due to retire by rotation as a Director pursuant to Clause 122 of the Company's Constitution.		
4.	To re-elect Dato' P'ng Soo Hong who is due to retire as a Director pursuant to Clause 121 of the Company's Constitution.		
5.	To re-elect Puan Azura Binti Azman who is due to retire as a Director pursuant to Clause 121 of the Company's Constitution.		
6.	To re-elect Encik Mohd Izhar Bin Moslim who is due to retire as a Director pursuant to Clause 121 of the Company's Constitution.		
7.	To re-appoint Baker Tilly Monteiro Heng PLT as the Company's Auditors for the ensuing year and to authorise the Board of Directors to determine their remuneration.		
8.	Authority to Issue Shares pursuant to Sections 75 and 76 of the Companies Act 2016 and Waiver of Pre-Emptive Rights.		
9.	Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.		
10.	Proposed Renewal of Authority for the Company to Purchase its Own Shares.		

Please indicate with an "X" in the space provided on how you wish your votes to be cast. If no specific direction as to voting is given, the proxy will vote or abstain at his/her discretion.

Dated this ________day of ______________________2023.

____
Signature of Member/Common Seal of Member

Notes:-

1. In respect of deposited securities, only members whose names appear in the Record of Depositors as at **21 November 2023** shall be eligible to attend, speak and vote at the Meeting or appoint proxy(ies) to attend, participate, speak and vote in his stead.
2. A member entitled to attend and vote at the Meeting, may appoint more than one (1) proxy to attend and vote in his stead. When a member appoints more than one (1) proxy to attend, participate, speak and vote at the same Meeting, the appointments shall be invalid unless the proportion of the shareholdings to be represented by each proxy is specified. There shall be no restriction as to the qualification of the proxy. A proxy appointed to attend and vote at the Meeting of the Company shall have the same rights as the member to attend, participate, speak and vote at the Meeting.
3. Where a member of the Company is an authorised nominee as defined under the Securities Industry (Central Depositories) Act 1991, it may appoint at least one (1) proxy in respect of each securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
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. The instrument appointing a proxy shall be in writing under the hand of the member or his attorney duly authorised in writing or, if the appointer is a corporation, shall either be executed under the Corporation's common seal or under the hand of an officer or attorney duly authorised.
6. The instrument appointing a proxy must be deposited at the office of the Registrar of the Company at Level 7, Menara Milenium, Jalan Damanlela, Pusat Bandar Damansara, Damansara Heights, 50490 Kuala Lumpur, Wilayah Persekutuan not less than forty-eight (48) hours before the time for holding the Meeting or any adjournment thereof.

Personal data privacy:-

By submitting form(s) of proxy appointing proxy(ies) or corporate representative(s) or attorney(s) to attend, participate (including to pose questions to the Board of the Company) and vote at the 11th AGM, a member of the Company (i) consents to the collection, use and disclosure of the member's personal data by the Company (or its agents) for the purpose of the processing and administration by the Company (or its agents) of proxies or representatives appointed for the 11th AGM and the preparation and compilation of the attendance lists, minutes and other documents relating to the 11th AGM, 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) or corporate representative(s) or attorney(s) to the Company (or its agents), the member has obtained the prior consent of such proxy(ies) or corporate representative(s) or attorney(s) for the collection, use and disclosure by the Company (or its agents) of the personal data of such proxy(ies) or corporate representative(s) or attorney(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.

PLEASE FOLD ALONG THIS LINE (1)

Postage Stamp

The Registrar
TITIJAYA LAND BERHAD
[Registration No. 201201024624 (1009114-M)]

Level 7, Menara Milenium,
Jalan Damanlela, Pusat Bandar Damansara,
Damansara Heights,
50490 Kuala Lumpur, Wilayah Persekutuan.

PLEASE FOLD ALONG THIS LINE (2)

1300 22 9898
www.titijaya.com.my

TITIJAYA LAND BERHAD Registration No. 201201024624 (1009114-M)
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47500 Subang Jaya, Selangor Darul Ehsan, Malaysia
Fax: 03-8022 9888 Email: sales@titijaya.com.my