



EUROSPAN HOLDINGS BERHAD

Registration No. 199501022724 (351927-M)

EST. 1972

ANNUAL REPORT

2026

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CORPORATE INFORMATION



BOARD OF DIRECTORS

- | | | |
|--|--|--|
| <p>1 Mr. Ng Heng Hong
Executive Director</p> <p>2 Datuk Seri Tan Choon Hwa
Independent
Non-Executive Director</p> <p>3 Mr. Sim Kay Wah
Executive Director</p> <p>4 Professor Dr. Ting Wei Kiong
Independent
Non-Executive Director
(Appointed on 15 July 2026)</p> <p>5 Mr. Hiew Yong Nin @ Hew Yong Nin
Non-Independent
Non-Executive Director</p> | <p>6 Ms. Tan Yan Ching
Non-Independent
Non-Executive Director</p> <p>7 Dato' Sri Tan Han Chuan
Non-Independent
Non-Executive Chairman
(Resigned on 3 October 2025)</p> <p>8 Mr. Guan Shaw Yin
Executive Director
(Resigned on 5 December 2025)</p> <p>9 Dato' Thor Poh Seng
Non-Independent
Non-Executive Director
(Resigned on 5 December 2025)</p> <p>10 Mr. Eng Boon Kiat
Executive Director
(Resigned on 31 October 2025)</p> | <p>11 Mr. Tan Kok Leong
Non-Independent
Non-Executive Director
(Resigned on 3 October 2025)</p> <p>12 Mr. Yap Kan Lin
Independent
Non-Executive Director
(Resigned on 5 December 2025)</p> <p>13 Ms. Ho Jong Ching
Independent
Non-Executive Director
(Resigned on 31 October 2025)</p> <p>14 Mr. Lam Chung Ming
Independent
Non-Executive Director
(Resigned on 15 July 2026)</p> |
|--|--|--|

AUDIT COMMITTEE

Chairman
Professor Dr. Ting Wei Kiong

Members
Datuk Seri Tan Choon Hwa
Mr. Hiew Yong Nin @ Hew Yong Nin

REGISTERED OFFICE

Unit No. 11-07, Amcorp Tower
Pusat Perdagangan Amcorp
No. 18, Jalan Persiaran Barat
46050 Petaling Jaya
Selangor.
Tel No. : 017-6229303

PRINCIPAL BANKERS

Affin Bank Berhad
Affin Hwang Investment Bank Berhad
AmBank (M) Berhad
Malayan Banking Berhad
Public Bank Berhad
United Overseas Bank (Malaysia) Bhd

REMUNERATION COMMITTEE

Professor Dr. Ting Wei Kiong
Datuk Seri Tan Choon Hwa
Mr. Hiew Yong Nin @ Hew Yong Nin

NOMINATING COMMITTEE

Professor Dr. Ting Wei Kiong
Datuk Seri Tan Choon Hwa
Mr. Hiew Yong Nin @ Hew Yong Nin

COMPANY SECRETARY

Ms. Wong Youn Kim
(MAICSA 7018778)
SSM Practicing Certificate
No. 201908000410

SHARE REGISTRAR

Vistra Investor & Issuing House Services Sdn Bhd (formerly known as Tricor Investor & Issuing House Sdn Bhd)
(Registration No: 197101000970 (11324-H))
Unit 32-01, Level 32, Tower A
Vertical Business Suite,
Avenue 3, Bangsar South,
No. 8, Jalan Kerinchi,
59200 Kuala Lumpur
Tel No. : 03-2783 9299
Email : is.enquiry@vistra.com

AUDITORS

Grant Thornton Malaysia PLT
(201906003682 & LLP0022494-LCA)
Chartered Accountants (AF: 0737)
Level 11, Sheraton Imperial Court,
Jalan Sultan Ismail,
50250 Kuala Lumpur.
Tel No. : 03-2692 4022
Fax No. : 03-2691 5229

STOCK EXCHANGE LISTING

Main Market
Bursa Malaysia Securities Berhad
STOCK NAME: EUROSP
STOCK CODE: 7094

WEBSITE

www.eurospan.com.my

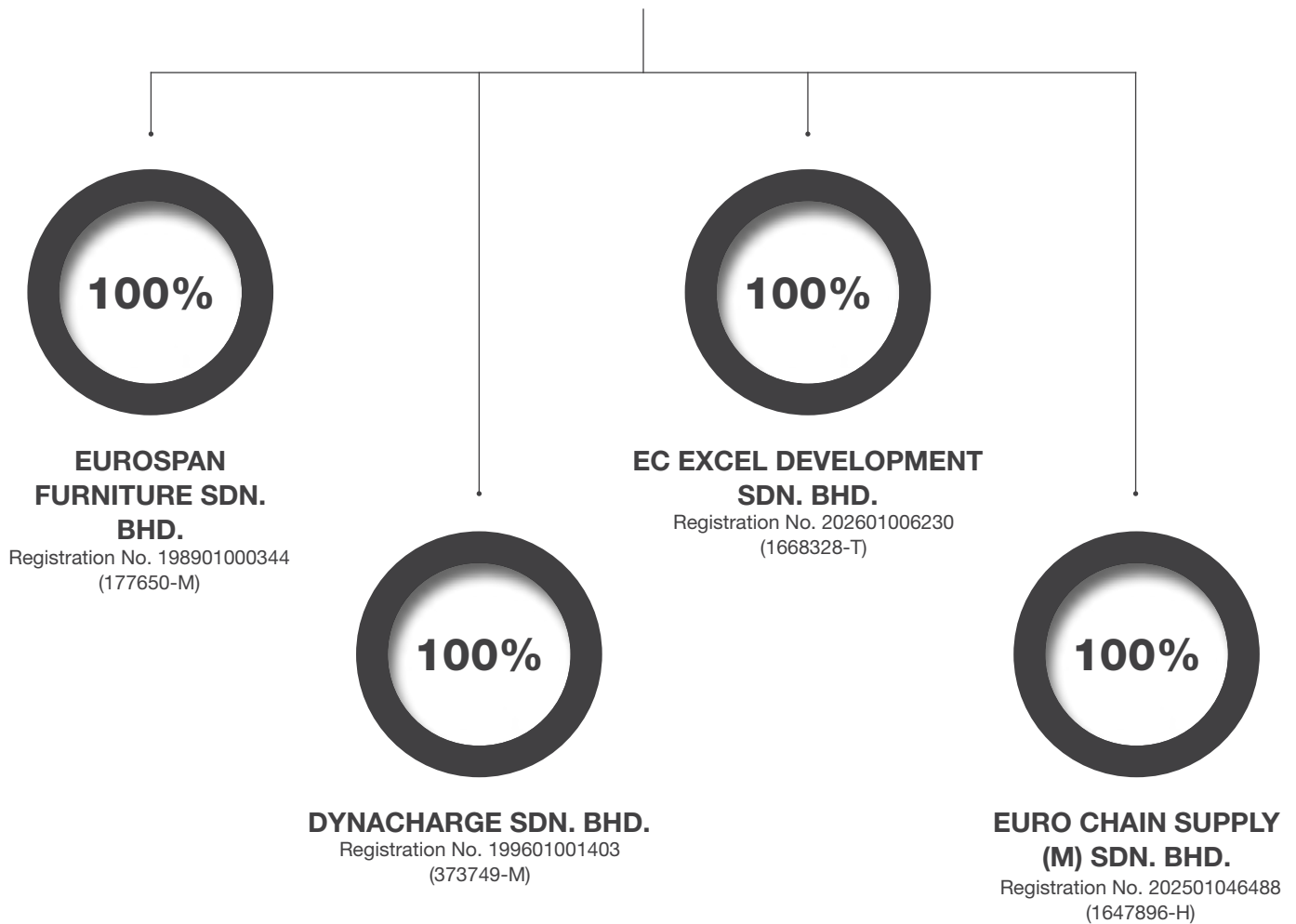
GROUP STRUCTURE



EUROSPAN HOLDINGS BERHAD

Registration No. 199501022724 (351927-M)

EST. 1972



MANAGEMENT DISCUSSION AND ANALYSIS

“

To our valued shareholders,

Eurospan Holdings Berhad (“Eurospan”) is listed on the Main Market of Bursa Malaysia Securities Berhad (“Bursa Malaysia” or “the Exchange”). Eurospan and its subsidiaries (“the Group”) operate principally in Malaysia. During the financial year, the Group’s activities comprised the manufacturing and trading of furniture and wood-based products, the trading of SLA and automotive batteries, and the trading of construction materials. The construction materials trading business, which commenced in October 2025, represented a significant expansion of the Group’s revenue base during the financial year.

”

Overview of Business and Strategies

The Group has a long operating history in the furniture industry, with its furniture operations tracing their roots to Sin Bin Furniture, established in 1972. The furniture business manufactures and trades wood-based furniture, principally dining sets, for export markets.

The furniture export market remained highly competitive during the financial year, with Malaysian manufacturers facing competition from regional producers and continued pressure from global economic uncertainty, inflationary conditions, labour and utility costs, and changes in international trade policies. Against this backdrop, the Group maintained a prudent approach to its furniture operations, with emphasis on cost management, product quality, customer requirements and operational efficiency.

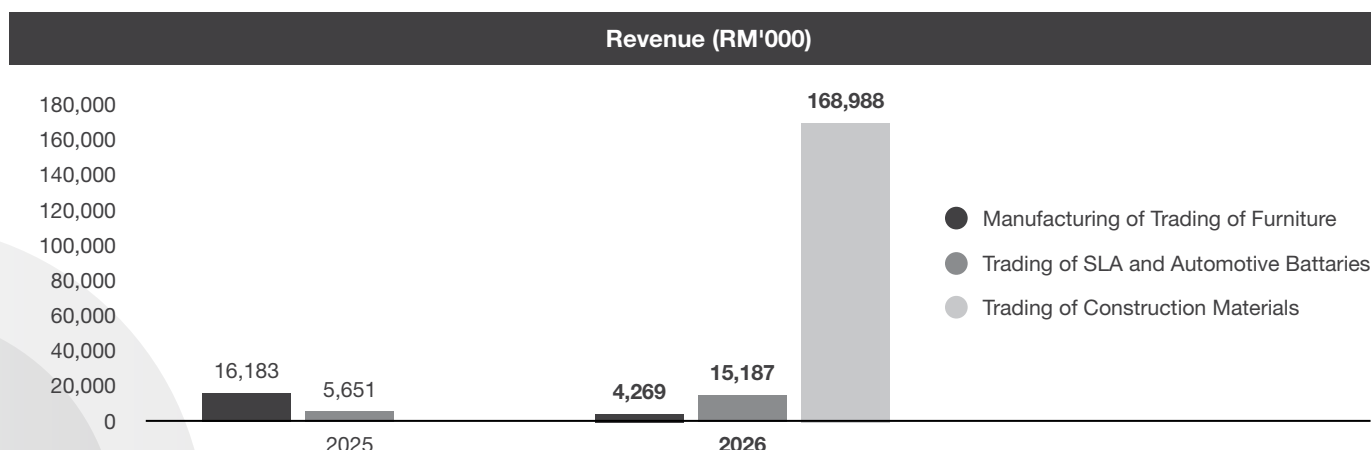
The Group also continued its trading of SLA and automotive batteries during the financial year. This business remained part of the Group’s existing portfolio and contributed positively to the Group’s results.

A key development during the financial year was the Group’s diversification into the trading of construction materials. The business includes reinforcement steel bars, steel and galvanised wire mesh and other metal-related products, including gabions and fencing products. The construction materials trading activities, including those undertaken through Eurochain, enabled the Group to broaden its customer and supplier network and substantially enlarge its revenue base.

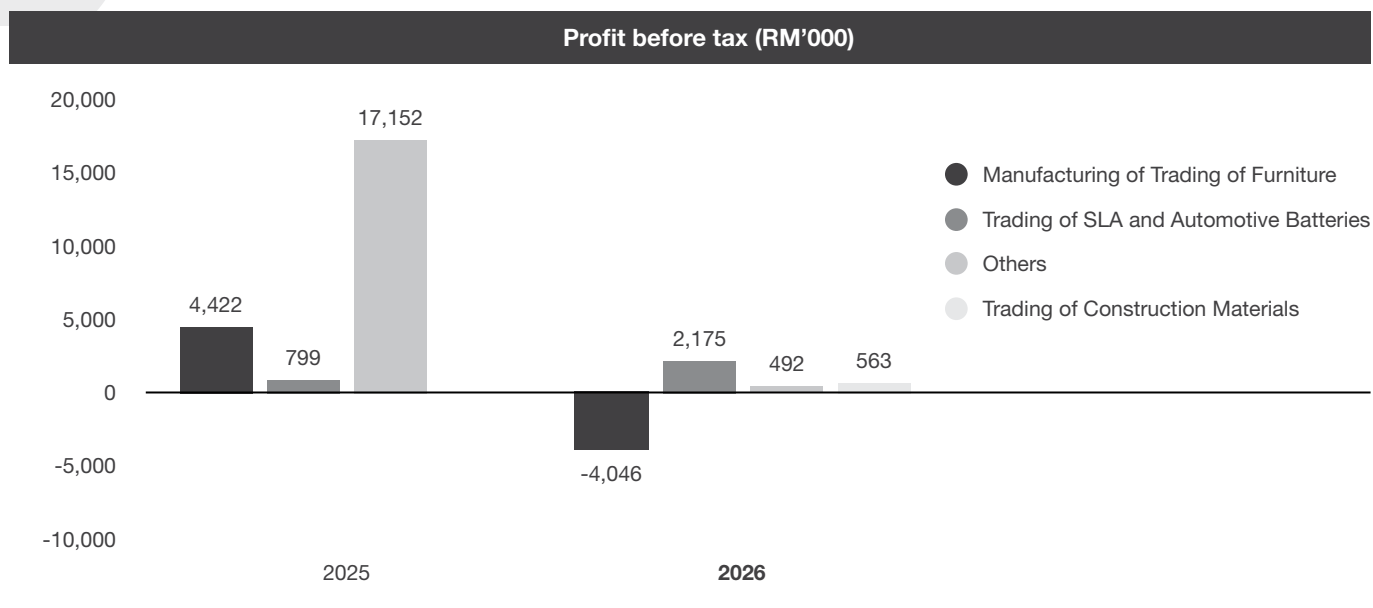
The Group’s strategy is to maintain a balanced business portfolio while allocating resources prudently to activities that can strengthen revenue generation, improve operating resilience and enhance long-term shareholder value. The Group will continue to evaluate suitable business and investment opportunities from time to time, taking into consideration their strategic fit, expected returns, funding and working capital requirements, market conditions, execution capabilities and associated risks. Where appropriate, the Group may also consider strategic collaborations, joint ventures or other suitable arrangements. Any material corporate or business developments will be announced in accordance with the applicable regulatory requirements.

FINANCIAL REVIEW

Financial Performance



MANAGEMENT DISCUSSION AND ANALYSIS



For the financial year ended 31 May 2026 ("FY2026"), the Group recorded revenue of RM188.44 million, representing a significant increase from RM21.83 million in the preceding financial year. The increase was mainly driven by the contribution from the construction materials trading business, which commenced during the financial year and contributed RM168.99 million, or approximately 89.7% of the Group's total revenue. The battery trading and furniture segments contributed revenue of RM15.19 million and RM4.27 million respectively.

Notwithstanding the significant increase in revenue, the Group recorded a loss before tax of RM0.82 million for FY2026, compared with a profit before tax of RM22.37 million in the preceding financial year. The current year's performance reflected, among others, a loss before tax of RM4.05 million from the furniture segment arising from softer market demand and challenging operating conditions, which was partly mitigated by positive contributions from the battery and construction materials trading segments. The preceding financial year's profit before tax included a significant contribution from other income and activities; accordingly, the year-on-year movement in profit before tax should be considered in the context of the different composition of earnings between the two financial years.

Financial position

	2026 RM'000	2025 RM'000	Year-on-Year Variance (%)
Total assets	73,111	49,905	46.50%
Total liabilities	31,902	6,998	355.87%
Shareholders' equity	41,209	42,907	-3.96%
Net assets per share (RM)	0.93	0.97	-4.12%

As at 31 May 2026, the Group's total assets increased by 46.50% to RM73.11 million, compared with RM49.91 million as at 31 May 2025. The increase was mainly attributable to the higher working capital requirements arising from the expansion of the Group's construction materials trading activities during the financial year.

Correspondingly, total liabilities increased to RM31.90 million from RM7.00 million in the preceding financial year, primarily reflecting the higher level of working capital associated with the enlarged trading activities.

Shareholders' equity decreased by 3.96% to RM41.21 million from RM42.91 million, mainly reflecting the loss recorded by the Group during the financial year. Consequently, net assets per share decreased from RM0.97 as at 31 May 2025 to RM0.93 as at 31 May 2026.

MANAGEMENT DISCUSSION AND ANALYSIS

Liquidity

	2026 (Days)	2025 (Days)	Changes (Days)
Trade receivables turnover period ⁽¹⁾	110	55	55
Inventories turnover period ⁽²⁾	3	148	-145
Trade payables turnover period ⁽²⁾	59	63	-4
Cash conversion cycle	54	140	-86

⁽¹⁾ Closing balance as at year-end / Total revenue x 365 days

⁽²⁾ Closing balance as at year-end / Cost of sales x 365 days

The Group's working capital profile changed significantly in FY2026 following the expansion of its construction materials trading activities. The trade receivables turnover period increased from 55 days in FY2025 to 110 days in FY2026, mainly reflecting the change in the Group's business mix and the credit and collection profile of the enlarged trading activities. The Group continues to closely monitor its receivables, customer credit profiles and collection performance.

The inventories turnover period decreased significantly from 148 days in FY2025 to 3 days in FY2026, mainly reflecting the change in the Group's business mix following the expansion of construction materials trading, which generally operates with a lower inventory holding period relative to the Group's traditional manufacturing activities.

The trade payables turnover period decreased from 63 days in FY2025 to 59 days in FY2026, reflecting the change in the Group's purchasing and payment profile arising from the enlarged trading activities. Certain suppliers are settled on cash or short credit terms of up to approximately 14 days, where commercially appropriate, to secure competitive pricing and maintain reliable supply arrangements.

Overall, the Group's cash conversion cycle decreased from 140 days in FY2025 to 54 days in FY2026, primarily due to the significantly lower inventory holding period, which more than offset the increase in the trade receivables turnover period.

	2026 RM'000	2025 RM'000
Cash and cash equivalents at end of financial year:		
- Cash and bank balances	13,615	30,576

As at 31 May 2026, the Group's cash and cash equivalents stood at RM13.62 million, compared with RM30.58 million as at 31 May 2025. The decrease was mainly attributable to the higher working capital requirements arising from the expansion of the Group's construction materials trading activities, including the settlement of certain suppliers on cash or shorter credit terms where commercially advantageous.

Borrowings

	2026 RM'000	2025 RM'000
Short term (repayable within 12 months)	51	143
Long term (repayable within 12 months)	-	51
Total borrowings	51	194

The Group's borrowings comprised hire purchase facilities used to finance motor vehicles. As at 31 May 2026, the Group's cash and bank balances exceeded its total borrowings, resulting in a net cash position. This provides the Group with financial flexibility to support its working capital requirements and ongoing business activities.

MANAGEMENT DISCUSSION AND ANALYSIS

BUSINESS REVIEW

Market

The Group's business mix changed significantly during FY2026, with construction materials trading becoming the principal revenue contributor. The Group will continue to strengthen its trading network and relationships with customers and suppliers, while maintaining a disciplined approach to credit management, pricing, supply arrangements and working capital requirements.

The Group's existing furniture and battery businesses continued to operate within their respective market environments during the financial year. Management will continue to monitor the performance of these businesses and manage their operations prudently, taking into consideration prevailing market conditions and the overall interests of the Group.

Research and Development ("R&D")

Within the furniture operations, product development and production-related improvement activities continue to support customer requirements, product quality and manufacturing efficiency. These activities include prototype development, material evaluation, process review, machinery maintenance and product quality testing, where appropriate.

RISKS

The Group is exposed to credit risk arising from its construction materials trading activities, particularly in relation to amounts due from contractors, developers, distributors and other customers. The Group manages this risk through credit assessments, appropriate credit limits and payment terms, regular monitoring of outstanding receivables and timely follow-up on collections. The Group will continue to exercise prudence in managing its credit exposure and monitoring the recoverability of trade receivables.

The Group is also exposed to fluctuations in the prices and availability of construction materials, which may be influenced by global commodity prices, supply and demand conditions, energy and transportation costs, foreign exchange movements, geopolitical developments and changes in government policies. The Group will continue to manage these risks through appropriate sourcing, pricing and inventory management strategies.

The Group's other existing businesses are subject to their respective market, cost and competitive conditions. Management will continue to monitor these risks and take appropriate measures to safeguard the Group's operational and financial position.

OUTLOOK

The operating environment is expected to remain subject to global economic uncertainty, geopolitical developments, inflationary pressures, commodity price movements and changes in international trade policies. These factors may continue to influence market demand, operating costs, financing conditions and overall business sentiment.

Against this backdrop, the Group will continue to focus on the effective management of its construction materials trading activities, including strengthening customer and supplier relationships, managing credit exposure and maintaining prudent working capital management. The Group will also continue to manage its existing businesses in response to prevailing market conditions, while remaining open to suitable business and investment opportunities that may broaden its earnings base and enhance the overall resilience of the Group. Any material corporate or business developments will be announced in accordance with the applicable regulatory requirements.

DIVIDEND

The Board did not recommend the payment of any final dividend for the financial year ended 31 May 2026.

APPRECIATION

The Board wishes to express its sincere appreciation to the Group's shareholders, customers, business associates, regulatory bodies, financial institutions and suppliers for their continued support and confidence in the Group. We also extend our appreciation to the management and employees of the Group for their dedication, commitment and contributions throughout the financial year. With the continued support of our stakeholders, the Group remains committed to navigating the evolving business environment with prudence and discipline while working towards sustainable long-term value creation.

Profile of Board of Directors

NG HENG HONG

Executive Director

Male

Aged 47

Malaysian

Mr. Ng Heng Hong ("Mr. Ng") was appointed as an Executive Director of the Company on 23 September 2025.

Mr. Ng graduated with a Bachelor of Science from Universiti Teknologi Malaysia and embarked on his entrepreneurial journey in 2002, managing and growing businesses in the building materials industry.

Mr. Ng has more than 15 years of experience in managing businesses and companies under the EC Excel Group. As the Managing Director of EC Excel Group, he plays a central role in driving the strategic direction, business expansion, and overall corporate growth of the Group.

Over the years, Mr. Ng has been actively involved in the leadership and management of enterprises across diverse sectors. He holds various directorships and shareholdings in private companies primarily engaged in the manufacturing and trading of value-added steel wire, galvanised wire, and other metal products. His business interests also extend to the trading and wholesale of construction materials, property investment and development, as well as the food and beverage industry.

Currently, Mr. Ng also sits on the Board of EC Excel Holdings Berhad (formerly known as K. Seng Seng Corporation Berhad).

He has no conflict of interest with the Group and has not been convicted for offences within the past five years. There were no sanctions and/or penalties imposed on him by any regulatory body during the financial year.

DATUK SERI TAN CHOON HWA

Independent Non-Executive Director

Male

Aged 69

Malaysian

Datuk Seri Tan Choon Hwa ("Datuk Seri Tan") was appointed as Independent Non-Executive Director of the Company on 23 September 2025.

Datuk Seri Tan is a businessman with 27 years of experience in various industries such as timber mining, hotel resort, housing land development and finance and investment holding.

Datuk Seri Tan is the Executive Chairman of TCH International Resources Group, his family company, and also holds directorship in Wazlian Group. He also holds other chairmanships in several associations, President of Malaysia-China Chamber of Commerce (Kelantan Branch), Vice President of Malaysia-Guangzhou Investment Association, and Advisor to Hongkong Chamber of Commerce and ASEAN Chamber of Commerce (Thailand). As for corporate advisory, he is the Chief Advisor (SEA) to China Shaanxi Group (Fortune 500), and Chief Advisor to Tarmah Development Group.

Currently, Datuk Seri Tan also sits on the Board of CN Asia Corporation Berhad and SMTrack Berhad.

He has no conflict of interest with the Group and has not been convicted for offences within the past five years. There were no sanctions and/or penalties imposed on him by any regulatory body during the financial year.

Profile of Board of Directors

SIM KAY WAH

Executive Director

Male

Aged 50

Malaysian

Mr. Sim Kay Wah ("Mr. Sim") was appointed as Executive Director of the Company on 16 December 2025.

Mr. Sim is a Chartered Accountant of the Malaysian Institute of Accountants ("MIA"), a Certified Public Accountant of CPA Australia (Fellow of CPA Australia) and a Chartered Global Management Accountant with the Chartered Institute of Management Accountants ("CIMA"). He obtained both his Bachelor Degree in Accountancy and Master Degree in Finance from the Royal Melbourne Institute of Technology, Australia.

Mr. Sim had over 20 years of experience in corporate finance, investment management and banking, where he served in various capacities including as Independent Non-Executive Director, Chief Financial Officer and Financial Controller of public-listed companies.

He has no conflict of interest with the Group and has not been convicted for offences within the past five years. There were no sanctions and/or penalties imposed on him by any regulatory body during the financial year.

PROFESSOR DR. TING WEI KIONG

Independent Non-Executive Director

Female

Aged 51

Malaysian

Professor Dr. Ting Wei Kiong ("Professor Dr. Ting") was appointed as Independent Non-Executive Director of the Company on 15 July 2026.

Professor Dr. Ting holds a Bachelor of Finance and Master of Finance from Universiti Utara Malaysia, and a Doctor of Philosophy (PhD) from Universiti Malaysia Pahang. Professor Dr. Ting is a Professor in Finance and Director of the Rankings and Data Centre at Universiti Malaysia Pahang Al-Sultan Abdullah (UMPSA).

Professor Dr. Ting has more than 20 years of experience in higher education, strategic management, corporate governance, environmental, social and governance, sustainability, business analytics, financial management, and institutional performance evaluation.

Currently, Professor Dr. Ting also sits on the Board of EC Excel Holdings Berhad (formerly known as K. Seng Seng Corporation Berhad).

She has no conflict of interest with the Group and has not been convicted for offences within the past five years. There were no sanctions and/or penalties imposed on her by any regulatory body during the financial year.

Profile of Board of Directors

HIEW YONG NIN @ HEW YONG NIN

Non-Independent Non-Executive Director

Male

Aged 74

Malaysian

Mr. Hiew Yong Nin @ Hew Yong Nin ("Mr. Hiew") was appointed as Non-Independent Non-Executive Director of the Company on 23 September 2025.

He holds a Bachelor of Business (Accounting) from the University of Southern Queensland, Australia, a New Zealand Certificate in Commerce, and a qualification from the New Zealand Institute of Management, and is a member of several professional bodies including the Chartered Institute of Secretaries and Administrators, CPA Australia, the Malaysian Institute of Accountants, the Malaysian Institute of Chartered Secretaries and Administrators, and the Financial Planning Association of Malaysia.

Mr. Hiew was appointed as Group Chief Financial Officer of EC Excel Wire Sdn Bhd in 2017, where he is responsible for the company's overall financial and accounting affairs, including budgetary control, forecasting, working capital, and cash flow management. With a wealth of experience gained since he began his career in 1981, Mr. Hiew brings expertise in finance, accounting, and corporate management to the Group.

He has no conflict of interest with the Group and has not been convicted for offences within the past five years. There were no sanctions and/or penalties imposed on him by any regulatory body during the financial year.

TAN YAN CHING

Non-Independent Non-Executive Director

Female

Aged 32

Malaysian

Ms. Tan Yan Ching ("Ms. Tan") was appointed as Non-Independent Non-Executive Director of the Company on 23 September 2025.

Ms. Tan graduated with a Bachelor of Accounting (Hons.) at Universiti Utara Malaysia and has been a member of the Association of Chartered Certified Accountants ("ACCA") since 2022. She began her career as an Auditor with Ernst & Young, where she gained valuable experience in financial reporting, compliance and statutory audit across diverse industries.

Ms. Tan was appointed as Strategic Operations Manager of EC Excel Wire Sdn Bhd, where she is responsible for overseeing the Group's overall business operations and, in collaboration with the Board and senior management, contributes to strategic planning, risk management, and corporate governance initiatives. Prior to this role, she served as Group Assistant Manager in the Accounts & Finance Department, where she managed financial operations, statutory reporting and internal control enhancements.

She has no conflict of interest with the Group and has not been convicted for offences within the past five years. There were no sanctions and/or penalties imposed on her by any regulatory body during the financial year.

Profile of Board of Directors

OTHER INFORMATION:-

Directors' Shareholdings

Details of Directors' Shareholdings in the Company are as disclosed on page 100 of the Annual Report 2026.

Family relationship with Directors and/or Major Shareholders

None of the Directors or key senior management have any family relationship with other Directors and/or major shareholders of the Company, except for Mr. Ng Heng Hong whom is the major shareholder of Eurospan Holdings Berhad ("EHB") by virtue of his substantial shareholdings in EC Synergy (M) Sdn Bhd pursuant to Section 8 of the Companies Act 2016..

Conflict of Interest

All Directors have no family relationship with each other or major shareholders of EHB. They have no conflict of interest in EHB.

Attendance at Board Meetings

The attendance of the Directors is disclosed in the Corporate Governance Overview Statement on pages 17 to 18 of this Annual Report 2026.

KEY SENIOR MANAGEMENT PROFILE

TAN MEOW YEE

Finance Manager

Female

Aged 36

Malaysian

Ms. Tan Meow Yee ("Ms. Tan") is the Finance Manager of the Group. She joined the Group in 2019 as Finance Executive and was appointed to her current role in 2022.

She was appointed as Director of a wholly-owned subsidiary of the Company, Eurospan Furniture Sdn Bhd on 7 August 2023. She is responsible for the statutory reporting, corporate governance, financial planning and accounting functions of the Group.

Ms. Tan graduated with Bachelor of Accounting Information System (Hons.) at University Utara Malaysia and currently completing ACCA courses. She began her career as an auditor in a local audit firm and follow with trading company before moving to manufacturing industry.

Ms. Tan does not have any family relationship with any other directors or major shareholders of the Company, and does not have any conflict of interest or potential conflict of interest with the group and has not been convicted for offences within the past five years. She does not have any competing business with the company or its subsidiaries. There were no sanctions and/or penalties imposed on her by any regulatory body during the financial year.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

The Board of Directors of the Company (“the Board”) values the importance of implementing and maintaining good corporate governance practices within the daily business operations of the Group to safeguard the Group’s assets, enable sustainable performance and ultimately enhance shareholders’ value. In this respect, the Board is committed to continue ensuring good corporate governance standards are applied across the Group with the objective of achieving a good corporate culture that aims to balance between conformance requirements with the delivery of long-term strategic success through performance, without compromising on corporate ethics and integrity.

The Board is pleased to present its Corporate Governance Statement (“CG Statement”) for the financial year ended 31 May 2026 (“FY2026”), outlining the Company’s application of the three (3) key principles of the Malaysian Code of Corporate Governance (“MCCG”):

- a) Board leadership and effectiveness;
- b) Effective audit and risk management; and
- c) Integrity in corporate reporting and meaningful relationships with stakeholders.

This CG Statement should be read together with the Corporate Governance Report 2026 of the Company which is available on the Company’s website at <http://www.eurospan.com.my>.

PRINCIPLE A: BOARD LEADERSHIP AND EFFECTIVENESS

1.0 ROLES AND RESPONSIBILITIES OF THE BOARD

The Board is responsible for providing guidance and overseeing the Company on behalf of its shareholders. In fulfilling its function, the Board assumes, among others, the following responsibilities:

- Providing leadership, reviewing and adopting strategic plans and directions for the Group;
- Overseeing the conduct of the Group’s business;
- Ensuring existence of prudent and effective controls and sound risk management system;
- Reviewing the adequacy and the integrity of the Group’s internal control systems and management information systems including compliance with applicable laws, regulations, rules, directives and guidelines;
- Reviewing the performance of management; and
- Overseeing the overall sustainability strategies and performance of the Group.

The Board has adopted a Board Charter that sets out the division of responsibilities between the Executive Directors, the Non-Executive Directors, and the management team. The Board delegates the day-to-day operation of the business to the Executive Directors and the management team. However, certain functions are specifically reserved for the Board which include the following:

- In conjunction with management, establishing a vision and strategies for the Group;
- Approving the Group’s annual business plan and budget;
- Approving specific items of material capital expenditure and investments and disinvestments;
- Appointing new Directors to the Board;
- Approving any significant changes to accounting policies;
- Approving the quarterly and annual financial statements;
- Approving any interim dividends and recommending any final dividends to shareholders;
- Approving all circulars, statements and corresponding documents sent to shareholders;
- Approving the terms of reference and membership of Board Committees;
- Approving Company policies which may be developed from time to time; and
- Approving major acquisition and disposal of investments, businesses, mergers and acquisitions.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

1.0 ROLES AND RESPONSIBILITIES OF THE BOARD (CONT'D)

Chairman

As of 3 October 2025, Dato' Seri Tan Han Chuan ("Dato' Seri Tan") served as the Board Chairman for the Company. After his resignation, the Company does not have a Board Chairman. Subsequently, the Chairman is elected among the Board Members and has considerable experience in the Group's business.

The Chairman is responsible for the leadership of the Board and controls the orderly and effective functioning of the Board. He/She ensures that all Directors are provided with sufficient relevant information on financial and non-financial matters to enable them to participate actively in Board discussions. The role of a Chairman includes:

- Providing strategic direction and leadership to executive management;
- Leading the Board effectively on all aspects of its role;
- Ensuring that appropriate procedures are in place to govern the Board's operations;
- Setting the agenda, style and tone of Board deliberations, facilitating effective review, analysis, discussions and contributions by each director with sufficient time allocated for discussion of complex and contentious issues, encouraging constructive debate so as to enable a sound decision making process;
- Ensuring accurate and timely information, in particular about the performance of the Company, is furnished to Board members;
- Promoting good corporate governance standards within the Group;
- Leading initiatives to address the Board's developmental needs; and
- Chairing of board meetings and general meetings, and ensuring a smooth, open and constructive dialogue between the Board and the shareholders.

Separation of the positions of the Chairman and the Executive Director

During FY2026, the position of Chairman of the Board was held by a Non-Independent Non-Executive Director until 3 October 2025. Thereafter, the Chairman was elected from among the Board members. The positions of Chairman and Executive Directors of the Company are held by different individuals who are not related to each other.

As of 3 October 2025, Dato' Seri Tan served as the Board Chairman and Non-Independent Non-Executive Director. He was not a member of the Audit Committee, Nominating Committee and Remuneration Committee. After the resignation of Dato' Seri Tan, the Company does not have a Board Chairman. Mr. Ng Heng Hong, Executive Director assumes the primary responsibility for managing the Group's operations and resources.

Company Secretary

The Directors have direct access to the advice and the services of the Company Secretary to assist them to discharge their duties. The Company Secretary updated the Directors periodically when new statutes and requirements were issued by the regulatory authorities to ensure that the Directors were aware of regulatory developments that affected them in carrying out their responsibilities.

The Company Secretary convened all Board meetings and attended all Board meetings to ensure that Board procedures were followed, and accurate records of the proceedings and resolutions passed were maintained.

The Company Secretary also ensured that the statutory registers were properly maintained at the registered office of the Company.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

1.0 ROLES AND RESPONSIBILITIES OF THE BOARD (CONT'D)

Access to Information and Advice

All Directors have full and timely access to information with Board papers distributed in advance of meetings. The agenda and discussion papers, including quarterly and annual financial statements, minutes of meetings and board papers which include reports relevant to the issues of the meetings covering the areas of strategic, financial and operational matters are usually circulated at least one week prior to Board Meetings to enable Directors to review and evaluate the matters to be discussed.

If required, the Directors may seek independent professional advice in the furtherance of their duties at the Company's expense. Before incurring the professional fee, the Director concerned must seek the approval of the Board. The Directors may access all information within the Group in furtherance of their duties.

Board Charter

The Board has formally adopted a Board Charter which provides guidance to the Board in the discharge of its roles, duties and responsibilities which are in line with relevant legislations, regulations, and the principles of good corporate governance. The Board Charter outlines the composition and structure of the Board, the appointment of new Directors to the Board, the Board's powers, duties, and responsibilities including the division of responsibilities between Executive and Independent Non-Executive Directors and management, establishment of Board Committees, remuneration of Directors and processes and procedures for convening Board meetings. The Board Charter also underlines the Board's commitment to compliance with laws, regulations, and its internal Code of Ethics. The Board Charter is subject to periodic review and will be updated from time to time to reflect changes to the Company's policies, procedures, and processes as well as changes to legislations and regulations. The Board Charter is available on the Company's website at <http://www.eurospan.com.my>.

Code of Conduct, Anti-Corruption Policy and Whistleblowing Policy

The Board is committed to uphold compliance with relevant requirements of laws, its Constitution and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad ("MMLR") in the conduct of the business of the Company. In addition, the Directors observe a Code of Ethics, which was developed by the Board based substantially on the Company Directors' Code of Ethics established by the Companies Commission of Malaysia. The Directors' Code of Ethics is available on the Company's website at <http://www.eurospan.com.my>.

The Group has adopted an Anti-Corruption Policy which sets out parameters to prevent the occurrence of bribery and corrupt practices in the conduct of the Group's business. This policy provides guidelines to all Directors and employees of the Group on the standard of behaviour which they must adhere to and how to recognise and deal with bribery and corruption.

In addition, the Board has established a whistleblowing framework to enable employees and associates to report suspected and/or known misconduct, wrongdoings, corruption and instances of fraud, waste, and/or abuse involving the resources of the Company. The Whistleblowing Policy adopted by the Company provides and facilitates a mechanism for any employee and associate to report concerns about any suspected and/or known misconduct wrongdoings, corruption, fraud, waste and/or abuse in good faith without fear of adverse consequences.

The Anti-Corruption Policy and Whistleblowing Policy of the Group are available on the Company's website at <http://www.eurospan.com.my>.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

1.0 ROLES AND RESPONSIBILITIES OF THE BOARD (CONT'D)

Sustainability

The Board takes sustainability into account in discharging its duties. The Board plays its role in overseeing that senior management, consider material sustainability matters in formulating the Group's strategies and business plans, including identification and management of sustainability related risks and opportunities.

Details of the Group's sustainability initiatives and performance are presented in the Sustainability Statement of this Annual Report.

2.0 BOARD COMPOSITION

During the FY2026, the Board presently has six (6) members which comprises of comprising two (2) Independent Non-Executive Directors, two (2) Non-Independent Non-Executive Directors and two (2) Executive Directors.

This composition fulfils the requirements set out under the MMLR, which stipulate that at least two (2) Directors or one-third of the Board, whichever is higher, must be Independent.

The Board strongly believes that the independence element within the Board is upheld and independence and objectivity are asserted during deliberation and decision making at Board and Board Committees' meetings. The profile of each Director is presented on pages 7 to 9 of this Annual Report.

Tenure of Independent Directors

The MCCG recommends that the tenure of an Independent Director should not exceed a cumulative term of nine (9) years. Upon completion of the nine (9) years, an Independent Director may continue to serve on the Board subject to the Director's re-designation as a Non-Independent Director. If the Board intends to retain an Independent Director beyond nine (9) years, it should justify and seek annual shareholders' approval.

Shareholder approval through a two-tier voting process must be sought in the event that the Company intends to retain a director who has served the Board as an Independent Director for more than nine (9) years.

Nominating Committee

The Nominating Committee ("NC") comprises wholly of Non-Executive Directors. Details of the current membership of the NC are as follows:

Nominating Committee Members	Directorate
Datuk Seri Tan Choon Hwa	Independent Non-Executive Director
Mr. Hiew Yong Nin @ Hew Yong Nin	Non-Independent Non-Executive Director
Mr. Lam Chung Ming (resigned on 15 July 2026)	Independent Non-Executive Director

The key duties and responsibilities of the NC include, amongst others, the following:

- to assess and recommend to the Board all candidates for directorships;
- to assess the contribution of each individual Director, the effectiveness of the Board as a whole and the Committees of the Board;
- to review the required mix of skills, experience, gender diversity and other qualities, including core competencies, of the members of the Board;

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

2.0 BOARD COMPOSITION (CONT'D)

Nominating Committee (Cont'd)

The key duties and responsibilities of the NC include, amongst others, the following: (Cont'd)

- d) to review the balance of Executive and Non-Executive Directors (including Independent Directors) and the size of the Board with an aim to achieving a balance of view and effectiveness of the Board;
- e) to review and assess the independence of Independent Directors on the Board; and
- f) to review the terms of office and performance of the Audit Committee and each of its members annually to determine whether the Audit Committee and its members have carried out their duties in accordance with their terms of reference.

The terms of reference of the NC is available on the Company's website at <http://www.eurospan.com.my>.

During the FY2026, the NC had three (3) meetings, all chaired by an independent director and the attendance of the NC members was recorded based on their respective tenure and membership of the NC during the financial year. The activities carried out by the NC during the financial year under review were as follows:

- i. Assessment on the proposed appointment of new Director;
- ii. Assessed suitability for re-election of the Directors who were due for retirement at the next Annual General Meeting ("AGM") of the Company and its subsidiary company pursuant to the Constitution of the respective companies;
- iii. Annual evaluation on the performance and effectiveness of the Board of Directors (including Senior Management) as a whole and its Committees, based on the attributes of their size and structure, mix of skills, experience, qualities, diversity in age, gender, race and ethnicity, effectiveness and frequency of Board meetings, and nature as well as extent of functions performed by the Board Committees. The NC also assessed the level of effectiveness of the Board in addressing the Company's material sustainability risk and opportunities.

In reviewing Board composition, the NC considered the benefits of diversity including, but not limited to, those described above, in order to enable it to discharge its duties and responsibilities effectively. Whilst the contribution of each individual Director was assessed based on the prescribed criterion of character, experience, level of integrity, core competencies, length of service, contributions towards Board deliberations during the various meetings held and whether he/she has contributed sufficient time to effectively discharge his/her duties and responsibilities as well as to whether there is conflict/potential conflict of interest of the Directors with the business of the Group.

- iv. Assessment of the term of office and performance of the Audit Committee and each of its members based on the requisite criteria set out in the annual assessment form.

All the proceedings, outcome and conclusions of the assessment and evaluation carried out by the NC were properly documented and submitted to the Board for consideration and notation and where necessary, further action would be taken to adjust the board composition, to enhance the effectiveness of functions of the Board and its committees.

Directors' Fit and Proper Policy

The NC responsibilities include the development and review of the criteria for the recruitment of Board members and conducting the annual assessment of Directors. The criteria used in considering potential Board candidates as well as the annual assessment of existing Board members are set out in the Directors' Fit and Proper Policy which is available on the Company's website at <http://www.eurospan.com.my>.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

2.0 BOARD COMPOSITION (CONT'D)

Gender Diversity

The Company strives to adhere to a practice of non-discrimination and selection based on merit in recruitment. It is also mindful of encouraging gender diversity at all levels including the selection of senior management personnel and Board members. The Board acknowledges the importance of boardroom diversity and supports non-discrimination on the basis of gender, age, race and religion. The recent appointments of female members to the Board reflects the Board's commitment in recognising female representation on the Board and encourages Board deliberations from different perspectives.

Annual Assessment of Independent Directors

The role of the Independent Directors is to bring independent and objective judgment to the Board which mitigates risks arising from conflict of interest or undue influence from interested parties and protects the interest of minority shareholders. The Board recognises that it is important to periodically assess whether a Director who is designated as independent continue to satisfy such designation.

During the FY2026, the Board carried out an assessment on each of the Independent Directors. In addition, all the Board members were required to evaluate whether each of the Independent Director had continued to show independent and objective judgment in deliberations at Board meetings. Based on the evaluation carried out, the Board of Directors concluded that the Independent Directors satisfied the criteria of independence set by the Board.

Time Commitment of Directors

The Board is mindful of the importance of devoting sufficient time to carry out their responsibilities, regularly updating their knowledge and enhancing their skills. Each Director is expected to commit sufficient time as and when required to discharge their responsibilities. Each Director of the Company does not hold more than five (5) directorships in public listed companies, in line with the MMLR.

The Board has pre-scheduled meetings annually which dates are set in advance so as to facilitate the Directors' time planning. Each Board member is expected to attend at least 50% of the total Board Meetings held in any applicable financial year.

Board members may also be nominated to serve on Board Committees which hold their own meetings. Directors and Board Committee members are furnished with papers, reports, and material relevant to the issues to be discussed prior to the meetings and are expected to review such material beforehand so that meaningful discussion can take place during meetings. This expectation of time commitment is communicated to new Board members before they are appointed.

During the FY2026, there were four (4) Board meetings held. The commitment of the Directors in carrying out their duties is reflected in the attendance based on their respective tenure during the financial year as shown below:

	Board of Directors	Audit Committee	Nominating Committee	Remuneration Committee
Mr. Ng Heng Hong	2/2	-	-	-
Datuk Seri Tan Choon Hwa	2/2	2/2	2/2	1/1
Mr. Sim Kay Wah	2/2	-	-	-
Mr. Hiew Yong Nin @ Hew Yong Nin	2/2	2/2	2/2	1/1
Ms. Tan Yan Ching	2/2	-	-	-

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

2.0 BOARD COMPOSITION (CONT'D)

Time Commitment of Directors (Cont'd)

	Board of Directors	Audit Committee	Nominating Committee	Remuneration Committee
Professor Dr. Ting Wei Kiong (Appointed on 15 July 2026)	-	-	-	-
Dato' Sri Tan Han Chuan (Resigned on 3 October 2025)	2/2	-	-	-
Mr. Guan Shaw Yin (Resigned on 5 December 2025)	2/2	-	-	-
Dato' Thor Poh Seng (Resigned on 5 December 2025)	2/2	2/2	1/1	-
Mr. Eng Boon Kiat (Resigned on 31 October 2025)	2/2	-	-	-
Mr. Tan Kok Leong (Resigned on 3 October 2025)	2/2	-	-	-
Mr. Yap Kan Lin (Resigned on 5 December 2025)	2/2	2/2	2/2	-
Ms. Ho Jong Ching (Resigned on 31 October 2025)	2/2	2/2	1/1	-
Mr. Lam Chung Ming (Resigned on 15 July 2026)	1/2	1/2	0/1	0/1

The record of attendance is based on the number of meeting(s) attended by the Board members concerned during their respective tenure as member of the Board of Directors of the Company for the financial year under review.

Continuing Education Programmes

To date, all the Directors (except for Professor Dr. Ting Wei Kiong appointed on 15 July 2026 will complete her MAP within the timeframe set by Bursa Securities) have completed the Part I and Part II of the Mandatory Accreditation Programme (MAP), prescribed by Bursa Malaysia Securities Berhad ("Bursa Securities"). The Directors recognise the need to continue to undergo relevant training programmes to update their knowledge and enhance their skills where relevant to enable them to sustain their active participation as a Board member.

Newly appointed Director(s) will be provided with a brief induction of the Group for an insight of the Group's business operations and financial performance. In addition, the Board is updated by the Company Secretary from time to time on changes of statutory requirements.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

3.0 REMUNERATION

Remuneration Policies and Procedures

The Remuneration Committee ("RC") presently comprises wholly of Non-Executive Directors. Details of the current membership of the RC are as follows:

Remuneration Committee Members	Directorate
Datuk Seri Tan Choon Hwa	Independent Non-Executive Director
Mr. Hiew Yong Nin @ Hew Yong Nin	Non-Independent Non-Executive Director
Mr. Lam Chung Ming (resigned on 15 July 2026)	Independent Non-Executive Director

The RC recommends the remuneration of the Executive Directors. The determination of the remuneration of the Non-Executive Directors is a matter for the Board as a whole. Individual Directors abstain from deliberations and voting on the decision in respect of their own remuneration.

The Board recognises that the remuneration package should be sufficient to attract, retain and motivate Directors of calibre required to drive the Group's success. The remuneration of Executive Directors is generally based on their experience, responsibilities held, market conditions and the Group's overall financial performance. The remuneration of Non-Executive Directors is by way of fixed annual fees. Decisions and recommendations of the RC are reported back to the Board for approval and where required by the rules and regulations governing the Company, for approval of shareholders at the AGM.

The RC met once during the financial year.

The key duties and responsibilities of the RC include the following:

- To recommend to the Board of Directors the policy framework and remuneration structure of the Executive and Non-Executive Directors.
- To review and present recommendations to the Board of Directors regarding the remuneration and conditions of service of the Executive Directors in all its forms including the grant of entitlements under any share schemes.
- To review superannuation benefits, if any, for the Executive Directors of the Company.
- To review the retirement and termination schemes.
- To consider other fringe benefits issues that may arise from time to time.
- To review indemnity and liability insurance policies for the Directors and Officers of the Company.
- To seek external advice in drawing up its recommendations where necessary.
- To ensure that Directors play no part in the decisions on their own remuneration.

The Terms of Reference of the RC is available at the Company's website at <http://www.eurospan.com.my>.

Directors' Remuneration

The details of the Directors' remuneration of the Company for the FY2026 are set out in the Company's Corporate Governance Report 2026.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

PRINCIPLE B: EFFECTIVE AUDIT AND RISK MANAGEMENT

1.0 AUDIT COMMITTEE

The current Audit Committee (“AC”) of the Company comprises three (3) Non-Executive Directors, the majority of whom are Independent Directors, and is chaired by an Independent Director. Details of the current membership of the AC are as follows:

Audit Committee Members	Directorate
Mr. Lam Chung Ming (resigned on 15 July 2026)	Chairman, Independent Non-Executive Director
Datuk Seri Tan Choon Hwa	Independent Non-Executive Director
Mr. Hiew Yong Nin @ Hew Yong Nin	Non-Independent Non-Executive Director

The AC’s composition and performance are reviewed by the NC annually and subsequently recommended to the Board for its approval.

In order to maintain the independence and effectiveness of the AC, the NC ensures that majority of the AC members appointed are Independent Non-Executive Directors who are financially literate and possess the requisite expertise and experience.

The AC shall ensure that any former key audit partner of the Group’s external auditors observe a cooling-off period of at least three (3) years before being appointed as a member of the AC.

Suitability and Independence of External Auditors

The external auditors fulfill an essential role in providing assurance to shareholders and other stakeholders on the reliability of the financial statements of the Company. The Company maintains a formal and transparent relationship with the external auditors in ensuring the Company’s compliance with applicable approved accounting standards and statutory requirements.

The role of the AC in relation to the external auditors is described in the AC’s Terms of Reference.

The AC is responsible for recommending the appointment or re-appointment of external auditors. In assessing the suitability of external auditors, the AC will ensure that only firms which have experience in the audit of listed companies and are registered with the Audit Oversight Board will be considered. The AC assess the performance and independence of the external auditors annually.

The AC recognises that the regular provision of non-audit services by the external auditors may lead to impairment of the external auditor’s independence and objectivity. The external auditors are therefore not normally engaged for non-audit related services. However, the external auditors may be engaged for services related to corporate exercises carried out by the Group from time to time, which are not regular in nature, for which the engagement of the external auditors may be deemed to be more effective for the Group. The external auditors have affirmed that members of their engagement team and the firm have complied with the relevant ethical requirements regarding independence in the conduct of their audit engagement.

2.0 RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK

Framework to Manage Risks

The Board is responsible for establishing a sound framework to manage risks and maintaining a sound system of internal controls to safeguard shareholders’ investment and the Company’s assets as required by the MCCG. The Directors also have a general responsibility for taking reasonable steps to prevent and detect fraud and other irregularities. The Statement of Risk Management and Internal Control as set out in this Annual Report provides an overview of risk management and the state of internal control within the Group for the FY2026.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

2.0 RISK MANAGEMENT AND INTERNAL CONTROL FRAMEWORK (CONT'D)

Internal Audit Function

The Board has outsourced the internal audit activities to a professional service firm to serve as the internal audit function. The Internal Auditors report directly to the AC.

The outsourcing of the internal audit function with a direct reporting line to the AC helps to ensure that internal audit is carried out objectively and is independent from the management of the Company and the functions which it audits. The personnel who carry out internal audit work are free from any relationships or conflict of interest which could impair their objectivity and independence.

In appointing the Internal Auditors, the Board and the AC have taken into consideration that the firm's experience in providing internal audit services to listed companies and is adequately staffed with a team of qualified, competent, and experienced professionals to carry out the internal audit assignments.

The internal audit work has been carried out in line with guidelines of the International Professional Practice framework, including the Global Internal Audit Standards (GIAS) 2024 set by the Institute of Internal Auditors. The scope of work is performed based on an internal audit plan approved by the AC with primary focus on high-risk areas identified through the Group's risk evaluation process.

The AC Report as set out in this Annual Report provides a summary of the internal audit function and the internal audit activities carried out during the financial year.

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

1.0 Communication with Stakeholders

The Company acknowledges the importance of transparent, timely and equal dissemination of quality material information to shareholders, investors and public at large. As such, the Board observed the Corporate Disclosure Guide issued by Bursa Securities which can be viewed from Bursa Securities' website at <https://www.bursamalaysia.com> as well as adhering to and complying with the disclosure requirements of the MMLR.

The Company reaches out to its shareholders through the distribution of its annual report, quarterly financial results announcements, circulars to shareholders, press release and the various disclosures and announcements made to Bursa Securities.

CORPORATE GOVERNANCE OVERVIEW STATEMENT

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

2.0 Conduct of General Meetings

The AGM is the principal forum for dialogue with shareholders. Notice of AGM and Annual Reports are sent to shareholders at least 28 days before the meeting.

During the AGM, shareholders are given opportunities to enquire and comment on matters relating to the Group's business. The shareholders are encouraged to participate in the open question and answer session in the AGM pertaining to the resolutions being proposed at the meeting and the financial performance and business operation in general. The Directors are available to provide responses to questions from the shareholders during the meeting.

In addition, Extraordinary General Meetings ("EGMs") are held as and when needed to obtain shareholders' approval on certain business or corporate proposals. Adequate notice of EGMs, in compliance with regulatory requirements, are sent to shareholders together with comprehensive Circulars/Statements setting out details and explaining the rationale with regards to the matters for which shareholders' approval are being sought.

Poll Voting

In accordance with the MMLR, the Company will conduct poll voting for all the resolutions put to vote at general meetings of the Company. In addition, the Company will appoint a scrutineer to validate the votes cast at the general meeting.

Communication and proactive engagement with shareholders

AGM and EGM where appropriate remain the most common platform for the Company and the Board to have effective communication and engagement with shareholders about performance, corporate governance and other matters affecting shareholders' interest. In addition, the Board may hold press conference where appropriate to keep shareholders informed of the Group's affairs. Information released to the public will also be made available on the Company's website for shareholders to have easy access.

COMPLIANCE STATEMENT

Save as disclosed, throughout the FY2026, the Group has complied with all the principles and recommendations of the MCCG.

This CG Statement is made in accordance with the resolution of the Board of Directors dated 25 September 2026.

STATEMENT ON RISK MANAGEMENT & INTERNAL CONTROL

Pursuant to Paragraph 15.26 (b) of the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad, the Board of Directors is pleased to present this Statement on Risk Management & Internal Control (“Statement”) of the Group for the financial year ended 31 May 2026 (“FY2026”). This Statement has been prepared in accordance with the Statement on Risk Management & Internal Control: Guidelines for Directors of Listed Companies (“SORMIC Guide 2025”).

Board's and Management's Responsibility

The Board of Directors acknowledges its overall responsibility for the adequacy and effectiveness of the Group's risk management and internal control system. In discharging this responsibility, the Board recognises the importance of good corporate governance and is committed to maintaining a sound framework of risk management and internal controls.

This includes the establishment of an appropriate control environment and risk management framework, processes and structures and continually reviewing the adequacy and integrity of the said systems to safeguard shareholders' investment and the Group's assets. The Board is pleased to provide the following statement, which outlines the nature and scope of risk management and internal control of the Group during the FY2026.

The system of risk management and internal control covers financial operational, compliance and information systems controls. An ongoing process has been established to identify, evaluate and manage significant risks faced or potentially encountered by the Group and this process is regularly reviewed by the Board. This process was in place during FY2026 and up to the date of approval of this Statement.

The Board recognises that any system of internal control has inherent limitations. Accordingly, such systems are designed to manage, rather than eliminate the risk of failure to achieve business objectives and it can only provide reasonable and not absolute assurance against material misstatement or loss.

The Board has received assurance from the Executive Director and the Senior Management team that the Group's risk management and internal control system has operated adequately and effectively in all material aspects, throughout the FY2026 and to the date of this Statement.

Risk Management and Internal Control Structure

The Group has an ongoing process for the identification, evaluation, reporting, managing, monitoring and reviewing of the major strategic, business and operation risks within the Group. Both the Audit Committee (“AC”) and Board of Directors review the effectiveness of the risk management function and deliberate on the risk management and internal control frameworks, functions, processes and reports on a regular basis to ensure they remain responsive to the evolving business environment.

To further strengthen governance, the Board has established a Risk Management Committee (“RMC”) which comprises the Executive Director and Senior Management team to oversee the risk management process across the Group.

The Group's internal control structure is supported by the followings:

- (a) An organisational structure with clearly defined lines of responsibilities, authority and accountability;
- (b) Documented internal policies, guidelines, procedures and manuals, which are updated from time to time;
- (c) Regular Board and management meetings where information is provided to the Board and management covering financial performance and operation;
- (d) Quarterly reviews of financial results by the Board and AC;
- (e) Regular training and development programmes attended by employees with the objective of enhancing their knowledge and competency;
- (f) A dedicated risk management team to support its risk management practice; and
- (g) Ongoing reviews on the system of internal controls by an independent internal audit function. Results of such reviews are reported to the AC, which in turn reports to the Board.

In addition, the Executive Directors are involved in day-to-day operations and responsible for monitoring risks affecting the business and control activities. These are supplemented by comprehensive and independent reviews undertaken by the internal audit function on the controls in operation in each individual business. The internal auditors independently report to the AC on the outcome and findings from their reviews.

STATEMENT ON RISK MANAGEMENT & INTERNAL CONTROL

Risk Management Process

Risk management is regarded as an integral part of the Group's business operations. For the year under review, the RMC is supported by Senior Management team from various divisions to effectively embedded risk management processes into the corporate culture, processes and structures within the Group.

The RMC has identified and reviewed the major business risk factors affecting the Group and formulate risk management strategies to manage and mitigate the risks identified. The following factors have been considered in the risk assessment:

- (a) The nature and extent of risks facing the Group;
- (b) The risk appetite and categories of risk acceptable to the Group;
- (c) The likelihood of the risks materialising; and
- (d) The Group's ability to mitigate or manage the impact of risks on its business.

Control Environment

The Group has implemented a proper control environment that emphasises on quality and performance of the Group's employees through the development and implementation of human resources policies and programmes designed to enhance the effectiveness and efficiency of the individual and the organisation.

The Board acknowledges that even with a strong control environment, internal control system can only reduce, but not eliminate risks arising from human error, poor judgement deliberate circumvention of controls, management override or unforeseeable circumstances.

Internal Audit Function

The Group has an internal audit function supported by Tan Yen Yeow & Company, an independent professional consulting firm. This ensures objectivity in assessing the adequacy, effectiveness and integrity of the Group's internal control system. The internal audit function adopts a risk-based approach in developing its audit plan, which is reviewed and approved by AC.

During the FY2026, the internal audit reviews covered the area of Revenue Accounts and Receivable. Audit findings were presented to the Audit Committee via internal audit report whilst Management formulates action plans to address issues noted from internal audit to improve the system of internal controls.

Based on the internal auditors' report for the FY2026, the Board is satisfied that the Group's system of internal controls provides reasonable assurance that the risks are managed and objectives are met. Nevertheless, the internal control systems will continue to be reviewed and enhanced in line with changes in the operating environment.

Review of the Statement by External Auditors

Pursuant to Paragraph 15.23 of the MMLR, the external auditors have reviewed this Statement on Risk Management and Internal Control for inclusion in this Annual Report 2026. The external auditors have reported to the Board that nothing has come to their attention that cause them to believe that this Statement is inconsistent with their understanding of the processes adopted by the Board in reviewing the adequacy and effectiveness of the risk management and internal control system.

Conclusion

The Board is of the opinion that the Group's risk management and internal control system is sound and has functioned adequately and effectively for the financial year under review and up to the date of this Statement. These systems provide reasonable assurance in safeguarding stakeholders' investments and the Group's assets.

This Statement was made in accordance with a Board of Directors' resolution dated 25 September 2026.

AUDIT COMMITTEE REPORT

The primary objective of the Audit Committee (“AC”) is to assist the Board in the effective discharge of its fiduciary responsibilities for corporate governance, financial reporting process and internal control system.

The AC has adopted practices aimed at maintaining appropriate standards of responsibility, integrity and accountability for all the Company’s shareholders.

MEMBERSHIP

The AC comprises of two (2) members of which are Independent Non-Executive Directors and one (1) member of Non-Independent Non-Executive Director, in compliance with Paragraph 15.09 of the Main Market Listing Requirements (“MMLR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”).

The members of the AC and details of their attendance at the AC Meetings during the financial year ended 31 May 2026 (“FY2026”) are as follows:

Name	Designation	Number of Meeting(s) Attended
Professor Dr. Ting Wei Kiong (appointed on 15 July 2026)	Chairman, Independent Non-Executive Director	-
Datuk Seri Tan Choon Hwa (appointed on 31 October 2025)	Member, Independent Non-Executive Director	2/2
Hiew Yong Nin @ Hew Yong Nin ^ (appointed on 31 October 2025)	Member, Non-Independent Non-Executive Director	2/2
Lam Chung Ming (appointed on 5 December 2025, resigned on 15 July 2026)	Chairman, Independent Non-Executive Director	1/2
Yap Kan Lin (resigned on 5 December 2025)	Chairman, Independent Non-Executive Director	2/2
Dato’ Thor Poh Seng (resigned on 31 October 2025)	Member, Non-Independent Non-Executive Director	2/2
Ho Jong Ching (resigned on 31 October 2025)	Member, Independent Non-Executive Director	2/2

^ Member of the Malaysian Institute of Accountants

MEETINGS

The AC met four (4) times during the financial year. Other Board members and senior management staff attended the meetings by invitation from the AC. The proceedings and conclusions of each AC meeting were documented and distributed to each member of the AC and also to the other non-Audit Committee Board members.

TERMS OF REFERENCE

The terms of reference of the AC are available on the Company’s website at <http://www.eurospan.com.my>.

The Board of Directors is satisfied that the AC and its members have discharged their responsibilities during the financial year in accordance with the terms of reference of the AC.

AUDIT COMMITTEE REPORT

SUMMARY OF ACTIVITIES OF AUDIT COMMITTEE

During the FY2026, the AC had carried out the following activities to meet their responsibilities as set out in the terms of reference of the AC :-

1. Financial Reporting

- Reviewed the financial performance and financial highlights of the Group at quarterly meetings;
- Reviewed the unaudited quarterly financial results of the Group before recommending the same for Board approval and subsequent release to Bursa Malaysia Securities Berhad; and
- Reviewed the audited financial statements for the FY2026 together with the external auditors before recommending the same for Board approval.

2. External Audit

- Reviewed and approved the external auditors' audit plan for the FY2026 covering the key areas of audit focus and the audit approach for each area identified;
- Received briefing and discussed on amendments to financial reporting standards that were relevant to the Group and may have an impact or require more extensive disclosure in the financial statements of the Group;
- Discussed and agreed to the reporting schedule for completion of the audit to meet reporting deadlines;
- Reviewed points on internal control or recommendations for improvement that were brought up by the external auditors for discussion with management upon completion of the audit.
- Met twice with the external auditors without the presence of Executive Directors and management staff;
- Reviewed the extent of assistance rendered by management in the course of the audit;
- Noted the external auditors' confirmation that there was no matter that may impair the external auditors' professional independence and that they complied with the requirements on professional independence and ethics in relation to the audit engagement; and
- Reviewed the audit fees and the performance of the external auditors, and was satisfied with the conduct of their professional work and the timeliness of completion of their work to meet the reporting deadline. Accordingly, the AC recommended for the re-appointment of the external auditors at the forthcoming Annual General Meeting.

3. Internal Audit and Risk Management

- Met with the internal auditors to discuss and approve the internal audit plan drawn up by the internal auditors based on the Group's risk profile to ensure that the relevant controls are in place to properly manage the risks;
- Met the internal auditors twice during the year to review their internal audit and risk management reports with relevant management members including Executive Directors invited to attend the AC meetings to provide insight and clarification on specific matters raised in the internal auditors' reports; and
- Reviewed status updates from the internal auditors in respect of implementation of management action plans or agreed course of action on the findings reported in previous audit cycles to ensure that issues have been resolved satisfactorily.

AUDIT COMMITTEE REPORT

SUMMARY OF ACTIVITIES OF AUDIT COMMITTEE (CONT'D)

4. Related Party Transactions

The AC also reviewed the related party transactions that may arise within the Company and the Group including any transaction, procedure or course of conduct that raises questions on management integrity.

The AC also reviewed the situations and disclosure of conflict of interest involving the Directors and Key Senior Management of the Group and concluded that no conflict of interest was identified and requires AC's attention.

INTERNAL AUDIT FUNCTION

The Company has outsourced its Internal Audit Function to a professional firm of consultants which is Tan Yen Yeow & Company to assist the AC in evaluating the adequacy, integrity and effectiveness of the Group's overall internal control system. The principal of Tan Yen Yeow & Company is a member of Malaysian Institute of Accountants and the Institute of Internal Auditors Malaysia. The internal audit work has been carried out in line with guidelines of the International Professional Practice framework, including the Global Internal Audit Standards (GIAS) 2024 set by the Institute of Internal Auditors. Their scope of function covers all units and operations of the significant subsidiaries of the Group. The Internal Audit Function reports directly to the AC.

The cost incurred in maintaining the Internal Audit Function for FY2026 was RM9,861.00.

SUMMARY OF THE WORK OF THE INTERNAL AUDIT

The internal auditors assisted the AC in discharging its duties and responsibilities by executing independent reviews of the adequacy and effectiveness of the Group's internal control systems. The internal auditors prepared the audit plan for the year that focused on high-risk areas. During the financial year, the internal auditors conducted internal audit reviews on areas in accordance with the audit plan approved by the AC.

The internal audit reports on the reviews carried out, identifying weaknesses with root cause analysis, defined risks ratings based on financial or quantitative impact and suggested recommendations for improvements to management for further action, were presented to the AC at the AC meetings. The internal audit presented to the AC the internal audit reports on "Revenue Accounts and Receivable" of Dynacharge Sdn. Bhd. to housekeep and block inactive customer accounts, perform fresh credit assessment before reactivation and clean-up legacy data migrated from prior system during the financial year.

The internal auditors also provided status updates to the AC in respect of implementation of corrective action plans or best practices that were reported and agreed with the management in previous audit cycles during those meetings. The internal audit and risk management review carried out during the financial year did not reveal material weaknesses which may result in material losses or contingencies that may affect the Group.

SUSTAINABILITY STATEMENT

OUR COMMITMENT TO SUSTAINABILITY

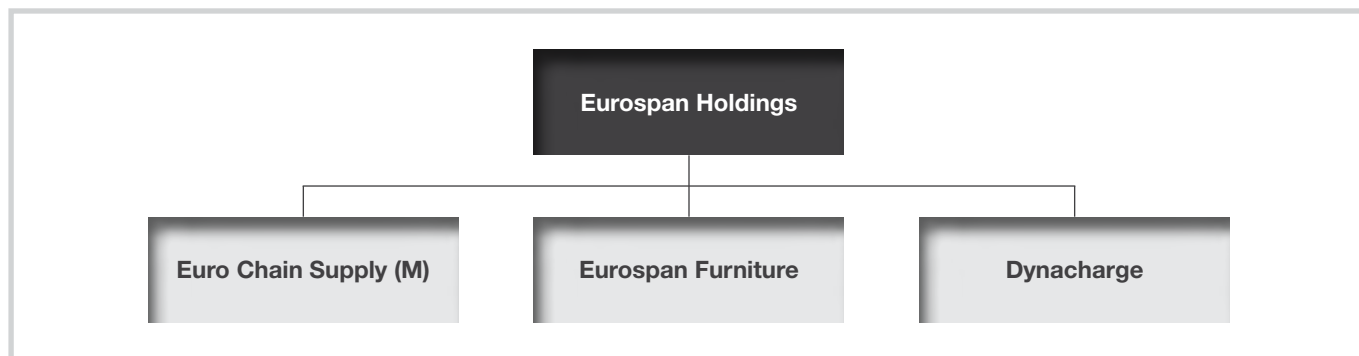
The Board of Directors (“Board”) of Eurospan Holdings Berhad (“Eurospan” or “the Company” or “the Group”) is pleased to present this Sustainability Statement (“Statement”) for the financial year ended 31 May 2026 (“FY2026”). This Statement has been prepared with reference to the Sustainability Reporting Guide (3rd Edition) issued by Bursa Malaysia Securities Berhad (“Bursa Securities”).

In compliance with Bursa Securities guidelines, the Group identify, evaluate and manage material economic, environmental, social, and governance risk and opportunities. The Group believe that sustainability practices should be embedded and integrated within our core business operations rather than pursued on a standalone basis, thereby ensuring the continuity, relevance and long-term sustainability of such practices.

To embed sustainability effectively, the Board has committed to spearheading the Group’s sustainability development efforts and assumes responsibility for identifying material sustainability matters, formulating the associated sustainability initiatives and practices, and overseeing their implementation and performance.

SCOPE OF REPORTING

This Statement covers Eurospan and three (3) wholly owned subsidiaries operating in Malaysia, namely Euro Chain Supply (M) Sdn Bhd, Eurospan Furniture Sdn Bhd, and Dynacharge Sdn Bhd. The Group’s principal activities comprise the trading of furniture and wood-based products, the trading of sealed lead-acid and automotive batteries, and investment holding. In FY2026, we shifted from primarily furniture manufacturing activities to trading of furniture and other goods. As a result, some FY2026 indicators drastically decreased from FY2025, driven by a reduction in workforce and an office-based principal activity.



STATEMENT OF ASSURANCE

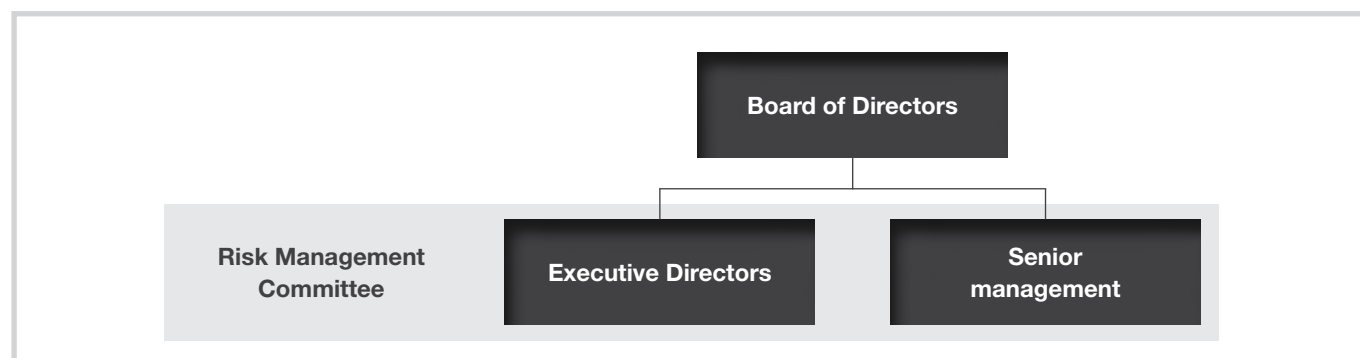
This Statement has not been subjected to review, neither by the Group’s internal auditors, nor an external, independent assurance.

GOVERNANCE STRUCTURE

The Board is responsible for oversight of the sustainability strategies and performance of the Group. It ensures that the Group’s business strategies consider all aspects of sustainability as prescribed by Bursa Securities. The Board has the authority and power to establish the Group’s vision, thus making it their responsibility to steer the Group’s direction towards more sustainable practices.

SUSTAINABILITY STATEMENT

A Risk Management Committee (“RMC”), comprising the Executive Director and senior management team, assists the Board in the implementation of sustainability strategies. RMC identifies and evaluates overall sustainability risks and opportunities and manages sustainability matters of the Group, while overseeing the sustainability management at each subsidiary or business unit.



STAKEHOLDER ENGAGEMENT

We recognise that stakeholder involvement is fundamental to the achievement of our sustainability goals. Through direct engagement with both our internal and external stakeholders, the Group gain valuable access to feedback and insights that enable us to bridge the gap between their expectations and our actions. A summary of the various types of stakeholder engagements is listed in the table below:

Stakeholder	Areas of Focus	Engagement Channels
Shareholders and Investors 	- Group financial performance - Operation in compliance with applicable laws and regulations	- Annual Grand Meeting - Annual report - Quarterly financial results - Investor relations channel - Corporate website
Employees 	- Career development and training - Occupational health and safety - Working conditions and welfare	- Performance appraisal exercise - Regular safety inspections - Training and development - Meetings and discussions
Government and Regulatory Bodies 	- Regulatory compliance - Corporate governance	- Participating in programmes to keep abreast of changes in rules and regulations - Audit or inspection visit by authorities
Customers 	- Product quality and timely delivery - Customer satisfaction - Sustaining long-term relationship	- Customer satisfaction surveys - Frequent customer engagement and interaction - Products brochures - On-site factory visit
Suppliers 	- Sustainable and consistency in supply - Products quality	- Supplier evaluation and selection process - Regular meetings and correspondence
Local Communities 	Corporate social responsibility	- Donations - Community engagement programmes

SUSTAINABILITY STATEMENT

MATERIAL SUSTAINABILITY MATTERS

Sustainability matters are considered material where they reflect a significant economic, environmental, social and governance (“EESG”) impacts of the Group’s operations or could substantively influence stakeholders’ assessments and decisions. Based on our current policies, practices and stakeholder feedback, the Group has identified the material matters set out below, mapped to Bursa Securities’ 11 Common Sustainability Matters.

Common Matter	Bursa Code(s)	Section
Supply Chain Management	C7(a)	Economic Sustainability
Energy Management	C4(a)	Environmental Sustainability
Water	C9(a)	Environmental Sustainability
Waste Management	C10(a)	Environmental Sustainability
Emissions Management	C11(a)–(c)	Environmental Sustainability
Community / Society	C2(a)–(b)	Social Sustainability
Diversity	C3(a)–(b)	Social Sustainability
Health & Safety	C5(a)–(c)	Social Sustainability
Labour Practices & Standards	C6(a)–(d)	Social Sustainability
Anti-corruption	C1(a)–(c)	Governance Sustainability
Data Privacy & Security	C8(a)	Governance Sustainability

KEY HIGHLIGHTS

Environmental

First-time inclusion

of waste management and GHG emissions

Zero cases

of environment-related fines

Social

Over 30%

women on the Board of Directors

Zero cases

of human rights violations

Governance

Zero incidents

of corruption

Zero complaints

related to data privacy

SUSTAINABILITY STATEMENT



ECONOMIC SUSTAINABILITY

The Group understand that sustainable economic performance is the foundation upon which our long-term value creation for stakeholders is built. We are committed to conducting our business with integrity and in an ethical manner across all our operations. With a proper management of our supply chain, we can sustain our operations and generate more economic values which benefit the Group and our stakeholders.

Supply Chain Management

The Group apply responsible procurement practices, evaluating and approving all purchases in accordance with established procedures and policy. Materials are sourced only from approved vendors that meet acceptable and ethical business standards. Vendors are required to complete a Supplier Declaration Form covering conflicts of interest, legal compliance and payment terms.

Where possible, we favour local suppliers for the economic and social benefits this brings to local communities. We believe that supporting local businesses will actively stimulate economic development, thus creating more opportunities for growth and innovation. Local suppliers were prioritised in FY2026, where 99.88% of our total amount of spending on all suppliers went to local suppliers.

We have reduced dependence on foreign suppliers after shifting away from manufacturing activities. In previous years, we had to obtain raw materials that were not easily accessible locally. We are now able to source most of our supplies locally as we no longer require huge amounts of raw materials.

	Unit	FY2024	FY2025	FY2026
Proportion of spending on local suppliers	%	61.96	89.79	99.88



ENVIRONMENTAL SUSTAINABILITY

The Group recognise that environmental responsibility forms an integral part of sustainable business and we aspire to embed sound environmental practices within our core operations rather than treating them as a standalone consideration. We continually seek to understand and manage the environmental impact of our activities. In FY2026, the Group recorded zero cases of environmental-related fines or incidents.

Energy Management

The Group manage energy consumption competently to control operating costs, improve resource efficiency and reduce the associated environmental impacts. Overall accountability sits with Senior Management, while day-to-day energy management is coordinated by the Operations or Administration team, with support from relevant departments.

Our primary energy management approach is through energy conservation, employee awareness, and responsible use of electricity and equipment. We aim to reduce unnecessary use of electricity while encouraging employees to adopt energy-efficient practices in daily operations. The usage and operating hours of air-conditioning are monitored, with appropriate temperature settings being recommended.

In FY2026, the Group recorded total energy consumption of 253.79 GJ. The main source of energy is purchased grid electricity, as reliance on fuel consumption decreased after shifting away from manufacturing activities. The secondary source of energy is petrol, which is used by the company car.

SUSTAINABILITY STATEMENT



ENVIRONMENTAL SUSTAINABILITY (CONT'D)

	Unit	FY2024	FY2025	FY2026
Total energy consumption	Gigajoules (GJ)	7,416.32	2,605.21	253.79

Note:

1. The conversion factor for electricity consumed from kWh to GJ is 0.0036 as per International Energy Agency ("IEA").
2. The conversion factor for petrol (1 litre = 0.031 GJ) is taken from the Malaysia Energy Statistics Handbook 2022 ("MESH").

Water Management

As part of the Group's environmental initiatives, we are dedicated to reducing water consumption and preventing water wastage and pollution. Water management is overseen by Top Management as part of the Group's overall operational and environmental management responsibilities. Our water management initiatives are as follows:

Initiatives	Remarks
Water conservation	Employees are encouraged to use water responsibly and avoid unnecessary wastage during normal daily activities.
Facility monitoring	Routine checks are carried out to identify leaking taps, pipes or other plumbing issues that could result in unnecessary water consumption.
Prompt maintenance	Any identified water leakage or plumbing issue is addressed through appropriate maintenance or repair.
Employee awareness	Water conservation and responsible use of workplace facilities are communicated through general employee awareness and workplace practices.

In FY2026, Eurospan's water consumption was 1.18 ML, a substantial decrease from FY2025. The shift of our business model from manufacturing to trading meant that we were no longer involved in water-intensive production, processing or manufacturing activities.

	Unit	FY2024	FY2025	FY2026
Total volume of water used	Megalitres (ML)	17.91	5.36	1.18

Waste Management

Though we are aware of the importance of proper waste management practices, it is not a top priority for the Group due to the nature of our business. Our activities are primarily office/administrative in nature, and do not involve material generation of operational, hazardous or industrial waste. Any minor waste arising from normal office activities is managed through routine housekeeping and disposal arrangements. Minor waste generated is disposed of through the building's or appointed service provider's normal waste-collection arrangements.

There are zero significant waste-related incidents, complaints or non-conformances identified in FY2026. We aim to continue monitoring the Group's waste profile and applicable environmental requirements. We comply with applicable environmental and waste-disposal requirements relevant to our operations, which is considered as part of our general operational review. Employees are encouraged to avoid unnecessary use of materials and to use office resources responsibly.

SUSTAINABILITY STATEMENT



ENVIRONMENTAL SUSTAINABILITY (CONT'D)

Waste Management	Unit	FY2026
Total waste generated	Metric tonnes	0
Waste diverted from disposal	Metric tonnes	0
Waste directed to disposal	Metric tonnes	0

Note: Waste generated has not been quantified and reported in the previous years.

Emissions Management

We are aware of the severity of climate change and, as such, we have disclosed our greenhouse gas (“GHG”) emission for the first time. GHG emissions in tonnes of CO₂ equivalent (“tCO₂e”) have not previously been calculated and disclosed by the Group. As Bursa Securities requires disclosure of Scope 1, Scope 2 and, at minimum, Scope 3 emissions from business travel and employee commuting, we are including emissions management as part of our FY2026 reporting.

Scope 1 emissions are direct GHG emissions from mobile combustion of a passenger vehicle. The fuel-use data was obtained from the company car’s petrol claim. Scope 2 emissions are indirect GHG emissions from purchased grid electricity, which was at 62,679 kWh for FY2026. Scope 3 emissions are other indirect GHG emissions, namely business travel and employee commuting.

GHG Emissions	Unit	FY2026
Scope 1	tCO ₂ e	1.88
Scope 2	tCO ₂ e	46.38
Scope 3	tCO ₂ e	26.01
Total GHG Emissions	tCO₂e	74.27

Note:

1. Scope 1 emissions are calculated using the conversion factor retrieved from Malaysia Energy Statistics Handbook 2022 (“MESH”) and Department for Energy Security and Net Zero UK (“DESNZ”).
2. Scope 2 emissions are calculated using Energy Commission’s Grid Emission Factor (“GEF”) in Malaysia 2022-2024, Peninsular Malaysia grid.
3. Scope 3 emissions are calculated using the conversion factor retrieved from Department for Energy Security and Net Zero UK (“DESNZ”).

For Scope 3, emissions from business travel are divided into land travel and air travel. Land travel data were obtained from employees’ petrol claims, in Ringgit Malaysia, and converted to litres at subsidised RON95 price (RM1.99/litre). Air travel data were obtained by summing the air distance of all Eurospan’s flight travels.

Emissions from employee commuting are calculated after conducting a commuting survey of the entire workforce. The survey collected data on employees’ commuting methods, weekly distance, and fuel usage. Annual emissions were then estimated based on each employee’s commute distance per week over 48 work weeks.

Scope 3 Emissions	Unit	FY2026
Category 6: Business Travel	tCO ₂ e	2.84
Category 7: Employee Commuting	tCO ₂ e	23.17

SUSTAINABILITY STATEMENT



SOCIAL SUSTAINABILITY

We are dedicated to engaging meaningfully with each stakeholder group to gain a clearer understanding of their needs, thereby enabling us to strengthen our social impact across all stakeholders and foster more valuable opportunities for collaboration that benefit our business, our employees and the communities around us alike.

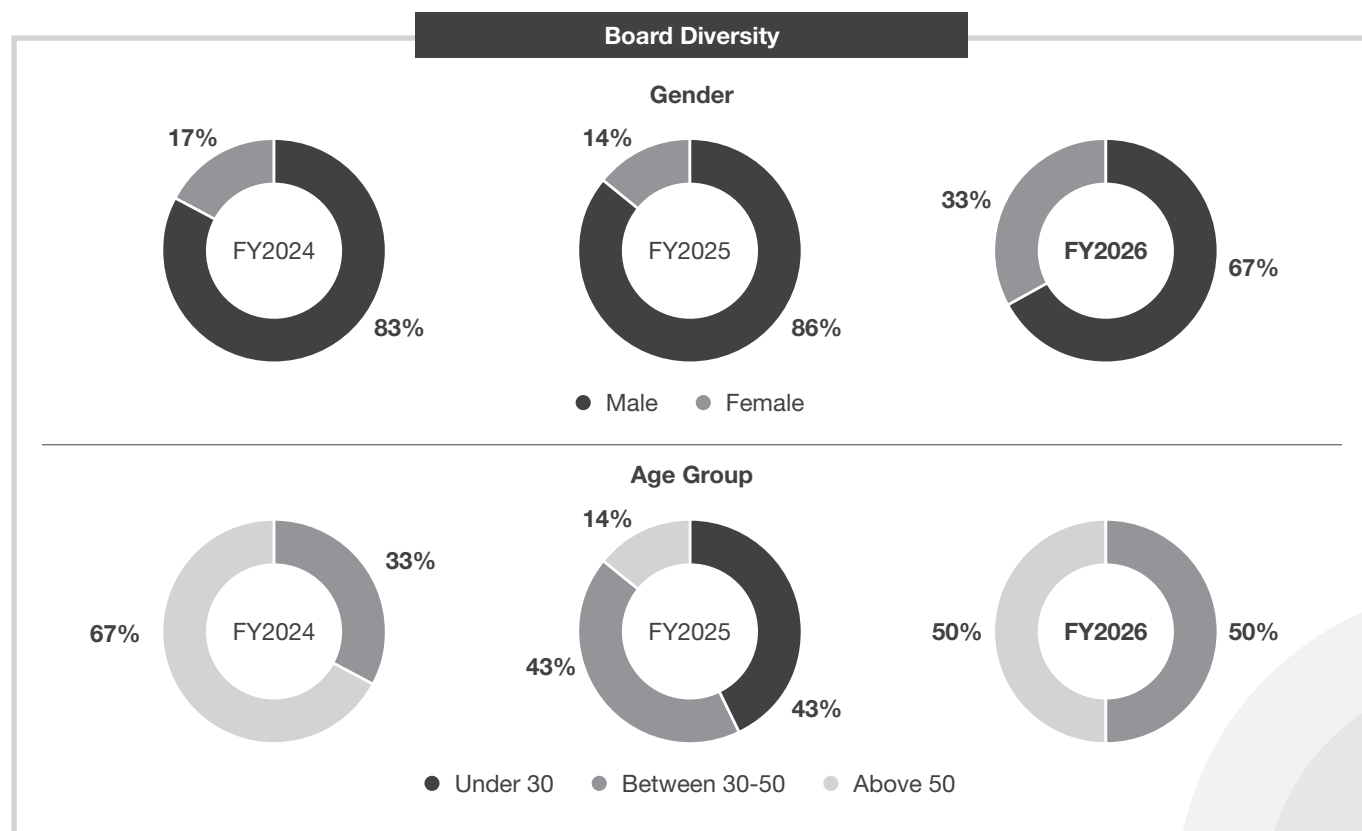
We firmly believe that our employees are our greatest asset. We value our people and recognise that they are integral to our business, serving as the driving force behind our continued growth, particularly in delivering excellent customer service and providing consistent, high-quality and safe products to our customers. Accordingly, ensuring that our employees enjoy good working conditions and sound benefits, while keeping our people safe, healthy and closely engaged, remains of paramount importance to us.

Workforce Diversity and Equal Opportunity

The Group apply a policy of equal opportunity and does not discriminate on the basis of race, belief, gender or sexual orientation. Remuneration is determined strictly by skill, merit and qualification within the applicable pay grade, in accordance with the Employment Act 1955. We believe in a diverse workforce that brings different experiences, perspectives and ideas, which can support decision-making processes.

The Managing Director provides overall accountability for ensuring fair employment practices, equal opportunities, and non-discrimination. We implement fair employment practices and equal treatment through because we are aware that it may contribute to employee motivation and retention. To maintain respectful and inclusive behaviour across the workforce, we engage with employees through engagement activities and motivational sessions.

Eurospan achieved 33% female representation on the Board of Directors, exceeding the 30% requirement set by Malaysian Code on Corporate Governance ("MCCG"). We value female representation in leadership roles and play our part by presenting equal opportunities.



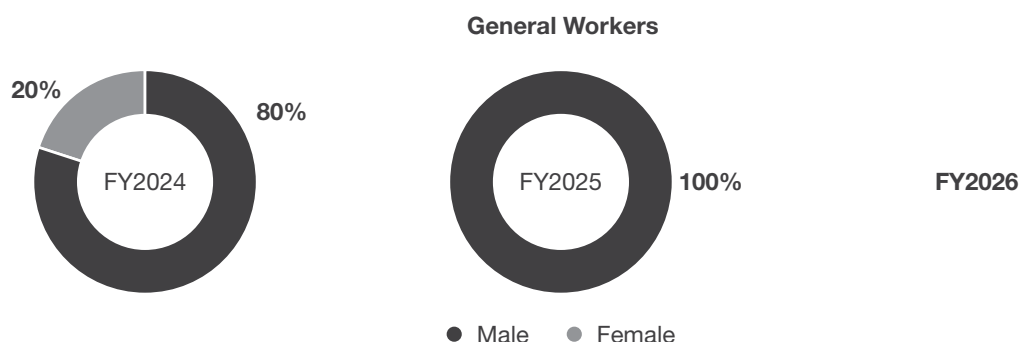
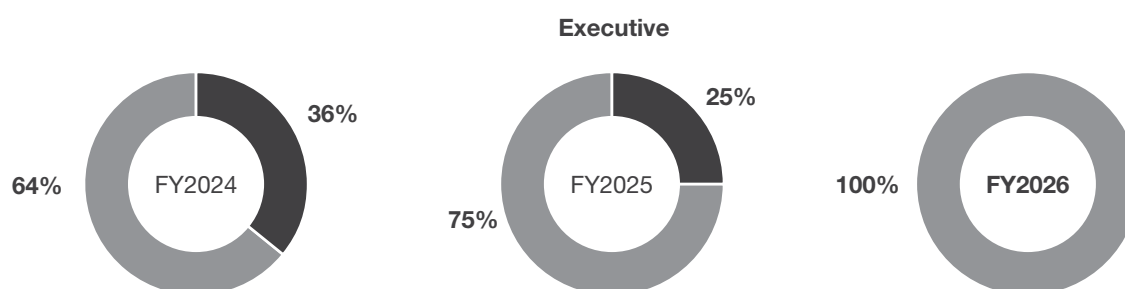
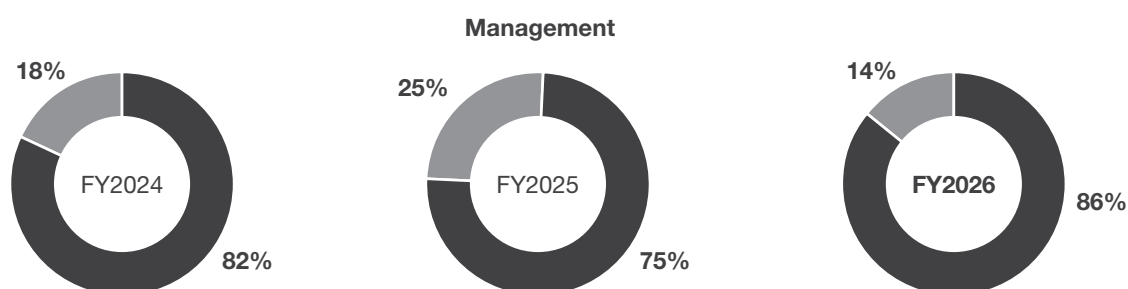
SUSTAINABILITY STATEMENT



SOCIAL SUSTAINABILITY (CONT'D)

As at 31st May 2026, the Group's workforce comprised 8 employees across all reporting entities. Female employees make up 25% of the workforce. Reflecting the change in the Group's principal activities, there are zero employees in the Non-Executive and General Workers employee categories.

Gender Breakdown by Employee Category



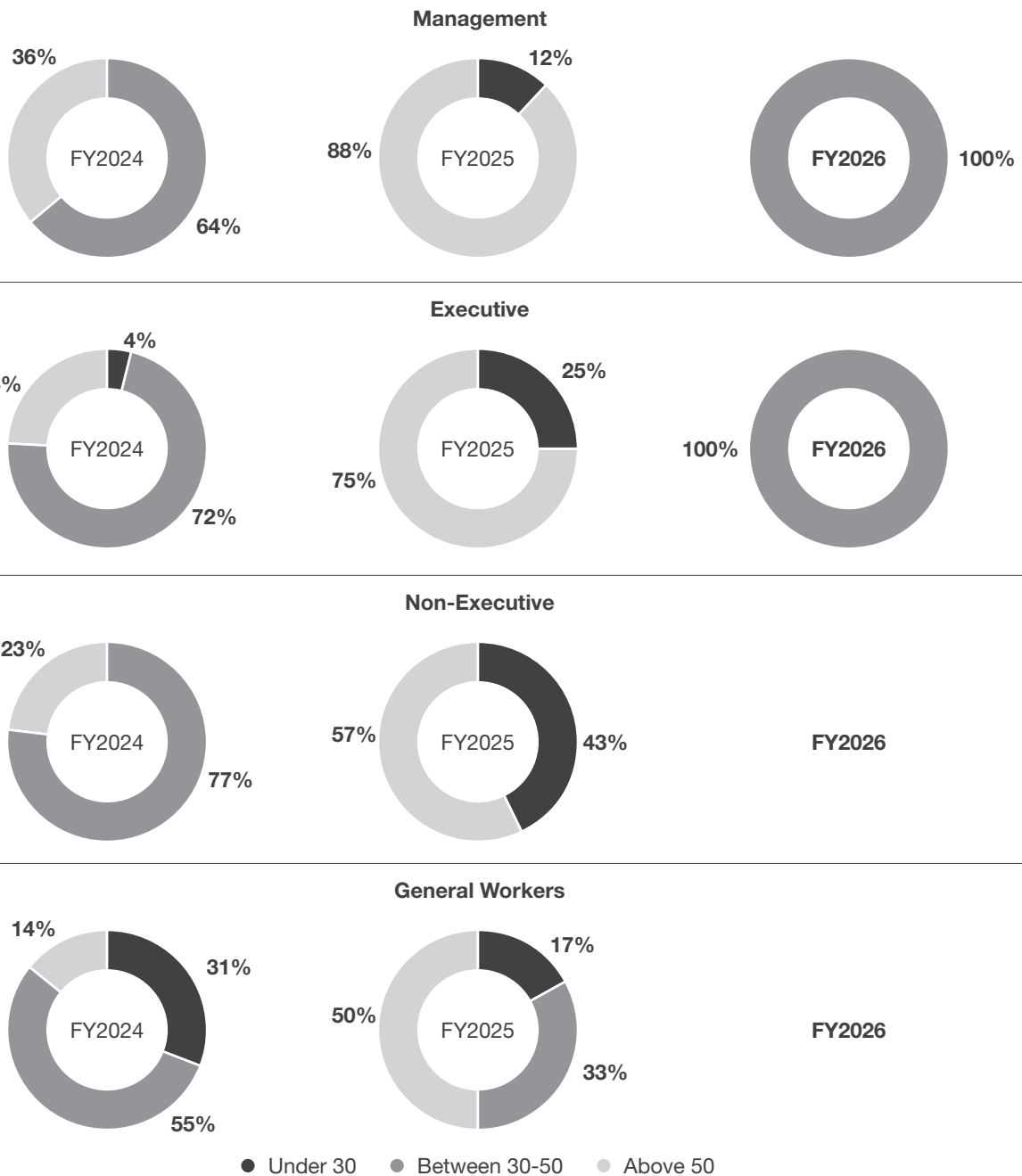
Note: There are zero employees in the 'Non-Executive' and 'General Workers' categories as at the end of FY2026.

SUSTAINABILITY STATEMENT



SOCIAL SUSTAINABILITY (CONT'D)

Age Breakdown by Employee Category



Note: There are zero employees in the 'Non-Executive' and 'General Workers' categories as at the end of FY2026.

SUSTAINABILITY STATEMENT



SOCIAL SUSTAINABILITY (CONT'D)

Total Number of Employee Turnover by Employee Category	Unit	FY2024	FY2025	FY2026
Management	Number	0	1	4
Executive	Number	14	3	12
Non-Executive	Number	13	10	7
General Workers	Number	57	41	11

	Unit	FY2024	FY2025	FY2026
Percentage employees that are contractors or temporary staff	%	1.76	5.13	0.00

Occupational Health and Safety

At Eurospan, health and safety is a non-negotiable priority and a vital part of our working culture. We understand that protecting employees is essential for reliable business operations. Neglecting this may result in loss of productivity, operational disruptions, legal and financial consequences, and reputational damage. We monitor our safety performance through recordable incidents, while recognising that effective management requires continuous identification and mitigation.

Our Safety and Health ("SH") Committee has oversight of our Occupational Health and Safety policy, to ensure that all the necessary procedures, code of conduct and policy are put in place in order to prevent and minimise workplace incidents and injuries to our employees. The policy provides clear emphasis on the principles and values that we subscribe to, and can be found in the following diagram:



SUSTAINABILITY STATEMENT



SOCIAL SUSTAINABILITY (CONT'D)

We continuously provide trainings and briefings on Fire Safety, First Aid, and Fire Drill to inculcate a culture of safety first in our workplace. In FY2026, the Group has achieved zero work-related fatalities among the employees and zero Lost Time Incident Rate ("LTIR"). This reflects the effectiveness of our Occupational Health and Safety policy, and we strive to maintain this record as our long-term commitment.

Indicator	Unit	FY2024	FY2025	FY2026
Number of work-related fatalities	Number	0	0	0
Lost Time Incident Rate ("LTIR")	Rate	0	0	0
Employees trained on health & safety standards	Number	171	36	3

Human Rights and Labour Practices

The Group aspire to maintain an environment that respects and upholds human rights, whilst ensuring compliance with all applicable laws and regulations as part of our commitment to being a responsible corporate citizen. We continually review and address human rights and labour practice risks and opportunities across our business operations wherever it is the right thing to do.

We firmly believe there is an undeniable link between socially sustainable development and the observance of human rights, underpinned by sound labour practices. Employees are required to report any human rights abuses or related issues that may arise in our business operations. Accordingly, we aim to provide a respectful workplace that is free from harassment, violence, discrimination and any other form of inappropriate behaviour, conduct or action.

	Unit	FY2024	FY2025	FY2026
Number of substantiated complaints concerning human rights violations	Number	0	0	0

Sexual Harassment

Sexual harassment is regarded as a serious form of misconduct that undermines the mutual respect fundamental to sound working relationships. Such conduct in the workplace may reasonably cause a person to feel offended, humiliated or intimidated due to unwelcome sexual behaviour on the part of their colleagues.

In accordance with the clause titled "Forms of Sexual Harassment" under the Group's Code of Conduct, sexual harassment is defined as encompassing all forms of verbal, non-verbal or gestural, psychological, visual and physical harassment. Any employee found guilty of sexual harassment in any form will be subject to disciplinary action, ranging from a final warning to dismissal.

Child and Forced Labour

Child or forced labour is strictly prohibited in any form throughout our value chain and business activities. Our policy expressly forbids the employment of child labour, and our recruitment procedures rigorously verify that all prospective employees are of legal working age. Our compliance with the Children and Young Persons (Employment) Act 1966 underscores our firm commitment to prohibiting the employment of children and minors.

We continuously monitor compliance within our operations to ensure strict adherence to this policy, and we maintain a clear policy that guides our course of action if any instance of child or forced labour is identified within our business operations and activities.

SUSTAINABILITY STATEMENT



SOCIAL SUSTAINABILITY (CONT'D)

Human Capital and Employee Welfare

We acknowledge that sustaining business continuity is highly dependent on strong human capital. As we strategically develop our operations, we look at providing our employees with the best avenue for career and personal development. A training master plan has been developed to provide adequate training opportunities for employees to develop their technical skills and knowledge.

In FY2026, Eurospan achieved a total of 27 training hours, 18 hours for Management and 9 for Executive employee categories. The significant reduction in training hours is driven by our shift from manufacturing activities, which relied on highly trained workers to operate machineries, to less intensive office-based activities. Furthermore, total number of employees at the end of FY2026 is also marginally lower than FY2024 and FY2025.

Total Hours of Training by Employee Category	Unit	FY2024	FY2025	FY2026
Management	Hours	89	78	18
Executive	Hours	183	84	9
Non-Executive	Hours	71	8	0
General Workers	Hours	108	10	0

Additionally, employees are provided with suitable and adequate mechanisms to voice out their issues or comments through our performance evaluation exercise which was carried out for all employees during the year. For employees with less than one year service, there are a total of four appraisals to be carried out while for employee with more than one year service, two appraisals will be conducted per year.

The assessment process allows the respective superior to highlight constructive input with regards to an employee's performance as well as for employees to share any concerns or feedback to the Group. Eventually, we hope to achieve an open workplace culture focused on impartial and approachable engagement platforms between every tier of our employees.

Engaging Our Communities

We are aware of how our operations may affect and be affected by the communities in which we operate. To ensure business continuity, we believe in the importance of relationships with local communities. Driven by this belief, we have maintained positive relationships with local communities by practicing responsible behaviour based on our Code of Conduct.

While the Group does not currently maintain a fixed annual community-investment budget, we continue to seek opportunities to support the community going forward. Our employees are encouraged to participate in volunteering, charitable activities, and community programmes on their own time.

Indicator	Unit	FY2025	FY2025	FY2026
Total amount invested in the community	MYR	0	0	0
Total number of beneficiaries	Number	0	0	0

SUSTAINABILITY STATEMENT



GOVERNANCE

Beyond financial performance, the Group regards integrity and transparency as essential to the sustainability of its business. The Board and Management are committed to fostering a corporate culture that promotes ethical and professional conduct among all employees, underpinned by the Code of Ethics and Conduct, Whistleblowing Policy, and Anti-Bribery and Corruption Policy. Further detail on the Group's corporate governance practices is set out in the Corporate Governance Overview Statement of this Annual Report.

Anti-Fraud, Bribery and Corruption

We hold a strong stance against corruption because we believe that ethical and transparent business practices are fundamental to maintaining the Group's integrity, operational resilience, stakeholder trust, and long-term value creation. Corruption, bribery, fraud, and other unethical practices can expose us to legal and regulatory penalties, financial losses, reputational damage, operational disruption, and loss of stakeholder confidence. Therefore, effective anti-corruption controls are taken to support our ability to operate responsibly and sustainably.

Corruption risks are managed based on our Code of Conduct and Anti-Corruption Policy. The Policy is overseen by the Audit Committee, while the CEO and Senior Management are responsible for implementing the Group's anti-corruption policies and controls. Employees were reminded of requirements relating to bribery, gifts and hospitality, conflicts of interest, and reporting suspected misconduct.

In FY2026, 28.57% of employees in the Management employee category were trained on anti-corruption, while 100% of employees in the Executive employee category received the same training. This is attributed to our practice of prioritising new employees for aforementioned training.

Percentage Of Employees Who Have Received Training on Anti-Corruption by Employee Category	Unit	FY2024	FY2025	FY2026
Management	%	0	5.13	28.57
Executive	%	0	20.51	100
Non-Executive	%	0	0	0
General Workers	%	0	0	0

	Unit	FY2024	FY2025	FY2026
Percentage of operations assessed for corruption-related risks	%	0	0	0
Confirmed incidents of corruption	Number	0	0	0

Sustaining an effective anti-corruption framework presents several key challenges such as maintaining consistent awareness among employees, managing corruption risks involving third parties and suppliers, and ensuring compliance across different business activities and locations. We address these risks through a multi-layered approach, underpinned by clear and well-defined policies, comprehensive employee training, thorough due diligence on our business partners, accessible whistleblowing channels, and continuous monitoring supported by regular risk assessments.

Moving forward, the Group plans to strengthen anti-corruption training and awareness, enhance third-party due diligence, regularly review and improve internal controls, and continue monitoring and reporting potential misconduct. We aim to maintain a strong culture of integrity, achieve full compliance with its anti-corruption policies, and continuously reduce corruption-related risks across its operations and value chain.

SUSTAINABILITY STATEMENT



GOVERNANCE (CONT'D)

Whistleblowing Policy

The Group's Whistleblowing Policy promotes a culture of integrity and ethical conduct, providing employees and external parties a safe and confidential channel to report any breach or suspected breach of law, regulation, or the Group's own policies and guidelines.

The identity of a whistleblower will be protected, even if investigations later reveal that the whistleblower was mistaken as to the facts and the rules and procedures involved. There shall be no retaliation against any individual for raising genuine concerns or reporting in good faith. We accept reports on any improper conducts, including abuse of power, conflict of interest, misuse of the Group's property, and non-compliance to procedure.

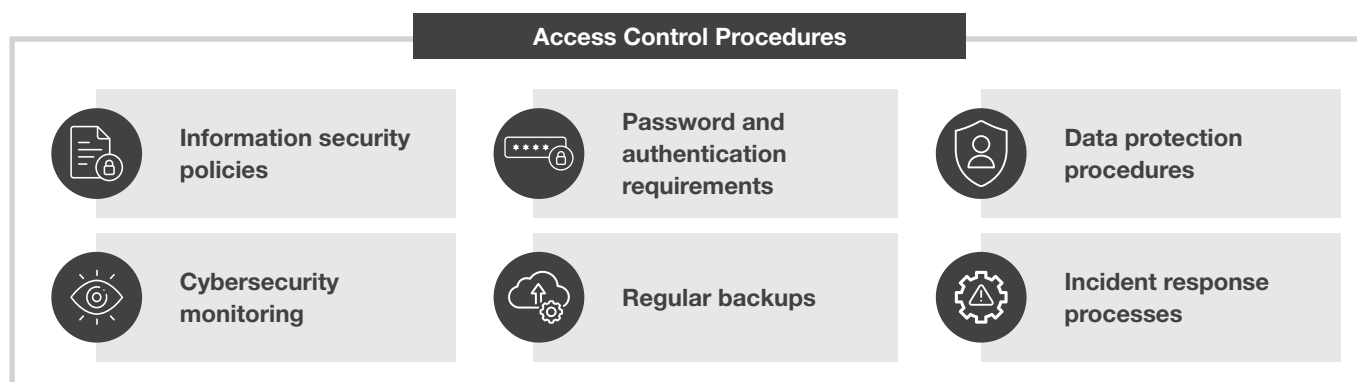
All reports are handled by the Whistleblowing Committee ("WBC"), who will set up an investigation team on a case-by-case basis. The investigation team will conduct the investigation and report their findings to the WBC. Finally, the WBC reviews the investigation report and decides on the necessary action.

Our Whistleblowing Policy is reviewed periodically to reflect changes in legislation and the business environment. Reports can be sent to this email: yf.sim@eurospan.com.my.

Data Privacy and Security

We believe that data breaches or misuse of information may lead to financial losses, legal and regulatory consequences, operational disruption, and reputational damage. As a result, the Group values data privacy and security of our business, employee, customer, and other stakeholder information. We aim to protect confidential and personal information, in order to maintain stakeholder trust and ensure business continuity across our value chain.

Our Information Technology ("IT") team, supported by the HODs, are responsible for implementing data privacy and cybersecurity policies based on our Access Control procedures. This allows us to manage employees' access to our systems and information based on job responsibilities and business needs. The procedure establishes requirements for the collection, use, storage, access, disclosure and disposal of personal data in accordance with applicable data protection laws and regulations. Additionally, we conduct periodic IT security reviews, risk assessments, system monitoring, and internal audits to identify vulnerabilities and control gaps.



In FY2026, Eurospan recorded zero substantiated complaints concerning breaches of customer privacy and losses of customer data, maintaining a trend from FY2024.

	Unit	FY2024	FY2025	FY2026
Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	0	0

SUSTAINABILITY STATEMENT

Performance Data Table

Indicators	Unit	2024	2025	2026
Bursa (Anti-corruption)				
C1(a) Percentage of employees who have received training on anti-corruption by employee category				
Management	%	0.00	5.13	28.57
Executives	%	0.00	20.51	100.00
Non-Executives	%	0.00	0.00	0.00
General Workers	%	0.00	0.00	0.00
C1(b) Percentage of operations assessed for corruption-related risks	%	0.00	0.00	0.00
C1(c) Confirmed incidents of corruption and action taken	Number	0	0	0
Bursa (Community/Society)				
C2(a) Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	0.00	0.00	0.00
C2(b) Total number of beneficiaries of the investment in communities	Number	0	0	0
Bursa (Diversity)				
C3(a) Percentage of employees by gender and age group, for each employee category				
Age Group by Employee Category				
Management Under 30	%	0.00	0.00	0.00
Management Between 30-50	%	64.00	88.00	100.00
Management Above 50	%	36.00	12.00	0.00
Executives Under 30	%	4.00	0.00	0.00
Executives Between 30-50	%	72.00	75.00	100.00
Executives Above 50	%	24.00	25.00	0.00
Non-Executives Under 30	%	0.00	0.00	0.00
Non-Executives Between 30-50	%	77.00	57.00	0.00
Non-Executives Above 50	%	23.00	43.00	0.00
General Workers Under 30	%	31.00	33.00	0.00
General Workers Between 30-50	%	55.00	50.00	0.00
General Workers Above 50	%	14.00	17.00	0.00
Gender Group by Employee Category				
Management Male	%	82.00	75.00	85.71
Management Female	%	18.00	25.00	14.29
Executives Male	%	36.00	25.00	0.00
Executives Female	%	64.00	75.00	100.00
Non-Executive Male	%	93.00	100.00	0.00
Non-Executive Female	%	7.00	0.00	0.00
General Workers Male	%	80.00	100.00	0.00
General Workers Female	%	20.00	0.00	0.00

SUSTAINABILITY STATEMENT

Indicators	Unit	2024	2025	2026
Bursa (Diversity) (Cont'd)				
C3(b) Percentage of directors by gender and age group				
Male	%	83.00	86.00	66.67
Female	%	17.00	14.00	33.33
Under 30	%	0.00	14.00	0.00
Between 30-50	%	33.00	43.00	50.00
Above 50	%	67.00	43.00	50.00
Bursa (Energy Management)				
C4(a) Total energy consumption	Gigajoules	7,416.32	2,605.21	253.79
Bursa (Health and Safety)				
C5(a) Number of work-related fatalities	Number	0	0	0
C5(b) Lost time incident rate ("LTIR")	Rate	0.00	0.00	0.00
C5(c) Number of employees trained on health and safety standards	Number	171	36	3
Bursa (Labour Practices and Standards)				
C6(a) Total hours of training by employee category				
Management	Hours	89	78	18
Executive	Hours	183	84	9
Non-Executive	Hours	71	8	0
General Workers	Hours	108	10	0
C6(b) Percentage of employees who are contractors or temporary staff	%	1.76	5.13	0.00
C6(c) Total number of employee turnover by employee category				
Management	Number	0	1	4
Executive	Number	14	3	12
Non-Executive	Number	13	10	7
General Workers	Number	57	41	11
C6(d) Number of substantiated complaints concerning human rights violations	Number	0	0	0
Bursa (Supply Chain Management)				
C7(a) Proportion of spending on local suppliers	%	61.96	89.79	99.88
Bursa (Data Privacy and Security)				
C8(a) Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	0	0
Bursa (Water)				
C9(a) Total volume of water used	Megalitres	17.91	5.36	1.18
Bursa (Waste Management)				
C10(a) Total waste generated	Metric Tonnes	-	-	0
C10(a)(i) Total waste diverted from disposal	Metric Tonnes	-	-	0
C10(a)(ii) Total waste directed to disposal	Metric Tonnes	-	-	0
Bursa (Emissions Management)				
C11(a) Scope 1 emissions in tonnes of CO ₂ e	tCO ₂ e	-	-	1.88
C11(b) Scope 2 emissions in tonnes of CO ₂ e	tCO ₂ e	-	-	46.38
C11(c) Scope 3 emissions in tonnes of CO ₂ e	tCO ₂ e	-	-	26.01

SUSTAINABILITY STATEMENT

BURSA MALAYSIA PRESCRIBED TABLE

Date & Time: 2026-09-30 14:40:20
Main Market | Group 2 | FYE 31/05/2026

EUROSPAN HOLDINGS BHD
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Anti-corruption	Percentage of employees who have received training on anti-corruption by employee category - Management	%	513	28.57	—	No assurance
Anti-corruption	Percentage of employees who have received training on anti-corruption by employee category - Executive	%	20.51	100	—	No assurance
Anti-corruption	Percentage of employees who have received training on anti-corruption by employee category - Non-executive/Technical Staff	%	0	0	—	No assurance
Anti-corruption	Percentage of employees who have received training on anti-corruption by employee category - General Workers	%	0	0	—	No assurance
Anti-corruption	Percentage of operations assessed for corruption-related risks	%	0	0	—	No assurance
Anti-corruption	Confirmed incidents of corruption and action taken	Number	0	0	—	No assurance
Community / Society	Total amount invested in the community where the target beneficiaries are external to the listed issuer	MYR	0	0	—	No assurance
Community / Society	Total number of beneficiaries of the investment in communities	Number	0	0	—	No assurance

SUSTAINABILITY STATEMENT

Date & Time: 2026-09-30 14:40:20
Main Market | Group 2 | FYE 31/05/2026

EUROSPAN HOLDINGS BHD
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Management Under 30	%	0	0	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Management Between 30-50	%	88	100	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Management Above 50	%	12	0	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Executive Under 30	%	0	0	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Executive Between 30-50	%	75	100	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Executive Above 50	%	25	0	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Non-executive/Technical Staff Under 30	%	0	0	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Non-executive/Technical Staff Between 30-50	%	57	0	—	No assurance

This report was generated on the Bursa Malaysia CSI Platform on 2026-09-30 14:40:20

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SUSTAINABILITY STATEMENT

Date & Time: 2026-09-30 14:40:20
Main Market | Group 2 | FYE 31/05/2026

EUROSPAN HOLDINGS BHD
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Non-executive/Technical Staff Above 50	%	43	0	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - General Workers Under 30	%	33	0	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - General Workers Between 30-50	%	50	0	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - General Workers Above 50	%	17	0	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Management Male	%	75	85.71	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Management Female	%	25	14.29	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Executive Male	%	25	0	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Executive Female	%	75	100	—	No assurance

SUSTAINABILITY STATEMENT

Date & Time: 2026-09-30 14:40:20
Main Market | Group 2 | FYE 31/05/2026

EUROSPAN HOLDINGS BHD
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Non-executive/Technical Staff Male	%	100	0	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - Non-executive/Technical Staff Female	%	0	0	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - General Workers Male	%	100	0	—	No assurance
Diversity	Percentage of employees by gender and age group, for each employee category - General Workers Female	%	0	0	—	No assurance
Diversity	Percentage of directors by gender and age group - Male	%	86	66.67	—	No assurance
Diversity	Percentage of directors by gender and age group - Female	%	14	33.33	—	No assurance
Diversity	Percentage of directors by gender and age group - Under 30	%	14	0	—	No assurance
Diversity	Percentage of directors by gender and age group - Between 30-50	%	43	50	—	No assurance
Diversity	Percentage of directors by gender and age group - Above 50	%	43	50	—	No assurance
Energy Management	Total energy consumption	Gigajoules	2,605.21	253.79	—	No assurance

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SUSTAINABILITY STATEMENT

Date & Time: 2026-09-30 14:40:20
Main Market | Group 2 | FYE 31/05/2026

EUROSPAN HOLDINGS BHD
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Health and Safety	Number of work-related fatalities	Number	0	0	—	No assurance
Health and Safety	Lost time incident rate ("LTIR")	Rate	0.00	0.00	—	No assurance
Health and Safety	Number of employees trained on health and safety standards	Number	36	3	—	No assurance
Labour Practices and Standards	Total hours of training by employee category - Management	Hours	78	18	—	No assurance
Labour Practices and Standards	Total hours of training by employee category - Executive	Hours	84	9	—	No assurance
Labour Practices and Standards	Total hours of training by employee category - Non-executive/Technical Staff	Hours	8	0	—	No assurance
Labour Practices and Standards	Total hours of training by employee category - General Workers	Hours	10	0	—	No assurance
Labour Practices and Standards	Percentage of employees who are contractors or temporary staff	%	5.13	0.00	—	No assurance
Labour Practices and Standards	Total number of employee turnover by employee category - Management	Number	1	4	—	No assurance
Labour Practices and Standards	Total number of employee turnover by employee category - Executive	Number	3	12	—	No assurance

SUSTAINABILITY STATEMENT

Date & Time: 2026-09-30 14:40:20
Main Market | Group 2 | FYE 31/05/2026

EUROSPAN HOLDINGS BHD
BMLR Transition Period

Sustainability Matter	Metric	Measurement Unit	2025	2026	Target	Assurance
Labour Practices and Standards	Total number of employee turnover by employee category - Non-executive/Technical Staff	Number	10	7	—	No assurance
Labour Practices and Standards	Total number of employee turnover by employee category - General Workers	Number	41	11	—	No assurance
Labour Practices and Standards	Number of substantiated complaints concerning human rights violations	Number	0	0	—	No assurance
Supply Chain Management	Proportion of spending on local suppliers	%	89.79	99.88	—	No assurance
Data Privacy and Security	Number of substantiated complaints concerning breaches of customer privacy and losses of customer data	Number	0	0	—	No assurance
Water	Total volume of water used	Megalitre	5.36	118	—	No assurance
Waste Management	Total waste generated	Metric Tonnes	—	0	—	No assurance
Waste Management	Total waste diverted from disposal	Metric Tonnes	—	0	—	No assurance
Waste Management	Total waste directed to disposal	Metric Tonnes	—	0	—	No assurance
Emissions Management	Scope 1 emissions in tonnes of CO ₂ e	tCO ₂ e	—	188	—	No assurance
Emissions Management	Scope 2 emissions in tonnes of CO ₂ e	tCO ₂ e	—	46.38	—	No assurance
Emissions Management	Scope 3 emissions in tonnes of CO ₂ e	tCO ₂ e	—	26.01	—	No assurance

This report was generated on the Bursa Malaysia CSI Platform on 2026-09-30 14:40:20

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DIRECTORS' RESPONSIBILITY STATEMENT IN RESPECT OF THE AUDITED FINANCIAL STATEMENTS

The Directors are required by the Companies Act 2016 ("the Act") to prepare the financial statements for each financial year which have been made out in accordance with applicable Malaysian Financial Reporting Standards ("MFRSs"), IFRS Accounting Standards ("IFRSs"), the requirements of the Act in Malaysia and the Main Market Listing Requirements.

The Directors are responsible to ensure that the financial statements give a true and fair view of the state of affairs of the Group and of the Company at the end of the financial year, and of the results and cash flows of the Group and of the Company for the financial year.

In preparing the financial statements, the Directors have:

- (i) adopted appropriate accounting policies and applied them consistently;
- (ii) made judgements and estimates that are reasonable and prudent; and
- (iii) prepared the financial statements on a going concern basis.

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

The Directors are responsible for taking such steps as are reasonably open to them to safeguard the assets of the Group and of the Company and to detect and prevent fraud and other irregularities.

ADDITIONAL COMPLIANCE STATEMENT

1. UTILISATION OF PROCEEDS

On 24 August 2023, the Company announced its intention to dispose of Dynaspan Furniture Sdn Bhd (“DFSB”) (“Disposal of Subsidiary”) and 2 parcels of Eurospan Furniture Sdn Bhd (“EFSB”)’s freehold industrial land (“Disposal of EFSB Properties”) to related parties.

The proposed utilization of the proceeds from the Disposal of Subsidiary and Disposal of EFSB Properties to related parties amounting to RM54,550,000 was as follows:

Description	Proposed Utilisation RM'000	Actual Utilisation RM'000	Balance Unutilised RM'000	Estimated timeframe for utilisation
Distribution of special dividend to shareholders	8,884	8,884	-	Within 1 month from completion of the Disposal of Subsidiary and Disposal of EFSB Properties.
Payment for amount owing to DFSB	4,279	2,221	-(1)	Within 1 month from completion of the Disposal of Subsidiary.
Acquisition of new business(es) / asset(s) to be identified	15,000	15,000	-	Within 24 months from completion of the Disposal of Subsidiary, Disposal of EFSB Properties and Tenancy Agreement between EFSB and DFSB (“Proposals”).
Working capital	27,095 ⁽¹⁾	27,095	-	Within 24 months from completion of the Disposal of Subsidiary, Disposal of EFSB Properties and Tenancy Agreement between EFSB and DFSB.
Estimated expenses for the Proposals	1,650	1,350	-(1)	Immediately
Total	56,908	54,550	-	

Notes:

- (1) The unutilised balance payable by EFSB to DFSB of RM2.06 million and unutilised balance expenses relating to the Proposals of RM0.30 million have been moved to working capital.

2. AUDIT & NON-AUDIT FEES

The amount of audit and non-audit fees incurred for services rendered to the Company and the Group by Grant Thornton Malaysia PLT, or a firm or corporation affiliated to Grant Thornton Malaysia PLT’s firm for the financial year ended 31 May 2026 were as below:

	Group RM	Company RM
Audit Fees	115,000	45,000
Non-Audit Fees	6,000	6,000
Total	121,000	51,000

ADDITIONAL COMPLIANCE STATEMENT

3. MATERIAL CONTRACTS

There were no material contracts entered into by the Group involving the interest of Directors or major shareholders which were still subsisting at the end of the financial year or entered into since the end of the previous financial year.

4. RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE AND TRADING NATURE (“RRPT”)

Details of the RRPT undertaken by the Group during the financial year are disclosed in the notes to the financial statements.

The Company had at the Extraordinary General Meeting (“EGM”) held on 21 November 2025, obtained new shareholders’ mandate pursuant to the Main Market Listing Requirements of Bursa Securities to allow the Group to enter into RRPT of a revenue or trading nature which are necessary for its day-to-day operations and in the ordinary course of business with the related parties (“Shareholders’ Mandate”). The Shareholders’ Mandate will lapse at the conclusion of the forthcoming 31st AGM.

The Company will seek a renewal of the Shareholders’ Mandate at the 31st AGM to be held on 30 October 2026. Further information on RRPT is set out in the Circular to Shareholders dated 30 September 2026.

DIRECTORS' REPORT

For the Financial Year Ended 31 May 2026

The directors hereby submit their report together with the audited financial statements of the Group and of the Company for the financial year ended **31 May 2026**.

PRINCIPAL ACTIVITIES

The principal activities of the Company consist of investment holding and the provision of management services to its subsidiaries.

The principal activities of its subsidiaries are disclosed in Note 5 to the financial statements.

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

RESULTS

	GROUP RM	COMPANY RM
Loss for the financial year		
- Continuing operation	1,697,338	4,877,530

In the opinion of the directors, the results of the operations of the Group and of the Company for the financial year ended **31 May 2026** have not been substantially affected by any item, transaction or event of a material and unusual nature, other than the effect arising from the impairment loss on investment in a subsidiary amounting to RM5,246,000 at the Company level as disclosed in Note 5 to the financial statements.

DIVIDENDS

No dividend was proposed or declared during the financial year and the Directors do not recommend any dividend to be paid for the financial year under review.

RESERVES AND PROVISIONS

There were no material transfers to or from reserves or provisions during the financial year.

SHARE CAPITAL AND DEBENTURE

During the financial year, the Company did not issue any share or debenture.

DIRECTORS' REPORT

For the Financial Year Ended 31 May 2026

DIRECTORS

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

Directors of the Company:

- * **Ng Heng Hong** (appointed on 23.9.2025)
- Sim Kay Wah** (appointed on 16.12.2025)
- Tan Yan Ching** (appointed on 23.9.2025)
- Hiew Yong Nin @ Hew Yong Nin** (appointed on 23.9.2025)
- Datuk Seri Tan Choon Hwa** (appointed on 23.9.2025)
- Ting Wei Kiong** (appointed on 15.7.2026)
- Lam Chung Ming** (appointed on 5.12.2025 and resigned on 15.7.2026)
- Dato' Sri Tan Han Chuan** (resigned on 3.10.2025)
- * **Tan Kok Leong** (resigned on 3.10.2025)
- * **Eng Boon Kiat** (resigned on 31.10.2025)
- Ho Jong Ching** (resigned on 31.10.2025)
- * **Dato' Thor Poh Seng** (resigned on 5.12.2025)
- Yap Kan Lin** (resigned on 5.12.2025)
- * **Guan Shaw Yin** (resigned on 5.12.2025)

Directors of subsidiaries:

Guan Shaw Kee
Tan Meow Yee
Beh Hee Hoay (appointed on 30.6.2025)
Yat Chun Kiat (appointed on 22.10.2025)

- * The directors are also directors of the Company's subsidiaries

DIRECTORS' INTERESTS IN SHARES

According to the Register of Directors' Shareholdings, the interests of directors in office at the end of the financial year held or dealt in the shares of the Company and its related corporations at any time during the financial year are as follows:

	----- Number of ordinary shares -----			
	Balance at appointment	Bought	Sold	Balance at 31.5.2026
Indirect Interest:				
Ng Heng Hong*	32,934,600	4,428,200	(4,300,000)	33,062,800

- * *Indirect interest via his substantial shareholdings in EC Synergy (M) Sdn. Bhd. pursuant to Section 8 of the Companies Act 2016.*

By virtue of his interest in the Company, **Ng Heng Hong** is also deemed interested in the shares of all the subsidiaries of the Company, to the extent that the Company has interests as at the end of the financial year.

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

DIRECTORS' REPORT

For the Financial Year Ended 31 May 2026

DIRECTORS' REMUNERATION AND BENEFITS

During the financial year, the remuneration and other benefits received and receivable by the directors of the Company for their services are as follows:

	COMPANY RM	SUBSIDIARIES RM	GROUP RM
Fees	32,323	20,000	52,323
Salaries, allowances and bonus	-	764,125	764,125
Defined contribution plan ("EPF")	-	133,077	133,077
Social security contributions ("SOCSO")	-	2,237	2,237
Employment insurance scheme ("EIS")	-	255	255
Benefits-in-kind	-	15,655	15,655
	32,323	935,349	967,672

During and at the end of the financial year, no arrangements subsisted to which the Company is a party, with the objects of enabling the directors of the Company to acquire benefits by means of the acquisition of shares in, or debentures of, the Company or any other body corporate.

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

INDEMNITY AND INSURANCE FOR DIRECTORS AND OFFICERS

No indemnity has been given to or insurance effected for any of the directors or officers of the Group and of the Company during the financial year.

OTHER STATUTORY INFORMATION

Before the financial statements of the Group and of the Company were made out, the directors took reasonable steps:

- (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of provision for doubtful debts and satisfied themselves that there were no bad debts to be written off and no provision for doubtful debts was required; and
- (ii) 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 have 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:

- (i) which would render it necessary to write off any bad debts or to make any provision for doubtful debts in the financial statements of the Group and of the Company; or
- (ii) which would render the value attributed to current assets in the financial statements of the Group and of the Company misleading; or
- (iii) which have arisen which would render adherence to the existing methods of valuation of assets or liabilities of the Group and of the Company misleading or inappropriate; or

DIRECTORS' REPORT

For the Financial Year Ended 31 May 2026

OTHER STATUTORY INFORMATION (CONT'D)

At the date of this report, the directors are not aware of any circumstances: *(cont'd)*

- (iv) 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.

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

- (i) any charge on the assets of the Group and of the Company which has arisen since the end of the financial year which secures the liabilities of any other person; and
- (ii) any contingent liability in respect of the Group and of the Company which has arisen since the end of the financial year.

In the opinion of the directors:

- (i) no contingent liability or other liability has become enforceable or is likely to become enforceable within the period of twelve months after the end of the financial year which will or may affect the ability of the Group and of the Company to meet their obligations as and when they fall due; and
- (ii) there has not arisen in the interval between the end of the financial year and the date of this report any item, transaction or event of a material and unusual nature likely to affect substantially the results of the operations of the Group and of the Company for the current financial year in which this report is made.

AUDITORS

The auditors, Grant Thornton Malaysia PLT, have expressed their willingness to continue in office.

The total amount of fees paid to or receivable by the auditors as remuneration for their services as auditors of the Group and the Company for the financial year ended 31 May 2026 are as follows:

	GROUP RM	COMPANY RM
Statutory audit	115,000	45,000
Assurance related services	6,000	6,000
Total	121,000	51,000

The Company has agreed to indemnify the auditors to the extent permissible under the requirements of the Companies Act 2016 in Malaysia. However, no payment has been made under this indemnity for the financial year.

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

.....
Ng Heng Hong

.....
Sim Kay Wah

Date: 29 September 2026

DIRECTORS' STATEMENT

In the opinion of the directors, the financial statements set out on pages 62 to 98 are properly drawn up in accordance with Malaysian Financial Reporting Standards, IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia so as to give a true and fair view of the financial position of the Group and of the Company as at **31 May 2026** 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 Board of Directors:

.....
Ng Heng Hong

.....
Sim Kay Wah

Date: 29 September 2026

STATUTORY DECLARATION

I, **Sim Kay Wah**, the director primarily responsible for the financial management of **Eurospan Holdings Berhad**, do solemnly and sincerely declare that the financial statements set out on pages 62 to 98 are to the best of my knowledge and belief, correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act 1960.

Subscribed and solemnly declared by)
the abovenamed at Kuala Lumpur in the)
Federal Territory this day of)
29 September 2026)

.....
Sim Kay Wah

Before me,

.....
Commissioner for Oaths

INDEPENDENT AUDITORS' REPORT

To the Members of Eurospan Holdings Berhad
Registration No. 199501022724 (351927-M)
(Incorporated in Malaysia)

Report on the Audit of the Financial Statements

Opinion

We have audited the financial statements of **Eurospan Holdings Berhad**, which comprise the statements of financial position as at **31 May 2026** 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 material accounting policy information, as set out on pages 62 to 98.

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

Basis for Opinion

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

Independence and Other Ethical Responsibilities

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

Key Audit Matters

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

Key Audit Matter	How our audit addressed the Key Audit Matter
Allowance for expected credit losses (Note 8 to the financial statements) The Group's has significant trade receivables and is subject to credit risk exposures. The key risk was recoverability of billed trade receivables as management judgement is required in determining the adequacy of expected credit losses of the trade receivables and in assessing its adequacy through considering the expected recoverability of the year-end trade receivables.	Our audit procedures in relation to the allowance for expected credit losses included, amongst others, the following: • Obtained an understanding on how the Group identifies and assesses the allowance for expected credit losses of trade receivables and how the Group makes the accounting estimates for allowance; and • Reviewed the ageing analysis of the trade receivables and tested the reliability thereof and assessed the recoverability of the overdue trade receivables through examination of subsequent year end cash receipts and other relevant information.

INDEPENDENT AUDITORS' REPORT

To the Members of Eurospan Holdings Berhad
Registration No. 199501022724 (351927-M)
(Incorporated in Malaysia)

Report on the Audit of the Financial Statements (Cont'd)

Key Audit Matters (Cont'd)

Key Audit Matter	How our audit addressed the Key Audit Matter
Revenue recognition (Note 15 to the financial statements) We focus on this area due to the magnitude and voluminous transactions which may give rise to a higher risk of material misstatements in respect of the timing and amount of revenue recognised.	Our audit procedures in relation to the revenue recognition included, amongst others, the following: • Obtained an understanding on the design and implementation of the Group's control over revenue recognition; • Performed analytical procedures on the trend of revenue recognised to identify for any abnormalities; • Performed substantive testing on a sampling basis to verify that revenue recognition criteria was properly applied by checking to the documents which evidenced the delivery of goods to the customers; • Assessed whether revenue was recognised in the correct period by testing cut-off through assessing sales transactions taking place at either side of the reporting date as well as reviewing credit notes and sales returns issued after the reporting period; and • Reviewed the sales ledger to identify any sales transactions that were entered using journals or non-sales invoices references and evaluated the nature of the transactions to determine whether they were bona fide transactions.

There is no key audit matter to be communicated in the audit of the separate financial statements of the Company.

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.

INDEPENDENT AUDITORS' REPORT

To the Members of Eurospan Holdings Berhad
Registration No. 199501022724 (351927-M)
(Incorporated in Malaysia)

Responsibilities of the Directors for the Financial Statements

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

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

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements of the Group and of the Company as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with approved standards on auditing in Malaysia and International Standards on Auditing will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of the 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.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Group's or the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditors' report to the related disclosures in the financial statements of the Group and of the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group or the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Group and of the Company, including the disclosures, and whether the financial statements of the Group and of the Company represent the underlying transactions and events in a manner that achieves fair presentation.
- Plan and perform the group audit to obtain sufficient appropriate audit evidence regarding the financial information of the entities or business units within the Group as a basis for forming an opinion on the financial statements of the Group. We are responsible for the direction, supervision and review of the audit work performed for purposes of the group audit. We remain solely responsible for our audit opinion.

INDEPENDENT AUDITORS' REPORT

To the Members of Eurospan Holdings Berhad
Registration No. 199501022724 (351927-M)
(Incorporated in Malaysia)

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

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

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

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

Report on Other Legal and Regulatory Requirements

In accordance with the requirements of the Companies Act 2016 in Malaysia, we report that the subsidiary of which we have not act as auditors, are disclosed in Note 5 to the financial statements.

Other Matter

This report is made solely to the members of the Company, as a body, in accordance with Section 266 of the Companies Act 2016 in Malaysia and for no other purpose. We do not assume responsibility to any other person for the content of this report.

Grant Thornton Malaysia PLT
AF: 0737
201906003682 (LLP0022494-LCA)
Chartered Accountants

Lui Lee Ping
No. 03334/11/2027 J
Chartered Accountant

Kuala Lumpur

Date: 29 September 2026

STATEMENTS OF FINANCIAL POSITION

As at 31 May 2026

		GROUP		COMPANY	
	NOTE	2026 RM	2025 RM	2026 RM	2025 RM
ASSETS					
Non-current assets					
Property, plant and equipment	4	1,067,679	1,358,265	-	-
Investment in subsidiaries	5	-	-	28,540,679	8,786,479
Other investments	6	-	1,956,000	-	1,956,000
		1,067,679	3,314,265	28,540,679	10,742,479
Current assets					
Inventories	7	1,423,512	8,205,200	-	-
Trade and other receivables	8	56,981,179	6,210,772	4,014,875	4,012,034
Other investments	6	24,000	1,599,304	-	-
Cash and bank balances	9	13,614,619	30,576,138	6,347,667	29,004,901
		72,043,310	46,591,414	10,362,542	33,016,935
TOTAL ASSETS		73,110,989	49,905,679	38,903,221	43,759,414
EQUITY AND LIABILITIES					
Equity attributable to owners of the Company					
Share capital	10	52,796,145	52,796,145	52,796,145	52,796,145
Accumulated losses		(11,586,985)	(9,889,647)	(13,962,410)	(9,084,880)
Total equity		41,209,160	42,906,498	38,833,735	43,711,265
Non-current liability					
Borrowings	11	-	50,569	-	-
		-	50,569	-	-
Current liabilities					
Trade and other payables	12	31,659,314	5,704,303	58,861	48,149
Retirement benefit obligations	13	-	-	-	-
Borrowings	11	50,569	142,843	-	-
Contract liabilities	14	-	987,428	-	-
Tax payable		191,946	114,038	10,625	-
		31,901,829	6,948,612	69,486	48,149
Total liabilities		31,901,829	6,999,181	69,486	48,149
TOTAL EQUITY AND LIABILITIES		73,110,989	49,905,679	38,903,221	43,759,414

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

STATEMENTS OF COMPREHENSIVE INCOME

For the Financial Year Ended 31 May 2026

		GROUP		COMPANY	
	NOTE	2026 RM	2025 RM	2026 RM	2025 RM
CONTINUING OPERATIONS:					
Revenue	15	188,444,438	21,833,752	-	11,027,161
Cost of sales		(186,412,965)	(20,255,643)	-	-
Gross profit		2,031,473	1,578,109	-	11,027,161
Other income		2,366,316	30,664,199	544,930	18,446,337
Administrative expenses		(4,198,728)	(8,279,268)	(456,329)	(1,352,449)
Selling and distribution expenses		(1,404,964)	(1,840,760)	-	-
Other operating expenses		(28,330)	(488,412)	(5,246,203)	(16,613,304)
Operating (loss)/profit		(1,234,233)	21,633,868	(5,157,602)	11,507,745
Finance income		422,956	749,488	408,156	637,643
Finance costs		(4,740)	(10,372)	-	-
(Loss)/Profit before tax	16	(816,017)	22,372,984	(4,749,446)	12,145,388
Taxation	17	(881,321)	(1,792,202)	(128,084)	(927,461)
(Loss)/Profit from continuing operations, net of tax		(1,697,338)	20,580,782	(4,877,530)	11,217,927
DISCONTINUED OPERATION:					
Loss from discontinued operation, net of tax	18	-	(786,441)	-	-
Net (loss)/profit, representing total comprehensive (loss)/income for the financial year		(1,697,338)	19,794,341	(4,877,530)	11,217,927
(Loss)/Earnings per share attributable to owners of the Company (sen)	19				
Basic/Diluted (loss)/earnings per share:					
- (Loss)/Profit from continuing operations		(3.82)	46.33		
- Loss from discontinued operation		-	(1.77)		
		(3.82)	44.56		

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the Financial Year Ended 31 May 2026

	NOTE	Share Capital RM	Accumulated Losses RM	Total Equity RM
2026				
Balance at beginning		52,796,145	(9,889,647)	42,906,498
Total comprehensive loss for the financial year		-	(1,697,338)	(1,697,338)
Balance at end		52,796,145	(11,586,985)	41,209,160
2025				
Balance at beginning		52,796,145	(18,578,563)	34,217,582
Total comprehensive income for the financial year		-	19,794,341	19,794,341
<i>Transaction with owners of the Company:</i>				
Dividends	20	-	(11,105,425)	(11,105,425)
Balance at end		52,796,145	(9,889,647)	42,906,498

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

STATEMENT OF CHANGES IN EQUITY

For the Financial Year Ended 31 May 2026

	NOTE	Share Capital RM	Accumulated Losses RM	Total Equity RM
2026				
Balance at beginning		52,796,145	(9,084,880)	43,711,265
Total comprehensive loss for the financial year		-	(4,877,530)	(4,877,530)
Balance at end		52,796,145	(13,962,410)	38,833,735
2025				
Balance at beginning		52,796,145	(9,197,382)	43,598,763
Total comprehensive income for the financial year		-	11,217,927	11,217,927
<i>Transaction with owners of the Company:</i>				
Dividends	20	-	(11,105,425)	(11,105,425)
Balance at end		52,796,145	(9,084,880)	43,711,265

STATEMENTS OF CASH FLOWS

For the Financial Year Ended 31 May 2026

		GROUP		COMPANY	
	NOTE	2026 RM	2025 RM	2026 RM	2025 RM
OPERATING ACTIVITIES					
(Loss)/Profit before tax from continuing operations		(816,017)	22,372,984	(4,749,446)	12,145,388
Loss before tax from discontinued operation	18	-	(786,441)	-	
(Loss)/Profit before tax		(816,017)	21,586,543	(4,749,446)	12,145,388
Adjustments for:					
Dividend received from subsidiary		-	-	-	(11,027,161)
Depreciation of property, plant and equipment		215,032	348,691	-	-
Dividend income from other investment		(60,000)	(122,793)	(60,000)	(122,793)
Fair value loss/(gain) on other investments, net		9,773	(236,876)	(26,000)	(236,876)
(Gain)/Loss on:					
- disposal of investments		(479,638)	14,653	(458,930)	105,889
- disposal of non-current asset held for sale		-	(31,298,919)	-	(18,086,667)
- disposal of property, plant and equipment		(1,635,146)	(1,162,554)	-	-
Impairment loss on investment in a subsidiary		-	-	5,246,000	16,600,000
Impairment loss on property, plant and equipment		-	2,105,375	-	-
Inventories written down		171,590	-	-	-
Interest expenses		4,740	10,372	-	-
Interest income		(422,956)	(749,488)	(408,156)	(637,643)
Property, plant and equipment written off		-	9,770	-	-
Reversal of retirement benefit obligations		-	(1,146,261)	-	-
Unrealised gain on foreign exchange		-	(227,209)	-	-
Operating loss before working capital changes		(3,012,622)	(10,868,696)	(456,532)	(1,259,863)
Changes in:					
Inventories		6,610,098	(4,315,448)	-	-
Receivables		(50,770,407)	(385,283)	1,012,034	(339,539)
Payables		26,305,695	3,665,140	7,887	(224,158)
Contract liabilities		(987,428)	(1,044,468)	-	-
Balance carried forward		(21,854,664)	(12,948,755)	563,389	(1,823,560)

STATEMENTS OF CASH FLOWS

For the Financial Year Ended 31 May 2026

	NOTE	GROUP		COMPANY	
		2026 RM	2025 RM	2026 RM	2025 RM
Balance brought forward		(21,854,664)	(12,948,755)	563,389	(1,823,560)
Income tax paid		(803,413)	(1,633,670)	(117,459)	(927,461)
Income tax refunded		-	9,280	-	-
Interest paid		(4,740)	(10,372)	-	-
Retirement benefit paid		-	(2,264,400)	-	-
Net cash (used in)/from operating activities		(22,662,817)	(16,847,917)	445,930	(2,751,021)
INVESTING ACTIVITIES					
Dividend received from other investment		60,000	122,793	60,000	122,793
Dividend received from a subsidiary		-	-	-	11,027,161
Interest received		422,956	749,488	408,156	637,643
Additional investment in subsidiaries		-	-	(25,000,200)	-
Additions of property, plant and equipment		(191,000)	-	-	-
Additions of other investments		(1,161,389)	(40,868,327)	-	(25,743,065)
Advance to subsidiaries		-	-	(1,014,875)	(3,000,000)
Proceeds from disposal of:					
- property, plant and equipment		1,901,700	1,325,000	-	-
- non-current asset held for sales		-	50,307,479	-	35,010,000
- other investments		5,162,558	43,250,125	2,440,930	26,250,125
Net cash from/(used in) investing activities		6,194,825	54,886,558	(23,105,989)	44,304,657
FINANCING ACTIVITIES					
Advance from/(Repayment to) subsidiaries	B	-	-	2,825	(1,500,000)
(Repayment to)/Advance from a related party	B	(350,684)	350,684	-	-
Dividend paid		-	(11,105,425)	-	(11,105,425)
Repayment of finance lease liabilities	B	(142,843)	(143,671)	-	-
Net cash (used in)/from financing activities		(493,527)	(10,898,412)	2,825	(12,605,425)
NET (DECREASE)/INCREASE IN CASH AND BANK BALANCES		(16,961,519)	27,140,229	(22,657,234)	28,948,211
Effects of foreign exchange rate changes		-	240,085	-	-
CASH AND BANK BALANCES AT BEGINNING		30,576,138	3,195,824	29,004,901	56,690
CASH AND BANK BALANCES AT END	A	13,614,619	30,576,138	6,347,667	29,004,901

STATEMENTS OF CASH FLOWS

For the Financial Year Ended 31 May 2026

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
A. The cash and cash equivalents are presented by:				
Cash and bank balances	9,349,568	2,576,138	6,342,623	1,004,901
Fixed deposits with licensed banks	4,265,051	28,000,000	5,044	28,000,000
	13,614,619	30,576,138	6,347,667	29,004,901

B. Liabilities arising from financing activities

Reconciliation between the opening and closing balances in the statements of financial position for liabilities arising from financing activities is as follows:

	Balance at beginning RM	Net cash flows RM	Balance at end RM
GROUP			
2026			
Finance lease liabilities	193,412	(142,843)	50,569
Amount due to a related company	350,684	(350,684)	-
	544,096	(493,527)	50,569
2025			
Finance lease liabilities	337,083	(143,671)	193,412
Amount due to a related company	-	350,684	350,684
	337,083	207,013	544,096
COMPANY			
2026			
Amount due to a subsidiary, representing total liabilities arising from financing activities	-	2,825	2,825
2025			
Amount due to a subsidiary, representing total liabilities arising from financing activities	1,500,000	(1,500,000)	-

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

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

1. CORPORATE INFORMATION

General

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

The registered office of the Company is located at No. 11-07, Amcorp Tower, Pusat Perdagangan Amcorp, No. 18 Jalan Persiaran Barat, 46050 Petaling Jaya, Selangor.

The principal place of business of the Company is located at A-3A-1, Seri Gembira Avenue, No. 6, Jalan Senang Ria, Taman Gembira, 58200 Kuala Lumpur.

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

Principal Activities

The principal activities of the Company consist of investment holding and the provision of management services to its subsidiaries.

The principal activities of its subsidiaries are disclosed in Note 5 to the financial statements.

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

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 applicable Malaysian Financial Reporting Standards ("MFRS"), IFRS Accounting Standards and the requirements of the Companies Act 2016 in Malaysia.

2.2 Basis of Measurement

The financial statements of the Group and of the Company are prepared under the historical cost convention, except for certain financial instruments that are measured at fair values at the end of each reporting period, as indicated in the material accounting policy information as set out in the notes to the financial statements.

2.3 Functional and Presentation Currency

Ringgit Malaysia ("RM") is the presentation currency of the Group and of the Company.

RM is also the functional currency of the Company. The functional currency is the currency of the primary economic environment in which the Company operates.

2.4 Adoption of New Amendments to MFRSs

The accounting policies adopted by the Group and the Company are consistent with those of the previous financial years except for the adoption of the following new amendments to MFRSs that are mandatory for the current financial year.

Effective for annual period beginning on or after 1 January 2025

Amendments to MFRS 121 The Effects of Changes in Foreign Exchange Rates - Lack of Exchangeability

Initial application of the above new amendments to the MFRSs did not have material impact to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

2. BASIS OF PREPARATION (CONT'D)

2.5 Standards/Amendments to MFRSs Issued But Not Yet Effective

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

Effective for annual period beginning on or after 1 January 2026

Amendments to MFRS 9 Financial Instruments and MFRS 7 Financial Instruments: Disclosures - Amendments to the Classification and Measurement of Financial Instruments

Amendments to MFRS 9 Financial Instruments and MFRS 7 Financial Instruments: Disclosures - Contracts Referencing Nature-dependent Electricity

Annual Improvements to MFRS Accounting Standards - Volume II

Amendments to MFRS 1 First-time Adoption of Malaysian Financial Reporting Standards, MFRS 7 Financial Instruments: Disclosures, MFRS 9 Financial Instruments, MFRS 10 Consolidated Financial Statements and MFRS 107 Statement of Cash Flows

Effective for annual period beginning on or after 1 January 2027

MFRS 18 Presentation and Disclosure in Financial Statements

MFRS 19 and Amendments to MFRS 19 Subsidiaries without Public Accountability: Disclosures

MFRS 121 The Effects of Changes in Foreign Exchange Rates - Translation to a Hyperinflationary Presentation Currency

Amendments to MFRS 128 Investments in Associates and Joint Ventures - Amendments to the Fair Value Option for Investments in Associates and Joint Ventures

Effective for annual period beginning on or after 1 January 2029

MFRS 20 Regulatory Assets and Regulatory Liabilities

Effective date yet to be confirmed

Amendments to MFRS 10 Consolidated Financial Statements and MFRS 128 Investments in Associates and Joint Ventures - Sale or Contribution of Assets between an Investor and its Associate or Joint Venture

The initial application of the above standards/amendments to MFRSs is not expected to have any material impact to the financial statements of the Group and the Company upon adoption, except for *MFRS 18 Presentation and Disclosure in Financial Statements*.

MFRS 18 introduces new requirements on presentation within the statements of profit or loss, including specified totals and subtotals. It also requires disclosure of management-defined performance measures and includes new requirements for aggregation and disaggregation of financial information based on the identified 'roles' of the primary financial statements and the notes. In addition, there are consequential amendments to *MFRS 107 Statement of Cash Flows* and *MFRS 134 Interim Financial Reporting*.

The amendments will have an impact on the Group's and the Company's presentation of statements of comprehensive income, statements of cash flows and additional disclosures in the notes to the financial statements but not on the measurement or recognition of any items in the Group's and the Company's financial statements.

The Group is currently assessing the impact of *MFRS 18* and plans to adopt the new standard on the required effective date.

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

The preparation of the financial statements requires management to make judgements, estimates and assumptions that affect the application of accounting policies and the reported amounts of assets, liabilities, income and expenses. Actual results may differ from these estimates.

Estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimates are revised and in any future periods affected.

There are no significant areas of critical judgement in applying accounting policies that have any significant effect on the amount recognised in the financial statements.

3.1 Key sources of estimation uncertainty

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

(i) Inventories

The management reviews for damage, slow-moving and obsolete inventories. This review requires judgements and estimates. Possible changes in these estimates could result in revision to the valuation of inventories.

The carrying amount of the Group's inventories at the end of the reporting period is disclosed in Note 7 to the financial statements.

(ii) Provision for expected credit losses ("ECL") of receivables

The Group uses a provision matrix to calculate ECL for receivables. The provision rates are based on days past due for groupings of various customer segments that have similar loss patterns.

The provision matrix is initially based on the Group's historical observed default rates. The Group will calibrate the matrix to adjust the historical credit loss experience with forward-looking information. For instance, if forecast economic conditions are expected to deteriorate over the next year which can lead to an increased number of defaults in the manufacturing sector, the historical default rates are adjusted. At every reporting date, the historical observed default rates are updated and changes in the forward-looking estimates are analysed.

The assessment of the correlation between historical observed default rates, forecast economic conditions and ECL is a significant estimate. The amount of ECL is sensitive to changes in circumstances and of forecast economic conditions. The Group's historical credit loss experience and forecast of economic conditions may also not be representative of customer's actual default in the future.

The information about the ECL on the Group's trade receivables is disclosed in Note 24.3.1 to the financial statements.

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

4. PROPERTY, PLANT AND EQUIPMENT

GROUP

	Buildings RM	Plant, machinery and factory equipment RM	Furniture, fittings, renovation and office equipment RM	Motor vehicles RM	Total RM
2026					
At cost					
Balance at beginning	367,802	12,869,582	1,560,016	2,476,962	17,274,362
Additions	-	-	-	191,000	191,000
Disposals	(367,802)	(12,669,082)	-	(734,851)	(13,771,735)
Balance at end	-	200,500	1,560,016	1,933,111	3,693,627
Accumulated depreciation					
Balance at beginning	206,589	10,756,082	1,523,053	1,324,998	13,810,722
Current charge	1,219	25,693	-	188,120	215,032
Disposals	(207,808)	(10,591,400)	-	(637,561)	(11,436,769)
Balance at end	-	190,375	1,523,053	875,557	2,588,985
Accumulated impairment losses					
Balance at beginning	-	2,068,412	36,963	-	2,105,375
Disposals	-	(2,068,412)	-	-	(2,068,412)
Balance at end	-	-	36,963	-	36,963
Carrying amount	-	10,125	-	1,057,554	1,067,679

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

4. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

GROUP

	Buildings RM	Plant, machinery and factory equipment RM	Furniture, fittings, renovation and office equipment RM	Motor vehicles RM	Total RM
2025					
At cost					
Balance at beginning	735,605	12,869,582	3,094,679	2,883,438	19,583,304
Disposals	(367,803)	-	-	(406,476)	(774,279)
Written off	-	-	(1,534,663)	-	(1,534,663)
Balance at end	367,802	12,869,582	1,560,016	2,476,962	17,274,362
Accumulated depreciation					
Balance at beginning	397,227	10,645,334	3,020,890	1,535,306	15,598,757
Current charge	14,719	110,748	27,056	196,168	348,691
Disposals	(205,357)	-	-	(406,476)	(611,833)
Written off	-	-	(1,524,893)	-	(1,524,893)
Balance at end	206,589	10,756,082	1,523,053	1,324,998	13,810,722
Accumulated impairment losses					
Balance at beginning	-	-	-	-	-
Current charge	-	2,068,412	36,963	-	2,105,375
Balance at end	-	2,068,412	36,963	-	2,105,375
Carrying amount	161,213	45,088	-	1,151,964	1,358,265

- (i) The motor vehicles with carrying amount of **RM229,289** (2025: RM519,455) are acquired under hire purchase and pledged as securities for the finance lease liabilities as disclosed in Note 11 to the financial statements.
- (ii) In previous financial year, the Group had carried out a review of the recoverable amount of its equipment as the subsidiary was making loss continuously. An impairment loss of RM2,105,375 representing the write down of the plant and equipment to the recoverable amount, was recognised as “administrative expenses” in the profit or loss. The recoverable amount was based on its fair value less cost to sell.

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4. PROPERTY, PLANT AND EQUIPMENT (CONT'D)

Material accounting policy information

All property, plant and equipment are measured at cost less accumulated depreciation and less any impairment losses. The cost of an item of property, plant and equipment is recognised as an asset if, and only if, it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably.

Property, plant and equipment are depreciated on the straight-line method to write off the cost of each asset to its residual value over its estimated useful life, at the following annual rates:

Categories

Buildings	2%
Plant, machinery and factory equipment	10% - 20%
Furniture, fittings, renovation and office equipment	10%
Motor vehicles	10% - 20%

5. INVESTMENT IN SUBSIDIARIES

	COMPANY	
	2026 RM	2025 RM
Unquoted shares, at cost	27,386,679	27,386,479
Unquoted non-cumulative redeemable convertible preference shares, at cost	28,500,000	3,500,000
	55,886,679	30,886,479
Less: Accumulated impairment losses	(27,346,000)	(22,100,000)
	28,540,679	8,786,479

The movement of accumulated impairment losses during the financial year is as follow:-

	COMPANY	
	2026 RM	2025 RM
Balance at beginning	22,100,000	5,500,000
Additions	5,246,000	16,600,000
Balance at end	27,346,000	22,100,000

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5. INVESTMENT IN SUBSIDIARIES (CONT'D)

The details of the subsidiaries, all of which were incorporated and principal place of business in Malaysia, are as follows:

Name of entities	Effective equity interest		Principal activities
	2026 %	2025 %	
Eurospan Furniture Sdn. Bhd.	100	100	Manufacturing and trading of furniture and wood-based products.
Dynacharge Sdn. Bhd.	100	100	Trading of sealed lead acid, automotive and motorcycle batteries, lubricants and related products.
Euro Chain Supply (M) Sdn. Bhd.	100	-	Retail sales and wholesale of construction materials.
EC Excel Development Sdn. Bhd.*	100	-	Dormant

* Newly incorporated subsidiary which appointed Grant Thornton Malaysia PLT as a statutory auditor subsequent to the financial year end. Consolidated based on management accounts for the financial period ended 31 May 2026 and the first financial year will end on 31 May 2027.

During the financial year, the Company has carried out an impairment loss assessment on its cost of investment in subsidiaries as certain subsidiaries is either in continuing loss position or negative shareholder's fund. The recoverable amounts of the investment in subsidiaries are assessed by reference to the fair value less cost to sell of the respective subsidiaries as at the end of the reporting period. Accordingly, an impairment loss of **RM5,246,000** (2025: RM16,600,000) is recognised as "other operating expenses" in the profit or loss in respect of investment in a subsidiary during the financial year.

Details of the Level 3 fair value method used in obtaining the recoverable amounts are as follows:-

Valuation method and key inputs	Significant unobservable inputs	Relationship of unobservable inputs and fair value
Adjusted net asset method which derives the fair value of an investee's equity instruments by reference to the fair value of its assets and liabilities	Fair value of individual assets and liabilities	The higher the net assets, the higher the fair value

Material accounting policy information

Investment in subsidiaries is measured in the Company's statement of financial position at cost less any impairment losses, unless the investment is classified as held for sale or distribution. The cost of investments includes transaction costs.

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6. OTHER INVESTMENTS

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Debt instrument at fair value through profit or loss ("FVTPL"):				
Investment funds with a licensed bank	-	1,599,304	-	-
Membership fees	24,000	-	-	-
	24,000	1,599,304	-	-
Equity instrument at fair value through other comprehensive income ("FVOCI"):				
Investment in quoted shares in Malaysia	-	1,956,000	-	1,956,000
Represented by:				
Non-current assets	-	1,956,000	-	1,956,000
Current assets	24,000	1,599,304	-	-
	24,000	3,555,304	-	1,956,000

Material accounting policy information

The Group and the Company recognise their other investments at fair value with any changes therein recognised in profit or loss and other comprehensive income for the period in which they arise.

7. INVENTORIES

	GROUP	
	2026 RM	2025 RM
At cost		
Raw materials	-	1,497,113
Work-in-progress	-	214,522
Finished goods	-	3,313,268
Trading goods	1,406,103	3,180,297
	1,406,103	8,205,200
At net realisable value		
Trading goods	17,409	-
	1,423,512	8,205,200
Cost of inventories recognised in profit or loss:		
Inventories recognised as cost of sales	186,241,375	20,255,643
Inventories written down	171,590	-

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7. INVENTORIES (CONT'D)

Material accounting policy information

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

The cost of inventories is calculated using the first-in, first-out cost method, and includes expenditure incurred in acquiring the inventories, production or conversion costs and other costs incurred in bringing them to their existing location and condition. In the case of work-in-progress and finished goods, cost includes an appropriate share of production overheads based on normal operating capacity.

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

8. TRADE AND OTHER RECEIVABLES

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Trade receivables				
Third parties	56,605,451	3,292,821	-	-
Other receivables				
Sundry receivable	170,296	1,012,041	-	1,012,034
Amount due from subsidiaries	-	-	4,014,875	3,000,000
Refundable deposits	205,432	1,884,329	-	-
Prepayments	-	21,581	-	-
	375,728	2,917,951	4,014,875	4,012,034
Total trade and other receivables	56,981,179	6,210,772	4,014,875	4,012,034

The normal credit terms granted to trade receivables range from **7 to 60 days** (2025: 30 to 90 days). Other credit terms are assessed and approved on case-by-case basis. They are recognised at their original invoice amounts which represent their fair values on initial recognition.

The amount due from subsidiaries was unsecured, non-interest bearing and classified based on expected timing of realisation.

The currency profile of trade and other receivables is as follows:

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Ringgit Malaysia	56,981,179	6,026,695	4,014,875	4,012,034
United States Dollar ("USD")	-	184,077	-	-
	56,981,179	6,210,772	4,014,875	4,012,034

NOTES TO THE FINANCIAL STATEMENTS

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9. CASH AND BANK BALANCES

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Fixed deposits with licensed banks	4,265,051	28,000,000	5,044	28,000,000
Cash in hand and in banks	9,349,568	2,576,138	6,342,623	1,004,901
	13,614,619	30,576,138	6,347,667	29,004,901

The effective interest rates per annum and maturities of the Group's fixed deposits with licensed banks as at the end of the reporting period are **1.10% to 3.45%** (2025: 3.45%) and **7 days to 1 month** (2025: 1 month) respectively.

The effective interest rates per annum and maturities of the Company's fixed deposits with licensed banks as at the end of the reporting period are **1.63% to 3.45%** (2025: 3.45%) and **1 month** (2025: 1 month) respectively.

The currency profile of cash and bank balances is as follows:

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Ringgit Malaysia	13,611,453	30,050,104	6,347,667	29,004,901
USD	2,073	515,446	-	-
Others	1,093	10,588	-	-
	13,614,619	30,576,138	6,347,667	29,004,901

10. SHARE CAPITAL

	Number of ordinary shares		Amount	
	2026	2025	2026 RM	2025 RM
Issued and fully paid with no par value				
Balance at beginning/end	44,421,700	44,421,700	52,796,145	52,796,145

The holder of ordinary shares is entitled to receive dividends as and when declared by the Company. All ordinary shares carry one vote per share without restrictions and rank equally with regard to the Company's residual assets.

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11. BORROWINGS

	GROUP	
	2026 RM	2025 RM
Non-current liabilities		
Secured:		
Finance lease liabilities		
Minimum payments:		
Within one year	51,278	147,583
More than one year and less than two years	-	51,278
	51,278	198,861
Future finance charges	(709)	(5,449)
	50,569	193,412
Amount due within one year included under current liabilities	(50,569)	(142,843)
	-	50,569
Current liabilities		
Secured:		
Finance lease liabilities	50,569	142,843
Total borrowings	50,569	193,412

The borrowings are secured by way of corporate guarantees of the Company and a subsidiary, and lease assets as disclosed in Note 4 to the financial statements.

A summary of the effective interest rates per annum and the maturities of the borrowings is as follows:

	Effective interest rates per annum (%)	Total RM	Within one year RM	More than one year and less than two years RM	More than two years and less than five years RM
GROUP					
2026					
Finance lease liabilities	3.78 to 3.87	50,569	50,569	-	-
2025					
Finance lease liabilities	3.78 to 3.87	193,412	142,843	50,569	-

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12. TRADE AND OTHER PAYABLES

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Trade payables				
Third parties	2,140,874	819,606	-	-
Amount due to a related party	28,028,789	2,686,044	-	-
	30,169,663	3,505,650	-	-
Other payables				
Sundry payables	551,597	1,340,042	3,036	1,149
Amount due to a subsidiary	-	-	2,825	-
Amount due to a related party	-	350,684	-	-
Accruals	938,054	507,927	53,000	47,000
	1,489,651	2,198,653	58,861	48,149
Total trade and other payables	31,659,314	5,704,303	58,861	48,149

Trade payables of the Group are non-interest bearing and are normally settled within **7 to 90 days** (2025: 15 to 90 days) credit terms.

The amount due to a related party is the amount due to a company in which certain directors of the Company have substantial financial interests. The amount is unsecured, non-interest bearing and repayable on demand except for the trade balance which is subject to normal credit terms.

The amount due to a subsidiary is unsecured, non-interest bearing and repayable on demand.

13. RETIREMENT BENEFIT OBLIGATIONS

The Group operates an unfunded, defined benefit plan – Retirement Benefit Scheme (“the Scheme”) for its Executive Chairman. Under the Scheme, the Executive Chairman is entitled to retirement benefits upon attaining the retirement age. The Group’s obligation under the Scheme is determined based on the latest actuarial valuation issued by an independent actuary.

The present value of the defined benefit plan is represented as follows:

	GROUP	
	2026 RM	2025 RM
Balance at beginning	-	3,410,661
Recognised in profit or loss		
- Reversal	-	(1,146,261)
Benefit paid	-	(2,264,400)
Balance at end	-	-

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14. CONTRACT LIABILITIES

	GROUP	
	2026 RM	2025 RM
Balance at beginning	987,428	2,031,896
Revenue recognised during the year	(862,322)	(2,031,896)
Deposits received during the year	-	987,428
Reversal during the year	(125,106)	-
Balance at end	-	987,428

Contract liabilities represent deposits received from customers in advance for sales orders before commencing production activity. The deposits will be reversed and recognised as revenue upon satisfying the performance obligation.

All deposits received are expected to be recognised as revenue within one year from the date of receipt.

15. REVENUE

15.1 Disaggregated revenue information

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Continuing operations:				
Sales of goods recognised at a point in time upon delivery of goods to the customers	188,444,438	21,833,752	-	-
Discontinued operation:				
Sales of goods recognised at a point in time upon delivery of goods to the customers	-	13,869	-	-
Revenue from contracts with customers	188,444,438	21,847,621	-	-
Gross dividend income from subsidiaries, representing other revenue	-	-	-	11,027,161
Total revenue	188,444,438	21,847,621	-	11,027,161
Geographical markets				
Asia Pacific	283,447	2,752,254	-	-
Africa	2,952,506	4,969,157	-	-
Europe	-	4,228,189	-	-
United States of America	332,333	4,232,668	-	-
Oceania	134,311	-	-	-
Malaysia	184,741,841	5,665,353	-	-
Total revenue from contracts with customers	188,444,438	21,847,621	-	-

NOTES TO THE FINANCIAL STATEMENTS

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15. REVENUE (CONT'D)

15.2 Performance obligations

The performance obligations of the Group's revenue have been disclosed in the material accounting policy information below.

Material accounting policy information

Revenue from sale of goods is recognised at a point in time when control of the goods is transferred to the customer, generally on delivery of the goods.

16. (LOSS)/PROFIT BEFORE TAX

This is arrived at:

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Continuing operations:				
After charging:				
Auditors' remuneration				
- Statutory audit				
- Grant Thornton Malaysia PLT ("GTM")				
- current year	115,000	88,000	45,000	43,000
- Assurance related services				
- GTM	6,000	4,000	6,000	4,000
Directors' fees				
- Executive directors of the Company				
- Present directors	-	21,667	-	6,667
- Former directors	20,000	15,416	-	15,416
- Non-executive directors of the Company				
- Present directors	11,000	40,750	11,000	40,750
- Former directors	21,323	21,000	21,323	21,000
Fair value loss on other investment	9,773	-	-	-

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16. (LOSS)/PROFIT BEFORE TAX (CONT'D)

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Interest expenses on:				
- finance lease liabilities	4,740	10,372	-	-
Loss on disposal of other investment	-	14,653	-	105,889
Net realised loss on foreign exchange	24,404	439,149	-	-
Rental expenses	1,112,052	876,710	-	-
*Staff costs	2,103,866	3,789,911	-	8,906
And crediting:				
Dividend income	60,000	122,793	60,000	122,793
Fair value gain on other investments	-	236,876	26,000	236,876
Gain on disposal of non-current assets held for sale	-	31,298,919	-	18,086,667
Gain on disposal of other investment	479,638	-	458,930	-
Gain on disposal of property, plant and equipment	1,635,146	1,162,554	-	-
Interest income	422,956	749,488	408,156	637,643
Net unrealised gain on foreign exchange	-	227,209	-	-
Rental income	-	32,000	-	-
Discontinued operation:				
After charging:				
Auditors' remuneration				
- Statutory audit				
- GTM	-	1,916	-	-
*Staff costs	-	289,308	-	-
And crediting:				
Fair value gain on investments	-	12,738	-	-
Interest income	-	4,776	-	-
Net realised gain on foreign exchange	-	23,851	-	-
*Staff costs				
Continuing operations:				
- Salaries, allowances and bonus	1,800,100	4,329,438	-	4,710
- Defined contribution plan ("EPF")	291,798	555,081	-	4,196
- Social security contributions ("SOCSSO")	10,828	47,791	-	-
- Employment insurance scheme ("EIS")	1,140	3,862	-	-
- Reversal of defined benefit plan	-	(1,146,261)	-	-
Total staff costs from continuing operations	2,103,866	3,789,911	-	8,906

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16. (LOSS)/PROFIT BEFORE TAX (CONT'D)

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Discontinued operation:				
- Salaries, allowances and bonus	-	256,277	-	-
- EPF	-	29,970	-	-
- SOCSO	-	2,826	-	-
- EIS	-	235	-	-
Total staff costs from discontinued operation	-	289,308	-	-
Total staff costs	2,103,866	4,079,219	-	8,906

Directors' emoluments

Included in the staff costs are directors' emoluments as shown below:

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Directors of the Company:				
- Salaries, allowances and bonus	764,125	507,210	-	4,710
- EPF	133,077	101,702	-	4,196
- SOCSO	2,237	1,387	-	-
- EIS	255	158	-	-
- Reversal of defined benefit plan	-	(1,146,261)	-	-
	899,694	(535,804)	-	8,906

The directors' emoluments can be further analysed as:

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Directors of the Company:				
- Present directors	222,456	605,690	-	4,140
- Former directors	677,238	4,767	-	4,766
	899,694	610,457	-	8,906

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16. (LOSS)/PROFIT BEFORE TAX (CONT'D)

Directors' emoluments (Cont'd)

The estimated money value of benefits-in-kind received or receivable by the directors of the Company during the financial year as shown below:

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Directors of the Company:				
- Present directors	1,467	25,295	-	-
- Former directors	14,188	-	-	-
	15,655	25,295	-	-

17. TAXATION

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Continuing operation:				
Malaysian income tax				
Based on results for the financial year				
- Current tax	(856,035)	(406,461)	(127,500)	(149,461)
- Real property gains tax	(88,125)	(560,670)	-	-
- Capital gains tax	-	(778,000)	-	(778,000)
- Deferred tax relating to origination and reversal of temporary differences	-	(46,841)	-	-
	(944,160)	(1,791,972)	(127,500)	(927,461)
Over/(Under) provision in prior year	62,839	(230)	(584)	-
Total income tax expenses from continuing operations	(881,321)	(1,792,202)	(128,084)	(927,461)

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17. TAXATION (CONT'D)

The reconciliation of taxation of the Group and of the Company is as follows:

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
(Loss)/Profit before tax, continuing operations	(816,017)	22,372,984	(4,749,446)	12,145,388
Loss before tax, discontinued operation	-	(786,441)	-	-
(Loss)/Profit before tax	(816,017)	21,586,543	(4,749,446)	12,145,388
Income tax at Malaysian statutory tax rate of 24%	195,843	(5,180,770)	1,139,867	(2,914,893)
Income not subject to income tax	134,983	7,209,440	130,783	7,073,639
Expenses not deductible for tax purposes	(666,573)	(822,011)	(1,398,150)	(4,308,207)
Deferred tax asset not recognised	(520,288)	(1,659,961)	-	-
Real property gains tax	(88,125)	(560,670)	-	-
Capital gains tax	-	(778,000)	-	(778,000)
	(944,160)	(1,791,972)	(127,500)	(927,461)
Over/(Under) provision in prior year	62,839	(230)	(584)	-
	(881,321)	(1,792,202)	(128,084)	(927,461)

The deferred tax assets are made up of tax effect on temporary differences arising from:

	GROUP	
	2026 RM	2025 RM
Deferred tax recognised:		
Property, plant and equipment	-	(28,708)
Unabsorbed capital allowances	-	28,708
	-	-

Deferred tax assets not recognised

As at reporting date, the Group has the following deferred tax assets (stated at gross) which are not recognised in the financial statements because it is not probable that future taxable income will be available to allow the deferred tax assets to be utilised:

	GROUP	
	2026 RM	2025 RM
Unused tax losses	24,761,938	21,306,317
Unabsorbed capital allowances	3,174,492	4,462,247
Unabsorbed reinvestment allowance	2,023,237	2,023,237
	29,959,667	27,791,801

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17. TAXATION (CONT'D)

The unused tax losses can be carried forward for ten consecutive years of assessment immediately following that year of assessment ("YA") of which tax losses was incurred. Unabsorbed reinvestment allowance at the end of the qualifying reinvestment allowance period of fifteen years can be carried forward for seven consecutive YAs. However, unabsorbed capital allowances can be carried forward indefinitely.

The unabsorbed reinvestment allowance and unused tax losses will be disregarded in the following YAs:

	GROUP	
	2026 RM	2025 RM
YA 2026	1,081,424	1,081,424
YA 2028	58,683	58,683
YA 2029	511,110	511,110
YA 2030	4,342,889	4,342,889
YA 2031	3,308,567	3,308,567
YA 2033	202,516	202,516
YA 2034	722,696	722,696
YA 2035	3,522,158	3,522,158
YA 2036	9,579,511	9,579,511
YA 2037	3,455,621	-
	26,785,175	23,329,554

18. DISCONTINUED OPERATION

On 24 August 2023, the Company has entered into a conditional share sale agreement with Guan Kok Beng, Guan Shaw Yin and Guan Shaw Kee, the directors/former directors of the Company, for the proposed disposal of 2,600,000 ordinary shares and 15,000,000 non-cumulative shares redeemable convertible preference shares in Dynaspan Furniture Sdn. Bhd. ("DFSB"), representing the entire equity interest of the Company in DFSB, for a total disposal consideration of RM38,900,000.

As at 31 May 2024, the assets and liabilities of DFSB have been presented on the consolidated statements of financial position as assets and liabilities held for sales and results from DFSB is presented separately on the consolidated statements of profit or loss and other comprehensive income as discontinued operation. The carrying amount of the investment in DFSB has also been presented as a non-current asset held for sales on the Company's statement of financial position as at 31 May 2024.

The disposal transaction was completed on 2 July 2024.

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18. DISCONTINUED OPERATION (CONT'D)

Statement of Profit or Loss and Other Comprehensive Income

The results of DFSB are as follows:

	GROUP 2025 RM
Revenue	13,869
Cost of sales	(676,444)
Gross loss	(662,575)
Other income	40,810
Administrative expenses	(169,213)
Other operating expenses	(239)
Loss from operations	(791,217)
Finance income	4,776
Loss before tax	(786,441)
Taxation	-
Loss net of tax	(786,441)

19. (LOSS)/EARNINGS PER SHARE

(i) Basic (loss)/earnings per share

Basic (loss)/earnings per share is calculated by dividing the (loss)/profit attributable to owners of the Company for the financial year by the weighted average number of ordinary shares in issue during the financial year as follows:

	GROUP	
	2026 RM	2025 RM
(Loss)/Profit attributable to owners of the Company		
- Continuing operations	(1,697,338)	20,580,782
- Discontinued operation	-	(786,441)
	(1,697,338)	19,794,341
Weighted average number of ordinary shares in issue	44,421,700	44,421,700
Basic (loss)/earnings per share (sen)		
- Continuing operations	(3.82)	46.33
- Discontinued operation	-	(1.77)
	(3.82)	44.56

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19. (LOSS)/EARNINGS PER SHARE (CONT'D)**(ii) Diluted (loss)/earnings per share**

The (loss)/earnings per share is not diluted as the Company does not have any dilutive potential ordinary shares as at the end of the reporting period.

20. DIVIDENDS

	GROUP/COMPANY	
	2026 RM	2025 RM
In respect of the financial year ended 31 May 2025:		
- Special dividend of RM0.20 per ordinary share	-	8,884,340
- Interim single-tier dividend of RM0.05 per ordinary share	-	2,221,085
	-	11,105,425

The Directors do not propose any final dividend for the current financial year.

21. CAPITAL COMMITMENT

The Group and the Company have no capital commitments as at the end of the reporting period.

22. RELATED PARTY DISCLOSURES**(i) Identity of related parties**

The Group have related parties relationship with its subsidiaries, key management personnel and the following party:

Related parties	Relationship
Dynaspan Furniture Sdn. Bhd.	A company in which a director of the Company has substantial financial interests.
EC Excel Wire Sdn. Bhd.	A company in which a director of the Company has substantial financial interests.

(ii) Related party transactions

In addition to the related party information disclosed elsewhere in the financial statements, the following significant transaction took place during the financial year.

	GROUP	
	2026 RM	2025 RM
Purchase from related parties	167,612,820	10,869,642
Rental charge by a related party	526,026	876,710
Transportation fee charge by a related party	1,000	-

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

22. RELATED PARTY DISCLOSURES (CONT'D)

(iii) Compensation of key management personnel

Key management personnel are those persons including directors having authority and responsibility for planning, directing and controlling the activities of the Group, directly or indirectly.

The remuneration of directors is disclosed in Note 16 to the financial statements. The Group does not have any members of key management personnel.

23. SEGMENTAL INFORMATION

The Group is principally engaged in the manufacturing and trading of furniture and wood-based products, trading of batteries and related products, and the retail and wholesale of construction materials.

The Group's chief operating decision maker, reviews the operating results of the Group as a whole for the purpose of making decisions about resource allocation and performance assessment. Accordingly, the Group has identified one reportable operating segment, namely the trading segment.

Geographical segments

Revenue and non-current assets information based on the geographical location of customers and non-current assets respectively are as follows:

	Revenue		Non-current assets*	
	2026 RM	2025 RM	2026 RM	2025 RM
Malaysia	184,741,841	5,665,353	1,067,679	1,358,265
Asia Pacific	283,447	2,752,254	-	-
Africa	2,952,506	4,969,157	-	-
Europe	-	4,228,189	-	-
United States of America	332,333	4,232,668	-	-
Oceania	134,311	-	-	-
	188,444,438	21,847,621	1,067,679	1,358,265

* Non-current assets comprise of property, plant and equipment.

Information about major customers

Total revenue from 2 (2025: 1) major customers which individually contributed to 10% or more of the Group's revenue amounted to **RM63,247,727** (2025: RM3,429,911).

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

24. FINANCIAL INSTRUMENTS

24.1 Categories of financial instruments

The table below provides an analysis of financial instruments categorised as amortised cost ("AC"), FVTPL and FVOCI.

	Carrying amount RM	AC RM	FVTPL RM	FVOCI RM
GROUP				
2026				
Financial assets				
Trade and other receivables excluding prepayments	56,981,179	56,981,179	-	-
Other investments	24,000	-	24,000	-
Cash and bank balances	13,614,619	13,614,619	-	-
	70,619,798	70,595,798	24,000	-
Financial liabilities				
Trade and other payables	31,659,314	31,659,314	-	-
Borrowings	50,569	50,569	-	-
	31,709,883	31,709,883	-	-
2025				
Financial assets				
Trade and other receivables excluding prepayments	6,189,191	6,189,191	-	-
Other investments	3,555,304	-	1,599,304	1,956,000
Cash and bank balances	30,576,138	30,576,138	-	-
	40,320,633	36,765,329	1,599,304	1,956,000
Financial liabilities				
Trade and other payables	5,704,303	5,704,303	-	-
Borrowings	193,412	193,412	-	-
	5,897,715	5,897,715	-	-

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

24. FINANCIAL INSTRUMENTS (CONT'D)

24.1 Categories of financial instruments (Cont'd)

	Carrying amount RM	AC RM	FVTPL RM	FVOCI RM
COMPANY				
2026				
Financial assets				
Trade and other receivables excluding prepayments	4,014,875	4,014,875	-	-
Cash and bank balances	6,347,667	6,347,667	-	-
	10,362,542	10,362,542	-	-
Financial liability				
Trade and other payables	58,861	58,861	-	-
2025				
Financial assets				
Trade and other receivables excluding prepayments	4,012,034	4,012,034	-	-
Other investments	1,956,000	-	-	1,956,000
Cash and bank balances	29,004,901	29,004,901	-	-
	34,972,935	33,016,935	-	1,956,000
Financial liability				
Trade and other payables	48,149	48,149	-	-

24.2 Financial risk management

The Group and the Company 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, interest rate risk, foreign currency risk and equity price risk. The Group operates within clearly defined guidelines that are approved by the Board and the Group's policy is not to engage in speculative activities.

24.3 Credit risk

Credit risk refers to the risk that the counterparty will default on its contractual obligations resulting in financial loss to the Group and to the Company. The Group's exposure to credit risk arises principally from its trade receivables whilst the Company's exposure to credit risk arises principally from financial guarantees provided to financial institutions in respect of credit facilities granted to the subsidiaries. For other financial assets (including short term investments and cash and cash equivalents), the Group and the Company minimise credit risk by dealing exclusively with high credit rating counterparties.

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

24. FINANCIAL INSTRUMENTS (CONT'D)

24.3 Credit risk (Cont'd)

24.3.1 Trade receivables

The Group gives its customers credit terms that range between **7 to 60 days** (2025: 30 to 90 days). Credit period extended to its customers is based on careful evaluation of the customers' financial condition and credit history. Receivables are monitored on an ongoing basis via Group's management reporting procedures and action will be taken for long outstanding debts. In order to further minimise its exposure to credit risk, the Group requires deposits from the customers.

The maximum exposure to credit risk arising from trade receivables is represented by the carrying amount in the statements of financial position.

The ageing analysis of trade receivables of the Group at the end of the reporting period is as follows:

	GROUP	
	2026 RM	2025 RM
Not past due	16,702,854	2,721,806
1 to 30 days past due	34,123,048	376,605
31 to 60 days past due	5,252,170	192,265
61 to 90 days past due	73,093	1,186
More than 90 days past due	454,286	959
	39,902,597	571,015
	56,605,451	3,292,821

Trade receivables that are neither past due nor impaired are creditworthy customers with good payment record with the Group. None of the Group's trade receivables that are neither past due nor impaired has been renegotiated during the financial year.

The Group has trade receivables amounting to **RM39,902,597** (2025: RM571,015) that are past due but not impaired as the management is of the view that these debts will be collected in due course.

The Group has significant concentration of credit risk in the form of outstanding balances due from **5 customers** (2025: 3 customers) representing **75%** (2025: 37%) of the total trade receivables.

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

24. FINANCIAL INSTRUMENTS (CONT'D)

24.3 Credit risk (Cont'd)

24.3.1 Trade receivables (Cont'd)

Maximum exposure to credit risk

The Group regards the entire trade receivables to be low risk.

In managing the credit risk of the trade receivables, the Group manages its debtors and takes appropriate actions (including but not limited to legal actions) to recover long overdue balances. The Group measures the allowance for expected credit losses of trade receivables at an amount equal to lifetime ECL using a simplified approach. The expected credit losses on trade receivables are estimated based on past default experience and an analysis of the trade receivables' current financial position, adjusted for factors that are specific to the trade receivables such as liquidation and bankruptcy. Forward looking information such as country risk assessment has been incorporated in determining the expected credit losses.

Trade receivables are usually collectable and the Group does not have much material historical bad debts written off or impairment of trade receivables. There are circumstances where the settlement of trade receivables will take longer than the credit terms given to the customers. The delay in settlement is mainly due to disagreement of pricing and quality issue or administrative matter. No expected credit losses is provided during the financial year based on the above assessment as the impact to the Group's financial statements is not material.

24.4 Liquidity risk

Liquidity risk is the risk that the Group and the Company will not be able to meet their financial obligations as and when they fall due. The Group and the Company actively manage their debt maturity profile, operating cash flows and availability of funding so as to ensure that all repayment and funding needs are met. As part of their overall prudent liquidity management, the Group and the Company maintain sufficient levels of cash and cash equivalents to meet their working capital requirements.

The table below summarises the maturity profile of the Group's and of the Company's financial liabilities as at the end of the reporting period based on the undiscounted contractual payments:

	Carrying amount RM	Contractual cash flows RM	Within one year RM	More than one year and less than five years RM
GROUP				
2026				
Non-derivative financial liabilities				
Trade and other payables	31,659,314	31,659,314	31,659,314	-
Borrowings	50,569	51,278	51,278	-
Total undiscounted financial liabilities	31,709,883	31,710,592	31,710,592	-

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

24. FINANCIAL INSTRUMENTS (CONT'D)

24.4 Liquidity risk (Cont'd)

	Carrying amount RM	Contractual cash flows RM	Within one year RM	More than one year and less than five years RM
2025				
<i>Non-derivative financial liabilities</i>				
Trade and other payables	5,704,303	5,704,303	5,704,303	-
Borrowings	193,412	198,861	147,583	51,278
Total undiscounted financial liabilities	5,897,715	5,903,164	5,851,886	51,278

COMPANY

2026

Non-derivative financial liabilities

Trade and other payables, representing total undiscounted financial liabilities	58,861	58,861	58,861	-
2025				
<i>Non-derivative financial liabilities</i>				
Trade and other payables, representing total undiscounted financial liabilities	48,149	48,149	48,149	-

24.5 Interest rate risk

The Group's fixed rate instruments are exposed to a risk of change in its fair value due to changes in interest rates. The Group does not have any floating rate instruments.

The interest rate profile of the Group's interest-bearing financial instruments based on the carrying amount as at the end of the reporting period is as follows:

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Fixed rate instruments				
Financial assets	4,265,051	28,000,000	5,044	28,000,000
Financial liabilities	50,569	193,412	-	-

Sensitivity analysis for fixed rate instruments

The Group does not account for any fixed rate financial assets and financial liabilities at fair value through profit or loss, and the Group does not designate derivatives as hedging instruments under a fair value hedge accounting model. Therefore, a change in interest rates at the end of the reporting period would not affect profit or loss.

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

24. FINANCIAL INSTRUMENTS (CONT'D)

24.6 Foreign currency risk

The objectives of the Group's foreign exchange policy are to allow the Group to manage exposures that arise from trading activities effectively within a framework of controls that does not expose the Group to unnecessary foreign exchange risks.

The Group is exposed to foreign currency risk mainly on sales, purchases and borrowings that are denominated in currencies other than the functional currency of the Group entities. The currency giving rise to this risk is primarily United States Dollar ("USD").

Sensitivity analysis for foreign currency risk

The following table demonstrates the sensitivity to a reasonably possible change in the foreign currency exchange rates against Ringgit Malaysia, with all other variables held constant, of the Group's profit before tax. A 10% strengthening of RM against the following currencies at the end of the reporting period would have increased in profit before tax and decreased in equity by the amount shown below and a corresponding weakening would have an equal but opposite effect. This analysis is based on foreign currency exchange rate variances that the Group considered to be reasonably possible at the end of the reporting period.

	2026 RM
USD	
Increase in loss before tax	207
Decrease in equity	157
	2025 RM
USD	
Decrease in profit before tax	69,952
Decrease in equity	53,164

24.7 Equity price risks

Equity price risk is the risk that the fair value or future cash flows of the Group's and of the Company's financial assets designated at FVTPL and FVOCI will fluctuate because of changes in market prices. Equity price risk arises from the Group's and the Company's short term investments funds with a licensed bank and investment in quoted shares in Malaysia.

Management of the Group and of the Company monitors the investment funds, investment in quoted shares in Malaysia and the material investments within the portfolio on an individual basis and all buy and sell decisions are approved by the Board of Directors of the Company.

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

24. FINANCIAL INSTRUMENTS (CONT'D)

24.7 Equity price risks (Cont'd)

Sensitivity analysis for equity price risk

A 5% increase in the quoted prices of the investment at the end of the reporting period would have impacted on profit before tax and equity by the amount shown below, and a decrease would have an equal but opposite effect, arising as a result of higher/lower fair value gain on short-term investment funds.

	GROUP		COMPANY	
	2026 RM	2025 RM	2026 RM	2025 RM
Increase in profit before tax, continuing operations	1,200	79,965	-	-
Increase in equity	1,200	177,765	-	97,800

25. FAIR VALUE MEASUREMENT

The carrying amounts of the Group's and of the Company's financial assets (other than investments) and financial liabilities as at the end of the reporting period approximate their fair values due to their short-term nature.

The carrying amounts of the non-current portion of finance lease liabilities are reasonable approximation of fair values due to the insignificant impact of discounting.

25.1 Financial assets that are measured at fair value on a recurring basis

The table below analyses financial instruments measured at fair value at the end of the reporting period, by the level in the fair value hierarchy:

	Level 1 RM	Level 2 RM	Level 3 RM	Total RM	Carrying amount RM
GROUP					
2026					
Financial asset					
Other investments	24,000	-	-	24,000	24,000
2025					
Financial asset					
Other investments	3,555,304	-	-	3,555,304	3,555,304
COMPANY					
2025					
Financial asset					
Other investments	1,956,000	-	-	1,956,000	1,956,000

NOTES TO THE FINANCIAL STATEMENTS

31 May 2026

25. FAIR VALUE MEASUREMENT (CONT'D)

25.1 Financial assets that are measured at fair value on a recurring basis (Cont'd)

Level 1 fair value

Level 1 fair value of the other investments is derived by reference to their quoted market prices in active markets at the end of the reporting period.

Policy on transfer between levels

The fair value of an asset to be transferred between levels is determined as at the date of the event or change in circumstances that caused the transfer. There were no transfers between level 1, level 2 and level 3 during the financial year.

26. CAPITAL MANAGEMENT

The primary objective of the Group's capital management policy is to maintain a strong capital base to support its business and to maximise shareholders' value.

The Group and the Company manage their capital structure and make adjustments to it in the light of changes in economic conditions or expansion of the Group and of the Company. The Group and the Company may adjust the capital structure by issuing new shares, returning capital to shareholders or adjusting the amount of dividends to be paid to its shareholders or sell assets to reduce debts. No changes were made in the objective, policy and process during the financial year under review as compared to the previous financial year.

The Group consider its total equity and total loans and borrowings to be the key components of their capital structure. The Group monitors capital using a debt-to-equity ratio, which is calculated as net debts divided by total equity as follows:

	GROUP	
	2026 RM	2025 RM
Total borrowings	50,569	193,412
Less: Cash and bank balances	(13,614,619)	(30,576,138)
Net cash	(13,564,050)	(30,382,726)
Total equity	41,209,160	42,906,498
Gearing ratio	N/A	N/A

N/A – not applicable as net cash position

DISCLOSURE OF FINANCIAL DATA FOR SHARIAH SCREENING

Pursuant to Paragraph 9.25A of the Main Market Listing Requirements, below are the financial data that are relevant for purpose of Shariah screening by the Shariah Advisory Council of the Securities Commission Malaysia. These include financial data on Shariah non-permissible income arising from the Group's business activities and interest-based financial position.

(A) Group Total Income and Total Assets

Total Income	Remarks	Group	
		2026 (RM)	2025 (RM)
Revenue		188,444,438	21,833,752
Other Income		2,306,316	30,541,406
Finance Income		422,956	749,488
Dividend income		60,000	122,793
Total		191,233,710	53,247,439
Total Assets		73,110,989	49,905,679

(B) Business Activities

Shariah Non-Compliant Activities	Remarks	Group	
		2026 (RM)	2025 (RM)
Dividend income received from conventional shares and instruments		60,000	122,793
Interest income	Conventional	41,746	163,124
Total		101,746	285,917

(i) Cash Component

Islamic Account/Instruments	Remarks	Group	
		2026 (RM)	2025 (RM)
Cash in hand		15,705	52,530
Cash at bank (exclude cash in hand)		275,063	1,209,045
Total		290,768	1,261,575
Conventional Account/Instruments			
Cash at bank (exclude cash in hand)		9,058,800	1,314,563
Deposits with licensed bank		4,265,051	28,000,000
Total		13,323,851	29,314,563

(ii) Debt Component Group

		Group	
Conventional Borrowing	Remarks	2026 (RM)	2025 (RM)
Current			
Hire purchase payables		50,569	142,843
Non-Current			
Hire purchase payables		-	50,569
Total		50,569	193,412

ANALYSIS OF SHAREHOLDINGS

As at 28 August 2026

Total number of Issued Shares : 44,421,700 Ordinary Shares
 Class of Shares : Ordinary Shares
 Voting Rights : One vote per Ordinary Share

DISTRIBUTION OF SHAREHOLDINGS AS AT 28 AUGUST 2026

Category	No. of Shareholders	% of Shareholders	No. of Shares	% of Shares
Less than 100	24	3.084	375	0.000
100 – 1,000	445	57.197	396,925	0.893
1,001 – 10,000	220	28.277	960,300	2.161
10,001 – 100,000	67	8.611	2,342,100	5.272
100,001 – less than 5% of issued shares	21	2.699	7,659,200	17.242
5% and above of issued shares	1	0.128	33,062,800	74.429
Total	778	100	44,421,700	100

LIST OF SUBSTANTIAL SHAREHOLDERS AS AT 28 AUGUST 2026

No.	Name	Direct		Indirect	
		No. of Shares	%	No. of Shares	%
1.	EC SYNERGY (M) SDN BHD	33,062,800	74.429	-	-

DIRECTOR'S INTERESTS IN SHARES AS AT 28 AUGUST 2026

No.	Name	Direct		Indirect	
		No. of Shares	%	No. of Shares	%
1.	NG HENG HONG	-	-	33,062,800	74.429 ^(a)

Notes:

^(a) Deemed interested by virtue of his interest in EC Synergy (M) Sdn Bhd pursuant to Section 8 of the Companies Act 2016.

30 LARGEST SHAREHOLDERS AS AT 28 AUGUST 2026

No.	Shareholders	Shareholdings	%
1.	AMSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT - AMBANK (M) BERHAD FOR EC SYNERGY (M) SDN BHD	33,062,800	74.429
2.	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR OON BOON KHONG	1,210,000	2.723
3.	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR NG BENG HOO	1,160,600	2.612
4.	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LEE HAI PENG	590,000	1.328

ANALYSIS OF SHAREHOLDINGS

As at 28 August 2026

No.	Shareholders	Shareholdings	%
5.	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR HENG CHANG HOOI	552,400	1.243
6.	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHOW KIAN HUNG	410,000	0.922
7.	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR POR TEONG ENG	386,900	0.870
8.	PHILLIP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR YAP FOOK CHOY (DATO')	360,000	0.810
9.	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR OOI YOUK LAN	348,400	0.784
10.	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR KHOR KAI FU	345,500	0.777
11.	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR POR TEONG ENG	292,500	0.658
12.	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR WONG PAK YII	255,000	0.574
13.	RHB NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LOK AI TEE	254,300	0.572
14.	PHILLIP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR OOI YOUK LAN	220,000	0.495
15.	LOW KUM MOON	200,000	0.450
16.	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LEE KEAN LENG	196,600	0.442
17.	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR WONG PAK ZEN	188,500	0.424
18.	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LEE KEAN LENG	179,200	0.403
19.	TA NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHEONG KUANG HUANG	155,000	0.348
20.	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR WONG MEE LENG	141,000	0.317
21.	AFFIN HWANG NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR NG LEE CHIN	108,300	0.243
22.	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHIAU SHENG YONG	105,000	0.236

ANALYSIS OF SHAREHOLDINGS

As at 28 August 2026

No.	Shareholders	Shareholdings	%
23.	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LOK BOON CHENG	98,200	0.221
24.	AMSEC NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR WONG WOON CHEOW	96,700	0.217
25.	MUN CHEE LENG	96,000	0.216
26.	LIM SOON HUAT	92,000	0.207
27.	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR CHIAU HAW CHOON	91,700	0.206
28.	MAYBANK NOMINEES (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR LIEW JOR HO	81,000	0.182
29.	M & A NOMINEE (TEMPATAN) SDN BHD PLEDGED SECURITIES ACCOUNT FOR OOI CHEN SENG	80,000	0.180
30.	WONG KIONG @ WONG SUN CHONG	80,000	0.180
TOTAL :		41,437,600	93.282

NOTICE OF THIRTY-FIRST (31ST) ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN that the Thirty-First (31st) Annual General Meeting (“AGM”) of Eurospan Holdings Berhad will be held on Friday, 30 October 2026 at 3:00p.m., or any adjournment thereof at Cafe De White House (1st Floor), A583, Jln Teluk Sisek, Taman Selamat, 25050 Kuantan, Pahang, Malaysia for the following purposes:

AGENDA

AS ORDINARY BUSINESS

- | | | |
|-----|---|---------------------------------------|
| 1. | To receive the Audited Financial Statements of the Group and the Company for the financial year ended 31 May 2026 together with the Directors’ and Auditors’ Reports thereon. | (Please refer to Explanatory Notes 1) |
| 2. | To approve the payment of Directors’ fees and benefits up to RM48,000 from 31 October 2026 until the conclusion of the next Annual General Meeting. | Resolution 1 |
| 3. | To re-elect the following Directors retiring pursuant to Clause 140 of the Company’s Constitution and being eligible, offered themselves for re-election: | |
| 3.1 | Mr. Ng Heng Hong | Resolution 2 |
| 3.2 | Datuk Seri Tan Choon Hwa | Resolution 3 |
| 4. | To re-elect the following Directors retiring pursuant to Clause 145 of the Company’s Constitution and being eligible, offered themselves for re-election: | |
| 4.1 | Mr. Sim Kay Wah | Resolution 4 |
| 4.2 | Professor Dr. Ting Wei Kiong | Resolution 5 |
| 5. | To re-appoint Messrs. Grant Thornton Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration. | Resolution 6 |

AS SPECIAL BUSINESS

To consider, and if thought fit, to pass the following Ordinary Resolutions:

- | | | |
|----|--|--------------|
| 6. | AUTHORITY TO ISSUE SHARES BY THE COMPANY PURSUANT TO SECTIONS 75 AND 76 OF THE COMPANIES ACT 2016 | Resolution 7 |
|----|--|--------------|

“THAT subject always to the Companies Act 2016 (“the Act”), and approvals from any other governmental/regulatory authorities, the Directors of the Company be and are hereby empowered, pursuant to Sections 75 and 76 of the Act, to issue shares in the Company at any time and upon such terms and conditions and for such purposes as the Directors of the Company may, in their absolute discretion, deem fit provided that the aggregate number of shares to be issued pursuant to this resolution does not exceed 10% of the total number of issued shares of the Company at the time of submission to the authority AND THAT the Directors of the Company be and are hereby empowered to obtain the approval for the listing of and quotation for the additional shares so issued on Bursa Malaysia Securities Berhad (“Bursa Securities”) AND FURTHER THAT such authority shall continue to be in force until the conclusion of the next Annual General Meeting of the Company.

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

NOTICE OF THIRTY-FIRST (31ST) ANNUAL GENERAL MEETING

7. **PROPOSED RENEWAL OF EXISTING SHAREHOLDERS' MANDATE FOR RECURRENT RELATED PARTY TRANSACTIONS OF A REVENUE OR TRADING NATURE**

Resolution 8

"THAT approval be and is hereby given to the Company and its subsidiary(ies) ("Group") to enter into and give effect to the recurrent related party transactions of a revenue or trading nature ("RRPT") with the specified classes of related parties as specified in Section 2.4 of the Circular to Shareholders dated 30 September 2026, provided that:

- (a) such arrangements and/or transactions are necessary for the Group's day-to-day operations;
- (b) such arrangements and/or transactions undertaken are in the ordinary course of business, at arm's length basis and on normal commercial terms which are not more favourable to the related parties than those generally available to third party;
- (c) such arrangements and/or transactions are not detrimental to the minority shareholders of the Company; and
- (d) the disclosure is made in the annual report on the aggregate value of transactions conducted pursuant to the shareholders' mandate during the financial year in relation to:
 - (i) the related transacting parties and their respective relationship with the Company; and
 - (ii) the nature of the recurrent transactions.

THAT such authority shall continue to be in force until:

- (a) the conclusion of the next Annual General Meeting ("AGM") unless the authority is renewed by a resolution passed at the next AGM; or
- (b) the expiration of the period within which the next AGM of the Company after that date is required to be held pursuant to Section 340(2) of the Act (but will not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or
- (c) revoked or varied by an ordinary resolution passed by the shareholders in a general meeting, whichever is the earlier.

AND THAT the Directors be and are hereby authorised to complete and do all such acts and things (including executing such documents as may be required to give effect to the transactions contemplated and/or authorised by this Ordinary Resolution)."

8. To transact any other business for which due notice shall have been given.

By order of the Board,

WONG YOUN KIM (MAICSA 7018778)
SSM Practicing Certificate No. 201908000410
Company Secretary

Petaling Jaya, Selangor
Dated : 30 September 2026

NOTICE OF THIRTY-FIRST (31ST) ANNUAL GENERAL MEETING

Notes:

1. For the purpose of determining a member who shall be entitled to attend, speak and vote at the AGM, the Company shall be requesting the Record of Depositors as at 21 October 2026. Only a depositor whose name appears on the Record of Depositors as at 21 October 2026 shall be entitled to attend the said meeting or appoint proxies to attend, speak and vote on his/her behalf.
2. A member entitled to attend and vote at this AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, speak and vote in his/her place. A proxy may but need not be a member of the Company.
3. Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each Securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
4. Where a member is an exempt authorised nominee, it may appoint multiple proxies for each omnibus account it holds.
5. The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or, if the appointer is a corporation, either under the Corporation's Common Seal or under the hand of an officer or attorney so authorised.
6. The Proxy Form must be deposited at the Share Registrar's office, Vistra Investor & Issuing House Services Sdn Bhd (formerly known as Tricor Investor & Issuing House Services Sdn Bhd) at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or may also submit the proxy form electronically via Vistra Share Registry and IPO (MY) portal ("Vistra SRMY Portal") at <https://srmy.vistra.com> not less than forty-eight (48) hours before the time set for holding the meeting or any adjournment thereof.
7. The lodging of the Proxy Form will not preclude you from attending, participating and voting remotely in person at the 31st AGM should you subsequently wish to do so, but if you do, your proxy(ies) shall be precluded from attending the 31st AGM. Please refer to the Administrative Guide for details of the submission of the Proxy Form.

EXPLANATORY NOTES

1. Audited Financial Statements for the financial year ended 31 May 2026

This Agenda item is meant for discussion only as under the provisions of Section 340(1)(a) of the Companies Act 2016, the audited financial statements do not require the approval of the shareholders. As such, this matter will not be put forward for voting.

2. Ordinary Resolution No. 1: Payment of Directors' Fees & Benefits

Pursuant to Section 230(1) of the Companies Act 2016, the shareholders' approval is sought for the proposed payment of Directors' Fees from 31 October 2026 until the conclusion of the next AGM and Benefits to the Non-Executive Directors ("NEDs"). The calculation of the benefits which include meeting allowance is based on the estimated number of scheduled and/or special Board and Board Committees' meetings and on the assumption that the number of NEDs in office until the next AGM remains the same.

3. Ordinary Resolutions No. 2 to 5: Re-election of Directors

Clause 140 of the Company's Constitution provides that an election of Directors shall take place each year at the annual general meeting of the Company where one third (1/3) of the Directors for the time being, or, if their number is not three (3) or a multiple of three (3), then the number nearest to one third (1/3) shall retire from office and be eligible for re-election. PROVIDED ALWAYS THAT all Directors shall retire from office once at least in each three (3) years but shall be eligible for re-election.

Clause 145 of the Company's Constitution provides that the Directors shall have power at any time to appoint any other person to be a Director, either to fill a casual vacancy or as an addition to the existing Board, but so that the total number of Directors shall not at any time exceed the maximum number. Any Director so appointed shall hold office only until the conclusion of the next annual general meeting and shall be eligible for re-election at such meeting. A Director retiring under this Article shall not be taken into account in determining the Directors or the number of Directors to retire by rotation at such meeting.

NOTICE OF THIRTY-FIRST (31ST) ANNUAL GENERAL MEETING

The Board through its Nominating Committee had assessed each of the retiring Directors, and considered the following factors in determining their eligibility for re-election:

- (a) the required mix of skills and experience;
- (b) the character, knowledge, expertise, professionalism, integrity and time availability;
- (c) the ability to discharge such responsibilities and functions as expected as Director; and
- (d) attendance at Board and Committee Meetings.

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

4. **Ordinary Resolution No. 6: Re-appointment of Auditors**

The Board and Audit Committee had, by way of their respective resolutions on 25 September 2026 recommended the re-appointment of Grant Thornton Malaysia PLT for the financial year ending 31 May 2027. Grant Thornton Malaysia PLT have met the criteria prescribed under the Paragraph 15.21 of the Main Market Listing Requirements and indicated their willingness to continue their services for the next financial year.

5. **Ordinary Resolution No. 7: Authority under Sections 75 And 76 of the Act**

The Ordinary Resolution 7 proposed under Item 6 above, if passed, is to give the Directors of the Company flexibility to issue and allot shares up to an amount not exceeding ten per centum (10%) of the Company's total number of issued share capital for the time being upon such terms and conditions and for such purposes and to such person or persons as Directors of the Company in their absolute discretion consider to be in the interest of the Company, without having to convene a separate general meeting so as to avoid incurring additional cost and time. The purpose of this general mandate is for possible fund-raising exercises including but not limited to further placement of shares for purposes of funding current and/or future investment projects, working capital and/or acquisitions.

The Board is of the opinion that the issue and allot shares up to an amount not exceeding ten per centum (10%) is in the best interest of the Company.

This authority, unless revoked or varied by the Company in a general meeting, will expire at the conclusion of the next AGM of the Company. This mandate would provide the Company the flexibility to raise fund, including but not limited to placing of shares to finance future investment(s), project(s), acquisition(s) and/or working capital without having to convene a general meeting.

6. **Ordinary Resolution No. 8: Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

The proposed Ordinary Resolution 8, if passed, will enable the Company and/or its subsidiary companies to enter into recurrent transactions involving the interest of Related Parties, which are necessary for the Group's day-to-day operations and undertaken at arm's length, subject to the transactions being carried out in the ordinary course of business and on terms not to the detriment of the minority shareholders of the Company. For more information, please refer to the Circular to Shareholders dated 30 September 2026.

STATEMENT ACCOMPANYING NOTICE OF 31ST ANNUAL GENERAL MEETING

(Pursuant to Paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad)

1. Details of individual who are standing for election as Directors (excluding Directors for re-election)

No individual is seeking election as Director at the 31st AGM of the Company.

The profiles of the Directors who are standing for re-election as per Ordinary Resolutions 2, 3, 4 and 5 of the Notice of 31st AGM are stated in the Directors' Profile section of the Annual Report 2026.

2. General mandate for issue of securities in accordance with Paragraph 6.03 of the Listing Requirements of Bursa Securities

The Company will seek shareholders' approval on the general meeting for issue of securities in accordance with Paragraph 6.03(3) of the Main Market Listing Requirements of Bursa Securities. Please refer to the Proposed Ordinary Resolution 7 as stated in the Notice of the 31st AGM of the Company for details.

ADMINISTRATIVE GUIDE FOR THE THIRTY-FIRST ANNUAL GENERAL MEETING (“31ST AGM”)

Day and Date : Friday, 30 October 2026
 Time : 3:00 p.m.
 Venue : Cafe De White House (1st Floor), A583, Jln Teluk Sisek, Taman Selamat, 25050 Kuantan, Pahang, Malaysia

Dear Shareholders of Eurospan Holdings Berhad (“Eurospan” or the “Company”),

REGISTRATION ON THE DAY OF 31ST AGM

1. Registration will commence at 2:00 p.m. and the registration counter will be closed when the meeting commences.
2. Please present your original National Registration Identity Card (“NRIC”) or Passport to the registration staff for verification. A photocopy of your NRIC or passport will not be accepted. Please ensure that the original NRIC or passport is returned to you thereafter.
3. Registration must be done in person. No person is allowed to register on behalf of another even with the original NRIC or passport of that other person.
4. The registration counter will handle the verification of identity, registration and revocation of proxy/proxies.

APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE

If a shareholder is not able to attend the 31st AGM on 30 October 2026, he/she can appoint a proxy or the Chairman of the meeting as his/her proxy and indicate the voting instructions in the Proxy Form.

Shareholders who appoint proxy(ies) to participate at the 31st AGM must ensure that the duly executed proxy forms are deposited in a hard copy form or by electronic means to Vistra Investor & Issuing House Services Sdn. Bhd. (*formerly known as Tricor Investor & Issuing House Services Sdn Bhd*) not later than **Wednesday, 28 October 2026 at 3:00 p.m.**

Any authority pursuant to which such an appointment is made by a power of attorney must be deposited with the Share Registrar of the Company at Vistra Investor & Issuing House Services Sdn Bhd, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively deposit the power of attorney in the drop-in boxes located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than **Wednesday, 28 October 2026 at 3:00 p.m.** to participate in the 31st AGM. A copy of the power of attorney may be accepted provided that it is certified notarially and/or in accordance with the applicable legal requirements in the relevant jurisdiction in which it is executed.

For a corporate member who has appointed a representative, please deposit the **ORIGINAL** certificate of appointment with the Share Registrar of the Company at Vistra Investor & Issuing House Services Sdn Bhd, at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur or alternatively deposit the certificate of appointment in the drop-in boxes located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia on/or before the 31st AGM to participate in the 31st AGM. The certificate of appointment should be executed in the following manner:

- (i) If the corporate member has a common seal, the certificate of appointment should be executed under seal in accordance with the constitution of the corporate member.
- (ii) If the corporate member does not have a common seal, the certificate of appointment should be affixed with the rubber stamp of the corporate member (if any) and executed by:-
 - (a) at least two (2) authorised officers, of whom one shall be a director; or
 - (b) any director and/or authorised officers in accordance with the laws of the country under which the corporate member is incorporated.

ADMINISTRATIVE GUIDE FOR THE THIRTY-FIRST ANNUAL GENERAL MEETING (“31ST AGM”)

APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE (CONT'D)

The appointment of a proxy may be made in hard copy form or by electronic means in the following manner and must be received by the Company not less than 48 hours before the time appointed for holding the 31st AGM and adjourned 31st AGM at which the person named in the appointment proposed to vote:

(i) In hard copy form

In the case of an appointment made in hard copy form, the Proxy Form must be deposited with the Share Registrar of the Company Vistra Investor & Issuing House Services Sdn Bhd, Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or alternatively deposit the proxy form in the drop-in boxes located at Unit G-3, Ground Floor, Vertical Podium, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia not later than **Wednesday, 28 October 2026 at 3:00 p.m.**

(ii) By electronic form

The proxy form can be electronically lodged with the Share Registrar of the Company via Vistra Share Registry and IPO (MY) portal (“Vistra SRMY Portal”) at <https://srmy.vistra.com> not later than **Wednesday, 28 October 2026 at 3:00 p.m.** and the procedures to submit your proxy form electronically are summarised below:

The procedures to submit your proxy form electronically via The Portal are summarised below:-

Procedure		Action
i. Steps for Individual Shareholders		
(a)	Register as a User at Vistra SRMY Portal	- Visit the website at https://srmy.vistra.com. - Click “Register” and select “Individual Holder” and complete the New User Registration Form. - For guidance, you may refer to the tutorial guide available on the homepage. - Once registration is completed, you will receive an email notification to verify your registered email address. - After verification, your registration will be reviewed and approved within one (1) working day. A confirmation email will be sent once approved. - Once you receive the confirmation, activate your account by creating your password. - If you are an existing user with Vistra SRMY Portal or our TIIH Online portal previously, you are not required to register again.
(b)	Proceed with submission of Proxy Form	- After the release of the Notice of Meeting by the Company, login with your email address and password. - Select the corporate event: EUROSPAN HOLDINGS BERHAD 31ST AGM. - Navigate to the 3 dots at the end of the corporate event and choose “SUBMISSION OF PROXY FORM”. - Read and agree to the Terms and Conditions and confirm the Declaration. - Indicate the number of shares assigned for your proxy(ies) to vote on your behalf. - Appoint your proxy(ies) and insert the required details of your proxy(ies) or appoint the Chairman as your proxy. - Indicate your voting instructions – FOR or AGAINST, otherwise your proxy will decide on your votes. - Review and confirm your proxy(ies) appointment. - Print the Proxy Form for your record.

ADMINISTRATIVE GUIDE FOR THE THIRTY-FIRST ANNUAL GENERAL MEETING (“31ST AGM”)

APPOINTMENT OF PROXY OR ATTORNEY OR CORPORATE REPRESENTATIVE (CONT'D)

Procedure	Action
ii. Steps for Corporation or Institutional Shareholders	
(a) Register as a User at Vistra SRMY Portal	- Visit the website at https://srmy.vistra.com - Click “Register” and select “Representative of Corporate Holder” and complete the New User Registration Form. - Complete the registration form with your personal details. - Once registration is completed, you will receive an email notification to verify your registered email address. - After verification, your registration will be reviewed and approved within two (2) working days. A confirmation email will be sent once approved. - Once you receive the confirmation, activate your account by creating your password. <i>Note:</i> The representative of a corporation or institutional shareholder must register as a user first in accordance with the above steps before he/she can subscribe to this corporate holder electronic proxy submission. Please contact our Share Registrar if you need clarifications on the user registration.
(b) Proceed with submission of Proxy Form	- Login to https://srmy.vistra.com with your email address and password. - Select the corporate event: “EUROSPAN HOLDINGS BERHAD 31ST AGM” - Navigate to the icon “>” at the end of the corporate event. - Read and agree to the Terms & Conditions and confirm the Declaration. - Select the corporate holder’s name. - Proceed to download the submission file. - Prepare the file for the appointment of proxy(ies) by inserting the required data. - Proceed to upload the duly completed proxy appointment file. - Select “Confirm” to complete your submission. - Print the confirmation report of your submission for your record.

Please ensure ALL the particulars as required in the Proxy Form are completed, signed and dated accordingly.

POLL VOTING

The voting will be conducted by poll in accordance with Paragraph 8.29A of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad. All resolutions set out in the Notice of the 31st AGM will be put to a vote by way of poll. A Poll Administrator will be appointed to conduct the polling process and an Independent Scrutineer will be appointed to verify the results of the poll.

NO AUDIO/VIDEO RECORDING OR PHOTOGRAPHY

Unauthorised recording, photography, storing in any retrieval systems, reproducing, transmitting, or uploading in any form, platform or social media or by any means whether it is mechanical, electronical, photocopying, recording or otherwise of the proceedings of the 31st AGM is strictly not allowed. The Company reserves the right to take appropriate legal action against anyone who violates this rule.

ENQUIRY

If you have any enquiries on the above, please contact our Share Registrar during office hours on Mondays to Fridays from 9.00 a.m. to 5.30 p.m. (except on public holidays):

Vistra Investor & Issuing House Services Sdn Bhd
(Formerly known as Tricor Investor & Issuing House Services Sdn Bhd)

General Line : +603-2783 9299

Email : is.enquiry@vistra.com



EUROSPAN HOLDINGS BERHAD
Registration No. 199501022724 (351927-M)
EST. 1972

PROXY FORM

(Before completing this form, please refer to the notes below)

No. of ordinary shares held

CDS Account No.

I/We _____ I/C No./Co. No. _____
(Full name in Capital Letters)

of _____
(Full address)

being a member/members of **EUROSPAN HOLDINGS BERHAD**, hereby appoint the following person(s):-

Name of proxy	NRIC No.	No. of shares or % of shares to be represented by each proxy
1.		
2.		

or failing him/her, the Chairman of the Meeting as my/our proxy/proxies to attend and vote for me/us on my/our behalf at the Thirty-First (31st) Annual General Meeting ("AGM") of the Company to be held on **Friday, 30 October 2026 at 3:00 p.m.** at Cafe De White House (1st Floor), A583, Jln Teluk Sisek, Taman Selamat, 25050 Kuantan, Pahang, Malaysia. My/our proxy/proxies is/are to vote as indicated below:-

ORDINARY RESOLUTIONS		FOR	AGAINST
1.	To approve the payment of Directors' fees and benefits up to the amount of RM48,000 from 31 October 2026 until the conclusion of the next Annual General Meeting.		
2.	To re-elect Mr. Ng Heng Hong who retires pursuant to Clause 140 of the Company's Constitution.		
3.	To re-elect Datuk Seri Tan Choon Hwa who retires pursuant to Clause 140 of the Company's Constitution.		
4.	To re-elect Mr. Sim Kay Wah who retires pursuant to Clause 145 of the Company's Constitution.		
5.	To re-elect Professor Dr. Ting Wei Kiong who retires pursuant to Clause 145 of the Company's Constitution.		
6.	To re-appoint Grant Thornton Malaysia PLT as Auditors of the Company and to authorise the Directors to fix their remuneration.		
SPECIAL BUSINESS			
7.	Authority to issue shares by the Company pursuant to Sections 75 and 76 of the Companies Act, 2016.		
8.	Proposed Renewal of Existing Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature.		

Please indicate with an "X" in the space provided how you wish your vote to be cast. If no instruction as to voting is given, the proxy will vote or abstain from voting at his/her discretion.

Signature of Shareholder(s)/Common Seal

Signed this _____ day of _____ 2026

Notes:

- For the purpose of determining a member who shall be entitled to attend, speak and vote at the AGM, the Company shall be requesting the Record of Depositors as at 21 October 2026. Only a depositor whose name appears on the Record of Depositors as at 21 October 2026 shall be entitled to attend the said meeting or appoint proxies to attend, speak and vote on his/her behalf.
- A member entitled to attend and vote at this AGM is entitled to appoint a proxy or attorney or in the case of a corporation, to appoint a duly authorised representative to attend, speak and vote in his/her place. A proxy may but need not be a member of the Company.
- Where a member is an authorised nominee as defined under the Securities Industry (Central Depositories) Act, 1991, it may appoint at least one (1) proxy but not more than two (2) proxies in respect of each Securities account it holds with ordinary shares of the Company standing to the credit of the said securities account.
- Where a member is an exempt authorised nominee, it may appoint multiple proxies for each omnibus account it holds.
- The instrument appointing a proxy shall be in writing under the hand of the appointer or his/her attorney duly authorised in writing or, if the appointer is a corporation, either under the Corporation's Common Seal or under the hand of an officer or attorney so authorised.
- The Proxy Form must be deposited at the Share Registrar's office, Vistra Investor & Issuing House Services Sdn Bhd (formerly known as Tricor Investor & Issuing House Services Sdn Bhd) at Unit 32-01, Level 32, Tower A, Vertical Business Suite, Avenue 3, Bangsar South, No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia or may also submit the proxy form electronically via Vistra Share Registry and IPO (MY) portal ("Vistra SRMY Portal") at <https://srmy.vistra.com> not less than forty-eight (48) hours before the time set for holding the meeting or any adjournment thereof.
- The lodging of the Proxy Form will not preclude you from attending and participating in person at the 31st AGM should you subsequently wish to do so, but if you do, your proxy(ies) shall be precluded from attending the 31st AGM.

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“31ST ANNUAL GENERAL MEETING”



THE SHARE REGISTRAR of
EUROSPAN HOLDINGS BERHAD
Vistra Investor & Issuing House Services Sdn Bhd
(formerly known as Tricor Investor & Issuing House Services Sdn Bhd)
(Registration No: 197101000970 (11324-H))
Unit 32-01, Level 32, Tower A
Vertical Business Suite, Avenue 3, Bangsar South
No. 8, Jalan Kerinchi, 59200 Kuala Lumpur, Malaysia.

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www.eurospan.com.my

EUROSPAN HOLDINGS BERHAD

Registration No. 199501022724 (351927-M)

A-3A-1, Seri Gembira Avenue,
No.6 Jalan Senang Ria,
Taman Gembira, 58200 Kuala Lumpur.