



2022 ANNUAL REPORT



LEBTECH BERHAD
200201023282 (590945-H)

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CORPORATE INFORMATION

BOARD OF DIRECTORS

TAN SRI DATUK ADZMI BIN ABDUL WAHAB
Independent Non-Executive Chairman

NORAZMI BIN MOHAMED NURDIN
Managing Director

JAMIL BIN SAIMON
Independent Non-Executive Director

**DATO' NOOR AZMAN @ NOOR HIZAM
B. MOHD NURDIN**
Non-Independent Non-Executive Director

DATO' HAZLI BIN IBRAHIM
Independent Non-Executive Director

FAIZ ZUHDI ADRI BIN ROSLAN
Non-Independent Non-Executive Director

IR. CHE FISOL BIN ABDUL HAMID
Independent Non-Executive Director

SR. TS. DR. RIDZUAN BIN YACOB
Non-Independent Non-Executive Director

DATO' AHMAD RIZAL BIN ABDUL RAHMAN
Independent Non-Executive Director



AUDIT COMMITTEE

Dato' Hazli Bin Ibrahim (*Chairman*)
Tan Sri Datuk Adzmi Bin Abdul Wahab
Jamil Bin Saimon
Ir. Che Fisol Bin Abdul Hamid
Dato' Ahmad Rizal Bin Abdul Rahman

NOMINATION COMMITTEE

Jamil Bin Saimon (*Chairman*)
Dato' Hazli Bin Ibrahim

REMUNERATION COMMITTEE

Tan Sri Datuk Adzmi Bin Abdul Wahab (*Chairman*)
Jamil Bin Saimon
Dato' Hazli Bin Ibrahim

GROUP COMPANY SECRETARY

Nor Hisyam Bin Ahmad Fodzi
(LS 0009957) SSM PC No: 202108000512

AUDITORS

Al Jafree Salihin Kuzaimi PLT (AF 1522)
Chartered Accountants
555 Jalan Samudra Utara 1
Taman Samudra
68100 Batu Caves
Selangor Darul Ehsan
Tel : 603 6185 9970
Fax : 603 6184 2524

CORPORATE INFORMATION

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REGISTERED OFFICE

Wisma Lebar Daun
2, Jalan Tengku Ampuan Zabedah J9/J
Seksyen 9, 40000 Shah Alam
Selangor Darul Ehsan
Tel : 603 5511 1333
Fax : 603 5511 6755
Website : www.lebtech.com.my

SHARE REGISTRAR

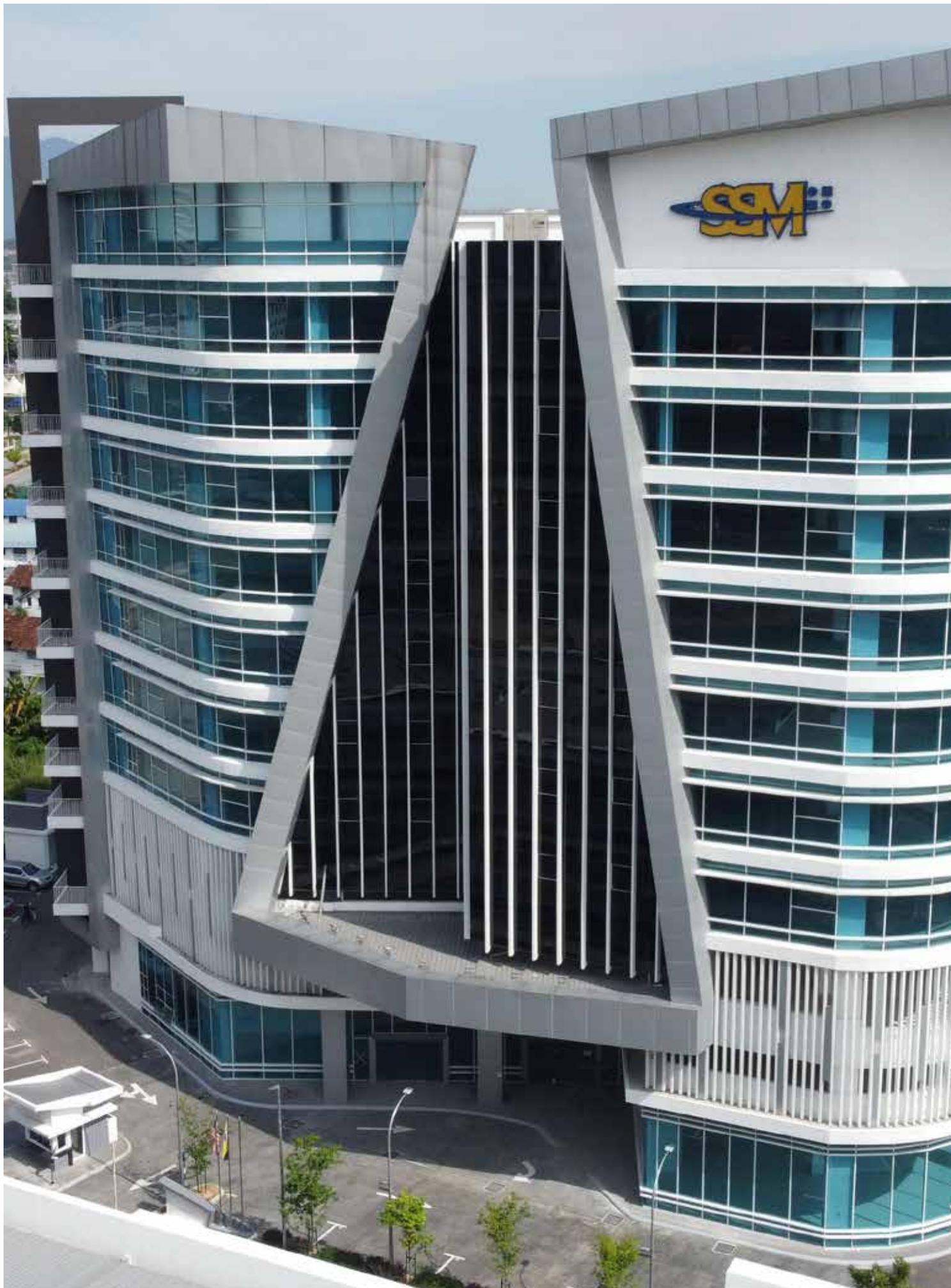
Boardroom Share Registrars Sdn. Bhd.
11th Floor, Menara Symphony,
No. 5, Jalan Prof. Khoo Kay Kim, Seksyen 13,
46200 Petaling Jaya, Selangor, Malaysia
Tel : 603 7890 4700
Fax : 603 7890 4670

PRINCIPAL BANKER

CIMB Bank Berhad

STOCK EXCHANGE LISTING

Main Market of Bursa Malaysia Securities Berhad
Stock Code : 9628





BRIDGING TIME

TOMORROW'S
INFRASTRUCTURE
TODAY

Built with environmental sensitivity and sustainability in mind.

Good building comes from good people and all problems are solved by good design

- P** - Passion
- R** - Respect & Teamwork
- I** - Integrity & Accountability
- M** - Make it Happen
- E** - Entrepreneurial Spirit

PROFILE OF THE BOARD OF DIRECTORS



TAN SRI DATUK ADZMI BIN ABDUL WAHAB

Independent Non-Executive Chairman

Aged 80, Malaysian, was appointed as Independent Non-Executive Director of LEBTECH BERHAD ("LEBTECH") on 13 December 2007. Subsequently, on 28 February 2014, he was re-designated as Independent Non-Executive Chairman of LEBTECH. He is the Chairman of the Remuneration Committee and a member of the Audit Committee. He holds a Bachelor of Arts (Hons) Degree in Economics and a Post Graduate Diploma in Public Administration from the University of Malaya and a Master of Business Administration from the University of Southern California, USA. He was appointed as the longest serving Managing Director of Edaran Otomobil Nasional Berhad (EON) from November 1992 until May 2005. In 2003, he was conferred Malaysia CEO of the Year by AMEX and Business Times and Most PR Savvy CEO of the Year by Institute of Public Relations Malaysia. He was first Chairman of the Malaysian Franchise Association from 1994 to 2005. He served the Malaysian Administrative and Diplomatic Service in various capacities from 1967 to 1982 in the following areas: Central Procurement and Contract Management in Ministry of Finance, Investment Promotion in Pahang Tenggara Development Authority, Public Enterprise Management in Implementation Coordination Unit (Prime Minister's Department), Regional Planning in Klang Valley Planning Secretariat (Prime Minister's Department). He was a Manager, Corporate Planning Division of HICOM Berhad involved in development of heavy industries projects from 1982 to 1985. He served PROTON from 1985 to 1992 and his last position in PROTON was Director/Corporate General Manager, Administration and Finance Division. He has wide experience of over 20 years serving as a chairman and director of HICOM, PROTON and EON Group of Companies involved in automotive (car manufacturing, distribution and component), property development, telecommunication, general trading, life insurance and franchise businesses. He currently also sits on the board of Magna Prima Berhad and several other private companies involved in property development and construction, manufacturing and automotive. He is also Advisor to the Malaysian Franchise Association. He does not hold any ordinary shares in LEBTECH. He does not have any family relationship with any Director and/or major shareholder of LEBTECH and has no conflict of interest with LEBTECH. He attended five out of five Board Meetings held during the financial year ended 31 December 2022.

PROFILE OF THE BOARD OF DIRECTORS

cont'd



DATO' NOOR AZMAN @ NOOR HIZAM B. MOHD NURDIN

Non-Independent Non-Executive Director

Aged 61, Malaysian, was appointed as Non-Independent Non-Executive Director of LEBTECH on 7 January 2004. He graduated with an Honours in Business Management degree from the University of Kebangsaan Malaysia. He began his career as a Corporate and Retail Banking Executive with MUI Bank Berhad in 1985. He left MUI Bank Berhad in 1988 to set up Lebtech Construction Sdn. Bhd. He also sits on the board of several other private companies. He does not hold any other directorships of public companies. He holds a total of 86,158,800 ordinary shares (direct and indirect) in LEBTECH and is deemed to have an interest in the shares of the subsidiary companies to the extent held by LEBTECH. He is the spouse of Datin Nor Hayati bt Abd Malik, a major shareholder of LEBTECH and the brother of Encik Norazmi bin Mohamed Nurdin, the Managing Director and a shareholder of LEBTECH and Encik Norazlan bin Mohamad Nordin, a major shareholder of LEBTECH. He does not have any conflict of interest with the Company except for the recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the LEBTECH Group for which he is deemed to be interested as disclosed in pages 22 of this Annual Report. He attended all five Board Meetings held during the financial year ended 31 December 2022.

NORAZMI BIN MOHAMED NURDIN

Managing Director

Aged 57, Malaysian, was appointed as Chairman and Managing Director of Lebtech Berhad ("LEBTECH") on 7 January 2004. Subsequently, on 28 February 2014, he was re-designated as Managing Director of LEBTECH. He holds a Degree in Civil Engineering and also a Degree in Engineering Management from the University of Portland, USA. He started his career with Petronas Berhad in November 1992 as Senior Executive, Tender and Contract Division. He was with the company until 1996. Prior to joining the LEBTECH Group, he was the General Manager of Putrajaya Holdings Sdn. Bhd. and also served in various senior positions in several other private companies under Putrajaya Holdings Sdn. Bhd. He is the key personnel in the management team that runs the day-to-day operations of LEBTECH Group. He also sits on the board of several other private companies. He does not hold any other directorships of public companies. He holds a total of 86,158,800 ordinary shares (direct and indirect) in LEBTECH and is deemed to have an interest in the shares of the subsidiary companies to the extent held by LEBTECH. He is the brother of Dato' Noor Azman @ Noor Hizam bin Mohd Nurdin, a Non-Independent Non-Executive Director and major shareholder of LEBTECH and Encik Norazlan bin Mohamad Nordin, a major shareholder of LEBTECH and the brother-in-law to Datin Nor Hayati bt Abd Malik, a major shareholder of LEBTECH. He does not have any conflict of interest with the Company except for the recurrent related party transactions of a revenue or trading nature which are necessary for the day-to-day operations of the LEBTECH Group for which he is deemed to be interested as disclosed in pages 22 of this Annual Report. He attended all five Board Meetings held during the financial year ended 31 December 2022.

PROFILE OF THE BOARD OF DIRECTORS

cont'd

FAIZ ZUHDI ADRI BIN ROSLAN

Non-Independent Non-Executive Director

In November 2021, Faiz Zuhdi Adri Bin Roslan was named non independent Executive Director of Lebttech Berhad, aged 30. He graduated from the University of Durham, United Kingdom with a degree in Accounting and Finance. In 2015, he began his career as an audit associate at Deloitte Malaysia, and between 2016 and 2018 was a lead project consultant for the Global Innovation and Creativity Centre (MaGIC). He's been serving as Chief Operating Officer, Strategic Partnerships and Head of Marketing Consultants at doctorDB and Lead Marketing Consultants from 2018 to 2019. He attended all five Board Meetings held during the financial year ended 31 December 2022.

DATO' HAZLI BIN IBRAHIM

Independent Non-Executive Director

Aged 60, Malaysian, was appointed as Independent Non-Executive Director of LEBTECH on 13 April 2010. He serves as the Chairman of the Audit Committee and a member of the Nomination and Remuneration Committees. He holds a Bachelor of Finance with Accounting from the University of East London and fellow of the Association of Chartered Certified Accountants. He also holds a Master of Business Administration (Finance) from Cass Business School, London. He started his career in London with several chartered accountants firms. Upon his return to Malaysia in 1994, he joined Aseambankers Malaysia Berhad, an investment banking arm of Malayan Banking Berhad as Manager of Corporate Finance. Subsequently in November 1996, he moved to Amanah Merchant Bank Berhad. He left Amanah Group in September 1998 to join Pengurusan Danaharta Nasional Berhad ("Danaharta"), a national asset management company of Malaysia, as the Head of Corporate Planning, Corporate Services Division. He left Danaharta in October 2002 to set up Haz-iq Capital Sdn. Bhd., a consultancy firm, specializing in corporate finance works, where he is currently the Managing Director. He has extensive experience in investment banking and capital markets. He currently sits on the board of Mentiga Corporation Berhad, Duta Land Berhad and MUDA Holdings Berhad and several other private companies. He holds a total of 711,400 ordinary shares (direct and indirect) in LEBTECH and is deemed to have an interest in the shares of the subsidiary companies to the extent held by LEBTECH. He does not have any family relationship with any Director and/or major shareholder of LEBTECH and has no conflict of interest with LEBTECH. He attended all the five Board Meetings held during the financial year ended 31 December 2022.

SR. TS. DR. RIDZUAN BIN YACOB

Non-Independent Non-Executive Director

Aged 52, Ridzuan Bin Yacob holds a PhD in Built Environment, MSc in Integrated Construction Project Management both from University Teknologi Mara (UiTM), Shah Alam and B.Ed (Hons) in Civil Engineering from Open University Malaysia (OUM), a Registered Building Surveyor by the Royal Institution of Surveyors Malaysia (RISM), a Registered Property Manager by the Board of Valuers, Appraisers and Estate Agents Malaysia (BOVAEP) and also is a Certificate Professional Technologist by the Malaysia Board of Technologists (MBOT). Dedicated Construction Project Manager with extensive knowledge of research and publications in construction management, engineering principles, theories, specifications and standards. He joined LCSB, for the housing development project of Bukit Bandaraya, Shah Alam in 2000. Began his career in the construction field since his first job with ACMAR International as a Civil and Structural Supervisor for the ACMAR condo and hotel project in Bandar Baru Klang, Selangor in 1995. Involved in many types of construction projects such as buildings and infrastructure works. Bringing leadership's drive to the table and a proven track record of completed projects. He attended all five Board Meetings held during the financial year ended 31 December 2022.

PROFILE OF THE BOARD OF DIRECTORS

cont'd

IR. CHE FISOL BIN ABDUL HAMID

Independent Non-Executive Director

Aged 56, Ir. Che Fisol Bin Abdul Hamid is a professional engineer with a Practicing Certificate and a member of Institution of Engineers Malaysia (IEM). He holds a Bachelor Degree of Engineering (Hons) in Civil Engineering from University of Newcastle Upon Tyne, United Kingdom. He started his career in 1990 with multi-disciplinary consultancy firm, then he joined Minconsults Sdn Bhd as a design engineer involved in structural design for projects such as resort and township development, silos and multi-story buildings. He then left Minconsult after 7 years and moved to Worldwide Holdings Berhad, a property development and investment holding company. He was involved in various property development projects undertaken by the company throughout his tenure as a Project Manager. He has extensive experience in property development, construction and project management. He attended all five Board Meetings held during the financial year ended 31 December 2022.

JAMIL BIN SAIMON

Independent Non-Executive Director

Aged 57, Malaysian, was appointed as Independent Non-Executive Director of LEBTECH on 6 August 2018. He holds Bachelor Degree in Town Planning, Institut Teknologi Mara (MARA Technology Institute) from 1983 until 1986. Encik Jamil has vast and in-depth experience in the field of town planning and property development. He played a big role as Town Planning Director with Klang Municipal Council since 1996 for 12 years before joining Kumpulan Lebar Daun as Director for one (1) year and was appointed as Managing Director for the group until 2003. Encik Jamil has accrued comprehensive experience in all facets of town planning and property development over the last decade. He attended all five Board Meetings held during the financial year ended 31 December 2022.

DATO' AHMAD RIZAL BIN ABDUL RAHMAN

Independent Non-Executive Director

Aged 53, Malaysian was appointed as Independent Non-Executive Director of LEBTECH on 21 April 2022. He has more than 30 years of experience under his belt, specifically in business strategy, corporate finance and investments. An accountant by profession, he started his career as an auditor with KPMG and business advisor where he was involved in creating business strategies in various corporate sectors such as manufacturing, financial & investment services, property & development, construction, independent power plant and oil & gas. He has championed some of the deal-making; financial restructuring, business reengineering, acquisitions and corporate financing. His biggest achievement was the turnaround of Perak State Agriculture Development Corporation (SADC). During his tenure, he has successfully turned the Perak State GLC into a profit generating entity by creating and maximizing the value/yield of the State's land, through implementing new business innovations, product development & brand strategies; and transforming Perak SADC by establishing and streamlining processes for more efficient operations; as well as inculcating a KPI driven Corporate Culture.

He was also instrumental in assisting Boustead Plantation Berhad in preparing its turnaround plan and its execution. Now he is entrusted to turn around Mardec Berhad Group of Companies. He also sits as Independent Non-Executive Director of Reservoir Link Berhad.

CHAIRMAN'S STATEMENT



Dear Shareholders and Stakeholders,

It is a great honour to address you all as the Chairman of Lebttech Berhad (“LB” or the “Group”). I am committed to bring the passion for quality, equality and innovation in my role as the Chairman to continue serving our people, our clients and all stakeholders. This Company is very close to my heart and I wish to continue playing a role in adding value by providing strategic support to the leadership team, ably led by Group Managing Director, Encik Norazmi Bin Mohamed Nurdin who will exercise operational control of the business. Under the hood, we have been revamping key areas of people management, digitalization, sustainability and our risk framework. I am excited for you to read more about these in the ensuing pages and in future publications.

NURTURING A STRONG TALENT POOL

My focus as Chairman will be on the strategic macro-direction of the Group, with talent development as a priority to ensure the sustainability of the organisation. It is my ardent hope to continue fostering a conducive, high-performing organisational culture at LB centred on meritocracy and competence that will ensure the Group’s competitiveness and resilience to endure any future shocks or challenges. Throughout this pandemic, our employees have been the bedrock of our resilience, pushing forward in the face of adversity to continue delivering time and again. And in today’s fast-changing and dynamic operating environment, talents who are technologically savvy and who think along the triple bottom-line of people, planet and profit are essential in ensuring long-term value creation and success of the organisation.

REVIEW OF OPERATION

We are proud to share that we have maintained our standing by taken care our operational from time to time. The challenges faced in 2022 highlighted construction industries’ vulnerability, reminding us that technological infrastructure is necessary for business resilience, and innovation is necessary for adapting to constant changes, especially given the current market conditions.

During the year, we strengthened our digital security protocols further, which helped us to maintain head office productivity at optimum levels. Technology adoption and innovation enable us to bring our purpose to market as leaders of the field and setting the standard outcomes that will create sustainable returns for our stakeholders.

CHAIRMAN'S STATEMENT

cont'd

OUTLOOK AND PROSPECT

Looking ahead, the construction sector in Malaysia is expected to maintain its momentum of recovery on the back of new and on-going infrastructure projects. These include the completion of our Suruhanjaya Syarikat Malaysia (SSM) and Lembaga Air Perak building.

Given our proven track record for a wide range of infrastructure projects including housing and more, the Group is well poised to bid for projects as they are announced.

As the world transitions to a new economic environment for the year 2022, global economic activity is experiencing a broad-based and sharper-than-expected slowdown, with inflation higher than seen in several decades. The cost-of-living crisis, tightening financial conditions in most regions, Russia's invasion of Ukraine, and the lingering the Coronavirus Disease 2019 ("COVID-19") pandemic all weigh heavily on the outlook. Global growth is forecasted to slow from 6.0 percent in 2021 to 3.2 percent in 2022 and 2.7 percent in 2023.

The slowdown in global economic activity is broad based and sharper-than-expected, with inflation higher than seen in decades. The economic outlook depends on a successful calibration of monetary and fiscal policies, the course of the war in Ukraine, and growth prospects in China. Diverging policy paths in the largest economies could worsen the US dollar's appreciation and a worsening of China's property sector crisis could undermine growth.

Two years into the COVID-19 pandemic, the Malaysian economy grew strongly and exceeded its pre-pandemic level as economic activity continued to normalise despite the challenges faced throughout the year ranging from a volatile external environment, surges in Omicron cases at the start of the year, labour shortages, supply chain disruptions, and rising inflation, the Malaysian economy expanded strongly by 8.7% in 2022 (2021: 3.1%) as reported by Bank Negara Malaysia ("BNM").

Property sector faces headwinds as supply chain disruption continues to pose downside risks. Rising building material cost as well as labour shortage continues to hit property sector hard.. Despite the challenges faced by construction segment, the Group will closely monitor and continue to adapt and remain resilient to the challenging economic environment.

MOVING FORWARD

At LB, we always believe that the future belongs to those who plan for it today. We have high hopes to continue our track record of consistent operational and financial delivery, built on the back of strong strategies and adaptive policies. Plans include diversification towards developing more recurring income streams for the Group.

ACKNOWLEDGEMENT

On behalf of the Board of the Company, I take this opportunity to express our greatest appreciation and gratitude to our shareholders for their trust and confidence in our Group. I would also like to convey my deep appreciation to all employees for your dedication and commitment that contribute to the Group's perseverance and success. I also would like to thank our business partners, advisors, and the relevant government and regulatory agencies for their invaluable support and advice throughout FYE 2022. Last but not least, I wish to place on record my appreciation for the commitment, understanding and wise counsel which I have received from my fellow Directors to-date. We remain committed to create substantial value for our shareholders in the years to come and over the long term and I look forward to report on our continued progress.

Thank you.

TAN SRI DATUK ADZMI BIN ABDUL WAHAB

Independent Non-Executive Chairman

28 April 2023

MANAGEMENT DISCUSSION AND ANALYSIS

OPERATING AND BUSINESS OVERVIEW

At the end of the financial year, the Group's net assets per share remain the same, 0.85% for both years. Meanwhile, the Group's net gearing 0% as of March 2022 compared to 0% the preceding year. This was in line with the increase in bank balances and reduction in borrowings. Moving forward, the Group will continue to monitor and assess its debt position to maintain a healthy gearing level.

Despite the operational disruptions and lockdowns due to the pandemic, cash flows generation from operating activities remained relatively healthy at RM1.49 million for FY2022 compared to RM0.74 million the year before.

To ensure adequate liquidity and cash flows for working capital management as well as to meet our financial obligations, the Group has a policy of being stringent in its credit terms and debt collection risk management, in addition to performing continuous financial and debt assessments.

REVIEW OF FINANCIAL RESULTS

The market disruptions and operational constraints that arose from the movement control order restrictions had adversely affected the Group's businesses during the year, leading to the Group recording revenue of RM20.17 million in FY2022, a decrease of 23.40% from RM26.33 million in the preceding year. Despite the lower revenue, the Group's pre-tax profit for FY2022 was lower at RM0.38 million representing a Decrease of 40.00% compared to RM0.64 million in the preceding year.

The impact of the pandemic was, for the most part, well absorbed. The cash generative aspects of our businesses remained relatively healthy with cash flows from operating activities recorded at RM1.48 million for FY2022 compared to RM0.74 million in the previous year.

Following the increase in bank balances and lower debt levels, the Group's net gearing strengthened to 0.44 times at the end of FY2022 compared to 0.49 times in the prior year, further underlining the Group's disciplined approach to managing its balance sheet.

DIVIDEND

Currently, the Group does not have a dividend policy.

MARKET & INDUSTRY OVERVIEW

Our Group is principally involved in property development. Hence, we are susceptible to the risks inherent to our industries. These include, amongst others, any outbreaks of diseases affecting local and global markets, rising costs of labour and raw materials, availability of skilled personnel, changes in laws and regulations applicable to our business and credit conditions. Any material changes to these factors may have material and adverse effect on the business operations of our Group. Nevertheless, our Group has been taking effective measures to mitigate the aforementioned risks such as prudent financial management and efficient operating procedures. Further, we constantly keep abreast of economic and regulatory changes relating to our business.

MANAGEMENT DISCUSSION AND ANALYSIS

cont'd

MARKET OUTLOOK & PROSPECTS

As previously stated, the property development industry is consistently confronted with risks and continues to be a challenging field. The Group is currently facing a number of challenges, including the lack of skilled labour and the shortage of materials. Meanwhile, LB will continue to strengthen its financial position and implement cost optimisation measures. As we move forward, following the significantly improved revenue in FYE2022, we are cautiously optimistic of the overall prospect of the Group's business and financial performance for FYE2023. Year 2023 is expected to be an even more favourable year than the preceding two years. We are optimistic that the local property development industry will benefit greatly from the reopening of borders, as it will significantly reduce the demand-supply gap for foreign workers. With the full-year impact of this border reopening expected to benefit Year 2023, and the increasing number of foreign workers approved to enter the country, we anticipate that this demand-supply imbalance will narrow even further and could potentially reach equilibrium. Realistically, as in most project based businesses, whilst revenue is expected to grow during the year with profits surpassing revenue on the expectations of improved margins, the growth trajectory may adopt more of an exponential shape than a straight line to reflect the slow but steady progress of our newly secured projects that start to contribute to our bottom line from this year. We remain committed to our growth strategies, and we are confident that their successful execution will enable us to overcome these challenges and optimise our earnings in Year 2023.

Thank you.

NORAZMI BIN MOHAMED NURDIN

Group Managing Director

28 April 2023

SUSTAINABILITY STATEMENT

The Board always ensures that sustainability is part and parcel of the business strategy of the Group and believes that meeting the expectations of the stakeholders is not only the right thing to do but also critical for the long-term success of the Group. The Board had adopted a sustainability governance framework that defines and guides the Group towards impact-focused targets.

The Group too believes that commercial success must be accompanied by positive impacts on society while protecting the environment. This philosophy is guided by our sustainability framework and policy statements, and is embraced throughout our operations. We have stepped up our Community Investment efforts considerably, especially during this trying time when financial hardship and distress have fallen on so many in the community.

The Board oversees the development and implementation of the Group's sustainability agenda. Our sustainability agenda is to integrate sustainability matters into our business practices to enhance risk management, secure long-term capital or funding, promoting innovation and improving productivity. It is responsible for overseeing the identification of material sustainability matters, ensure measures are in place to track and effectively manage these matters for various departments under the Group, including overseeing stakeholder's engagement and concerns.

Materiality assessment is an integral part of our approach to sustainability as it helps us to identify the significance of economic, environmental and social impacts. In FY2022, we conducted our materiality assessment by engaging our stakeholders, which resulted in identifying 7 material areas as high priority to the Group. These 7 material areas are re-assessed annually to ensure its relevance and importance to the Group.

We value the feedback of our shareholders and stakeholders, and also from our clients. At the same time, we also welcome suggestions on how we can better improve our sustainability disclosure in order to satisfy our shareholders, stakeholders, and our client's needs.

RISK MANAGEMENT

Reviewed the Risk Management Committee's reports, assessed the adequacy and effectiveness of the enterprise risk management framework and the appropriateness of Management's responses to the identified key risk areas as well as proposed recommendations for improvements to be implemented.

The Group focuses on managing two types of risks, strategic and operational. Strategic risks are caused by events that are external to the Group, but have a significant impact on its strategic decisions or activities. These are dealt with by the Board and the Group Managing Director. Operational risks are inherent in the activities within the different business units or subsidiaries of the Group. These risks are the responsibility of the various Business Units or Department heads. However, the Group impresses on all its employees that everyone at LB is responsible for good risk management.

CORPORATE GOVERNANCE

OVERVIEW STATEMENT

The Board of Directors of Lebtech Berhad (“the Company”) supports the Malaysian Code on Corporate Governance (“Code”) and the Main Market Listing Requirements (“Listing Requirements”) of Bursa Malaysia Securities Berhad is committed to ensuring that good corporate governance is practiced throughout the Group in enhancing shareholders’ value and the financial performance of the Group.

The Board is fully committed to the maintenance of a high standard of corporate governance by supporting and implementing the principles and best practices as set out respectively of the Code. Additionally, the Board continually reviews the Group’s corporate governance processes and make adjustments as may be appropriate. The key intent is to adopt the substance behind good governance and not merely the form, with the aim of ensuring the Board effectiveness in enhancing shareholders’ value.

A. ROLES AND RESPONSIBILITIES OF THE BOARD

The Board is responsible for the long-term success of the Group and the delivery of sustainable value to the shareholders and the stakeholders. The Board sets the Group’s overall strategic plans, reviews business performance, oversees the proper conduct of business, reviews succession planning of key management, ensures proper risk management and internal control, and effective shareholders’ communication; whilst the Management is accountable for the execution of the expressed policies and attainment of the Group’s corporate objectives. The demarcation complements and reinforces the supervisory role of the Board and operational goals.

Since the outbreak of the COVID-19 pandemic, the Board has been addressing and monitoring the business challenges and the impacts of the pandemic towards the company’s performance. During the FY2022, the Board reviewed the business response strategy, financial performance of the Group and also staff well-being to ensure that the Group remains resilient and is able to deliver sustainable value despite the challenging operating environment arising from the pandemic. This is to make sure that the quality that we have is still the same and prevent from any damages that might happen.

The Board has delegated certain functions to the Board Committees it established to assist in the execution of its responsibilities. The Board Committees operate under clearly defined Terms of Reference. The Board Committees are authorized by the Board to deal with and to deliberate on matters delegated to them within their Terms of Reference. The Chairs of the respective Board Committees report to the Board on the outcome of their Board Committee meetings and such reports are included in the Board papers. We as a Board are also committed to give our best to the company, stakeholders, and comity’s that have been supported Lebtech company from the beginning.

B. BOARD COMPOSITION

There are Nine (9) Board members, one (1) of whom is Executive Director, Two (2) Non-Independent Non-Executive Director and the remaining Six (6) are Independent Non-Executive Directors. Each Director’s brief profile is presented under the section titled “Profiles of Directors” of this Annual Report.

The balance between Independent Non-Executive, Non-Executive and Executive Directors, together with the support from Management, is to ensure that there is an effective and fair representation for shareholders, including minority shareholders. It further ensures that issues of strategy, performance and resources are fully addressed and investigated to take into account the long-term interests of shareholders, other relevant stakeholders and the community in which the Group conducts its business.

The composition and size of the Board are reviewed from time to time to ensure its appropriateness and effectiveness. The profile of each Director is presented on pages 6 to 9.

C. REINFORCE INDEPENDENCE

The Board took note of the Recommendations 3.2 and 3.3 of the Code that the tenure of an Independent Director should not exceed a cumulative term of 9 years. The Nomination Committee and the Board have determined at the annual assessment carried out, that all the three (3) Independent Non-Executive Directors continue to demonstrate behaviours that reflect their independence and provide the objective judgement to Board deliberations and decision making.

CORPORATE GOVERNANCE

OVERVIEW STATEMENT

cont'd

D. BOARD COMMITTEES

The Board has delegated certain functions to the Committees it established to assist in the execution of its responsibilities. The Committees operate under clearly defined terms of reference. The Chairman of the respective Committees report to the Board on the outcome of the Committees meetings and such reports are included in the Board Papers.

Audit Committee

During the financial year, the Audit Committee carried out its duties and responsibilities in accordance with its terms of reference and held discussions with the internal auditors, external auditors and relevant members of Management. The Audit Committee is of the view that no material misstatements or losses, contingencies or uncertainties have arisen, based on the reviews made and discussions held.

Nomination Committee

The Nomination Committee was established on 12 May 2004 and comprises exclusively the following Non-Executive Directors :-

Chairman

Jamil Bin Saimon (Independent Non-Executive Director)

Members

Dato' Hazli bin Ibrahim (Independent Non-Executive Director)

The Nomination Committee is responsible for making recommendations to the Board on all new Board and Board Committees appointments, re-appointments and re-elections. The Nomination Committee will also review during the annual assessment, the required mix of skills and experience of the directors of the Board in determining the appropriate Board balance and size of non-executive participation.

During the financial year ended 31 December 2022, a formal evaluation process has been carried out to assess the effectiveness of the Board, Board Committees and individual Directors. Based on the result of the annual review, the Nomination Committee is satisfied with the performance and contribution of each individual Director and the Board Committees.

The Nomination Committee meets at least once in each financial year and whenever required.

Re-election of Directors

In accordance with the Company's Articles of Association, one-third of the Directors for the time being, or, if their number is not three, or a multiple of three, then the number nearest to one-third shall retire from office and be eligible for re-election provided always that all Directors including a Managing Director shall retire from office once at least in each three years but shall be eligible for re-election. A retiring Director shall retain office until the close of the Annual General Meeting at which he retires.

Directors who are appointed by the Board during the year under review before the Annual General Meeting are also required to retire from office and shall seek re-election by the shareholders at the first opportunity after their appointment.

The Articles of Association also provide that any Director who is appointed from time to time shall hold office only until the next Annual General Meeting of the Company, and shall then be eligible for re-election but shall not be taken into account in determining the Directors who are to retire by rotation at that meeting.

The Board does not fix a tenure limit for Directors as there are significant advantages to be gained from the long serving Directors who possess greater insight and knowledge of the Company's affairs.

CORPORATE GOVERNANCE

OVERVIEW STATEMENT

cont'd

D. BOARD COMMITTEES *cont'd*

Remuneration Committee

The Remuneration Committee was established on 12 May 2004 and comprises of the following members:-

Chairman

Tan Sri Datuk Adzmi bin Abdul Wahab (Independent Non-Executive Director)

Members

Jamil Bin Saimon (Independent Non-Executive Director)

Dato' Hazli bin Ibrahim (Independent Non-Executive Director)

The Company supports levels of remuneration and compensation necessary to attract, retain and motivate quality people required to lead, manage and serve the Company in a competitive environment. The appropriate levels of remuneration and compensation are essential to enhance the long-term interests of stakeholders and shareholders.

The Remuneration Policy of the Company provides clear and guiding principles for determining the remuneration of the Board and senior management and to align their interests with the interests of shareholders and with the business strategies of the Group.

E. DIRECTORS' REMUNERATION

The objective of the Company's policy on Directors' remuneration is to attract and retain experienced and capable Directors to run the Group successfully. In the case of Executive Directors, the component parts of the remuneration are structured so as to link rewards to corporate and individual performance. In the case of Non-Executive Directors, the level of remuneration reflects the experience and level of responsibilities undertaken by the particular Non-Executive Director concerned.

The Directors' remuneration paid or payable to all the Directors of the Company for the financial year ended 31 December 2022 is as follows:-

	Fees RM	Salaries RM	Total RM
Executive Director	-	-	-
Non-Executive Directors	220,000	-	220,000
Total	220,000	-	220,000

The number of Directors of the Company whose total remuneration falls within the following bands are as follows:-

Range of Remuneration	Executive	Non-Executive
Less than RM50,000	-	7
RM50,001 to RM100,000	-	-
RM100,001 to RM150,000	-	-
RM150,001 to RM200,000	-	-
RM200,001 to RM250,000	-	-

There is only one Executive Director whose remuneration details have been disclosed as above. The Board is of the view that it's not necessary to give break-up of remuneration of Non-Executive Directors, which is not considered significant.

CORPORATE GOVERNANCE

OVERVIEW STATEMENT

cont'd

F. FOSTER COMMITMENT

The Board meets on a scheduled basis at least four (4) times a year, with additional meetings convened when necessary. Directors are required to attend at least 50% of Board Meetings and during the financial year, five(5) Board Meetings were held. The details of attendance of each Director at the Board meetings are as follows:-

Name of Director	Meetings attended	Percentage of attendance (%)
TAN SRI DATUK ADZMI BIN ABDUL WAHAB	5/5	100
NORAZMI BIN MOHAMED NURDIN	5/5	100
JAMIL BIN SAIMON	5/5	100
DATO' NOOR AZMAN @ NOOR HIZAM B. MOHD NURDIN	5/5	100
DATO' HAZLI BIN IBRAHIM	5/5	100
FAIZ ZUHDI ADRI BIN ROSLAN	5/5	100
IR. CHE FISOL BIN ABDUL HAMID	5/5	100
SR. TS. DR. RIDZUAN BIN YACOB	5/5	100
DATO' AHMAD RIZAL BIN ABDUL RAHMAN	3/3	100

Prior to each Board meeting, all Directors are provided with a set of board papers with details on matters to be discussed at the meeting.

All members of the Board have unrestricted access to the advice and services of the Senior Managers and the Company Secretary. The Company Secretary is responsible for ensuring that all Board Meetings procedures are followed and that all applicable rules and regulations are complied with. Directors may obtain independent professional advice in furtherance of their duties, at the Company's expense.

Directors' Training

During the year, all the Audit Committee members attended various relevant seminars, training programs and conferences. This seminar is to help the Directors polish all the skills and experience that they have in order to help them improvise the contribution of ideas and services that they will give to the company after this.

In line with the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the Board will continue to evaluate and determine the training needs of its Directors from time to time, particularly on relevant new laws and regulations, and essential practices for effective corporate governance and risk management to enhance their skills and knowledge so as to enable them to discharge their duties as Directors more effectively.

During the financial year ended 31 December 2022, the following Directors have attended the following training programs and conferences:-

Norazmi Bin Mohamed Nurdin

- SSM Conference 2022
- Seminar on "Resolving Boardroom and Shareholders Disputes"

Jamil Bin Saimon

- Seminar on "Resolving Boardroom and Shareholders Disputes"

Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin

- SSM Conference 2022
- Seminar on "Resolving Boardroom and Shareholders Disputes"

Dato' Hazli Bin Ibrahim

- Managing the Company of the Future Professor Julian Birkinshaw Strategy and Entrepreneurship London Business School
- How to Finance & Grow Your Startup – Without VS Professor John Mullins London Business School
- Key Amendments To Listing Requirements 2022 and Various Corporate Proposals
- Corporate Strategy Professor Bart Vanneste UCL School of Management

CORPORATE GOVERNANCE

OVERVIEW STATEMENT

cont'd

F. FOSTER COMMITMENT *cont'd*

Ir. Che Fisol Bin Abdul Hamid

- Webinar Talk on "The Great Flood of Malaysia in 2021: Is the Country Prepared for the next Great Flood"
- Webinar Talk on BIM in Construction Industry: Challenges, Lesson Learnt & Opportunities
- Webinar Talk on Quality Management System in Construction
- Webinar Talk on "Renewable Energy and Power Generation Technologies"
- Virtual Half Day Course on "Hillside Development Management & Case Study"
- Webinar Talk on Architectural Consideration for Access Arrangement for Retail, High Rise and Mixed Development
- Forum on Industry Empowerment Series: Illuminating our nation with solar lightings: An Inevitable Journey

Sr. Ts. Dr. Ridzuan Bin Yacob

- RISM BS CPD Talk no.3 on code of practice building inspection report.
- RISM BS CPD Talk No.1 on Introduction to CPBS 105-Bsr Inspection Methodology at Resource Center, Bangunan Jurukur Petaling Jaya, Selangor
- Kursus Penyediaan dan Perancangan Jadual Pembinaan (CPM)
- RISM BS CPD Talk No.2 on Journey to become Registered Building Surveyor.

Dato' Ahmad Rizal Bin Abdul Rahman

- Steward Leadership for Sustainability.
- ESG Training - Sustainability Concept and Its Myth
- Building the Islamic Finance Industry's Future:
- Creating role model economies, inclusive institutions and impact-driven investment
- Corporate Governance & Remuneration Practices For the ESG World
- National Rubber Economic Conference 2022
- Inflation, Looming Recession & Climate Change: A Tricky Balancing Act?

G. SHAREHOLDERS

The Board acknowledges the need for shareholders to be informed on all material business matters affecting the Group. The Company through the Annual Report, Annual General Meeting, the Company's website (www.lebtech.com.my) and timely release of all corporate announcements and financial results, provides shareholders and the investing public with an overview of the Group's performance and operations.

In addition, the Board encourages full participation by shareholders at every Annual General Meeting and Extraordinary General Meeting of the Company and opportunity is given to the shareholders to make relevant enquiries and seek clarification on the Group's business activities and financial performance.

H. ACCOUNTABILITY AND AUDIT

Financial Reporting

The Board aims to provide and present a balanced and meaningful assessment of the Group's financial performance and prospect at the end of the financial year, primarily through the annual financial statements and quarterly announcement of results to the shareholders as well as the Chairman's Statement in the Annual Report. The Board is assisted by the Audit Committee to oversee the Group's financial reporting processes and the quality of its financial reporting.

Directors' Responsibility Statement in respect of the Audited Financial Statements

The Directors are required by the Companies Act, 2016 ("the Act") to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the Group and of the Company as at the end of the financial year and of the results of the operations, changes in equity and the cash flows of the Group and of the Company for the financial year then ended.

In preparing the financial statements, the Directors have selected and applied consistently suitable accounting policies and made reasonable and prudent judgements and estimates. The Directors also have a general responsibility for taking such steps to safeguard the assets of the Group and to prevent and detect fraud and irregularities.

The Directors are responsible for keeping proper accounting records, which disclose with reasonable accuracy at any time the financial position of the Group and of the Company, and ensuring that the financial statements comply with the Act and the applicable approved Financial Reporting Standards in Malaysia.

CORPORATE GOVERNANCE

OVERVIEW STATEMENT

cont'd

H. ACCOUNTABILITY AND AUDIT *cont'd*

Internal Control

The Board recognizes its responsibility for maintaining the effectiveness of the Group's system of internal controls and risk management framework to safeguard shareholders' investment and the Group's assets.

The detail of the internal control system of the Group during the year is presented in the Statement on Internal Control of this Annual Report.

Relationship with Auditors

The appointment of the external auditor is recommended by Audit Committee and through the Audit Committee, the Group has established and maintained an appropriate and transparent relationship with the Group's auditors, both internal and external, particularly in seeking their professional advice and towards ensuring compliance with the accounting standards in Malaysia.

The Audit Committee has annually reviewed the suitability of the external auditors and is of the opinion that the external auditors are independent with respect to the Company and its Group. The role of the Audit Committee with both external and internal auditors is disclosed in the Audit Committee Report in this Annual Report.

COMPLIANCE WITH BEST PRACTICES IN CORPORATE GOVERNANCE

The Board is of the opinion that the Group has principally complied with the Best Practices in Corporate Governance as set out in the Code throughout the financial year 2022 save as explained above.

This Statement on Corporate Governance is made in accordance with the resolution of the Board of Directors dated 31 March 2022.

ADDITIONAL COMPLIANCE INFORMATION

Pursuant to the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, the following additional information is provided:-

Utilisation of Proceeds

The Company did not raise any funds through any corporate proposals during the financial year.

Share Buybacks

The Company did not have a share buyback program in place during the financial year.

Options, Warrants or Convertible Securities

The Company did not issue any options, warrants or convertible securities during the financial year.

Depository Receipt Program

The Company did not sponsor any Depository Receipt program during the financial year.

Imposition of Sanctions/Penalties

There were no public sanctions and/or penalties imposed on the Company and its subsidiaries, Directors or Management by the relevant regulatory bodies during the financial year.

CORPORATE GOVERNANCE

OVERVIEW STATEMENT

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ADDITIONAL COMPLIANCE INFORMATION *cont'd*

Non-Audit Fees

There were no non-audit fees paid to the external auditors by the Company during the financial year.

Variation in Results

The Company did not issue any profit estimates, forecasts or projections for the financial year and there was no material variance between the audited results for the financial year and the unaudited results previously announced.

Profit Guarantees

There were no profit guarantees given by the Company during the financial year.

Material Contracts

There were no material contracts entered into by the Company and/or its subsidiaries involving the Directors' and major shareholders' interests, either still subsisting at the end of the financial year or entered into since the end of the previous financial year except for those recurrent related party transactions of a revenue or trading nature entered into for which shareholders' mandate had been secured.

Revaluation of Landed Properties

The Company did not have any revaluation policy on landed properties during the financial year.

Recurrent Related Party Transactions of a Revenue or Trading Nature

The aggregate value of the Recurrent Related Party Transactions of a revenue or trading nature conducted pursuant to the shareholders' mandate during the financial year under review between the Company and/or its subsidiary companies with related parties are set out below:

Nature of Transactions	Interested Related Party	Transaction Value for the Financial Year Ended 31 December 2022 RM
Construction works awarded to Lebttech Construction Sdn. Bhd. (LCSB) by Lebar Daun Development Sdn. Bhd. (LDDSB)	<ul style="list-style-type: none"> i. Norazmi bin Mohamed Nurdin⁽¹⁾ ii. Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin⁽²⁾ iii. Datin Nor Hayati bt Abd Malik⁽³⁾ 	-

CORPORATE GOVERNANCE

OVERVIEW STATEMENT

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ADDITIONAL COMPLIANCE INFORMATION *cont'd*

Recurrent Related Party Transactions of a Revenue or Trading Nature *cont'd*

Nature of Transactions	Interested Related Party	Transaction Value
		for the Financial Year Ended 31 December 2022 RM
Letting of office premises to LDDSB by LCSB	<ul style="list-style-type: none"> i. Norazmi bin Mohamed Nurdin⁽¹⁾ ii. Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin⁽²⁾ iii. Datin Nor Hayati bt Abd Malik⁽³⁾ 	185,220
Letting of office equipment and furniture to LDDSB by LCSB	<ul style="list-style-type: none"> i. Norazmi bin Mohamed Nurdin⁽¹⁾ ii. Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin⁽²⁾ iii. Datin Nor Hayati bt Abd Malik⁽³⁾ 	48,960
Construction works awarded to LCSB by Basco Sdn. Bhd. (BASCO)	<ul style="list-style-type: none"> i. Norazmi bin Mohamed Nurdin⁽¹⁾ ii. Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin⁽²⁾ iii. Norazlan bin Mohamad Nordin⁽⁴⁾ iv. Fatmawati bt Kasbin⁽⁵⁾ 	-

Notes:-

- (1) Norazmi bin Mohamed Nurdin is the Managing Director and a shareholder of Lebtch Berhad (LEBTECH) and a Director of LCSB (a wholly-owned subsidiary of LEBTECH) and LDDSB. He is the brother of Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin and Norazlan bin Mohamad Nordin and the brother-in-law to Datin Nor Hayati bt Abd Malik and Fatmawati bt Kasbin.
- (2) Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin is a Non-Independent Non-Executive Director and major shareholder of LEBTECH and a Director of LCSB. He is also a Director and major shareholder of LDDSB. He is the spouse of Datin Nor Hayati bt Abd Malik and the brother of Norazmi bin Mohamed Nurdin and Norazlan bin Mohamad Nordin and the brother-in-law to Fatmawati bt Kasbin.
- (3) Datin Nor Hayati bt Abd Malik is a major shareholder of LEBTECH. She is also a shareholder of LDDSB. She is the spouse of Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin and the sister-in-law to Norazmi bin Mohamed Nurdin, Norazlan Bin Mohamad Nordin and Fatmawati bt Kasbin.
- (4) Norazlan bin Mohamad Nordin is a major shareholder of LEBTECH. He is also a Director and major shareholder of BASCO. He is the spouse of Fatmawati bt Kasbin and the brother of Norazmi bin Mohamed Nurdin, Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin and the brother-in-law to Datin Nor Hayati bt Abd Malik.
- (5) Fatmawati bt Kasbin is a Director and deemed major shareholder of BASCO. She is the spouse of Norazlan bin Mohamad Nordin and the sister-in-law to Norazmi bin Mohamed Nurdin, Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin and Datin Nor Hayati bt Abd Malik.

AUDIT COMMITTEE REPORT

MEMBERS OF THE AUDIT COMMITTEE

The Audit Committee presently comprises the following members:-

Chairman

Dato' Hazli Bin Ibrahim (*Independent Non-Executive Director*)

Members

Tan Sri Datuk Adzmi Bin Abdul Wahab (*Independent Non-Executive Director*)

Jamil Bin Saimon (*Independent Non-Executive Director*)

Ir. Che Fisol Bin Abdul Hamid (*Independent Non-Executive Director*)

Dato' Ahmad Rizal Bin Abdul Rahman (*Independent Non-Executive Director*)

TERMS OF REFERENCE

1. Objectives

The objective of the Audit Committee is to assist the Board of Directors in meeting its responsibilities relating to accounting and reporting practices of the Company and its subsidiary companies. In addition, the Audit Committee shall:-

- a) oversee and appraise the quality of the audits conducted both by the Company's internal and external auditors;
- b) maintain open lines of communication between the Board of Directors, the internal auditors and the external auditors for the exchange of views and information, as well as to confirm their respective authority and responsibilities; and
- c) determine the adequacy of the Group's administrative, operating and accounting controls.

2. Membership

The Audit Committee shall be appointed by the Board of Directors from among their number, which fulfils the following requirements:-

- a) the Audit Committee must be composed of no fewer than three (3) members;
- b) all the Audit Committee members must be non-executive directors, with a majority of them being independent directors; and
- c) at least one (1) member of the Audit Committee:-
 - i) must be a member of the Malaysian Institute of Accountants; or
 - ii) if he is not a member of the Malaysian Institute of Accountants, he must have at least three (3) years' working experience and:-
 - he must have passed the examinations specified in Part 1 of the 1st Schedule of the Accountants Act, 1967; or
 - he must be a member of one of the associations of accountants specified in Part II of the 1st Schedule of the Accountants Act, 1967; or
 - iii) fulfils such other requirements as prescribed or approved by the Bursa Malaysia Securities Berhad.

No alternate director shall be appointed as a member of the Audit Committee.

The members of the Audit Committee shall elect a Chairman from among their number who shall be an independent director.

In the event of any vacancy in the Audit Committee resulting in the non-compliance of item 2 (a) to (c) above, the vacancy must be filled within three (3) months of that event.

The Board of Directors must review the term of office and performance of the Audit Committee and each of its members at least once every three (3) years to determine whether the Audit Committee and members have carried out their duties in accordance with the terms of reference.

AUDIT COMMITTEE

REPORT

cont'd

TERMS OF REFERENCE *cont'd*

3. Functions

The functions of the Audit Committee are as follows:-

- a) To review the following and report the same to the Board of Directors:-
 - i) with the external auditor, the audit plan;
 - ii) with the external auditor, his evaluation of the system of internal controls;
 - iii) with the external auditor, his audit report;
 - iv) the assistance given by the Company's employees to the external auditor; and
 - v) any related party transaction and conflict of interest situation that may arise within the Company or Group including any transaction, procedure or course of conduct that raises questions of management integrity;
- b) To consider the appointment of the external auditors, the audit fee and any questions of resignation or dismissal including recommending the nomination of a person or persons as external auditors;
- c) To discuss with the external auditor before the audit commences, the nature and scope of the audit, and ensure co-ordination where more than one audit firm is involved;
- d) To review the quarterly results and year-end financial statements before recommending for the Board of Directors' approval, focusing particularly on:-
 - any changes in accounting policies and practices;
 - significant adjustments arising from the audit;
 - the going concern assumption; and
 - compliance with accounting standards and other legal requirements;
- e) To discuss problems and reservations arising from the interim and final audits, and any matter the auditors may wish to discuss (in the absence of management where necessary);
- f) To review the external auditors' management letter and management's response;
- g) In relation to Internal Audit function:-
 - Review the adequacy of the scope, functions, competency and resources of the internal audit function, and that it has the necessary authority to carry out its work;
 - Review the internal audit programme and results of the internal audit process and where necessary, ensure that appropriate action is taken on the recommendations of the internal audit function;
 - Review any appraisal or assessment of the performance of members of the internal audit function;
 - Approve any appointments or termination of senior staff members of the internal audit function;
 - Inform itself of resignations of internal audit staff members and provide the resigning staff members an opportunity to submit his reasons for resigning;
 - Review and assess the adequacy of the risk management framework and risk assessment.
- h) To consider the major findings of internal investigations and management's response;
- i) To report to the Bursa Malaysia Securities Berhad matters which have not been satisfactorily resolved by the Board of Directors resulting in a breach of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad; and
- j) To consider other areas as defined by the Board of Directors.

AUDIT COMMITTEE

REPORT

cont'd

TERMS OF REFERENCE *cont'd*

4. Authority

The Audit Committee shall, whenever necessary and reasonable for the Company to perform its duties, in accordance with a procedure to be determined by the Board of Directors and at the cost of the Company:-

- a) have authority to investigate any matter within its terms of reference;
- b) have the resources which are required to perform its duties;
- c) have full and unrestricted access to any information pertaining to the Company;
- d) have direct communication channels with the external auditors and person(s) carrying out the internal audit function or activity;
- e) be able to obtain independent professional or other advice; and
- f) be able to convene meetings with the external auditors, the internal auditors or both, excluding the attendance of other directors and employees of the Company, whenever deemed necessary.

5. Meetings

The Audit Committee shall meet at least four (4) times a year and shall hold such additional meetings as the Chairman shall decide in order to fulfil its duties.

In addition, the Chairman may call a meeting of the Audit Committee if a request is made by any committee member or the internal or external auditors.

A resolution in writing, signed by all the committee members shall be as valid and effective as if it had been deliberated and decided upon at a meeting of the Audit Committee.

Unless otherwise determined by the Audit Committee from time to time, a seven (7) days' notice of all Audit Committee's meetings shall be given to all the committee members either personally or by electronic or by facsimile transmission.

The Head of Internal Audit Department shall be expected to attend all meetings of the Audit Committee.

The Audit Committee may invite other directors and employees of the Company and of the Group, the external auditors or any other person to be in attendance to assist it in its deliberations. However, at least twice a year the Audit Committee shall meet with the external auditors without executive board members present.

A quorum shall consist of a majority of independent directors and shall not be less than two (2).

If at any meeting the Chairman is not present within fifteen (15) minutes after the time appointed for holding the meeting, the committee members present shall elect a Chairman from among the independent directors.

Any questions arising at any meeting shall be decided by a majority of votes. In the case of an equality of votes, the Chairman shall have a second or casting vote except where the quorum is made up of only two (2) members or where only two (2) members are competent to vote on the question at issue.

The Company Secretary shall act as secretary of the Audit Committee and shall be responsible, in conjunction with the Chairman, for drawing up the agenda and circulating it in a timely manner, supported by explanatory documentation to committee members prior to each meeting.

The secretary shall also be responsible for keeping the minutes of meetings of the Audit Committee, and circulating them to committee members and to the other members of the Board of Directors.

AUDIT COMMITTEE REPORT

cont'd

MEETINGS

During the financial year ended 31 December 2022, five (5) Audit Committee Meetings were held and the details of attendance of each Audit Committee member are as follows:-

Audit Committee Members	No. of Meetings Attended
Dato' Hazli Bin Ibrahim	5/5
Tan Sri Datuk Adzmi Bin Abdul Wahab	5/5
Ir. Che Fisol Bin Abdul Hamid	5/5
Jamil Bin Saimon	5/5
Dato' Ahmad Rizal Bin Abdul Rahman	3/3

SUMMARY OF ACTIVITIES DURING THE FINANCIAL YEAR

The Audit Committee has discharged its duties as set out in its Terms of Reference, which accompany this Report. During the year under review, the following were the activities of the Audit Committee:-

- i) Reviewed, discussed and approved the audit plans for the year for the Group and the Company presented by the internal auditor.
- ii) Reviewed the adequacy of the scope, functions and staffing requirements of Group's Internal Audit Department to ensure that it was adequately staffed by employees with the relevant skills, knowledge and experience to enable the Group's Internal Audit Department to perform its role and that it has the necessary authority to carry out its work.
- iii) Reviewed the internal audit reports. The Audit Committee was briefed on the audit reports issued and on the issues raised by the Internal Auditor on various aspects of the system in operation, practices and procedures and internal controls. Special notice was taken of significant issues raised in the audit reports and that adequate corrective actions have been taken by the Operating Management to rectify the weaknesses.
- iv) Reviewed the external auditors' scope of work and audit plan of the year.
- v) Reviewed the quarterly results and year-end financial statements prior to the approval by the Board of Directors focusing particularly on:-
 - changes in or implementation of major accounting policy changes;
 - significant and unusual events; and
 - compliance with accounting standards and other legal requirements.
- vi) Reviewed the related party transactions and conflict of interest situation that may arise within the Group including any transactions, procedures or course of conduct that raises questions of Management integrity.
- vii) Commissioned special reviews on specific areas of operations.

INTERNAL AUDIT FUNCTION

The Group had an Internal Audit Department which is independent of the activities or operations of the Group and which provides the Audit Committee and the Board with much of the assurance it requires regarding the adequacy and integrity of the internal control.

Its principal responsibility is to undertake regular and systematic review of the system of internal control so as to provide a reasonable assurance that such system operates satisfactorily and effectively in the Group and report to the Audit Committee on a quarterly basis. Internal audit strategy and a detailed Audit Plan are presented to the Audit Committee for approval. The internal audit function adopts a risk-based approach in preparing its audit strategy and plan. The internal audit strategy and plan is developed based on the risk assessment of the Group. The Board ensures that appropriate management responses are given to any key audit findings and the relevant corrective and/or preventive actions are undertaken.

The Board, together with the Internal Audit Department and the Management, are taking the necessary measures for the continuous improvement of the internal control environment.

During the financial year, the total cost incurred for the internal audit function is RM 36,000.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

INTRODUCTION

The Board is committed to nurture and preserve, throughout Lebttech Berhad (“LB” or “the Company”) and its subsidiaries (“the Group”), a sound system of risk management and internal control and good corporate governance practices as set out in the Board’s Statement on Risk Management and Internal Control, made in compliance with Paragraph 15.26(b) of the Main Market Listing Requirements (“LR”) of Bursa Malaysia Securities Berhad (“Bursa Securities”) and guided by the Statement on Risk Management & Internal Control: Guidelines for Directors of Listed Issuers.

RESPONSIBILITY

The Board affirms its responsibility for maintaining a sound risk management framework and internal control system to safeguard shareholders’ investments and the Group’s assets, as well as to discharge its stewardship responsibility in identifying principal risks and ensuring the implementation of an appropriate risk management and internal control system to manage those risks in accordance with Principle B of the Malaysian Code on Corporate Governance.

The Board continually articulates, implements and reviews the adequacy and effectiveness of the Group’s enterprise-wide risk management and internal control system which has been embedded in all aspects of the Group’s activities. The Board reviews the processes, responsibilities and assesses for reasonable assurance that risks have been managed within the Group’s risk appetite and tolerance, with a system that is viable and robust.

ASSURANCE MECHANISM

The duties of Board are to recognizing the ever-changing risk landscape, the Group’s system is designed to manage effectively rather than completely eliminate the risks of failure to achieve the Group’s business objectives. Accordingly, such systems can only provide a reasonable and not absolute assurance against material misstatement, loss or fraud. The aim, however, is to ensure that any adverse impact arising from a foreseeable future event or situation on the Group’s objectives is identified, mitigated and managed.

RISK MANAGEMENT FRAMEWORK

As we are aware with the current situation during this pandemic, the Board acknowledges that risk management is a key discipline, within the system of internal control, in making sure that those risks that may affect the achievement of the Group’s are identified and properly managed.

The other key elements of the Group’s system of internal control are as follows:-

- The Group adopted an ongoing risk management process of identifying, documenting, evaluating, monitoring and managing significant risks affecting the achievement of the Group’s business objective.
- The purpose for the Group’s Risk Management is to provide a structured and focused approach to the Risk Management Committee in managing the Group’s significant business risk.
- The Risk Management Committee which comprises of key management personnel from across the Group’s business units was established to coordinate and oversee risk management activities across the Group.
- The Risk Management Committee meets on periodic basis to discuss significant risks or changes affecting the Group and the external environment including its mitigation factors. Risk assessment reports and updated risk registers are presented in the management reports and deliberated in the Management Committee meetings, attended by key personnel within the Group.

STATEMENT ON RISK MANAGEMENT AND INTERNAL CONTROL

cont'd

FINANCIAL AND OPERATIONAL CONTROL FRAMEWORK

Debt recovery

This risk arises from the inability to recover debts in a timely manner and lower business activities during the government-imposed movement restriction periods which may affect the Group's profitability, liquidity, cash flows and funding. Such risks are more widespread in the Construction, Property and Industry Divisions' operations. The Group minimizes such exposures with the following measures:

- assessing the creditworthiness of potential customers before granting credit limits and periods;
- employing strict debt repayment policies;
- persistent and close monitoring of collections and overdue debts;
- ensuring effective credit utilisation to keep leverage at a comfortable level; and
- continuous financial planning taking into consideration the contractual obligations, financial impacts and liquidity requirements and optimising assets for healthy cash flows.

Working capital management

The Group closely monitors its operating cash flows by maintaining a sufficient level of cash or cash convertible investments to meet its working capital requirements. Thorough assessment of the Group's cash flows position is conducted through regular cash flows meetings to ensure that a healthy balance is maintained between the continuity of funding and financial flexibility through the availability of ample credit facilities.

Physical progress risks

In any construction project, there may be delays in physical progress due to matters beyond the project management's control such as late handover of site possession. Such instances are mitigated with proper planning to ensure the availability of resources and sites, close monitoring of site progress to prevent major delays and ensuring proper documentation is in place to seek extension of time, where necessary.

CONCLUSION

For the financial year under review and up to the date of issuance of this statement, the Board is pleased to state that the Group's system of risk management and internal control was rated overall as satisfactory, adequate and effective for the Group's purpose and safeguards the Group's assets and shareholders' investments, as well as the interests of customers, employees and other stakeholders. There have been no material losses, contingencies or uncertainties identified from the reviews.

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

REVIEW OF EXTERNAL AUDITOR

As required by Paragraph 15.23 of the LR of Bursa Securities, the external auditors have reviewed this Statement on Risk Management and Internal Control. Their limited assurance review was performed in accordance with the Audit and Assurance Practice Guide ("AAPG") 3 issued by the Malaysian Institute of Accountants. AAPG 3 does not require the external auditors to form an opinion on the adequacy and effectiveness of the risk management and internal control systems of the Group.

DIRECTORS' REPORT

The Directors have pleasure in presenting their report together with the audited financial statements of the Group and the Company for the financial year ended 31 December 2022.

PRINCIPAL ACTIVITIES

The Company is principally engaged in investment holding whilst the principal activities of the subsidiaries are as stated in Note 6 to the financial statements. There have been no significant changes in the nature of these activities during the financial year.

FINANCIAL RESULTS

	Group RM	Company RM
Net profit/(loss) for the financial year	38,086	(347,250)
Amount attributable to:		
Equity holders of the Company	73,900	(347,250)
Non-controlling interest	(35,814)	-
	38,086	(347,250)

In the opinion of the Directors, the results of the operations of the Group and the Company during the financial year were not substantially affected by any item, transaction or event of a material and unusual nature.

DIVIDENDS

No dividend has been declared or paid by the Company since the end of previous financial year. The Directors do not recommend any payment of dividend in respect of the current financial year.

RESERVES AND PROVISIONS

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

SHARE CAPITAL AND DEBENTURES

During the financial year, no new issuance of shares or debentures was made by the Company.

DIRECTORS' REPORT

cont'd

DIRECTORS OF THE COMPANY

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

Tan Sri Datuk Adzmi bin Abdul Wahab

Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin **

Norazmi bin Mohamed Nurdin **

Jamil bin Saimon

Dato' Hazli bin Ibrahim

Ir. Che Fisol bin Abdul Hamid

Sr. Ts. Dr. Ridzuan bin Yacob

Faiz Zuhdi Adri bin Roslan**

Dato' Ahmad Rizal bin Abdul Rahman

(Appointed on 21 April 2022)

** These Directors are also the directors of certain subsidiaries of the Company.

DIRECTORS OF THE SUBSIDIARIES OF LEBTECH BERHAD

The Director who held office in the subsidiaries of the Company during the financial year end up to the date of this report (not including those Directors listed above) is:

Nor Syafiqah binti Noor Azman @ Nor Hizam

DIRECTORS' INTERESTS

The interest and deemed interest in the ordinary shares of the Group and the Company and of its related corporations (other than wholly-owned subsidiaries) of those who were Directors at year end (including the interests of the spouses or children of the Directors who themselves are not Directors of the Group and the Company) as recorded in the Register of Directors' Shareholdings are as follows:

	← Number of ordinary shares →			
	As at 1.1.2022	Bought	Sold	
Shareholdings in which Directors have direct interests				
Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin	62,817,000	-	-	62,817,000
Norazmi bin Mohamed Nurdin	5,016,000	-	-	5,016,000
Dato' Hazli bin Ibrahim	554,400	-	-	554,400
Shareholdings in which Directors have deemed interests				
Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin	23,341,800	-	-	23,341,800
Norazmi bin Mohamed Nurdin	81,142,800	-	-	81,142,800
Dato' Hazli bin Ibrahim	157,000	-	-	157,000

By virtue of their interests in the shares of the Company, Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin, Norazmi bin Mohamed Nurdin and Dato' Hazli bin Ibrahim are also deemed to have interest in the shares of the subsidiaries during the financial year to the extent that Lebtech Berhad has an interest.

Other than disclosed above, none of the other Directors in office at 31 December 2022 had any interest and deemed interest in the ordinary shares of the Company or of its related corporations during the financial year.

DIRECTORS' REPORT

cont'd

DIRECTORS' BENEFITS

Since the end of the previous financial year, no Director of the Group and the Company has received nor become entitled to receive any benefit (other than a benefit included in the aggregate amount of emoluments received or due and receivable by Directors as disclosed in the Note 21 to the financial statements or the fixed salary of a full time employee of the Company) by reason of a contract made by the Company or a related corporation with the Director or with a firm of which the Director is a member, or with a company in which the Director has a substantial financial interest except as disclosed in Note 21 to the financial statements.

There were no arrangements during and at the end of the financial year which had the object of enabling Directors of the Group and the Company to acquire benefits by means of the acquiring of shares in or debentures of the Group and the Company or any other body corporate.

DIRECTORS' REMUNERATION

The amounts of remuneration of the Directors of the Group and the Company comprising remuneration received or receivable from the Group and the Company during the year are disclosed in the Note 21 to the financial statements.

INDEMNITY AND INSURANCE FOR DIRECTORS AND OFFICERS

No indemnities have been given or insurance premiums paid, during or since end of the year, for any person who is or has been the Directors and officers of the Group and the Company.

OTHER STATUTORY INFORMATION

- (a) Before the financial statements of the Group and the Company were made out, the Directors took reasonable steps:
- (i) to ascertain that proper action had been taken in relation to the writing off of bad debts and the making of allowance for expected credit losses and satisfied themselves that there are no known bad debts and that adequate allowance had been made for expected credit losses; and
 - (ii) to ensure that any current assets which were unlikely to realise their value as shown in the accounting records in the ordinary course of business had been written down to an amount which they might be expected so to realise.
- (b) At the date of this report, the Directors are not aware of any circumstances which would render:
- (i) its necessary to write off any bad debts or the amount of the allowance for expected credit losses in the financial statements of the Group and the Company inadequate to any substantial extent; and
 - (ii) the values attributed to the current assets in the financial statements of the Group and the Company misleading.
- (c) At the date of this report, the Directors are not aware of any circumstances which have arisen which would render adherence to the existing method of valuation of assets or liabilities of the Group and the Company misleading or inappropriate.
- (d) At the date of this report, the Directors are not aware of any circumstances not otherwise dealt with in this report or financial statements of the Group and the Company which would render any amount stated in the financial statements misleading.

DIRECTORS' REPORT

cont'd

OTHER STATUTORY INFORMATION *cont'd*

(e) As at the date of this report, there does not exist:

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

(f) 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 the Company to meet their obligations as and when they fall due; and
- (ii) no item, transaction or event of a material and unusual nature has arisen in the interval between the end of the financial year and the date of this report which is likely to affect substantially the results of the operations of the Group and the Company for the financial year in which this report is made.

SUBSEQUENT EVENTS

The details of subsequent events are disclosed in Note 29 to the financial statements.

AUDITORS

The details of auditors' remuneration are disclosed in Note 20 to the financial statements.

There were no indemnity given or insurance effected for the auditors of the Group and the Company during the financial year.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated 14 April 2023.

NORAZMI BIN MOHAMED NURDIN

Director

Shah Alam, Selangor

JAMIL BIN SAIMON

Director

STATEMENT BY DIRECTORS

Pursuant to section 251 (2) of the companies act 2016

We, **NORAZMI BIN MOHAMED NURDIN** and **JAMIL BIN SAIMON**, being two of the Directors of **LEBTECH BERHAD**, do hereby state that, in the opinion of the Directors, the accompanying financial statements are drawn up in accordance with the applicable Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016, in Malaysia so as to give a true and fair view of the state of affairs of the Group and the Company as of 31 December 2022 and of the changes in equity, the results and statement of cash flows of the Group and the Company for the financial year ended on that date.

Signed on behalf of the Board of Directors in accordance with a resolution of the Directors dated on 14 April 2023.

NORAZMI BIN MOHAMED NURDIN

Director

Shah Alam, Selangor

JAMIL BIN SAIMON

Director

STATUTORY DECLARATION

Pursuant to section 251 (1)(B) of the companies act 2016

I, **VEERAPPAN V. SENTHILNATHAN**, being the officer primarily responsible for the financial management of **LEBTECH BERHAD**, do solemnly and sincerely declare that the accompanying financial statements are in my opinion, correct and I make this solemn declaration conscientiously believing the same to be true and by virtue of the provisions of the Statutory Declarations Act, 1960.

Subscribed and solemnly declared)
by the abovenamed at **Shah Alam**)
in the state of **Selangor Darul Ehsan**)
on 14 April 2023.)

VEERAPPAN V. SENTHILNATHAN
(CA 28908)

Group Financial Controller

Before me,

INDEPENDENT AUDITORS' REPORT

To the members of Lebttech Berhad (Incorporated in Malaysia)

REPORT ON THE FINANCIAL STATEMENTS

Opinion

We have audited the financial statements of Lebttech Berhad ("the Group and the Company"), which comprise the statements of financial position as at 31 December 2022 of the Group and the Company, and the statements of comprehensive income, statements of changes in equity and statements of cash flows of the Group and the Company for the year then ended, and notes to the financial statements, including a summary of significant accounting policies, as set out on the accompanying pages.

In our opinion, the accompanying financial statements of the Group and the Company give a true and fair view of the financial position of the Group and the Company as at 31 December 2022, and of their financial performance and their cash flows for the year then ended in accordance with Malaysian Financial Reporting Standards, International Financial Reporting Standards and the requirements of the Companies Act 2016 in Malaysia.

Basis for Opinion

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

Independence and Other Ethical Responsibilities

We are independent of the Group and the Company in accordance with the By-Laws (on Professional Ethics, Conduct and Practice) of the Malaysian Institute of Accountants ("ByLaws") and the International Ethics Standards Board for Accountants' Code of Ethics for Professional Accountants ("IESBA Code"), and we have fulfilled our other ethical responsibilities in accordance with the By-Laws and the IESBA Code.

Material Uncertainty Related To Going Concern

We draw attention to Note 2.1 to the financial statements. The Group conducts its business activities during the year mainly with related parties. This has inadvertently increased the exposure to the credit risk and going concern risk. For the financial year ended at 31 December 2022, the Group derived 100% of its revenue from related parties and at the statement of financial position date, 98% of the Group's trade and other receivables are due from related parties. Our opinion is not qualified in respect of this matter.

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 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 the Company as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters.

We have addressed the key audit matters related to a material uncertainty related to events or conditions that cast significant doubt on the entity's ability to continue as a going concern in the section Material Uncertainty Related to Going Concern of the Company's Auditor's Report in accordance with ISA 570 (Revised), Going Concern.

INDEPENDENT AUDITORS' REPORT

To the members of Lebtech Berhad (Incorporated in Malaysia)
cont'd

Key Audit Matters *cont'd*

Key audit matters	How our audit addressed the key audit matters
<p>Revenue and cost of sales from construction contract recognised on stage of completion of the contract method</p> <p>In accordance with MFRS 15 Revenue from Contracts with Customers, the analysis of whether the contracts comprise one or more performance obligations, allocation of transaction prices to one or more performance obligations and the determination whether the performance obligations are satisfied over time or at a point in time are areas requiring significant management judgement.</p> <p>There is a risk of error in the measurement and timing of revenue recognition due to either inappropriate assessment of the performance obligations and/or inaccurate allocation of transaction price to various performance obligations.</p> <p>We identified the revenue and cost of sales from construction contract recognised on the stage of completion of the contract method or over time as matters requiring audit focus as these are areas involved significant management's judgement.</p> <p>Furthermore, significant judgements are required in estimating the cost to complete the performance obligation satisfied over time using the input method.</p> <p>The Group's accounting policies, significant accounting estimates and judgements and disclosures on revenue recognition based on stage of completion of the contracts method are disclosed in Note 2.20, 3.1 (iii) and 17 to the financial statements respectively.</p>	<ul style="list-style-type: none"> • We have obtained an understanding on policies and procedures applied to revenue, as well as compliance therewith, including analysis of the effectiveness of internal controls related to revenue recognition process implemented by the Group. • We have obtained an understanding of the process in deriving the stage of completion which includes verifying the certified work done such as obtaining project schedules from management and examining the progress billings from contractors. • We have evaluated the assumptions applied in estimating the construction budgeted costs on sampling basis by examining evidences to support the budgeted costs. • We have checked the mathematical accuracy of the revenue and profit based on the percentage of completion by reperforming the revenue calculations and considered implication of identified errors and changes in estimates. • We have reviewed the adequacy of the disclosures included in the notes to the financial statements.
<p>Recoverability of amount due from related parties</p> <p>As at 31 December 2022, the net carrying value of amount due from related parties of the Group amounted to RM71,475,619, as discussed in Note 8 to the financial statements.</p> <p>During the current financial year, the allowance for expected credit losses on trade receivables recognised is amounting to RM46,591.</p> <p>As a results, as at 31 December 2022, the accumulated allowance for expected credit losses on trade receivables amounted to RM7,625,905.</p>	<ul style="list-style-type: none"> • We have obtained an understanding of the Group's internal control over the receivables approval and collection process. We assessed the validity of material long outstanding receivables by obtaining related parties' confirmation. We also consider amounts (settlements) received subsequent to the year end up until the date of financial statements, past payment histories and unusual pattern to identify potential impairment balances to be impaired at the reporting date.

INDEPENDENT AUDITORS' REPORT

To the members of Lebtech Berhad (Incorporated in Malaysia)

cont'd

Key Audit Matters *cont'd*

Key audit matters	How our audit addressed the key audit matters
<p>Recoverability of amount due from related parties <i>cont'd</i></p> <p>The Group assesses at each reporting date whether there is any objective evidence that a financial asset is impaired. To determine whether there is objective evidence of impairment, the Group considers factors such as the Group contractual entitlement to a debt, the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments.</p> <p>The recoverability of receivables from related parties, allowance for expected credit losses are considered to be a significant risk due to the pervasive nature of these balances to the financial statements and affect the working capital management of the business. We focused our testing of the impairment and recoverability of trade receivables on the key assumptions made by the management.</p> <p>Refer to Note 2.10 on Group's accounting policies, Note 3.1 (iv) on significant accounting estimates and judgements and disclosures in Note 8, 25 (c) and 26 to the financial statements.</p>	<ul style="list-style-type: none"> • We have obtained an understanding of the Group's internal control over the receivables approval and collection process. We assessed the validity of material long outstanding receivables by obtaining related parties' confirmation. We also consider amounts (settlements) received subsequent to the year end up until the date of financial statements, past payment histories and unusual pattern to identify potential impairment balances to be impaired at the reporting date. <p>Our procedures included, amongst others:</p> <ol style="list-style-type: none"> a) We challenged the appropriateness and reasonableness of the assumptions applied in the Directors' assessment of the impairment of the receivables; b) We considered and concurred with the agreed payment terms; c) We verified receipts from trade receivables subsequent to year-end; and d) We considered the completeness and accuracy of disclosures. <ul style="list-style-type: none"> • We have reviewed the adequacy of the policy disclosed to determine the accounting estimates for the impairment of receivables as disclosed in Note 3.1(iv). • We challenged management's view on credit risk of trade receivables, creditworthiness of related parties and take into consideration the historical patterns for outstanding trade receivables and holding discussions with those charged with governance and management. • We tested the accuracy of the ageing against supporting documents on a sample basis. • We discussed with management to understand the underlying assumptions used in the simplified approach impairment model under MFRS 9 when determining the Expected Credit Losses ("ECL") for amount due from related parties. • We obtained specific representation from management which has been included in the management's representation letters on the recoverability of amount due from related parties.

INDEPENDENT AUDITORS' REPORT

To the members of Lebtech Berhad (Incorporated in Malaysia)
cont'd

INFORMATION OTHER THAN THE FINANCIAL STATEMENTS AND AUDITORS' REPORT THEREON

The Directors of the Group and the Company are responsible for the other information. The other information comprises the Directors' Report but does not include the financial statements of the Group and the Company and our auditors' report thereon, which we obtained prior to the date of this auditors' report, and the Annual Report 2022, which is expected to be made available to us after the date of this auditors' report.

Our opinion on the financial statements of the Group and 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 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 statement of the Group and 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.

When we read the Annual Report, if we conclude that there is material misstatement therein, we are required to communicate the matter to the Directors of the Company and take appropriate action.

DIRECTORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

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

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

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

- Identify and assess the risks of material misstatement of the financial statements of the Group and 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 and the Company's internal control.

INDEPENDENT AUDITORS' REPORT

To the members of Lebttech Berhad (Incorporated in Malaysia)

cont'd

AUDITORS' RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS *cont'd*

- 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 and 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 the Company or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditors' report. However, future events or conditions may cause the Group and the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements of the Group and the Company, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group to express an opinion on the financial statements of the Group. We are responsible for the direction, supervision and performance of the group audit. We remain solely responsible for our audit opinion.

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

We also provide the Directors with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

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

OTHER MATTERS

This report is made solely to the members of the Group and 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.

AL JAFREE SALIHIN KUZAIMI PLT
201506002872 (LLP0006652-LCA) & AF 1522
Chartered Accountants

AHMAD SYHAZAN BIN YAACOB
No. 03696/10/2024 J
Chartered Accountant

Dated: 14 April 2023

Selangor, Malaysia

STATEMENTS OF FINANCIAL POSITION

Position as at 31 December 2022

	Note	Group		Company	
		2022 RM	2021 RM	2022 RM	2021 RM
ASSETS					
Non-current assets					
Property, plant and equipment	4	2,283,393	2,359,078	-	-
Investment properties	5	32,440,680	375,000	-	-
Investment in subsidiaries	6	-	-	74,940,002	74,940,002
Deferred tax assets	7	-	149,651	-	-
Total non-current assets		34,724,073	2,883,729	74,940,002	74,940,002
Current assets					
Trade and other receivables	8	72,944,229	92,969,587	664,108	981,269
Amount due from contract customers	9	61,191,737	48,551,811	-	-
Fixed deposit with licensed banks	10	114,018	111,947	-	-
Cash and bank balances	11	2,259,301	1,079,499	2,609	2,699
Tax recoverable		-	40,914	-	-
		136,509,285	142,753,758	666,717	983,968
Assets held for sale	12	-	32,080,680	-	-
Total current assets		136,509,285	174,834,438	666,717	983,968
TOTAL ASSETS		171,233,358	177,718,167	75,606,719	75,923,970
EQUITY AND LIABILITIES					
Equity attributable to equity holders of the Company					
Share capital	13	78,719,784	78,719,784	78,719,784	78,719,784
Retained earnings/(accumulated losses)	14	37,322,439	37,248,539	(4,038,893)	(3,691,643)
		116,042,223	115,968,323	74,680,891	75,028,141
Non-controlling interest		389,880	425,694	-	-
TOTAL EQUITY		116,432,103	116,394,017	74,680,891	75,028,141
Current liabilities					
Trade and other payables	15	54,544,652	60,840,358	925,828	895,829
Loans and borrowings	16	237,352	483,792	-	-
Provision for taxation		19,251	-	-	-
TOTAL LIABILITIES		54,801,255	61,324,150	925,828	895,829
TOTAL EQUITY AND LIABILITIES		171,233,358	177,718,167	75,606,719	75,923,970

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

STATEMENTS OF COMPREHENSIVE INCOME

For the financial year ended 31 December 2022

	Note	Group		Company	
		2022 RM	2021 RM	2022 RM	2021 RM
Revenue	17	20,172,204	26,333,767	-	-
Cost of sales	18	(16,048,239)	(22,194,218)	-	-
Gross profit		4,123,965	4,139,549	-	-
Other income		265,451	351,514	-	45,000
Administrative expenses		(3,975,718)	(3,812,810)	(347,250)	(349,963)
Result from operating activities		413,698	678,253	(347,250)	(304,963)
Finance costs	19	(29,678)	(41,398)	-	-
Profit/(loss) before taxation	20	384,020	636,855	(347,250)	(304,963)
Taxation	22	(345,934)	(335,154)	-	-
Profit/(loss) for the year, representing total comprehensive income/(loss) for the financial year		38,086	301,701	(347,250)	(304,963)
Attributable to:					
Equity holders of the Company		73,900	326,007	(347,250)	(304,963)
Non-controlling interest		(35,814)	(24,306)	-	-
		38,086	301,701	(347,250)	(304,963)
Basic earning per ordinary share attributable to equity holders of the Company (sen)	23	0.03	0.22		

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

CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For the year ended 31 December 2022

Group

	Non- distributable share capital RM	Distributable retained earnings RM	Equity attributable to equity holders of the Company RM	Non- controlling interest RM	Total Equity RM
2022					
At 1 January 2022	78,719,784	37,248,539	115,968,323	425,694	116,394,017
Total comprehensive income for the year	-	73,900	73,900	(35,814)	38,086
At 31 December 2022	78,719,784	37,322,439	116,042,223	389,880	116,432,103
2021					
At 1 January 2021	78,719,784	37,012,532	115,732,316	-	115,732,316
Acquisition of shares in a subsidiary by non-controlling interest	-	-	-	360,000	360,000
Disposal of shares in a subsidiary to non-controlling interest	-	(90,000)	(90,000)	90,000	-
Total comprehensive income for the year	-	326,007	326,007	(24,306)	301,701
At 31 December 2021	78,719,784	37,248,539	115,968,323	425,694	116,394,017

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

STATEMENT OF CHANGES IN EQUITY

For the financial year ended 31 December 2022

Company

	Non- distributable share capital	Distributable accumulated losses	Equity attributable to equity holders of the Company
	RM	RM	RM
2022			
At 1 January 2022	78,719,784	(3,691,643)	75,028,141
Total comprehensive loss for the year	-	(347,250)	(347,250)
At 31 December 2022	78,719,784	(4,038,893)	74,680,891
2021			
At 1 January 2021	78,719,784	(3,386,680)	75,333,104
Total comprehensive loss for the year	-	(304,963)	(304,963)
At 31 December 2021	78,719,784	(3,691,643)	75,028,141

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

STATEMENTS OF CASH FLOWS

For the financial year ended 31 December 2022

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Cash flows from operating activities				
Profit/(loss) before taxation	384,020	636,855	(347,250)	(304,963)
Adjustments for :				
Expected credit losses on:				
- Trade receivables	46,591	85,650	-	-
Depreciation of property, plant and equipment	106,294	104,934	-	-
Depreciation of investment properties	15,000	15,000	-	-
Gain on disposal of investment in subsidiaries	-	(45,000)	-	(45,000)
Finance costs	29,678	41,398	-	-
Interest income	(2,071)	(2,034)	-	-
Operating profit/(loss) before changes in working capital	579,512	836,803	(347,250)	(349,963)
Decrease/(Increase) in trade and other receivables	7,338,841	(10,183,013)	317,161	213,014
(Decrease)/Increase in trade and other payables	(6,295,706)	10,085,256	29,999	518,933
Cash generated from/(used in) operating activities	1,622,647	739,046	(90)	381,984
Tax paid	(136,118)	-	-	-
Net cash generated from/(used in) operating activities	1,486,529	739,046	(90)	381,984
Cash flows from investing activities				
Acquisition of property, plant and equipment	(30,609)	(7,380)	-	-
Acquisition of new issuance of shares	-	-	-	(440,000)
Proceeds from issuance of share capital by a subsidiary company to non-controlling interest	-	360,000	-	-
Proceeds from disposal of shares to non-controlling interest	-	45,000	-	45,000
Net cash (used in)/generated from investing activities	(30,609)	397,620	-	(395,000)
Cash flows from financing activities				
Repayment of term loan, representing net cash used in financing activities	(276,118)	(139,235)	-	-
Net increase/(decrease) in cash and cash equivalents	1,179,802	997,431	(90)	(13,016)
Cash and cash equivalents at beginning of the year	1,079,499	82,068	2,699	15,715
Cash and cash equivalents at end of the year	2,259,301	1,079,499	2,609	2,699

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

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022

1. CORPORATE INFORMATION

Lebtech Berhad 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 and principal place of business is located at No.2, Jalan Tengku Ampuan Zabedah J9/J, Seksyen 9, 40000 Shah Alam, Selangor Darul Ehsan.

The Company is principally engaged in investment holding whilst the principal activities of the subsidiaries are as stated in Note 6 to the financial statements. There has been no significant changes in the nature of these activities during the financial year.

2. SIGNIFICANT ACCOUNTING POLICIES

2.1 Basis of preparation

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

The financial statements have been prepared under the historical cost convention except as disclosed in the respective significant accounting policies.

The preparation of financial statements in conformity with MFRS requires the use of certain critical accounting estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the reported financial year. It also requires the Directors to exercise their judgement in the process of applying the Group's and the Company's accounting policies.

These financial statements are presented in Ringgit Malaysia.

For the financial year ended at 31 December 2022, the Group derived 100% of its revenue from related parties and at the statement of financial position date, 98% of Group's trade and other receivables are due from related parties.

The conditions or events, along with other matters as disclosed in Note 8 indicate existence of material uncertainties that may cast significant doubt on the Group's ability to continue as a going concern. Nevertheless, the financial statements of the Group has been prepared on a going concern basis as the Board of Directors is optimistic on the Group's ability to tender on latest projects on their own instead of being awarded by its related parties.

On 14 March 2023, Lebtech Construction Sdn. Bhd., a wholly-owned subsidiary of the Company has received a Letter of Acceptance ("LOA") from a third party as stated in Note 29 to the financial statements.

The Group will continue to pursue government/government linked companies ("GLC") tender in infrastructure projects. Furthermore, we will explore on the possibility of private finance initiative projects in 2023. The Group will move forward with future projects with third party mainly on housing development projects.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.2 Changes in accounting policies arising from adoption of new MFRS, amendments to MFRS and IC Interpretations

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

The Group and the Company adopted the following new and amended MFRS and Interpretations Committee ("IC") Interpretations mandatory for annual financial periods beginning on or after 1 January 2022.

Descriptions	Effective for annual periods beginning on or after
Amendments to MFRS 16: Leases - Covid-19 - Related rent Concessions beyond 30 June 2021	1 January 2022
Amendments to MFRS 3: Business Combinations - Reference to the Conceptual Framework	1 January 2022
Amendments to MFRS 116: Property, Plant and Equipment - Proceeds before Intended Use	1 January 2022
Amendments to MFRS 137: Provisions, Contingent Liabilities and Contingent Assets - Onerous Contracts - Cost of fulfilling a Contract	1 January 2022
Annual Improvements to MFRS Standards 2018 - 2020	1 January 2022

The adoption of the above standards did not have any material impact on the Group's and the Company's financial statements.

2.3 Standards issued but not yet effective

The standards and interpretations that are issued but not yet effective up to the date of issuance of the Group's and the Company's financial statements are disclosed below. The Group and the Company intend to adopt these standards, if applicable, when they become effective.

Description	Effective for annual periods beginning on or after
MFRS 17 : Insurance Contracts and amendments to MFRS 17	1 January 2023
Amendments to MFRS 108: Accounting Policies Changes in Accounting Estimates and Errors - Definition of Accounting Estimates	1 January 2023
Amendments to MFRS 112: Incomes Taxes - Deferred Tax Related to Assets and Liabilities arising from a Single Transaction	1 January 2023
Amendments to MFRS 16: Leases - Lease Liability in a Sale and Leaseback	1 January 2024
Amendments to MFRS 101: Presentation of Financial Statements - Classification of Liabilities as Current or Non-current - Disclosure of Accounting Policies	1 January 2024 1 January 2024
Amendments to MFRS 10 and MFRS 128: Sale or Contribution of Assets between an Investor and its Associate of Joint Venture	Deferred

The Directors expect that the adoption of the above standards and interpretations will have no material impact on the Group's and the Company's financial statement in the year of initial application.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022

cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.4 Basis of consolidation

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

The Company controls an investee if and only if the Company has all the following:

- (i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- (ii) Exposure, or rights, to variable returns from its investment with the investee; and
- (iii) The ability to use its power over the investee to affect its returns.

When the Company has less than a majority of the voting rights of an investee, the Company considers the following in assessing whether or not the Company's voting rights in an investee are sufficient to give it power over the investee:

- (i) The size of the Company's holding of voting rights relative to the size and dispersion of holdings of the other vote holders;
- (ii) Potential voting rights held by the Company, other vote holders or other parties;
- (iii) Rights arising from other contractual arrangements; and
- (iv) Any additional facts and circumstances that indicate that the Company has, or does not have, the current ability to direct the relevant activities at the time that decisions need to be made, including voting patterns at previous shareholders' meetings.

Subsidiaries are consolidated when the Company obtains control over the subsidiary and ceases when the Company loses control of the subsidiary. All intra-group balances, income and expenses and unrealised gains and losses resulting from intragroup transactions are eliminated in full.

Profit or loss within a subsidiary are attributed to the non-controlling interests even if that results in a deficit balance.

Changes in the Group's ownership interests in subsidiaries that do not result in the Group losing control over the subsidiaries are accounted for as equity transactions. The carrying amounts of the Group's interests and the non-controlling interests are adjusted to reflect the changes in their relative interests in the subsidiaries. The resulting difference is recognised directly in equity and attributed to owners of the Company.

When the Group loses control of a subsidiary, a gain or loss calculated as the difference between (i) the aggregate of the fair value of the consideration received and the fair value of any retained interest and (ii) the previous carrying amount of the assets and liabilities of the subsidiary and any non-controlling interest, is recognised in profit or loss. The subsidiary's cumulative gain or loss which has been recognised in other comprehensive income and accumulated in equity are reclassified to profit or loss or where applicable, transferred directly to retained earnings. The fair value of any investment retained in the former subsidiary at the date control is lost is regarded as the cost on initial recognition of the investment.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.4 Basis of consolidation *cont'd*

Business combinations

Acquisition of subsidiaries are accounted for using the acquisition method. The cost of an acquisition is measured as the aggregate of the consideration transferred, measured at acquisition date fair value and the amount of any non-controlling interests in the acquiree. The Group elects on a transaction-by-transaction basis whether to measure the non-controlling interests in the acquiree either at fair value or at the proportionate share of the acquiree's identifiable net assets. Transaction costs incurred are expensed and included in administrative expenses.

Any contingent consideration to be transferred by the acquirer will be recognised at fair value at the acquisition date. Contingent consideration classified as equity is not remeasured and its subsequent settlement is accounted for within equity. Contingent consideration classified as an asset or liability that is a financial instrument and within the scope of MFRS 9, is measured at fair value with the changes in fair value recognised in profit or loss or changes to other comprehensive income in accordance with MFRS 9. Other contingent consideration that is not within the scope of MFRS 9 is measured at fair value at each reporting date with changes in fair value recognised in profit or loss.

When the Group acquires a business, it assesses the financial assets and liabilities assumed for appropriate classification and designation in accordance with the contractual terms, economic circumstances and pertinent conditions as at the acquisition date. This includes the separation of embedded derivatives in host contracts by the acquiree.

If the business combination is achieved in stages, the acquisition date of the acquirer's previously held equity interest in the acquiree is remeasured to fair value at the acquisition date through profit or loss.

Goodwill is initially measured at cost, being the excess of the aggregate of the consideration transferred and the amount recognised for non-controlling interests over the net identifiable assets acquired and liabilities assumed. If this consideration is lower than fair value of the net assets of the subsidiary acquired, the difference is recognised in profit or loss.

Following the initial recognition, goodwill is measured at cost less any accumulated impairment losses. For the purpose of impairment testing, goodwill acquired in a business combination is, from the acquisition date, allocated to each of the Group's cash-generating units that are expected to benefit from the combination, irrespective of whether other assets or liabilities of the acquiree are assigned to those units.

Where goodwill has been allocated to a cash-generating unit and part of the operation within that unit is disposed of, the goodwill associated with the disposed operation is included in the carrying amount of the operation when determining the gain or loss on disposal. Goodwill disposed in these circumstances is measured based on the relative values of the disposed operation and the portion of the cash generating unit retained.

Business combinations involving entities under common control are accounted for by applying the pooling-of-interest method. The assets and liabilities of the combining entities are reflected at their carrying amounts reported in the consolidated financial statements of the controlling holding company. Any difference between the consideration paid and the share capital of the acquired entity is reflected within equity as merger reserve. The statement of comprehensive income reflects the results of the combining entities for the full year, irrespective of when the combination takes place. Comparatives are presented as if the entities had always been combined since the date the entities had come under common control. No adjustments are made to reflect the fair values on the date of combination, or recognise any new assets or liabilities. No additional goodwill is recognised as a result of the combination.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022

cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.5 Subsidiaries

A subsidiary is an entity over which the Group has all the following:

- (i) Power over the investee (i.e. existing rights that give it the current ability to direct the relevant activities of the investee);
- (ii) Exposure, or rights, to variable returns from its investment with the investee; and
- (iii) The ability to use its power over the investee to affect its returns.

In the Company's separate financial statements, investments in subsidiaries are accounted for at cost less impairment losses. On disposal of such investments, the difference between net disposal proceeds and their carrying amounts is included in profit or loss.

2.6 Transactions with non-controlling interests

Non-controlling interests represent the portion of profit or loss and net assets in subsidiaries not held by the Group and are presented separately in profit or loss of the Group and within equity in the consolidated statements of financial position, separately from parent shareholders' equity. Transactions with non-controlling interests are accounted for using the entity concept method, whereby, transactions with non-controlling interests are accounted for as transactions with owners. On acquisition of non-controlling interests, the difference between the consideration and book value of the share of the net assets acquired is recognised directly in equity. Gain or loss on disposal to non-controlling interests is recognised directly in equity.

2.7 Property, plant and equipment

(i) Recognition and measurement

Items of property, plant and equipment are stated at cost less accumulated depreciation and any impairment loss.

Cost includes expenditures that are directly attributable to the acquisition of the asset. The cost of self-constructed assets includes the cost of materials and direct labour, any other costs directly attributable to bringing the asset to working condition for its intended use, and the costs of dismantling and removing the items and restoring the site on which they are located. The cost of self-constructed assets also includes the cost of materials and direct labour and, for qualifying assets, borrowing costs are capitalised in accordance with the Group's and the Company's accounting policy. Purchased software that is integral to the functionality of the related equipment is capitalised as part of that equipment.

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

(ii) Subsequent costs

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

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.7 Property, plant and equipment *cont'd*

(iii) Depreciation and impairment

Depreciation is calculated over the depreciable amount, which is the cost of an asset, or other amount substituted for cost, less its residual value.

Depreciation is recognised in profit or loss on a straight-line basis over the estimated useful lives of each part of an item of property, plant and equipment. Leased assets are depreciated over the shorter of the lease term and their useful lives.

The estimated useful lives for the current and comparative periods are as follows:

Items:	Useful lives (years)
Leasehold land and building	50 years
Motor vehicles	5 years
Plant and equipment	2.5 - 10 years
Fixture and fittings	8 - 10 years
Renovation	5 years

Depreciation methods, useful lives and residual values are reassessed at each financial year-end and adjusted prospectively, if appropriate.

The carrying value of property, plant and equipment are reviewed for impairment when events or changes in circumstances indicate that the carrying value may not be recoverable. If such indication exists, an analysis is performed to assess whether the carrying amount of the asset is fully recoverable. A write down is made if the carrying amount exceeds the recoverable amount. Likewise, when the conditions for impairment no longer exist after considering indications from both external and internal sources, a write-back on the asset values will be performed. The impairment loss is charged to profit or loss unless it reverses a previous revaluation in which case it is charged to the revaluation surplus as stated in accounting policy Note 2.10.

(iv) Derecognition

An item of property, plant and equipment is derecognised upon disposal or when no future economic benefits are expected from its use or disposal. Gains or losses on disposal of an item of property, plant and equipment are determined by comparing the proceeds from disposal with the carrying amount of property, plant and equipment and are recognised net within "other income" or "other expenses" respectively in the profit or loss.

2.8 Investment properties

Investment properties are properties which are owned to earn rental income or for capital appreciation or for both. These include land held for a currently undetermined future use. Properties that are occupied by the companies in the Group are accounted for as owner-occupied rather than as investment properties.

(i) Investment property carried at cost

Investment properties are stated at cost less any accumulated depreciation consistent with the accounting policy for property, plant and equipment as stated in accounting policy Note 2.7.

Depreciation is charged to statement of comprehensive income on a straight-line basis over the estimated useful lives of fifty (50) years for buildings.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022

cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.8 Investment properties *cont'd*

(i) Investment property carried at cost *cont'd*

Subsequent expenditure is capitalised to the asset's carrying amount only when it is probable that the future economic benefits associated with the expenditure will flow to the Group and the cost of the item can be measured reliably. All other repairs and maintenance costs are expensed when incurred. When part of an investment property is replaced, the carrying amount of the replaced part is derecognised.

Investment property is derecognised either when it has been disposed of or when the investment property is permanently withdrawn from use and no future economic benefit is expected from its disposal.

Gains or losses on disposals are determined by comparing net disposal proceeds with the carrying amount and are included in statement of comprehensive income.

Property is subject to impairment review whenever events or changes in circumstances indicate that the carrying amount may not be recoverable. The impairment loss is charged to statement of comprehensive income unless it reverses a previous revaluation in which case it is charged to the revaluation surplus.

2.9 Financial assets

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

(i) Initial recognition and measurement

Financial assets are classified, at initial recognition, as subsequently measured at amortised cost, fair value through other comprehensive income (OCI), and fair value through profit or loss.

The classification of financial assets at initial recognition depends on the financial asset's contractual cash flow characteristics and the Group and the Company's business model for managing them. With the exception of trade receivables that do not contain a significant financing component or for which the Group and the Company has applied the practical expedient, the Group and the Company initially measures a financial asset at its fair value plus, in the case of a financial asset not at fair value through profit or loss, transaction costs. Trade receivables of the Group and the Company do not contain a significant financing component and therefore are measured at the transaction price determined under MFRS 15 Revenue from Contracts with Customers.

In order for a financial asset to be classified and measured at amortised cost or fair value through OCI, it needs to give rise to cash flows that are solely payments of principal and interest ("SPPI") on the principal amount outstanding. This assessment is referred to as the SPPI test and is performed at an instrument level.

The Group and the Company's business model for managing financial assets refers to how it manages its financial assets in order to generate cash flows. The business model determines whether cash flows will result from collecting contractual cash flows, selling the financial assets, or both.

Purchases or sales of financial assets that require delivery of assets within a time frame established by regulation or convention in the marketplace (regular way trades) are recognised on the trade date, i.e., the date that the Company commits to purchase or sell the asset.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.9 Financial assets *cont'd*

(ii) Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in four categories:

- Financial assets at amortised cost (debt instruments);
- Financial assets at fair value through OCI with recycling of cumulative gains or losses (debt instruments);
- Financial assets designated at fair value through OCI with no recycling of cumulative gains or losses upon derecognition (equity instruments); and
- Financial assets at fair value through profit or loss.

Financial assets at amortised cost (debt instruments)

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

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

Financial assets at fair value through OCI (debt instruments)

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

The Group and the Company's financial assets at amortised cost includes trade and other receivables and cash and bank balances.

The Group and the Company measures debt instruments at fair value through OCI if both of the following conditions are met:

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

For debt instruments at fair value through OCI, interest income, foreign exchange revaluation and impairment losses or reversals are recognised in the statements of comprehensive income and computed in the same manner as for financial assets measured at amortised cost. The remaining fair value changes are recognised in OCI. Upon derecognition, the cumulative fair value change recognised in OCI is recycled to profit or loss.

The Group and the Company have no financial assets at fair value through OCI (debt instruments) at the reporting date.

Financial assets designated at fair value through OCI (equity instruments)

Upon initial recognition, the Group and the Company can elect to classify irrevocably its equity investments as equity instruments designated at fair value through OCI when they meet the definition of equity under MFRS 132 Financial Instruments: Presentation and are not held for trading. The classification is determined on an instrument-by-instrument basis.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022

cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.9 Financial assets *cont'd*

(ii) Subsequent measurement *cont'd*

Financial assets designated at fair value through OCI (equity instruments) *cont'd*

Gains or losses on these financial assets are never recycled to profit or loss. Dividends are recognised as other income in the statements of comprehensive income when the right of payment has been established, except when the Group and the Company benefits from such proceeds as a recovery of part of the cost of the financial asset, in which case, such gains are recorded in OCI. Equity instruments designated at fair value through OCI are not subject to impairment assessment.

The Group and the Company have no financial assets at fair value through OCI (equity instruments) at the reporting date.

Financial assets at fair value through profit or loss

Financial assets at fair value through profit or loss include financial assets held for trading, financial assets designated upon initial recognition at fair value through profit or loss, or financial assets mandatorily required to be measured at fair value. Financial assets are classified as held for trading if they are acquired for the purpose of selling or repurchasing in the near term. Derivatives, including separated embedded derivatives, are also classified as held for trading unless they are designated as effective hedging instruments.

Financial assets with cash flows that are not solely payments of principal and interest are classified and measured at fair value through profit or loss, irrespective of the business model. Notwithstanding the criteria for debt instruments to be classified at amortised cost or at fair value through OCI, as described above, debt instruments may be designated at fair value through profit or loss on initial recognition if doing so eliminates, or significantly reduces, an accounting mismatch.

Financial assets at fair value through profit or loss are carried in the statements of financial position at fair value with net changes in fair value recognised in statements of comprehensive income.

This category includes derivative instruments and listed equity investments which the Group and the Company had not irrevocably elected to classify at fair value through OCI. Dividends on listed equity investments are also recognised as other income in the statements of comprehensive income when the right of payment has been established.

A derivative embedded in a hybrid contract, with a financial liability or non-financial host, is separated from the host and accounted for as a separate derivative if: the economic characteristics and risks are not closely related to the host; a separate instrument with the same terms as the embedded derivative would meet the definition of a derivative; and the hybrid contract is not measured at fair value through profit or loss. Embedded derivatives are measured at fair value with changes in fair value recognised in statements of comprehensive income. Reassessment only occurs if there is either a change in the terms of the contract that significantly modifies the cash flows that would otherwise be required or a reclassification of a financial asset out of the fair value through profit or loss category.

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

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.9 Financial assets *cont'd*

(iii) Derecognition

A financial asset (or, where applicable a part of a financial asset or part of a group of similar financial assets) is derecognised when:

- The rights to receive cash flows from the asset have expired; or
- The Group and the Company have transferred its rights to receive cash flows from the asset or has assumed an obligation to pay the received cash flows in full without material delay to a third party under a 'passthrough' arrangement; and either the Group and the Company have transferred substantially all the risks and rewards of the asset, or the Group and the Company has neither transferred nor retained substantially all the risks and rewards of the asset, but have transferred control of the asset.

When the Group and the Company has transferred its rights to receive cash flows from an asset or has entered into a pass-through arrangement, it evaluates if, and to what extent, it has retained the risks and rewards of ownership. When it has neither transferred nor retained substantially all of the risks and rewards of the asset, nor transferred control of the asset, the Group and the Company continues to recognise the transferred asset to the extent of its continuing involvement. In that case, the Group and the Company also recognises an associated liability. The transferred asset and the associated liability are measured on a basis that reflects the rights and obligations that the Group and the Company has retained.

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

2.10 Impairment of financial assets

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

ECLs are recognised in two stages. For credit exposures for which there has not been a significant increase in credit risk since initial recognition, ECLs are provided for credit losses that result from default events that are possible within the next 12-months (a 12-month ECL). For those credit exposures for which there has been a significant increase in credit risk since initial recognition, a loss allowance is required for credit losses expected over the remaining life of the exposure, irrespective of the timing of the default (a lifetime ECL).

For trade receivables and contract assets, the Group and the Company apply a simplified approach in calculating ECLs. Therefore, the Group and the Company do not track changes in credit risk, but instead recognises a loss allowance based on lifetime ECLs at each reporting date.

The Group and the Company may consider a financial asset in default when contractual payments are 90 days past due. However, in certain cases, the Group and the Company may also consider a financial asset to be in default when internal or external information indicates that the Group and the Company are unlikely to receive the outstanding contractual amounts in full before taking into account any credit enhancements held by the Group. A financial asset is written off when there is no reasonable expectation of recovering the contractual cash flows.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.11 Cash and cash equivalents

Cash and cash equivalents comprise cash in hand, bank balances, demand deposits, and short-term, highly liquid investments that are readily convertible to known amounts of cash and which are subject to an insignificant risk of changes in value with original maturity periods of three (3) months or less.

Cash and cash equivalents (other than bank overdrafts) are categorised and measured as loans and receivables in accordance with policy Note 2.9.

2.12 Financial liabilities

(i) Initial recognition and measurement

Financial liabilities are classified, at initial recognition, as financial liabilities at fair value through profit or loss, loans and borrowings, payables, or as derivatives designated as hedging instruments in an effective hedge, as appropriate.

All financial liabilities are recognised initially at fair value and, in the case of loans and borrowings and payables, net of directly attributable transaction costs.

The Group and the Company's financial liabilities include trade and other payables and loan and borrowings.

(ii) Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

Financial liabilities at fair value through profit or loss

Financial liabilities at fair value through profit or loss include financial liabilities held for trading and financial liabilities designated upon initial recognition as at fair value through profit or loss.

Financial liabilities are classified as held for trading if they are incurred for the purpose of repurchasing in the near term. This category also includes derivative financial instruments entered into by the Group and the Company that are not designated as hedging instruments in hedge relationships as defined by MFRS 9. Separated embedded derivatives are also classified as held for trading unless they are designated as effective hedging instruments.

Gains or losses on liabilities held for trading are recognised in the statements of comprehensive income.

Financial liabilities designated upon initial recognition at fair value through profit or loss are designated at the initial date of recognition, and only if the criteria in MFRS 9 are satisfied. The Group and the Company has not designated any financial liability as at fair value through profit or loss.

Loans and borrowings

After initial recognition, interest bearing loans and borrowings are subsequently measured at amortised cost using the effective interest rate method. Gains or losses are recognised in statements of comprehensive income when the liabilities are derecognised as well as through the effective interest rate method ("EIR") amortisation process.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included in finance costs in the statements of comprehensive income.

This category generally applies to interest-bearing loans and borrowings.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.12 Financial liabilities *cont'd*

(iii) Derecognition

A financial liability is derecognised when the obligation under the liability is discharged or cancelled or expires.

When an existing financial liability is replaced by another from the same lender on substantially different terms, or the terms of an existing liability are substantially modified, such an exchange or modification is treated as the derecognition of the original liability and the recognition of a new liability. The difference in the respective carrying amounts is recognised in the statements of comprehensive income.

2.13 Offsetting of financial instruments

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

2.14 Non-current assets classified as assets held for sale

Non-current assets are classified as held for sale if their carrying amount will be recovered principally through a sale transaction rather than through continuing use. This condition is regarded as met only when the sale is highly probable and the asset is available for immediate sale in its present condition subject only to terms that are usual and customary.

Immediately before classification as held for sale, the measurement of the non-current assets is brought up-to-date in accordance with applicable MFRSs. Then, on initial classification as held for sale, non-current assets (other than investment properties, deferred tax assets, employee benefits assets, financial assets and inventories) are measured in accordance with MFRS 5 that is at the lower of carrying amount and fair value less costs to sell. Any differences are included in the comprehensive income.

If the criterias under MFRS 5 are no longer met, the Group shall cease to classify the assets held for sale. The Group shall measure the assets that cease to be classified as held for sale at the lower of its carrying amount before the assets was classified as held for sale, adjusted for any depreciation, amortisation or revaluations that would have been recognised had the assets not been classified as held for sale and its recoverable amount at the date of the subsequent decision not to sell.

2.15 Leases

The determination of whether an arrangement is, or contains, a lease is based on the substance of the arrangement at the inception date. The arrangement is assessed for whether fulfilment of the arrangement is dependent on the use of a specific asset or assets or the arrangement conveys a right to use the asset or assets, even if that right is not explicitly specified in an arrangement.

(i) As a lessee

The Group and the Company applies a single recognition and measurement approach for all leases, except for short-term leases and leases of low-value assets. The Group and the Company recognises lease liabilities to make lease payments and right-of-use assets representing the right to use the underlying assets.

Right-of-use assets

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

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022

cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.15 Leases *cont'd*

(i) As a lessee *cont'd*

Right-of-use assets *cont'd*

The right-of-use asset is subsequently depreciated using the straight-line method from the commencement date to the earlier of the end of the useful life of the right-of-use asset or the end of the lease term. The estimated useful lives of the right-of-use assets are determined on the same basis as those of plant and equipment. In addition, the right-of-use asset is periodically reduced by impairment losses, if any, and adjusted for certain remeasurement of the lease liability.

Short-term leases and leases of low-value assets

The Group and the Company have elected not to recognise right-of-use assets and lease liabilities for the short-term leases that have a lease term of 12 months or less and leases of low-value assets. The Group and the Company recognise lease payments associated with these leases as an expense over the lease term.

Lease liabilities

At the commencement date of the lease, the Group and the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees. The lease payments also include the exercise price of a purchase option reasonably certain to be exercised by the Group and the Company and payments of penalties for terminating the lease, if the lease term reflects the Group and the Company exercising the option to terminate. Variable lease payments that do not depend on an index or a rate are recognised as expenses (unless they are incurred to produce inventories) in the period in which the event or condition that triggers the payment occurs.

In calculating the present value of lease payments, the Group and the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is remeasured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

(ii) As a lessor

Leases in which the Group and the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of comprehensive income due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income. Contingent rents are recognised as revenue in the period in which they are earned.

2.16 Contract assets

A contract asset is the right of the Group and the Company to consideration in exchange for goods or services that it has transferred to the customer when that right is conditional upon future performance but not through the passage of time. If the Group and the Company has performed its obligation by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised and presented net of any amounts that has been recognised as receivables. Contract asset is presented as the excess of cumulative revenue earned or recognised in comprehensive income over the billings to date to the customer. Contract assets are subject to impairment assessment in accordance with MFRS 9: Financial Instruments.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.17 Impairment of non-financial assets

(i) Other assets

The carrying amounts of other assets (except for assets arising from construction contract and deferred tax asset) are reviewed at the end of each reporting period to determine whether there is any indication of impairment. If any such indication exists, then the asset's recoverable amount is estimated.

For the purpose of impairment testing, assets are grouped together into the smallest group of assets that generates cash inflows from continuing use that are largely independent of the cash inflows of other assets or groups of assets (the "cash-generating unit"). The goodwill acquired in a business combination, for the purpose of impairment testing, is allocated to cash-generating units that are expected to benefit from the synergies of the combination.

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

An impairment loss is recognised if the carrying amount of an asset or its cash-generating unit exceeds its recoverable amount.

Impairment losses are recognised in the comprehensive income. Impairment losses recognised in respect of cash-generating unit are allocated first to reduce the carrying amount of any goodwill allocated to the units and then to reduce the carrying amount of other assets in the units (group of units) on a prorata basis.

Impairment losses recognised in prior periods are assessed at the end of each reporting period for any indications that the loss has decreased or no longer exists. An impairment loss is reversed if there has been a change in the estimates used to determine the recoverable amount since the last impairment loss was recognised.

An impairment loss is reversed only to the extent that the asset's carrying amount does not exceed the carrying amount that would have been determined, net of depreciation or amortisation, if no impairment loss had been recognised. Reversals of impairment losses are credited to profit or loss in the year in which the reversals are recognised.

2.18 Employee benefits

Short-term employee benefit obligations in respect of salaries, annual bonuses, paid annual leave and sick leave are measured on an undiscounted basis and are expensed as the related service is provided.

A liability is recognised for the amount expected to be paid under short-term cash bonus or profit-sharing plans if the Group and the Company has a present legal or constructive obligation to pay this amount as a result of past service provided by the employee and the obligation can be estimated reliably.

The Group and the Company's contributions to statutory pension funds are charged to profit or loss in the year to which they relate. Once the contributions have been paid, the Group and the Company has no further payment obligations.

2.19 Provisions

A provision is recognised if, as a result of a past event, the Group has a present legal or constructive obligation that can be estimated reliably, and it is probable that an outflow of economic benefits will be required to settle the obligation. Provisions are determined by discounting the expected future cash flows at a pre-tax rate that reflects current market assessments of the time value of money and the risks specific to the liability. The unwinding of the discount is recognised as a financing cost.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022

cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.19 Provisions *cont'd*

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

Where the Group and the Company enters into financial guarantee contracts to guarantee the indebtedness of other companies within its group, the Group and the Company considers these to be insurance arrangements, and accounts for them as such. In this respect, the Group and the Company treats the guarantee contract as a contingent liability until such time as it becomes probable that the Group and the Company will be required to make a payment under the guarantee.

2.20 Revenue recognition

(i) Revenue from construction contracts

Revenue from contracts with customers is recognised by reference to each distinct performance obligation in the contract with customer. Revenue from contracts with customers is measured at its transaction price, being the amount of consideration which the Group and the Company expects to be entitled in exchange for transferring promised goods or services to a customer, net of goods and service tax, returns, rebates and discounts. Transaction price is allocated to each performance obligation on the basis of the relative standalone selling prices of each distinct good or services promised in the contract. Depending on the substance of the contract, revenue is recognised when the performance obligation is satisfied, which may be at a point in time or over time.

Revenue from contract with customers may includes the initial amount agreed in the contract plus any variations in contract work, claims and incentive payments to the extent that it is probable that they will result in revenue and can be measured reliably. As soon as the outcome of a construction contract can be estimated reliably, revenue and expenses are recognised in the statement of comprehensive income in proportion to the stage of completion of the contract.

The stage of completion is assessed by reference to the proportion that contract costs incurred for work performed to date bear to the estimated total contract costs. When the outcome of a revenue from contract customers cannot be estimated reliably, contract revenue is recognised only to the extent of contract costs incurred that are likely to be recoverable. An expected loss on a contract is recognised immediately in the statement of comprehensive income.

The revenue recognition of other classes of revenue that are not within the scope of MFRS 15 are set out below:

(ii) Rental income

Rental income from investment property is recognised in the statement of comprehensive income on a straight-line basis over the term of the lease. Lease incentives granted are recognised as an integral part of the total rental income, over the term of the lease.

(iii) Interest income

Interest income is recognised on accrual basis, using the effective interest method in the statement of comprehensive income.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.21 Borrowing costs

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

Costs, borrowing costs directly attributable to the acquisition, construction or production of qualifying assets, which are assets that necessarily take a substantial period of time to get ready for their intended use or sale, are capitalised as part of the cost of those assets.

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

2.22 Income tax

(i) Current tax

Current income tax assets and liabilities for the current and prior periods are measured at the amount expected to be recovered from or paid to the taxation authorities. The tax rates and tax laws used to compute the amount are those that are enacted or substantively enacted at the reporting date.

Current income taxes are recognised in profit or loss except to the extent that the tax relates to items recognised outside profit or loss, either in other comprehensive income or directly in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

(ii) Deferred tax

Deferred tax is provided using the liability method on temporary differences at the reporting date between the tax bases of assets and liabilities and their carrying amounts for financial reporting purposes.

Deferred tax liabilities are recognised for all temporary differences, except:

- where the deferred tax liability arises from the initial recognition of goodwill or of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of taxable temporary differences associated with investments in subsidiaries, where the timing of the reversal of the temporary differences can be controlled and it is probable that the temporary differences will not reverse in the foreseeable future.

Deferred tax assets are recognised for all deductible temporary differences, carry forward of unused tax credits and unused tax losses, to the extent that it is probable that taxable profit will be available against which the deductible temporary differences, and the carry forward of unused tax credits and unused tax losses can be utilised except:

- where the deferred tax asset relating to the deductible temporary difference arises from the initial recognition of an asset or liability in a transaction that is not a business combination and, at the time of the transaction, affects neither the accounting profit nor taxable profit or loss; and
- in respect of deductible temporary differences associated with investments in subsidiaries, deferred tax assets are recognised only to the extent that it is probable that the temporary differences will reverse in the foreseeable future and taxable profit will be available against which the temporary differences can be utilised.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.22 Income tax *cont'd*

(ii) Deferred tax *cont'd*

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

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

Deferred tax relating to items recognised outside profit or loss is recognised outside profit or loss. Deferred tax items are recognised in correlation to the underlying transaction either in other comprehensive income or directly in equity and deferred tax arising from a business combination is adjusted against goodwill on acquisition.

Deferred tax assets and deferred tax liabilities are offset, if a legally enforceable right exists to set off current tax assets against current tax liabilities and the deferred taxes relate to the same taxable entity and the same taxation authority.

2.23 Earnings per share

The Group presents basic and diluted earnings per share (EPS) data for its ordinary shares. Basic EPS is calculated by dividing the profit or loss attributable to ordinary shareholders of the Company by the weighted average number of ordinary shares outstanding during the period. Diluted EPS is determined by adjusting the profit or loss attributable to ordinary shareholders and the weighted average number of ordinary shares outstanding for the effects of all dilutive potential ordinary shares, which comprise convertible notes and share options granted to employees.

2.24 Operating segments

An operating segment is a component of the Group that engages in business activities from which it may earn revenues and incur expenses, including revenues and expenses that relate to transactions with any of the Group's other components. An operating segment's operating results are reviewed regularly by the chief operating decision maker of the Group, to make decisions about resources to be allocated to the segment and assess its performance, and for which discrete financial information is available.

2.25 Share capital

Ordinary shares are recorded at the nominal value and proceeds in excess of the nominal value of shares issued, if any, are accounted for as share premium. Both ordinary shares and share premium are classified as equity. Cost incurred directly attributable to the issuance of shares are accounted for as a deduction from share premium. Otherwise they are charged to profit or loss. Dividends to shareholders are recognised in equity in the period in which they are declared and approved.

2.26 Fair value measurement

Fair value of an asset or a liability, except for share-based payment and lease transactions, is determined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The measurement assumes that the transaction to sell the asset or transfer the liability takes place either in the principal market or in the absence of a principal market, in the most advantageous market.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

2. SIGNIFICANT ACCOUNTING POLICIES *cont'd*

2.26 Fair value measurement *cont'd*

For non-financial asset, the fair value measurement takes into account a market participant's ability to generate economic benefits by using the asset in its highest and best use or by selling it to another market participant that would use the asset in its highest and best use.

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

- Level 1: quoted prices (unadjusted) in active markets for identical assets or liabilities that the Group can access at the measurement date.
- Level 2: inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.
- Level 3: unobservable inputs for the asset or liability.

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS

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

3.1 Key sources of estimation uncertainty

(i) Useful lives of property, plant and equipment and investment properties

The estimated for the residual values, useful lives and related depreciation charges for the property, plant and equipment and investment properties are based on commercial and production factors which could change significantly as a result of technical innovations and competitors' actions in response to the market conditions.

The Group and the Company anticipates that the residual values of its property, plant and equipment and investment properties will be insignificant. As a result, residual values are not being taken into consideration for the computation of the depreciable amount.

Changes in the expected level of usage and technological developments could impact the economic useful lives and the residual values of these assets, therefore future depreciation charges could be revised.

The carrying amount of the Group's and the Company's property, plant and equipment and investment properties at the reporting date is disclosed in Note 4 and Note 5 respectively.

(ii) Taxation

There are certain transactions computations for which the ultimate tax determination may be different from the initial estimate. The Group recognised tax liabilities based on its understanding of the prevailing tax laws and estimates of whether such taxes will be due in the ordinary course of business. Where the final outcome of these matters is different from the amounts that were initially recognised, such difference will impact the income tax and deferred tax provisions in the period in which such determination is made. The carrying amount of the Group's and the Company's taxation at the reporting date is disclosed in Note 22.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

3. SIGNIFICANT ACCOUNTING ESTIMATES AND JUDGEMENTS *cont'd*

3.1 Key sources of estimation uncertainty *cont'd*

(iii) Measurement of progress when revenue is recognised over time

For those contracts involving the system application and development revenue and engineering works that meet the over time criteria of revenue recognition, the Group's performance is measured using an input method, by reference to the inputs towards satisfying the performance obligation relative to the total expected inputs to satisfy the performance obligation. The Group generally uses the costs incurred method as a measure of progress for its contracts because it best depicts the Group's performance. Under this method of measuring progress, the extent of progress towards completion is measured based on the ratio of costs incurred to date to the total estimated costs at completion of the performance obligation. When costs are incurred, but do not contribute to the progress in satisfying the performance obligation (such as unexpected amounts of wasted materials, labour or other resources), the Group excludes the effect of those costs. Also, the Group adjusts the input method for any cost incurred that are not proportionate to the Group's progress in satisfying the performance obligation.

The carrying amounts of amounts due from contract customers and revenue recognised over time of the Group are disclosed in Note 9 and 17 respectively.

(iv) Impairment of loans and receivables

The Group and the Company assesses at each reporting date whether there is any objective evidence that a financial asset is impaired. To determine whether there is objective evidence of impairment, the Group and the Company consider factors such as the Group and the Company's contractual entitlement to a debt, the probability of insolvency or significant financial difficulties of the debtor and default or significant delay in payments. The carrying amount of the Group's and the Company's trade and other receivables at the reporting date is disclosed in Note 8.

4. PROPERTY, PLANT AND EQUIPMENT

Group

	Note	Leasehold land and building RM	Motor vehicles RM	Plant and equipment RM	Fixtures and fittings RM	Renovation RM	Total RM
2022							
Cost							
At 1 January 2022		3,566,004	2,214,439	1,165,825	221,082	48,733	7,216,083
Additions		-	-	30,609	-	-	30,609
At 31 December 2022		3,566,004	2,214,439	1,196,434	221,082	48,733	7,246,692
Accumulated depreciation							
At 1 January 2022		1,283,761	2,214,419	1,091,043	219,049	48,733	4,857,005
Charge for the year		71,320	-	34,021	953	-	106,294
At 31 December 2022		1,355,081	2,214,419	1,125,064	220,002	48,733	4,963,299
Net carrying amounts							
At 1 January 2022		2,282,243	20	74,782	2,033	-	2,359,078
At 31 December 2022		2,210,923	20	71,370	1,080	-	2,283,393

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

4. PROPERTY, PLANT AND EQUIPMENT *cont'd*

Group

	Note	Leasehold land and building RM	Motor vehicles RM	Plant and equipment RM	Fixtures and fittings RM	Renovation RM	Total RM
2021							
Cost							
At 1 January 2021		3,566,004	2,214,439	1,158,445	221,082	48,733	7,208,703
Additions		-	-	7,380	-	-	7,380
At 31 December 2021		3,566,004	2,214,439	1,165,825	221,082	48,733	7,216,083
Accumulated depreciation							
At 1 January 2021		1,212,441	2,214,419	1,058,382	218,096	48,733	4,752,071
Charge for the year		71,320	-	32,661	953	-	104,934
At 31 December 2021		1,283,761	2,214,419	1,091,043	219,049	48,733	4,857,005
Net carrying amounts							
At 1 January 2021		2,353,563	20	100,063	2,986	-	2,456,632
At 31 December 2021		2,282,243	20	74,782	2,033	-	2,359,078

5. INVESTMENT PROPERTIES

	Note	Group 2022 RM	Group 2021 RM
Cost			
At 1 January		750,000	750,000
Reclassification from asset held for sale	12	32,080,680	-
At 31 December		32,830,680	750,000
Accumulated depreciation			
At 1 January		375,000	360,000
Charge for the year		15,000	15,000
At 31 December		390,000	375,000
Net carrying amounts			
At 31 December		32,440,680	375,000

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
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5. INVESTMENT PROPERTIES *cont'd*

Investment properties are located in Malaysia and comprise:

Property	Title	Approximate net lettable area
Lot 9024, Lot 9026 & Lot 9028 At Jalan Mahang 1, Taman Meru Utama, Klang	Freehold	Land – 468 sq meter Building – 1,809 sq meter
No 2 & No 44 At Jalan Gunung Nuang U11/31, Bukit Bandaraya, Shah Alam	Leasehold	Land - 3,562 sq feet Building - 1,890 sq feet
No 41 At Jalan Gunung Nuang U11/26, Bukit Bandaraya, Shah Alam	Leasehold	Land - 1,399 sq feet Building - 1,822 sq feet
No 6, No 8 & No 10 At Jalan Gunung Tahan U11/10A, Bukit Bandaraya, Shah Alam	Leasehold	Land - 3,196 sq feet Building - 2,648 sq feet
No 3 At Jalan Gunung Tahan U11/10C, Bukit Bandaraya, Shah Alam	Leasehold	Land - 10,050 sq feet Building - 3,505 sq feet
No 4 At Jalan Gunung Tahan U11/10C, Bukit Bandaraya, Shah Alam	Leasehold	Land - 3,196 sq feet Building - 2,648 sq feet
No 12, No 14, No 16 & No 17 At Jalan Gunung Tahan U11/10A, Bukit Bandaraya, Shah Alam	Leasehold	Land - 3,196 sq feet Building - 2,648 sq feet
No 19 At Jalan Gunung Tahan U11/10A, Bukit Bandaraya, Shah Alam	Leasehold	Land - 7,467 sq feet Building - 2,648 sq feet
No 20 At Jalan Gunung Tahan U11/10A, Bukit Bandaraya, Shah Alam	Leasehold	Land - 10,502 sq feet Building - 2,648 sq feet
No 6 & No 8 At Jalan Gunung Tahan U11/10C, Bukit Bandaraya, Shah Alam	Leasehold	Land - 3,196 sq feet Building - 2,648 sq feet
No 35, No 41 & No 43 At Jalan Akuatik 13/77J D' Kayangan, Seksyen 13 Shah Alam	Leasehold	Land - 2,240 sq feet Building - 3,085 sq feet
No 1 At Jalan Akuatik 13/77J D' Kayangan, Seksyen 13 Shah Alam	Leasehold	Land - 5,541 sq feet Building - 3,270 sq feet

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

5. INVESTMENT PROPERTIES *cont'd*

The following amounts have been recognised in profit or loss:

	Group	
	2022	2021
	RM	RM
Rental income	214,420	185,220
Direct operating expenses arising from investment properties that generate rental income	(29,818)	(24,505)

6. INVESTMENT IN SUBSIDIARIES

	Company	
	2022	2021
	RM	RM
At cost		
Unquoted shares, at cost	75,050,002	75,050,002
Less: Accumulated impairment losses	(110,000)	(110,000)
	74,940,002	74,940,002

Details of the subsidiaries are as follows:

Name of subsidiaries	Country of incorporation	Principal activities	Effective ownership interest	
			2022	2021
			%	%
Lebtech Construction Sdn. Bhd.	Malaysia	Civil and building construction	100	100
Lebtech Energy Sdn. Bhd.	Malaysia	Dormant	55	55
Paksi Aman Sdn. Bhd.	Malaysia	Dormant	100	100

7. DEFERRED TAX ASSETS

Deferred tax assets and liabilities are offset when there is a legally enforceable right to set off current tax assets against current tax liabilities and when the deferred taxes relate to the same tax authority. The following amounts, determined after appropriate offsetting, are disclosed in the statement of financial position.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022

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7. DEFERRED TAX ASSETS *cont'd*

Deferred tax assets are attributable to the following:

Group	Assets/(Liabilities)		Net	
	2022	2021	2022	2021
	RM	RM	RM	RM
Presented after appropriate offsetting as follows:				
Property, plant and equipment	-	(8,082)	-	(8,082)
Unutilised business losses	-	157,733	-	157,733
	-	149,651	-	149,651

	As at 1.1.2021	Recognised in profit or loss (Note 22)	As at 31.12.2021	Recognised in profit or loss (Note 22)	As at 31.12.2022
	RM	RM	RM	RM	RM
Property, plant and equipments	(18,525)	10,443	(8,082)	8,082	-
Unutilised business losses	452,053	(294,320)	157,733	(157,733)	-
	433,528	(283,877)	149,651	(149,651)	-

The components and movements of deferred tax liabilities and assets during the financial year prior to offsetting are as follows:

Deferred tax assets/(liabilities) of the Group:

	Unutilised tax losses	Capital allowance and depreciation differences	Total
	RM	RM	RM
At 1 January 2021	452,053	(18,525)	433,528
Recognised in profit or loss (Note 22)	(294,320)	10,443	(283,877)
At 31 December 2021 and 1 January 2022	157,733	(8,082)	149,651
Recognised in profit or loss (Note 22)	(157,733)	8,082	(149,651)
At 31 December 2022	-	-	-

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

8. TRADE AND OTHER RECEIVABLES

	Note	Group		Company	
		2022 RM	2021 RM	2022 RM	2021 RM
Trade					
Amount due from related parties	a	71,475,619	91,365,759	-	-
Non-Trade					
Other receivables		528,416	593,152	-	-
Deposits		147,927	161,083	-	-
Prepayments		1,168	28,415	-	-
Amount due from subsidiaries	b	-	-	664,108	981,269
Amount due from affiliated companies	b	791,099	821,178	-	-
		1,468,610	1,603,828	664,108	981,269
		72,944,229	92,969,587	664,108	981,269

Trade receivables of the Group are 98% derived from the projects being awarded by Basco Sdn. Bhd. ("Basco") as well as Lebar Daun Development Sdn. Bhd. ("LDD") to the Group. Should any of these two companies unable to secure a project for development, it will cast a significant doubt on the Group's ability to continue as a going concern.

The Group credit policy provides trade receivables with credit period of up to 60 days (2021: 60 days). Significant credit and recovery risks associated with receivable have been provided for in the financial statement.

The ageing of receivables as at the end of the reporting period is disclosed in Note 25 (c).

a) Amount due from related parties

	2022 RM	2021 RM
Amount due from related parties, at gross	79,101,524	98,945,073
Less: Expected credit losses (Note 25 (c))	(7,625,905)	(7,579,314)
Amount due from related parties, at net	71,475,619	91,365,759

The trade amounts due from related parties are mainly derived from issuance of progress billings. The amounts are unsecured and subject to the normal trade terms. Included in progress billings receivables as at 31 December 2022 are retention sums of RM24,798,723 (2021: RM31,862,551) relating to amount due from contract customers.

b) Amount due from subsidiaries/affiliated companies

The non-trade amount due from subsidiaries and affiliated companies are unsecured, interest-free and repayable on demand.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
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9. AMOUNT DUE FROM CONTRACT CUSTOMERS

	Note	Group		Company	
		2022 RM	2021 RM	2022 RM	2021 RM
Trade					
Amount due from contract customers	a	61,191,737	48,551,811	-	-

a) Amount due from contract customers

The amounts represent the timing differences in revenue recognition and the milestone billings. The milestone billings are structured and/or negotiated with customers to reflect physical completion of the contracts. The amounts are transferred to receivables when the rights to economic benefits become unconditional.

	Group	
	2022 RM	2021 RM
Aggregate costs incurred to date	744,185,675	729,497,070
Add: Attributable profits	93,748,110	88,264,510
	837,933,785	817,761,580
Less: Progress billings	(776,742,048)	(769,209,769)
	61,191,737	48,551,811

10. FIXED DEPOSITS WITH LICENSED BANKS

Fixed deposits with licensed banks of the Group bear effective interest rates of 1.85% (2021: 1.85%) per annum as at the financial year with maturity of 365 days (2021: 365 days). The fixed deposits are pledged as security for term loan facility in favour of the Bank which is disclosed in Note 16 to the financial statements.

11. CASH AND BANK BALANCES

The Group's cash management policy is to use cash and bank balances to manage cash flows to ensure sufficient liquidity to meet Group's obligations.

12. ASSETS HELD FOR SALE

	Note	Group	
		2022 RM	2021 RM
At 1 January		32,080,680	21,840,000
Additions		-	10,240,680
Reclassification to investment property	5	(32,080,680)	-
At 31 December		-	32,080,680

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
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12. ASSETS HELD FOR SALE *cont'd*

Assets held for sale relates to properties transferred from Lebar Daun Development Sdn. Bhd. ("LDD") as part of repayment terms under the Partial Debt Settlement Agreement.

MFRS 5 *Non-current Assets Held for Sale and Discontinued Operations* requires the Directors to measure a non-current assets held for sale at the lower of its carrying amount and fair value less cost to sell.

In December 2022, the above properties has been reclassified from assets held for sale to investment properties since the sales of the properties were no longer probable and the properties are now held for rental or capital appreciation which in accordance with MFRS 140 *Investment Property*.

The above said properties have been reclassified based on its recoverable amount which is in accordance to Para 27 (b) of MFRS 5 Non-current Assets Held for Sale and Discontinued Operations.

13. SHARE CAPITAL

	Group and the Company			
	2022 Unit	2021 Unit	2022 RM	2021 RM
Issued and fully paid:				
At 1 January/ At 31 December	136,483,676	136,483,676	78,719,784	78,719,784

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

14. RETAINED EARNINGS/(ACCUMULATED LOSSES)

The retained earnings may be distributed as dividend under the single tier system.

15. TRADE AND OTHER PAYABLES

	Note	Group		Company	
		2022 RM	2021 RM	2022 RM	2021 RM
Trade					
Trade payables	a	46,130,278	55,969,017	-	-
Non - trade					
Other payables		933,500	903,500	440,500	410,500
Accruals		424,817	419,553	26,000	26,000
Amount due to affiliated companies		7,056,057	3,548,288	459,328	459,329
		8,414,374	4,871,341	925,828	895,829
		54,544,652	60,840,358	925,828	895,829

a) Trade payables

- i) The normal trade terms granted to the Group range from 30 days to 90 days (2021: 30 days to 90 days).
- ii) Included in the trade payables are retention sums amount totalling RM17,580,300 (2021: RM19,084,822).

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
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16. LOANS AND BORROWINGS

This note provides information about the contractual terms of the Group's interest-bearing loans and borrowings. For more information about the Group's exposure to interest rate risk, see Note 25 (e).

	Group	
	2022	2021
	RM	RM
Current		
Term loan	237,352	483,792

The term loan bears interest at 1.75% to 3.50% (2021: 1.75% to 3.50%) per annum above the bank's Base Lending Rate and is secured by the followings:

- a) Against 3rd party, 1st legal charge over properties also known as:
 - i) HSM 24228, PT 30110b, Daerah Klang, Mukim of Kelang, Selangor.
 - ii) HSM 24378, PT 29999, Temapat Johan Setia, Mukim of Kelang, Selangor.
 - iii) HSM 23567, Lot 30370b, Temapat Johan Setia, Mukim of Kelang, Selangor.
 - iv) HSM 24618, PT 31174, Temapat Johan Setia, Mukim of Kelang, Selangor.
 - v) HSD 79541, PT 846 Seksyen 8, Petaling, Bandar of Shah Alam, Selangor.
 - vi) EMR 7957, Lot 5420, Daerah Klang, Mukim of Klang, Selangor.
 - vii) EMR 6920, Lot 5602, Daerah Klang, Mukim of Klang, Selangor.
- b) Against Corporate Guarantee by Lebtech Berhad for RM2,900,000.
- c) Against Fixed Deposit for RM114,018 (2021: RM111,947).

17. REVENUE

	Group	
	2022	2021
	RM	RM
Construction related activities	20,172,204	26,333,767
Timing of revenue recognition		
- Goods and services transferred over time	20,172,204	26,333,767

a) Transaction price allocated to the remaining performance obligations

The following table shows revenue from performance obligations that are unsatisfied (or partially unsatisfied) at the reporting date. The disclosure is only providing information for contracts that have a duration of more than one year.

	Group		
	2023	2024	Total
	RM	RM	RM
Over time			
Revenue from construction contracts	30,301,039	48,000,000	78,301,039

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

17. REVENUE *cont'd*

b) Nature of goods and services

**Timing of recognition or method
used to recognised revenue**

Revenue is recognised over time using the cost incurred method

Significant payment terms

Based on agreed milestone certified by Architects

Warranty

Defect liability period 2 years

18. COST OF SALES

	Group	
	2022	2021
	RM	RM
Construction contract costs	16,048,239	22,194,218

19. FINANCE COSTS

	Group	
	2022	2021
	RM	RM
Interests on term loan	29,678	41,398

20. PROFIT/(LOSS) BEFORE TAXATION

Profit/(Loss) before taxation has been determined after charging/(crediting) the following items:

	Group		Company	
	2022	2021	2022	2021
	RM	RM	RM	RM
Auditors' remuneration				
- Statutory audit	119,000	116,000	20,000	20,000
- Other services	6,000	6,000	-	-
Depreciation of:				
- Investment properties	15,000	15,000	-	-
- Property, plant and equipment	106,294	104,934	-	-
Interest income	(2,071)	(2,034)	-	-
Rental income from:				
- Property leases	(185,220)	(185,220)	-	-
- Equipment leases	(48,960)	(48,960)	-	-
- Residential houses	(29,200)	-	-	-
SOCSO wage subsidy	-	(66,600)	-	-
Gain on disposal of investment in subsidiaries	-	(45,000)	-	(45,000)
Expected credit losses in trade receivables	46,591	85,650	-	-

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022

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20. PROFIT/(LOSS) BEFORE TAXATION *cont'd*

Profit/(Loss) before taxation has been determined after charging/(crediting) the following items: *cont'd*

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Employees' information:				
Salaries and allowances	1,797,317	1,834,336	-	-
Contribution to:				
- Employee Provident Fund ("EPF")	215,721	215,087	-	-
- Social Security contributions ("SOCSO")	25,454	26,087	-	-
Other benefits	89,449	68,562	-	-
	2,127,941	2,144,072	-	-

21. KEY MANAGEMENT PERSONNEL COMPENSATION

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Directors' remuneration	424,000	404,000	220,000	200,000

The number of Directors of the Company whose total remuneration during the financial year fell within the following bands is analysed below:

	Number of Directors	
	2022	2021
Non-executive Directors		
RM0 to RM50,000	8	8

22. TAXATION

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Malaysian income tax expense				
Malaysian				
- Current year	196,412	51,277	-	-
- Overprovision of tax in prior year	(129)	-	-	-
	196,283	51,277	-	-

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

22. TAXATION *cont'd*

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Deferred tax expense				
- Current	94,802	237,929	-	-
- Under provision of deferred tax in prior years	54,849	45,948	-	-
Total deferred tax expense (Note 7)	149,651	283,877	-	-
Total tax expense	345,934	335,154	-	-

A reconciliation of income tax expense applicable to profit/(loss) before taxation at the statutory income tax rate to income tax expense at the effective income tax rate of the Group and the Company are as follows:

	Group		Company	
	2022 RM	2021 RM	2022 RM	2021 RM
Profit/(Loss) before taxation	384,020	636,855	(347,250)	(304,963)
Taxation at Malaysian statutory tax rate of 24% (2021: 24%)	92,165	152,845	(83,340)	(73,191)
Income not subject to tax	-	(16,560)	-	-
Expenses not deductible for tax purposes	192,133	119,549	83,340	73,191
Deferred tax assets not recognised	6,916	33,372	-	-
Over provision of income tax expenses in prior year	(129)	-	-	-
Under provision of deferred tax in prior years	54,849	45,948	-	-
	345,934	335,154	-	-

Subject to the agreement by Inland Revenue Board, the Group has unabsorbed losses which is available for setting off against future taxable profit for a maximum period of ten (10) years of assessment as follows:

	Group	
	2022 RM	2021 RM
Unabsorbed losses	-	459,461

Deferred tax assets of the Company have not been recognised in respect of the following items:

	2022 RM	2021 RM
Other temporary differences	7,608,131	7,579,314

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
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23. EARNINGS PER ORDINARY SHARE

Basic earnings per ordinary share

The calculation of basic earnings per ordinary share at 31 December 2022 was based on the profit attributable to ordinary shareholders and a weighted average number of ordinary shareholders outstanding, calculated as follows:

	Group	
	2022	2021
	RM	RM
Profit attributable to ordinary shareholders	38,086	301,701

	Group	
	2022	2021
	Unit	Unit
Weighted average number of ordinary shares at 1 January/31 December	136,483,676	136,483,676

	Group	
	2022	2021
	RM	RM
Basic earnings per ordinary shares (sen)	0.03	0.22

24. SEGMENTAL REPORTING

Segmental reporting is not presented as the Group is principally engaged in civil and building construction works which are substantially within a single business segment and this is consistent with the current practice of internal reporting. The Group operates primarily in Malaysia.

25. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments

The table below provides an analysis of financial instruments as at 31 December 2022 measured as amortised cost ("AC") and fair value through profit or loss designated upon initial recognition (FVTPL – DUIR). The details are as follows:

Group	Carrying amount	AC
	RM	RM
2022		
Financial assets		
Trade and other receivables	72,943,061	72,943,061
Financial liabilities		
Trade and other payables	54,544,652	54,544,652

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022

cont'd

25. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments *cont'd*

Group	Carrying amount RM	AC RM
2021		
Financial assets		
Trade and other receivables	92,941,172	92,941,172
Financial liabilities		
Trade and other payables	60,840,358	60,840,358
Company		
2022		
Financial assets		
Trade and other receivables	664,108	664,108
Financial liabilities		
Trade and other payables	925,828	925,828
2021		
Financial assets		
Trade and other receivables	981,269	981,269
Financial liabilities		
Trade and other payables	895,829	895,829

The table provides an analysis of financial instruments categorised as follows:

- (i) Loans and receivables (L&R); and
- (ii) Other liabilities (OL)

Group	Carrying amount RM	L & R RM	OL RM
2022			
Financial assets			
Trade and other receivables	72,943,061	72,943,061	-
Financial liabilities			
Term loan	237,352	237,352	-
Trade and other payables	54,544,652	-	54,544,652
	54,782,004	237,352	54,544,652

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

25. FINANCIAL INSTRUMENTS

(a) Categories of financial instruments *cont'd*

Group	Carrying amount RM	L & R RM	OL RM
2021			
Financial assets			
Trade and other receivables	92,941,172	92,941,172	-
Financial liabilities			
Term loan	483,792	483,792	-
Trade and other payables	60,840,358	-	60,840,358
	61,324,150	483,792	60,840,358
2022			
Financial assets			
Trade and other receivables	664,108	664,108	-
Financial liabilities			
Trade and other payables	925,828	-	925,828
2021			
Financial assets			
Trade and other receivables	981,269	981,269	-
Financial liabilities			
Trade and other payables	895,829	-	895,829

(b) Financial risk management

The Group and the Company has exposure to the following risks from its use of financial instruments:

- Credit risk
- Liquidity risk
- Market risk

(c) Credit risk

Credit risk is the risk of a financial loss to the Group if a customer or counterparty to a financial instrument fails to meet its contractual obligations. The Group's exposure to credit risk arises principally from its receivables from customers.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

25. FINANCIAL INSTRUMENTS *cont'd*

(c) Credit risk *cont'd*

Receivables

Risk management objectives, policies and processes for managing the risk.

Management has a credit policy in place and the exposure to credit risk is monitored on an ongoing basis.

Exposure to credit risk, credit quality and collateral

As at the end of the reporting period, the maximum exposure to credit risk arising from receivables is represented by the carrying amounts in the statement of financial position.

Management has taken reasonable steps to ensure that receivables that are neither past due nor impaired are stated at their realisable values. A significant portion of these receivables are regular customers that have been transacting with the Group. The Group uses ageing analysis to monitor the credit quality of the receivables. Any receivables having significant balances past due, which are deemed to have higher credit risk, are monitored individually.

Expected credit losses

The ageing of receivables of the Group as at the end of the reporting date was:

	Gross RM	Collective Expected Credit Losses RM	Net RM
2022			
Not past due	2,958,908	-	2,958,908
Past due 61-90 days	407,366	-	407,366
Past due 91-180 days	1,793,305	-	1,793,305
Past due 181-364 days	-	-	-
Past due more than 365 days	73,941,945	(7,625,905)	66,316,040
	79,101,524	(7,625,905)	71,475,619
2021			
Not past due	6,171,064	-	6,171,064
Past due 61-90 days	1,152,195	-	1,152,195
Past due 91-180 days	7,128,477	-	7,128,477
Past due 181-364 days	-	-	-
Past due more than 365 days	84,493,337	(7,579,314)	76,914,023
	98,945,073	(7,579,314)	91,365,759

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

25. FINANCIAL INSTRUMENTS *cont'd*

(c) Credit risk *cont'd*

Expected credit losses cont'd

The movements in the allowance for expected credit losses of trade receivables for the Group during the year were:

	2022	2021
	RM	RM
At 1 January	7,579,314	7,493,664
Charge for the year	46,591	85,650
At 31 December	7,625,905	7,579,314

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

Concentration risk

A substantial majority of trade receivables which are derived from sales to related companies which accounted for 100% of net revenue. Additionally, these two largest customers accounted for 98% of the accounts receivables as of 31 December 2022 (2021: 99%). The Directors believe that the receivables balances from these largest customers do not represent a significant credit risk based on cash flow forecasts, balance sheet analysis and past collection experience.

(d) Liquidity risk

Liquidity risk is the risk that the Group will not be able to meet its financial obligations as they fall due. The Group's exposure to liquidity risk arises principally from its various payables.

The Group maintains a level of cash and bank balances deemed adequate by the Directors to ensure, as far as possible, that it will have sufficient liquidity to meet its liabilities when they fall due.

Maturity analysis

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

	Carrying amount	Contractual cash flows	Under 1 year
	RM	RM	RM
2022			
Financial liabilities			
Term loan	237,352	269,304	269,304
Trade and other payables	54,544,652	54,544,652	54,544,652
	54,782,004	54,813,956	54,813,956

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

25. FINANCIAL INSTRUMENTS *cont'd*

(d) Liquidity risk *cont'd*

Maturity analysis cont'd

	Carrying amount RM	Contractual cash flows RM	Under 1 year RM
2021			
Financial liabilities			
Term loan	483,792	545,422	276,118
Trade and other payables	60,840,358	60,840,358	60,840,358
	61,324,150	61,385,780	61,116,476

(e) Market risk

Market risk is the risk that changes in market prices, such as interest rates and other prices will affect the Group's financial position or cash flows.

Interest rate risk

The Group's variable rate borrowings are exposed to a risk of change in cash flows due to changes in interest rates. Investment on equity securities and short term receivables and payables are not significantly exposed to interest rate risk.

Risk management objectives, policies and processes for managing the risk.

In managing the risks, the Group maintain a balance portfolio of fixed and floating rate instruments. All interest rate expenses are monitored and managed proactively by the management.

Exposure to interest rate risk

The interest rate profile of the Group's significant interest-bearing financial instruments, based on carrying amounts as at the end of the reporting period was:

	2022 RM	2021 RM
Fixed rate instruments		
Financial assets	114,018	111,947
Floating rate instruments		
Financial liabilities	(237,352)	(483,792)

Interest rate risk sensitivity analysis

Fair value sensitivity analysis for fixed rate instruments.

The Group does not account for any fixed rate financial assets and 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 December 2022
cont'd

25. FINANCIAL INSTRUMENTS *cont'd*

(f) Fair value information

The varying amounts of cash and cash equivalents, short term receivables and payables approximate fair values due to the relatively short term nature of these financial instruments.

The Directors believe that there is no significant difference between the fair value and the carrying amount of the financial instruments.

(i) Policy on transfer between levels

The fair value of an asset to be transferred between levels is determined as of the date of the event or change in circumstances that caused the transfer.

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

(ii) Level 1 fair value

Level 1 fair value is derived from quoted prices (unadjusted) in active markets for identical assets or liabilities.

(iii) Level 2 fair value

Level 2 fair value is estimated using inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly (i.e. as prices) or indirectly (i.e. derived from prices).

Non-derivative financial instruments

Fair value which is determined for disclosure purposes, is calculated based on the present value of the future principal and interest cash flows, discounted at the market rate of interest at the end of the reporting period.

(iv) Level 3 fair value

Level 3 fair value for the financial assets and liabilities are estimated using unobservable inputs.

The fair value of finance lease liabilities is calculated using discounted cash flows where the market rate of interest is determined by reference to similar lease arrangements.

The table below analyses financial instruments not carried at fair value for which fair value is disclosed, together with their fair values and carrying amounts shown in the statement of financial position.

	Fair value of financial instruments not carried at fair value	
	Level 3 RM	Carrying amount RM
2022		
Financial liabilities		
Term loan	237,352	237,352
Trade and other payables	54,544,652	54,544,652
	54,782,004	54,782,004

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
cont'd

25. FINANCIAL INSTRUMENTS *cont'd*

(f) Fair value information *cont'd*

(iv) Level 3 fair value *cont'd*

	Fair value of financial instruments not carried at fair value	
	Level 3 RM	Carrying amount RM
2021		
Financial liabilities		
Term loan	483,792	483,792
Trade and other payables	60,840,358	60,840,358
	61,324,150	61,324,150

26. RELATED PARTIES

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

Key management personnel are defined as those persons having authority and responsibility for planning, directing and controlling the activities of the Group and the Company either directly or indirectly. The key management personnel include all the directors of the Company.

The Company has related party transactions with the following companies, which are deemed related to the directors as follows:

- i) Lebar Daun Development Sdn. Bhd. in which the directors of the Company are common directors; and
- ii) Basco Sdn. Bhd. is deemed related to all the directors of the Company.

The Group has a related party relationship as follows:

	Transaction value for the year ended 31 December		Balance outstanding as at 31 December	
	2022	2021	2022	2021
	RM	RM	RM	RM
Revenue	20,172,204	26,333,767	71,475,619	91,365,759
Rental income	263,380	234,180	-	-
Expected credit loss recognised for the year	(46,591)	(85,650)	-	-

All outstanding balances with these related parties are to be settled in cash and repayable upon demand. None of the balances are secured.

NOTES TO THE FINANCIAL STATEMENTS

31 December 2022
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27. CAPITAL MANAGEMENT

The Group's objectives when managing capital is to maintain a strong capital base and safeguard the Group's ability to continue as a going concern, so as to maintain investor, creditor and market confidence and to sustain future development of the business.

The Group monitors capital using a gearing ratio, which is the net debt divided by total equity plus net debt. The Group includes within its net debt, term loan, payables, less cash and bank balances and short term deposits. Capital of the Group represents total equity.

The debt to equity ratio as at 31 December 2022 and 31 December 2021 are as follows:

	Note	2022 RM	2021 RM
Loans and borrowings	16	237,352	483,792
Less: Cash and bank balances	11	(2,259,301)	(1,079,499)
Net debt		(2,021,949)	(595,707)
Total equity		116,432,103	116,394,017
Equity and net debt		114,410,154	115,798,310
Gearing ratio		-	-

28. CONTINGENCIES

The Directors are of the opinion that provisions are not required in respect of these matters, as it is not probable that a future sacrifice of economic benefits will be required or the amount is not capable of reliable measurement.

	2022 RM	2021 RM
Contingent liabilities not considered remote		
Corporate guarantees given to financial institution	2,900,000	2,900,000
Payment guarantee given to customers which is secured by the Company's landed properties and corporate guarantee of the holding company	(134,523)	(134,523)

29. SUBSEQUENT EVENTS

On 14 March 2023, Lebttech Construction Sdn. Bhd., a wholly-owned subsidiary of the Company has received a Letter of Acceptance from Brighton Land Sdn. Bhd. ("BLSB") in respect of contract for *Cadangan Membina dan Menyiapkan Projek Pembangunan yang Mengandungi 106 Unit (22'x75') di atas sebahagian PT 7714, Seksyen U13, 40170, Shah Alam, Selangor* ("the Contract").

The construction duration is twenty (20) months and the contract value is RM29,530,903.

30. AUTHORISATION OF FINANCIAL STATEMENTS FOR ISSUE

The financial statements have been authorised for issue by the Board of Directors in accordance with a resolution of the Board of Directors on 14 April 2023.

ANALYSIS OF SHAREHOLDINGS

As at 15 March 2023

DISTRIBUTION OF SHAREHOLDINGS

Category	No. of Holders	%	No. of Securities	%
1 – 99	1,401	59.67	28,402	0.02
100 – 1,000	838	35.69	138,666	0.10
1,001 – 10,000	50	2.13	169,324	0.12
10,001 – 100,000	27	1.15	1,065,179	0.78
100,001 to less than 5% of issued shares	29	1.23	56,265,104	41.23
5% and above of issued shares	3	0.13	78,817,000	57.75
Total	2,348	100.00	136,483,675	100.00

DIRECTORS' SHAREHOLDINGS

No.	Name	Shareholdings	%
1.	TAN SRI DATUK ADZMI BIN ABDUL WAHAB	-	-
2.	NORAZMI BIN MOHAMED NURDIN Pledge under: <i>AMBANK (M) BERHAD - 216,000 shares</i> <i>ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD - 1,800,000 shares</i>	2,016,000	1.48
3.	DATO' NOOR AZMAN @ NOOR HIZAM B. MOHD NURDIN Pledge under: <i>OWN NAME - 29,374,000 shares</i> <i>ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD - 5,000,000 shares</i> <i>CIMSEC NOMINEES (TEMPATAN) SDN BHD - 39,243,000 shares</i>	73,617,000	53.94
4.	DATO' HAZLI BIN IBRAHIM (#2 account)	554,400	0.41
5.	JAMIL BIN SAIMON	406,400	0.30
6.	IR. CHE FISOL BIN ABDUL HAMID	1,000	0.00
7.	SR. TS. DR. RIDZUAN BIN YACOB	1,000	0.00
8.	FAIZ ZUHDI ADRI BIN ROSLAN	-	-
9.	DATO' AHMAD RIZAL BIN ABDUL RAHMAN	-	-
Total		76,595,800	56.13

ANALYSIS OF SHAREHOLDINGS

As at 15 March 2023
cont'd

SUBSTANTIAL SHAREHOLDERS

No.	Name	Shareholdings	%
1.	DATO' NOOR AZMAN @ NOOR HIZAM B. MOHD NURDIN Pledge under: <i>OWN NAME - 29,374,000 shares</i> <i>ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD - 5,000,000 shares</i> <i>CIMSEC NOMINEES (TEMPATAN) SDN BHD - 39,243,000 shares</i>	73,617,000	53.94
2.	DATIN NOR HAYATI BINTI ABD MALIK Pledge under: <i>RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD</i>	10,200,000	7.47
Total		83,817,000	61.41

LIST OF THIRTY LARGEST SHAREHOLDERS

NO.	NAME	HOLDINGS	%
1	CIMSEC NOMINEES (TEMPATAN) SDN BHD <i>CIMB FOR NOOR AZMAN @ NOOR HIZAM B. MOHD NURDIN (PB)</i>	39,243,000	28.75
2	NOOR AZMAN @ NOOR HIZAM B. MOHD NURDIN	29,374,000	21.52
3	RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD <i>PLEDGED SECURITIES ACCOUNT FOR NOR HAYATI BINTI ABD MALIK (1181002)</i>	10,200,000	7.47
4	SHAH RUDIN BIN MOHAMMED MISKUN	6,500,004	4.76
5	MOHD NASIR BIN MOHD MISKUN	5,800,000	4.25
6	MUSTAFA BIN MOHAMMED MISKUN	5,800,000	4.25
7	NOR LIA BINTI JOHAN	5,300,000	3.88
8	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD <i>PLEDGED SECURITIES ACCOUNT FOR NOOR AZMAN @ NOOR HIZAM B. MOHD NURDIN (8037673)</i>	5,000,000	3.66
9	ANUAR BIN ABD MALIK	4,500,000	3.30
10	CITIGROUP NOMINEES (ASING) SDN BHD <i>EXEMPT AN FOR OCBC SECURITIES PRIVATE LIMITED (CLIENT A/C-NR)</i>	3,665,700	2.69
11	MUSTAPAH BIN MOHAMED	3,168,600	2.32
12	PERBADANAN SETIAUSAHA KERAJAAN SELANGOR	2,819,800	2.07
13	CGS-CIMB NOMINEES (ASING) SDN BHD <i>EXEMPT AN FOR CGS-CIMB SECURITIES (SINGAPORE) PTE. LTD. (RETAIL CLIENTS)</i>	2,387,900	1.75
14	CITIGROUP NOMINEES (ASING) SDN BHD <i>EXEMPT AN FOR BANK OF SINGAPORE LIMITED (FOREIGN)</i>	1,943,600	1.42
15	ALLIANCEGROUP NOMINEES (TEMPATAN) SDN BHD <i>PLEDGED SECURITIES ACCOUNT FOR NORAZMI BIN MOHAMED NURDIN (8038654)</i>	1,800,000	1.32
16	ABU SUJAK BIN MAHMUD	1,174,600	0.86
17	SYARIMAN BIN HAMZAH	1,085,300	0.80
18	PERBADANAN KEMAJUAN NEGERI SELANGOR	1,000,000	0.73
19	MHD OMAR BIN ABDUL HAMID	854,600	0.63
20	HAZLI BIN IBRAHIM	499,400	0.37

ANALYSIS OF SHAREHOLDINGS

As at 28 April 2023
cont'd

LIST OF THIRTY LARGEST SHAREHOLDERS *cont'd*

NO.	NAME	HOLDINGS	%
21	FAIZAL BIN ABDULLAH	486,100	0.36
22	MAYBANK NOMINEES (TEMPATAN) SDN BHD <i>PLEDGED SECURITIES ACCOUNT FOR MOHD JOHAR BIN ISMAIL</i>	484,900	0.36
23	JAMIL BIN SAIMON	406,400	0.30
24	IKMAL BIN IBRAHIM	391,000	0.29
25	RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD <i>PLEDGED SECURITIES ACCOUNT FOR NOORAZHAR BIN MOHAMED NURDIN (CEB)</i>	254,800	0.19
26	AMBANK (M) BERHAD <i>PLEDGED SECURITIES ACCOUNT FOR NORAZMI BIN MOHAMED NURDIN (SMART)</i>	216,000	0.16
27	CHERRY VISTA SDN BHD	157,000	0.12
28	CIMB GROUP NOMINEES (TEMPATAN) SDN BHD <i>PLEDGED SECURITIES ACCOUNT FOR ANUAR BIN ABD MALIK (KLD ESOS)</i>	140,000	0.10
29	CHIANG SIEW ENG @ LE YU AK EE	114,300	0.08
30	RHB CAPITAL NOMINEES (TEMPATAN) SDN BHD <i>PLEDGED SECURITIES ACCOUNT FOR AB GHAUS BIN ISMAIL (551010)</i>	105,900	0.08
Total		134,872,904	98.84

LIST OF PROPERTIES

As at 31 December 2022

Location	Tenure	Description/ Existing Use	Approximate Age of Buildings (Years)	Land Area/ Built-up Area (Sq. m.)	Net Book Value at 31.12.2020 (RM'000)	Date of Acquisition
No. 2, Jalan Tengku Ampuan Zabedah J9/J, Section 9, 40000 Shah Alam, Selangor Darul Ehsan	99 years leasehold, expiring on 20/12/2100	3½ Storey Corner Shop/Office Building	15	254/935	1,551	14/10/2002
No. 4, Jalan Tengku Ampuan Zabedah J9/J, Section 9, 40000 Shah Alam, Selangor Darul Ehsan	99 years leasehold, expiring on 20/12/2100	3½ Storey Intermediate Shop/Office Building	15	153/599	1,159	14/10/2002
Lot 9024, Jalan Mahang Satu, Taman Meru Utama, 41050 Klang, Selangor Darul Ehsan	Freehold	4 Storey (end lot) Shop Office	24	156/603	155	09/12/1996
Lot 9026, Jalan Mahang Satu, Taman Meru Utama, 41050 Klang, Selangor Darul Ehsan	Freehold	4 Storey Intermediate Shop Office	24	156/603	155	09/12/1996
Lot 9028, Jalan Mahang Satu, Taman Meru Utama, 41050 Klang, Selangor Darul Ehsan	Freehold	4 Storey Intermediate Shop Office	24	156/603	155	09/12/1996

Note:- The above properties were registered under the name of Lebtech Construction Sdn. Bhd., a wholly-owned subsidiary of the Company.

NOTICE OF 21ST ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT the Twenty-First Annual General Meeting of Lebtech Berhad will be conducted at the Broadcast Venue at Boardroom Wisma Lebar Daun, No.2 Jalan Tengku Ampuan Zabedah J9/J, Seksyen 9, 40000 Shah Alam, Selangor Darul Ehsan on Thursday, 8 June 2023 at 11.30 a.m. for the following purposes:-

AGENDA

As Ordinary Business

- | | | |
|----|---|---|
| 1. | To receive the Audited Financial Statements for the financial year ended 31 December 2022 together with the Reports of the Directors and Auditors thereon. | (Please refer to Explanatory Note A) |
| 2. | To approve the Directors' fees for the financial year ended 31 December 2022. | (Resolution 1) |
| 3. | To re-elect Faiz Zuhdi Adri Bin Roslan who retires by rotation in accordance with Article 88 of the Company's Constitution and being eligible, offer himself for re-election. | (Resolution 2) |
| 4. | To re-elect Dato' Hazli Bin Ibrahim who retires by rotation in accordance with Article 88 of the Company's Constitution and being eligible, offer himself for re-election. | (Resolution 3) |
| 5. | To re-elect Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin who retires by rotation in accordance with Article 88 of the Company's Constitution and being eligible, offer himself for re-election. | (Resolution 4) |
| 6. | To get shareholders to give mandate to Board of Directors to approve future auditor. | (Resolution 5) |

As Special Business

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

7. **Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature**

"THAT subject to the Companies Act, 2016 ("Act"), the Constitution of the Company and the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, approval be and is hereby given to the Company and/or its subsidiary to enter into recurrent related party transactions of a revenue or trading nature with the related parties ("Recurrent Related Party Transactions") as set out in Section 2.3 of the Company's Circular to Shareholders dated 14 April 2023, subject further to the following:-

- (i) the Recurrent Related Party Transactions are entered into in the ordinary course of business on terms not more favorable to the related parties than those generally available to the public, and the Recurrent Related Party Transactions are undertaken on arm's length basis and are not to the detriment of the minority shareholders of the Company;
- (ii) the disclosure is made in the Annual Report of the breakdown of the aggregate value of the Recurrent Related Party Transactions conducted pursuant to the shareholders' mandate during the financial year, amongst others, based on the following information:-
 - (a) the type of Recurrent Related Party Transactions made; and
 - (b) the names of the related parties involved in each type of Recurrent Related Party Transactions made and their relationship with the Company;

NOTICE OF 21ST ANNUAL GENERAL MEETING

cont'd

- (iii) the shareholders' mandate is subject to annual renewal and this shareholders' mandate shall only continue to be in full force until:-
 - (a) the conclusion of the next Annual General Meeting ("AGM") of the Company, at which this shareholders' mandate will lapse, unless by a resolution passed at the said AGM, such authority is renewed;
 - (b) the expiration of the period within which the next AGM of the Company after the date it is required to be held pursuant to Section 340(2) of the Act (but shall not extend to such extension as may be allowed pursuant to Section 340(4) of the Act); or

revoked or varied by resolution passed by the shareholders in a general meeting;

whichever is earlier.

AND THAT the Directors of the Company be and are hereby authorised to complete and do all such acts and things (including executing all such documents as may be required) as they may consider expedient or necessary to give effect to the Recurrent Related Party Transactions contemplated and/or authorised by this Ordinary Resolution."

(Resolution 6)

- 8. To transact any other ordinary business of the Company of which due notice shall have been given in accordance with the Company's Articles of Association and the Act.

By Order of the Board

NOR HISYAM BIN AHMAD FODZI

(LS 0009957) SSM PC No: 202108000512

Group Company Secretary

Shah Alam

28th April 2023

Notes:

- A. *This item in the Agenda is meant for discussion only as under the provisions of Section 248(2) of the Companies Act, 2016 and Company's Constitution, the audited financial statements do not require the formal approval of the shareholders. As such, this matter will not be put forward for voting.*
 - 1. *A proxy may but need not be a member of the Company.*
 - 2. *To be valid this form duly completed must be deposited at the registered office of the Company at Wisma Lebar Daun, No. 2, Jalan Tengku Ampuan Zabedah J9/J, Seksyen 9, 40000 Shah Alam, Selangor Darul Ehsan not later than forty-eight (48) hours before the time for holding the Meeting or any adjournment thereof.*
 - 3. *A member shall be entitled to appoint not more than two (2) proxies to vote at the meeting.*
 - 4. *Where a member appoints two (2) proxies the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.*
 - 5. *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.*
 - 6. *If the appointer is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.*

NOTICE OF 21ST ANNUAL GENERAL MEETING

cont'd

Explanatory Note on Special Business

7. Resolution 4 - Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature

The proposed ordinary resolution under item 6, if passed, will allow the Company and/or its subsidiary to enter into recurrent related party transactions of a revenue or trading nature which are necessary for the Group's day-to-day operations and are in the ordinary course of business and on terms that are not more favorable to the related parties than those generally available to the public. This would avoid any delay and cost involved in convening separate general meetings from time to time to seek shareholders' approval as and when such recurrent related party transactions occur. This authority, unless revoked or varied by the Company at a General Meeting, will expire at the conclusion of the next Annual General Meeting of the Company or will subsist until the expiration of the period within which the next Annual General Meeting of the Company is required by law to be held, whichever is the earlier.

STATEMENT ACCOMPANYING NOTICE OF ANNUAL GENERAL MEETING

Pursuant to paragraph 8.27(2) of the Main Market Listing Requirements of Bursa Malaysia Securities Berhad, there is no individual standing for election as a Director, save for Directors who are standing for re-election.

FORM OF PROXY



LEBTECH BERHAD

200201023282 (590945-H)

I/We _____ NRIC No./Company No. _____

of _____

being a member/members of **LEBTECH BERHAD**, hereby appoint _____

of _____

or _____

of _____

or failing him/her, the Chairman of the Meeting, as my/our proxy, to vote for me/us and on my/our behalf at the 21st Annual General Meeting of Lebtech Berhad to be held at Boardroom Wisma Lebar Daun, No.2 Jalan Tengku Ampuan Zabedah J9/J Seksyen 9, 40000 Shah Alam Selangor Darul Ehsan on Thursday 8 June 2023 at 11.30 a.m. and at any adjournment thereof, for/against the resolution(s) to be proposed thereat.

Please indicate with an "X" in the appropriate box provided how you wish your vote to be cast. Unless voting instructions are specified herein, the proxy will vote or abstain from voting as he thinks fit.

Resolution	For	Against
No. 1 Approval of Directors' fees		
No. 2 To re-elect the following Directors of the Company who retire in accordance with Article 84 of the Company's Constitution and who being eligible, have offered themselves for re-election:		
(i) Faiz Zuhdi Adri Bin Roslan		
(ii) Dato' Hazli Bin Ibrahim		
(iii) Dato' Noor Azman @ Noor Hizam B. Mohd Nurdin		
No. 3 To get shareholders to give mandate to Board of Directors to approve future auditor.		
No. 4 Proposed Renewal of Shareholders' Mandate for Recurrent Related Party Transactions of a Revenue or Trading Nature		

As witness my/our hand this _____ day of _____ 2023

No. of shares held: _____

CDS Account No. _____

Signature/Common Seal

Notes:-

1. A proxy may but need not be a member of the Company.
2. To be valid this form duly completed must be deposited at the registered office of the Company at Wisma Lebar Daun, No. 2, Jalan Tengku Ampuan Zabedah J9/J, Seksyen 9, 40000 Shah Alam, Selangor Darul Ehsan not later than forty-eight (48) hours before the time for holding the Meeting or any adjournment thereof.
3. A member shall be entitled to appoint not more than two (2) proxies to attend and vote at the same meeting.
4. Where a member appoints two (2) proxies the appointment shall be invalid unless he specifies the proportion of his holdings to be represented by each proxy.
5. 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.
6. If the appointer is a corporation, this form must be executed under its Common Seal or under the hand of its attorney.

Fold This Flap For Sealing

Then Fold Here

AFFIX
STAMP

Group Company Secretary

LEBTECH BERHAD 200201023282 (590945-H)

Wisma Lebar Daun
No. 2, Jalan Tengku Ampuan
Zabedah J9/J
Seksyen 9, 40000 Shah Alam
Selangor Darul Ehsan

1st Fold Here

www.lebtech.com.my



LEBTECH BERHAD 200201023282 (590945-H)

Wisma Lebar Daun
No. 2, Jalan Tengku Ampuan Zabedah J9/J
Seksyen 9, 40000 Shah Alam
Selangor Darul Ehsan
Tel : 603 5511 1333
Fax : 603 5511 6755